

UNITED STATES DISTRICT COURT  
DISTRICT OF COLUMBIA

SECURITIES AND EXCHANGE COMMISSION,

*Plaintiff,*

-v.-

CARNEGIE INTERNATIONAL CORPORATION, *et al.*,

*Defendants,*

and

SCOTT CARUTHERS, *et al.*,

*Relief Defendants.*

No. 03-1513

**FILED**

**JUL 29 2003**

**NANCY MAYER WHITTINGTON, CLERK  
U.S. DISTRICT COURT**

**FINAL JUDGMENT AS TO DEFENDANT AND  
RELIEF DEFENDANT DASHIELLE LASHRA CARUTHERS**

The Securities and Exchange Commission having filed a Complaint and Defendant and Relief Defendant Dashielle Lashra Caruthers ("Defendant") having entered a general appearance; consented to the Court's jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant, Defendant's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 13(d) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78m(d)] and Rules 13d-1 and 13d-2 [17 C.F.R. §§ 240.13d-1 and 240.13d-2] thereunder, by, among other things, failing to timely file with the

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Commission, and send to the issuer and each exchange where the security is traded, a statement containing the information, in the form and manner, required by Section 13(d) of the Exchange Act [15 U.S.C. § 78m(d)] and Rules 13d-1 and 13d-2 [17 C.F.R. §§ 240.13d-1 and 240.13d-2]:

- (1) within ten days after acquiring directly or indirectly a beneficial ownership of more than five percent of any equity security set forth in Section 13(d)(1) of the Exchange Act [15 U.S.C. § 78m(d)(1)]; or
- (2) promptly after any material change in the facts set forth in any such statement filed with the Commission including, but not limited to, any material increase or decrease in the percentage of such equity security beneficially owned.

II.

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that Defendant, Defendant's agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 16(a) of the Exchange Act [15 U.S.C. § 78p(a)] and Rules 16a-2 and 16a-3 [17 C.F.R. §§ 240.16a-2 and 240.16a-3] thereunder, by, as a direct or indirect beneficial owner of more than 10 percent of any class of equity security (other than an exempt security) which is registered pursuant to Section 12 of the Exchange Act, or as a director or an officer of the issuer of such security, failing to timely file with the Commission (and, if such security is registered on a national securities exchange, also with that exchange):

- (1) at the time of the registration of such security on a national securities exchange or by the effective date of a registration statement filed pursuant to Section 12(g) of the Exchange Act [15 U.S.C. § 78l(g)], or within ten days after becoming such

- beneficial owner, director, or officer, a statement, in the form and manner required by Section 16(a) of the Exchange Act [15 U.S.C. § 78p(a)] and Rules 16a-2 and 16a-3 [17 C.F.R. §§ 240.16a-2 and 240.16a-3] thereunder, of the amount of all equity securities of such issuer of which such person is the beneficial owner;
- (2) before the end of the second business day following the execution of a transaction resulting in a change in such ownership or in which such person purchased or sold a security-based swap agreement involving such equity security, a statement, in the form and manner required by Section 16(a) of the Exchange Act [15 U.S.C. § 78p(a)] and Rules 16a-2 and 16a-3 [17 C.F.R. §§ 240.16a-2 and 240.16a-3] thereunder, indicating ownership by the filing person at the date of the filing, and any such changes in such ownership, and such purchases and sales of the security-based swap agreements, as have occurred since the most recent such filing; or
- (3) within forty-five days of the issuer's year-end, a statement, in the form and manner required by Section 16(a) of the Exchange Act [15 U.S.C. § 78p(a)] and Rules 16a-2 and 16a-3 [17 C.F.R. §§ 240.16a-2 and 240.16a-3] thereunder, disclosing, among other things, all holdings and transactions that should have been reported, but were not, during the most recent fiscal year.

III.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that based on Defendant's sworn representations in her Statement of Financial Condition dated December 13, 2002, and other documents and information submitted to the Commission, the Court is not ordering Defendant to pay a civil penalty and payment of \$885,651 in disgorgement and prejudgment interest thereon is waived. The determination not to impose a civil penalty and to

waive payment of \$885,651 in disgorgement and prejudgment interest is contingent upon the accuracy and completeness of Defendant's Statement of Financial Condition. If at any time following the entry of this Final Judgment the Commission obtains information indicating that Defendant's representations to the Commission concerning his assets, income, liabilities, or net worth were fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made, the Commission may, at its sole discretion and without prior notice to Defendant, petition the Court for an order requiring Defendant to pay disgorgement, prejudgment and post-judgment interest thereon, and the maximum civil penalty allowable under the law. In connection with any such petition, the only issue shall be whether the financial information provided by Defendant was fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made. In its petition, the Commission may move this Court to consider all available remedies, including, but not limited to, ordering Defendant to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of this Final Judgment. The Commission may also request additional discovery. Defendant may not, by way of defense to such petition: (1) challenge the validity of the Consent and Undertakings or this Final Judgment; (2) contest the allegations in the Complaint filed by the Commission; (3) assert that payment of disgorgement, prejudgment and post-judgment interest or a civil penalty should not be ordered; (4) contest the amount of disgorgement and prejudgment and post-judgment interest; (5) contest the imposition of the maximum civil penalty allowable under the law; or (6) assert any defense to liability or remedy, including, but not limited to, any statute of limitations defense.

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent and Undertakings is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant shall comply with all of the undertakings and agreements set forth therein.

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

VI.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.

Dated: 7/23/, 2003

  
UNITED STATES DISTRICT JUDGE