

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

Case No. 03-80858-CIV-HURLEY/LYNCH

SECURITIES AND EXCHANGE COMMISSION,)
)
Plaintiff,)
)
v.)
)
VECTOR MEDICAL TECHNOLOGIES, INC.,)
MICHAEL H. SALIT,)
JAMES P. FARNELL,)
MICHAEL J. FARNELL,)
DAVID A. ZIMMERMAN, and)
STANLEY B. WASSER,)
)
Defendants.)
)
)

**FINAL JUDGMENT SETTING DISGORGEMENT AND
CIVIL PENALTY AGAINST DEFENDANT STANLEY B. WASSER**

Plaintiff Securities and Exchange Commission (“Commission”) commenced this action by filing its Complaint against, among others, Defendant Stanley B. Wasser (“Defendant”) in connection with a stock offering made by Defendant Vector Medical Technologies (“Vector”). In its Complaint, the Commission sought, among other relief, a permanent injunction to prohibit violations by the Defendant of Sections 5(a), 5(c), 17(a)(1), 17(a)(2) and 17 (a)(3) of the Securities Act of 1933 (“Securities Act”), Sections 10(b) and 15(a)(1) and Rule 10b-5 of the Securities Exchange Act of 1934 (“Exchange Act”); an order providing for disgorgement and pre-judgment interest thereon; the imposition of a civil money penalty against Defendant pursuant to Section 20(d) of the Securities Act and Section 21(d) of the Exchange Act; and a penny stock bar.

On August 23, 2004, by consent, the Court entered a Judgment of Permanent Injunction and Other Relief as to Defendant Wasser (“Judgment Against Wasser”). [See DE 65-66 & 69]. Therein, the Court permanently enjoined Wasser from violating Sections 5(a),

5(c), 17(a)(1), 17(a)(2) and 17(a)(3) of the Securities Act, Sections 10(b) and 15(a)(1) and Rule 10b-5 of the Exchange Act (“Permanent Injunction”); barred him from participating in any offering involving a penny stock (“Penny Stock Bar”); and provided for the imposition of disgorgement, plus prejudgment interest thereon, and a civil penalty.

By the Consent of Defendant Stanley B. Wasser to Entry of Final Judgment Setting Disgorgement and a Civil Penalty Against Stanley B. Wasser (“Consent”) affixed hereto, Wasser, without admitting or denying any of the allegations in the Commission’s Complaint or any other paper filed herein, except as to the jurisdiction of this Court, has agreed to the entry of this Final Judgment Setting Disgorgement and a Civil Penalty Against Stanley B. Wasser (“Final Judgment”). This Court having accepted such Consent and having jurisdiction over Defendant and the subject matter hereof, and being fully advised in the premises, order as follows:

I.

DISGORGEMENT AND CIVIL PENALTY

IT IS HEREBY ORDERED AND ADJUDGED that Defendant Wasser shall pay disgorgement in the amount of \$387,841 representing the proceeds he received as a result of the conduct alleged in the Complaint, plus \$33,074 in prejudgment interest thereon. Based upon Defendant’s sworn representations in his Statement of Financial Condition, as of October 23, 2008 (“Defendant’s Statement of Financial Condition”), and other documents submitted to the Commission, Defendant shall pay disgorgement of \$64,500, plus post-judgment interest thereon, at the statutory rate, in accordance with the payment instructions set forth at Section II of this Final Judgment.

Based upon the sworn representations in Defendant’s Statement of Financial Condition, and other documents submitted to the Commission, and Wasser’s agreement to make payments in accordance with the payment instructions set forth at Section II of this

Final Judgment, the Court is waiving the remainder of the disgorgement amount, payment of pre-judgment interest thereon, and not impose a civil penalty. The determination to not impose payment of the entire disgorgement amount, to not impose pre-judgment interest thereon, and to not impose payment of the civil penalty, 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 the full disgorgement amount of \$387,841, pre-judgment interest thereon of \$33,074, a civil penalty, and any accrued post-judgment interest, less any amounts already paid by Wasser.

In connection with any such petition, the only issues shall be: (1) 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 Consents, the Judgment Against Wasser, or the Final Judgment; (2) contest the allegations in the Complaint filed by the Commission; (3) assert that payment of disgorgement, pre-judgment interest and post-judgment interest or a civil penalty should not

be ordered; (4) contest the amount of disgorgement, pre-judgment, post-judgment interest, and civil penalty; or (5) assert any defense to liability or remedy, including, but not limited to, any statute of limitations defense.

II.

PAYMENT INSTRUCTIONS

IT IS HEREBY FURTHER ORDERED AND ADJUDGED that Defendant Wasser shall pay the \$64,500 of disgorgement ordered herein, plus post-judgment interest thereon, which shall start accruing 30 days after the entry of this Final Judgment, by transmitting the following payments on the date(s) specified herein: (a) 10 days after entry of this Final Judgment, Defendant shall pay \$32,500, which has been escrowed by Defendant's counsel, Allan Lerner; (b) every 90 days thereafter, Wasser shall pay \$1,500, until Wasser has made eight payments of \$1,500 (8 X \$1,500 = \$12,000); and (c) 90 days after making his eighth payment of \$1,812.50, Defendant Wasser shall make a payment of \$20,000, plus the post-judgment interest that has accrued at the statutory rate ("Payment Plan").

All payments made by Defendant shall be made by U.S. postal money order, certified check, bank cashier's check or bank money order payable to the Clerk of this Court, together with a cover letter identifying Stanley Wasser as a Defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to the Final Judgment. Defendant shall simultaneously transmit photocopies of such payment and letter to: Christopher E. Martin, Senior Trial Counsel, Securities and Exchange Commission, 801 Brickell Avenue, Suite 1800, Miami, Florida 33131.

If the Defendant fails to pay any single payment, or part of any single payment, within fourteen days of the time specified for such payment, as described above, the Payment Plan terms of this section shall no longer apply, and the full amount of the Defendant's remaining balance of disgorgement due under the Payment Plan and post-judgment interest due under the Payment Plan, shall be immediately due, owing and payable, plus post-judgment interest, at the statutory rate, which shall incur on the total remaining unpaid amount due under the Payment Plan.

By making the payments due under this Final Judgment and in accordance with the Payment Plan, Defendant Wasser relinquishes all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to Defendant. The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS"). These funds, together with any interest and income earned thereon (collectively, the "Fund") shall be held by the CRIS until further order of the Court. In accordance with the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States. The Commission may by motion propose a plan to distribute the Fund subject to the Court's approval. Such a plan may provide that the Fund shall be distributed pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of 2002.

III.

INCORPORATION OF CONSENT

IT IS HEREBY FURTHER ORDERED AND ADJUDGED that Defendant Wasser shall comply with the provisions of the Consent attached hereto, and that such Consent is incorporated herein by reference as if fully set forth herein.

IV.

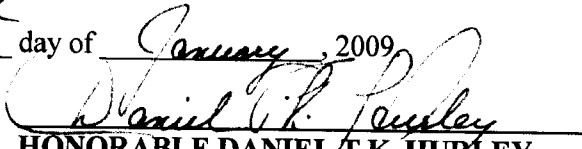
RETENTION OF JURISDICTION

IT IS HEREBY FURTHER ORDERED AND ADJUDGED that this Court shall retain jurisdiction over this matter and Defendant Wasser in order to implement and carry out the terms of all Orders and Decrees that have been entered, to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and to enter any other relief that this Court deems appropriate under the circumstances. All prior orders remain in full force and effect, including the Permanent Injunction and Penny Stock Bar against Wasser.

V.

RULE 54(b) CERTIFICATION

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.

Done and ordered this th 16 day of January, 2009

HONORABLE DANIEL T.K. HURLEY,
UNITED STATES DISTRICT JUDGE

Copies to all parties and counsel of record: