

Having considered the motion and evidence of the disgorgement amount, prejudgment interest and the appropriateness of a third-tier civil penalty presented by Plaintiff at a hearing held January 28, 2008, the Court hereby GRANTS the Plaintiff's Application for Order of Disgorgement, Prejudgment Interest and Civil Penalty against defendants Curtis A. Swanson, Stanley L. Swanson and R. Stephen Cavender (collectively "Defendants").

IT IS HEREBY ORDERED, ADJUDGED and DECREED that Defendant Curtis A. Swanson, shall pay \$1,492,246.26 in disgorgement, plus prejudgment interest of \$427,892.76, and third-tier civil penalties in the amount of \$120,000.00; Defendant Stanley L. Swanson, shall pay \$1,981,959.87 in disgorgement, plus prejudgment interest of \$557,965.40, and third-tier civil penalties in the amount of \$120,000.00; and Defendant R. Stephen Cavender, shall pay \$126,979 in disgorgement, plus prejudgment interest of \$41,353.80, and third-tier civil penalties in the amount of \$120,000.00. Within ten days of the issuance of this Order, Defendants shall make this payment by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying the 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 this Order. Defendants shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action.

It is SO ORDERED.

SIGNED this 1st day of February, 2008.



MICHAEL H. SCHNEIDER
UNITED STATES DISTRICT JUDGE