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CLERK, U.S. DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

BY: *eu* DEPUTY

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

LEARN WATERHOUSE, INC.; RANDALL T.
TREADWELL; RICK D. SLUDER; LARRY C.
SATURDAY; and ARNULFO M. ACOSTA,

Defendants.

Case No.04-cv-2037 W (LSP)

**FINAL JUDGMENT AGAINST
RANDALL T. TREADWELL; RICK D.
SLUDER; LARRY C. SATURDAY; AND
ARNULFO M. ACOSTA**

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1 Plaintiff Securities and Exchange Commission having filed and served a Summons and
2 Complaint in this action upon defendants Randall T. Treadwell, Rick D. Sluder, Larry C.
3 Saturday, and Arnulfo M. Acosta's (collectively, the "Defendants"); Defendants having admitted
4 service of the Summons and Complaint and the jurisdiction of this Court over them, and the
5 Court having granted Plaintiff's motion for summary adjudication of liability for violating
6 federal securities laws, and Plaintiff having filed notice of its election to forego monetary relief
7 against the Defendants (Doc. No. 563) in light of their convictions in their parallel criminal case
8 (*see* Dkt. No. 05-CF-1570):

9 **I.**

10 IT IS ORDERED, ADJUDGED AND DECREED that Defendants, and their officers,
11 agents, servants, employees, attorneys, subsidiaries and affiliates, and those persons in active
12 concert or participation with any of them, who receive actual notice of this Order, by personal
13 service or otherwise, and each of them, be and hereby are permanently restrained and enjoined
14 from, directly or indirectly, making use of any means or instruments of transportation or
15 communication in interstate commerce or of the mails, to sell, to offer to sell, or to offer to buy
16 any security; or carrying or causing securities to be carried through the mails or in interstate
17 commerce, by any means or instruments of transportation, for the purpose of sale or delivery
18 after sale, in violation of Sections 5(a) and 5(c) of the Securities Act, 15 U.S.C. §§ 77(e)(a) and
19 77(e)(c).

20 **II.**

21 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendants and their
22 officers, agents, servants, employees, attorneys, subsidiaries and affiliates, and those persons in
23 active concert or participation with any of them, who receive actual notice of this Order, by
24 personal service or otherwise, and each of them, be and hereby are permanently restrained and
25 enjoined from, directly or indirectly, in the offer or sale of any securities:

- 26 A. employing any device, scheme or artifice to defraud;
27 B. obtaining money or property by means of any untrue statement of a material fact
28 or any omission to state a material fact necessary in order to make the statements

1 made, in light of the circumstances under which they were made, not misleading;
2 or

3 C. engaging in any transaction, practice, or course of business which operates or
4 would operate as a fraud or deceit upon the purchaser

5 by the use of any means or instruments of transportation or communication in interstate
6 commerce or by use of the mails in violation of Section 17(a) of the Securities Act, 15 U.S.C.
7 § 77q(a).

8 **III.**

9 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendants and their
10 officers, agents, servants, employees, attorneys, subsidiaries and affiliates, and those persons in
11 active concert or participation with any of them who receive actual notice of this Order, by
12 personal service or otherwise, and each of them, be and hereby are permanently restrained and
13 enjoined from, directly or indirectly, in connection with the purchase or sale of any securities:

- 14 A. employing any device, scheme, or artifice to defraud;
- 15 B. making any untrue statement of a material fact or omitting to state a material fact
16 necessary in order to make the statements made, in the light of the circumstances
17 under which they were made, not misleading; or
- 18 C. engaging in any act, practice, or course of business which operates or would
19 operate as a fraud or deceit upon any person

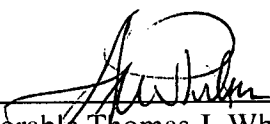
20 by the use of any means or instrumentality of interstate commerce, or of the mails, or of any
21 facility of any national securities exchange in violation of Section 10(b) of the Exchange Act, 15
22 U.S.C. § 78j(b), and Rule 10b-5 thereunder, 17 C.F.R. § 240.10b-5.

23 **IV.**

24 There being no just reason for delay, the Clerk of the Court is hereby directed, pursuant
25 to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this Judgment.

26 IT IS SO ORDERED.

27 DATED: 10/22, 2009

28 
The Honorable Thomas J. Whelan
UNITED STATES DISTRICT JUDGE