UNITED STATES DISTRICT COURT
FOR THE
DISTRICT OF COLUMBIA

FILED

NOV 2 2 2006

SECURITIES AND EXCHANGE COMMISSION	
Plaintiff,	
v.	Civil Action No. 04-CV-01243
DAVID M. WILLEY	Judge Richard J. Leon
Defendant,	
and	
JOY S. WILLEY,	
Relief Defendant.	

FINAL JUDGMENT AS TO DEFENDANT DAVID M. WILLEY

The Securities and Exchange Commission having filed a Complaint and David Willey David M. Willey ("David Willey") having entered a general appearance; consented to the Court's jurisdiction over him 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 David Willey and David Willey's agents, servants, employees, attorneys, 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, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and

Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security:

(a)   to employ any device, scheme, or artifice to defraud;

(b)   to make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or

(c)   to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

II.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that David Willey and David Willey's agents, servants, employees, attorneys, 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, directly or indirectly, Section 16(a) of the Exchange Act [15 U.S.C. § 78p(a)] and Rule 16a-3 thereunder [17 C.F.R. § 240.16a-3] by failing to report beneficial ownership of, and transactions in, equity securities to the Commission.

III

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, pursuant to Section 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)], David Willey is prohibited, for five (5) years following the date of entry of this Final Judgment, from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act [15

U.S.C. § 78l] or that is required to file reports pursuant to Section 15(d) of the Exchange Act [15

U.S.C. § 78o(d)].

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that David Willey is liable

for disgorgement of $801,434, representing losses avoided as a result of the conduct alleged in

the Complaint, together with prejudgment interest thereon in the amount of $218,180, and a civil

penalty in the amount of $801,434 pursuant to Section 21A of the Exchange Act [15 U.S.C. §

78u-1]. David Willey shall satisfy this obligation by paying $1,821,048 within ten (10) business

days after entry of this Final Judgment 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 David Willey as 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 Final Judgment. David Willey shall pay

post-judgment interest on any delinquent amounts pursuant to 28 USC § 1961. The Commission

shall remit the funds paid pursuant to this paragraph to the United States Treasury.

V.

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

VI.

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.

VII.

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: __11 / 21__ , __02__

_____
UNITED STATES DISTRICT JUDGE

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UNITED STATES DISTRICT COURT
FOR THE
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SECURITIES AND EXCHANGE COMMISSION
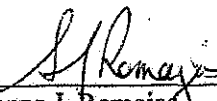
Plaintiff,

v.

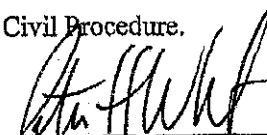DAVID M. WILLEY

Defendant,

and

JOY S. WILLEY,

Relief Defendant.

Civil Action No. 04-CV-01243
Judge Richard J. Leon

STIPULATION AND ORDER OF DISMISSAL AS TO RELIEF DEFENDANT JOY S. WILLEY

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel, that this action is voluntarily dismissed with prejudice as to the relief defendant, Joy S. Willey, pursuant to Rule 41 of the Federal Rules of Civil Procedure.

Suzanne J. Romajas
SEC
100 F Street, N.E.
Washington, DC 20549-4030
Tel: 202-551-4473
Attorney for Plaintiff

So Ordered.

_____
UNITED STATES DISTRICT JUDGE

Dated: _____
        Washington, D.C.

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