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**FILED**  
IN CLERK'S OFFICE  
U.S. DISTRICT COURT E.D.N.Y.  
★ APR 25 2013 ★

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

**BROOKLYN OFFICE**

**SECURITIES AND EXCHANGE COMMISSION,**

**Plaintiff,**

**04 Civ. 1303 (NGG)**

**- against-**

**SYNDICATED FOOD SERVICE  
INTERNATIONAL, INC., ET AL.,**

**Defendants.**

**FINAL CONSENT JUDGMENT AS TO DEFENDANT IAIN H.T. BROWN**

The Securities and Exchange Commission ("Commission") having filed a Complaint; Defendant Iain H.T. Brown ("Defendant") having entered a general appearance and consented to the Court's jurisdiction over Defendant and the subject matter of this action; and the Court having entered, with Defendant's consent, a partial consent Judgment as to Defendant Iain H.T. Brown ("Partial Consent Judgment"), which ordered, among other things, that (i) Defendant be permanently restrained and enjoined from violating Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77q(a)], Sections 10(b), 13(d), and 16(a) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. §§ 78j(b), 78m(d), and 78p(a)] and Rules 10b-5, 13d-1, 13d-2, and 16a-3 thereunder [17 C.F.R. §§ 240.10b-5, 240.13d-1, 240.13d-2, and 240.16a-3]; (ii) permanently barred from participating in an offering of penny stock pursuant to Section 21(d) of the Exchange Act [15 U.S.C. § 78u(d)]; and (iii) judgment on the Commission's requests for monetary relief be deferred to a later date:

**I.**

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED** that Defendant is liable

for disgorgement of \$78,000, representing profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of \$49,000, and a civil penalty of \$78,000 pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)] and Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)]. Defendant shall satisfy this obligation by paying \$205,000 to the Securities and Exchange Commission pursuant to the terms of the payment schedule set forth in paragraph II below after entry of this Final Judgment (the “Final Consent Judgment”).

Defendant may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also pay by certified check, bank cashier’s check, or United States postal money order payable to the Securities and Exchange Commission, which shall be delivered or mailed to

Enterprise Services Center  
Accounts Receivable Branch  
6500 South MacArthur Boulevard  
Oklahoma City, OK 73169

and shall be accompanied by a letter identifying the case title, civil action number, and name of this Court; Brown’s name as a defendant in this action; and specifying that payment is made pursuant to this Final Consent Judgment.

Defendant shall simultaneously transmit photocopies of evidence of payment and case identifying information to Todd Brody, Esq. and John Graubard, Esq., Securities and Exchange Commission, 3 World Financial Center, New York, New York 10281. By making this payment, Defendant relinquishes all legal and equitable right, title, and interest in such funds and no part

of the funds shall be returned to Defendant. The Commission shall send the funds paid pursuant to this Final Consent Judgment to the United States Treasury.

The Commission may enforce the Court's judgment for disgorgement and prejudgment interest by moving for civil contempt (and/or through other collection procedures authorized by law) at any time after 14 days following entry of this Final Consent Judgment. Defendant shall pay post judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

## II.

Brown shall pay the total of disgorgement, prejudgment interest, and penalty due of \$205,000 in 3 installments to the Commission according to the following schedule: (1) \$100,000, within 14 days of entry of this Final Consent Judgment; (2) \$55,000, within 6 months of entry of this Final Consent Judgment; (3) and \$50,000 within 1 year of the entry of this Final Consent Judgment. Payments shall be deemed made on the date they are received by the Commission and shall be applied first to post judgment interest, which accrues pursuant to 28 U.S.C. § 1961 on any unpaid amounts due after 14 days of the entry of Final Consent Judgment. Prior to making the final payment set forth herein, Brown shall contact the staff of the Commission for the amount due for the final payment.

If Brown fails to make any payment by the date agreed and/or in the amount agreed according to the schedule set forth above, all outstanding payments under this Final Consent Judgment, including post-judgment interest, minus any payments made, shall become due and payable immediately at the discretion of the staff of the Commission without further application to the Court.

## III.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that the Final Consent 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.

**IV.**

**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 Consent Judgment.

**V.**

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 Consent Judgment forthwith and without further notice.

Dated: April 24, 2013

s/Nicholas Garaufis  

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UNITED STATES DISTRICT JUDGE