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14 **UNITED STATES DISTRICT COURT**  
15 **CENTRAL DISTRICT OF CALIFORNIA**  
16 **CENTRAL DIVISION**

17 **U.S. SECURITIES AND**  
18 **EXCHANGE COMMISSION,**

19 Plaintiff,

20 v.

21 **J. THOMAS TALBOT,**

22 Defendant.

Case No. CV 04-04556 MMM (PLAx)

FINAL JUDGMENT AS TO  
DEFENDANT J. THOMAS TALBOT

1 The Securities and Exchange Commission (the “Commission”) having  
2 filed a Complaint and Defendant J. Thomas Talbot (“Defendant”) having  
3 entered a general appearance; consented to the Court’s jurisdiction over  
4 Defendant and the subject matter of this action; consented to entry of this  
5 Final Judgment without admitting or denying the allegations of the  
6 Complaint (except as to jurisdiction); waived findings of fact and  
7 conclusions of law; and waived any right to appeal from this Final  
8 Judgment:  
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12 I.

13 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that  
14 Defendant and Defendant's agents, servants, employees, attorneys, and all  
15 persons in active concert or participation with them who receive actual  
16 notice of this Final Judgment by personal service or otherwise are  
17 permanently restrained and enjoined from violating, directly or indirectly,  
18 Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”)  
19 [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R.  
20 § 240.10b-5], by using any means or instrumentality of interstate commerce,  
21 or of the mails, or of any facility of any national securities exchange, in  
22 connection with the purchase or sale of any security:  
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- 26 (a) to employ any device, scheme, or artifice to defraud;  
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1 (b) to make any untrue statement of a material fact or to omit to  
2 state a material fact necessary in order to make the statements made,  
3 in the light of the circumstances under which they were made, not  
4 misleading; or

5  
6 (c) to engage in any act, practice, or course of business which  
7 operates or would operate as a fraud or deceit upon any person.  
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9 II.

10 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND  
11 DECREED that Defendant is liable for disgorgement of \$67,881,  
12 representing profits gained as a result of the conduct alleged in the  
13 Complaint, together with prejudgment interest thereon in the amount of  
14 \$26,916, for a total of \$94,797. Defendant shall satisfy this obligation by  
15 paying \$94,797 within ten business days after entry of this Final Judgment  
16 by certified check, bank cashier's check, or United States postal money  
17 order payable to the Securities and Exchange Commission. The payment  
18 shall be delivered or mailed to the Office of Financial Management,  
19 Securities and Exchange Commission, Operations Center, 6432 General  
20 Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be  
21 accompanied by a letter identifying J. Thomas Talbot as the defendant in this  
22 action; setting forth the title and civil action number of this action and the  
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1 name of this Court; and specifying that payment is made pursuant to this  
2 Final Judgment. Defendant shall simultaneously transmit photocopies of  
3 such payment and letter to Erica Y. Williams and Robyn Bender the  
4 Commission's counsel in this action, at U.S. Securities and Exchange  
5 Commission, Division of Enforcement, 100 F Street, NE, Washington, DC  
6 20549. Defendant shall pay post-judgment interest on any delinquent  
7 amounts pursuant to 28 USC § 1961. The Commission shall remit the funds  
8 paid pursuant to this paragraph to the United States Treasury.  
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11 III.

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13 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
14 Defendant shall pay a civil penalty in the amount of \$135,762 pursuant to  
15 Exchange Act Section 21A [15 U.S.C. § 78u-1]. Defendant shall make this  
16 payment within ten business days after entry of this Final Judgment by  
17 certified check, bank cashier's check, or United States postal money order  
18 payable to the Securities and Exchange Commission. The payment shall be  
19 delivered or mailed to the Office of Financial Management, Securities and  
20 Exchange Commission, Operations Center, 6432 General Green Way, Mail  
21 Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter  
22 identifying J. Thomas Talbot as the defendant in this action; setting forth the  
23 title and civil action number of this action and the name of this Court; and  
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1 specifying that payment is made pursuant to this Final Judgment. Defendant  
2 shall simultaneously transmit photocopies of such payment and letter to  
3 Erica Y. Williams and Robyn Bender the Commission's counsel in this  
4 action, at U.S. Securities and Exchange Commission, Division of  
5 Enforcement, 100 F Street, NE, Washington, DC 20549. Defendant shall  
6 pay post-judgment interest on any delinquent amounts pursuant to 28 USC  
7 § 1961. The Commission shall remit the funds paid pursuant to this  
8 paragraph to the United States Treasury.  
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11 IV.

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13 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
14 the Consent is incorporated herein with the same force and effect as if fully  
15 set forth herein, and that Defendant shall comply with all of the undertakings  
16 and agreements set forth therein.  
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18 V.

19 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that  
20 this Court shall retain jurisdiction of this matter for the purposes of  
21 enforcing the terms of this Final Judgment.  
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25 Dated: April 10, 2009

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28 UNITED STATES DISTRICT JUDGE