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CENTRAL DISTRICT OF CALIFORNIA
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THIS CONSTITUTES NOTICE OF ENTRY
AS REQUIRED BY FRCP, RULE 77(c)

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

RAINMAKER MANAGED LIVING, LLC,
et al.,

Defendants.

NO. CV 05-6121 SJO (SHx)

FINAL JUDGMENT AGAINST DEFENDANT
JAMES JOSEPH CONWAY

DOCKETED ON CM
SEP 12 2006
BY
003

This matter came before this Court on Plaintiff Securities and Exchange Commission's Motion for Summary Judgment Against Defendant James Joseph Conway ("Conway") pursuant to Rule 56 of the Federal Rules of Civil Procedure. Having duly considered the issues, and a decision having duly rendered, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Conway shall be liable for disgorgement of **\$2,115,136.26**, representing proceeds gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of **\$85,634.93**, for a total of **\$2,200,771.19**.

Conway shall satisfy this obligation by paying **\$2,200,771.19** within **ten (10) business days** to Rainmaker Managed Living c/o the permanent receiver, John Cotton of Cotton & Gundzik LLP, 801 South Figueroa Street, 12th Floor, Los Angeles, CA 90017, together with a cover letter

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1 specifying that payment is made pursuant to this Final Judgment. Conway shall simultaneously
2 transmit photocopies of such payment and letter to the SEC's counsel in this action. By making
3 this payment, Conway relinquishes all legal and equitable right, title, and interest in such funds,
4 and no part of the funds shall be returned to Conway. Conway shall pay post-judgment interest
5 on any delinquent amounts pursuant to 28 U.S.C. § 1961.

6 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Conway shall pay a civil
7 penalty in the amount of **\$130,000** pursuant to Section 20(d) of the Securities Act of 1933, 15
8 U.S.C. 77t(d), and Section 21(d)(3) of the Securities and Exchange Act of 1934, 15 U.S.C. §
9 78u(d)(3). Conway shall make this payment within **ten (10) days** after entry of this Final
10 Judgment by certified check, bank cashier's check, or United States postal money order payable
11 to Rainmaker Managed Living c/o the permanent receiver, John Cotton of Cotton & Gundzik LLP,
12 801 South Figueroa Street, 12th Floor, Los Angeles, CA 90017. Conway shall pay post-judgment
13 interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

14 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain
15 jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment and for
16 purposes of administering the receivership.

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18 Dated this 11 day of September, 2006.



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21 S. JAMES OTERO
UNITED STATES DISTRICT JUDGE