

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

SECURITIES AND EXCHANGE COMMISSION,	§	
	§	
Plaintiff,	§	Lead Case
	§	Case No.: 4:05-CV-472 RAS
vs.	§	
	§	
TRAVIS E. CORRELL, individually and doing business as Horizon Establishment; et al.	§	AGREED AMENDED
	§	JUDGMENT OF PERMANENT
Defendants,	§	INJUNCTION AS TO
and	§	DEFENDANT WILLIAM F.
	§	DIPPOLITO
BANNER SHIELD, LLC; et al.	§	
	§	
Defendants Solely for	§	
Purposes of Equitable Relief.	§	

SECURITIES AND EXCHANGE COMMISSION,	§	
	§	
Plaintiff,	§	Consolidated Case
	§	Case No.: 4:07-CV-346 RAS
vs.	§	
	§	
GLOBAL FINANCE & INVESTMENTS, INC.; et al.	§	
	§	
Defendants,	§	
and	§	
	§	
USASSET & FUNDING CORP; et al.	§	
	§	
Defendants Solely for	§	
Purposes of Equitable Relief.	§	

**AGREED AMENDED JUDGMENT OF PERMANENT INJUNCTION AS TO
DEFENDANT WILLIAM F. DIPPOLITO**

The Securities and Exchange Commission having filed a *Complaint* and Defendant William F. Dippolito ("Defendant") having entered a general appearance; consented to the Court's jurisdiction over Defendant and the subject matter of this action; consented to entry of this *Agreed Amended Judgment of Permanent Injunction as to William F. Dippolito ("Agreed Amended 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 *Agreed Amended Judgment*:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this *Agreed Amended 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 FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay disgorgement in the amount of \$13,125, plus prejudgment interest thereon in the amount for \$1,330, for a total of \$14,455, within sixty (60) days of entry of this *Agreed Amended Judgment*. If Defendant fails to make payment by the date agreed and/or in the amount agreed according to the schedule set forth above, all outstanding payments under this *Agreed Amended Judgment*, including post-judgment interest, minus any payments made, shall become due and payable immediately without further application to the Court. Defendant shall satisfy this obligation by paying the Clerk of the Court, together with a cover letter identifying William F. Dippolito as a 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 *Agreed Amended Judgment*. Defendant shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action. By making these payments, 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 Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS") or any other type of interest bearing account that is utilized by the Court. These funds, together with any interest and income earned thereon (collectively, the "Fund"), shall be held in the interest bearing account until further order of the Court. In accordance with 28 U.S.C. § 1914 and the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States. The Commission may propose a plan to distribute the Fund subject to the Court's approval. Defendant shall pay post-judgment interest on any delinquent

amounts pursuant to 28 USC § 1961.

III.

Upon motion of the Commission, the Court shall determine whether it is appropriate to order a civil penalty 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)] and, if so, the amount of the civil penalty. In connection with the Commission's motion for civil penalties, and at any hearing held on such a motion: (a) Defendant will be precluded from arguing that he did not violate the federal securities laws as alleged in the *Complaint*; (b) Defendant may not challenge the validity of the *Consent* of this *Agreed Amended Judgment*; (c) solely for the purposes of such motion, the allegations of the *Complaint* shall be accepted as and deemed true by the Court; and (d) the Court may determine the issues raised in the motion on the basis of affidavits, declarations, excerpts of sworn deposition or investigative testimony, and documentary evidence, without regard to the standards for summary judgment contained in Rule 56(c) of the Federal Rules of Civil Procedure. In connection with the Commission's motion for disgorgement and/or civil penalties, the parties may take discovery, including discovery from appropriate non-parties.

IV.

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 Defendant shall comply with all of the undertakings and agreements set forth therein.

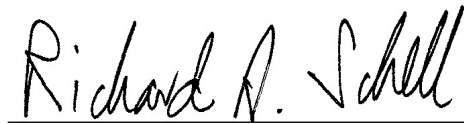
V.

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 *Agreed Amended Final Judgment*.

VI.

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 *Agreed Amended Final Judgment* forthwith and without further notice.

SIGNED this the 23rd day of April, 2008.



RICHARD A. SCHELL
UNITED STATES DISTRICT JUDGE

Approved as to form and entry requested:

/s/ Timothy S. McCole

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/s/ William F. Dippolito

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