

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 FINAL
	§	JUDGMENT AS TO
Defendants,	§	DEFENDANT KELLY G.
and	§	ROGERS
	§	
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 FINAL JUDGMENT AS TO DEFENDANT KELLY G. ROGERS

The Securities and Exchange Commission having filed a *Complaint* and Defendant Kelly G. Rogers ("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 Final Judgment as to Kelly G. Rogers ("Agreed Amended 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 *Agreed Amended Final 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 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 FURTHER 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 Final Judgment* by personal service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
- (c) to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

III.

IT IS HEREBY FURTHER 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 Final Judgment* by personal service or otherwise are permanently restrained and enjoined from violating Section 5 of the Securities Act [15 U.S.C. § 77e] by, directly or indirectly, in the absence of any applicable exemption:

- (a) Unless a registration statement is in effect as to a security, making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise;

(b) Unless a registration statement is in effect as to a security, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or for delivery after sale; or

(c) Making use of any means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy through the use or medium of any prospectus or otherwise any security, unless a registration statement has been filed with the Commission as to such security, or while the registration statement is the subject of a refusal order or stop order or (prior to the effective date of the registration statement) any public proceeding or examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

IV.

FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is liable for disgorgement of \$100,000, representing profits gained as a result of the conduct alleged in the *Complaint*, together with prejudgment interest thereon in the amount of \$3,360, for a total of \$103,360. Defendant shall pay \$103,360 according the following schedule: within three months of the entry of the *Agreed Amended Final Judgment* \$25,840, plus post-judgment interest at the statutory rate pursuant to 28 U.S.C. § 1961; within six months of entry of the *Agreed Amended Final Judgment* \$25,840, plus post-judgment interest at the statutory rate pursuant to 28 U.S.C. § 1961; within nine months of entry of the *Agreed Amended Final Judgment* \$25,840, plus post-judgment interest at the statutory rate pursuant to 28 U.S.C. § 1961; and within twelve months of entry of the *Agreed Amended Final Judgment* \$25,840, plus post-judgment interest at the statutory rate pursuant to 28 U.S.C. § 1961. If Defendant 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 *Agreed Amended Final 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 this Court, together with a cover letter identifying Kelly G. Rogers 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 Final 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.

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay a civil penalty in the amount of \$50,000 pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)] and Section 21(d) of the Exchange Act [15 U.S.C. § 78u(d)]. Defendant shall satisfy

this obligation by paying \$50,000 within ten business days to the Clerk of this Court, together with a cover letter identifying Kelly G. Rogers 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 Final Judgment*. 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. 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.

VI.

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.

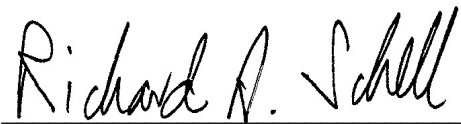
VII.

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*.

VIII.

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 6th day of December, 2007.



RICHARD A. SCHELL
UNITED STATES DISTRICT JUDGE

Approved as to form and entry requested:

/s/ William B. Mateja

WILLIAM B. MATEJA
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