

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA  
FT. LAUDERDALE DIVISION

**CLOSED  
CIVIL  
CASE**

CASE NO.: 08-60221-CV-GRAHAM/O'SULLIVAN

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

AMEER KHAN

Defendant.

FINAL JUDGMENT AGAINST DEFENDANT AMEER KHAN AND  
FINAL ORDER CLOSING CASE

**THIS CAUSE** came before the Court upon the Consent of Defendant Ameer Kahn to Final Judgment of Permanent Injunction [D.E. 4]. The Court has carefully considered the Defendant's Consent, the attached Final Judgment and is otherwise fully advised in the premises.

The Securities and Exchange Commission having filed a Complaint and Defendant Ameer Khan ("Khan") having entered a general appearance; consented to the Court's jurisdiction over Khan and the subject matter of this action; consented to entry of this 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 a jury trial and to appeal from this Final Judgment:

**I. PERMANENT INJUNCTION**

**IT IS ORDERED AND ADJUDGED** that Khan and Khan's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this 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 FURTHER ORDERED AND ADJUDGED** that Khan and Khan's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 17(a)

of the Securities Act of 1933 (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 FURTHER ORDERED AND ADJUDGED** that Khan and Khan's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this 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.

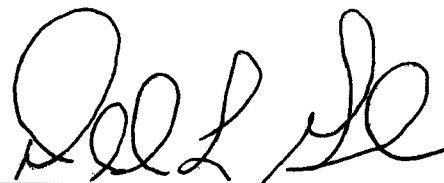
**IT IS FURTHER ORDERED AND ADJUDGED** that the Consent [D.E. 4] is incorporated herein with the same force and effect as if fully set forth herein, and that Khan shall comply with all of the undertakings and agreements set forth therein.

V.

**IT IS FURTHER ORDERED AND ADJUDGED** that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

**IT IS FURTHER ORDERED AND ADJUDGED** that this case is hereby **CLOSED** and any pending motions are hereby **DENIED** as moot.

**DONE AND ORDERED** in Chambers at Miami, Florida, this 8<sup>th</sup> day of March, 2008.



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DONALD L. GRAHAM  
UNITED STATES DISTRICT JUDGE

cc: Counsel of Record