

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION

CASE NO. 10-23606-CIV-JORDAN/O’SULLIVAN

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| SECURITIES AND EXCHANGE |) |
| COMMISSION, |) |
| |) |
| Plaintiff, |) |
| v. |) |
| |) |
| JOHN “BUCKEYE” EPSTEIN, |) |
| STEVEN E. HUMPHRIES, |) |
| EARTHWORKS ENTERTAINMENT, INC. |) |
| and THE FIGHT ZONE, INC. a/k/a |) |
| GOLD RECYCLE CORPORATION, |) |
| |) |
| Defendants. |) |
| _____ |) |

**JUDGMENT SETTING DISGORGEMENT AMOUNT
AND PREJUDGMENT INTEREST AGAINST STEVEN E. HUMPHRIES**

THIS CAUSE came before the Court upon the Commission’s Motion and Memorandum of Law to Set Disgorgement Amounts as to Defendants John “Buckeye” Epstein and Steven E. Humphries. (D.E. # 40.)

This Court previously entered a Judgment of Permanent Injunction and Other Relief against Humphries. (D.E. # 16.) The Judgment of Permanent Injunction provides the Court shall determine the amounts of the disgorgement and prejudgment interest upon the Commission’s motion 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)] . (D.E. # 16 at 3-4.)

UPON CONSIDERATION of the Motion and being otherwise fully advised in the premises, it is **ORDERED AND ADJUDGED** that Plaintiff’s Motion is GRANTED. Humphries is jointly and severally liable with his former company Earthworks Entertainment, Inc. for disgorgement of \$14,000, together with prejudgment interest thereon in the amount of

\$973.06, for a total of \$14,973.06, representing the amount of disgorgement of ill-gotten gains the Court previously adjudged against Earthworks. (D.E. # 34 at 4.) The total payment of \$14,973.06 in disgorgement and prejudgment interest shall be due and payable within ten days from the date of this Final Judgment. All payments shall be: (a) made by United States postal money order, certified check, bank cashier's check or bank money order; (b) made payable to the Securities and Exchange Commission; (c) hand-delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, 100 F Street, NE, Stop 6042, Washington DC 20549; and (d) submitted under cover letter that identifies Steven E. Humphries as a Defendant in these proceedings. A copy of the cover letter and money order or check shall be sent to James M. Carlson, Senior Trial Counsel, Securities and Exchange Commission, 801 Brickell Avenue, Suite 1800, Miami, Florida 33131.

IT IS FURTHER ORDERED AND ADJUDGED that this Court shall retain jurisdiction over this matter and Humphries in order to implement and carry out the terms of this Judgment and all Orders and Decrees that may be entered, and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court.

DONE AND ORDERED in Chambers at Miami, Florida this 28th day of February, 2011.

Adrienne J. [Signature]

UNITED STATES DISTRICT JUDGE