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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

-against-

CHRISTOPHER T. VULLIEZ and AMPHOR ADVISORS, LLC,

Defendants,

and

SOPHIE PACHELLA and EATSTRONG, LLC,

Relief Defendants

11-CV-3458 (RMB)

ECF CASE

**FINAL JUDGMENT AS TO DEFENDANTS CHRISTOPHER T. VULLIEZ
AND AMPHOR ADVISORS, LLC**

The Securities and Exchange Commission ("Commission") having filed an Amended Complaint and defendants Christopher T. Vulliez ("Vulliez") and Amphor Advisors, LLC ("Amphor" and collectively, "Defendants") having entered a general appearance; consented to the Court's jurisdiction over Defendants and the subject matter of this action; consented to entry of this Final Judgment (except that solely as for Amphor, without admitting or denying the allegations of the Amended Complaint other than as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendants and their 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 [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 Defendants and their 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 [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 Defendants and their 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 Sections 206(1), 206(2) and 206(4) of the Investment Advisers Act of 1940 [15 U.S.C. §§ 80b(1), 80b-6(2) and 80b-6(4)], and Rule 206(4)-8 promulgated thereunder [17 C.F.R. § 275.206(4)-8] by use of the mails or any means or instrumentality of interstate commerce, directly or indirectly:

- (a) to employ an device, scheme, or artifice to defraud any client or prospective client;
- (b) to engage in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client; or
- (c) to engage in any act, practice, or course of business which is fraudulent, deceptive, or manipulative.

IV.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendants are liable jointly and severally for disgorgement of \$820,500, representing ill-gotten gains from the conduct alleged in the Amended Complaint. Defendants have already deposited in excess of \$820,500 into an interest bearing account with the Court Registry Investment System, pursuant to several previous Court orders. Defendants' obligation to pay disgorgement shall be deemed immediately satisfied upon entry of this Final Judgment by \$820,500 of the funds Defendants previously deposited into the interest bearing account. 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 shall propose a plan, subject to the Court's approval, to distribute \$820,500 from the Fund to victims of Defendants' conduct as alleged in the Amended Complaint, and on motion request that the Court direct the remainder of the Fund be transferred to satisfy Vulliez's remaining restitution obligations in the criminal action against him in *The People of the State of New York v. Christopher T. Vulliez*, Superior Court Information No. 5556/2011 (Sup. Ct. N.Y. County).

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that civil money penalties pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)], Section 21(d)(3) of the

Exchange Act [15 U.S.C. § 78u(d)(3)], and Section 209(e) of the Advisers Act [15 U.S.C. § 80b-9(e)] are appropriate in this case, but, as a result of the relief being imposed in the criminal action against Vulliez in *The People of the State of New York v. Christopher T. Vulliez*, Superior Court Information No. 5556/2011 (Sup. Ct. N.Y. County), the Court is not ordering Defendants to pay civil money penalties.

VI.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent of Defendants Christopher T. Vulliez and Amphor Advisors, LLC is incorporated herein with the same force and effect as if fully set forth herein, and that Defendants shall comply with all of the undertakings and agreements set forth therein.

VII.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court ^{may} ~~shall~~ retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

RMB

**CONSENT OF DEFENDANTS CHRISTOPHER T. VULLIEZ
AND AMPHOR ADVISORS, LLC**

1. Defendants Christopher T. Vulliez ("Vulliez") and Amphor Advisors, LLC (collectively, "Defendants") acknowledge having been served with the Complaint in this action, enter a general appearance, and consent to the Court's jurisdiction over Defendants and over the subject matter of this action.

2. Defendant Vulliez pled guilty to criminal conduct related to certain matters alleged in the complaint in this action. Specifically, Defendant Vulliez pled guilty to, *inter alia*, one count of Scheme to Defraud in the First Degree in violation of New York Penal Law §190.65(1)(b) and ten counts of Securities Fraud in violation of New York General Business Law §352-C(6), before the Supreme Court of the State of New York for the County of New York in *The People of the State of New York v. Christopher T. Vulliez*, Superior Court Information No. 5556/2011, Docket No. 2011NY087021. In connection with that plea, Defendant Vulliez admitted the facts set out in his plea allocution that is attached as Exhibit A to this Consent. This Consent shall remain in full force and effect regardless of the existence or outcome of any further proceedings in *The People of the State of New York v. Christopher T. Vulliez*.

3. Defendants hereby consent (except that solely as for Amphor, without admitting or denying the allegations of the Amended Complaint other than as to jurisdiction) to the entry of the foregoing final Judgment (the "Final Judgment"), which, among other things:

- (a) permanently restrains and enjoins Defendants from violation of 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], Section 17(a) of

the Securities Act of 1933 (the "Securities Act") [15 U.S.C. § 77q(a)], and Sections 206(1), 206(2) and 206(4) of the Investment Advisers Act of 1940 ("Advisers Act") [15 U.S.C. §§ 80b-6(1), 80b-6(2) and 80b-6(4)] and Rule 206(4)-8 promulgated thereunder [17 C.F.R. § 275.206(4)-8]; and

- (b) orders Defendants to pay disgorgement, on a joint and several basis, in the amount of \$820,500.
- (c) determines that civil money penalties pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)], Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)], and Section 209(e) of the Advisers Act [15 U.S.C. § 80b-9(e)] are appropriate in this case, but, as a result of the relief being imposed in the criminal action against Defendant in *The People of the State of New York v. Christopher T. Vulliez*, Superior Court Information No. 5556/2011 (Sup. Ct. N.Y. County), does not order Defendants to pay civil money penalties.

4. Defendants waive the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure.

5. Defendants waive the right, if any, to a jury trial and to appeal from the entry of the Final Judgment.

6. Defendants enter into this Consent voluntarily and represent that no threats, offers, promises, or inducements of any kind have been made by the Commission or any member, officer, employee, agent, or representative of the Commission to induce Defendants to enter into this Consent.

7. Defendants agree that this Consent shall be incorporated into the Final Judgment

with the same force and effect as if fully set forth therein.

8. Defendants will not oppose the enforcement of the Final Judgment on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby waive any objection based thereon.

9. Defendants waive service of the Final Judgment and agree that entry of the Final Judgment by the Court and filing with the Clerk of the Court will constitute notice to Defendants of its terms and conditions. Defendants further agree to provide counsel for the Commission, within thirty days after the Final Judgment is filed with the Clerk of the Court, with an affidavit or declaration stating that Defendants has received and read a copy of the Final Judgment.

10. Consistent with 17 C.F.R. § 202.5(f), this Consent resolves only the claims asserted against Defendants in this civil proceeding. Defendants acknowledge that no promise or representation has been made by the Commission or any member, officer, employee, agent, or representative of the Commission with regard to any criminal liability that may have arisen or may arise from the facts underlying this action or immunity from any such criminal liability. Defendants waive any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy herein. Defendants further acknowledge that the Court's entry of a permanent injunction may have collateral consequences under federal or state law and the rules and regulations of self-regulatory organizations, licensing boards, and other regulatory organizations. Such collateral consequences include, but are not limited to, a statutory disqualification with respect to membership or participation in, or association with a member of, a self-regulatory organization. This statutory disqualification has consequences that are separate from any sanction imposed in an administrative proceeding. In addition, in any disciplinary

proceeding before the Commission based on the entry of the injunction in this action, Defendants understand that they shall not be permitted to contest the factual allegations of the complaint in this action.

11. Defendants understand and agree to comply with the Commission's policy "not to permit a defendant or respondent to consent to a judgment or order that imposes a sanction while denying the allegations in the complaint or order for proceedings." 17 C.F.R. § 202.5. In compliance with this policy, Defendants acknowledge Vulliez's guilty plea for the criminal conduct described in paragraph 2 above, and Defendants agree: (i) not to take any action or to make or permit to be made any public statement denying, directly or indirectly, any allegation in the complaint or creating the impression that the complaint is without factual basis; and (ii) that upon the filing of this Consent, Defendants hereby withdraw any papers filed in this action to the extent that they deny any allegation in the complaint. If Defendants breach this agreement, the Commission may petition the Court to vacate the Final Judgment and restore this action to its active docket. Nothing in this paragraph affects Defendants': (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or other legal proceedings in which the Commission is not a party.

12. Defendants hereby waive any rights under the Equal Access to Justice Act, the Small Business Regulatory Enforcement Fairness Act of 1996, or any other provision of law to seek from the United States, or any agency, or any official of the United States acting in his or her official capacity, directly or indirectly, reimbursement of attorney's fees or other fees, expenses, or costs expended by Defendants to defend against this action. For these purposes,

Defendants agree that Defendants are not the prevailing party in this action since the parties have reached a good faith settlement.

13. Defendants agree that the Commission may present the Final Judgment to the Court for signature and entry without further notice.

14. Defendants agree that this Court ^{may} ~~shall~~ retain jurisdiction over this matter for the purpose of enforcing the terms of the Final Judgment. RMB

Dated: 1/23/12


Christopher T. Vulliez, in his individual capacity



Dated: 1/23/12

Amphor Advisors, LLC

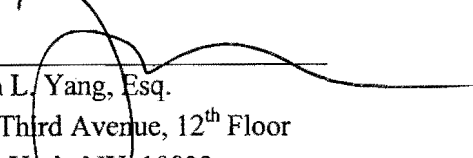
By:


Christopher T. Vulliez
President and Managing Member

On 1/23, 2012, Christopher T. Vulliez, a person known to me, personally appeared before me and acknowledged executing the foregoing Consent.

Notary Public
Commission expires:

Approved as to form:


Ruth L. Yang, Esq.
805 Third Avenue, 12th Floor
New York, NY 10022
(212) 601-9100
ryang@walzyanglaw.com
Attorney for Defendants

RUTH L. YANG
Notary Public, State of New York
No. 02YA5058274
Qualified in New York County
Commission Expires April 8, 2014

SO ORDERED


RICHARD M. BERMAN U.S.D.J.

1/30/12

EXHIBIT A

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK: PART I

THE PEOPLE OF THE STATE OF NEW YORK

-against-

Christopher Vulliez,

Defendant.

PLEA ALLOCUTION

Superior Court Information No.
5556/2011

1. I, Christopher Vulliez, plead guilty to seven counts of Grand Larceny in the Second Degree, in violation of Penal Law §155.40(1), six counts of Grand Larceny in the Third Degree in violation of Penal Law §155.35(1), one count of Scheme to Defraud in the First Degree, in violation of Penal Law §190.65(1)(b), and ten counts of Securities Fraud, in violation of General Business Law §352-c(6), as charged in New York County Superior Court Information Number 5556/2011.

2. After a detailed, thorough, and complete review of the Superior Court Information and charges brought against me and a full and complete discussion with my attorney, in which she reviewed the charges and the relevant law with me, I state that the following is true and accurate.

3. During the period from in or around June 2010 through May 2011, I, Christopher Vulliez, was the Founder and Managing Partner of Amphor Advisors, LLC. During that time, as alleged in Superior Court Information number 5556/2011, I engaged in the following conduct:

- a. I solicited several individuals and convinced them to give me money to invest in specific identified securities.
- b. In fact, when I made these representations, I had no intention of making such investments. I did not invest in the securities that I represented to them and instead

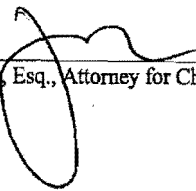
re-directed those funds to a company called EatStrong and to cover my business and personal expenses without their permission or authority. In doing so, I intentionally stole money from those individuals.

- c. I also induced people to loan me money based on false representations I made to them regarding my personal circumstances. Among other things, I made false representations about possessing sufficient assets to cover the loans that I induced. For example, I falsely claimed that my assets were frozen due to a divorce litigation, when there was no divorce litigation or freeze on my assets. Further, I did not use the loan money for personal circumstances as I had represented to the lenders, and instead re-directed those funds to a company called EatStrong as well as to cover up my unauthorized use of other individuals investments without the permission or authority of my lenders. The use of the loan money was not in accordance with the representations that I made to those individuals. I knew these statements were false, and at the time I made them with the intent that they would be relied upon.
- d. I engaged in this ongoing and systematic course of conduct with the intent to defraud and to obtain property from more than one person.
- e. The amounts I stole in this manner varied from over \$3000.00 to over \$1,000,000.00 from each individual, respectively, with the total amount of any theft equaling \$2,286,755.48.

4. I did everything I have described knowingly and intentionally.



Christopher Vulliez



Ruth Yang, Esq., Attorney for Christopher Vulliez

New York, New York
December 6, 2011