

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff, v.

**CASE NO.
8:12-CV-1210-MSS-MAP**

**MARK A. LEFKOWITZ,
COMPASS CAPITAL GROUP, INC.,
MARK A. LOPEZ,
UNICO, INC.,
STEVEN R. PEACOCK,
SHANE H. TRAVELLER, and
ADVANCED CELL TECHNOLOGY, INC.,**

Defendants.

FINAL JUDGMENT
AS TO DEFENDANT SHANE H. TRAVELLER

Plaintiff Securities and Exchange Commission having filed a Complaint and Defendant Shane H. Traveller (“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 Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction and except as otherwise provided herein in paragraph VI.); 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 Defendant and Defendant'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 Sections 5(a) and 5(c) of the Securities Act of 1933 (“Securities Act”) [15 U.S.C. §§ 77e(a) and 77e(c)] 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].

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 Final Judgment

by personal service or otherwise are permanently restrained and enjoined from aiding and abetting any violation of Section 13(d) of the Securities Exchange Act of 1934 (“Exchange Act”) [15 U.S.C. § 78m(d)] and Rule 13d-1 thereunder [17 C.F.R. § 240.13d-1] by knowingly providing substantial assistance to anyone that fails within ten days after acquiring, directly or indirectly, whether singly or as part of a partnership, limited partnership, syndicate, or other group of persons acquiring, holding, voting or disposing of securities, the beneficial ownership of more than five percent of (A) any equity security of a class which is registered pursuant to Section 12 of the Exchange Act, or (B) any equity security of an insurance company which would have been required to be so registered except for the exemption contained in Section 12(g)(2)(G) of the Exchange Act, or (C) any equity security issued by a closed-end investment company registered under the Investment Company Act of 1940 [15 U.S.C. § 80a-1, *et seq.*], to file or cause to be filed with the Commission the statements containing information required by Section 13(d) of the Exchange Act [15 U.S.C. § 78m(d)] and Rule 13d-1 thereunder [17 C.F.R. § 240.13d-1].

III.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is permanently barred following the date of entry of this Final Judgment, from participating in an offering of penny stock, including engaging in activities with a broker, dealer, or issuer for purposes of issuing, trading, or inducing or attempting to induce the purchase or sale of any penny stock. A penny stock is any equity security that has a price of less than five dollars, except as provided in Rule 3a51-1 under the Exchange Act [17 C.F.R. § 240.3a51-1].

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is liable for disgorgement of \$169,369, representing his pecuniary gain as a result of the conduct alleged in the Complaint, and a civil penalty of \$52,000 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)].

Defendant shall satisfy this obligation by paying to the Commission \$221,369, plus post-judgment interest, by making an initial payment of \$10,541,38 within fourteen (14) days after the entry of this Final Judgment; and subsequent quarterly payments over the course of five years in accordance with the following schedule:

- (1) \$10,541,38 shall be made within 3 months (90 days) after the entry of this Final Judgment;
- (2) \$10,541,38 shall be made within 6 months (180 days) after the entry of this Final Judgment;
- (3) \$10,541,38 shall be made within 9 months (270 days) after the entry of this Final Judgment;
- (4) \$10,541,38 shall be made within 12 months (360 days) after the entry of this Final Judgment;
- (5) \$10,541,38 shall be made within 15 months (450 days) after the entry of this Final Judgment;
- (6) \$10,541,38 shall be made within 18 months (540 days) after the entry of this Final Judgment;

- (7) \$10,541,38 shall be made within 21 months (630 days) after the entry of this Final Judgment;
- (8) \$10,541,38 shall be made within 24 months (720 days) after the entry of this Final Judgment;
- (9) \$10,541,38 shall be made within 27 months (810 days) after the entry of this Final Judgment;
- (10) \$10,541,38 shall be made within 30 months (900 days) after the entry of this Final Judgment;
- (11) \$10,541,38 shall be made within 33 months (990 days) after the entry of this Final Judgment; and
- (12) \$10,541,38 shall be made within 36 months (1080 days) days after the entry of this Final Judgment;
- (13) \$10,541,38 shall be made within 39 months (1170 days) after the entry of this Final Judgment;
- (14) \$10,541,38 shall be made within 42 months (1260 days) after the entry of this Final Judgment;
- (15) \$10,541,38 shall be made within 45 months (1350 days) after the entry of this Final Judgment; and
- (16) \$10,541,38 shall be made within 48 months (1440 days) days after the entry of this Final Judgment;
- (17) \$10,541,38 shall be made within 51 months (1530 days) after the entry of this Final Judgment;

- (18) \$10,541,38 shall be made within 54 months (1620 days) after the entry of this Final Judgment;
- (19) \$10,541,38 shall be made within 57 months (1710 days) after the entry of this Final Judgment; and
- (20) \$10,541,38, plus any remaining balance, including post-judgment interest, shall be made within 60 months (1800 days) after the entry of this Final Judgment.

Payments shall be deemed made on the date they are received by the Commission and shall be applied first to the post-judgment interest, which shall accrue pursuant to 28 U.S.C. § 1961 on any unpaid amounts due after 14 days of the entry of Final Judgment. Prior to making the final payment as set forth therein, Traveller shall contact the staff of the Commission for the amount due for the final payment.

If Traveller 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 Final Judgment, including post-judgment interest, minus any payments made, shall become due and payable immediately at the discretion of the staff of the Commission without further application to the Court.

Defendant may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also pay by certified check, bank cashier's check, or United States postal money order payable to the Securities and

Exchange Commission, which shall be delivered or mailed to

Enterprise Services Center
Accounts Receivable Branch
6500 South MacArthur Boulevard
Oklahoma City, OK 73169

and shall be accompanied by a letter identifying the case title, civil action number, and name of this Court; Shane Traveller as a defendant in this action; and specifying that payment is made pursuant to this Final Judgment.

Defendant shall simultaneously transmit photocopies of evidence of payment and case identifying information to Suzanne J. Romajas, Assistant Chief Litigation Counsel, Securities and Exchange Commission, 100 F Street, N.E., Washington, DC 20549-5971. By making this payment, 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 Commission shall send the funds paid pursuant to this Final Judgment to the United States Treasury.

The Commission may enforce the Court's judgment for disgorgement and prejudgment interest by moving for civil contempt (and/or through other collection procedures authorized by law) at any time after 14 days following entry of this Final Judgment.

V.

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.

VI.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely for purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy Code [11 U.S.C. § 523] the allegations in the Complaint are true and admitted by Defendant, and further, any debt for disgorgement, prejudgment interest, civil penalty or other amounts due by Defendant under this Final Judgment or any other judgment, order, consent order, decree or settlement agreement entered in connection with this proceeding, is a debt for the violation by Defendant of the federal securities laws or any regulation or order issued under such laws, as set forth in Section 523(a)(19) of the Bankruptcy Code [11 U.S.C. § 523(a)(19)].

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 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 Final Judgment forthwith and without further notice.

DONE and ORDERED in Tampa, Florida, this 10th day of February, 2015.

Copies furnished to:
Counsel of Record
Any Unrepresented Person


MARY S. SCRIVEN
UNITED STATES DISTRICT JUDGE