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UNITED STATES DISTRICT COURT  
DISTRICT OF OREGON  
PORTLAND DIVISION

**SECURITIES AND EXCHANGE COMMISSION,**

Case No. 3:12-cv-01289-ST

Plaintiff,

v.

**3 EAGLES RESEARCH & DEVELOPMENT,  
LLC, HARRY DEAN PROUDFOOT III,  
MATTHEW DALE PROUDFOOT, LAURIE  
ANNE VRVILO and DENNIS ASHLEY  
BUKANTIS**

**FINAL JUDGMENT OF  
PERMANENT INJUNCTION AND  
OTHER RELIEF AGAINST  
DEFENDANT DENNIS ASHLEY  
BUKANTIS**

Defendants,

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**FINAL JUDGMENT AGAINST DENNIS ASHLEY BUKANTIS**

The Securities and Exchange Commission having filed a Complaint and Defendant Dennis Ashley Bukantis (“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 Complaint’s allegations (except 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 Defendant and his respective officers, agents, servants, employees, attorneys, and those persons in active concert or participation with any of them, who receive actual notice of this Final Judgment, by personal service or otherwise, and each of them, are permanently enjoined from making use of the mails or any means of interstate commerce to effect any transaction in, or to induce or attempt to induce the purchase or sale of, any security (other than an exempted security or commercial paper, bankers' acceptance, or commercial bills) in violation of Section 15(a)(1) of the Securities Act [15 U.S.C. § 78o(a)(1)] by being an unregistered broker or dealer and by not being associated with a registered broker or dealer.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED THAT Defendant is liable for disgorgement of \$165,000.00 as his ill-gotten gains and prejudgment interest of \$4,950.00 for the total amount of \$169,950.00. Based on Defendant's sworn representations in his Statement of Financial Condition dated December 20, 2012 and other documents and information submitted to the Commission, however, the Court is not ordering Defendant to pay a civil penalty, and payment of the entire \$169,950.00 in disgorgement and prejudgment is waived. The determination not to order disgorgement, prejudgment interest and a civil penalty is contingent upon the accuracy and completeness of Defendant's Statement of Financial Condition. If at any time following the entry of this Final Judgment the Commission obtains information indicating that Defendant's representations to the Commission concerning his assets, income, liabilities, or net worth were fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made, the Commission may, at its sole discretion and without prior notice to Defendant, petition the Court for an order requiring Defendant to pay \$165,000.00 in disgorgement, \$4,950.00 in prejudgment interest and the maximum civil penalty allowable

under the law. In connection with any such petition, the only issue shall be whether the financial information provided by Defendant was fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made. In its petition, the Commission may move this Court to consider all available remedies, including, but not limited to, ordering Defendant to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of this Final Judgment. The Commission may also request additional discovery. Defendant may not, by way of defense to such petition: (1) challenge the validity of the Consent or this Final Judgment; (2) contest the allegations in the Complaint filed by the Commission; (3) assert that payment of disgorgement, pre-judgment and post-judgment interest or a civil penalty should not be ordered; (4) contest the amount of disgorgement and pre-judgment and post-judgment interest; (5) contest the imposition of the maximum civil penalty allowable under the law; or (6) assert any defense to liability or remedy, including, but not limited to, any statute of limitations defense. Defendant shall also pay post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.


III.

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.

IV.

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.

DATED: June , 2013

  
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JUDGE ANNA BROWN  
United States District Court