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CLERK: U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

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12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA
14 SAN FRANCISCO DIVISION

JCS

15 SECURITIES AND EXCHANGE COMMISSION,

Case No. **CV 13 2549**

16 Plaintiff,

17 v.

18 BRUCE W. TOMLINSON,

~~PROPOSED~~ FINAL JUDGMENT AS TO
DEFENDANT BRUCE W. TOMLINSON

19 Defendant.

20 The Securities and Exchange Commission having filed a Complaint and Bruce W.
21 Tomlinson ("Defendant") having entered a general appearance; consented to the Court's
22 jurisdiction over him and the subject matter of this action; consented to entry of this Final
23 Judgment without admitting or denying the allegations of the Complaint (except as to
24 jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal
25 from this Final Judgment:

26 I.

27 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant and
28 Defendant's agents, servants, employees, attorneys, and all persons in active concert or

1 participation with them who receive actual notice of this Final Judgment by personal service or
2 otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section
3 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and
4 Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or
5 instrumentality of interstate commerce, or of the mails, or of any facility of any national
6 securities exchange, in connection with the purchase or sale of any security:

- 7 (a) to employ any device, scheme, or artifice to defraud;
- 8 (b) to make any untrue statement of a material fact or to omit to state a material fact
9 necessary in order to make the statements made, in the light of the circumstances
10 under which they were made, not misleading; or
- 11 (c) to engage in any act, practice, or course of business which operates or would
12 operate as a fraud or deceit upon any person.

13 II.

14 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, pursuant to Section
15 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)], Defendant is prohibited, for five years
16 following the date of entry of this Final Judgment, from acting as an officer or director of any
17 issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act [15
18 U.S.C. § 78l] or that is required to file reports pursuant to Section 15(d) of the Exchange Act [15
19 U.S.C. § 78o(d)].

20 III.

21 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay a
22 civil penalty in the amount of \$616,000 to the Securities and Exchange Commission pursuant to
23 Section 21A of the Exchange Act [15 U.S.C. § 78u-1]. Defendant shall pay this penalty pursuant
24 to the terms of the schedule of payments set forth in paragraph IV below.

25 Defendant may transmit payments electronically to the Commission, which will provide
26 detailed ACH transfer/Fedwire instructions upon request. Payments may also be made directly
27 from a bank account via Pay.gov through the SEC website at
28 <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also make payments by certified

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the real property owned by and held in the name of Defendant and his wife, Paula A. Tomlinson, in Los Altos, CA shall secure payment of the \$616,000 civil penalty, plus applicable post-judgment interest pursuant to 28 U.S.C. § 1961.

VI.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Defendant has agreed to cooperate with the Commission in the Commission’s pending enforcement action, as well as any related investigations, proceedings, and actions, and that if at any time following the entry of the Final Judgment the Commission obtains information indicating that the Defendant knowingly provided materially false or misleading information or materials to the Commission, the Commission may, at its sole discretion and without prior notice to the Defendant, petition the Court to vacate this Final Judgment and restore this action, including all of the original allegations in the Complaint, to its active docket.

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.

Dated: 06/20/13

