

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

UNITED STATES SECURITIES AND	§	
EXCHANGE COMMISSION	§	
	§	
Plaintiff,	§	
	§	
v.	§	CIVIL ACTION NO. 3:16-CV-0426-B
	§	
WADE JAMES LAWRENCE,	§	
	§	
Defendant.	§	
	§	

FINAL JUDGMENT AS TO DEFENDANT WADE JAMES LAWRENCE

Before the Court is the United States Securities and Exchange Commission’s (the SEC or the Commission) Unopposed Motion to Enter Agreed Final Judgment (Doc. 3). The Court **GRANTS** this motion.

The SEC having filed a Complaint, (Doc. 1), and Defendant Wade James Lawrence having entered a general appearance: (1) consented to the Court’s jurisdiction over Defendant and the subject matter of this action; (2) consented to entry of this Final Judgment; waived findings of fact and conclusions of law; (3) waived any right to appeal from this Final Judgment; having admitted the facts set forth in the Annex A to the Consent of Wade James Lawrence; and (4) acknowledged that his conduct violated the federal securities laws and Annex A being hereby incorporated by reference with the same force and effect as if fully set forth herein. Doc. 4, Consent of Wade James Lawrence 1–6 & Annex A.

I.

It is **ORDERED** that Defendant is 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.

It is further **ORDERED** that, as provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual notice of this Final Judgment by personal service or otherwise: (a) Defendant's officers, agents, servants, employees, and attorneys; and (b) other persons in active concert or participation with Defendant or with anyone described in (a).

II.

It is **ORDERED** that Defendant is 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.

It is further **ORDERED** that, as provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual notice of this Final Judgment by personal service or otherwise: (a) Defendant's officers, agents, servants, employees, and attorneys; and (b) other persons in active concert or participation with Defendant or with anyone described in (a).

III.

It is **ORDERED** that Defendant is permanently restrained and enjoined from violating Sections 206(1)-(2) of the Investment Advisers Act of 1940 (the Advisers Act) [15 U.S.C. § 80b-6(1) and 80b-6(2)] from, by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly, employing devices, schemes, and artifices to defraud, or from engaging in transactions, acts, practices, and courses of business which operate as a fraud and deceit.

It is further **ORDERED** that, as provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual notice of this Final Judgment by personal service or otherwise: (a) Defendant's officers, agents, servants, employees, and

attorneys; and (b) other persons in active concert or participation with Defendant or with anyone described in (a).

IV.

It is **ORDERED** that Defendant is liable for disgorgement of \$458,700.00, representing profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest in the amount of \$31,101.13, for a total of \$489,801.13. However, Defendant's disgorgement obligation is deemed satisfied based on Defendant's conviction in federal criminal proceedings, Case No. 3:15-CR-374-M: *United States of America v. Wade Lawrence* (N.D. Tex.) related to the conduct at issue in these proceedings, and the order that he pay restitution of \$1,454,384.48 and forfeit \$126,074.10.

V.

It is **ORDERED** that no civil penalty will be imposed upon Defendant, pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)], Section 21(d) of the Exchange Act [15 U.S.C. § 78u(d)], or Section 209(e) of the Advisers Act [15 U.S.C. § 80b-9(e)] for the violations alleged herein, because of Defendant's criminal conviction and his three year prison sentence.

VI.

It is **ORDERED** that Defendant shall agree to cooperate in any Commission investigation related to the conduct at issue in these proceedings, and/or in any related enforcement action by the Commission. If at any time following the entry of the Final Judgment the Commission obtains information indicating that Defendant knowingly provided materially false or misleading information or materials to the Commission or in a related proceeding, the Commission may, at its sole discretion and without prior notice to the Defendant, petition the

Court for an order requiring Defendant to pay a civil penalty. In connection with any such petition and at any hearing held on such a motion: (a) Defendant will be precluded from arguing that he did not violate the federal securities laws as alleged in the Complaint; (b) Defendant may not challenge the validity of the Judgment, this Consent, or any related Undertakings; (c) the allegations of the Complaint, solely for the purposes of such motion, shall be accepted as and deemed true by the Court; and (d) the Court may determine the issues raised in the motion on the basis of affidavits, declarations, excerpts of sworn deposition or investigative testimony, and documentary evidence without regard to the standards for summary judgment contained in Rule 56(c) of the Federal Rules of Civil Procedure. Under these circumstances, the parties may take discovery, including discovery from appropriate non-parties.

VII.

It is **ORDERED** that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

SO ORDERED

SIGNED: February 19, 2016



JANE J. BOYLE
UNITED STATES DISTRICT JUDGE