

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF TEXAS  
SHERMAN DIVISION**

<b>SECURITIES AND EXCHANGE COMMISSION,</b>	§	
	§	
<b>Plaintiff,</b>	§	
	§	
<b>vs.</b>	§	
	§	
<b>MATTHEW W. FOX and</b>	§	
<b>WAYNE ENERGY, LLC</b>	§	<b>Civil Action No.: 4:17-cv-271</b>
	§	
	§	
<b>Defendants.</b>	§	
	§	

**FINAL JUDGMENT AS TO DEFENDANTS  
MATTHEW W. FOX AND WAYNE ENERGY, LLC**

The Securities and Exchange Commission ("SEC") having filed a Complaint and Defendants Matthew W. Fox ("Fox") and Wayne Energy, LLC ("Wayne Energy") (collectively, the "Defendants") having entered a general appearance; consented to the Court's jurisdiction over them and the subject matter of this action; and waived findings of fact and conclusions of law:

**I.**

Each Defendant has entered into a settlement with the SEC—consenting to the entry of agreed judgments of permanent and/or preliminary injunctions against them (the "Agreed Judgments"), which the Court has entered (Dkt. #3; Dkt. #4; Dkt. #8; Dkt. #9). Among other things, the Agreed Judgments permanently enjoin the Defendants from violating certain provisions of the federal securities laws. The Agreed Judgments remain in effect.

**II.**

The Agreed Judgments left for later determination by the Court the issue of what monetary relief should be ordered against the Defendants. This issue was to be determined on

motion of the SEC. The SEC has properly moved the Court to resolve that issue. Having considered the SEC's Complaint, motion, and accompanying authority, the Court finds that the monetary relief sought by the SEC should be ordered against the Defendants.

**THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED** that the Defendants are jointly and severally liable for disgorgement of \$924,650.00, representing proceeds gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon of \$80,004.66, for a total of \$1,004,654.66.

**IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant Fox is liable for a civil penalty in the amount of \$250,000 pursuant to Section 20(d) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77t(d)] and Section 21(d)(3) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78u(d)(3)].

**IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant Wayne Energy is liable for a civil penalty in the amount of \$250,000 pursuant to Section 20(d) of the Securities Act and Section 21(d)(3) of the Exchange Act.

Defendants shall satisfy these obligations by paying these amounts to the SEC within 14 days after entry of this Final Judgment.

Defendants may transmit payment electronically to the SEC, 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>. Defendants 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; Defendant's name as a defendant in this action; and specifying that payment is made pursuant to this Final Judgment.

Defendants shall simultaneously transmit photocopies of evidence of payment and case identifying information to the SEC's counsel in this action. By making this payment, Defendants relinquish all legal and equitable right, title, and interest in such funds and no part of the funds shall be returned to Defendants.

The SEC shall hold the funds (collectively, the "Fund") and may propose a plan to distribute the Fund subject to the Court's approval. The Court shall retain jurisdiction over the administration of any distribution of the Fund. If the SEC staff determines that the Fund will not be distributed, the SEC shall send the funds paid pursuant to this Final Judgment to the United States Treasury.

The SEC 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. The Defendants shall pay post judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

### **III.**

The Agreed Judgment of Fox also left for later determination by the Court the issue of whether the preliminary injunction preventing Fox from offering securities should be made permanent. The Court finds that Fox should be so enjoined.

Therefore, **IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that Defendant Fox is permanently restrained and enjoined from directly or indirectly, including, but not limited to, through any entity he owns or controls, participating in the issuance, offer, or

sale of any security; provided, however, that such injunction shall not prevent Fox from purchasing or selling securities for his own accounts.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** 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 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 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 and the Judgments of Permanent Injunction.

**SIGNED this 8th day of March, 2018.**

  
AMOS L. MAZZANT  
UNITED STATES DISTRICT JUDGE