

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

Case No. 02-80466-Civ-Hurley/Lynch

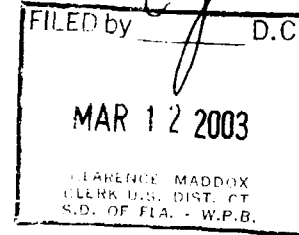
UNITED STATES SECURITIES  
AND EXCHANGE COMMISSION,

Plaintiff,

v.

INVESTCO, INC., JOSEPH L. LENTS,  
FIRST INTERNATIONAL FINANCE  
CORPORATION, MICHAEL E. ZAPETIS,  
BRIAN E. BAGINSKI, ELECTRONIC  
COMMERCE CONSULTANTS, INC.,  
ANTHONY V. YONADI and SOUTHEAST  
CAPITAL PARTNERS, INC.,

Defendants.



**JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF  
AGAINST DEFENDANTS ANTHONY V. YONADI AND  
SOUTHEAST CAPITAL PARTNERS, INC.**

The Securities and Exchange Commission having filed a Complaint and Defendants Anthony V. Yonadi (Yonadi) and Southeast Capital Partners, Inc. (Southeast Capital) (collectively Defendants) having entered a general appearance; consented to the Court's jurisdiction over Defendants and the subject matter of this action; consented to entry of this Judgment of Permanent Injunction and Other Relief Against Anthony V. Yonadi and Southeast Capital Partners, Inc. (Judgment of Permanent Injunction) without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Judgment of Permanent Injunction:

A large, stylized handwritten signature in the bottom right corner of the page.

I.

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that Defendants Yonadi and Southeast Capital, their officers, agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Judgment of Permanent Injunction by personal service or otherwise, and each of them, are permanently restrained and enjoined from violating Section 5 of the Securities Act of 1933 (Securities Act) [15 U.S.C. § 77e] 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 of examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

**II.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendants Yonadi and Southeast Capital, their officers, agents, servants, employees, attorneys, assigns, and all persons in active concert or participation with them who receive actual notice of this Judgment of Permanent Injunction by personal service or otherwise, and each of them, are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [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:

- (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,

in connection with the purchase or sale of any security.

**III.**

**DISGORGEMENT AND CIVIL PENALTIES**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the amount of the Defendants' disgorgement is \$126,815 representing their ill-gotten gains received by them as a result of the conduct alleged in the Commission's Complaint. The Defendants may file a motion to seek a waiver from paying the amount of disgorgement plus prejudgment interest that cannot be satisfied by the amount of Defendants' assets which are currently frozen by orders of this Court. The Commission shall have the right to oppose a motion by the Defendants to seek such a waiver. The Court will determine whether to impose civil penalties on Yonadi and Southeast Capital, and in what amount, in a separate hearing upon due notice and motion by the Commission. At said hearing, the issues will be limited to determining whether civil penalties should be imposed on Defendants, and the amount of any such penalties. At that hearing, the Court may take the allegations in the Commission's Complaint as true and the Defendants will be precluded from arguing that they did not violate the federal securities laws in the manner set out in the Commission's Complaint. Nothing herein shall be construed to prevent and/or otherwise bar the Defendants from challenging the amount of civil penalties or from appealing any subsequent judgment or order entered by the Court pursuant to this paragraph. Nothing in this Judgment affects the Defendants': (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation in which the Commission is not a party.

**IV.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that within 5 days after the entry of the Judgment of Permanent Injunction the Defendants will take whatever steps necessary to surrender all of the funds and assets, except for \$13,500 to be released to Yonadi in accordance with Paragraph VI of this Judgment of Permanent Injunction, currently frozen in all financial accounts under the name of Anthony V. Yonadi, Karen Yonadi, Yonadi Family Trust or Southeast Capital Partners, Inc., including: Paragon Capital Markets account number 410-35144382; Ameritrade account number 144-114821; Ameritrade account number 144-254696; Bank of America account number 1444388101; Bank of America account number 003447158444; MDB Capital account number T3 50422JJ (“surrendered funds”) to the Commission. If this Court does not grant the Defendants a waiver as described in Paragraph III, the surrendered funds do not fully satisfy the \$126,815.00 disgorgement amount owed by the defendants or the prejudgment interest owed on that amount.

**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 Defendants shall comply with all of the undertakings and agreements set forth therein.

**VI.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Court's orders regarding the freezing of assets contained in Paragraph IV of the Court's Stipulated Order of Preliminary Injunction and Other Relief dated June 6, 2002 (Order of Preliminary Injunction) shall remain in full effect unless modified by this Court. The Court hereby modifies the Order of Preliminary Injunction and permits Yonadi to withdraw \$13,500 in reasonable living expenses from the account in the name of Southeast Capital located at Bank of America under number 003447158444. The foregoing may be effectuated by Bank of America transferring \$13,500 from Southeast Capital account number 003447158444 to Bank of America account number 1444388101 in the name of Anthony and Karen Yonadi.

**VII.**

**IT IS FURTHER ORDERED** that the Commission is expressly authorized to engage in continued discovery regarding any unresolved issue in the case with respect to Yonadi, Southeast Capital or any other defendant.

**VIII.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that this Court shall retain jurisdiction of this matter for all purposes, including, but not limited to enforcement of the Judgment of Permanent Injunction.

IX.

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Court will endeavor to conduct a hearing on the issues of the appropriateness of a waiver of the remaining disgorgement and the imposition of civil penalties within 90 days after entry of this Judgment of Permanent Injunction.

**IT IS SO ORDERED.**

  
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HONORABLE DANIEL T.K. HURLEY  
UNITED STATES DISTRICT COURT JUDGE

Dated: March 11, 2003

copies to:

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