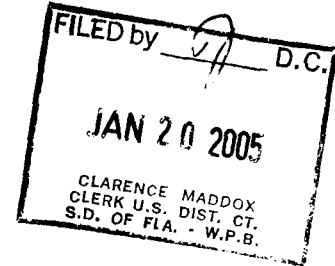


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 02-80768-CIV-HURLEY/LYNCH

SECURITIES AND EXCHANGE COMMISSION,)
)
 Plaintiff,)
)
 v.)
)
 RHINO ECOSYSTEMS, INC.,)
 A FLORIDA CORPORATION,)
 CHARLES CINI, GORDON NOVAK,)
 MARK WIERTZEMA, and)
 MELVIN LEVINE,)
)
 Defendants.)



**ORDER GRANTING PLAINTIFF'S MOTION FOR SUMMARY JUDGMENT
AND ENTERING JUDGMENT OF PERMANENT INJUNCTION
AND OTHER RELIEF AS TO DEFENDANT GORDON NOVAK**

THIS CAUSE comes before the Court upon Plaintiff Securities and Exchange Commission's ("SEC") Motion for Summary Judgment against Gordon Novak ("Novak" or "Defendant"). The SEC's Motion for Summary Judgment Against Novak (DE 60) was accompanied by its Memorandum of Law in Support of its Motion for Summary Judgment (DE 61), and its Statement of Material Facts Not in Dispute and its supporting exhibits (DE 59) (collectively "SEC's Motion for Summary Judgment"), which the Court fully considered. Novak failed to respond to the SEC's Motion for Summary Judgment.

On July 30, 2002, the Assistant United States Attorney for the Southern District of Florida filed an indictment in the United States District Court for the Southern District of Florida against Novak and others for conspiracy to commit wire and securities fraud, wire fraud and securities fraud ("Indictment") based upon the same allegations as in the SEC's Complaint in this

matter. The gravamen of both the SEC's complaint and the Indictment was Novak's unlawful conduct, in causing Rhino Ecosystems, Inc. to make false filings with the SEC. On October 7, 2003, Novak pled guilty to Count 1 of the indictment which charged him with conspiracy to commit wire and securities fraud based, in part upon, the false Form S-8 Filing. Accordingly, Novak has admitted facts as a basis for his guilty plea in the corresponding criminal action that establish his liability for the claims set forth in the SEC's complaint in this case.

Being fully advised herein and in accordance with Federal Rule of Civil Procedure 56(e) and the Southern District of Florida Local Rules 7.1(c) and 7.5(d), all material facts set forth in the SEC's statement are deemed admitted and there is no genuine issue of fact to be tried. Accordingly, it is hereby:

ORDERED AND ADJUDGED that the SEC's Motion for Summary Judgment is GRANTED and this Judgment of Permanent Injunction and Other Relief ("Judgment") is entered for the SEC and against Defendant Novak as follows:

I.

**FRAUD IN VIOLATION OF SECTION 10(b) OF
THE EXCHANGE ACT AND RULE 10b-5 THEREUNDER**

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant, his officers, agents, servants, employees, attorneys in fact, and all persons in active concert or participation with him, and each of them, directly or indirectly, who receive actual notice of this Judgment, by personal service or otherwise, be and they hereby are, permanently restrained and enjoined from, knowingly and willfully, directly or indirectly, singly or in concert, as aiders and abettors or otherwise, in connection with the purchase or sale of any security, by the use of any means or instrumentality of interstate commerce or of the mails, or of any facility of any national securities exchange:

- (a) employing any device, scheme or artifice to defraud;

- (b) making any untrue statements of material fact or omitting 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) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person,

in violation of Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5, thereunder.

II.

AIDING AND ABETTING VIOLATION OF SECTION 13(a) OF THE EXCHANGE ACT AND RULES 12b-20 and 13A-1, THEREUNDER

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that Defendant, his officers, agents, servants, employees, representatives, and all persons in active concert or participation with him, and each of them, directly or indirectly, who receive actual notice of this Judgment, by personal service or otherwise, be and they hereby are, permanently restrained and enjoined from, aiding and abetting any violation of Section 13(a) of the Exchange Act [15 U.S.C. § 78m], and Rules 13a-1 and 12b-20 [17 C.F.R. § 240.13a-1 and 240.12b-20], by knowingly providing substantial assistance to an issuer that fails to file reports with the SEC that accurately reflect its financial performance.

III.

RETENTION OF JURISDICTION TO IMPOSE A CIVIL MONEY PENALTY

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Court reserves jurisdiction to determine a specific penalty against the Defendant upon the SEC's motion, which it will file within sixty (60) days of the entry of this Judgment.

IV.

RETENTION OF JURISDICTION


IT IS FURTHER HEREBY ORDERED, ADJUDGED AND DECREED that this Court will retain jurisdiction over this matter and Defendant in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

V.

RULE 54(b) CERTIFICATION

IT IS FURTHER HEREBY ORDERED, ADJUDGED AND DECREED that there being no just reason for delay, pursuant to Rules 54(b) and 55(b) (2) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Judgment forthwith and without further notice.

DONE AND ORDERED on this th20 day of January, 2005 at Fort Lauderdale, Florida.


DANIEL T.K. HURLEY
UNITED STATES DISTRICT JUDGE

Copies to:
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