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CENTRAL DISTRICT OF CALIFORNIA
BY DEPUTY

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CENTRAL DISTRICT OF CALIFORNIA
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UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

SECURITIES AND EXCHANGE,
COMMISSION,

Plaintiff,

vs.

ROBERT A. KASIRER, ET AL.,

Defendants,

and

DEBRA S. KASIRER, ET AL.,

Relief Defendants.

Case No.: No. 2:05 CV-05-3059 (RSWL) (RCx)
[PROPOSED]
FINAL JUDGMENT AGAINST
DEFENDANT JEROLD V.
GOLDSTEIN

The Securities and Exchange Commission having filed a Third Amended
Complaint and Defendant Jerold V. Goldstein ("Defendant") having entered a
general appearance; consented to the Court's jurisdiction over him and the subject
matter of this action; consented to entry of this Final Judgment 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
Final Judgment:

I.

1
2 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant
3
4 and any of his agents, servants, employees, attorneys, and all persons in active
5 concert or participation with them who receive actual notice of this Final Judgment
6 by personal service or otherwise are permanently restrained and enjoined from
7
8 violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of
9 1934 (the "Exchange Act"), 15 U.S.C. § 78j(b), and Rule 10b-5 promulgated
10 thereunder, 17 C.F.R. § 240.10b-5, by using any means or instrumentality of
11 interstate commerce, or of the mails, or of any facility of any national securities
12 exchange, in connection with the purchase or sale of any security:
13

- 14 (a) to employ any device, scheme, or artifice to defraud;
15
16 (b) to make any untrue statement of a material fact or to omit to state a
17 material fact necessary in order to make the statements made, in the
18 light of the circumstances under which they were made, not
19 misleading; or
20
21 (c) to engage in any act, practice, or course of business which operates or
22 would operate as a fraud or deceit upon any person.
23

24 II.

25 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED
26 that Defendant and his agents, servants, employees, attorneys, and all persons in
27 active concert or participation with them who receive actual notice of this Final
28

1 Judgment by personal service or otherwise are permanently restrained and enjoined
2 from violating Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a), in the offer
3 or sale of any security by the use of any means or instruments of transportation or
4 communication in interstate commerce or by use of the mails, directly or
5 indirectly:
6

- 7
- 8 (a) to employ any device, scheme, or artifice to defraud;
 - 9 (b) to obtain money or property by means of any untrue statement of a
10 material fact or any omission of a material fact necessary in order to
11 make the statements made, in light of the circumstances under which
12 they were made, not misleading; or
 - 13 (c) to engage in any transaction, practice, or course of business which
14 operates or would operate as a fraud or deceit upon the purchaser.
15
16

17 III.

18 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the
19 Consent is incorporated herein with the same force and effect as if fully set forth
20 herein, and that Defendant shall comply with all of the undertakings and
21 agreements set forth therein.
22
23

24 IV.

25 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this
26 Court shall retain jurisdiction of this matter for the purposes of enforcing the terms
27 of this Final Judgment.
28

V.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.

Dated: Jan 3 ²⁰⁰⁸ ₂₀₀₇

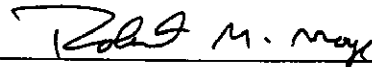
RONALD S.W. LEW

UNITED STATES DISTRICT JUDGE

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CERTIFICATE OF SERVICE

I, the undersigned, certify that on December 20, 2007, I caused the foregoing Consent of Defendant Jerold Goldstein and the [Proposed] Final Judgment to be served by Federal Express delivery on the Counsel listed bellow.



Robert M. Moyer
Securities and Exchange Commission
175 West Jackson Boulevard, Suite 900
Chicago, IL 60604-2615
Phone: (312) 353-1051
Facsimile: (312) 353-7398

VIA FED EX DELIVERY

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