

**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

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<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION,</b>	:	
<b>Plaintiff,</b>	:	<b>Case No. 07 C 0985</b>
<b>v.</b>	:	<b>Judge Holderman</b>
	:	<b>Magistrate Judge Schenkier</b>
<b>PLATINUM CAPITAL ADVOCATES, INC., PLATINUM CAPITAL ADVOCATES ELITE, INC., STEPHEN P. HAYDEN, ANDRE HAYDEN, and STRATEGIC MANAGEMENT ALLIANCE, INC.</b>	:	
	:	
<b>Defendants.</b>	:	
	:	

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**JUDGMENT AS TO DEFENDANT ANDRE HAYDEN**

The United States Securities and Exchange Commission having filed a Complaint and Defendant Andre Hayden (“Hayden”) having entered a general appearance; consented to this Court’s jurisdiction over Defendant Hayden and the subject matter of this action; consented to the entry of this 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 Judgment:

**I.**

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that Defendant Hayden and Defendant Hayden’s agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the Securities Act of 1933 (the “Securities Act”) [15 U.S.C. § 77a(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.

**II.**

**IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED** that

Defendant Hayden and Defendant Hayden's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Judgment by personal service or otherwise 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, 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 statement 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.

**III.**

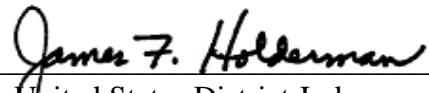
Upon motion of the Commission, the Court shall determine whether it is appropriate to order disgorgement of ill-gotten gains, prejudgment interest thereon and/or a civil penalty pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)] and Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)] and, if so, the amount(s) of the disgorgement, prejudgment interest and/or civil penalty. In connection with the Commission's motion for disgorgement, prejudgment interest and/or civil penalties, and at any hearing held on such a motion: (a) Defendant Hayden will be precluded from arguing that he did not violate the federal securities laws as alleged in the Complaint; (b) Defendant Hayden may not challenge the validity of the Consent or this Judgment; (c) solely for the purposes of such motion, the allegations of the Complaint 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. In connection with the Commission's motion for disgorgement prejudgment interest and/or civil penalties, the parties may take discovery, including discovery from appropriate non-parties.

**IV.**

**IT IS HEREBY FURTHER ORDERED, ADJUGED AND DECREED** that the Consent is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant Hayden shall comply with all of the undertakings and agreements set forth therein.

V.

**IT IS HEREBY FUTHER ORDERED, ADJUGED AND DECREED** that this Court shall retain jurisdiction of this matter for purposes of enforcing the terms of this Judgment.



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United States District Judge  
James F. Holderman

Dated: March 16, 2007