

UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
FORT MYERS DIVISION

CASE NO. 2:10-CV-577-FTM-29 DNF

SECURITIES AND EXCHANGE COMMISSION,)
)
Plaintiff,)
v.)
)
BIH CORPORATION,)
WAYNE A. BURMASTER, JR.,)
EDWARD W. HAYTER,)
NORTH BAY SOUTH CORPORATION,)
BIMINI REEF REAL ESTATE, INC.,)
RIVERVIEW CAPITAL INC.,)
CHRISTOPHER L. ASTROM, and)
DAMIAN B. GUTHRIE,)
Defendants,)
)
BARON INTERNATIONAL, INC.,)
THE CADDO CORPORATION, and)
BEAVER CREEK FINANCIAL CORPORATION,)
)
Relief Defendants.)
)

**JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF AGAINST
DEFENDANTS RIVERVIEW CAPITAL INC. AND DAMIAN B. GUTHRIE**

Plaintiff Securities and Exchange Commission having filed a Complaint seeking, among other things, a permanent injunction prohibiting Defendants Riverview Capital Inc. (“Riverview”) and Damian B. Guthrie (“Guthrie”) (collectively “Defendants”) from violating the registration provisions of the federal securities laws; and the Defendants, by the attached Consent of Defendants Riverview Capital Inc. and Damian B. Guthrie (“Consent”), having entered a general appearance, consented to the Court’s jurisdiction over them and the subject matter of this action and to the entry of this Judgment of Permanent Injunction and Other Relief Against Riverview Capital Inc. and Damian B. Guthrie (“Judgment”) without admitting or denying the allegations of the Complaint (except as to subject matter and

personal jurisdiction over them), waived findings of fact and conclusions of law, and waived any right to appeal from this Judgment; and the Court accepting such Consent and having jurisdiction over them and the subject matter of this action:

I.

PERMANENT INJUNCTION

SECTION 5(a) AND 5(c) OF THE SECURITIES ACT

IT IS ORDERED AND ADJUDGED that Riverview, Guthrie, their agents, servants, employees, attorneys, and all persons in active concert or participation with any of them who receive actual notice of this Judgment by personal service or otherwise, are permanently restrained and enjoined from violating Sections 5(a) and 5(c) of the Securities Act of 1933 (“Securities Act”) 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 or examination under Section 8 of the Securities Act, 15 U.S.C. § 77h.

II.

RECORDS PRESERVATION

IT IS FURTHER ORDERED AND ADJUDGED that, pending determination of the Commission's request for disgorgement, prejudgment interest thereon, and/or civil money penalties, Riverview and Guthrie, their directors, officers, agents, servants, employees, attorneys, depositories, banks, and those persons in active concert or participation with any one or more of them, and each of them, be and hereby are restrained and enjoined from, directly or indirectly, destroying, mutilating, concealing, altering, disposing of, or otherwise rendering illegible in any manner, any of the books, records, documents, correspondence, brochures, manuals, papers, ledgers, accounts, statements, obligations, files and other property of or pertaining to this matter wherever located, until further Order of this Court.

III.

DISGORGMENT AND CIVIL PENALTY

IT IS FURTHER ORDERED AND ADJUDGED that Riverview and Guthrie shall pay disgorgement of ill-gotten gains, prejudgment interest thereon, and civil penalties pursuant to Section 20(d) of the Securities Act. [15 U.S.C. § 77t(d)]. If the parties are unable to come to a resolution, the Court shall determine the amounts of disgorgement, prejudgment interest, and civil penalty upon motion of the Commission. Prejudgment interest shall be calculated from June 1, 2009, based on the rate of interest used by the Internal Revenue

Service for the underpayment of federal income tax as set forth in 26 U.S.C. § 6621(a)(2). In connection with the Commission's motion for disgorgement, prejudgment interest thereon, and/or civil penalties, and at any hearing held on such a motion: (a) the Defendants will be precluded from arguing that either of them did not violate the federal securities laws as alleged in the Complaint; (b) the Defendants may not challenge the validity of the Consent or the 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 thereon, and/or civil penalties, the parties may take discovery, including discovery from appropriate non-parties.

IV.

PENNY STOCK BAR

IT IS FURTHER ORDERED AND ADJUDGED that Guthrie is permanently barred from participating in an offering of penny stock, including engaging in activities with a broker, dealer, or issuer for purposes of issuing, trading, or inducing or attempting to induce the purchase or sale of any penny stock. A penny stock is any equity security that has a price of less than five dollars, except as provided in Rule 3a51-1 under the Exchange Act [17 C.F.R. § 240.3a51-1].

V.

INCORPORATION OF CONSENT

IT IS FURTHER ORDERED AND ADJUDGED that the Consent of Defendants Riverview Capital Inc. and Damian B. Guthrie is incorporated herein with the same force and effect as if fully set forth herein, and that the Defendants shall comply with all of the undertakings and agreements set forth therein.

VI.

RETENTION OF JURISDICTION


IT IS FURTHER ORDERED AND ADJUDGED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Judgment.

VII.

CERTIFICATION UNDER RULE 54(b)

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 Judgment forthwith and without further notice, and terminate these defendants on the docket.

DONE AND ORDERED this 25th day of October, 2010 at Fort Myers, Florida.



JOHN E. STEELE
United States District Judge

Copies: Parties of record