

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

ONGKARUCK SRIPETCH; AMANDA
FLORES; BREHNEN KNIGHT;
ANDREW MCALPINE, ASHMIT
PATEL; MICHAEL WEXLER;
DOMINIC WILLIAMS; ADTRON INC.
a/k/a STOCKPALOOZA.COM; ATG
INC.; DOIT, LTD.; DOJ CAPITAL,
INC.; KING MUTUAL SOLUTIONS
INC.; OPTIMUS PRIME FINANCIAL
INC.; ORCA BRIDGE; REDLINE
INTERNATIONAL; and UAIM
CORPORATION,

Defendants.

Case No.: 20-cv-01864-H-DTF

**FINAL CONSENT JUDGMENT AS
TO DEFENDANT BREHNEN
KNIGHT**

On May 5, 2025, Plaintiff Securities and Exchange Commission (“SEC”) and Defendant Brehnen Knight filed a final consent agreement as to Defendant Brehnen Knight. (Doc. No. 364.) Accordingly, the Court enters the following final consent judgment against Defendant Knight:

1 The Securities and Exchange Commission having filed a Complaint and an
2 Amended Complaint and Defendant Brehnen Knight having entered a general appearance;
3 consented to the Court’s jurisdiction over Defendant Knight and the subject matter of this
4 action; consented to entry of this Final Judgment; waived findings of fact and conclusions
5 of law; and waived any right to appeal from this Final Consent Judgment:

6 I.

7 It is hereby ordered, adjudged, and decreed that Defendant Knight is permanently
8 restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities
9 Exchange Act of 1934 (the “Exchange Act”), 15 U.S.C. § 78j(b) and Rules 10b-5(a) & (c)
10 promulgated thereunder, 17 C.F.R. §§ 240.10b-5(a) & (c), by using any means or
11 instrumentality of interstate commerce, or of the mails, or of any facility of any national
12 securities exchange, in connection with the purchase or sale of any security:

- 13 (a) to employ any device, scheme, or artifice to defraud; or
14 (b) to engage in any act, practice, or course of business which operates or would
15 operate as a fraud or deceit upon any person.

16 It is further ordered, adjudged, and decreed that, as provided in Federal Rule of Civil
17 Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual
18 notice of this Final Consent Judgment by personal service or otherwise: (a) Defendant
19 Knight’s officers, agents, servants, employees, and attorneys; and (b) other persons in
20 active concert or participation with Defendant Knight or with anyone described in (a).

21 II.

22 It is hereby further ordered, adjudged, and decreed that Defendant Knight is
23 permanently restrained and enjoined from violating Sections 17(a)(1) and (3) of the
24 Securities Act of 1933 (the “Securities Act”), 15 U.S.C. §§ 77q(a)(1) & (3), in the offer or
25 sale of any security by the use of any means or instruments of transportation or
26 communication in interstate commerce or by use of the mails, directly or indirectly:

- 27 (a) to employ any device, scheme, or artifice to defraud; or
28

1 (b) to engage in any transaction, practice, or course of business which operates or
2 would operate as a fraud or deceit upon the purchaser.

3 It is further ordered, adjudged, and decreed that, as provided in Federal Rule of Civil
4 Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual
5 notice of this Final Consent Judgment by personal service or otherwise: (a) Defendant
6 Knight's officers, agents, servants, employees, and attorneys; and (b) other persons in
7 active concert or participation with Defendant Knight or with anyone described in (a).

8 III.

9 It is hereby further ordered, adjudged, and decreed that Defendant Knight is
10 permanently restrained and enjoined from violating Sections 5(a) & (c) of the Securities
11 Act, 15 U.S.C. §§ 77e(a) and (c), by, directly or indirectly, in the absence of any applicable
12 exemption:

- 13 (a) Unless a registration statement is in effect as to a security, making use of any
14 means or instruments of transportation or communication in interstate
15 commerce or of the mails to sell such security through the use or medium of
16 any prospectus or otherwise; or
17 (b) Unless a registration statement is in effect as to a security, carrying or causing
18 to be carried through the mails or in interstate commerce, by any means or
19 instruments of transportation, any such security for the purpose of sale or for
20 delivery after sale; or
21 (c) Making use of any means or instruments of transportation or communication
22 in interstate commerce or of the mails to offer to sell or offer to buy through
23 the use or medium of any prospectus or otherwise any security, unless a
24 registration statement has been filed with the Commission as to such security,
25 or while the registration statement is the subject of a refusal order or stop order
26 or (prior to the effective date of the registration statement) any public
27 proceeding or examination under Section 8 of the Securities Act, 15 U.S.C. §
28 77h.

1 It is further ordered, adjudged, and decreed that, as provided in Federal Rule of Civil
2 Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual
3 notice of this Final Judgment by personal service or otherwise: (a) Defendant Knight's
4 officers, agents, servants, employees, and attorneys; and (b) other persons in active concert
5 or participation with Defendant Knight or with anyone described in (a).

6 IV.

7 It is hereby further ordered, adjudged, and decreed that Defendant Knight is
8 permanently restrained and enjoined from violating Section 9(a)(1) of the Exchange Act,
9 15 U.S.C. § 78i(a)(1), by, directly or indirectly, by the use of the mails or any means or
10 instrumentality of interstate commerce, or of any facility of any national securities
11 exchange, for the purpose of creating a false or misleading appearance of active trading in
12 any security other than a government security, or a false or misleading appearance with
13 respect to the market for any such security, (A) to effect any transaction in such security
14 which involves no change in the beneficial ownership thereof, or (B) to enter an order or
15 orders for the purchase of such security with the knowledge that an order or orders of
16 substantially the same size, at substantially the same time, and at substantially the same
17 price, for the sale of any such security, has been or will be entered by or for the same or
18 different parties, or (C) to enter any order or orders for the sale of any such security with
19 the knowledge that an order or orders of substantially the same size, at substantially the
20 same time, and at substantially the same price, for the purchase of such security, has been
21 or will be entered by or for the same or different parties.

22 It is further ordered, adjudged, and decreed that, as provided in Federal Rule of Civil
23 Procedure 65(d)(2), the foregoing paragraph also binds the following who receive actual
24 notice of this Final Consent Judgment by personal service or otherwise: (a) Defendant
25 Knight's officers, agents, servants, employees, and attorneys; and (b) other persons in
26 active concert or participation with Defendant Knight or with anyone described in (a).

V.

It is hereby further ordered, adjudged, and decreed that Defendant Knight 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.

VI.

It is hereby further ordered, adjudged, and decreed that, pursuant to Section 21(d)(2) of the Exchange Act, 15 U.S.C. § 78u(d)(2), and Section 20(e) of the Securities Act, 15 U.S.C. § 77t(e), Defendant Knight is prohibited from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act, 15 U.S.C. § 78l, or that is required to file reports pursuant to Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d).

VII.

It is hereby further ordered, adjudged, and decreed that Defendant Knight is liable for disgorgement of \$385,890.02, representing net profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of \$59,693.55, for a total of \$445,583.57. Defendant Knight's \$445,583.57 payment obligation will be offset by \$71,184.18, the amount of restitution ordered against defendant in United States v. Knight, 21-cr-3465-H (S.D. Cal.) Defendant Knight must satisfy this obligation by paying \$374,399.39 to the Securities and Exchange Commission within 30 days after entry of this Final Consent Judgment.

Defendant Knight may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Defendant Knight may also pay by certified

1 check, bank cashier’s check, or United States postal money order payable to the Securities
2 and Exchange Commission, which must be delivered or mailed to

3 Enterprise Services Center
4 Accounts Receivable Branch
5 6500 South MacArthur Boulevard
6 Oklahoma City, OK 73169

7 and must be accompanied by a letter identifying the case title, civil action number, and
8 name of this Court; Brehnen Knight as a defendant in this action; and specifying that
9 payment is made pursuant to this Final Judgment.

10 Defendant Knight must simultaneously transmit photocopies of evidence of payment
11 and case identifying information to the Commission’s counsel in this action. By making
12 this payment, Defendant Knight relinquishes all legal and equitable right, title, and interest
13 in such funds and no part of the funds will be returned to Defendant Knight.

14 The Commission must hold the funds (collectively, the “Fund”) until further order
15 of this Court. The SEC may propose a plan to distribute the Fund subject to the Court’s
16 approval, and the Court will retain jurisdiction over the administration of any distribution
17 of the Fund.

18 The Commission may enforce the Court’s judgment for disgorgement and
19 prejudgment interest by using all collection procedures authorized by law, including, but
20 not limited to, moving for civil contempt at any time after 30 days following entry of this
21 Final Judgment. Defendant Knight must pay post judgment interest on any amounts due
22 after 30 days of entry of this Final Consent Judgment pursuant to 28 U.S.C. § 1961.

23 VIII.

24 It is further ordered, adjudged, and decreed that the Final Consent, (Doc. No. 264),
25 is incorporated herein with the same force and effect as if fully set forth herein, and that
26 Defendant Knight must comply with all of the undertakings and agreements set forth
27 therein.

IX.

It is further ordered, adjudged, and decreed that, for purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. §523, the allegations in the complaint are true and admitted by Defendant Knight, and further, any debt for disgorgement, prejudgment interest, civil penalty or other amounts due by Defendant Knight under this Final Consent Judgment or any other judgment, order, consent order, decree or settlement agreement entered in connection with this proceeding, is a debt for the violation by Defendant Knight of the federal securities laws or any regulation or order issued under such laws, as set forth in Section 523(a)(19) of the Bankruptcy Code, 11 U.S.C. §523(a)(19).

X.

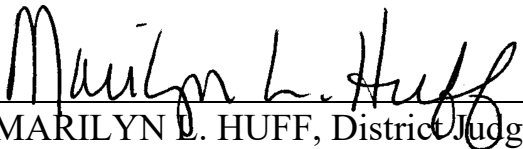
It is further ordered, adjudged, and decreed that this Court will retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

XI.

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 Consent Judgment forthwith and without further notice. In addition, because this is a final judgment against the sole remaining defendant in this action, the Clerk is directed to close the case.

IT IS SO ORDERED.

DATED: May 27, 2025


MARILYN L. HUFF, District Judge
UNITED STATES DISTRICT COURT