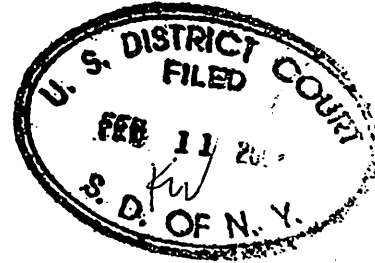


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UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK



SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

00 CIV. 2029 (GEL)

AVY AMOUYAL, et al.,

#02,0257

Defendants.

**FINAL JUDGMENT  
OF PERMANENT INJUNCTION AND OTHER RELIEF  
AS TO DEFENDANT FRANK NACCACHE**

Plaintiff Securities and Exchange Commission (the "Commission") having filed its Amended Complaint and defendant Frank Naccache in his Consent ("Consent") filed simultaneously with this Final Judgment of Permanent Injunction and Other Relief as to Defendant Frank Naccache ("Final Judgment") and incorporated herein by reference, having entered a general appearance and having admitted that he is a Defendant in this action and that that he directly or indirectly purchased or caused to be purchased, a total 5,000 shares of Financial Security Assurance Holdings, Ltd. common stock on March 9, 2000 in his account at Bank Leumi Le Israel resulting in profits of \$121,500, and having admitted, for the purposes of this proceeding and any other proceeding in which the Commission is or may become a party, the Court's jurisdiction over him and over the subject matter of this action, having waived service on him of the Amended Complaint in this action, and having waived the entry of findings of fact

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and conclusions of law under Rule 52 of the Federal Rules of Civil Procedure, and without admitting or denying any other allegations in the Amended Complaint, and without admitting or denying that he committed any of the violations alleged in the Amended Complaint, and having consented to the entry of this Final Judgment, and it further appearing that this Court has jurisdiction over Defendant Frank Naccache and the subject matter herein, and the Court being fully advised in the premises:

I.

IT IS HEREBY ORDERED that Frank Naccache, his agents, servants, employees, attorneys-in-fact, and those persons in active concert or participation with them who receive actual notice of the Final Judgment by personal service or otherwise are hereby permanently enjoined and restrained from violating Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act"), 15 U.S.C. § 78j(b) and Rule 10b-5 thereunder, 17 C.F.R. § 240.10b-5 by directly or indirectly, by use of the means or instrumentality of interstate commerce, the mails, or any facility of any national securities exchange:

- (1) employing any device, scheme, or artifice to defraud,
- (2) making any untrue statement of a material fact or omitting 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
- (3) engaging in any act, practice, or course of business which operate or would operate as a fraud or deceit upon any person, in connection with the purchase or sale of any security.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant Frank Naccache disgorge \$121,500 plus prejudgment interest thereon calculated as the lesser of (a) the amount of prejudgment interest actually earned on said \$121,500 or (b) the amount calculated at the statutory rate from March 16, 2000 to the date of this order.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that no civil monetary penalty be imposed on Defendant Frank Naccache.

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Frank Naccache pay the disgorgement and prejudgment interest within thirty (30) days of the entry of this Final Judgment by depositing said disgorgement and prejudgment interest into the Registry of the Court.

V.

ACCORDINGLY, IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Preliminary Injunction entered in this matter on March 30, 2000 is hereby amended to permit any person or entity holding funds or assets attributable to Frank Naccache's purchase of 5,000 shares of common stock of FSA through Bank Leumi Le-Israel on or about March 9, 2000, to transfer to the Clerk of the Court, 500 Pearl Street, New York, NY 10007, by certified check or wire transfer (to ABA 021030004, Agent Location # 4654), the amount of \$121,500 plus prejudgment thereon calculated as the lesser of (a) the amount of prejudgment interest actually

earned on said \$121,500 or (b) the amount calculated at the statutory rate from March 16, 2000 to the date of this order.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that once the payment required herein has been made, any remaining assets derived from the purchase through Bank Leumi Le Israel of shares of FSA common stock for Defendant Frank Naccache shall no longer be subject to the asset freeze provisions of the Preliminary Injunction.

VII.

IT IS FURTHER ORDERED that any person or entity transferring funds to the Clerk of the Court pursuant to paragraph V above shall cause said certified check or wire transfer to be accompanied by a written communication to the Clerk of the Court referencing this Final Judgment, the docket number of this action, and the SEC's internal file number for this matter, HO-8949-B.

VIII.

IT IS FURTHER ORDERED that the Clerk of the Court shall cause said funds to be deposited into the Registry of the Court pending further order.

IX.

IT IS FURTHER ORDERED that any person or entity transferring funds to the Court pursuant to paragraph V above shall forward a copy of said check or wire transfer instruction to the Plaintiff Securities and Exchange Commission at the following address:

Securities & Exchange Commission  
Attn: L. Hilton Foster  
450 5th Street, NW  
Washington, DC 20549-0707  
(202) 942-9639 (Fax)

X.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Frank Naccache comply with his undertakings to: (1) cooperate with the Commission and its staff and truthfully disclose all information with respect to his activities and the activities of others which the Commission or its staff may inquire in this or any related matter in which the Commission is a party; (2) provide sworn testimony and affidavits in all investigations and proceedings related to or concerning this matter in which the Commission is a party and in which its staff makes reasonable requests for such testimony and/or affidavits ; (3) produce any documents within his possession, custody or control which concern or relate to this or any related matter in which the Commission is a party and which are requested by the Commission or its staff.

XI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Frank Naccache's accompanying Consent be, and it hereby is, incorporated herein with the same force and effect as if fully set forth herein.

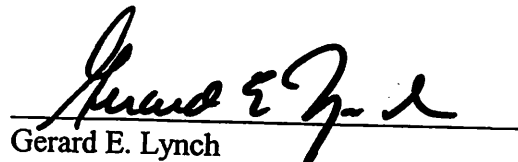
XII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction for the purpose of enforcing this Final Judgment.

XIII.

There being no cause for delay, the Clerk of the Court hereby is directed, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this final Judgment forthwith.

Dated: Feb. 1, 2002

  
Gerard E. Lynch  
UNITED STATES DISTRICT JUDGE

THIS DOCUMENT WAS ENTERED  
ON THE DOCKET ON 2/13/02