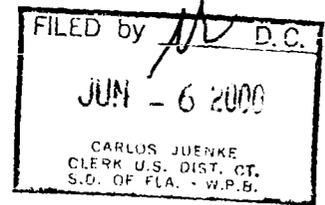


UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

SECURITIES AND EXCHANGE COMMISSION,	)	CASE NO. 00-8015-
	)	CIV-RYSKAMP
Plaintiff,	)	
v.	)	(Magistrate Judge
	)	Vitunac)
CHEMICAL TRUST, et al.,	)	
	)	
Defendants.	)	
	)	
	)	



**FINAL JUDGMENT OF PERMANENT INJUNCTION AND  
OTHER RELIEF AS TO DEFENDANTS WOMACK, WILKINSON AND CATO**

Upon consideration of motion by the Securities and Exchange Commission (“Commission”) for summary judgment against Defendants Virgil W. Womack (“Womack”), Clifton Wilkinson (“Wilkinson”) and Lewey L. Cato III (“Cato”), the Court being fully advised in the premises, the Court finds that the Commission has made a proper and sufficient showing in support of its motion for summary judgment; there being no genuine issue of material fact to be tried, the Commission's motion is hereby **GRANTED** and the Court hereby **ORDERS** as follows:

**I.**

**PERMANENT INJUNCTIVE RELIEF --  
SECTION 5 OF THE SECURITIES ACT**

**IT IS HEREBY ORDERED** that Womack, Wilkinson and Cato, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, (a) making use of any means or instruments of transportation or

49  
AT

communication in interstate commerce or of the mails to sell securities in the form of units, common stock, warrants or any other securities (including, but not limited to, interests in limited liability partnerships), through the use or medium of any prospectus or otherwise, unless and until a registration statement is in effect with the Commission as to such securities; (b) carrying securities, in the form of units, common stock, warrants or any other securities (including, but not limited to, interests in investment contracts or promissory notes), or causing them to be carried through the mails or in interstate commerce, by any means or instruments of transportation, for the purpose of sale or for delivery after sale, unless and until a registration statement is in effect with the Commission as to such securities; 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 securities, in the form of units, common stock, warrants or any other securities (including, but not limited to, interests in investment contracts or promissory notes), unless a registration statement is filed with the Commission as to such securities, or while a registration statement filed with the Commission as to such security 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, in violation of Sections 5(a) and 5(c) of the Securities Act, 15 U.S.C. §§ 77e(a) and 77e(c), provided, however, that nothing in the foregoing portion of this injunction shall apply to any security or transaction which is exempt from the provisions of Section 5 of the Securities Act, 15 U.S.C. § 77e.

**II.**

**PERMANENT INJUNCTIVE RELIEF --  
SECTION 17(A)(1) OF THE SECURITIES ACT**

**IT IS HEREBY FURTHER ORDERED** that Womack, Wilkinson and Cato, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by use of any means or instruments of transportation or communication in interstate commerce, or by the use of the mails, in the offer or sale of securities (including, but not limited to, interests in investment contracts or promissory notes), knowingly, willfully or recklessly employing devices, schemes or artifices to defraud, in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a).  
15 U.S.C. § 77e.

**III.**

**PERMANENT INJUNCTIVE RELIEF --  
SECTIONS 17(A)(2) & (3) OF THE SECURITIES ACT**

**IT IS HEREBY FURTHER ORDERED** that Womack, Wilkinson and Cato, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, in the offer or sale of securities (including, but not limited to, interests in investment contracts or promissory notes), (i) obtaining money or property by means of untrue statements of material facts or omissions to state material facts necessary to make the statements made, in light of the circumstances under which they were made, not misleading; or (ii) engaging in acts,

practices and courses of business which have operated and will operate as a fraud or deceit upon purchasers and prospective purchasers of such securities, in violation of Sections 17(a)(2) & (3) of the Securities Act, 15 U.S.C. §§ 77(q)(a)(2) & (3).

**IV.**

**PERMANENT INJUNCTIVE RELIEF --  
SECTION 10(B) OF THE EXCHANGE ACT AND RULE 10B-5**

**IT IS HEREBY FURTHER ORDERED** that Womack, Wilkinson and Cato, their officers, agents, servants, employees, attorneys in fact, and those persons in active concert or participation with him, and each of them, directly or indirectly, be and they hereby are, permanently restrained and enjoined from, directly or indirectly, singly or in concert, or otherwise, by use of the means and instrumentalities of interstate commerce, and of the mails, and of any facility of any national securities exchange, in connection with the purchase or sale of the securities, as described herein, (i) employing devices, schemes or artifices to defraud; (ii) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or (iii) engaging in acts, practices and courses of business which have operated as a fraud upon the purchasers of such securities, including, but not limited to, the dissemination of false and misleading press releases, in violation of Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act"), 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5, thereunder.

V.

**DISGORGEMENT AND PENALTIES**

**IT IS HEREBY FURTHER ORDERED** that Womack, Wilkinson and Cato shall be jointly and severally liable to disgorge the sum of \$17 million, representing the amount of monies unlawfully raised by Chemical Trust and Alliance Trust as alleged in the Commission's Complaint, with prejudgment interest. Such disgorgement and prejudgment interest shall be deposited into the Registry of this Court within thirty (30) days from the entry of this order.

**IT IS HEREBY FURTHER ORDERED** that Womack, Wilkinson and Cato shall each pay a civil penalty in the amount of \$ 75,000 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), in connection with the activities described in the Commission's Complaint.

VI.

**ASSET FREEZE**

**IT IS HEREBY FURTHER ORDERED** that, Womack, Wilkinson and Cato, 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, who receive notice of this order by personal service, mail, facsimile transmission or otherwise be and they hereby are, restrained from, directly or indirectly, transferring, setting off, receiving, changing, selling, pledging, assigning, liquidating or otherwise disposing of, or withdrawing any assets or property owned by, controlled by, or in the possession of Chemical, U.S. Guarantee, United, Womack, Wilkinson, Cato, Tang, Three Rivers,

Prestige, ACC Capital, Falcon, America's Fidelity, Merrit, and U.C.B.M. including, but not limited to, cash, free credit balances, fully paid for securities, and/or property pledged or hypothecated as collateral for loans.

**VII.**

**REPATRIATION ORDER**

**IT IS HEREBY FURTHER ORDERED** that Womack, Wilkinson and Cato shall:

(a) take such steps as are necessary to repatriate to the territory of the United States all funds and assets of investors described in the Commission's Complaint in this action which are held by them or are under their direct or indirect control, jointly or singly, and deposit such funds into the registry of the United States District Court, Southern District of Florida; and

(b) provide the Commission and the Court a written description of the funds and assets so repatriated.

**VIII.**

**RETENTION OF JURISDICTION**

**IT IS HEREBY FURTHER ORDERED** that this Court shall retain jurisdiction over this matter and Womack, Wilkinson and Cato in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

**DONE AND ORDERED** at 11<sup>30</sup> o'clock, A.m. this 6 day of  
June 2000, at West Palm Beach, Florida.

  
**KENNETH L. RYSKAMP**  
**UNITED STATES DISTRICT JUDGE**

Service List

Mitchell E. Herr  
Regional Trial Counsel  
Russell C. Weigel III, Esq.  
Special Counsel  
Securities and Exchange Commission  
1401 Brickell Avenue  
Suite 200  
Miami, FL 33131

Beattie B. Ashmore, Esq.  
Ashmore & Yarborough, P.A.  
722 McBee Avenue  
Greenville, SC 29601  
Receiver of Chemical Trust,  
U.S. Guarantee Corp.,  
United Marketing Trust,  
Three Rivers Trust, and  
Merrit Pierce Trust

Steven E. Farrar, Esq.  
Leatherwood, Walker, Todd  
& Mann, P.C.  
100 E. Coffee Street  
Greenville, SC 29602-0087  
Counsel for the Receiver

Virgil Womack, Pro Se  
c/o Bruce Harvey, Esq.  
146 Nassau Street  
Atlanta, GA 30303  
Clifton Wilkinson, Pro Se

c/o Bill Bannister, Esq.  
P.O. Box 2585  
Greenville, SC 29602  
Charleston, SC 29415-1121  
Criminal counsel for Clifton Wilkinson

Prestige Accounting Services, Inc., Pro Se  
c/o Bill Bannister, Esq.  
P.O. Box 2585  
Greenville, SC 29602  
for Clifton Wilkinson, Registered Agent

Lewey L. Cato, III, Pro Se  
P.O. Box 618  
Dublin, Georgia 31021

Alvin A. Tang, Pro Se  
Rebekah J. Poston, Esq.  
Steel Hector & Davis  
200 S. Biscayne Blvd.  
Miami, FL 33131-2310  
Criminal counsel for Alvin A. Tang

ACC Capital Consultants, Inc., Pro Se  
c/o James Laiacona, Registered Agent  
1000 S.E. Monterey Commons Blvd.  
Stuart, Florida 34996