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CLERK U.S. DISTRICT COURT  
CENTRAL DISTRICT OF CALIF.  
LOS ANGELES

THIS CONSTITUTES NOTICE OF ENTRY  
AS REQUIRED BY FRCP, RULE 77(d).

**UNITED STATES DISTRICT COURT  
FOR THE CENTRAL DISTRICT OF CALIFORNIA  
WESTERN DIVISION**

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

BRIAN E. PRIDGEON, STEPHON A.  
CARRADINE, and CRAIG L.  
SMITH,

Defendants.

Case No. CV 00-9375 FMC (RZx)

**JUDGMENT IMPOSING  
DISGORGEMENT AGAINST  
DEFENDANT BRIAN E. PRIDGEON**

✓ Docketed  
✓ Copies NTC Sent  
✓ JS - 5 / JS - 6  
— JS - 2 / JS - 3  
— CLSD

ENTERED  
CLERK, U.S. DISTRICT COURT  
JUN - 1 2005  
CENTRAL DISTRICT OF CALIFORNIA  
DEPUTY  
BY

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1 This Court, having granted in part the Motion for Summary Judgment to  
2 impose Disgorgement, Prejudgment Interest, and Civil Penalties (docket no. 55),  
3 and partial summary judgment in favor of Defendant Brian E. Pridgeon  
4 ("Pridgeon") enters this Final Judgment Imposing Disgorgement ("Final  
5 Judgment") against Pridgeon.

6 IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED  
7 that Defendant Pridgeon is liable for disgorgement in the amount of \$ 82,375,  
8 representing profits he received as a result of his violation of Section 10(b) of the  
9 Securities Exchange Act of 1934, 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. §  
10 240.10b-5. Defendant shall satisfy this obligation by paying \$82,375 ~~by cashier's check, certified check or postal~~  
11 ~~money order made payable to the United States Securities and Exchange~~  
12 money order made payable to the United States Securities and Exchange  
13 Commission, which check or money order shall be transmitted to the Office of  
14 Financial Management, 6432 General Green Way, Mail Stop 0-3, Alexandria,  
15 Virginia 22312, under cover of a letter that identifies the defendant, the name and  
16 case number of this litigation and the name of the Court. A copy of the cover  
17 letter and check shall be transmitted simultaneously to counsel for the  
18 Commission at its Los Angeles office, located at 5670 Wilshire Boulevard, 11<sup>th</sup>  
19 Floor, Los Angeles, California 90036.

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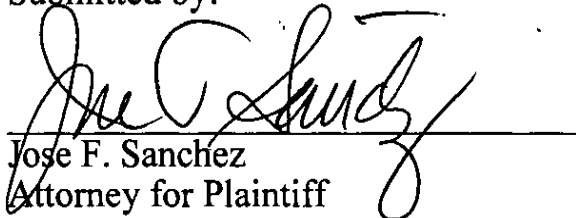
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1 IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED  
2 that this Court shall retain jurisdiction over this action for all purposes, including  
3 to implement, enforce and carry out the terms of this Final Judgment and all other  
4 orders and decrees that may be entered herein, and to grant such other relief as this  
5 Court may deem necessary and just.

6  
7 DATED: May 27, 2005

  
HON. FLORENCE-MARIE COOPER  
UNITED STATES DISTRICT JUDGE

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9  
10 Submitted by:

11   
12  
13 Jose F. Sanchez  
14 Attorney for Plaintiff  
Securities and Exchange Commission

**PROOF OF SERVICE**

I am over the age of 18 years and not a party to this action. My business address is:

☒ U.S. SECURITIES AND EXCHANGE COMMISSION, 5670 Wilshire Boulevard, 11<sup>th</sup> Floor, Los Angeles, California 90036.

Telephone: (323) 965-3998 Fax: (323) 965-3908

On May 26, 2005, I served the document entitled **[PROPOSED] JUDGMENT IMPOSING DISGORGEMENT AGAINST DEFENDANT BRIAN E. PRIDGEON** upon the parties to this action addressed as stated on the attached service list:

☒ **OFFICE MAIL:** By placing in sealed envelope(s), which I placed for collection and mailing today following ordinary business practices. I am readily familiar with this agency's practice for collection and processing of correspondence for mailing; such correspondence would be deposited with the U.S. Postal Service on the same day in the ordinary course of business.

☐ **PERSONAL DEPOSIT IN MAIL:** By placing in sealed envelope(s), which I personally deposited with the U.S. Postal Service. Each such envelope was deposited with the U.S. Postal Service at Los Angeles, California, with first class postage thereon fully prepaid.

☐ **EXPRESS U.S. MAIL:** Each such envelope was deposited in a facility regularly maintained at the U.S. Postal Service for receipt of Express Mail at Los Angeles, California, with Express Mail postage paid.

☐ **PERSONAL SERVICE:** I caused to be personally delivered each such envelope by hand to the office of the addressee.

☐ **FEDERAL EXPRESS:** By placing in sealed envelope(s) designated by Federal Express with delivery fees paid or provided for, which I deposited in a facility regularly maintained by Federal Express or delivered to a Federal Express courier, at Los Angeles, California.

☐ **FAX (BY AGREEMENT ONLY):** By transmitting the document by facsimile transmission. The transmission was reported as complete and without error.

☒ **(Federal)** I declare that I am employed in the office of a member of the bar of this Court, at whose direction the service was made. I declare under penalty of perjury that the foregoing is true and correct.

Date: May 26, 2005

Magnolia M. Marcelo  
MAGNOLIA M. MARCELO

**SEC v. BRIAN E. PRIDGEON, et al.**  
**United States District Court - Central District of California**  
**Case No. CV 00-09375 FMC (RZx)**  
**(LA-2256)**

SCANNED

**SERVICE LIST**

Jonathan Schwartz, Esq. (also served by facsimile)  
Law Offices of Jonathan Schwartz  
4676 Admiralty Way, Suite 503  
Marina del Rey, CA 90292-6606  
*Attorney for Defendant Brian E. Pridgeon*

Brian E. Pridgeon (also served by facsimile)  
3520 Pleasant Row Court  
San Jose, CA 95148  
Facsimile: (408) 238-0447