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 2 Securities and Exchange Commission  
 2 450 Fifth Street, N.W.  
 3 Washington, D.C. 20549-0808  
 3 Phone: (202) 942-4744 (Mejia)  
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FILED  
 CLERK, U.S. DISTRICT COURT  
 FEB 1 2001  
 CENTRAL DISTRICT OF CALIFORNIA  
 BY *J*

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 6 Securities and Exchange Commission  
 6 5670 Wilshire Boulevard, 11th Floor  
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1 waived any right he may have to appeal from the entry of this Final  
2 Judgment; having consented to the entry of this Final Judgment  
3 without admitting or denying any of the allegations in the Complaint,  
4 except as specifically set forth in the Consent and Undertaking  
5 ("Consent"); it appearing that no notice of hearing upon entry of  
6 this Final Judgment being necessary; and the Court being fully  
7 advised in the premises; and there being no just reason for delay;

I.

9 IT IS HEREBY ORDERED, that Arash Danny Molayem, his agents,  
10 servants, attorneys, and those persons in active concert or  
11 participation with any of them, who receive actual notice of this  
12 Order, by personal service or otherwise, and each of them, be and  
13 hereby are permanently enjoined from, directly or indirectly, in  
14 connection with the offer or sale of any securities, by the use of  
15 any means or instruments of transportation or communication in  
16 interstate commerce or by the use of the mails:

A. employing any device, scheme, or artifice to defraud;

18 B. obtaining money or property by means of any untrue  
19 statement of a material fact or any omission to state a material fact  
20 necessary in order to make the statements made, in the light of the  
21 circumstances under which they were made, not misleading; or

22 C. engaging in any transaction, practice, or course of  
23 business which operates or would operate as a fraud or deceit upon  
24 the purchaser;

25 in violation of Section 17(a) of the Securities Act [15 U.S.C. §  
26 77q(a)].

1 II.

2 IT IS FURTHER ORDERED, that Arash Danny Molayem, his agents,  
3 servants, attorneys, and those persons in active concert or  
4 participation with any of them, who receive actual notice of this  
5 Order, by personal service or otherwise, and each of them, be and  
6 hereby are permanently enjoined from, directly or indirectly, in  
7 connection with the purchase or sale of any securities, by the use of  
8 any means or instrumentality of interstate commerce, or of the mails,  
9 or of any facility of any national securities exchange:

10 A. employing any device, scheme, or artifice to defraud;

11 B. making any untrue statement of a material fact or omitting  
12 to state a material fact necessary in order to make the statements  
13 made, in the light of the circumstances under which they were made,  
14 not misleading; or

15 C. engaging in any act, practice, or course of business which  
16 operates or would operate as a fraud or deceit upon any person;  
17 in violation of Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)]  
18 and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5].

19 III.

20 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED, that Arash Danny  
21 Molayem disgorge \$16,006.67, representing profits made from the  
22 purchase and sale of securities described in the Complaint, together  
23 with prejudgment interest of \$799.90, for a total of \$16,805.45.

24 IV.

25 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED, that Molayem  
26 shall deliver into the Registry of the Court within (10) business  
27

1 days of entry of the Final Judgment a certified check in the amount  
2 of \$16,805.45, as described above. Such payment shall thereafter be  
3 distributed in accordance with a Court approved plan for distribution  
4 of disgorgement funds to be proposed by the Commission. Molayem  
5 shall not be entitled to service of the plan proposed by the  
6 Commission, and shall not have the right to be heard with respect to  
7 the Court's consideration of such plan. In no event shall any of the  
8 funds paid into the Registry of the Court revert directly or  
9 indirectly to Molayem or his successors, heirs or assigns.

10 V.

11 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED, that the terms of  
12 the Consent of Molayem filed concurrently with the Final Judgment are  
13 incorporated herein with the same force and effect as if fully set  
14 forth herein and that he shall comply with his Consent.

15 VI.

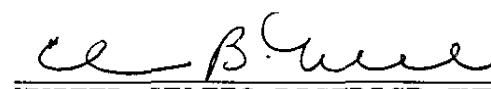
16 IT IS FURTHER ORDERED, that this Court shall retain  
17 jurisdiction over this action for the purpose of enforcing this Final  
18 Judgment.

19 VII.

20 There being no just reason for delay, the Clerk of the Court is  
21 hereby directed, pursuant to Rule 54(b) of the Federal Rules of Civil  
22 Procedure to enter this Final Judgment forthwith and without further  
23 notice.

24 IT IS SO ORDERED

25 DATED: December 1, 2001

  
C. B. Grier  
UNITED STATES DISTRICT JUDGE

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**PROOF OF SERVICE**

I, the undersigned, declare that I am over the age of 18 years and not a party to the action. I am employed in the District of Columbia. My business address is 450 Fifth Street NW, Washington, D.C. 20549-0808. I am familiar with the practice of the U.S. Securities and Exchange Commission of collecting and processing legal documents and correspondence for mailing. The Commission's practice is to deposit correspondence with the United States Postal Service on the same day that it is prepared for mailing in the ordinary course of business. I am also familiar with the practice used for facsimile transmission and overnight mail.

1-30  
On February 2001, I served the following document(s):

on the interested parties in this action as follows:

Jay Jaffe  
433 N. Camden Drive, Suite 888  
Beverly Hills, CA 90210

[X] BY MAIL, by placing a true and correct copy in a separate envelope for each addressee with postage thereon fully prepaid and deposited it for collection and mailing via the United States Postal Service today.

[ ] BY FACSIMILE, I transmitted by facsimile transmission a true and correct copy to the attorneys on the service list at their receiving facsimile telephone numbers. The sending machine is (202) 942-9569. The transmission was reported as complete and without error.

[ ] BY OVERNIGHT MAIL, I caused a true and correct copy to be sent via Federal Express, next business day delivery.

[ ] BY PERSONAL SERVICE, I caused a true and correct copy to be delivered to the addressee(s) by hand.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed with a member of the Bar of this Court at whose direction this service was made.

Executed on January 30, 2001 at Washington, D.C.

~~Luis R. Meija~~