

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLORADO**

Civil Action No. 03-cv-00923-REB-CBS

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

CAPITAL HOLDINGS, L.L.C. , et al.,

Defendants.

FAST TRACK, L.L.C., et al.,

Defendants Solely for Purposes of Equitable Relief.

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**JUDGMENT BY DEFAULT AS TO CHARLES F. LEWIS**

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Pursuant to and in accordance with the Order by Judge Robert E. Blackburn, entered, December 19, 2008, granting the Plaintiff's Motion for Default Judgment Against Defendant George Alan Weed [#322], filed November 12, 2008, which order is incorporated herein by reference as if fully set forth,

it is **ORDERED** as follows:

1. That default judgment is **ENTERED** for the Plaintiff, United States Securities and Exchange Commission, and against the defendant, Charles F. Lewis , as to all claims for relief and causes of action;
2. That defendant, Charles F. Lewis, and his agents, employees, servants,

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attorneys, and all persons in active concert or participation with him who receive actual notice of this judgment, by personal service or otherwise, are **PERMANENTLY ENJOINED** from

- A. Violating Section 17(a) of the Securities Act [15 U. S. C. § 77q(a)] by, directly or indirectly, in the offer or sale of any security by the use of any means or instrument of transportation or communication in interstate commerce or by the use of the mails, directly or indirectly;
- (i) Employing any device, scheme or artifice to defraud; or
  - (ii) Obtaining money or property by means of any untrue statement of material fact or any omission to state a material fact necessary in order to make the statement(s) made, in the light of the circumstances under which they were made, not misleading; or
  - (iii) Engaging in any transaction, practice, or course of business, which operates or would operate as a fraud or deceit upon the purchaser;
- B. Violating Section 10(b) of the Exchange Act [15 U. S. C. § 78j(b)] by directly or indirectly, by the use of any means or instrumentality

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of interstate commerce, of the mails or of any facility of any national securities exchange, using or employing in connection with the purchase or sale of any security registered on a national securities exchange or any security not so registered, any manipulative or deceptive device or contrivance in contravention of a rule or regulation prescribed by the Securities and Exchange Commission;

- C. Violating Rule 10b-5 of the Securities and Exchange Commission [17 C. F. R. § 240.10b-5] by direct or indirect use an any means or instrumentality of interstate commerce, of the mails or any facility of any national securities exchange;
- (i) To employ any device, scheme or artifice to defraud; or
  - (ii) To make any untrue statement of a material fact or omitting to state a material fact necessary in order to make the statement(s) made, in the light of the circumstances under which they were made, not misleading, or
  - (iii) To engage in any act practice or course of business, which operates or would operate as a fraud or deceit upon any person;

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D. Violating Sections 5(a) and 5(c) of the Securities Act [15 U. S. C. §§ 77e(a) and (c)], by directly or indirectly,

- (1) making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell security through the use or medium of any prospectus or otherwise; or
- (2) carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, a security for the purpose of sale or for delivery after a sale, unless a registration statement is in effect as to that security; or 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 security unless a registration statement has been filed with the Securities and Exchange Commission as to that security or while the registration statement is the subject of a refusal order or a stop order or (prior t the effective date of the registration statement) any public proceeding or

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examination under Section 8 of the Securities Act [15 U. S. C. § 77h];

- E. Violating Section 15(a) of the Exchange Act [15 U. S. C. § 78o(a)] by, as a broker or dealer, making use of the mails or any means or instrumentality of interstate commerce to effect any transactions, in, or to induce or attempt to induce the purchase or sale of, any security ( other than an exempted security or commercial paper, bankers' acceptances, or commercial bills) unless registered in accordance with Section 15(b) of the Exchange Act [15 U. S. C. § 78o(a)]; and
4. That this judgment entered may be served on defendant in person or by mail either by the United States Marshal, the Clerk of the Court, or any member of the staff of the Securities and Exchange commission.

DATED at Denver, Colorado, this 29th day of December, 2008.

FOR THE COURT:

Gregory C. Langham , Clerk

By: s/ Edward P. Butler  
Edward Butler  
Deputy Clerk