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**UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA**

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SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

DAWSON L. DAVENPORT; ELITE
AEROSPACE GROUP, INC. f/k/a
ELITE AVIATION PRODUCTS,
INC.; ROBERT A. GUNTON;
ANDREA J. LINDSTROM;
MICHAEL P. OWENS; DUSTIN B.
TILLMAN; JULIE A. YALE; and
ZEESHAWN S. ZIA,

Defendants.

Case No. 8:21-cv-01427-PD

**FINAL JUDGMENT AS TO
DEFENDANT DUSTIN B. TILLMAN**

1 WHEREAS, Plaintiff Securities and Exchange Commission
2 (“Commission”) filed a Complaint, and defendant Dustin B. Tillman
3 (“Defendant”) entered a general appearance; consented to the Court’s
4 jurisdiction over Defendant and the subject matter of this action; consented to
5 entry of this Final Judgment without admitting or denying the allegations of
6 the Complaint (except as to jurisdiction and except as otherwise provided herein
7 in paragraph 11); waived findings of fact and conclusions of law; and waived
8 any right to appeal from this Judgment:

9 I.

10 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that
11 Defendant is permanently restrained and enjoined from violating, directly or
12 indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange
13 Act”) [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R.
14 § 240.10b-5], by using any means or instrumentality of interstate commerce, or
15 of the mails, or of any facility of any national securities exchange, in connection
16 with the purchase or sale of any security:

17 (a) to employ any device, scheme, or artifice to defraud;

18 (b) to make any untrue statement of a material fact or to omit to state
19 a material fact necessary in order to make the statements made, in the light of
20 the circumstances under which they were made, not misleading; or

21 (c) to engage in any act, practice, or course of business which operates
22 or would operate as a fraud or deceit upon any person.

23 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as
24 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph
25 also binds the following who receive actual notice of this Judgment by personal
26 service or otherwise: (a) Defendant’s officers, agents, servants, employees, and
27 attorneys; and (b) other persons in active concert or participation with
28 Defendant or with anyone described in (a).

1 **II.**

2 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that
3 Defendant is permanently restrained and enjoined from violating Section 17(a)
4 of the Securities Act of 1933 (the “Securities Act”) [15 U.S.C. § 77q(a)] in the
5 offer or sale of any security by the use of any means or instruments of
6 transportation or communication in interstate commerce or by use of the mails,
7 directly or indirectly:

8 (a) to employ any device, scheme, or artifice to defraud;

9 (b) to obtain money or property by means of any untrue statement of a
10 material fact or any omission of a material fact necessary in order to make the
11 statements made, in light of the circumstances under which they were made,
12 not misleading; or

13 (c) to engage in any transaction, practice, or course of business which
14 operates or would operate as a fraud or deceit upon the purchaser.

15 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as
16 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph
17 also binds the following who receive actual notice of this Judgment by personal
18 service or otherwise: (a) Defendant’s officers, agents, servants, employees, and
19 attorneys; and (b) other persons in active concert or participation with
20 Defendant or with anyone described in (a).

21 **III.**

22 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that,
23 pursuant to Section 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)] and
24 Section 20(e) of the Securities Act [15 U.S.C. § 77t(e)], Defendant is prohibited
25 from acting as an officer or director of any issuer that has a class of securities
26 registered pursuant to Section 12 of the Exchange Act [15 U.S.C. § 78l] or that
27 is required to file reports pursuant to Section 15(d) of the Exchange Act [15
28 U.S.C. § 78o(d)].

1 IV.

2 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that
3 Defendant is permanently barred from participating in an offering of penny
4 stock, including engaging in activities with a broker, dealer, or issuer for
5 purposes of issuing, trading, or inducing or attempting to induce the purchase
6 or sale of any penny stock. A penny stock is any equity security that has a price
7 of less than five dollars, except as provided in Rule 3a51-1 under the Exchange
8 Act [17 C.F.R. § 240.3a51-1].

9 V.

10 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that based
11 on Defendant's cooperation in the Commission's investigation and related
12 enforcement action in *SEC v Davenport, et al*, No. 8:21-01427-PD, the Court is
13 not ordering Defendant to pay a civil penalty. If at any time following the entry
14 of the Final Judgment the Commission obtains information indicating that
15 Defendant knowingly provided materially false or misleading information or
16 materials to the Commission or in a related proceeding, the Commission may,
17 at its sole discretion and without prior notice to the Defendant, petition the
18 Court for an order requiring Defendant to pay a civil penalty. In connection
19 with any such petition and at any hearing held on such a motion: (a) Defendant
20 will be precluded from arguing that he did not violate the federal securities
21 laws as alleged in the Complaint; (b) Defendant may not challenge the validity
22 of the Judgment, this Consent, or any related Undertakings; (c) the allegations
23 of the Complaint, solely for the purposes of such motion, shall be accepted as
24 and deemed true by the Court; and (d) the Court may determine the issues
25 raised in the motion on the basis of affidavits, declarations, excerpts of sworn
26 deposition or investigative testimony, and documentary evidence without
27 regard to the standards for summary judgment contained in Rule 56(c) of the
28 Federal Rules of Civil Procedure. Under these circumstances, the parties may

1 take discovery, including discovery from appropriate non-parties.

2 **VI.**

3 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the
4 Consent is incorporated herein with the same force and effect as if fully set
5 forth herein, and that Defendant shall comply with all of the undertakings and
6 agreements set forth therein.

7 **VII.**

8 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely
9 for purposes of exceptions to discharge set forth in Section 523 of the
10 Bankruptcy Code, 11 U.S.C. § 523, the allegations in the complaint are true and
11 admitted by Defendant, and further, any debt for civil penalty or other amounts
12 due by Defendant under this Final Judgment or any other judgment, order,
13 consent order, decree or settlement agreement entered in connection with this
14 proceeding, is a debt for the violation by Defendant of the federal securities
15 laws or any regulation or order issued under such laws, as set forth in Section
16 523(a)(19) of the Bankruptcy Code, 11 U.S.C. § 523(a)(19).

17 **VIII.**

18 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this
19 Court shall retain jurisdiction of this matter for the purposes of enforcing the
20 terms of this Judgment.

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22 Dated: April 24, 2025

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25 HON. PATRICIA DONAHUE
26 UNITED STATES MAGISTRATE JUDGE
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