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8 **UNITED STATES DISTRICT COURT**
9 **NORTHERN DISTRICT OF CALIFORNIA**
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11 SECURITIES AND EXCHANGE
12 COMMISSION,

13 Plaintiff,

14 vs.

15 CHARLES TRALKA, THOMAS
16 BRAEGELMANN, MATTHEW
17 SULLIVAN, JORDAN E.
18 GOODMAN, ROBERT L. BARR, and
GOOD STEWARD CAPITAL
MANAGEMENT, INC.,

19 Defendants,

20 and

21 SECURED REAL ESTATE INCOME
22 FUND I, LLC and SECURED REAL
23 ESTATE INCOME STRATEGIES,
LLC,

24 Relief Defendants.
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Case No.: 23-cv-4958-EKL-JCS

**[PROPOSED] FINAL JUDGMENT AS
TO DEFENDANT JORDAN E.
GOODMAN**

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

8 I.

9 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant is
10 permanently restrained and enjoined from violating Section 5 of the Securities Act of
11 1933 (the “Securities Act”) [15 U.S.C. § 77e] by, directly or indirectly, in the absence
12 of any applicable exemption:

- 13 (a) Unless a registration statement is in effect as to a security, making use of
14 any means or instruments of transportation or communication in
15 interstate commerce or of the mails to sell such security through the use
16 or medium of any prospectus or otherwise;
- 17 (b) Unless a registration statement is in effect as to a security, carrying or
18 causing to be carried through the mails or in interstate commerce, by any
19 means or instruments of transportation, any such security for the purpose
20 of sale or for delivery after sale; or
- 21 (c) Making use of any means or instruments of transportation or
22 communication in interstate commerce or of the mails to offer to sell or
23 offer to buy through the use or medium of any prospectus or otherwise
24 any security, unless a registration statement has been filed with the
25 Commission as to such security, or while the registration statement is the
26 subject of a refusal order or stop order or (prior to the effective date of
27 the registration statement) any public proceeding or examination under
28 Section 8 of the Securities Act [15 U.S.C. § 77h].

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

7 II.

8 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that pursuant to
9 Section 20(b) of the Securities Act [15 U.S.C. § 77t(b)], Defendant is permanently
10 restrained and enjoined from, directly or indirectly, including, but not limited to,
11 through any entity owned or controlled by Defendant, participating in the issuance,
12 purchase, offer, or sale of any security in an unregistered offering by an issuer;
13 provided, however, that such injunction shall not prevent Defendant from purchasing
14 or selling securities for his own personal account.

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

21 III.

22 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
23 Defendant is liable for disgorgement of \$57,788.76, representing net profits gained as
24 a result of the conduct alleged in the Complaint, together with prejudgment interest
25 thereon in the amount of \$3,533.87, and a civil penalty in the amount of \$57,788.76,
26 pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)]. Defendant shall
27 satisfy this obligation by paying \$119,111.39 to the Securities and Exchange
28 Commission within 30 days after entry of this Final Judgment.

1 Defendant may transmit payment electronically to the Commission, which will
2 provide detailed ACH transfer/Fedwire instructions upon request. Payment may also
3 be made directly from a bank account via Pay.gov through the SEC website at
4 <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also pay by certified
5 check, bank cashier's check, or United States postal money order payable to the
6 Securities and Exchange Commission, which shall be delivered or mailed to

7 Enterprise Services Center

8 Accounts Receivable Branch

9 6500 South MacArthur Boulevard

10 Oklahoma City, OK 73169

11 and shall be accompanied by a letter identifying the case title, civil action number,
12 and name of this Court; Jordan E. Goodman as a defendant in this action; and
13 specifying that payment is made pursuant to this Final Judgment.

14 Defendant shall simultaneously transmit photocopies of evidence of payment
15 and case identifying information to the Commission's counsel in this action. By
16 making this payment, Defendant relinquishes all legal and equitable right, title, and
17 interest in such funds and no part of the funds shall be returned to Defendant.

18 The Commission may enforce the Court's judgment for disgorgement and
19 prejudgment interest by using all collection procedures authorized by law, including,
20 but not limited to, moving for civil contempt at any time after 30 days following entry
21 of this Final Judgment.

22 The Commission may enforce the Court's judgment for penalties by the use of
23 all collection procedures authorized by law, including the Federal Debt Collection
24 Procedures Act, 28 U.S.C. § 3001 et seq., and moving for civil contempt for the
25 violation of any Court orders issued in this action. Defendant shall pay post
26 judgment interest on any amounts due after 30 days of the entry of this Final
27 Judgment pursuant to 28 U.S.C. § 1961. The Commission shall hold the funds,
28 together with any interest and income earned thereon (collectively, the "Fund"),

1 pending further order of the Court.

2 The Commission may propose a plan to distribute the Fund subject to the
3 Court's approval. Such a plan may provide that the Fund shall be distributed
4 pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of
5 2002. The Court shall retain jurisdiction over the administration of any distribution
6 of the Fund and the Fund may only be disbursed pursuant to an Order of the Court.

7 Regardless of whether any such Fair Fund distribution is made, amounts
8 ordered to be paid as civil penalties pursuant to this Judgment shall be treated as
9 penalties paid to the government for all purposes, including all tax purposes. To
10 preserve the deterrent effect of the civil penalty, Defendant shall not, after offset or
11 reduction of any award of compensatory damages in any Related Investor Action
12 based on Defendant's payment of disgorgement in this action, argue that he is entitled
13 to, nor shall he further benefit by, offset or reduction of such compensatory damages
14 award by the amount of any part of Defendant's payment of a civil penalty in this
15 action ("Penalty Offset"). If the court in any Related Investor Action grants such a
16 Penalty Offset, Defendant shall, within 30 days after entry of a final order granting
17 the Penalty Offset, notify the Commission's counsel in this action and pay the amount
18 of the Penalty Offset to the United States Treasury or to a Fair Fund, as the
19 Commission directs. Such a payment shall not be deemed an additional civil penalty
20 and shall not be deemed to change the amount of the civil penalty imposed in this
21 Judgment. For purposes of this paragraph, a "Related Investor Action" means a
22 private damages action brought against Defendant by or on behalf of one or more
23 investors based on substantially the same facts as alleged in the Complaint in this
24 action.

25 IV.

26 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the
27 Consent is incorporated herein with the same force and effect as if fully set forth
28 herein, and that Defendant shall comply with all of the undertakings and agreements

1 set forth therein.

2 V.

3 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely for
4 purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy Code,
5 11 U.S.C. §523, the allegations in the complaint are true and admitted by Defendant,
6 and further, any debt for disgorgement, prejudgment interest, civil penalty or other
7 amounts due by Defendant under this Judgment or any other judgment, order, consent
8 order, decree or settlement agreement entered in connection with this proceeding, is a
9 debt for the violation by Defendant of the federal securities laws or any regulation or
10 order issued under such laws, as set forth in Section 523(a)(19) of the Bankruptcy
11 Code, 11 U.S.C. §523(a)(19).

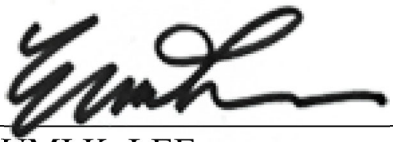
12 VI.

13 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court
14 shall retain jurisdiction of this matter for the purposes of enforcing the terms of this
15 Judgment.

16 VII.

17 There being no just reason for delay, pursuant to Rule 54(b) of the Federal
18 Rules of Civil Procedure, the Clerk is ordered to enter this Judgment forthwith and
19 without further notice.

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21 Dated: December 6, 2024

22 
23 EUMI K. LEE
24 UNITED STATES DISTRICT JUDGE
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