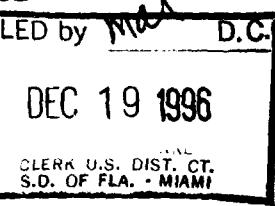


UNITED STATES DISTRICT COURT
For The
SOUTHERN DISTRICT OF FLORIDA

SECURITIES AND EXCHANGE COMMISSION,	:	CIVIL ACTION NO.
	:	96-7125-CIV-NESBITT
Plaintiff,	:	
	:	
	:	FINAL JUDGMENT OF PERMANENT
	:	INJUNCTION AND OTHER RELIEF
	:	AS TO DEFENDANT
v.	:	JAMES S. FALLER II
JAMES S. FALLER II, and	:	FILED by <i>[initials]</i> D.C.
ROLAN COLON,	:	
	:	
Defendants.	:	
	:	



Plaintiff, Securities and Exchange Commission ("Commission"), having filed its complaint in this matter against defendant James S. Faller II ("Faller"), seeking injunctive and other relief, and said defendant having entered a general appearance, admitted the jurisdiction of this court over him and over the subject matter of this action, waived entry of findings of fact and conclusions of law pursuant to Rules 52 and 65 of the Federal Rules of Civil Procedure with respect to the relief granted in this order, and without admitting or denying any of the allegations of the complaint, except as to jurisdiction, having consented to the entry of this order, it is hereby,

I.

ORDERED that defendant Faller, his agents, servants, employees, attorneys and those persons in active concert or participation with them, in connection with the purchase or sale or in the offer or sale of securities, by use of any means or instrumentalities of interstate commerce or any means or

*14
w/c*

instruments of transportation or communication in interstate commerce, or by the mails or any facility of any national securities exchange, be, and they hereby are, restrained from, directly or indirectly:

- (1) employing any device, scheme or artifice to defraud;
- (2) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person;
- (3) obtaining money or property by means of any untrue statement of a material fact, or omitting to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or
- (4) making any untrue statement of a material fact or omitting to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading,

in violation of Section 17(a) of the Securities Act, 15 U.S.C. 77q(a), Section 10(b) of the Exchange Act, 15 U.S.C. 78j(b), and Rule 10b-5, 17 C.F.R. 240.10b-5, thereunder.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Faller pay disgorgement in the amount of \$9,028, which is alleged to be gains from the conduct alleged in the Complaint plus pre-judgment interest thereon computed at the IRS rate on delinquent taxes from September 1993. Such payment shall be (a) made by United States postal money order, certified check, bank cashier's

check or bank money order; (b) made payable to the Securities and Exchange Commission; (c) hand-delivered or delivered by overnight delivery service to the Comptroller, Securities and Exchange Commission, 450 5th Street, N.W., Washington, D.C. 20549; and (d) submitted under a cover letter which identifies Faller as a defendant in these proceedings and the civil action number of these proceedings, a copy of which cover letter and money order or check shall be sent to William P. Hicks, District Trial Counsel, Securities and Exchange Commission, 3475 Lenox Road, N.E., Suite 1000, Atlanta, Georgia 30326-1232, within 45 days from the entry of this Order.

III.

IT IS FURTHER ORDERED that this Court will retain jurisdiction over this matter and the defendants for all purposes and may order other and further relief that this Court deems appropriate under the circumstances.

Done and ordered at 3:00 o'clock P. m. this 18 day of December, 1996 at Miami, Florida.



UNITED STATES DISTRICT JUDGE