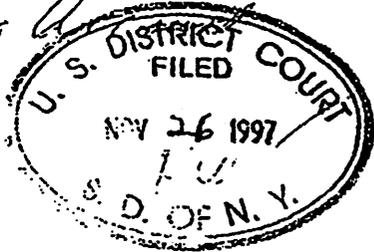


11/21/96

11/28/97

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

JOSEPH A. BREMONT, JIMMY B. SANCHEZ,
COMCAR INTERNATIONAL, LTD.,
COMMERCIAL CAPITAL RESOURCES, INC.,

Defendants

and

LOOMIS LTD., MICHAEL R. SPECTOR AND
R.P.S. FINANCIAL GROUP, INC.,

Relief Defendants.

96 Civ. 8771 (LAK)

FINAL CONSENT
JUDGEMENT OF
PERMANENT
INJUNCTION AND
OTHER RELIEF AS TO
DEFENDANT
JIMMY B. SANCHEZ

#972464

ML

Plaintiff Securities and Exchange Commission ("Commission"), having commenced this action by filing a Complaint on November 21, 1996 ("Complaint"), charging Defendant Jimmy B. Sanchez ("Sanchez"), among others, with violations of Section 17(a) of the Securities Act of 1933 ("Securities Act"), 15 U.S.C. § 77q(a), and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act"), 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5, promulgated thereunder, and Defendant Sanchez having executed the annexed Consent Of Defendant Jimmy B. Sanchez To Permanent Injunction And Other Relief ("Consent"), dated November 21, 1997, annexed hereto and incorporated herein. having admitted to the *in personam* and subject matter jurisdiction of this Court in this action. having waived the entry of findings of fact and conclusions of law pursuant to Rule 52 of the

Federal Rules of Civil Procedure, having withdrawn his Answer, and, without admitting or denying the allegations of the Commission's Complaint, except as to jurisdiction, which are admitted, having consented to the entry without further notice of this Final Consent Judgment Of Permanent Injunction And Other Relief against Defendant Jimmy B. Sanchez ("Final Judgment") in full satisfaction of the Commission's claims in the Complaint against Sanchez:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant Sanchez be and hereby is permanently enjoined and restrained from, directly or indirectly, singly or in concert, 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 use of the mails:

- (1) employing any device, scheme or artifice to defraud; or
- (2) obtaining money or property by means of an 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; or
- (3) engaging in any transaction, practice or course of business which operates or would operate as a fraud or deceit upon the purchaser,

in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a).

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant Sanchez be and hereby is permanently enjoined and restrained from, directly or indirectly, singly or in concert, in connection with the purchase or sale of any security, by the use of any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange:

- (1) employing any device, scheme or artifice to defraud;
- (2) making 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
- (3) engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person,

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

III.

ML IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant Sanchez shall pay the sum of \$760,073.22, representing \$594,000 in alleged disgorgement plus \$166,073.22 in prejudgment interest thereon. Such payment shall be paid in the following manner:

- A. Within 90 business days of entry of this Final Judgment, the amount disgorged shall be paid into the registry of this Court by cashier's check, certified check or postal money order drawn to the order of "Clerk, United States District

Court, S.D.N.Y.," whereupon the Clerk of this Court, or the Financial Deputy Clerk, is hereby directed to deposit said cashier's check, certified check or postal money order into an account for this case with the Court Registry Investment System (the "C.R.I.S. Account"), administered through the United States District Court for the Southern District of Texas.

- B. Simultaneously with making payment pursuant to subparagraph A above, copies of each cashier's check, certified check or U.S. Postal Money Order, front and back, as well as any accompanying correspondence, shall be transmitted to Carmen J. Lawrence, Esq., Regional Director, U.S. Securities and Exchange Commission, Northeast Regional Office, Seven World Trade Center, New York, New York 10048, Attn: Alberto J. Troncoso, Esq., under cover of a letter that identifies the Defendant, the name and civil action number of this litigation, the name of this Court and the Commission case number "NY-6230."
- C. Funds in the C.R.I.S. Account shall be held until further order of the Court, and shall be disbursed in accordance with a plan of distribution to be submitted by Plaintiff Commission and approved by the Court. In no event shall any portion of the C.R.I.S. Account be returned to returned to Defendant Sanchez, or any other defendant in this action, or any of their agents, successors or assigns.

D. Interest earned on the C.R.I.S. Account shall be credited to the C.R.I.S. Account and shall thereafter be treated in the same manner as principal. Prior to making any disbursements from the C.R.I.S. Account, the Custodian of the C.R.I.S. Account is directed to deduct from the income on the investment a fee, not exceeding that authorized by the Judicial Conference of the United States and set by the Director of the Administrative Office at equal to ten percent (10%) of the income earned for deduction in the investment so held and without further order of the Court.

Pursuant to Rule 71 of the Federal Rules of Civil Procedure, this Final Judgment is made in favor of investors in the transactions described in the Complaint, as well as the Commission, and those persons, and each of them, may enforce obedience to this order of disgorgement by the same process as if they were parties hereto.

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, pursuant to Rule 65(d) of the Federal Rules of Civil Procedure, this Final Judgment is binding upon Defendant Sanchez and each of his agents, servants, employees, and attorneys, and upon those persons in active concert or participation with him who receive actual notice of this Final Judgment by personal service or otherwise.

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, there being no just reason for delay in the entry of this Final Judgment, the Clerk of the Court is hereby directed pursuant to Rule 54(b) of the Federal Rules of Civil Procedure to enter this Final Judgment forthwith.

VI.

: IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for all purposes, including, but not limited to, implementing and enforcing the terms and conditions of this Final Judgment.

CONSENT OF DEFENDANT JIMMY B. SANCHEZ

1. Defendant Jimmy B. Sanchez ("Sanchez"), being fully apprised of his rights, having had the opportunity to confer with counsel, having read and understood the terms of the annexed Final Consent Judgment Of Permanent Injunction And Other Relief as to Defendant Jimmy B. Sanchez ("Final Judgment"), appears and admits the *in personam* jurisdiction of this Court over him and the subject matter jurisdiction of this Court, waives the entry of findings of fact and conclusions of law pursuant to Fed. R. Civ. P. 52, and, without admitting or denying the allegations contained in the Complaint of Plaintiff Securities and Exchange Commission ("Commission"), filed on November 21, 1996, except as to jurisdiction, hereby consents to the entry, without further notice, of the annexed Final Judgement in full satisfaction of the Commission's claims against him.

2. Defendant Sanchez agrees that this Consent of Defendant Sanchez shall be incorporated by reference in and made part of the annexed Final Judgment to be presented to the Court for signature, filing, and entry contemporaneously herewith.

3. Defendant Sanchez agrees and undertakes to pay the sum of \$760,073.22, representing \$594,000 in alleged disgorgement plus \$166,073.22 in prejudgment interest thereon.

4. Defendant Sanchez waives any right he may have to appeal from the annexed Final Judgment.

5. Defendant Sanchez acknowledges that he enters into this Consent voluntarily, and that this consent and Final Judgement embody the entire understanding of the parties.

6. Defendant Sanchez acknowledges and agrees that this proceeding, and his

consent to the entry of the Final Judgment, are for the purposes of resolving this civil action only, that no tender, offer, promise, threat or representation of any kind has been made to the Commission or any member, officer, attorney, agent, or representative thereof, with regard to: A) this civil action, that is not explicitly stated in this Consent and the Final Judgment, (B) any administrative proceeding brought or to be brought before the Commission involving the Final Judgment or the facts underlying this action, (C) any other Commission civil action or administrative proceeding not involving the facts underlying this action, (D) any administrative, civil or criminal liability arising from the facts underlying this action in any action or proceeding brought or to be brought by any third party, other agency or criminal authority, or (E) immunity from any such administrative, civil or criminal action or proceeding.

7. Defendant Sanchez further acknowledges that he has been informed and understands that the Commission, at its sole and exclusive discretion, may refer or grant access to this matter, or any information or evidence gathered in connection therewith or derived therefrom, to any person or entity having appropriate administrative, civil, or criminal jurisdiction, if the Commission has not already done so.

8. Defendant Sanchez acknowledges that any willful violation of any of the terms and provisions of the Final Judgment may place him in contempt of this Court and subject him to civil or criminal sanctions.

9. Defendant Sanchez further acknowledges that in conformity with the provisions of 17 C.F.R. § 202.5(f), his consent and the entry of the Final Judgment do not resolve, affect or preclude any other proceeding that has been or may be brought against him by any criminal authority. Among other things, Defendant Sanchez waives any right he may have to

assert that, under the Double Jeopardy Clause of the Fifth Amendment to the United States Constitution, the relief sought or consented to in this civil action, including the seeking or imposition of any remedy, bars any other action, or that any criminal action bars the relief consented to in this action.

10. Defendant Sanchez understands and agrees to comply with the Commission's policy "not to permit a defendant or respondent to consent to a judgement or order that imposes a sanction while denying the allegations in the complaint or order for proceedings." 17 C.F.R. § 202.5(e). In compliance with this policy, Defendant Sanchez agrees: (i) not to take any action or to permit to be made any public statement denying, directly or indirectly, any allegation in the Complaint or creating the impression that the Complaint is without factual basis; and (ii) that upon the filing of this Consent, Sanchez hereby withdraws any papers filed in this action to the extent that they deny any allegation in the Complaint. If Sanchez breaches this agreement, the Commission may petition the Court to vacate the Final Judgement and restore this case to its active docket. Nothing in this provision affects Defendant's testimonial obligations or right to take legal positions in litigation in which the Commission is not a party.

11. Defendant Sanchez agrees to execute and return promptly an acknowledgement of receipt of the Final Judgment once the Final Judgment has been entered by the Court and forwarded to him for this purpose.

12. Defendant Sanchez agrees that this Court shall retain jurisdiction of this matter for purposes of implementing and enforcing the terms and conditions of the Final Judgment and for all other purposes.

13. Defendant Sanchez further agrees that the annexed Final Judgment may be

presented by the Commission to the Court for signature and entry without further notice and delay.

14. Defendant Sanchez agrees that first class mail to his counsel, Richard M. Ashe, Esq., Litman, Ashe & Gioiella, LLP, 45 Broadway Atrium, New York, New York 10006, shall be deemed personal service for all correspondence, service and notices as to any matters related to the Final Judgement, unless Defendant Sanchez notifies the Commission of

any alternative address by certified mail at the following address: U.S. Securities and Exchange Commission, Seven World Trade Center, 13th Floor, New York, New York 10048, Attention: Alberto J. Troncoso.

Dated: 5th November
06-11-97, 1997

J B Sanchez
Jimmy B. Sanchez

STATE OF At. 2 Duke St St James
London SW1.
COUNTY OF _____

On this 5th day of November 1997, before me personally appeared Jimmy B. Sanchez, to me known to be the person who executed the foregoing Consent.

[Signature]
NOTARY PUBLIC L. Ruiz BARRERO
A Solicitor

AMHURST BROWN COLOMBOTI,
2 DUKE STREET, ST. JAMES'S
LONDON SW1Y 6BJ

Dated: New York, New York.
11/24/97, 1997

[Signature]
UNITED STATES DISTRICT JUDGE mc

CERTIFIED
JAMES M. PARKISON
[Signature]

CERTIFIED
JAMES M. PARKISON
[Signature]

THIS DOCUMENT WAS ENTERED
ON THE DOCKET ON 11/23/97

LOCAL CIVIL RULE 77.1(B) STATEMENT

The parties entitled to be notified of the entry hereof and the names and addresses of their respective attorneys, if any, are:

Plaintiff:

Senior Associate Regional Director (Enforcement)
Securities and Exchange Commission
Northeast Regional Office
13th Floor
7 World Trade Center
New York, New York 10048
Attention: Alberto J. Troncoso, Esq.
Phone: (212) 748-8156

Defendant Jimmy B. Sanchez:

Richard M. Asche, Esq.
Litman, Asche & Gioiella, LLP
45 Broadway Atrium
New York, New York 10006
(212) 809-4500

Defendant Joseph A. Bremont:

Joseph A. Bremont
3101 S.W. 34th Avenue, #905
Ocala, Florida 34474-4480