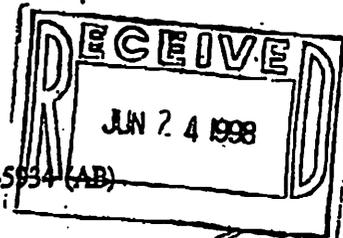


AB

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA



SECURITIES AND EXCHANGE COMMISSION,

Civ. No. 97-5934 (AB)

Plaintiff.

-against-

BARNARD SACKETT,
JOHN H. SCHRIEK, and
ENVIROLAND, LTD.,

FILED
SEP 14 1998
MICHAEL E. KUNTZ, Clerk
Defendant
FINAL JUDGMENT
OF PERMANENT
INJUNCTION AND OTHER
EQUITABLE RELIEF BY
CONSENT AGAINST
DEFENDANT BARNARD
SACKETT

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Plaintiff Securities and Exchange Commission ("Commission"), having filed a Complaint against Defendant Barnard Sackett ("Sackett") for permanent injunctive and other equitable relief ("Complaint") on September 22, 1997, and Defendant Sackett, in his attached Consent incorporated herein, having entered a general appearance in this action, having admitted the in personam jurisdiction of this Court over him and the jurisdiction of this Court over the subject matter of 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, and, without admitting or denying the allegations of the Complaint, having consented, without trial, argument or adjudication of any issue of fact or law, to the entry of this Final Judgment Of Permanent Injunction And Other Equitable Relief By Consent Against Defendant Barnard Sackett ("Final Judgment"), it is hereby:

I.

ORDERED, ADJUDGED AND DECREED that the annexed Consent of Defendant Sackett be, and hereby is, incorporated herein with the same force as if fully set forth herein.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Sackett hereby is permanently enjoined from, directly or indirectly, singly or in concert, violating Sections 17(a)(1) and 17(a)(3) of the Securities Act of 1933 ("Securities Act") (15 U.S.C. §§ 77q(a)(1)&(3)) or Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") (15 U.S.C. § 78j(h)) and Rule 10b-5 (17 C.F.R. § 240.10b-5) thereunder, by, in the offer or sale of securities, or in connection with the purchase or sale of securities, using any means or instruments of transportation or communication in interstate commerce, or any means or instrumentality of interstate commerce, or the mails, or any facility of any national securities exchange to:

- A. employ any device, scheme, or artifice to defraud;
- B. obtain money or property by means of, or otherwise make, any untrue statement of a material fact or omit to state any material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or
- C. engage in any transaction, act, practice or course of business which operates or would operate as a fraud or deceit upon any person;

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that as Plaintiff Commission is not seeking a civil penalty based upon Defendant Sackett's demonstrated inability to pay, as of the date of issuance of this Final Judgment, and upon the condition that Defendant Sackett's Financial Statement, sworn to by Defendant Sackett on _____,

1998, which Defendant Sackett submitted to Plaintiff Commission ("Financial Statement"), fully and truthfully describes his financial condition as of the date it was signed, Plaintiff Commission, at any time following entry of this Final Judgment, may petition this Court to reconsider whether the Court shall enter an order imposing a civil penalty on Defendant Sackett if Plaintiff Commission obtains information from any source that Defendant Sackett's Financial Statement did not fully and truthfully describe his financial condition as of the date of such statement in any material respect. In response to any such petition by Plaintiff Commission, the only issue Defendant Sackett can raise is whether the financial information he provided to Plaintiff Commission was fraudulent, misleading, inaccurate or incomplete in any material respect. Defendant Sackett shall not raise as a defense to such a petition that he is not liable for the payment of a civil penalty because he did not violate one or more of the provisions of the Securities Act, Exchange Act, and rules thereunder, as set forth in the Order.

IV.

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

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction of this matter for all purposes.

VIII.

**CONSENT OF BARNARD SACKETT TO AN ORDER
OF PERMANENT INJUNCTION AND OTHER EQUITABLE RELIEF**

1. Defendant Barnard Sackett ("Sackett"), being fully apprised of his rights, having had the opportunity to confer with legal counsel, having read and understood the terms of the annexed Final Judgment Of Permanent Injunction And Other Equitable Relief By Consent As To Defendant Barnard Sackett ("Final Judgment"), hereby appears and admits the jurisdiction of this Court over him and the subject matter of this action, waives the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure, without further notice, trial or argument, and without admitting or denying the allegations contained in the Complaint of Plaintiff Securities and Exchange Commission ("Commission"), hereby consents to the entry of the annexed Final Judgment.

2. Defendant Sackett agrees that this Consent Of Defendant Barnard Sackett To Permanent Injunction And Other Equitable Relief ("Consent") 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, and Defendant Sackett waives the provisions of Rule 65(d) of the Federal Rules of Civil Procedure to the extent the Final Judgment refers to this Consent.

3. Defendant Sackett waives any right he may have to appeal from the annexed Final Judgment.

4. Defendant Sackett further acknowledges that any willful violation of any of the terms of the annexed Final Judgment may place him in contempt of this Court and subject him to civil or criminal sanctions.

5. Defendant Sackett acknowledges that he enters into this Consent voluntarily.

Defendant Sackett acknowledges and agrees that this proceeding and his consent to the entry of the Final Judgment are for the purposes of resolving this proceeding only, that no tender, offer, promise, threat or representation of any kind has been made by Plaintiff Commission or any of its members, officers, agents or representatives with regard to: (a) any criminal liability arising from the facts underlying this action, or (b) immunity from such criminal liability.

6. Defendant Sackett acknowledges that the Court is not imposing a civil penalty based upon Defendant Sackett's demonstrated inability to pay, as of the date of issuance of this Final Judgment upon the condition that Defendant Sackett's Financial Statement, sworn to by Sackett on May 4, 1998, which Sackett submitted to Plaintiff Commission ("Financial Statement"), fully and truthfully describes his financial condition as of the date it was signed. Defendant Sackett consents that Plaintiff Commission, at any time following entry of this Final Judgment, may petition this Court to reconsider whether the Court shall enter an order imposing a civil penalty on Defendant Sackett if Plaintiff Commission obtains information from any source that Defendant Sackett's Financial Statement did not fully and truthfully describe his financial condition as of the date of such statement in any material respect. Defendant Sackett consents that in response to any such petition by Plaintiff Commission, the only issue Defendant Sackett can raise is whether the financial information he provided to Plaintiff Commission was fraudulent, misleading, inaccurate or incomplete in any material respect. Defendant Sackett agrees that he shall not raise as a defense to such a petition that he is not liable for the payment of a civil penalty because he did not violate one or more of

the provisions of the Securities Act, Exchange Act, and rules thereunder, as set forth in the Order.

7. Defendant Sackett agrees and undertakes to cooperate in all respects with Plaintiff Commission, to the extent he is not limited by his present incarceration, by providing Plaintiff Commission with all requested and reasonable assistance, including, but not limited to: 1) appearing at reasonable times and upon reasonable notice for, and providing accurate, truthful and complete responses during, interviews, depositions, court hearings and any administrative proceedings brought by Plaintiff Commission; and 2) providing Plaintiff Commission with details regarding a) the relationships of Defendant Sackett with other individuals and entities which were associated with him, including John H. Schrick and Enviroland, Ltd. and b) any other party now or hereafter the subject of an investigation by Plaintiff Commission.

8. Defendant Sackett acknowledges that he has been informed and understands that Plaintiff 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 civil, administrative or criminal jurisdiction, if Plaintiff Commission has not already done so.

9. Defendant Sackett acknowledges and agrees that this proceeding and consent to the entry of the Final Judgment are for the purposes of resolving this civil proceeding only, in conformity with the provisions of 17 C.F.R. § 202.5(f), do not resolve, affect or preclude any other proceeding which may be brought against him by Plaintiff Commission or any other office or agency of the United States. Defendant Sackett waives any right he may have

to assert that, under the Double Jeopardy Clause of the United States Constitution, the relief consented to in this civil action bars any other action.

10. Defendant Sackett understands and agrees to comply with Plaintiff Commission's policy "not to permit a defendant or respondent to consent to a judgment 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 Sackett agrees: (i) not to take any action or to make or 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, Defendant Sackett hereby withdraws any papers filed in this action to the extent that they deny any allegation in the Complaint. If Defendant Sackett breaches this agreement, Plaintiff Commission may petition the Court to vacate the Final Judgment and restore this case to its active docket. Nothing in this provision affects Defendant Sackett's testimonial obligations or right to take legal positions in litigation in which Plaintiff Commission is not a party.

11 Defendant Sackett hereby consents and agrees that the annexed Final Judgment may be presented by Plaintiff Commission to the Court for signature and entry without further notice and delay.

12. Defendant Sackett agrees that, promptly after the annexed Final Judgment has been entered by the Court, he will execute and return to Plaintiff Commission an acknowledgement of receipt of the Final Judgment.

13. Defendant Sackett agrees to accept service by certified mail of all process with respect to this matter, and any proceeding or action in connection therewith or deriving

therefrom, including process relating to any depositions, hearings, trials or other court or administrative proceedings or investigations.

14. Defendant Sackett acknowledges that this Consent embodies the entire understanding of the parties.

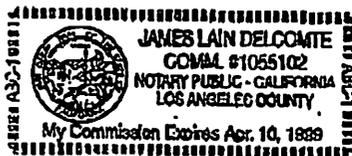
15. Defendant Sackett consents that this Court shall retain jurisdiction of this action for the purpose of implementing and enforcing the terms and conditions of the annexed Final Judgment for all purposes.


Barnard Sackett

State of) California
County of) Los Angeles, ss.:

On this 4th day of May, 1998, before me personally appeared Barnard Sackett to me known and known to be the person who executed the foregoing Consent


Notary Public



IX.

IT IS FURTHER ORDERED ADJUDGED AND DECREED that, there being no just reason for delay, 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.

Dated: Philadelphia, Pennsylvania

September 14, 1998

Quita B. Bog
UNITED STATES DISTRICT JUDGE

Copies faxed on _____ to:

Copies mailed on _____ to:

9-15-98
E. Mordlinger
D. Horowitz
A. Vasilev