

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA  
Fort Lauderdale Division

97 8724

SECURITIES AND EXCHANGE COMMISSION, )  
 )  
 Plaintiff, )  
 )  
 v. )  
 )  
 GUIDO VOLANTE, and )  
 MIRIAM MERCADO, )  
 )  
 Defendants. )

FILED by *[Signature]* D.C.  
 SEP 18 1007  
 CARLOS J. JUNE  
 CLERK U.S. DIST. CT.  
 S.D. OF FLA. MIAMI

Case No. **CIV-GRAHAM**  
 MAGISTRATE JUDGE  
**JOHNSON**  
 JUDGMENT OF  
 PERMANENT INJUNCTION  
 AND OTHER RELIEF  
AS TO MIRIAM MERCADO

Simultaneously with the filing of the Complaint in this action, Defendant Miriam Mercado ("Mercado"), by the Consent annexed hereto, without admitting or denying any of the allegations in the Commission's Complaint, except that she is admitting the allegation as to the jurisdiction over her of this Court, has agreed to the entry of this Judgment Of Permanent Injunction And Other Relief ("Judgment"). This Court having accepted such Consent and having jurisdiction over Mercado and the subject matter hereof, and the Court being fully advised in the premises,

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I.

FRAUD IN VIOLATION OF SECTION 10(b) OF  
 THE EXCHANGE ACT AND RULE 10b-5, THEREUNDER

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*[Handwritten signature]*

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Mercado, her officers, agents, servants, employees, attorneys in fact, and all persons in active concert or participation with them, and each of them, who receive notice of this Judgment, by personal service or otherwise, be and they hereby are, permanently restrained and enjoined from, directly or indirectly, 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:

- (a) employing any device, scheme or artifice to defraud;
- (b) 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
- (c) 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.

II.

**CIRCUMVENTING OR FAILING TO IMPLEMENT A SYSTEM OF INTERNAL ACCOUNTING CONTROLS AND FALSIFYING REQUIRED BOOKS, RECORDS, AND ACCOUNTS AND MAKING FALSE STATEMENTS TO AN AUDITOR IN VIOLATION OF SECTION 13(b)(5) OF THE EXCHANGE ACT AND RULES 13b2-1 and 13b2-2 THEREUNDER**

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that Mercado, her officers, agents, servants, employees, attorneys in fact, and all persons in active concert or participation with them, and each of them, who receive notice of this Judgment, by personal service or otherwise, be and they hereby are, permanently restrained and enjoined from, directly or indirectly, making or causing to be made materially false or misleading statements, or omitting to state, or causing another person to omit to state,

material facts necessary in order to make statements made, in light of the circumstances under which they were made, not misleading to an accountant in connection with (1) audits or examinations of financial statements required pursuant to Section 13(b)(2) of the Exchange Act, 15 U.S.C. § 78m(b)(2), or (2) the preparation or filing of documents or reports required to be filed with the Commission in violation of Section 13(b)(5) of the Exchange Act, 15 U.S.C. § 78m(b)(5), and Rules 13b2-1 and 13b2-2 promulgated thereunder, 17 C.F.R. § 240.13b2-1 and 240.13b2-2.

**III.**

**OFFICER AND DIRECTOR BAR**

**IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED** that, pursuant to Section 21(d)(2) of the Exchange Act, 15 U.S.C. § 78u(d)(2), Mercado is hereby permanently barred from acting as an officer or director of any issuer that has a class of securities registered with the Commission pursuant to Section 12 of the Exchange Act, 15 U.S.C. § 78l, or that is required to file reports pursuant to Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d).

**IV.**

**CIVIL MONEY PENALTIES**

**IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED** that the amount of civil penalties, if any, that Mercado shall be required to pay pursuant to Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3), in connection with the activities described in the Commission's Complaint, shall be determined by the Court upon the Commission's motion, without evidentiary hearing; solely for the

purposes of this determination, the allegations of the Complaint shall be deemed admitted.

v.

**RETENTION OF JURISDICTION**

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court retains jurisdiction over this matter and Mercado for all purposes and will order other and further relief that this Court deems appropriate under the circumstances.

DONE AND ORDERED at 3:30 o'clock p.m. this 17<sup>th</sup> day of September, 1997 in chambers at Miami, Florida.

  
UNITED STATES DISTRICT JUDGE

Copies provided to:

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