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UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION

CLERK U.S. DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA, FLORIDA

CLERK, U.S. DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA, FLORIDA

FILED
Date: 8/25/99
Time: 10:41am

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| Securities and Exchange Commission, | : | |
| | : | |
| Plaintiff, | : | |
| | : | |
| v. | : | Case No. 98-949-CIV-T-23F |
| | : | |
| RICHARD CARLOS POWELSON, et al., | : | |
| | : | |
| Defendants. | : | |

FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER EQUITABLE RELIEF
AGAINST BRYAN PAUL SHORTSLEEVE

The Plaintiff Securities and Exchange Commission commenced this action by filing its Complaint on May 5, 1998. The Defendant Bryan Paul Shortsleeve has submitted his Consent, which is incorporated by reference. In his Consent, Defendant Shortsleeve acknowledges service of the Complaint on him, admits the jurisdiction of this Court over him and the subject matter of this action, waives a trial and presentation of evidence or adjudication of issues of fact or law, waives the entry of findings of fact and conclusions of law pursuant to Rules 52(a) and 65(d) of the Federal Rules of Civil Procedure, and waives any right he might have to appeal from the entry of this Final Judgment. Without admitting or denying any of the allegations of the Amended Complaint, except as to jurisdiction, Defendant Shortsleeve consents to the entry of this Final Judgment of Permanent Injunction and Other Relief.

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It appearing that this Court has jurisdiction over Defendant Shortsleeve and the subject matter of this case, and the Court being fully advised in the premises and there being no just cause for delay:

I.

IT IS ORDERED, ADJUDGED AND DECREED that the Defendant Bryan Paul Shortsleeve, and his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, who receive actual notice of this order by personal service or otherwise, and each of them, be and hereby are restrained and enjoined from, directly or indirectly violating Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] by using any means or instruments of transportation or communication in interstate commerce, or using the mails, in the offer or sale of any securities, to:

- a. employ any device, scheme, or artifice to defraud;
- b. obtain money or property by means of any untrue statement of a material fact or any omission 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. engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon any purchaser.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Defendant Bryan Paul Shortsleeve, and his officers, agents, servants, employees, attorneys, and those persons in

active concert or participation with them who receive actual notice of this order by personal service or otherwise, and each of them, be and hereby are restrained and enjoined from, directly or indirectly violating Section 10(b) of the Securities Exchange Act of 1934 (Exchange Act) [15 U.S.C. § 78j(b)], and Rule 10b-5 promulgated thereunder [17 C.F.R. §240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, to:

- a. employ any device, scheme, or artifice to defraud;
- b. make any untrue statement of a material fact or to omit 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
- c. engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person,

in connection with the purchase or sale of any security.

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant Bryan Paul Shortsleeve pay disgorgement in the amount of \$143,409.19, representing commissions he received for the conduct alleged in the Complaint, and prejudgment interest of \$37,096.95. Payment of the disgorgement and prejudgment interest is waived, contingent upon the accuracy and completeness of Defendant Shortsleeve's Statement of Financial Condition dated June 14, 1999, which was submitted to the Commission along with other information.

IV.

IT IS FURTHER ORDERED THAT based upon Defendant Shortsleeve's sworn representations in his Statement of Financial Condition dated June 14, 1999, which was submitted to the Commission, the Court is not ordering Defendant Shortsleeve to pay a civil penalty pursuant to Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)] and Section 20(d) of the Securities Act [15 U.S.C. § 77t(d)].

V.

IT IS FURTHER ORDERED THAT the determination not to impose a civil penalty and to waive payment of the disgorgement and prejudgment interest thereon is contingent upon the accuracy and completeness of Shortsleeve's Statement of Financial Condition. If at any time following the entry of this Final Judgment the Commission obtains information indicating that Shortsleeve's representations to the Commission concerning his assets, income, liabilities, or net worth were fraudulent, misleading, inaccurate or incomplete in any material respect as of the time such representations were made, the Commission may, at its sole discretion and without prior notice to Defendant Shortsleeve, petition this Court for an order requiring the Defendant Shortsleeve to pay disgorgement of \$143,409.19 and prejudgment interest of \$37,096.95, and a civil penalty to be determined by the Court. In connection with any such petition, the only issues shall be whether the financial information provided by the Defendant Shortsleeve was fraudulent, misleading, inaccurate or incomplete in any material respect as of the time such representations were made, and the amount of civil penalty to be imposed. In its petition, the Commission may

move this Court to consider all available remedies, including, but not limited to, ordering the Defendant Shortsleeve to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of this Final Judgment, and the Commission may also request additional discovery. The Defendant Shortsleeve may not challenge, by way of defense to such petition, the validity of this Consent or the Final Judgment, contest the allegations in the Complaint filed by the Commission, contest the amount of disgorgement and prejudgment interest, or assert that payment of disgorgement, prejudgment interest, or a civil penalty should not be ordered.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the attached Consent of Defendant Shortsleeve is incorporated by reference with the same force and effect as if fully set forth herein.

VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant Shortsleeve upon entry of this Final Judgment, shall sign an acknowledgment of receipt of this Final Judgment within fourteen days of the order's entry and promptly return the acknowledgment to Plaintiff's counsel of record for filing with this Court.

VIII.

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

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 forthwith and without further notice.

ORDERED in Tampa, Florida on August 24th, 1999.



Steven D. Merryday
UNITED STATES DISTRICT JUDGE