



Defendant David M. Lemon ("Consent"), having entered a general appearance herein: having admitted to the jurisdiction of this Court over him and over the subject matter of this action, having waived the entry of findings of fact and conclusions of law under Rule 52 of the Federal Rules of Civil Procedure with respect to this Final Judgment of Permanent Injunction Against Defendant David M. Lemon ("Final Judgment"); and, without admitting or denying the allegations of the Complaint, except as to jurisdiction and service, which he admits, having consented to the entry of this Final Judgment permanently restraining and enjoining him from violating Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)]; Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5]; and Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. § 77q(a)]; and it further appearing that this Court has jurisdiction over Defendant Lemon and the subject matter hereof, and the Court being fully advised in the premises:

**I.**

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that Defendant Lemon, his officers, agents, servants, employees, attorneys, successors and assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from violating Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5] by, directly or indirectly, using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange:

- (a) to employ any device, scheme or artifice to defraud;
  - (b) to 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 the light of the circumstances under which they were made, not misleading; or
  - (c) to 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.

**II.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendant Lemon, his officers, agents, servants, employees, attorneys, successors and assigns, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from violating Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)], by, directly or indirectly, in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, or of any facility of any national securities exchange:

- (a) to employ any device, scheme, or artifice to defraud; or
- (b) to 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) to engage in any transaction, act, practice, or course of business which operates or would operate as a fraud or deceit upon a purchaser.

**III.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the annexed Consent be, and hereby is, incorporated by reference herein with the same force and effect as if fully set forth herein.

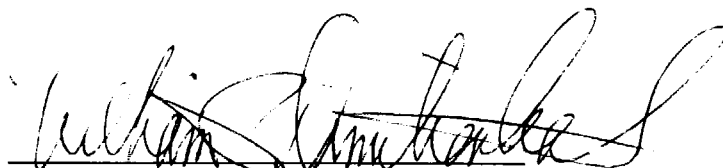
**IV.**

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that this Court shall retain jurisdiction over Defendant Lemon as a party to this matter for all purposes including implementation and enforcement of the terms and conditions of this Final Judgment and discovery.

**V.**

There being no just reason for delay, the Clerk of the Court is directed, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this Final Judgment forthwith.

**DONE AND ORDERED** at Ft. Lauderdale, Florida, this 30 day of June,  
1999.

  
**HONORABLE WILLIAM DIMITROULEAS**  
**UNITED STATES DISTRICT JUDGE**

**CERTIFICATE OF SERVICE**

I, David E. Marder, hereby certify that on June 28, 1999, I mailed a copy of the foregoing document to the following by first class mail:

Ms. Rebecca Erdman  
3804 Hazel Lane  
Greensboro, NC 27408

Ms. Leslie Chekin  
8511 Bauer Drive, Apt. T-2  
Springfield, VA 22152

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COUNSEL TO DAVID LEMON

A handwritten signature in black ink, appearing to read 'David E. Marder', is written above a horizontal line.

David E. Marder