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- Priority
- Send
- Clsd
- Enter
- JS-5/JS-6 170
- JS-2/JS-3

FILED
CLERK, U.S. DISTRICT COURT
MAY 31 2000
CENTRAL DISTRICT OF CALIFORNIA
DEPUTY

LODGED
CLERK, U.S. DISTRICT COURT
MAY 26 2000
1130 A & P
CENTRAL DISTRICT OF CALIFORNIA
FOR DEPUTY

ENTERED
CLERK, U.S. DISTRICT COURT
JUN - 1 2000
CENTRAL DISTRICT OF CALIFORNIA
DEPUTY

13 UNITED STATES DISTRICT COURT
14 FOR CENTRAL DISTRICT OF CALIFORNIA
15 WESTERN DIVISION

16 THIS CONSTITUTES NOTICE OF ENTRY
17 AS REQUIRED BY FRCP, RULE 77(d).

18 SECURITIES AND EXCHANGE COMMISSION,

19 CASE NO. 98-10325 NM (Mcx)

20 Plaintiff,

21 FINAL JUDGMENT OF
22 PERMANENT INJUNCTION
23 AS TO ALAN J.SALEM

24 v.

25 DAVID W. HALL, WILLIAM A. HALL,
26 WILLIAM Y. HALL, ROBERT J. NEPRUD,
27 ALAN J. SALEM AND THOMAS W. WAGNER,

28 Defendants.

- Docketed
- Copies / NTC Sent
- JS - 5 / JS - 6
- JS - 2 / JS - 3
- CLSD

29 The Plaintiff SECURITIES AND EXCHANGE COMMISSION (the "COMMISSION"),
30 having duly commenced this action by filing its Complaint, and defendant ALAN J. SALEM
31 ("SALEM"), having in his CONSENT AND UNDERTAKING OF ALAN J. SALEM (the
32 "CONSENT") entered a general appearance herein, having admitted the jurisdiction of this Court

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1 over him and over the subject matter of this action, and without admitting or denying any of the
2 allegations of the Complaint, except as to jurisdiction, which he admits, and without trial,
3 argument or adjudication of any issue of fact or law, having consented to the entry of this FINAL
4 JUDGMENT OF PERMANENT INJUNCTION AS TO ALAN J. SALEM (the "FINAL
5 JUDGMENT"), (i) permanently restraining and enjoining SALEM from violating Sections 10(b)
6 and 14(e) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b) and
7 §78n(e)], and Exchange Act Rules 10b-5 and 14e-3 thereunder [17 C.F.R. § 240.10b-5 and 17
8 C.F.R. § 240.14e-3] thereunder, and (ii) ordering SALEM to pay \$191,914.42 in disgorgement
9 of profits predicated on the acts alleged in the Complaint, plus prejudgment interest thereon and
10 \$121,525 in penalty predicated on the acts alleged in the Complaint pursuant to Section 21(A) of
11 the Exchange Act for a total of \$313,439.42; and it further appearing that this Court has
12 jurisdiction over SALEM and the subject matter hereof, and the Court being fully advised in the
13 premises:

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16 **I.**

17 **IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that SALEM , his agents,
18 servants, employees, attorneys and those persons in active concert or participation with them
19 who receive actual notice of the FINAL JUDGMENT, by personal service or otherwise, and each
20 of them, is permanently restrained and enjoined from violating Section 10(b) of the Securities
21 Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)], and Exchange Act Rule 10b-5 [17
22 C.F.R. § 240.10b-5] thereunder, by, directly or indirectly, using any means or instrumentality of
23 interstate commerce, or of the mails, or of any facility of any national securities exchange to:
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26 (1) employ any device, scheme or artifice to defraud;

1 (2) make any untrue statement of a material fact or to omit to state a material fact
2 necessary in order to make the statements made, in light of the circumstances
3 under which they were made, not misleading; or

4 (3) engage in any act, practice, or course of business which operates or would operate
5 as a fraud or deceit upon any person, in connection with the purchase or sale of
6 any security.
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8 **II.**

9 **IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that SALEM, his agents,
10 servants, employees, attorneys and those persons in active concert or participation with them
11 who receive actual notice of the FINAL JUDGMENT, by personal service or otherwise, and each
12 of them, is permanently restrained and enjoined from violating Section 14(e) of the Exchange
13 Act [15 U.S.C. §78n(e)] and Exchange Act Rule 14e-3 [17 C.F.R. § 240.14e-3] thereunder by:
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15 (1) making any untrue statement of a material fact or omitting to state any material fact
16 necessary in order to make the statements made, in light of the circumstances under
17 which they were made, not misleading, or

18 (2) engaging in any fraudulent, deceptive, or manipulative acts or practices, in connection
19 with any tender offer or request or invitation for tenders, or any solicitation of security
20 holders in opposition to or in favor of any such offer, request or invitation.
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22 **III.**

23 **IT IS FURTHER HEREBY ORDERED, ADJUDGED AND DECREED** that
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25 defendant SALEM shall pay \$191,914.42 for disgorgement of profits predicated on the acts
26 alleged in the Complaint and prejudgment interest thereon and \$121,525.00 for penalty on the
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1 acts predicated in the Complaint, within (30) days of the entry of the FINAL JUDGMENT.

2 Payment shall be made by U.S. Postal money order, certified check, bank cashier's check, or
3 bank money order, made payable to the "SECURITIES AND EXCHANGE COMMISSION"
4 and bearing on its face the caption "SEC v. DAVID W. HALL;" and shall be transmitted by
5 certified mail (return receipt requested) to the Comptroller, U.S. Securities and Exchange
6 Commission, Mail Stop 0-3, 450 Fifth Street, N.W., Washington, D.C. 20549; under cover of a
7 letter that identifies the defendant, the name and case number of this action, the name of this
8 Court and the COMMISSION's case number (HO-3298). A copy of the cover letter and the
9 check or money order shall be transmitted simultaneously to Gregory S. Bruch, Esq. at the U.S.
10 Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549-0703.
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13 **IV.**

14 **IT IS FURTHER HEREBY ORDERED, ADJUDGED AND DECREED** that
15 defendant SALEM shall comply with his undertakings to cooperate with the COMMISSION and
16 its staff and truthfully disclose all information with respect to his activities and the activities of
17 others about which the COMMISSION or its staff may inquire with respect to the matters alleged
18 in the Complaint; testify in all investigations, administrative and judicial proceedings involving
19 the Commission as a party at which the COMMISSION or its staff makes requests for his
20 testimony; make himself available as may be required by the COMMISSION or its staff; produce
21 any documents within his possession, custody or control, domestic or foreign, which are
22 requested by the COMMISSION or its staff; be accompanied at any time he so desires by
23 counsel of his choice; and give truthful and accurate information and testimony and not assert
24 any evidentiary or other privilege, other than the attorney-client and work product privileges.
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1 Notwithstanding the foregoing, nothing herein shall limit or otherwise affect SALEM's rights
2 under the Fifth Amendment of the United States Constitution.

3 V.

4 **IT IS FURTHER HEREBY ORDERED, ADJUDGED AND DECREED** that the
5 annexed CONSENT be, and the same hereby is, incorporated herein by reference with the same
6 force and effect as if fully set forth herein.
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8 VI.

9 There being no just cause for delay, the Clerk of the Court is hereby directed, pursuant to
10 Rule 54(b) of the Federal Rules of Civil Procedure, to enter this FINAL JUDGMENT forthwith.
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12 
13 UNITED STATES DISTRICT JUDGE
14 **NORA M. MANELLA**

15 Dated: May 31, 2000
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CERTIFICATE OF SERVICE

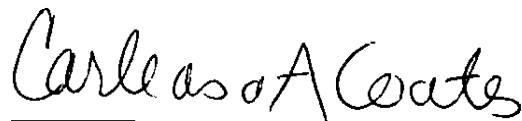
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3 I, Carleasa A. Coates, am over the age of 18 years, not a party to this action, and am a
4 citizen of the United States. My business address is 450 Fifth Street, N.W., Mail Stop 0808,
5 Washington, D.C. 20549-0808. On May 25, 2000, I caused the foregoing Consent and
6 Undertakings of Alan J. Salem and Final Judgment of Permanent Injunction As To Alan J. Salem
7 to be served by causing true and correct copies thereof to be mailed in sealed envelopes, Via
8 Federal Express addressed as follows:
9

10
11 William A. Hall, in pro per
12 3128 Pacific Coast Highway
13 Torrance, CA 90505

14 Andrew E. Tomback, Esq.
15 Milbank, Tweed, Hadley & McCloy LLP
16 One Chase Manhattan Plaza
17 New York, New York 10005

18 Mr. William Y. Hall, pro per
19 30 Windsor Ridge
20 Erisco, Texas 75034-6858

21 I declare under penalty of perjury that the foregoing is true and correct. Executed on May
22 25, 2000.
23

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Carleasa A. Coates