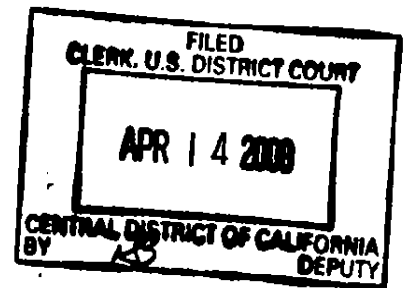


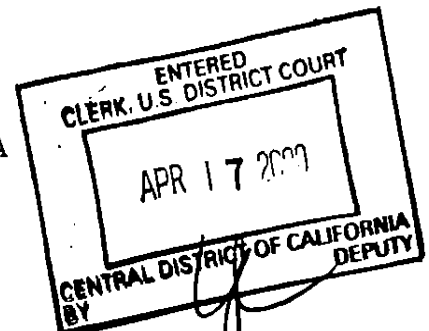
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UNITED STATES DISTRICT COURT
 CENTRAL DISTRICT OF CALIFORNIA
 WESTERN DIVISION



SECURITIES AND EXCHANGE COMMISSION,
 Plaintiff,
 v.
 RAFI M. KHAN and
 TIMOTHY J. TYRRELL,
 Defendants.

Civil Action
 No. 98-6143 MMM (SHx)

FINAL JUDGEMENT OF
 PERMANENT INJUNCTION AND
 OTHER RELIEF AGAINST
 RAFI M. KHAN

Plaintiff Securities and Exchange Commission ("Commission")
 having filed and served upon Defendant Rafi M. Khan ("Khan") a
 Complaint and Summons in this matter, and said Defendant: having
 admitted service upon him of the Summons and Complaint in this
 matter, and the jurisdiction of this Court over him and over the
 subject matter of this action; having entered a general
 appearance; having been fully advised and informed of his right
 to a judicial determination of this matter; having waived the
 right to a trial by jury; and having foundings of fact and conclusions of law as provided by
 Rule 52 of the Federal Rules of Civil Procedure; and having

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U.S. DISTRICT COURT

SECURITIES AND EXCHANGE COMMISSION

Plaintiff

v.

RAFI M. KHAN and
TIMOTHY J. TYRRELL

Defendants

Civil Action

No. 98-6143 MMM (SHx)

FINAL JUDGEMENT OF
PERMANENT INJUNCTION AND
OTHER RELIEF AGAINST
RAFI M. KHAN

Plaintiff Securities and Exchange Commission ("Commission")

having filed and served upon Defendant Rafi M. Khan ("Khan") a

Complaint and Summons in this matter, and said Defendant: having

admitted service upon him of the Summons and Complaint in this

matter, and the jurisdiction of this Court over him and over the

subject matter of this action; having entered a general

appearance; having been fully advised and informed of his right

to a judicial determination of this matter; having waived the

right to a trial by jury; and having foundings of fact and conclusions of law as provided by

Rule 52 of the Federal Rules of Civil Procedure; and having

1 consented to the entry of this Final Judgment Of Permanent
2 Injunction And Other Relief Against Rafi M. Khan ("Final
3 Judgment"), without admitting or denying any of the allegations
4 in the Complaint except as set forth in the Consent Of Defendant
5 Khan To Entry Of Final Judgment Of Permanent Injunction And Other
6 Relief; it appearing that no notice of hearing upon the entry of
7 this Final Judgment being necessary; and the Court being fully
8 advised in the premises:

9 I.

10 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant
11 Khan and his agents, servants, employees and attorneys, and all
12 persons in active concert or participation with any of them, who
13 receive actual notice of this Final Judgment by personal service
14 or otherwise, and each of them, are permanently restrained and
15 enjoined from, directly or indirectly, in the offer or sale of
16 the securities of any issuer, by the use of any means or
17 instruments of transportation or communication in interstate
18 commerce or by the use of the mails:

19 A. employing any device, scheme or artifice to defraud;

20 B. obtaining money or property by means of any untrue
21 statement of a material fact or any omission to state a
22 material fact necessary in order to make the statements
23 made, in the light of the circumstances under which
24 they were made, not misleading; or

25 C. engaging in any transaction, practice, or course of
26 business which operates or would operate as a fraud
27 or deceit upon the purchaser;

28 in violation of Section 17(a) of the Securities Act of 1933

1 (Securities Act) [15 U.S.C. § 77q(a)].

2 II.

3 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant
4 Khan and his agents, servants, employees and attorneys, and all
5 persons in active concert or participation with any of them, who
6 receive actual notice of this Final Judgment by personal service
7 or otherwise, and each of them, are permanently restrained and
8 enjoined from, directly or indirectly, in connection with the
9 purchase or sale of the securities of any issuer, by the use of
10 any means or instrumentality of interstate commerce, or of the
11 mails, or of any facility of any national securities exchange:

12 A. employing any device, scheme, or artifice to defraud;

13 B. making any untrue statement of a material fact or
14 omitting to state a material fact necessary in order
15 to make the statements made, in the light of the
16 circumstances under which they were made, not
17 misleading; or

18 C. engaging in any act, practice, or course of business
19 which operates or would operate as a fraud or deceit
20 upon any person, in connection with the purchase or
21 sale of any security;

22 in violation of Section 10(b) of the Securities Exchange Act of
23 1934 (Exchange Act) [15 U.S.C. § 78j(b)] and Rule 10b-5
24 thereunder [17 C.F.R. § 240.10b-5].

25 III.

26 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Khan's
27 gains resulting from the violations alleged in the Complaint are
28 in the amount of \$552,500, together with prejudgment interest

1 thereon, but that based upon Khan's sworn representations in his
2 Statements of Financial Condition dated September 7, 1999, and
3 submitted to the Commission, the Court is not ordering him to
4 disgorge any monies. The determination to waive all disgorgement
5 and prejudgment interest thereon is contingent upon the accuracy
6 and completeness of Khan's Statements of Financial Condition
7 executed under penalty of perjury.

8 IV.

9 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that based upon
10 Khan's sworn representations in his Statements of Financial
11 Condition dated September 7, 1999, and submitted to the
12 Commission, the Court is not ordering him to pay a civil penalty
13 pursuant to Section 20(d) of the Securities Act [15 U.S.C. §
14 77t(d)] and Section 21(d)(3) of the Exchange Act [15 U.S.C.
15 §78u(d)(3)]. The determination not to impose any civil penalty
16 and to waive all disgorgement and prejudgment interest thereon is
17 contingent upon the accuracy and completeness of Khan's
18 Statements of Financial Condition executed under penalty of
19 perjury. If at any time following the entry of this Final
20 Judgment the Commission obtains information indicating that
21 Khan's representations to the Commission concerning his assets,
22 income, liabilities, or net worth were fraudulent, misleading,
23 inaccurate or incomplete in any material respect as of the time
24 such representations were made, the Commission may, at its sole
25 discretion and without prior notice to Khan, petition this Court
26 for an order requiring Khan to pay disgorgement of \$552,500, plus
27 prejudgment interest, and a civil penalty. In connection with
28 any such petition, the only issue shall be whether the financial

1 information provided by Khan was fraudulent, misleading,
2 inaccurate or incomplete in any material respect as of the time
3 such representations are made, and the amount of prejudgment
4 interest and civil penalty to be imposed. In its petition, the
5 Commission may move this Court to consider all available
6 remedies, including, but not limited to, ordering Khan to pay
7 funds or assets, directing the forfeiture of any assets, or
8 sanctions for contempt of this Final Judgment, and the
9 Commission may also request additional discovery. Khan may not,
10 by way of defense to such petition, challenge the validity of the
11 Consent or the Final Judgment, contest the allegations in the
12 Complaint filed by the Commission or assert that the payment of
13 the specified disgorgement, plus prejudgment interest, and/or a
14 civil penalty should not be ordered.

15 V.

16 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the
17 provisions of the Consent filed concurrently with this Final
18 Judgment are incorporated herein with the same force and effect
19 as if fully set forth herein and that Khan shall comply with his
20 Consent.

21 VI.

22 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court
23 shall retain jurisdiction over this action for the purposes of
24 determining the liability of any remaining defendants in this
25 action, implementing and carrying out the terms of this Final
26 Judgment and all other orders and decrees which may be entered
27 herein and granting such other relief as the Court may deem
28 necessary and just.

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

4
5 DATED: 4-14-00


MARGARET M. MORROW
UNITED STATES DISTRICT JUDGE

PROOF OF SERVICE BY MAIL

I, Magnolia M. Marcelo, declare that I am, and was at the time of service of the papers herein referred to, over the age of eighteen (18) years and not a party to the within action. My business address is 5670 Wilshire Boulevard, 11th Floor, Los Angeles, California 90036. I am readily familiar with the practice at my place of business for the collection and processing of correspondence for mailing with the United States Postal Service. Such correspondence is deposited with the United States Postal Service on the same day in the ordinary course of business.

On April 10, 2000, I served the following document entitled **FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF AGAINST RAFI M. KHAN** by placing a true and correct copies in a separate envelope for each addressee named below, with the name and address of the person served shown on the envelope as follows:

Mir Saied Kashani, Esq.
Foley & Lardner
2029 Century Park East
35th Floor
Los Angeles, CA 90067

Attorney for Defendant
RAFI M. KHAN

Thomas L. Taylor, Esq.
Morgan Lewis & Bockius
300 South Grand Avenue
Suite 2200
Los Angeles, CA 90071-3132

Attorney for Defendant
TIMOTHY J. TYRRELL

and by sealing the envelope and placing it in the appropriate location at my place of business for collection and mailing with postage fully prepaid in accordance with ordinary business practice.

*

*

1 I declare under penalty of perjury under the laws of the United
2 States of America that the foregoing is true and correct and that I
3 am employed in the office of a member of the bar of this Court at
4 whose direction the service was made.

5 Executed on April 10, 2000, at Los Angeles, California.

6
7 Magnolia M. Marcelo
8 Print or Type Name

Magnolia M. Marcelo
Signature