

**ORIGINAL**

IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION

U.S. DISTRICT COURT  
NORTHERN DISTRICT OF TEXAS  
**FILED**

**MAR 27 2000**

**NANCY DOHERTY; CLERK**  
**BY** \_\_\_\_\_  
Deputy

**SECURITIES AND EXCHANGE COMMISSION,**

Plaintiff,

vs.

**HIGHLAND FINANCIAL CORPORATION;  
KAY L. CAHILL, individually and d/b/a INTERDYNE  
LTD.;**

**MICHAEL B. CHALMERS;  
JOHN C. MATTHEWS, individually and d/b/a SUNLAND;  
STATES INSURANCE AGENCY;  
ROGER MYATT; and,  
ROBERT ALBERDING**

Defendants,

and

**TERRA TECH SYSTEMS,**

**Defendant Solely for the Purpose  
of Equitable Relief.**

Civil Action No.  
4:99-CV-0719-D

**FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER  
EQUITABLE RELIEF AGAINST ROBERT H. ALBERDING**

Plaintiff Securities and Exchange Commission ("Commission"), having filed its Complaint in this matter and defendant Robert H. Alberding ("Alberding"), through his Stipulation and Consent ("Consent"), having admitted service of the of the Complaint and waived service of the summons, having admitted the jurisdiction of this Court over him, having waived the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure, having entered into his Consent voluntarily, no threats, promises of immunity or assurances having been made by the Commission or by any of its members, officers, agents or representatives to induce Alberding to enter into his

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U.S. DISTRICT CLERK'S OFFICE

108

Consent, having consented, without admitting or denying any of the allegations in the Commission's Complaint, except as to jurisdiction as set forth above, to entry without further notice of this Final Judgment of Permanent Injunction and Other Equitable Relief ("Final Judgment") enjoining defendant Alberding from engaging in transactions, acts, practices and courses of business which constitute and would constitute violations of Section 17(a) of the Securities Act of 1933 ("Securities Act"), [ 15 U.S.C. § 77(q)(a)], Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act"), [15 U.S.C. §78j(b)], and Rule 10b(5) thereunder [17 C.F.R §240.10b-5]; and it further appearing that this Court has jurisdiction over defendant Alberding and over the subject matter of this action and that no further notice of hearing for the entry of this Final Judgment need be given; and the Court being fully advised in the premises:

I.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that defendant Alberding and his agents, servants, employees, attorneys-in-fact and all other persons in active concert or participation with him who receive actual notice of this Final Judgment by personal service or otherwise, be and hereby are permanently restrained and enjoined, directly or indirectly, in connection with the purchase or sale of securities, in the form of investment contracts, notes or any other security, from making use of any means or instrumentalities 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 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.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant Alberding and his agents, servants, employees, attorneys-in-fact and all other persons in active concert or participation with him 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, in the offer or sale of securities, in the form of investment contracts, notes or any other security, from making use of any means or instruments of transportation or communication in interstate commerce, or of the mails, directly or indirectly:

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

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant Alberding shall pay disgorgement in the amount of \$125,000, representing his gains from the conduct alleged in the Complaint, plus prejudgment interest in the amount of \$4,986.20

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that defendant Alberding shall pay a civil money penalty of \$10,000, pursuant to the provisions of Section

20(d) of the Securities Act of 1933, [15 U.S.C. §77t(d)], and Section 21(d)(3) of the Securities Exchange Act of 1934, [15 U.S.C. §78u(d)(3).

V.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Consent filed herein be, and the same is hereby, incorporated in this Final Judgment with the same force and effect as if fully set forth herein.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction of this action for all purposes, including for purposes of entertaining any suitable application or motion by the Commission for additional relief within the jurisdiction of this Court, including but not limited to the relief requested by the Commission in its Complaint in this action.

VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Final Judgment may be served upon defendant Alberding in person or by mail either by the United States marshal, by the Clerk of the Court or by any member of the staff of the Commission.

DATED and SIGNED this 27<sup>th</sup> day of March, 2000.

  
SIDNEY A. FITZWATER  
UNITED STATES DISTRICT JUDGE