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**UNITED STATES DISTRICT COURT  
DISTRICT OF COLUMBIA**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

LEWIS ALLEN RIVLIN; EDWIN EARL  
HULING III; AND ALFRED HUASCAR  
VELARDE,

Defendants,

and

Z-FINANCE, S.A.; ANTHONY P. ZIOUDAS;  
HEDLEY FINANCE, LTD.; CHRISTIAN  
DANTE; and CHRYSANTHOS  
CHRYSOSTOMOU,

Relief Defendants

**FILED**

**AUG 29 2000**

**NANCY MAYER WHITTINGTON, CLERK  
U.S. DISTRICT COURT**

Case No. 1:99CV01455 (RCL)

**FINAL JUDGMENT OF PERMANENT INJUNCTION  
AND OTHER RELIEF AS TO  
EDWIN EARL HULING III**

Plaintiff Securities and Exchange Commission ("Commission") having filed its Complaint for violations of the federal securities laws ("Complaint"), and Defendant Edwin Earl Huling III having entered into the attached Consent and Undertakings of Edwin Earl Huling III ("Consent"), filed simultaneously with this Final Judgment and incorporated by reference herein, having entered a general appearance, having acknowledged service upon him of the Complaint, having admitted the Court's jurisdiction

over him and over the subject matter of this action, having withdrawn the Answer that he filed in this action, having waived the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure and, without admitting or denying any of the allegations of the Complaint, except as to jurisdiction, which the defendant admits, having consented to the entry of this Final Judgment, and it further appearing that this Court has jurisdiction over Defendant Edwin Earl Huling III and the subject matter hereof, and the Court being fully advised in the premises:

I.

IT IS HEREBY ORDERED that Edwin Earl Huling III, his agents, servants, employees, attorneys, successors-in-interest and those 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 from violating Section 15(a) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78o(a)] by, in the absence of any applicable exemption, making use of the mails or any means or instrumentality of interstate commerce to effect any transactions in, or to induce or attempt to induce the purchase or sale of, any security (other than an exempted security or commercial paper, bankers' acceptances, or commercial bills) unless registered as a broker or dealer in accordance with Section 15(b) of the Exchange Act.

II.

IT IS FURTHER ORDERED that Edwin Earl Huling III, his agents, servants, employees, attorneys, and those 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, are permanently enjoined and restrained from violating, directly or indirectly,

Sections 17(a)(2) or (3) of the Securities Act of 1933 [15 U.S.C. §§ 77q(a)(2)-(3)] by, in the offer or sale of any securities, using any means or instruments of transportation or communication in interstate commerce, or using the mails, directly or indirectly 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 engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon a purchaser.

III.

IT IS FURTHER ORDERED that Edwin Earl Huling III shall pay a civil penalty of \$15,000 pursuant to Section 21A(a) of the Securities Exchange Act of 1934 [15 U.S.C. § 78u-1(a)], which shall be paid in accordance with Paragraph IV below.

IV

IT IS FURTHER ORDERED that, with respect to the monies ordered to be paid pursuant to Paragraph III of this Final Judgment, Edwin Earl Huling III shall pay the civil penalty within thirty days of entry of this Final Judgment. All payments made pursuant to this paragraph shall be (a) made by United States money order, certified check, bank cashier's check or bank money order, (b) made payable to the Securities and Exchange Commission, (c) mailed by certified mail (return receipt requested) to the Comptroller, United States Securities and Exchange Commission, 6432 General Green Way, Mail Stop 0-3, Alexandria, VA, 22312, and (d) accompanied by a cover letter identifying Edwin Earl Huling III as the defendant in this action, the case number of this action, the name of the Court, and the Commission's file number (HO-3385), a copy of which cover letter and

proof of payment shall be sent to Christian J. Mixer of the Division of Enforcement, Chief  
Litigation Counsel, Securities and Exchange Commission, 450 Fifth Street, N.W.,  
Washington, D.C. 20549-0808

V.

IT IS FURTHER ORDERED that the Consent is incorporated herein with the  
same force and effect as if fully set forth herein, and that Edwin Earl Huling III shall  
comply with all of the undertakings and agreements incorporated herein.

VI.

IT IS FURTHER ORDERED that this Court shall retain jurisdiction for the  
purpose of enforcing the Final Judgment.

VII.

There being no cause 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.

Dated

8-29-00

  
United States District Judge

Attorneys and Persons Entitled to be  
Notified of the Entry of this Judgment:

Christian J. Mixer  
Stephen J. Crimmins  
Reid A. Muoio  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
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