

UNITED STATES DISTRICT COURT
for the
MIDDLE DISTRICT OF FLORIDA

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

SHANE T. VAESSEN, VERONIKA M. VAESSEN
OTIS HERRING, MARVIN MOSES,
TAFT WOMACK, JR., WILLIAM McNAMARA,
DALE VAN WYK, and FRANK GAINES

Defendants.

CIVIL ACTION NO:
98-1964-CIV-T-26F

**ORDER OF PERMANENT INJUNCTION AND OTHER RELIEF
AGAINST OTIS HERRING**

Defendant Otis Herring ("Herring") by the Consent annexed hereto, without admitting or denying any of the allegations in the Commission's Complaint, except that he is admitting the allegation as to the jurisdiction over him of this Court and over the subject matter of this action, has agreed to the entry of this Order of Permanent Injunction and Other Relief ("Permanent Injunction"). This Court having accepted such Consent and having jurisdiction over defendant Herring and the subject matter hereof, and the Court being fully advised in the premises:

I.

**SALE OF UNREGISTERED SECURITIES IN VIOLATION
OF SECTIONS 5(a) AND 5(c) OF THE SECURITIES ACT OF 1933**

IT IS HEREBY ORDERED that defendant Herring, his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him and each of them, in the sale or offer to sell or purchase of any security, be and they hereby are, restrained and enjoined from, directly or indirectly:

- (1) making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise; or

36

- (2) carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or delivery after sale,

unless a registration is in effect as to such security or has been filed as to such security and the registration statement is not the subject of a refusal order or stop order or (prior to the effective date of the registration statement) any public proceeding of examination under Section 8 of the Securities Act in violation of Sections 5(a) and 5(c) of the Securities Act of 1933 ("Securities Act"). 15 U.S.C. § 77 (e)(a) and (c).

II.

**FRAUD IN VIOLATION OF SECTION 17(a)(1)
OF THE SECURITIES ACT OF 1933**

IT IS HEREBY FURTHER ORDERED that defendant Herring, his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him and each of them, in the offer or sale of any securities by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, be and they hereby are, restrained and enjoined from, directly or indirectly employing any devices, schemes or artifices to defraud purchasers of such securities in violation of Section 17(a)(1) of the Securities Act, 15 U.S.C. § 77q(a)(1).

III.

**FRAUD IN VIOLATION OF SECTIONS 17(a)(2) AND 17(a)(3)
OF THE SECURITIES ACT OF 1933**

IT IS HEREBY FURTHER ORDERED that defendant Herring, his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him and each of them, in connection with the offer or sale of any securities, by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, be and they hereby are, restrained and enjoined from, directly or indirectly:

- (1) obtaining money or property by means of untrue statements of material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
- (2) engaging in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchasers

in violation of Sections 17(a)(2) and 17(a)(3) of the Securities Act, 15 U.S.C. §§ 77q(a)(2) and 77q(a)(3).

IV.

**FRAUD IN VIOLATION OF SECTION 10(b) OF THE SECURITIES
EXCHANGE ACT OF 1934 AND RULE 10b-5 THEREUNDER**

IT IS HEREBY FURTHER ORDERED that defendant Herring, his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him and each of them, in connection with the purchase or sale of any security by use of any means or instrumentality of interstate commerce or of the mails, or by use of any facility of any national securities exchange, be and they hereby are, restrained and enjoined from, directly or indirectly:

1. employing any device, scheme, or artifice to defraud;
2. making any untrue statement of a material fact or omitting to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
3. engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person;

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

V.

VIOLATION OF SECTION 15(a)(1) OF THE EXCHANGE ACT

IT IS HEREBY FURTHER ORDERED that defendant Herring, his officers, agents, servants, employees, attorneys, and those persons in active concert or participation with him and each of them, are hereby permanently restrained and enjoined from, directly or indirectly, 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 securities, while acting as a broker or dealer engaged in the business of effecting transactions in securities for the accounts of others, but not registered as a broker-dealer in accordance with Section 15(b) of the Exchange Act, 15 U.S.C. § 78o(b), in violation of Section 15(a) (1) of the Exchange Act, 15 U.S.C. § 78o(a)(1).

VI.

INCORPORATION OF CONSENT

IT IS HEREBY FURTHER ORDERED that defendant Herring shall comply with the provisions of the Consent attached hereto, and that such Consent is incorporated herein by reference as if fully set forth herein.

VII.

DISGORGEMENT AND PENALTIES

IT IS HEREBY FURTHER ORDERED that defendant Herring shall be jointly and severally liable with all other defendants to disgorge all monies received in connection with the offerings made by ICC 2000, as alleged in the complaint, with prejudgement interest. The amount of disgorgement shall be determined by the Court upon the Commission's motion, without evidentiary hearing.

IT IS HEREBY FURTHER ORDERED that defendant Herring shall pay civil penalties pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d), and Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3), in connection with the activities described in the Commission's Complaint. The amount of civil penalties defendant Herring shall pay, if any, shall be determined by the Court upon the Commission's motion, without an evidentiary hearing.

VIII.

NOTICES

IT IS HEREBY FURTHER ORDERED that defendant Herring shall provide the Commission, at all times during the pendency of this action, with his current address for purposes of service of filings and other communications. Such notice shall be provided in writing to Regional Director, Securities and Exchange Commission, 1401 Brickell Avenue, Suite 200, Miami, Florida 33131. Should defendant


Herring fail to provide such notice, service by mail at defendant Herring's last known address shall be deemed proper service.

IX.

RETENTION OF JURISDICTION

IT IS HEREBY FURTHER ORDERED that, this Court will retain jurisdiction over this matter and defendant Herring in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and such other relief this Court deems appropriate.

DONE AND ORDERED at ~~___~~ o'clock, ~~___~~ m. this 26 day of April, 1999, at Tampa, Florida.


UNITED STATES DISTRICT JUDGE
RICHARD A. LAZZARA

cc:

Glenn A. Harris
Chih-Pin Lu
Securities and Exchange Commission
1401 Brickell Ave, Suite 200
Miami, FL 33131
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