

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

UNITED STATES SECURITIES)	
AND EXCHANGE COMMISSION,)	
)	
Plaintiff,)	
)	
v.)	11 C 06849
)	
STEPHEN P. AMELLA, and)	
ANDRE J. HAYDEN,)	
)	
Defendants.)	

**JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF
AS TO DEFENDANT ANDRE J. HAYDEN**

Plaintiff, U.S. Securities and Exchange Commission (“SEC”) filed a complaint (“Complaint”) in this matter, and Defendant Andre J. Hayden (“Defendant”), having entered a general appearance, consented to the Court’s jurisdiction over his person and the subject matter of this action; consented to the entry of this Judgment of Permanent Injunction and Other Relief as to Defendant Andre J. Hayden (“Judgment”) without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law, as provided by Rule 52 of the Federal Rules of Civil Procedure; and waived any right to appeal from this Judgment. The Court having jurisdiction over the parties and the subject matter hereof, and being fully advised in the premises, hereby states:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant’s agents, servants, employees, attorneys, and all persons in active concert or participation with

them who receive actual notice of this Judgment by personal service or otherwise are permanently restrained and enjoined from, directly or indirectly, soliciting existing or potential investors to purchase or sell securities; provided, however, nothing herein shall prevent Defendant from purchasing or selling securities for his own account.

II.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 15(a)(1) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78o(a)(1)], by engaging in business as a broker or dealer, and effecting any transactions in, or inducing the purchase or sale of, any security (other than an exempted security or commercial paper, bankers' acceptances, or commercial bills), through the use of the mails or any instrumentality of interstate commerce, while not being registered as a broker dealer in accordance with Section 15(b) of the Exchange Act [15 U.S.C. § 78o(b)] or while not being associated with a broker or dealer that is registered with the Commission in accordance with Section 15(b) of the Exchange Act [15 U.S.C. § 78o(b)].

Nothing in this section is intended to limit, modify, amend, or otherwise affect in any manner the terms or scope of the injunction set forth in Section I, above. Thus, even if Defendant, his agents, servants, employees, or other persons in active concert or participation with any of them act in compliance with Section 15(a)(1) of the Exchange Act, they remain permanently restrained and enjoined from, directly or indirectly, soliciting existing or potential investors to purchase or sell securities as set forth in Section I, above.

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant shall pay disgorgement of any ill-gotten gains and prejudgment interest on those amounts, which amounts shall be determined by the Court upon motion of the SEC. Prejudgment interest shall be calculated from January 1, 2008, based on the rate of interest used by the Internal Revenue Service for the underpayment of federal income tax as set forth in 26 U.S.C. § 6621(a)(2). Upon motion of the SEC, the Court shall determine whether a civil penalty 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)] is appropriate and, if so, the amount of the penalty to be imposed against Defendant. In connection with the SEC's motion for disgorgement and/or civil penalties, and at any hearing held on such a motion: (a) Defendant will be precluded from arguing that Defendant did not violate the securities laws as alleged in the SEC's complaint; (b) Defendant may not challenge the validity of the Consent or this Judgment; (c) solely for the purposes of such motion, the allegations of the Complaint shall be accepted and deemed true by the Court; and (d) the Court may determine the issues raised in the motion on the basis of affidavits, declarations, excerpts of sworn deposition or investigative testimony, and documentary evidence, without regard to the standards for summary judgment contained in Rule 56(c) of the Federal Rules of Civil Procedure. In connection with the SEC's motion for disgorgement and/or civil penalties, the parties may take discovery, including discovery from appropriate non-parties.

IV.

IT IS FURTHER ORDERED that Defendant's Consent is incorporated herein with the same force and effect as if fully set forth herein.

V.

IT IS FURTHER ORDERED that Defendant, including his agents, servants, employees, attorneys, and persons in active concert or participation with any of them, are hereby restrained and enjoined from, directly or indirectly, destroying, mutilating, concealing, altering, disposing of, or otherwise rendering illegible or indecipherable in any manner, any books, records, documents, emails, data, correspondence, ledgers, accounts, statements, files and other property pertaining to the allegations in the Complaint filed by the SEC in this action, however maintained and wherever located, until further order of this Court.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the SEC is expressly authorized to engage in continued discovery regarding any unresolved issue in this case with respect to the Defendant, including, but not limited to, discovery for the purposes of determining the amount of ill-gotten gains and civil penalties, if any.

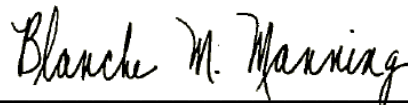
VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Court shall retain jurisdiction of this matter for all lawful purposes, including, but not limited to, the determination at subsequent hearing of the amounts of disgorgement, prejudgment interest and civil penalties, and the enforcement of this Judgment.

VIII.

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

SO ORDERED:

A handwritten signature in cursive script that reads "Blanche M. Manning". The signature is written in black ink and is positioned above a horizontal line.

UNITED STATES DISTRICT JUDGE

Dated: 7/23/2012