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| 8 | IN THE UNITED STATES DISTRICT COURT | |
| 9 | FOR THE NOR | THERN DISTRICT OF CALIFORNIA |
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| 11 | SECURITIES AND EXCHANGE COMMISSION, | No. C 01-03355 CRB |
| 12 | Plaintiff, | JUDGMENT |
| 13 | V. | |
| 14 | WILLIAM GRABSKE, | |
| 15 | Defendant. | |
| 16 | | / |
| 17 | The Court having granted plaintiff | s motion for summary judgment by Order dat |
| 18 | 1 | |

ed November 25, 2002, it is hereby ordered that judgment be entered in favor of plaintiff and against defendant William Grabske as follows:

- 1. Mr. Grabske is permanently enjoined and restrained from, directly or indirectly, violating Section 10(b) of the Securities and Exchange Act ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5] by:
 - A. employing any device, scheme, or artifice to defraud;
 - making any untrue statement of material fact or omitting to state a material fact necessary in B. order to make the statements made, in the light of the circumstances under which they were made, not misleading; or
 - C. engaging in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person,

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in connection with the purchase or sale of the securities of any issuer, by the use of any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange.

- 2. Mr. Grabske is permanently enjoined and restrained from, directly or indirectly, filing, with respect to any issuer of a security registered pursuant to Section 12 of the Exchange Act or which is required to file reports pursuant to Section 15(d) of the Exchange Act, any annual report on Form 10-K, any current report of Form 8-K, any quarterly report on Form 10-Q, or any other report required to be filed with the Commission pursuant to the Exchange Act or rules or regulations under that Act, that contains any untrue statement of material fact or omits to state any material fact required to be stated or necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in violation of Section 13(a) of the Exchange Act [15 U.S.C. § 78m(a) and Exchange Act Rules 12b-20 and 13a-13 [17 C.F.R. §§ 240.12b-20, and 240.13a-13].
- 3. Mr. Grabske is permanently enjoined and restrained from, directly or indirectly, violating Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)] by causing any issuer which has a class of securities registered pursuant to Section 12 of the Exchange Act [15 U.S.C. § 78]] or Section 15(d) of the Exchange Act [15 U.S.C. § 780] to fail to make or keep books, records or accounts, which, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the issuer.
- 4. Mr. Grabske is permanently enjoined and restrained from violating Section 13(b)(5) of the Exchange Act [15 U.S.C. § 78m(b)(5)] by knowingly circumventing or failing to implement a system of internal accounting controls or knowingly falsifying any book, record, or account described in Section 13(b)(2) of the Exchange Act [15 U.S.C. § 78m(b)(2)].
- 5. Mr. Grabske is permanently enjoined and restrained from, directly or indirectly, violating Section 13b2-1 under the Exchange Act [17 C.F.R. § 140.13b2-1] by falsifying or causing to be falsified any book, record or account subject to Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)].
- 6. Mr. Grabske is permanently enjoined and restrained from, directly or indirectly, violating Section 13(b)(2)(B) of the Exchange Act [15 U.S.C. § 78m(b)(2)(B)] by failing to devise and maintain a system of sufficient internal accounting controls.

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| 7. | Mr. Grabske is permanently enjoined and restrained from, directly or indirectly, violating | |
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| Rule 13b2-2 | [17 C.F.R. § 240.13b2-2] by making or causing to be made materially false or misleading | |
| statements to | accountants and omitting to state, or causing another person to omit to state to accountants | |
| material facts necessary in order to make statements made to the accountants, in light of the circumstances | | |
| under which | such statements were made, not misleading. | |

- 8. Mr. Grabske is permanently prohibited from acting as an officer or director of any issuer that has a class of securities registered pursuant to section 12 of the Exchange Act or that is required to file reports pursuant to section 15(d) of the Exchange under Section 21(d)(2) of the Exchange Act [15 U.S.C. § 78u(d)(2)].
- 9. Mr. Grabske is assessed, and shall pay to the Commission for delivery to the United States Treasury, civil penalties under Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)], in the amount of \$50,000.00. Mr. Grabske shall pay postjudgment interest, as calculated pursuant to 28 U.S.C. § 1961, on any amount of the \$50,000.00 penalty that remains outstanding thirty days after entry of this Final Judgment.
- 10. This Court shall retain jurisdiction over this action for the purposes of implementing and carrying out the terms of all orders and decrees which may be entered herein and to entertain any suitable application or motion for additional relief within the jurisdiction of this Court.

IT IS SO ORDERED.

Dated: December 20, 2002 UNITED STATES DISTRICT JUDGE