

1 KAREN MATTESON, Cal. Bar No. 102103  
2 KELLY BOWERS, Cal. Bar No. 164007  
3 MARTIN J. MURPHY, Cal. Bar No. 130693  
4 ADAM SCHNEIR, Cal. Bar No. 169265

5 Attorneys for Plaintiff  
6 Securities and Exchange Commission  
7 Randall R. Lee, Regional Director  
8 Sandra J. Harris, Associate Regional Director  
9 5670 Wilshire Boulevard, 11th Floor  
10 Los Angeles, California 90036-3648  
11 Telephone: (323) 965-3998  
12 Facsimile: (323) 965-3908

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CLERK, U.S. DISTRICT COURT  
APR 23 2003  
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CENTRAL DISTRICT OF CALIFORNIA  
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8 UNITED STATES DISTRICT COURT  
9 FOR THE CENTRAL DISTRICT OF CALIFORNIA  
10 WESTERN DIVISION

11 SECURITIES AND EXCHANGE  
12 COMMISSION,

13 Plaintiff,

14 vs.

15 JOHN C. BOHAN, et al.,

16 Defendants.

17 Case No. 03-2834 (INDEX) R

18 FINAL JUDGMENT OF  
19 PERMANENT INJUNCTION AND  
20 OTHER RELIEF AGAINST JOHN C.  
21 BOHAN

22 THIS CONSTITUTES NOTICE OF ENTRY  
23 AS REQUIRED BY FRCP, RULE 77(d).

24 Plaintiff Securities and Exchange Commission ("Commission"), having  
25 filed and served upon Defendant John C. Bohan ("Bohan") a Summons and  
26 Complaint in this action; Bohan having admitted service upon him of the  
27 Summons and Complaint in this action and the jurisdiction of this Court over him  
28 and over the subject matter of this action; having been fully advised and informed  
of his right to a judicial determination of this matter; having waived the entry of  
findings of fact and conclusions of law as provided by Rule 52 of the Federal  
Rules of Civil Procedure; having consented to the entry of this Final Judgment Of  
Permanent Injunction And Other Relief Against John C. Bohan ("Final  
Judgment") without admitting or denying the allegations in the Complaint, except  
as specifically set forth in the Consent Of John C. Bohan To Entry Of Final Judgment

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WESTERN DIVISION  
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10

1 Judgment Of Permanent Injunction And Other Relief (“Consent”); no notice of  
2 hearing upon the entry of this Final Judgment being necessary; and this Court  
3 being fully advised:

4 **I.**

5 IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Bohan and  
6 his agents, servants, employees and attorneys, and all persons in active concert or  
7 participation with any of them who receive actual notice of this Final Judgment by  
8 personal service or otherwise, and each of them, are permanently restrained and  
9 enjoined from, directly or indirectly, in the offer or sale of any securities, by the  
10 use of any means or instruments of transportation or communication in interstate  
11 commerce or by use of the mails:

12 A. employing any device, scheme or artifice to defraud;

13 B. obtaining money or property by means of any untrue statement of a  
14 material fact or any omission to state a material fact necessary in  
15 order to make the statements made, in light of the circumstances  
16 under which they were made, not misleading; or

17 C. engaging in any transaction, practice, or course of business which  
18 operates or would operate as a fraud or deceit upon the purchaser;

19 in violation of Section 17(a) of the Securities Act of 1933 (“Securities Act”), 15  
20 U.S.C. § 77q(a).

21 **II.**

22 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bohan  
23 and his agents, servants, employees and attorneys, and all persons in active concert  
24 or participation with any of them who receive actual notice of this Final Judgment  
25 by personal service or otherwise, and each of them, are permanently restrained and  
26 enjoined from, directly or indirectly, in connection with the purchase or sale of any  
27 security, by the use of any means or instrumentality of interstate commerce, or of  
28 the mails, or of any facility of any national securities exchange:

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

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

10 **III.**

11 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bohan  
12 and his agents, servants, employees and attorneys, and all persons in active concert  
13 or participation with any of them who receive actual notice of this Final Judgment  
14 by personal service or otherwise, and each of them, are permanently restrained and  
15 enjoined from filing, or causing to be filed, annual reports with the Commission  
16 on Forms 10-K and quarterly reports with the Commission on Forms 10-Q that fail  
17 to contain material information necessary to make the required statements in the  
18 Forms 10-K or 10-Q, in light of the circumstances under which they are made, not  
19 misleading, in violation of Section 13(a) of the Exchange Act, 15 U.S.C. § 78m(a),  
20 and Rules 12b-20, 13a-1 and 13a-13 thereunder, 17 C.F.R. §§ 240.12b-20, 240-  
21 13a-1 & 240.13a-13.

22 **IV.**

23 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bohan  
24 and his agents, servants, employees and attorneys, and all persons in active concert  
25 or participation with any of them who receive actual notice of this Final Judgment  
26 by personal service or otherwise, and each of them, are permanently restrained and  
27 enjoined from knowingly circumventing or knowingly failing to implement a  
28 system of internal accounting controls or falsifying any book, record or account

1 required to be kept by an issuer, in violation of Section 13(b)(5) of the Exchange  
2 Act, 15 U.S.C. § 78m(b)(5), and Rule 13b2-1 thereunder, 17 C.F.R. § 240.13b2-1.

3  
4 **V.**

5 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bohan  
6 and his agents, servants, employees and attorneys, and all persons in active concert  
7 or participation with any of them who receive actual notice of this Final Judgment  
8 by personal service or otherwise, and each of them, are permanently restrained and  
enjoined from, directly or indirectly, while an officer or director of an issuer:

9 A. making or causing to be made a materially false or misleading  
10 statement; or

11 B. omitting to state, or causing another person to omit to state, any  
12 material fact necessary in order to make statements made, in light of  
13 the circumstances under which such statements were made, not  
14 misleading;

15 to an accountant in connection with:

- 16 1. an audit or examination of the financial statements of the issuer  
17 required to be made, or  
18 2. the preparation or filing of any document or report required to  
19 be filed with the Commission;

20 in violation of Exchange Act Rule 13b2-2, 17 C.F.R. § 240.13b2-2.

21 **VI.**

22 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bohan is  
23 liable for disgorgement of \$196,012, together with prejudgment interest thereon in  
24 the amount of \$17,739.56, totaling \$213,751.56, and a civil penalty of \$200,000  
25 pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77u(d), and Section  
26 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3). Bohan shall satisfy this  
27 obligation by paying \$413,751.56 within thirty days of the date of entry of this  
28 Final Judgment in the form of a cashier's check, certified check or postal money

1 order payable to the Clerk of this Court, together with a cover letter that identifies  
2 the defendant, the name and case number of this litigation and the court. A copy  
3 of the cover letter shall be simultaneously transmitted to counsel for the  
4 Commission in this action at the Commission's Pacific Regional Office in Los  
5 Angeles, California. By making this payment, Bohan relinquishes all legal and  
6 equitable right, title, and interest in such funds, and no part of the funds shall be  
7 returned to Bohan. The Clerk shall deposit the funds into an interest bearing  
8 account with the Court Registry Investment System ("CRIS"). These funds,  
9 together with any interest and income earned thereon (collectively, the "Fund"),  
10 shall be held by the CRIS until further order of the Court. In accordance with the  
11 guidelines set by the Director of the Administrative Office of the United States  
12 Courts, the Clerk is directed, without further order of this Court, to deduct from  
13 the income earned on the money in the Fund a fee equal to ten percent of the  
14 income earned on the Fund. Such fee shall not exceed that authorized by the  
15 Judicial Conference of the United States. The Commission may propose a plan to  
16 distribute the Fund subject to the Court's approval. Such a plan may provide that  
17 the Fund shall be distributed pursuant to the Fair Fund provisions of Section  
18 308(a) of the Sarbanes-Oxley Act of 2002.

19 **VII.**

20 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Bohan,  
21 pursuant to Section 20(e) of the Securities Act, 15 U.S.C. § 77t(e), and Section  
22 21(d)(2) of the Exchange Act, 15 U.S.C. § 78u(d)(2), is permanently prohibited  
23 from acting as an officer or director of any issuer that has a class of securities  
24 registered with the Commission pursuant to Section 12 of the Exchange Act, 15  
25 U.S.C. § 78l, or that is required to file reports with the Commission pursuant to  
26 Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d).

27 **VIII.**

28 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the

1 provisions of the Consent filed concurrently with this Final Judgment are  
2 incorporated herein with the same force and effect as if fully set forth herein and  
3 that Bohan shall comply with his Consent.

4 IX.

5 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that during  
6 the pendency of this action against any defendant, Bohan shall remain subject to  
7 the discovery provisions of the Federal Rules of Civil Procedure which apply to  
8 parties, and, in addition, that Bohan shall appear, without the service of a  
9 subpoena, and without regard to any discovery cut-off date or other restrictions on  
10 discovery imposed by the Federal Rules of Civil Procedure or the Local Rules of  
11 this Court, for deposition or to testify as a witness at any trial of this action or any  
12 other related proceeding. Failure to comply with the foregoing will subject Bohan  
13 to the remedies and sanctions set forth in Rule 37 of the Federal Rules of Civil  
14 Procedure and all other available remedies.

15 X.

16 IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this  
17 Court shall retain jurisdiction over this action for all purposes, including  
18 implementing and enforcing the terms of this Final Judgment and all other orders  
19 and decrees which have been or may be entered in this case, and granting such  
20 other relief as the Court may deem necessary and just.

21 XI.

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

25  
26 DATED: April 23, 2003

  
UNITED STATES DISTRICT JUDGE

**CERTIFICATE OF SERVICE**

I, Magnolia M. Marcelo, am over the age of eighteen years, am not a party to this action, and am a citizen of the United States. My business address is 5670 Wilshire Boulevard, 11th Floor, Los Angeles, California, 90036. On April 23, 2003, I caused to be served the **FINAL JUDGMENT OF PERMANENT INJUNCTION AND OTHER RELIEF AGAINST JOHN C. BOHAN** by causing to be mailed true and correct copies thereof in sealed envelopes, postage prepaid, addressed to:

John B. Missing, Esq.  
Debevoise & Plimpton  
555 13<sup>th</sup> Street, N.W.  
Washington, DC 20004  
*Counsel for Defendant John C. Bohan*

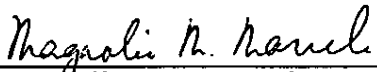
Nathan J. Hochman, Esq.  
Hochman, Salkin, Rettig, Toscher & Perez, P.C.  
9150 Wilshire Boulevard, Suite 300  
Beverly Hills, CA 90212-3414  
*Counsel for Defendant Lucrezia Bickerton*

Gerald E. Boltz, Esq.  
Bryan Cave LLP  
120 Broadway, Suite 300  
Santa Monica, CA 90401-2386  
*Counsel for Defendant Mark D. Roah*

George B. Newhouse, Jr., Esq.  
Thelen Reid & Priest LLP  
333 S. Hope Street, Suite 2900  
Los Angeles, CA 90071-3048  
*Counsel for Defendant Chantel J. Loo*

I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 23, 2003

  
\_\_\_\_\_  
Magnolia M. Marcelo