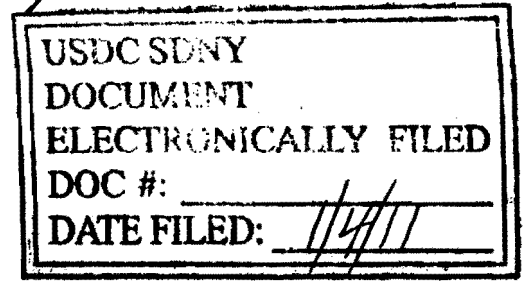


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK



-----X
SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

v. :

RODNEY S. SHEHYN,
RODNEY D. MARR,
DONALD L. MARR, and
KAREN S. LEIGH,

Defendants. :

Case No. 04-CV-02003 (LAP)

-----X
**FINAL JUDGMENT AND PERMANENT INJUNCTION
AGAINST KAREN S. LEIGH**

This action was commenced on March 15, 2004 with the filing of a Summons and Complaint, copies of which were served on Karen S. Leigh ("Defendant"). Defendant has not filed an answer or otherwise moved with respect to the Complaint and has failed to respond to this Court's Order to Show Cause why final judgment should not be entered against her.

WHEREFORE, it is hereby

I.

ORDERED, ADJUDGED, AND DECREED that Defendant and her agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the Securities Act of 1933 [15 U.S.C. § 77q(a)] in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly:

- (a) to employ any device, scheme, or artifice to defraud;

- (b) to obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or
- (c) to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and her agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, in connection with the purchase or sale of any security:

- (a) to employ any device, scheme, or artifice to defraud;
- (b) to make any untrue statement of a material fact or to omit 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
- (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

III

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is permanently barred from participating in an offering of penny stock, including engaging in

activities with a broker, dealer, or issuer for purposes of issuing, trading, or inducing or attempting to induce the purchase or sale of any penny stock. A penny stock is any equity security that has a price of less than five dollars, except as provided in Rule 3a51-1 under the Exchange Act [17 C.F.R. 240.3a51-1].

IV.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is liable for disgorgement of \$125,000, plus prejudgment interest thereon in the amount of \$73,960.18. Defendant shall satisfy this obligation by paying \$198,960.18 within ten business days of the date of entry of this Final Judgment on the Court's docket to the Clerk of this Court, together with a cover letter identifying Karen S. Leigh as a defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Defendant shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action. By making this payment, Defendant relinquishes all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to Defendant. The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS") or any other type of interest bearing account that is utilized by the Court. These funds, together with any interest and income earned thereon (collectively, the "Fund"), shall be held in the interest bearing account until further order of the Court. In accordance with 28 U.S.C. § 1914 and the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States and set by the Director of

the Administrative Office. The Commission may propose a plan to distribute the Fund subject to the Court's approval. Defendant shall pay post-judgment interest on any delinquent amounts pursuant to 28 USC § 1961.

V.

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant shall pay a civil penalty under Section 21(d)(3) of the Exchange Act [15 U.S.C. § 77u] in the amount of \$ 10,000⁰⁰, which may be distributed pursuant to the Fair Fund provisions of Section 308(a) of the Sarbanes-Oxley Act of 2002. Defendant shall satisfy this obligation by paying the above amount to the Clerk of this Court, in the manner described in paragraph IV above, within ten business days of the date of entry of this Final Judgment on the Court's docket.

VI.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

VII.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.

Dated: January 4, 2010


UNITED STATES DISTRICT JUDGE



U.S. Securities and Exchange Commission

Division of Enforcement

Prejudgment Interest Report

Karen S. Leigh

Quarter Range	Annual Rate	Period Rate	Quarter Interest	Principal+Interest
Violation Amount				\$125,000.00
04/01/2002-06/30/2002	6%	1.5%	\$1,875.00	\$126,875.00
07/01/2002-09/30/2002	6%	1.5%	\$1,903.13	\$128,778.13
10/01/2002-12/31/2002	6%	1.5%	\$1,931.67	\$130,709.80
01/01/2003-03/31/2003	5%	1.25%	\$1,633.87	\$132,343.67
04/01/2003-06/30/2003	5%	1.25%	\$1,654.30	\$133,997.97
07/01/2003-09/30/2003	5%	1.25%	\$1,674.97	\$135,672.94
10/01/2003-12/31/2003	4%	1%	\$1,356.73	\$137,029.67
01/01/2004-03/31/2004	4%	1%	\$1,370.30	\$138,399.97
04/01/2004-06/30/2004	5%	1.25%	\$1,730.00	\$140,129.97
07/01/2004-09/30/2004	4%	1%	\$1,401.30	\$141,531.27
10/01/2004-12/31/2004	5%	1.25%	\$1,769.14	\$143,300.41
01/01/2005-03/31/2005	5%	1.25%	\$1,791.26	\$145,091.67
04/01/2005-06/30/2005	6%	1.5%	\$2,176.38	\$147,268.05
07/01/2005-09/30/2005	6%	1.5%	\$2,209.02	\$149,477.07
10/01/2005-12/31/2005	7%	1.75%	\$2,615.85	\$152,092.92
01/01/2006-03/31/2006	7%	1.75%	\$2,661.63	\$154,754.55
04/01/2006-06/30/2006	7%	1.75%	\$2,708.20	\$157,462.75
07/01/2006-09/30/2006	8%	2%	\$3,149.26	\$160,612.01
10/01/2006-12/31/2006	8%	2%	\$3,212.24	\$163,824.25
01/01/2007-03/31/2007	8%	2%	\$3,276.49	\$167,100.73
04/01/2007-06/30/2007	8%	2%	\$3,342.01	\$170,442.74
07/01/2007-09/30/2007	8%	2%	\$3,408.85	\$173,851.59
10/01/2007-12/31/2007	8%	2%	\$3,477.03	\$177,328.62
01/01/2008-03/31/2008	7%	1.75%	\$3,103.25	\$180,431.87
04/01/2008-06/30/2008	6%	1.5%	\$2,706.48	\$183,138.35
07/01/2008-09/30/2008	5%	1.25%	\$2,289.23	\$185,427.58
10/01/2008-12/31/2008	6%	1.5%	\$2,781.41	\$188,208.99
01/01/2009-03/31/2009	5%	1.25%	\$2,352.61	\$190,561.60
04/01/2009-06/30/2009	4%	1%	\$1,905.62	\$192,467.22
07/01/2009-09/30/2009	4%	1%	\$1,924.67	\$194,391.89
10/01/2009-12/31/2009	4%	1%	\$1,943.92	\$196,335.81
01/01/2010-03/31/2010	4%	1%	\$1,963.36	\$198,299.17
04/01/2010-04/30/2010	4%	0.33%	\$661.00	\$198,960.17
Prejudgment Violation Range			Quarter Interest Total	Prejudgment Total
04/01/2002-04/30/2010			\$73,960.18	\$198,960.17

**United States District Court
Southern District of New York
Office of the Clerk
U.S. Courthouse
500 Pearl Street, New York, N.Y. 10007-1213**

Date:

In Re:

-v-

Case #: ()

Dear Litigant,

Enclosed is a copy of the judgment entered in your case.

Your attention is directed to Rule 4(a)(1) of the Federal Rules of Appellate Procedure, which requires that if you wish to appeal the judgment in your case, you must file a notice of appeal within 30 days of the date of entry of the judgment (60 days if the United States or an officer or agency of the United States is a party).

If you wish to appeal the judgment but for any reason you are unable to file your notice of appeal within the required time, you may make a motion for an extension of time in accordance with the provision of Fed. R. App. P. 4(a)(5). That rule requires you to show "excusable neglect" or "good cause" for your failure to file your notice of appeal within the time allowed. Any such motion must first be served upon the other parties and then filed with the Pro Se Office no later than 60 days from the date of entry of the judgment (90 days if the United States or an officer or agency of the United States is a party).

The enclosed Forms 1, 2 and 3 cover some common situations, and you may choose to use one of them if appropriate to your circumstances.

The Filing fee for a notice of appeal is \$5.00 and the appellate docketing fee is \$450.00 payable to the "Clerk of the Court, USDC, SDNY" by certified check, money order or cash. **No personal checks are accepted.**

Ruby J. Krajick, Clerk of Court

by: _____

, Deputy Clerk

APPEAL FORMS

United States District Court
Southern District of New York
Office of the Clerk
U.S. Courthouse
500 Pearl Street, New York, N.Y. 10007-1213

-----X
-V-
-----X

NOTICE OF APPEAL

civ. ()

Notice is hereby given that _____
(party)
hereby appeals to the United States Court of Appeals for the Second Circuit from the Judgment [describe it]

entered in this action on the _____ day of _____, _____.
(day) (month) (year)

(Signature)

(Address)

(City, State and Zip Code)

Date: _____ () _____ - _____
(Telephone Number)

Note: You may use this form to take an appeal provided that it is received by the office of the Clerk of the District Court within 30 days of the date on which the judgment was entered (60 days if the United States or an officer or agency of the United States is a party).

FORM 1

United States District Court
Southern District of New York
Office of the Clerk
U.S. Courthouse
500 Pearl Street, New York, N.Y. 10007-1213

-----X
-V-
-----X

MOTION FOR EXTENSION OF TIME
TO FILE A NOTICE OF APPEAL

civ. ()

Pursuant to Fed. R. App. P. 4(a)(5), _____ respectfully
(party)
requests leave to file the within notice of appeal out of time. _____
(party)
desires to appeal the judgment in this action entered on _____ but failed to file a
(day)
notice of appeal within the required number of days because:

[Explain here the "excusable neglect" or "good cause" which led to your failure to file a notice of appeal within the required number of days.]

(Signature)

(Address)

(City, State and Zip Code)

Date: _____ () _____
(Telephone Number)

Note: You may use this form, together with a copy of Form 1, if you are seeking to appeal a judgment and did not file a copy of Form 1 within the required time. If you follow this procedure, these forms must be received in the office of the Clerk of the District Court no later than 60 days of the date which the judgment was entered (90 days if the United States or an officer or agency of the United States is a party).

APPEAL FORMS

FORM 2

United States District Court
Southern District of New York
Office of the Clerk
U.S. Courthouse
500 Pearl Street, New York, N.Y. 10007-1213

-----X
-V-
-----X

NOTICE OF APPEAL
AND
MOTION FOR EXTENSION OF TIME

civ. ()

1. Notice is hereby given that _____ hereby appeals to
(party)
the United States Court of Appeals for the Second Circuit from the judgment entered on _____.
[Give a description of the judgment]

2. In the event that this form was not received in the Clerk's office within the required time
_____ respectfully requests the court to grant an extension of time in
(party)
accordance with Fed. R. App. P. 4(a)(5).

a. In support of this request, _____ states that
(party)
this Court's judgment was received on _____ and that this form was mailed to the
(date)
court on _____
(date)

(Signature)

(Address)

(City, State and Zip Code)

Date: _____

() _____
(Telephone Number)

Note: You may use this form if you are mailing your notice of appeal and are not sure the Clerk of the District Court will receive it within the 30 days of the date on which the judgment was entered (60 days if the United States or an officer or agency of the United States is a party).

APPEAL FORMS

FORM 3

**United States District Court
Southern District of New York
Office of the Clerk
U.S. Courthouse
500 Pearl Street, New York, N.Y. 10007-1213**

-----X
-V-
-----X

AFFIRMATION OF SERVICE

civ. ()

I, _____, declare under penalty of perjury that I have
served a copy of the attached _____

upon _____

whose address is: _____

Date: _____
New York, New York

(Signature)

(Address)

(City, State and Zip Code)