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UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF GEORGIA ATLANTA DIVISION LUTHER D. THOMAS, Clerk Deputy Clerk

FILED IN CLERK'S OFFICE U.S.D.C. Atlanta

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

PATRICK SCOTT ANDERSON and VICKIE LYNN WESTBROOK,

Defendants.

MAR 30 2005

LUTHER D. THOMAS, Clerk Case No. Deputy Clerk

1:05-CV-0143

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CONSENT OF DEFENDANT PATRICK SCOTT ANDERSON

1. Defendant Patrick Scott Anderson ("Defendant") waives service of a summons and the complaint in this action, enters a general appearance, and admits the Court's jurisdiction over Defendant and over the subject matter of this action.

2. Without admitting or denying the allegations of the complaint (except as to personal and subject matter jurisdiction, which Defendant admits), Defendant hereby consents to the entry of the final Judgment in the form attached hereto (the "Final Judgment") and incorporated by reference herein, which, among other things:

- (a) permanently restrains and enjoins Defendant from violation of Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5];
(b) orders Defendant to pay disgorgement in the amount of \$134,999.40, plus prejudgment interest thereon in the amount of \$16,844.75; and

(c) orders Defendant to pay a civil penalty in the amount of \$134,999.40 under 15 U.S.C. § 78u-1, \$20,000 of which shall be paid within ten (10) days of the issuance of the Final Judgment with the remaining \$114,999.40, plus post-judgment interest in the amount of \$2,874.99, to be paid over a one year period in quarterly installments.

3. Defendant agrees that he shall not seek or accept, directly or indirectly, reimbursement or indemnification from any source, including but not limited to payment made pursuant to any insurance policy, with regard to any civil penalty amounts that Defendant pays pursuant to the Final Judgment, regardless of whether such penalty amounts or any part thereof are added to a distribution fund or otherwise used for the benefit of investors. Defendant further agrees that he shall not claim, assert, or apply for a tax deduction or tax credit with regard to any federal, state, or local tax for any penalty amounts that Defendant pays pursuant to the Final Judgment, regardless of whether such penalty amounts or any part thereof are added to a distribution fund or otherwise used for the benefit of investors.

4. Defendant waives the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure.

5. Defendant waives the right, if any, to appeal from the entry of the Final Judgment.

6. Defendant enters into this Consent voluntarily and represents that no threats, offers, promises, or inducements of any kind have been made by the Commission or any member, officer, employee, agent, or representative of the Commission to induce Defendant to enter into this Consent.

7. Defendant agrees that this Consent shall be incorporated into the Final Judgment with the same force and effect as if fully set forth therein.

8. Defendant will not oppose the enforcement of the Final Judgment on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby waives any objection based thereon.

9. Defendant waives service of the Final Judgment and agrees that entry of the Final Judgment by the Court and filing with the Clerk of the Court will constitute notice to Defendant of its terms and conditions. Defendant further agrees to provide counsel for the Commission, within thirty days after the Final Judgment is filed with the Clerk of the Court, with an affidavit or declaration stating that Defendant has received and read a copy of the Final Judgment.

10. Consistent with 17 C.F.R. 202.5(f), this Consent resolves only the claims asserted against Defendant in this civil proceeding. Defendant acknowledges that no promise or representation has been made by the Commission or any member, officer, employee, agent, or representative of the Commission with regard to any criminal liability that may have arisen or may arise from the facts underlying this action or immunity from any such criminal liability. Defendant waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy or civil penalty herein. Defendant further acknowledges that the Court's entry of a permanent injunction may have collateral consequences under federal or state law and the rules and regulations of self-regulatory organizations, licensing boards, and other regulatory organizations. Such collateral consequences include, but are not limited to, a statutory disqualification with respect to membership or participation in, or association with a member of, a self-regulatory organization. This statutory disqualification has consequences that are separate from any sanction imposed in an administrative proceeding. In addition, in any disciplinary proceeding before the Commission based on the entry of the injunction in this

transmission of notices or subpoenas issued by the Commission for documents or testimony at depositions, hearings, or trials, or in connection with any related investigation by Commission staff; (iii) appoints Defendant's undersigned attorney as agent to receive service of such notices and subpoenas; (iv) with respect to such notices and subpoenas, waives the territorial limits on service contained in Rule 45 of the Federal Rules of Civil Procedure and any applicable local rules, provided that the party requesting the testimony reimburses Defendant's travel, lodging, and subsistence expenses at the then-prevailing U.S. Government per diem rates; and (v) consents to personal jurisdiction over Defendant in any United States District Court for purposes of enforcing any such subpoena.

14. Defendant agrees that the Commission may present the Final Judgment to the Court for signature and entry without further notice.

15. Defendant agrees that this Court shall retain jurisdiction over this matter for the purpose of enforcing the terms of the Final Judgment.

Dated: September 8, 2004 Patrick Scott Anderson  
Patrick Scott Anderson

On \_\_\_\_\_, 2004, Patrick Scott Anderson known to me, personally appeared before me and acknowledged executing the foregoing Consent.

Anthony Jenkins  
Notary Public  
Commission Expires  
APRIL 2008  
NOTARY PUBLIC

Approved as to form:  
Joseph B. Alonso  
Joseph B. Alonso, Esq.  
Brock, Clay, Calhoun & Wilson, P.C.  
49 Atlanta Street  
Marietta, GA 30060  
(770) 422-1776  
Attorney for Defendant

UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

PATRICK SCOTT ANDERSON and,  
VICKIE L. WESTBROOK,

DefendantS.

Case No.

**FINAL JUDGMENT AS TO DEFENDANT  
PATRICK SCOTT ANDERSON**

The Securities and Exchange Commission having filed a Complaint and Defendant Patrick Scott Anderson ("Defendant") having entered a general appearance; consented to the Court's jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

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 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.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant is liable for disgorgement of \$134,999.40, representing profits gained as a result of the conduct alleged in the Complaint, together with pre-judgment interest thereon in the amount of \$16,844.75, for a total of \$151,844.15. Defendant shall satisfy this obligation by paying \$151,844.15 within ten business days after entry of this Final Judgment. Such payment shall be by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Anderson 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. A copy of said cover letter and check or money order shall be sent to Richard P. Murphy, Assistant District Administrator, Securities and Exchange Commission, 3475 Lenox Road, N.E., Suite 1000, Atlanta, Georgia 30326-1232.

## III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant shall pay a civil penalty in the amount of \$134,999.40 pursuant to the Insider Trading Sanctions Act of 1984 [15 U.S.C. § 78u-1]. Defendant shall make a \$20,000 payment within ten (10) business days after entry of this Final Judgment. The schedule of payments for the remaining \$114,999.40 in civil penalty and \$2,874.99 in post-judgment interest shall be as follows: (1) within ninety (90) days after the entry of the Final Judgment, Defendant shall pay \$28,749.85 and \$287.50 in post-judgment interest, for a total payment of \$29,037.35; (2) within one hundred and eighty (180) days after the entry of the Final Judgment, Defendant shall pay \$28,749.85 and \$575.00 in post-judgment interest, for a total payment of \$29,324.85; (3) within two hundred and seventy (270) days after the entry of the Final Judgment, Defendant shall pay \$28,749.85 and \$862.50 in post-judgment interest, for a total payment of \$29,612.35; and (4) within three hundred and sixty (360) days after the entry of the Final Judgment, Defendant shall pay \$28,749.85 and \$1,149.99 in post-judgment interest, for a total payment of \$29,899.84. Defendant agrees that if the full amount of any payment described above is not made within ten (10) days following the date the payment is required by this Final Judgment, the entire amount of the civil penalty plus post judgment interest minus payments made, if any, is due and payable immediately without further application.

Such payments shall be by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payments shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Anderson 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. A copy of said cover letter and check or money order for each payment under this provision shall be sent to Richard P. Murphy, Assistant District Administrator, Securities and Exchange Commission, 3475 Lenox Road, N.E., Suite 1000, Atlanta, Georgia 30326-1232.

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant shall comply with all of the undertakings and agreements set forth therein.

V.

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.

VI.

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: March 30, 2005

  
UNITED STATES DISTRICT JUDGE