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ORIGINAL

05-70440

UNITED STATES DISTRICT COURT FOR THE  
EASTERN DISTRICT OF MICHIGAN

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SECURITIES AND EXCHANGE COMMISSION,  
  
Plaintiff,  
  
v.  
  
DANNY FOREST WHITT and  
JOHN TERRY SHIELDS,  
  
Defendants.

) VICTORIA A. ROBERTS   
)  
)  
) MAGISTRATE JUDGE R. STEVEN WHALEN

FINAL JUDGMENT  
AS TO DEFENDANT  
JOHN TERRY SHIELDS

RECEIVED  
FEB - 4 2005

FILED  
FEB 09 2005  
CLERK'S OFFICE  
DETROIT

CLERK'S OFFICE, DETROIT-PSG  
U.S. DISTRICT COURT

The Securities and Exchange Commission having filed a Complaint and Defendant John Terry Shields ("Shields") having entered a general appearance; consented to the Court's jurisdiction over him 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 Shields and his 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 Exchange

Act Rule 13b2-1 [17 C.F.R. § 240.13b2-1] by, directly or indirectly, 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)].

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Shields and his 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 13(b)(5) of the Exchange Act [15 U.S.C. § 78m(b)(5)] by knowingly circumventing or knowingly failing to implement a system of internal accounting controls or knowingly falsifying any book, record or account subject to Section 13(b)(2) of the Exchange Act [15 U.S.C. § 78m(b)(2)].

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Shields and his 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 aiding and abetting any violation of Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. § 78m(b)(2)(A)] by knowingly providing substantial

assistance to an issuer that fails to make and keep books, records, and accounts, which, in reasonable detail, accurately and fairly reflected the transactions and dispositions of the assets of the company.

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Shields shall pay a civil penalty in the amount of \$25,000 pursuant to Section 21(d)(3)(A) of the Exchange Act [15 U.S.C. § 78u(d)(3)(A)]. Defendant shall make this payment within thirty (30) business days after entry of this Final Judgment 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 Shields 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 the check and letter shall be simultaneously transmitted to Cheryl J. Scarboro, Assistant Director, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, DC 20549-0706, Tel: 202/942-4583.

V.

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.

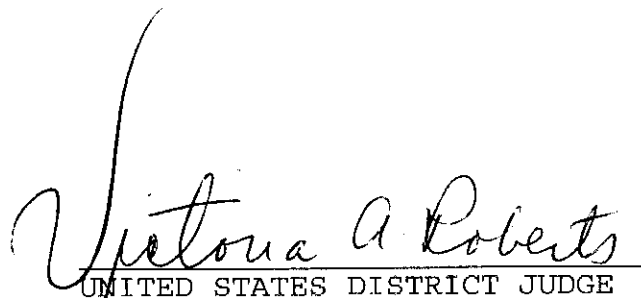
VI.

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: FEB - 9 2005

  
UNITED STATES DISTRICT JUDGE