

# EXHIBIT A

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

SECURITIES AND EXCHANGE COMMISSION,  
  
Plaintiff,  
  
vs.  
  
SIDNEY MONDSCHHEIN,  
  
Defendant,  
  
and  
  
UNCI, Inc.,  
  
Relief Defendant.

Case No. C-07-06178 SI

**FINAL JUDGMENT**

**FINAL JUDGMENT OF SIDNEY MONDSCHHEIN**

The Securities and Exchange Commission having filed a Complaint and Defendant Sidney Mondschein 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

1 of the mails, or of any facility of any national securities exchange, in connection with the purchase or  
2 sale of any security:

- 3 (a) to employ any device, scheme, or artifice to defraud;
- 4 (b) to make any untrue statement of a material fact or to omit to state a material  
5 fact necessary in order to make the statements made, in the light of the circumstances  
6 under which they were made, not misleading; or
- 7 (c) to engage in any act, practice, or course of business which operates or would  
8 operate as a fraud or deceit upon any person.

9 II.

10 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and  
11 Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation  
12 with them who receive actual notice of this Final Judgment by personal service or otherwise are  
13 permanently restrained and enjoined from aiding and abetting any violation of Rule 4(a) of  
14 Regulation S-P [17 C.F.R. § 248.4(a)], which requires a broker-dealer to provide "a clear and  
15 conspicuous notice that accurately reflects the [broker-dealer's] privacy policies and practices" to  
16 both its "customers" and "consumers."

17 III.

18 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and  
19 Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation  
20 with them who receive actual notice of this Final Judgment by personal service or otherwise are  
21 permanently restrained and enjoined from aiding and abetting any violation of Rule 5(a) of  
22 Regulation S-P [17 C.F.R. § 248.5(a)], which requires a broker-dealer to provide "a clear and  
23 conspicuous notice to customers that accurately reflects the [broker-dealer's] privacy policies and  
24 practices not less than annually during the continuation of the customer relationship."

25 IV.

26 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant and  
27 Defendant's agents, servants, employees, attorneys, and all persons in active concert or participation  
28 with them who receive actual notice of this Final Judgment by personal service or otherwise are

1 permanently restrained and enjoined from aiding and abetting any violation of Rule 10(a)(1) of  
2 Regulation S-P [17 C.F.R. § 248.10(a)(1)], which prohibits a broker-dealer, directly or through any  
3 affiliate, from disclosing “any nonpublic personal information about a consumer to a nonaffiliated  
4 third party” unless the broker-dealer has provided the consumer with advance notice of the disclosure  
5 as well as the opportunity to opt out of the disclosure, and the consumer has declined the opportunity  
6 to opt out.

7 V.

8 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant is liable for  
9 disgorgement of \$53,067.83, representing profits gained as a result of the conduct alleged in the  
10 Complaint, together with prejudgment interest thereon in the amount of \$4,681.68, and a civil penalty  
11 in the amount of \$45,000.00 pursuant to Section 21(d)(3) of the Exchange Act. Defendant shall  
12 satisfy this obligation by paying the full amount of the judgment pursuant to the terms of the payment  
13 schedule set forth in paragraph VI. below after entry of this Final Judgment by certified check, bank  
14 cashier's check, or United States postal money order payable to the Securities and Exchange  
15 Commission. The payment shall be delivered or mailed to the Office of Financial Management,  
16 Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3,  
17 Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Sidney Mondschein as a  
18 defendant in this action; setting forth the title and civil action number of this action and the name of  
19 this Court; and specifying that payment is made pursuant to this Final Judgment. Defendant shall pay  
20 post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961. The Commission  
21 shall remit the funds paid pursuant to this paragraph to the United States Treasury.

22 VI.

23 Sidney Mondschein shall pay: (1) \$51,374.76 within ten business days of the entry of this  
24 Final Judgment; (2) \$8,542.46, within thirty days of entry of this Final Judgment plus post-judgment  
25 interest pursuant to 28 U.S.C. § 1961; (3) \$8,542.46 within sixty days of entry of this Final Judgment  
26 plus post-judgment interest pursuant to 28 U.S.C. § 1961; (4) \$8,542.46 within ninety days of entry  
27 of this Final Judgment pursuant to 28 U.S.C. § 1961; (5) \$8,542.46 within one-hundred twenty days  
28 of entry of this Final Judgment plus post-judgment interest pursuant to 28 U.S.C. § 1961; (6)

1 \$8,542.46 within one-hundred eighty days of entry of this Final Judgment pursuant to 28 U.S.C. §  
2 1961; and (7) \$8,542.46 within two-hundred forty days of entry of this Final Judgment plus post-  
3 judgment interest pursuant to 28 U.S.C. § 1961.

4 If Sidney Mondschein fails to make any payment by the date agreed and/or in the amount  
5 agreed according to the schedule set forth above, all outstanding payments under this Final Judgment,  
6 including post-judgment interest, minus any payments made, shall become due and payable  
7 immediately without further application to the Court.

8 VII.

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

12 VIII.

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

15  
16 4/14/08

17 Dated: \_\_\_\_\_, \_\_\_\_\_



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19 UNITED STATES DISTRICT JUDGE

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# **EXHIBIT C**

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UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

SECURITIES AND EXCHANGE COMMISSION,

Case No. C-07-06178 SI

Plaintiff,

vs.

SIDNEY MONDSCHHEIN,

Defendant,

and

UNCI, Inc.,

Relief Defendant.

**[PROPOSED] ORDER**

WHEREAS, the Plaintiff Securities and Exchange Commission and Defendant Sidney Mondschein have reached a settlement that would resolve this action;

WHEREAS, Defendant has signed a consent to the entry of Final Judgment, which has been submitted to the Court for signature and entry;

WHEREAS, the Final Judgment of Sidney Mondschein has been entered;

IT IS HEREBY ORDERED:

- (1) that plaintiff's claims against relief defendant UNCI, Inc. are dismissed with prejudice.

SO ORDERED:



SUSAN ILLSTON  
United States District Judge