

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 10-61824-CIV-ZLOCH

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

ATLANTIS TECHNOLOGY GROUP, and
CHRISTOPHER M. DUBEAU

Defendants.

CONSENT FINAL JUDGMENT
AND PERMANENT INJUNCTION
AS TO DEFENDANT
CHRISTOPHER M. DUBEAU

THIS MATTER is before the Court upon the Plaintiff Securities and Exchange Commission's Notice Of Filing Consents Of Defendants Atlantis Technology Group And Christopher M. Dubeau And Request For Entry Of Final Judgment Of Permanent Injunction And Other Relief (DE 31), which the Court construes as a Motion For Consent Final Judgment And Permanent Injunction. The Court has carefully reviewed said Motion, the entire court file and is otherwise fully advised in the premises.

Plaintiff Securities and Exchange Commission commenced this action by filing its Complaint (DE 1) against Defendants Christopher M. Dubeau and Atlantis Technology Group. In its Complaint, the Commission seeks, among other relief against Dubeau:

1. A permanent injunction to prohibit violations of Section 17(a) of the Securities Act of 1933 ("Securities Act"), 15 U.S.C. § 77q(a), and Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934 ("Exchange Act"), 15 U.S.C. § 78j(b) and 17 C.F.R. §

240.10b-5;

2. An order providing for disgorgement and prejudgment interest;

3. Imposition of a civil money penalty pursuant to Section 20(d) of the Securities Act and Section 21(d)(3) of the Exchange Act, 15 U.S.C. §§ 77t(d) and 78u(d)(3);

4. An order permanently barring Dubeau 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, pursuant to Section 20(g) of the Securities Act, 15 U.S.C. § 77t(g); and Section 21(d)(6) of the Exchange Act, 15 U.S.C. § 78u(d)(6); and

5. An order permanently barring Dubeau from serving as an officer or director of a public company, pursuant to Section 20(e) of the Securities Act, 15 U.S.C. § 77t(e); and Section 21(d)(2) of the Exchange Act, 15 U.S.C. § 78u(d)(2).

By its Consent To Final Judgment Of Permanent Injunction And Other Relief (DE 31-3), Defendant Christopher M. Dubeau, by his attached Consent, having entered a general appearance, acknowledged service of the Complaint, and consented to the Court's jurisdiction over them and over the subject matter of this action, has consented to entry of this Consent Final Judgment And Permanent Injunction ("Final Judgment") without admitting or denying the allegations of the Complaint (except as to subject matter and personal

jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from the Final Judgment.

Accordingly, after due consideration, it is

ORDERED AND ADJUDGED that Plaintiff Securities and Exchange Commission's Notice Of Filing Consents Of Defendants Atlantis Technology Group And Christopher M. Dubeau And Request For Entry Of Final Judgment Of Permanent Injunction And Other Relief (DE 31), which the Court construes as a Motion For Consent Final Judgment And Permanent Injunction, be and the same hereby is **GRANTED** as follows:

1. Dubeau, his officers, agents, servants, representatives, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 17(a) of the Securities Act, 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;

2. Dubeau, his officers, agents, servants, representatives, employees, attorneys, and all persons in active concert or participation with him who receive actual notice of this Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) and Rule 10b-5 of the Exchange Act, 15 U.S.C. § 78j(b) and 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 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 as a fraud or deceit upon any person;

3. Dubeau is liable for disgorgement of \$312,000.00, representing profits gained as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon in the amount of \$12,947.93, and a civil penalty in the amount of \$100,000.00 pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d),

and Section 21(d) of the Exchange Act, 15 U.S.C. § 78u(d). Dubeau shall satisfy this obligation by paying \$424,947.93 within fourteen calendar days of this 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, 100 F Street, NE, Stop 6042, Washington DC 20549, and shall be accompanied by a letter identifying Dubeau 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 pay post-judgment interest on any delinquent disgorgement amount pursuant to 28 U.S.C. § 1961. The Commission shall remit the funds paid pursuant to this paragraph to the United States Treasury. Dubeau 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 Dubeau 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. Dubeau 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 he 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. Pursuant to Section 20(g) of the Securities Act, 15 U.S.C. § 77t(g); and Section 21(d)(6) of the Exchange Act, 15 U.S.C. § 78u(d)(6), Dubeau 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 Exchange Act Rule 3a51-1, 17 C.F.R. 240.3a51-1;

5. Pursuant to Section 20(e) of the Securities Act, 15 U.S.C. § 77t(e), and Section 21(d)(2) of the Exchange Act, 15 U.S.C. § 78u(d)(2), Dubeau is prohibited from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act, 15 U.S.C. § 78l, or that is required to file reports pursuant to Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d);

6. The Consent To Final Judgment Of Permanent Injunction And Other Relief (DE 31-3) filed herein by Defendant Christopher M. Dubeau, is incorporated herein with the same force and effect as if fully set forth herein, and Dubeau shall comply with all of the undertakings and agreements set forth therein; and

7. The Court shall retain jurisdiction over this matter and over

Dubeau in order to enforce the terms of this Final Judgment and to implement and carry out the terms of all Orders and Decrees that may be entered or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

DONE AND ORDERED in Chambers at Ft. Lauderdale, Broward County, Florida, this 31st day of October, 2011.



WILLIAM J. ZLOCH
United States District Judge

Copies furnished:

All Parties and Counsel of Record