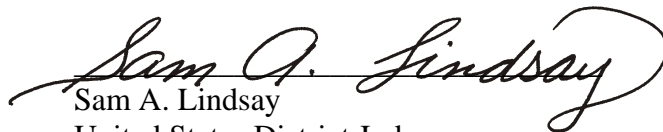


It is further **ordered, adjudged, and decreed** that Defendants, their officers, agents, servants, employees, and attorneys and upon those persons in active concert or participation with them are forever enjoined:

1. from violating 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. from violating, directly or indirectly, Section 10(b) of 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 use or employ any manipulative or deceptive device or contrivance;
 - (b) to employ any device, scheme, or artifice to defraud;

- (c) 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
 - (d) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person;
3. from violating Sections 206(1) and (2) of the Advisers Act directly or indirectly:
- (a) to employ any device, scheme, or artifice to defraud any client or prospective client;
 - (b) to engage in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client.

Signed this 4th day of January, 2012.


Sam A. Lindsay
United States District Judge