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**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

SAKWINDER SINGH NARWAL, JUSTIN
BECK, BRIAN HILL, AND LARRY DOWNS

Defendants.

Case No. 3:11-cv-00303-JAH-POR

**FINAL JUDGMENT AS TO
DEFENDANTS JUSTIN BECK AND
BRIAN HILL**

1 The Securities and Exchange Commission having filed a Complaint and Defendants
2 Justin Beck and Brian Hill (“Defendants”) having entered a general appearance; consented to the
3 Court’s jurisdiction over Defendants and the subject matter of this action; consented to entry of
4 this Final Judgment without admitting or denying the allegations of the Complaint (except as to
5 jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal
6 from this Final Judgment:

7 I.

8 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendants and
9 Defendants’ agents, servants, employees, attorneys, and all persons in active concert or
10 participation with them who receive actual notice of this Final Judgment by personal service or
11 otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section
12 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) [15 U.S.C. § 78j(b)] and
13 Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or
14 instrumentality of interstate commerce, or of the mails, or of any facility of any national
15 securities exchange, in connection with the purchase or sale of any security:

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

22 II.

23 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
24 Defendants and Defendants’ agents, servants, employees, attorneys, and all persons in active
25 concert or participation with them who receive actual notice of this Final Judgment by personal
26 service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the
27 Securities Act of 1933 (the “Securities Act”) [15 U.S.C. § 77q(a)] in the offer or sale of any
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1 security by the use of any means or instruments of transportation or communication in interstate
2 commerce or by use of the mails, directly or indirectly:

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

10 III.

11 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that for a
12 period of five years Defendants are enjoined from directly or indirectly soliciting investors to
13 purchase or sell securities; provided, however, that this restriction shall not prevent either of
14 them from serving as a public relations contact for existing shareholders of their clients.

15 IV.

16 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
17 Defendants are jointly and severally liable for disgorgement of \$92,779, representing profits
18 gained as a result of the conduct alleged in the Complaint, together with prejudgment interest
19 thereon in the amount of \$875.16, for a total of \$93,654.16. Based on Defendants' sworn
20 representations in their Statements of Financial Condition dated September 1, 2010, and other
21 documents and information submitted to the Commission, however, payment of the
22 disgorgement and pre-judgment interest thereon is waived. The determination to waive payment
23 of the disgorgement and pre-judgment interest is contingent upon the accuracy and completeness
24 of Defendants' Statements of Financial Condition. If at any time following the entry of this
25 Final Judgment the Commission obtains information indicating that either of the Defendants'
26 representations to the Commission concerning their assets, income, liabilities, or net worth were
27 fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such
28 representations were made, the Commission may, at its sole discretion and without prior notice

1 to the Defendant, petition the Court for an order requiring such Defendant to pay disgorgement,
2 pre-judgment and post-judgment interest thereon. In connection with any such petition, the only
3 issue shall be whether the financial information provided by the Defendant was fraudulent,
4 misleading, inaccurate, or incomplete in any material respect as of the time such representations
5 were made. In its petition, the Commission may move this Court to consider all available
6 remedies, including, but not limited to, ordering the Defendant to pay funds or assets, directing
7 the forfeiture of any assets, or sanctions for contempt of this Final Judgment. The Commission
8 may also request additional discovery. Defendants may not, by way of defense to such petition:
9 (1) challenge the validity of the Consent or this Final Judgment; (2) contest the allegations in the
10 Complaint filed by the Commission; (3) assert that payment of disgorgement, pre-judgment and
11 post-judgment interest should not be ordered; (4) contest the amount of disgorgement and pre-
12 judgment and post-judgment interest; (5) contest the imposition of the maximum civil penalty
13 allowable under the law; or (6) assert any defense to liability or remedy, including, but not
14 limited to, any statute of limitations defense.

15 V.

16 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that based on
17 Defendants' agreement to cooperate in a Commission investigation and related enforcement
18 action, the Court is not ordering Defendants to pay a civil penalty. If at any time following the
19 entry of the Final Judgment the Commission obtains information indicating that either of the
20 Defendants knowingly provided materially false or misleading information or materials to the
21 Commission or in a related proceeding, the Commission may, at its sole discretion and without
22 prior notice to the Defendant, petition the Court for an order requiring such Defendant to pay a
23 civil penalty. In connection with any such petition and at any hearing held on such a motion: (a)
24 the Defendant will be precluded from arguing that he did not violate the federal securities laws as
25 alleged in the Complaint; (b) the Defendant may not challenge the validity of this Final
26 Judgment, the Consent, or any related Undertakings; (c) the allegations of the Complaint, solely
27 for the purposes of such motion, shall be accepted as and deemed true by the Court; and (d) the
28 Court may determine the issues raised in the motion on the basis of affidavits, declarations,

1 excerpts of sworn deposition or investigative testimony, and documentary evidence without
2 regard to the standards for summary judgment contained in Rule 56(c) of the Federal Rules of
3 Civil Procedure. Under these circumstances, the parties may take discovery, including discovery
4 from appropriate non-parties.

5 VI.

6 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent of Justin
7 Beck and Brian Hill to Final Judgment is incorporated herein with the same force and effect as if
8 fully set forth herein, and that Defendants shall comply with all of the undertakings and
9 agreements set forth therein, including, but not limited to the undertaking to:

- 10 a. for a period of five years starting from the date of entry of the Final
11 Judgment, consult, at least annually, with counsel who will review their
12 disclosures and information on any websites they control directly or
13 indirectly to ensure compliance with the federal securities laws; and
14 b. certify, in writing, compliance with the undertaking set forth above by
15 submitting a sworn statement to the staff of the Commission's Los
16 Angeles Regional Office with a copy to the Office of Chief Counsel of the
17 Enforcement Division. The certification shall identify the undertaking,
18 provide written evidence of compliance in the form of a narrative, and be
19 supported by exhibits sufficient to demonstrate compliance. The
20 Commission staff may make reasonable requests for further evidence of
21 compliance, and Defendants agree to provide such evidence. The sworn
22 statement shall be submitted at least annually, but in any event no later
23 than December 15 of each year. For good cause shown, and upon timely
24 application by the Defendants or their counsel, the Commission's staff
25 may extend the time for them to submit a sworn statement certifying
26 compliance with the undertaking.

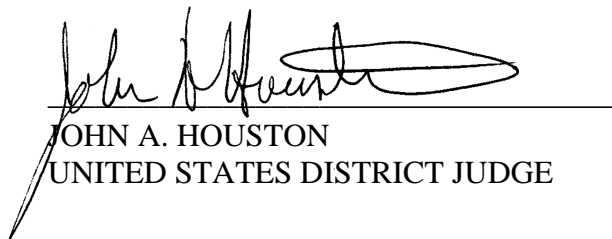
VII.

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.

VIII.

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: February 22, 2011



JOHN A. HOUSTON
UNITED STATES DISTRICT JUDGE