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UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA, FLORIDA

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF FLORIDA
(Tampa Division)**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

**JASON M. CHESTER AND JMAX
ONLINE COMMUNICATIONS, INC.,**

Defendants.

)
) **CASE NO. 8:00-CIV**
) **-1443-T-24(F)**

)
) **FINAL JUDGMENT**
) **OF PERMANENT**
) **INJUNCTION AND**
) **OTHER RELIEF**

On July 17, 2000, the Securities and Exchange Commission ("Plaintiff"), filed an action against Jason M. Chester ("Chester") and JMAX Online Communications, Inc. ("JMAX") (collectively, "Defendants"). Defendants, by their Consent affixed hereto, without admitting or denying any of the allegations in Plaintiff's Complaint or any other paper filed herein, except as to the jurisdiction of this Court, have agreed to the entry of this Final Judgment Of Permanent Injunction And Other Relief ("Permanent Injunction"). This Court having accepted such Consent and this Court having jurisdiction over Defendants and the subject matter hereof, and the Court being fully advised of the premises,

I.

**PERMANENT INJUNCTIVE RELIEF --
SECTION 17(B) OF THE SECURITIES ACT**

IT IS HEREBY ORDERED that Defendants, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from, by the use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, publishing,

giving publicity to, or circulating any notice, circular, advertisement, newspaper, article, letter, investment service, or communication which, though not purporting to offer a security for sale, describes such security for a consideration received or to be received, directly or indirectly, from an issuer, underwriter or dealer, without fully disclosing the receipt, whether past or prospective, of such consideration and the amount thereof, in violation of Section 17(b) of the Securities Act of 1933 ("Securities Act"), 15 U.S.C. § 77q(b).

II.

**PERMANENT INJUNCTIVE RELIEF –
SECTION 17(A)(1) OF THE SECURITIES ACT**

IT IS HEREBY FURTHER ORDERED that Defendants, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by the use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, in the offer or sale of securities, knowingly, willfully or recklessly employing any device, scheme or artifice to defraud, in violation of Section 17(a)(1) of the Securities Act, 15 U.S.C. § 77q(a)(1).

III.

**PERMANENT INJUNCTIVE RELIEF –
SECTIONS 17(A)(2) & (3) OF THE SECURITIES ACT**

IT IS HEREBY FURTHER ORDERED that Defendants, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by the use of any

means or instruments of transportation or communication in interstate commerce or by the use of the mails, in the offer or sale of securities, (i) obtaining money or property by means of any untrue statement of material fact or any omission 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 (ii) engaging in any transaction, practice or course of business which has operated or would operate as a fraud or deceit upon the purchasers and prospective purchasers of such securities, in violation of Sections 17(a)(2) & (3) of the Securities Act, 15 U.S.C. §§ 77q(a)(2) & (3).

IV.

**PERMANENT INJUNCTIVE RELIEF –
SECTION 10(B) OF THE EXCHANGE ACT AND RULE 10B-5**

IT IS HEREBY FURTHER ORDERED that Defendants, their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with them, and each of them, are hereby permanently restrained and enjoined from directly or indirectly, by the use of 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 securities, knowingly, willfully or recklessly: (i) employing any device, scheme or artifice to defraud; (ii) making any untrue statement of material fact or omitting 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 (iii) engaging in any act, practice or course of business which has operated, is now operating or would operate as a fraud upon the purchasers of such securities, in violation of Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act"), 15 U.S.C. § 78j(b), and Rule 10b-5, 17 C.F.R. § 240.10b-5, thereunder.

V.

DISGORGEMENT

IT IS HEREBY FURTHER ORDERED that Defendants shall, no later than 60 days from the date of this Order, pay disgorgement of \$1,425.00, plus pre-judgment interest thereon in the amount of \$19.06. The amount to be disgorged and the prejudgment interest on that amount shall be paid into the United States Treasury. Defendants Chester and JMAX are jointly and severally liable for payment of the above-described disgorgement plus prejudgment interest.

VI.

PENALTIES

IT IS HEREBY FURTHER ORDERED that Defendants, in addition to the relief ordered in paragraph V of this Final Judgment, shall pay to the United States Treasury no later than 60 days from the date of this Order, a civil penalty pursuant to Section 21(d)(3) of the Exchange Act (15 U.S.C. § 78u(d)(3)) and Section 20(d) of the Securities Act (15 U.S.C. § 77t(d)) in the amount of \$20,000.00. Defendants Chester and JMAX are jointly and severally liable for payment of the above-described civil penalty.

VII.

PAYMENT INSTRUCTIONS

IT IS HEREBY FURTHER ORDERED that, no later than 60 days from the date of this Order, payment of disgorgement, prejudgment interest thereon, and civil penalty, in the total amount of \$21,444.06, shall be: (1) made by United States postal money order, certified check, bank cashier's check, or bank money order; (2) made payable to the Securities and Exchange

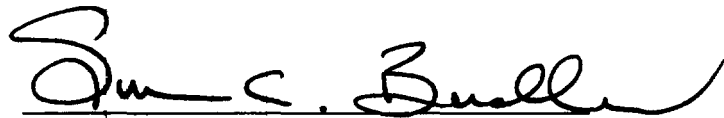
Commission; (3) transmitted to the Comptroller, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington D.C. 20549; and (4) submitted under cover letter that specifies the defendants in this proceeding, and the Commission's case number (A-2531), a copy of which cover letter and money order or check shall be sent to Harold E. Schimkat, Securities and Exchange Commission, Southeast Regional Office, 1401 Brickell Avenue, Suite 200, Miami, Florida 33131.

VIII.

RETENTION OF JURISDICTION

IT IS HEREBY FURTHER ORDERED that this Court shall retain jurisdiction over this matter and Defendants in order to implement and carry out the terms of all Orders and Decrees that may be entered and 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 at 9:00 o'clock, A m. this 17th day of August, 2000,
at Tampa, Florida.


United States District Judge

Copies to:

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