

WAYNE M. CARLIN (WC-2114)
Regional Director

3/15/02



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DOC # 133

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

- against -

THE OAKFORD CORPORATION, et al.,

Defendants.
-----X

00 Civ. 2426 (JSR)

FINAL JUDGMENT AGAINST DEFENDANT EDWARD J. MUEGER ON CONSENT

Defendant Edward J. Mueger ("Defendant") having (i) entered a general appearance; (ii) consented to the Court's jurisdiction over Defendant and the subject matter of this action; (iii) without admitting or denying the allegations of the Complaint, consented to entry of this Judgment without further notice; (iv) waived findings of fact and conclusions of law; and (v) waived any right to appeal from this Judgment, it is now

I.

ORDERED, ADJUDGED AND DECREED that Defendant, and Defendant's officers, agents, servants, employees and attorneys-in-fact, and those persons in active concert or participation with them who receive actual notice of this Judgment, are permanently restrained and enjoined from:

A. violating Section 11(a) of the Securities Exchange Act of 1934 (15 U.S.C. §78k(a)) and Rule 11a-1 thereunder (17 C.F.R. §240.11a-1) by

1. effecting any transaction on any national securities exchange of which he is a member, for his own account, the account of an associated person, or an account with respect to which he or an associated person thereof exercises investment discretion; or
2. initiating, while on the floor of any national securities exchange of which he is a member, any transaction in any security admitted to trading on such exchange, for any account in which he has an interest, or any account with respect to which he has discretion as to the time of execution, the choice of security to be bought or sold, the total amount of any security to be bought or sold, or whether such transaction shall be one of purchase or sale; and

B. violating Section 17(a) of the Securities Exchange Act of 1934 (15 U.S.C. §78q(a)) and Rules 17a-3 thereunder (17 C.F.R. §240.17a-3).

II.

ORDERED, ADJUDGED AND DECREED that Defendant pay disgorgement in the amount of \$ \$4,989,545.67, representing \$2,889,098.00 as a result of the conduct alleged in the Complaint, together with pre-judgment interest in the amount of \$2,100,447.67. Based upon Defendant's sworn representations in his Statement of Financial Condition dated December 14, 2001, and other documents submitted to the Commission, payment of disgorgement and pre-judgment interest thereon is waived, contingent upon the accuracy and completeness of his Statement of Financial Condition.

III.

ORDERED, ADJUDGED AND DECREED that based on Defendant's sworn representations in his Statement of Financial Condition dated December 14, 2001, and other documents submitted to the Commission, the Court is not ordering Defendant to pay a civil penalty. The determination not to impose a civil penalty and to waive payment of disgorgement and pre-judgment interest thereon is contingent upon the accuracy and completeness of his

Statement of Financial Condition. If at any time following the entry of this Final Judgment the Commission obtains information indicating that Defendant's representations to the Commission concerning his assets, income, liabilities, or net worth were fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made, the Commission may, at its sole discretion and without prior notice to Defendant, petition the Court for an order requiring Defendant to pay the unpaid portion of the disgorgement, pre-judgment and post-judgment interest thereon, and the maximum civil penalty allowable under the law. In connection with any such petition, the only issue shall be whether the financial information provided by Defendant was fraudulent, misleading, inaccurate, or incomplete in any material respect as of the time such representations were made. In its petition, the Commission may move this Court to consider all available remedies, including, but not limited to, ordering Defendant to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of this Final Judgment. The Commission may also request additional discovery. Defendant may not, by way of defense to such petition: (1) challenge the validity of this Consent or the Final Judgment; (2) contest the allegations in the Complaint filed by the Commission; (3) assert that payment of disgorgement, pre-judgment and post-judgment interest or a civil penalty should not be ordered; (4) contest the amount of disgorgement and pre-judgment and post-judgment interest; (5) contest the imposition of the maximum civil penalty allowable under the law; or (6) assert any defense to liability or remedy, including, but not limited to, any statute of limitations defense.

There being no just reason for delay, pursuant to Fed. R. Civ. P. 54(b), the Clerk is ordered to enter this Judgment forthwith and without further notice.

Dated: 3/11/, 2002

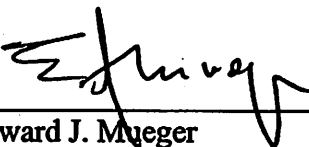

UNITED STATES DISTRICT JUDGE

THIS DOCUMENT WAS ENTERED
ON THE DOCKET ON _____

CONSENT OF DEFENDANT EDWARD J. MUEGER

1. Defendant Edward J. Mueger (i) enters a general appearance; (ii) consents to the Court's jurisdiction over Defendant and the subject matter of this action; (iii) without admitting or denying the allegations of the Complaint, consents to entry of the Final Judgment Against Defendant Edward J. Mueger On Consent ("Judgment") submitted with this Consent; (iv) waives findings of fact and conclusions of law; (v) agrees that the Judgment may be presented and entered without further notice; (vi) waives notice of entry and service of the Judgment; (vii) waives any right to appeal from the Judgment; (viii) acknowledges that this Consent and the Judgment embody the entire agreement resolving this action; and (ix) acknowledges that this Consent and the Judgment do not bind any agency of government other than Plaintiff Securities and Exchange Commission and, consistent with 17 CFR §202.5(f), waives any claim of double jeopardy based on settlement of this action.

2. Defendant Edward J. Mueger (i) understands the SEC's policy "not to permit a defendant or respondent to consent to a judgment or order that imposes a sanction while denying the allegations in the complaint," 17 CFR §202.5(e); (ii) agrees not to make or permit any public statement directly or indirectly denying the allegations of the Complaint or creating the impression that the Judgment is without factual basis; and (iii) agrees that if Defendant breaches this agreement, the SEC may move the Court to vacate the Judgment and restore this action to its active docket. Nothing in this provision affects Defendant's right to take legal or factual positions in litigation in which the SEC is not a party, or Defendant's testimonial obligations in any matter.



Edward J. Mueger

On December 18, 2000, Edward J. Mueger, a person known to me, personally appeared before me and acknowledged executing the foregoing Consent.



Notary Public

