

the annexed Consent of Defendant Timothy B. Daley ("Consent"), having admitted to the jurisdiction of this Court over him and over the subject matter of this action, having waived the filing of an Answer pursuant to Rule 12 of the Federal Rules of Civil Procedure and the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure, and, without admitting or denying the allegations contained in the Amended Complaint (except as to jurisdiction, which are admitted), having consented to the entry of this Final Consent Judgment Of Permanent Injunction and Other Relief As To Timothy B. Daley ("Final Judgment"), without further notice:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Daley be and hereby is permanently enjoined and restrained from, directly or indirectly, in connection with the offer, purchase or sale of any security, by the use of any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange, (1) employing any device, scheme, or artifice to defraud; (2) obtaining money or property by making, or otherwise making, any untrue statement of material fact or omitting 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 (3) engaging in any act, transaction, practice or course of business which would operate as a fraud or deceit upon any person in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a), and Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5 thereunder, 17 C.F.R. § 240.10b-5.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, within ninety (90) days of the entry of this Final Judgment, Daley shall pay disgorgement in the amount of \$63,736.50, representing his gains from the conduct alleged in the Amended Complaint, plus pre-judgment interest thereon in the amount of \$35,257.81

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the monies to be paid pursuant to paragraph II. shall be paid to the "Clerk of the Court - Middle District of Florida" at the United States District Court for the Middle District of Florida - Orlando Division, 80 Hughey Avenue - Room 218, Orlando, Florida 32801, under cover of a letter that identifies Daley and the name and civil action number of this litigation. A copy of the cover letter and payment shall simultaneously be transmitted to Carmen J. Lawrence, Regional Director, U.S. Securities and Exchange Commission,

Northeast Regional Office, 7 World Trade Center, 13th Floor,
New York, New York, 10048, Attn: Anahaita N. Kotval, Esq.

The monies to be paid pursuant to paragraph II. shall be deposited into an interest-bearing money market account with the Court Registry Investment System (the "CRIS Account"). Interest earned on the funds in the CRIS Account shall be credited to the CRIS Account and shall thereafter be treated in the same manner as principal. Further, funds in the CRIS Account shall be held until further order of the Court, and shall be disbursed in accordance with a plan of distribution to be submitted by the Commission and approved by the Court. In no event shall any portion of the account be returned to Daley, his successors or assigns.

IV.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, within ninety (90) days of the entry of this Final Judgment, Daley shall pay \$50,000 to the United States Treasury ("Treasury") as a civil penalty pursuant to Section 20(a) of the Securities Act, 15 U.S.C. § 77t(a), and Section 21(d) of the Exchange Act, 15 U.S.C. § 77u(d).

V.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the monies to be paid pursuant to paragraph IV. shall be made to the Treasury by U.S. postal money order, certified check, bank

cashier's check, or bank money order payable to the order of the Securities and Exchange Commission and shall be transmitted to the Comptroller, Securities and Exchange Commission, MAIL STOP 0-3, 450 Fifth Street, N.W., Washington, D.C., 20549, under cover of a letter that identifies Daley, the name and civil action number of this litigation, and the Court in which it was brought. A copy of the cover letter and payment shall simultaneously be transmitted to Carmen J. Lawrence, Regional Director, U.S. Securities and Exchange Commission, Northeast Regional Office, 7 World Trade Center, 13th Floor, New York, New York, 10048, Attn: Anahaita N. Kotval, Esq.

VI.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the provisions of the annexed Consent be, and the same hereby are, incorporated in this Final Judgment with the same force and effect as if fully set forth herein.

VII.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Final Judgment is binding upon Daley, his agents, servants, employees, and attorneys, and upon those persons in active concert or participation with Daley who receive actual notice of this Final Judgment by personal service or

otherwise, pursuant to Federal Rule of Civil Procedure
65(d).

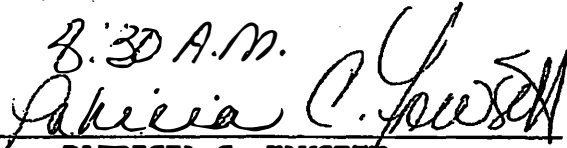
VIII.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that,
there being no just reason for delay, the Clerk of the Court
is hereby directed to enter this Final Judgment pursuant to
Rule 54(b) of the Federal Rules of Civil Procedure.

SO ORDERED.

Dated:

9-3-98 at 8:30 A.M.



PATRICIA C. FAWCETT

United States District Judge