



COMPLAINT, plus prejudgment interest thereon, provided, however, that a portion is waived, as detailed in Section III below, and a civil penalty is not assessed based upon Defendant Duke's demonstrated inability to pay; and it further appearing that this Court has jurisdiction over Defendant DUKE and the subject matter hereof, and the Court being fully advised in the premises:

I.

**IT IS HEREBY ORDERED, ADJUDGED AND DECREED** that Defendant DUKE, his officers, agents, servants, employees, attorneys, successors and assigns, and all persons in active concert or participation with them who receive actual notice of this FINAL JUDGMENT by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from violating 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] by, directly or indirectly, using any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange:

- (a) to employ any device, scheme or artifice to defraud;
- (b) to make any untrue statement of a 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

- (c) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person,

in connection with the purchase or sale of any security.

## II.

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendant DUKE, his officers, agents, servants, employees, attorneys, successors and assigns, and all persons in active concert or participation with them who receive actual notice of this FINAL JUDGMENT by personal service or otherwise, and each of them, be and hereby are permanently restrained and enjoined from violating Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)], by, directly or indirectly, 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 the use of the mails, or of any facility of any national securities exchange:

- (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 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

- (c) to engage in any transaction, act, practice, or course of business which operates or would operate as a fraud upon any purchaser.

III.

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendant DUKE pay disgorgement in the amount of \$100,726, representing the proceeds he received from the conduct alleged in the COMPLAINT, plus prejudgment interest thereon calculated at the rate established quarterly by the United States Internal Revenue Service for tax under payments, compounded quarterly ("prejudgment interest"). Defendant DUKE shall:

- (a) immediately upon entry of this Final Judgment and in partial payment of this disgorgement amount, relinquish ownership, title and control of, and surrender all rights, individually and/or as an officer of Defendant Meridian Management Services, LLC, to a 1997, 22 foot, 6 inch Bayliner Capri Model 2350SS boat (Hull Identification No. USCA48BDA797) and all equipment thereto, including any motors, trailer, fishing gear or other

equipment (the "boat and equipment") to National Liquidators, a division of G. Robert Toney and Associated Inc., of Ft. Lauderdale, Florida which shall promptly market and sell the boat and equipment at market price and shall deposit the sale proceeds, net reasonable expenses, to the Registry of this Court;

(b) immediately upon entry of this Final Judgment and in partial payment of this disgorgement amount, relinquish ownership, title and control of, and surrender all rights to a bank account at the Bank of Matteson, or any successor thereto, in the name of Team One Trust (account number 1100048380) for transfer and deposit to the Registry of this Court; and

(c) immediately upon entry of this Final Judgment, surrender all rights and claims, if any, to a bank account at Barnett Bank, or any successor thereto, in the name of Defendant Meridian Management Services, LLC (account number 1263768889).

IV.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that, based upon Defendant Duke's sworn Statement of Financial Condition, dated June 26, 2000, and submitted to the Commission, payment of the balance of total disgorgement and prejudgment interest thereon less the liquidated dollar value of the boat and equipment and the Team One Trust bank account surrendered pursuant to paragraphs (a) and (b) of Section III (the "Surrendered Amount") herein is waived, and the Court is not imposing a civil penalty pursuant to Section 20(d) of the Securities Act [15 U.S.C. § 77 (t) (d)] and Section 21(d) (3) of the Exchange Act [15 U.S.C. § 78u(d) (3)]. However, if at any time following the entry of this Final Judgment the COMMISSION obtains information indicating that Defendant DUKE'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 DUKE, petition the Court for an order requiring Defendant DUKE to pay the waived portion of disgorgement, that is \$100,726, less the Surrendered Amount, plus prejudgment and post-judgment interest on the total amount of disgorgement of \$100,726, and a civil penalty. In any such

petition, the COMMISSION may move the Court to consider all available remedies, including, but not limited to, ordering Defendant DUKE to pay funds or assets, directing the forfeiture of any assets, or sanctions for contempt of the Court's FINAL JUDGMENT, and the COMMISSION also may request related discovery. Defendant DUKE may not, by way of defense to such petition, challenge the validity of his Consent or this FINAL JUDGMENT, contest the allegations in the COMPLAINT, the amount of disgorgement and interest, or assert that disgorgement or the payment of a civil penalty should not be ordered.

V.

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that Defendant DUKE shall not make or cause to be made on his behalf any claim against any disgorgement fund created from assets disgorged by, or otherwise obtained from, any of the Defendants or Relief Defendants in this action or in the action SEC V. Koontz, et al. 98CV11904-NG (D. MA) ("Koontz action"), for distribution to investors who suffer or have suffered losses from the offer and sale of securities by any of the Defendants as alleged in this action or in the Koontz action.

VI.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the annexed CONSENT be, and hereby is, incorporated by reference herein with the same force and effect as if fully set forth herein.


VII.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction over Defendant DUKE as a party to this matter for all purposes including implementation and enforcement of the terms and conditions of this FINAL JUDGMENT.

VIII.

There being no just reason for delay, the Clerk of the Court is directed, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, to enter this FINAL JUDGMENT forthwith.

DONE AND ORDERED at Boston, Massachusetts, this 5 day of December, 2000.

  
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NANCY GERTNER  
UNITED STATES DISTRICT JUDGE