

§§ 78u(d), 78u(e), 78u-1 and 78aa]. Venue lies in this Court pursuant to Section 27 of the Exchange Act [15 U.S.C. § 78aa]. Certain of the acts, practices, transactions and courses of business alleged herein occurred within the Southern District of Florida. For example, while in the Southern District of Florida, Defendant Norelid acquired material, nonpublic information related to the SACI-Jamba Juice merger. Defendant Norelid disclosed such information to Defendant Simoes in the Southern District of Florida. Both Defendants were located in the Southern District of Florida when they engaged in the trading of SACI securities while in possession of material, nonpublic information.

3. The Defendants have directly or indirectly made use of the means and instrumentalities of interstate commerce, and of the mails, and of the facilities of a national securities exchange in connection with the transactions, acts, practices and courses of business alleged herein.

4. The Defendants will, unless restrained and enjoined, continue to engage in the acts, practices and courses of business alleged herein, and in transactions, acts, practices and courses of business of similar purport and object.

DEFENDANTS

5. Defendant Norelid is 54 years old and resides in Fort Lauderdale, Florida. Defendant Norelid was a contract employee with a financial consulting company retained by SACI to conduct due diligence in February 2006 in connection with SACI's acquisition of Jamba Juice.

6. Defendant Pedro Gil Simoes is 39 years old and resides in Lighthouse Point, Florida. He is a relative by marriage of Defendant Norelid.

RELEVANT ENTITIES

7. SACI was, at the time of the insider trading, a special purpose acquisition company, incorporated in Delaware with its headquarters in Fort Lauderdale, Florida. SACI's securities traded on the American Stock Exchange or AMEX.

8. Jamba Juice, Inc., was, at the relevant time, a privately held California corporation with its headquarters in San Francisco, California.

FACTUAL ALLEGATIONS

9. In early February 2006, Defendant Norelid learned that Jamba Juice was SACI's target when he was hired by the financial consulting company and assigned to the SACI engagement to assist in due diligence related to the merger, which was code-named "Tornado" to maintain confidentiality. Pursuant to an employment agreement with the financial consulting company, Defendant Norelid agreed to protect SACI's information, including merger information, from disclosure. The SACI principals instructed Defendant Norelid and others about their responsibility to maintain confidentiality of the merger transaction. In addition, the policies of the financial consulting company prohibited Norelid from acquiring SACI securities, and its managing director orally advised Defendant Norelid of his confidentiality obligations related to the Tornado initiative. From on or about February 7, 2006, until at least March 29, 2006, Defendant Norelid had access to material, nonpublic information related to the SACI-Jamba Juice merger.

10. In late February 2006, Defendant Norelid told Defendant Simoes at a family barbecue that SACI intended to acquire Jamba Juice.

11. On March 3, 2006, SACI presented its merger proposal to the Jamba Juice Board of Directors.

12. While in possession of material, nonpublic information concerning the proposed but unannounced merger agreement between SACI and Jamba Juice, Inc., on March 7-8, 2006, Defendant Norelid purchased 2,000 shares of SACI stock, then trading at \$7.45 per share; and, on March 9, 2006, while in possession of such material, nonpublic information, Defendant Simoes purchased 1,000 shares of SACI stock, then trading at \$7.45 per share.

13. On March 10, 2006, the Jamba Juice Board of Directors approved the proposed merger.

14. On March 13, 2006, SACI issued a press release publicly disclosing the merger agreement between SACI and Jamba Juice. As a result of the announcement, SACI's common stock jumped more than 34% over its previous day closing price.

15. On March 22, 2006, Defendant Norelid sold the SACI stock purchased prior to the announcement, then trading at \$10 per share, for a profit of approximately \$5,102. On March 26, 2006, Defendant Simoes sold his SACI stock, then trading at \$11.28 per share, for a profit of approximately \$3,763.

CLAIM FOR RELIEF

Violations of Exchange Act Section 10(b) and Rule 10b-5 Promulgated Thereunder

16. Paragraphs 1 through 15 are realleged and incorporated by reference.

17. Upon information and belief, at the time the Defendants purchased the SACI securities as set forth above, they were in possession of material, nonpublic information about SACI's offer to acquire Jamba Juice, Inc. Defendant Norelid knew, or

had reason to know, or recklessly disregarded the fact, that his trading was in breach of fiduciary duties or similar duties of trust and confidence he owed to the shareholders of SACI. Defendant Simoes knew, or had reason to know, or recklessly disregarded the fact, that the nonpublic information about the acquisition had been communicated to him by Defendant Norelid in breach of Defendant Norelid's fiduciary or similar duty of trust and confidence.

18. The Defendants illegally profited from their trades when the price of SACI stock rose in response to the announcement of the proposed acquisition.

19. By reason of the foregoing, the Defendants, directly and indirectly, violated Section 10(b) of the Exchange Act [15 U.S.C Sec 78j(b)] and Rule 10b-5 thereunder [17 C.F.R Sec 240.10b-5], and are likely to commit such violations in the future unless enjoined from doing so.

RELIEF SOUGHT

WHEREFORE, the SEC respectfully requests that this Court enter final judgment:

(a) Finding that Defendant Norelid has engaged in the conduct described above and that in so doing, he has violated Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder.

(b) Finding that Defendant Simoes has engaged in the conduct described above and that in so doing, he has violated Section 10(b) of the Securities Exchange Act and Rule 10b-5 thereunder.

(c) Permanently, restraining and enjoining each of the Defendants, their agents, servants, employees, attorneys in-fact, and all persons in active concert or participation

with them who receive actual notice of the injunction by personal service or otherwise, and each of them, from violating Section 10(b) of the Exchange Act, and Rule 10b-5 thereunder.

(d) Ordering Defendants to disgorge all profits realized from the unlawful trading alleged herein, with prejudgment interest.

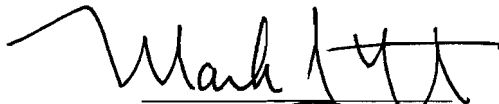
(e) Ordering Defendants to pay civil money penalties pursuant to Section 21A of the Exchange Act [15 U.S.C. § 78u-1];

(f) Granting such other relief as this Court may deem just and appropriate.

Dated: September 23, 2008

Washington, D.C.

Respectfully submitted,



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