

UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF NEW YORK

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SECURITIES AND EXCHANGE COMMISSION, :

Plaintiff, :

-against- :

PITTSFORD CAPITAL INCOME PARTNERS, L.L.C., :

PITTSFORD INCOME PARTNERS II, L.L.C., :

PITTSFORD INCOME PARTNERS III, L.L.C., :

PITTSFORD INCOME PARTNERS IV, L.L.C., :

PITTSFORD INCOME PARTNERS V, L.L.C., :

JEFFERSON INCOME PARTNERS, L.L.C., :

PITTSFORD CAPITAL, L.L.C. :

PITTSFORD CAPITAL MORTGAGE :

PARTNERS, L.L.C., :

PITTSFORD CAPITAL GROUP, INC., :

MARK PALAZZO, and :

EDWARD TACKABERRY, :

Defendants, :

and :

COMMUNICATE WIRELESS, L.L.C, :

MONROE WIRELESS, L.L.C., and :

MICHAEL LATINI, :

Relief Defendants. :

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**FINAL JUDGMENT AS TO DEFENDANTS**  
**MARK PALAZZO AND EDWARD TACKABERRY**

The United States Securities and Exchange Commission ("Commission"), having filed a Complaint on July 14, 2006; defendants Mark Palazzo ("Palazzo") and Edward Tackaberry ("Tackaberry") having answered the complaint; the Commission, following discovery, having filed a motion for summary judgment pursuant to Rule 56 of the Federal Rules of Civil Procedure; the Court on August 23, 2007, having issued a Decision and Order granting the

Commission's motion for summary judgment and finding that Palazzo and Tackaberry violated Section 10(b) of the Securities Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], and Section 17(a) of the Securities Act of 1933 (the "Securities Act") [15 U.S.C. § 77q(a)] and, without further notice:

**I.**

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED** that Palazzo and Tackaberry and their agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from violating, directly or indirectly, Section 10(b) of the Exchange Act [15 U.S.C. § 78j(b)] and Rule 10b-5 [17 C.F.R. § 240.10b-5], by using 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 security:

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

**II.**

**IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that Palazzo and Tackaberry and their agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Final Judgment by personal

service or otherwise are permanently restrained and enjoined from violating Section 17(a) of the Securities Act [15 U.S.C. § 77q(a)] 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 use of the mails, directly or indirectly:

- (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 of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading;  
or
- (c) to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

### III.

**IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that Palazzo and Tackaberry are jointly and severally liable for disgorgement of \$11,725,294.82, representing the proceeds of their fraudulent conduct, together with prejudgment interest, as provided for in the Court's Decision and Order dated August 23, 2007, in the amount of \$14,028,728.07, for a total of \$25,754,022.90. The Commission may enforce the Court's judgment for disgorgement and prejudgment interest by moving for civil contempt, and/or through other collection procedures authorized by law, at any time after ten (10) business days following entry of this Final Judgment. In response to any such civil contempt motion by the Commission, Palazzo and Tackaberry may assert any legally permissible defense. Palazzo and Tackaberry shall satisfy their obligation by paying \$25,754,022.90 within ten (10) business days

to the Clerk of this Court, together with a cover letter identifying Mark Palazzo and Edward Tackaberry as defendants in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Palazzo and Tackaberry shall simultaneously transmit photocopies of such payment and letter to the Commission's counsel in this action. By making this payment, Palazzo and Tackaberry relinquish all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to them. The Clerk shall deposit the funds into an interest bearing account with the Court Registry Investment System ("CRIS") or any other type of interest bearing account that is utilized by the Court. These funds, together with any interest and income earned thereon (collectively, the "Fund"), shall be held in the interest bearing account until further order of the Court. In accordance with 28 U.S.C. § 1914 and the guidelines set by the Director of the Administrative Office of the United States Courts, the Clerk is directed, without further order of this Court, to deduct from the income earned on the money in the Fund a fee equal to ten percent of the income earned on the Fund. Such fee shall not exceed that authorized by the Judicial Conference of the United States. The Commission, in its discretion, may propose a plan to distribute the Fund subject to the Court's approval, or may send the Fund to the U.S. Treasury. Defendant shall pay post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

#### IV.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Palazzo shall pay a civil penalty in the amount of \$75,000 pursuant to 15 U.S.C. §§ 77t(d) and 78u(d)(3). Palazzo shall make this payment within ten (10) business days after entry of this Final Judgment by

certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Mark Palazzo as a defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Palazzo shall pay post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

V.

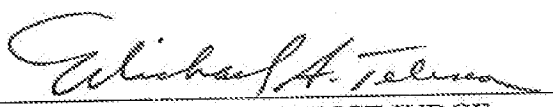
**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that Tackaberry shall pay a civil penalty in the amount of \$75,000 pursuant to 15 U.S.C. §§ 77t(d) and 78u(d)(3). Tackaberry shall make this payment within ten (10) business days after entry of this Final Judgment by certified check, bank cashier's check, or United States postal money order payable to the Securities and Exchange Commission. The payment shall be delivered or mailed to the Office of Financial Management, Securities and Exchange Commission, Operations Center, 6432 General Green Way, Mail Stop 0-3, Alexandria, Virginia 22312, and shall be accompanied by a letter identifying Edward Tackaberry as a defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Tackaberry shall pay post-judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

VI.

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Final Judgment.

**SO ORDERED.**

Dated: Aug 30, 2007

  
UNITED STATES DISTRICT JUDGE