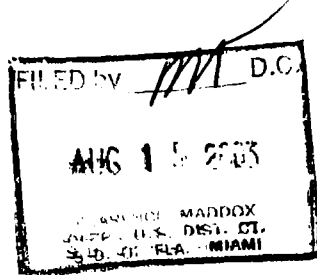


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 02-14222-CIV-MOORE

SECURITIES AND EXCHANGE COMMISSION,)
)
 Plaintiff,)
)
)
 v.)
)
)
 JEFFREY D. CHANDLER and)
 RANDALL JORDAN,)
)
 Defendants.)



**FINAL JUDGMENT SETTING DISGORGEMENT,
PREJUDGMENT INTEREST, AND A CIVIL PENALTY AGAINST
DEFENDANT JEFFREY D. CHANDLER**

Plaintiff Securities and Exchange Commission (“SEC” or “Commission”) commenced this action by filing its Complaint against, among others, Defendant Jeffrey D. Chandler (“Defendant”). In its Complaint, the Commission sought, among other relief, a permanent injunction to prohibit violations by the Defendant of Sections 5(a), 5(c), 17(a)(1), 17(a)(2) and 17 (a)(3) of the Securities Act of 1933 (“Securities Act”), and Section 10(b) of the Securities Exchange Act of 1934 (“Exchange Act”), and Rule 10b-5, thereunder, an order providing for disgorgement and prejudgment interest thereon, and imposition of a civil money penalty against Defendant pursuant to Section 20(d) of the Securities Act and Section 21(d) of the Exchange Act.

On November 7, 2002, this Court entered a Judgment of Permanent Injunction and Other Relief against Defendant, by his Consent, which judgment provided for disgorgement,

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W/C

prejudgment interest thereon, and the imposition of a civil money penalty, in amounts to be determined upon agreement of the parties or, should the parties not agree, as determined by the Court upon the Commission's motion.

Defendant, by his Consent attached hereto and incorporated herein, and without admitting or denying any of the allegations in the Commission's Complaint or any other paper filed herein, except as to the jurisdiction of this Court, has agreed to the entry of this Final Judgment Setting Disgorgement, Prejudgment Interest and Civil Penalty ("Final Judgment"). This Court having accepted such Consent and this Court having jurisdiction over the Defendant and the subject matter hereof, and the Court being fully advised in the premises,

I.

DISGORGEMENT & CIVIL PENALTY

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant is liable for disgorgement in the amount of \$1,555,000, plus prejudgment interest thereon in the amount of \$39,108.25, for a total of \$1,594,108.25.

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that the Defendant shall pay a civil penalty in the amount of \$110,000, pursuant to Section 20(d) of the Securities Act, 15 U.S.C. § 77t(d) and Section 21(d)(3) of the Exchange Act, 15 U.S.C. § 78u(d)(3).

II.

PAYMENT INSTRUCTIONS

Defendant shall have thirty (30) days after the entry of this Final Judgment to pay the disgorgement and civil penalty ordered herein within by sending a U.S. postal money

order, certified check, bank cashier's check or bank money order payable to the U.S. Securities and Exchange Commission, and transmitted to the Comptroller, U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549, under cover of a letter that identifies Defendant, the caption and case number of this action and the name of this Court. Copies of such check and accompanying cover letter shall be simultaneously transmitted to Teresa J. Verges, Regional Trial Counsel, U.S. Securities and Exchange Commission, Southeast Regional Office, 801 Brickell Avenue, Suite 1800, Miami, Florida 33131.

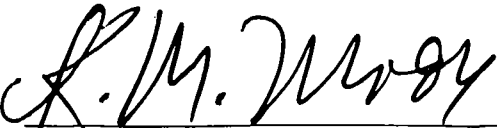
III.

RETENTION OF JURISDICTION

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that this Court shall retain jurisdiction over this matter and Defendant in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court for 120 days, and will order other relief that this Court deems appropriate under the circumstances.

DONE AND ORDERED
Miami, Florida.

this ~~4th~~ day of August, 2003 at



K. MICHAEL MOORE
UNITED STATES DISTRICT JUDGE

Copies to:

All parties and counsel of record