

1 JOHN E. BIRKENHEIER  
 Email: birkenheierj@sec.gov  
 2 ANDREA R. WOOD  
 Email: woodar@sec.gov  
 3 MARGARET GEMBALA NELSON  
 Email: nelsonm@sec.gov  
 4 U.S. Securities and Exchange Commission  
 175 W. Jackson Blvd., Suite 900  
 5 Chicago, Illinois 60604  
 Telephone: (312) 353-7390  
 6 Facsimile: (312) 353-7398

7 LOCAL COUNSEL  
 DAVID J. VAN HAVERMAAT, Cal. Bar No. 175761  
 8 Email: vanhavermaatd@sec.gov  
 U.S. Securities and Exchange Commission  
 9 5670 Wilshire Blvd., 11th Floor  
 Los Angeles, California 90036  
 10 Telephone: (323) 965-3998  
 Facsimile: (323) 965-3908  
 11 Attorneys for Plaintiff  
 U.S. Securities and Exchange Commission

12  
 13 **UNITED STATES DISTRICT COURT**  
 14 **CENTRAL DISTRICT OF CALIFORNIA**

15 SECURITIES AND EXCHANGE  
 16 COMMISSION,

17 Plaintiff,

18 vs.

19 GLOBAL MATERIALS & SERVICES,  
 INC. et al.,

20 Defendants,

21 and

22 FLINN SPRINGS INN, INC.,

23 Relief Defendant.  
 24  
 25  
 26  
 27  
 28

Case No. SACV 08-881 DOC (RNBx)

**FINAL JUDGMENT AS TO  
 DEFENDANT  
 EDIFY CAPITAL GROUP, INC.**

1 The Securities and Exchange Commission having filed a Complaint and  
2 Defendant Edify Capital Group, Inc. having entered a general appearance;  
3 consented to the Court's jurisdiction over Defendant and the subject matter of this  
4 action; consented to entry of this Final Judgment without admitting or denying the  
5 allegations of the Complaint (except as to jurisdiction); waived findings of fact and  
6 conclusions of law; and waived any right to appeal from this Final Judgment:

7 I.

8 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant  
9 and Defendant's agents, servants, employees, attorneys and all persons in active  
10 concert or participation with them who receive actual notice of this Final Judgment  
11 by personal service or otherwise are permanently restrained and enjoined from  
12 violating Section 5 of the Securities Act ("Securities Act") [15 U.S.C. § 77e] by,  
13 directly or indirectly, in the absence of any applicable exemption:

14 (a) Unless a registration statement is in effect as to a security, making use  
15 of any means or instruments of transportation or communication in the  
16 interstate commerce or of the mails to sell such security through the use or  
17 medium of any prospectus or otherwise;

18 (b) Unless a registration statement is in effect as to a security, carrying or  
19 causing to be carried through the mails or in interstate commerce, by any  
20 means or instruments of transportation, any such security for the purpose of  
21 sale or for delivery after sale; or

22 (c) Making use of any means or instruments of transportation or  
23 communication in interstate commerce or of the mails to offer to sell or offer  
24 to buy through the use or medium of any prospectus or otherwise any  
25 security, unless a registration statement has been filed with the Commission  
26 as to such security, or while the registration statement is the subject of a  
27 refusal order or stop order or (prior to the effective date of the registration  
28

1 statement) any public proceeding or examination under Section 8 of the  
2 Securities Act [15 U.S.C. § 77h].

3 II.

4 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED  
5 that Defendant and Defendant's agents, servants, employees, attorneys, and all  
6 persons in active concert or participation with them who receive actual notice of  
7 this Final Judgment by personal service or otherwise are permanently restrained  
8 and enjoined from violating, directly or indirectly, Section 10(b) of the Securities  
9 Exchange Act of 1934 (the "Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5  
10 promulgated thereunder [17 C.F.R. § 240.10b-5], by using any means or  
11 instrumentality of interstate commerce, or of the mails, or of any facility of any  
12 national securities exchange, in connection with the purchase or sale of any  
13 security:

- 14 (a) to employ any device, scheme, or artifice to defraud;
- 15 (b) to make any untrue statement of a material fact or to omit to state a  
16 material fact necessary in order to make the statements made, in the light of  
17 the circumstances under which they were made, not misleading; or
- 18 (c) to engage in any act, practice, or course of business which operates or  
19 would operate as a fraud or deceit upon any person.

20 III.

21 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the  
22 Consent is incorporated herein with the same force and effect as if fully set forth  
23 herein, and that Defendant shall comply with all of the undertakings and  
24 agreements set forth therein.

25 IV.

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

V.

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.

Dated: August 11, 2010



---

UNITED STATES DISTRICT JUDGE

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28