

**JS-6**

**UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA  
SOUTHERN DIVISION**

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

BRETT M. BARTLETT, SCOTT A.  
MILLER, DYNASTY TOYS, INC.,  
THE 7M EGROUP CORP.,  
CONCEPT MANAGEMENT  
COMPANY LLC, and DYNASTY,  
INC.,

Defendants.

Case No. 8:23-cv-00765-CJC(JDEx)

**FINAL JUDGMENT AS TO  
DEFENDANT CONCEPT  
MANAGEMENT COMPANY LLC**

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1 The Clerk entered default against Defendants Brett M. Bartlett, Scott A. Miller,  
2 Dynasty Toys, Inc., The 7M eGroup Corp., Concept Management Company LLC  
3 (“CMC”), and Dynasty, Inc. (collectively, “Defaulting Defendants”) for failing to  
4 answer or otherwise respond to the Complaint. Dkt. Nos. 20-25. Plaintiff Securities  
5 and Exchange Commission (“SEC” or “Commission”) moved for default judgment  
6 against all Defendants (Dkt. No. 29), which the Court GRANTED. (Dkt. No. 35.)

7 I.

8 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant  
9 CMC, is permanently restrained and enjoined from violating, directly or indirectly,  
10 Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) [15  
11 U.S.C. § 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by  
12 using any means or instrumentality of interstate commerce, or of the mails, or of any  
13 facility of any national securities exchange, in connection with the purchase or sale of  
14 any security:

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

21 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as  
22 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also  
23 binds the following who receive actual notice of this Judgment by personal service or  
24 otherwise: (a) Defendant’s officers, agents, servants, employees, and attorneys; and  
25 (b) other persons in active concert or participation with Defendant or with anyone  
26 described in (a).

27 II.

28 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that

1 Defendant CMC, is permanently restrained and enjoined from violating Section 17(a)  
2 of the Securities Act of 1933 (the “Securities Act”) [15 U.S.C. § 77q(a)] in the offer  
3 or sale of any security by the use of any means or instruments of transportation or  
4 communication in interstate commerce or by use of the mails, directly or indirectly:

- 5 (a) to employ any device, scheme, or artifice to defraud;
- 6 (b) to obtain money or property by means of any untrue statement of a  
7 material fact or any omission of a material fact necessary in order to  
8 make the statements made, in light of the circumstances under which  
9 they were made, not misleading; or
- 10 (c) to engage in any transaction, practice, or course of business which  
11 operates or would operate as a fraud or deceit upon the purchaser.

12 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as  
13 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also  
14 binds the following who receive actual notice of this Judgment by personal service or  
15 otherwise: (a) Defendant’s officers, agents, servants, employees, and attorneys; and  
16 (b) other persons in active concert or participation with Defendant or with anyone  
17 described in (a).

18 III.

19 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that  
20 Defendant CMC is permanently restrained and enjoined from violating Section 5 of  
21 the Securities Act [15 U.S.C. § 77e] by, directly or indirectly, in the absence of any  
22 applicable exemption:

- 23 (a) Unless a registration statement is in effect as to a security, making use of  
24 any means or instruments of transportation or communication in interstate commerce  
25 or of the mails to sell such security through the use or medium of any prospectus or  
26 otherwise;
- 27 (b) Unless a registration statement is in effect as to a security, carrying or  
28 causing to be carried through the mails or in interstate commerce, by any means or

1 instruments of transportation, any such security for the purpose of sale or for delivery  
2 after sale; or

3 (c) Making use of any means or instruments of transportation or  
4 communication in interstate commerce or of the mails to offer to sell or offer to buy  
5 through the use or medium of any prospectus or otherwise any security, unless a  
6 registration statement has been filed with the Commission as to such security, or  
7 while the registration statement is the subject of a refusal order or stop order or (prior  
8 to the effective date of the registration statement) any public proceeding or  
9 examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

10 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, as  
11 provided in Federal Rule of Civil Procedure 65(d)(2), the foregoing paragraph also  
12 binds the following who receive actual notice of this Final Judgment by personal  
13 service or otherwise: (a) Defendant's officers, agents, servants, employees, and  
14 attorneys; and (b) other persons in active concert or participation with Defendant or  
15 with anyone described in (a).

16 IV.

17 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that  
18 Defendant CMC, is liable for disgorgement of \$2,028,150.28, jointly and severally,  
19 with Defendant Brett A. Bartlett and Defendant Scott A. Miller, representing net  
20 profits gained as a result of the conduct alleged in the Complaint, together with  
21 prejudgment interest thereon in the amount of \$268,104.50, for a total of  
22 \$2,296,254.78 in disgorgement and prejudgment interest, and a civil penalty in the  
23 amount of \$1,116,140 pursuant to Section 20(d) of the Securities Act [15 U.S.C. §  
24 77t(d)] and Section 21(d)(3) of the Exchange Act [15 U.S.C. § 78u(d)(3)].

25 Defendant shall satisfy this obligation by paying \$3,412,394.78 to the  
26 Securities and Exchange Commission within 30 days after entry of this Final  
27 Judgment. Defendant may transmit payment electronically to the Commission, which  
28 will provide detailed ACH transfer/Fedwire instructions upon request. Payment may

1 also be made directly from a bank account via Pay.gov through the SEC website at  
2 <http://www.sec.gov/about/offices/ofm.htm>. Defendant may also pay by certified  
3 check, bank cashier's check, or United States postal money order payable to the  
4 Securities and Exchange Commission, which shall be delivered or mailed to

5 Enterprise Services Center  
6 Accounts Receivable Branch  
7 6500 South MacArthur Boulevard  
8 Oklahoma City, OK 73169

9 and shall be accompanied by a letter identifying the case title, civil action number,  
10 and name of this Court; CMC, as a defendant in this action; and specifying that  
11 payment is made pursuant to this Final Judgment.

12 Defendant shall simultaneously transmit photocopies of evidence of payment  
13 and case identifying information to the Commission's counsel in this action. By  
14 making this payment, Defendant relinquishes all legal and equitable right, title, and  
15 interest in such funds and no part of the funds shall be returned to Defendant.

16 The Commission may enforce the Court's judgment for disgorgement and  
17 prejudgment interest by using all collection procedures authorized by law, including,  
18 but not limited to, moving for civil contempt at any time after 30 days following entry  
19 of this Final Judgment.

20 The Commission may enforce the Court's judgment for penalties by the use of  
21 all collection procedures authorized by law, including the Federal Debt Collection  
22 Procedures Act, 28 U.S.C. § 3001 et seq., and moving for civil contempt for the  
23 violation of any Court orders issued in this action. Defendant shall pay post  
24 judgment interest on any amounts due after 30 days of the entry of this Final  
25 Judgment pursuant to 28 U.S.C. § 1961. The Commission shall hold the funds,  
26 together with any interest and income earned thereon (collectively, the "Fund"),  
27 pending further order of the Court.

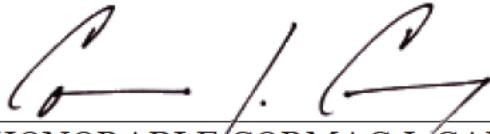
28 The Commission may propose a plan to distribute the Fund subject to the



1 Rules of Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith  
2 and without further notice.

3 IT IS SO ORDERED.

4 Dated: September 19, 2023

  
HONORABLE CORMAC J. CARNEY  
UNITED STATES DISTRICT JUDGE