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9 **UNITED STATES DISTRICT COURT**  
 10 **CENTRAL DISTRICT OF CALIFORNIA**  
 11 **WESTERN DIVISION**

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 14 **SECURITIES AND EXCHANGE  
 COMMISSION,**

15 Plaintiff,

16 v.

17 **MICHAEL W. PERRY and A. SCOTT  
 KEYS,**

18 Defendants.

Case No. CV-11-1309-R

**FINAL JUDGMENT AS TO  
DEFENDANT MICHAEL W. PERRY**

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1 The Securities and Exchange Commission having filed a Complaint and  
2 Defendant Michael W. Perry having entered a general appearance; consented to the  
3 Court's jurisdiction over Defendant and the subject matter of this action; consented  
4 to entry of this Final Judgment without admitting or denying the allegations of the  
5 Complaint (except as to jurisdiction); waived findings of fact and conclusions of  
6 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 17(a)(3) of the Securities Act of 1933 (the "Securities Act") [15  
13 U.S.C. §§ 77q(a)(3)] in the offer or sale of any security by the use of any means or  
14 instruments of transportation or communication in interstate commerce or by use  
15 of the mails, directly or indirectly, to engage in any transaction, practice, or course  
16 of business which operates or would operate as a fraud or deceit upon the  
17 purchaser.

18 **II.**

19 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant  
20 shall pay a civil penalty in the amount of \$80,000 pursuant to Section 20(d)(1) of the  
21 Securities Act [15 U.S.C. § 77t(d)(1)]. Defendant shall make this payment within 14  
22 days after entry of this Final Judgment by certified check, bank cashier's check, or  
23 United States postal money order payable to the Securities and Exchange Commission.  
24 The payment shall be delivered or mailed to the Enterprise Service Center, Accounts  
25 Receivable Branch, 6500 South MacArthur Boulevard, Oklahoma City, OK 73169, and  
26 shall be accompanied by a letter identifying Michael W. Perry as a defendant in this  
27 action; setting forth the title and civil action number of this action and the name of this  
28 Court; and specifying that payment is made pursuant to this Final Judgment. Defendant

1 shall pay post-judgment interest on any delinquent amounts pursuant to 28 USC § 1961.  
2 The Commission shall remit the funds paid pursuant to this paragraph to the United  
3 States Treasury.

4 **III.**

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

8 **IV.**

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

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14 DATED: Sept. 27, 2012

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17 UNITED STATES DISTRICT JUDGE  
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