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9 **UNITED STATES DISTRICT COURT**  
 10 **CENTRAL DISTRICT OF CALIFORNIA**  
 11 **Western Division**

12 **SECURITIES AND EXCHANGE**  
 13 **COMMISSION,**

14 Plaintiff,

15 vs.

16 **DIVERSE FINANCIAL**  
 17 **CORPORATION, ROY DEKEL, and**  
 18 **DAVID KANDELL,**

19 Defendants.

Case No. 8:15-cv-01746-PA-KES

**FINAL JUDGMENT AS TO**  
**DEFENDANT DIVERSE**  
**FINANCIAL CORPORATION**

The Honorable Percy Anderson

1 The Securities and Exchange Commission (“SEC”) having filed a Complaint,  
2 the Court having granted the SEC’s Motion for Summary Judgment and found  
3 Defendant Diverse Financial Corporation (the “Defendant”) liable on all counts  
4 asserted against it in the SEC’s Complaint, and Defendant Diverse Financial having  
5 consented to entry of this Final Judgment; waived any further 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 is  
9 permanently restrained and enjoined from violating, directly or indirectly, Section  
10 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) [15 U.S.C. §  
11 78j(b)] and Rule 10b-5 promulgated thereunder [17 C.F.R. § 240.10b-5], by using  
12 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 of the  
18 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 Final Judgment by personal  
24 service or otherwise: (a) Defendant’s officers, agents, servants, employees, and  
25 attorneys; and (b) other persons in active concert or participation with Defendant or  
26 with anyone described in (a).

1 II.

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

7 (a) to employ any device, scheme, or artifice to defraud;

8 (b) to obtain money or property by means of any untrue statement of a  
9 material fact or any omission of a material fact necessary in order to make the  
10 statements made, in light of the circumstances under which they were made,  
11 not misleading; or

12 (c) to engage in any transaction, practice, or course of business which  
13 operates or would operate as a fraud or deceit upon the purchaser.

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

20 III.

21 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant  
22 is liable, jointly and severally with Defendant Roy Dekel, for disgorgement of  
23 \$2,717,758.20, representing profits gained as a result of the conduct alleged in the  
24 Complaint, together with prejudgment interest thereon in the amount of \$108,023.57.  
25 Defendant shall satisfy this obligation by paying \$2,825,781.77 to the Securities and  
26 Exchange Commission within 14 days after entry of this Final Judgment.

27 Defendant may transmit payment electronically to the SEC, which will  
28 provide detailed ACH transfer/Fedwire instructions upon request. Payment may also

1 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; Diverse Financial's name as a defendant in this action; and  
11 specifying that 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 SEC's counsel in this action. By making this  
14 payment, Defendant relinquishes all legal and equitable right, title, and interest in  
15 such funds and no part of the funds shall be returned to Defendant. The SEC shall  
16 send the funds paid pursuant to this Final Judgment to the United States Treasury.

17 The SEC may enforce the Court's judgment for disgorgement and prejudgment  
18 interest by moving for civil contempt (and/or through other collection procedures  
19 authorized by law) at any time after 14 days following entry of this Final Judgment.

20 Defendant shall pay post judgment interest on any delinquent amounts pursuant to 28  
21 U.S.C. § 1961.

22 IV.

23 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the  
24 Consent is incorporated herein with the same force and effect as if fully set forth  
25 herein, and that Defendant shall comply with all of the undertakings and agreements  
26 set forth therein. The SEC staff may make reasonable requests for further evidence  
27 of compliance, and Defendant agrees to provide such evidence.  
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V.

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.

VI.

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: December 8, 2016

  
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UNITED STATES DISTRICT JUDGE