IN THE UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF ILLINOIS EASTERN DIVISION

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION,	
Plaintiff,	

v.

RICHARD DEAN CARTER,

Defendant.

Civil Action No. 10-6145

Hon. Robert W. Gettleman

AGREED MOTION FOR ENTRY OF CONSENT JUDGMENT AGAINST DEFENDANT <u>RICHARD DEAN CARTER</u>

Plaintiff United States Securities and Exchange Commission ("SEC") respectfully moves this Court for entry of judgment, by consent, against Defendant Richard Dean Carter ("Carter"). In support of this motion, the SEC states:

On September 24, 2010, the SEC filed this action against Carter, alleging that he violated Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") and Rule 10(b)-5 thereunder.

2. The SEC is attaching to this motion a consent signed by Carter, whereby Carter agrees to entry of a Judgment permanently enjoining Carter from violating Section 10(b) of the Exchange Act and Rule 10(b)-5 thereunder, barring Carter from acting as an officer or director of a public company, and barring Carter from participating in an offering of a penny stock. The Judgment also provides that upon motion of the SEC, the Court shall determine whether it is appropriate to order a civil penalty against Carter, and, if so, the amount of the civil penalty.

3. The SEC also is attaching to this motion the proposed Judgment to which Carter has consented. The SEC respectfully requests that the Court enter the proposed Judgment and award the relief requested therein. If the Court enters the proposed Judgment, this case will be resolved, except for the issue of any civil penalty against Carter.

WHEREFORE, the SEC respectfully requests that this Court: (i) grant this motion in its entirety; (ii) enter the proposed Judgment attached hereto; and (iii) grant any other relief this Court deems appropriate.

Dated: April 5, 2012

Respectfully submitted,

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

/s/ Eric M. Phillips

By: One of its Attorneys

Michael D. Wells (IL Bar No. 6276155) Eric M. Phillips (IL Bar No. 6237871) **United States Securities and Exchange Commission** 175 West Jackson Boulevard Ninth Floor Chicago, Illinois 60604 Telephone: (312) 353-7390 Facsimile: (312) 353-7398

CERTIFICATE OF SERVICE

I, Michael Wells, hereby certify that, on April 5, 2012, I caused a copy of the foregoing **Agreed Motion for Entry of a Consent Judgment Against Defendant Richard Dean Carter** to be served upon the following counsel by the Court's CM/ECF system:

Peter Berman (pberman@pbermanlaw.com) Peter J. Berman, Ltd. Willoughby Tower 8 S. Michigan Ave., Ste 3200 Chicago, Illinois 60603-3320 Telephone: (312) 578-8830 Facsimile: (312) 578-8835

/s/ Eric M. Phillips