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4 Attorneys for Plaintiff
 5 Robert J. Burson, Associate Regional Director
 Amy S. Cotter, Assistant Regional Director
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 Securities and Exchange Commission
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9 **UNITED STATES DISTRICT COURT**
 10 **DISTRICT OF NEVADA**
 11 **Northern Division**

13 SECURITIES AND EXCHANGE
 COMMISSION,

14 Plaintiff,

15 vs.

16 DAVID B. KAPLAN, ESQ.,
 17 SYNCHRONIZED ORGANIZATIONAL
 SOLUTIONS, LLC,
 18 SYNCHRONIZED ORGANIZATIONAL
 SOLUTIONS INTERNATIONAL, LTD.,
 19 and MANNA INTERNATIONAL
 ENTERPRISES, INC.,

20 Defendants,

21 and

22 LISA M. KAPLAN,
 23 THE WATER-WALKING
 FOUNDATION, INC., and
 24 MANNA INVESTMENTS, LLC,

25 Relief Defendants.

Case No. 3:16-cv-00270-MMD-VPC

Honorable Miranda Du

**STIPULATION FOR ENTRY OF FINAL
 JUDGMENT AGAINST RELIEF
 DEFENDANT LISA M. KAPLAN**

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 27 IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned parties, as
 28 follows:

1 1. The United States Securities and Exchange Commission (the “Commission”) and
2 Relief Defendant Lisa M. Kaplan (“Relief Defendant,” and together with the Commission, the
3 “Parties”) jointly move this Court to enter final judgment against Relief Defendant. The Parties
4 have reached a settlement, and jointly move this Court to enter the proposed final judgment and
5 resolve this matter.

6 2. The Parties have reached a settlement to resolve all claims against Relief Defendant.
7 The settlement includes: (1) disgorgement; and (2) prejudgment interest.

8 3. A proposed final judgment as to Relief Defendant is attached as Exhibit A. Among
9 other things, the proposed final judgment orders Relief Defendant to pay disgorgement in the
10 amount of \$340,764.75, plus prejudgment interest thereon in the amount of \$26,762.65.

11 4. Relief Defendant shall partially satisfy this obligation through the transfer of
12 balances held in the frozen accounts after entry of this Final Judgment, as set forth in sections II to
13 V of Exhibit A.

14 5. Without either admitting or denying the allegations of the complaint in this action,
15 Relief Defendant has consented to the entry of the proposed final judgment, as reflected in the
16 Consent attached as Exhibit B.

17 6. The settlement brings the litigation to a close, without the need for a trial, and thus
18 conserves the resources of the Court and the Parties.

19 7. The Parties agree that entry of the proposed final judgment is in the public interest,
20 and is a fair and reasonable resolution of this matter. *See SEC v. Citigroup Global Markets, Inc.*,
21 752 F.3d 285 (2d Cir. 2014).

22 8. The Parties respectfully request the entry of final judgment at the Court’s earliest
23 convenience.

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1 WHEREFORE, for the foregoing reasons, the parties jointly move this Court for entry of
2 final judgment against Relief Defendant.


3 Date: January 8, 2018
4

5 /s/ Alyssa A. Qualls
Alyssa A. Qualls (IL Bar No. 6292124)
6 175 West Jackson Blvd., Suite 1450
Chicago, Illinois 60604
7 Telephone: (312) 353-7390
8 Facsimile: (312) 353-7398
Email: quallsa@sec.gov

/s/ Lisa M. Kaplan
Lisa M. Kaplan
1314-B Cave Rock Drive
Glenbrook, NV 89413
Telephone: (509) 263-4625

9 Counsel for Plaintiff United States Securities
10 and Exchange Commission

11
12 IT IS SO ORDERED:



13
14 The Honorable Miranda Du
United States District Judge

Dated: January 8, 2018

EXHIBIT A

1 Alyssa A. Qualls (IL Bar No. 6292124)
Email: quallsa@sec.gov
2 Amy S. Cotter (IL Bar No. 6238157)
Email: cottera@sec.gov
3 Raven A. Winters (IL Bar No. 6291077)
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4 Attorneys for Plaintiff
5 Securities and Exchange Commission
Robert J. Burson, Associate Regional Director
6 Amy S. Cotter, Assistant Regional Director
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10 **UNITED STATES DISTRICT COURT**
11 **DISTRICT OF NEVADA**
12 **Northern Division**

13 SECURITIES AND EXCHANGE
14 COMMISSION,

15 Plaintiff,

16 vs.

17 DAVID B. KAPLAN, ESQ.,
18 SYNCHRONIZED ORGANIZATIONAL
19 SOLUTIONS, LLC,
20 SYNCHRONIZED ORGANIZATIONAL
SOLUTIONS INTERNATIONAL, LTD.,
and MANNA INTERNATIONAL
ENTERPRISES, INC.,

21 Defendants,

22 and

23 LISA M. KAPLAN,
24 THE WATER-WALKING
FOUNDATION, INC., and
MANNA INVESTMENTS, LLC,

25 Relief Defendants.
26
27
28

Case No. 3:13-cv-00270-MMD-VPC

Honorable Miranda Du

**FINAL JUDGMENT AS TO RELIEF
DEFENDANT LISA M. KAPLAN**

1 The Securities and Exchange Commission having filed a Complaint, Relief Defendant Lisa M.
2 Kaplan (“Relief Defendant”) having entered a general appearance; consented to the Court’s jurisdiction
3 over Relief Defendant and the subject matter of this action; consented to entry of this Final Judgment
4 without admitting or denying the allegations of the Complaint (except as to jurisdiction and except as
5 otherwise provided herein in paragraph VI); waived findings of fact and conclusions of law; and waived
6 any right to appeal from this Final Judgment:

7 I.

8 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that Relief Defendant
9 is liable for disgorgement of \$340,764.75, representing funds received as a result of the conduct alleged
10 in the Complaint, together with prejudgment interest thereon in the amount of \$26,762.65. Relief
11 Defendant shall partially satisfy this obligation through the transfer of balances held in the frozen
12 accounts after entry of this Final Judgment, as set forth in paragraphs II to V below. Any amounts paid
13 toward disgorgement by Relief Defendant shall be credited against the amount Defendants have been
14 ordered to disgorge.

15 The Commission may enforce the Court’s judgment for disgorgement and prejudgment interest
16 by moving for civil contempt (and/or through other collection procedures authorized by law) at any time
17 after 14 days following entry of this Final Judgment. Relief Defendant shall pay post judgment interest
18 on any delinquent amounts pursuant to 28 U.S.C. § 1961. The Commission shall hold the funds,
19 together with any interest and income earned thereon (collectively, the “Fund”), pending further order of
20 the Court.

21 The Commission may propose a plan to distribute the Fund subject to the Court’s approval.
22 Such a plan may provide that the Fund shall be distributed pursuant to the Fair Fund provisions of
23 Section 308(a) of the Sarbanes-Oxley Act of 2002. The Court shall retain jurisdiction over the
24 administration of any distribution of the Fund. If the Commission staff determines that the Fund will not
25 be distributed, the Commission shall send the funds paid pursuant to this Final Judgment to the United
26 States Treasury.

27 II.

28 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that within 3 days after being

1 served with a copy of this Final Judgment, TD Ameritrade (“TD Ameritrade”) shall transfer the entire
 2 balance of the following TD Ameritrade account which was frozen pursuant to an Order of this Court to
 3 the Commission:

Account Owner	Acct. Ending in:
Kaplan, Lisa M.	#XXX-2764

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 6 TD Ameritrade may transmit payment electronically to the Commission, which will provide
 7 detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a
 8 bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. TD
 9 Ameritrade also may transfer these funds by certified check, bank cashier’s check, or United States
 10 postal money order payable to the Securities and Exchange Commission, which shall be delivered or
 11 mailed to

12 Enterprise Services Center
 13 Accounts Receivable Branch
 14 6500 South MacArthur Boulevard
 15 Oklahoma City, OK 73169

16 and shall be accompanied by a letter identifying the case title, civil action number, and name of this
 17 Court; and specifying that payment is made pursuant to this Final Judgment.

18 III.

19 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that within 3 days after being
 20 served with a copy of this Final Judgment, Wells Fargo Bank, N.A. (“Wells Fargo”) shall transfer the
 21 entire balance of the following Wells Fargo accounts which were frozen pursuant to an Order of this
 22 Court to the Commission:

Account Owner	Acct. Ending in:
Kaplan, Lisa & David B.	#XXX-2016
Kaplan, Lisa & David B.	#XXX-9299

23
 24
 25 Wells Fargo may transmit payment electronically to the Commission, which will provide
 26 detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a
 27 bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Wells
 28

1 Fargo also may transfer these funds by certified check, bank cashier’s check, or United States postal
 2 money order payable to the Securities and Exchange Commission, which shall be delivered or mailed to

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

7 and shall be accompanied by a letter identifying the case title, civil action number, and name of this
 8 Court; and specifying that payment is made pursuant to this Final Judgment.

9 IV.

10 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that within 3 days after being
 11 served with a copy of this Final Judgment, Spokane Teachers Credit Union (“STCU”) shall transfer the
 12 entire balance of the following STCU account which was frozen pursuant to an Order of this Court to
 13 the Commission:

Account Owner	Acct. Ending in:
Kaplan, David B. and Lisa M. Cassie Kaplan House Savings	#XXX-4124
Kaplan, David B. and Lisa M.	#XXX-2526

16 STCU may transmit payment electronically to the Commission, which will provide detailed
 17 ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank
 18 account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. STCU also
 19 may transfer these funds by certified check, bank cashier’s check, or United States postal money order
 20 payable to the Securities and Exchange Commission, which shall be delivered or mailed to

21 Enterprise Services Center
 22 Accounts Receivable Branch
 23 6500 South MacArthur Boulevard
 24 Oklahoma City, OK 73169

25 and shall be accompanied by a letter identifying the case title, civil action number, and name of this
 26 Court; and specifying that payment is made pursuant to this Final Judgment.

27 V.

28 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that within 3 days after being
 served with a copy of this Final Judgment, JPMorgan Chase Bank, N.A. (“JPMC”) shall transfer the

1 entire balance of the following JPMC account which was frozen pursuant to an Order of this Court to the
2 Commission:

Account Owner	Acct. Ending in:
Kaplan, Lisa M.	#XXX-1795

5 JPMC may transmit payment electronically to the Commission, which will provide detailed
6 ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank
7 account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. JPMC also
8 may transfer these funds by certified check, bank cashier's check, or United States postal money order
9 payable to the Securities and Exchange Commission, which shall be delivered or mailed to

10 Enterprise Services Center
11 Accounts Receivable Branch
12 6500 South MacArthur Boulevard
13 Oklahoma City, OK 73169

14 and shall be accompanied by a letter identifying the case title, civil action number, and name of this
15 Court; and specifying that payment is made pursuant to this Final Judgment.

16 VI.

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

20 VII.

21 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, solely for purposes of
22 exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. § 523, the
23 allegations in the complaint are true and admitted by Relief Defendant, and further, any debt for
24 disgorgement, prejudgment interest, or other amounts due by Relief Defendant under this Final
25 Judgment or any other judgment, order, consent order, decree or settlement agreement entered in
26 connection with this proceeding, is a debt for the violation of the federal securities laws or any
27 regulation or order issued under such laws, as set forth in Section 523(a)(19) of the Bankruptcy Code, 11
28 U.S.C. § 523(a)(19).

VIII.

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.

Dated: _____, 2017

The Honorable Miranda Du
United States District Judge

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EXHIBIT B

1 Alyssa A. Qualls (IL Bar No. 6292124)
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2 Amy S. Cotter (IL Bar No. 6238157)
Email: cottera@sec.gov
3 Raven A. Winters (IL Bar No. 6291077)
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4 Attorneys for Plaintiff
5 Securities and Exchange Commission
Robert J. Burson, Associate Regional Director
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10 **UNITED STATES DISTRICT COURT**
11 **DISTRICT OF NEVADA**
12 **Northern Division**

13 SECURITIES AND EXCHANGE
14 COMMISSION,

15 Plaintiff,

16 vs.

17 DAVID B. KAPLAN, ESQ.,
18 SYNCHRONIZED ORGANIZATIONAL
19 SOLUTIONS, LLC,
20 SYNCHRONIZED ORGANIZATIONAL
SOLUTIONS INTERNATIONAL, LTD.,
and MANNA INTERNATIONAL
ENTERPRISES, INC.,

21 Defendants,

22 and

23 LISA M. KAPLAN,
24 THE WATER-WALKING
FOUNDATION, INC., and
MANNA INVESTMENTS, LLC,

25 Relief Defendants.
26
27
28

Case No. 3:16-cv-00270-MMD-VPC

Honorable Miranda Du

**CONSENT OF RELIEF DEFENDANT
LISA M. KAPLAN**

1 1. Relief Defendant Lisa M. Kaplan (“Relief Defendant”)¹ acknowledges having been
2 served with the Complaint in this action, enters a general appearance, and admits the Court’s
3 jurisdiction over Relief Defendant, and over the subject matter of this action.

4 2. Without admitting or denying the allegations of the complaint (except as provided
5 herein in paragraph 10 and except as to personal and subject matter jurisdiction, which Relief
6 Defendant admits), Relief Defendant hereby consents to the entry of the Final Judgment in the form
7 attached hereto (the “Final Judgment”) and incorporated by reference herein, and agrees:

8 (a) to pay disgorgement in the amount of \$340,764.75, plus prejudgment interest
9 thereon in the amount of \$26,762.65;

10 (b) to the entry of a Final Judgment that orders that within 3 days after being
11 served with a copy of the Final Judgment, TD Ameritrade, Inc. (“TD
12 Ameritrade”) shall transfer the entire balance of the following TD Ameritrade
13 account which was frozen pursuant to an Order of this Court to the
14 Commission:

Account Owner	Acct. Ending in:
Kaplan, Lisa M.	#XXX-2764

15
16
17 TD Ameritrade may transmit payment electronically to the Commission,
18 which will provide detailed ACH transfer/Fedwire instructions upon request.
19 Payment may also be made directly from a bank account via Pay.gov through
20 the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. TD
21 Ameritrade also may transfer these funds by certified check, bank cashier’s
22 check, or United States postal money order payable to the Securities and
23 Exchange Commission, which shall be delivered or mailed to

24 Enterprise Services Center
25 Accounts Receivable Branch
26 6500 South MacArthur Boulevard
27 Oklahoma City, OK 73169

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¹ A relief defendant is a nominal defendant alleged to have received ill-gotten gains from the
conduct of others to which it has no legitimate claim, but that is not alleged to have itself committed
violations of the federal securities laws.

1 and shall be accompanied by a letter identifying the case title, civil action
 2 number, and name of this Court; and specifying that payment is made
 3 pursuant to this Final Judgment;

4 (c) to the entry of a Final Judgment that orders that within 3 days after being
 5 served with a copy of the Final Judgment, Wells Fargo Bank, N.A. (“Wells
 6 Fargo”) shall transfer the entire balance of the following Wells Fargo
 7 accounts which were frozen pursuant to an Order of this Court to the
 8 Commission:

Account Owner	Acct. Ending in:
Kaplan, Lisa & David B.	#XXX-2016
Kaplan, Lisa & David B.	#XXX-9299

11
 12 Wells Fargo may transmit payment electronically to the Commission, which
 13 will provide detailed ACH transfer/Fedwire instructions upon request.
 14 Payment may also be made directly from a bank account via Pay.gov through
 15 the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Wells Fargo
 16 also may transfer these funds by certified check, bank cashier’s check, or
 17 United States postal money order payable to the Securities and Exchange
 18 Commission, which shall be delivered or mailed to

19 Enterprise Services Center
 20 Accounts Receivable Branch
 6500 South MacArthur Boulevard
 21 Oklahoma City, OK 73169

22 and shall be accompanied by a letter identifying the case title, civil action
 23 number, and name of this Court; and specifying that payment is made
 24 pursuant to this Final Judgment;

25 (d) to the entry of a Final Judgment that orders that within 3 days after being
 26 served with a copy of the Final Judgment, Spokane Teachers Credit Union
 27 (“STCU”) shall transfer the entire balance of the following STCU accounts
 28 which were frozen pursuant to an Order of this Court to the Commission:

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Account Owner	Acct. Ending in:
Kaplan, David B. and Lisa M. Cassie Kaplan House Savings	#XXX-4124
Kaplan, David B. and Lisa M.	#XXX-2526

STCU may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. STCU also may transfer these funds by certified check, bank cashier’s check, or United States postal money order payable to the Securities and Exchange Commission, which shall be delivered or mailed to

Enterprise Services Center
Accounts Receivable Branch
6500 South MacArthur Boulevard
Oklahoma City, OK 73169

and shall be accompanied by a letter identifying the case title, civil action number, and name of this Court; and specifying that payment is made pursuant to this Final Judgment; and

- (e) to the entry of a Final Judgment that orders that within 3 days after being served with a copy of the Final Judgment, JPMorgan Chase Bank, N.A. (“JPMC”) shall transfer the entire balance of the following JPMC account which was frozen pursuant to an Order of this Court to the Commission:

Account Owner	Acct. Ending in:
Kaplan, Lisa M.	#XXX-1795

JPMC may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. JPMC also may transfer these funds by certified check, bank cashier’s check, or United States

1 postal money order payable to the Securities and Exchange Commission,
2 which shall be delivered or mailed to

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

7 and shall be accompanied by a letter identifying the case title, civil action
8 number, and name of this Court; and specifying that payment is made
9 pursuant to this Final Judgment.

10 3. Relief Defendant waives the entry of findings of fact and conclusions of law
11 pursuant to Rule 52 of the Federal Rules of Civil Procedure.

12 4. Relief Defendant waives the right, if any, to a jury trial and to appeal from the entry
13 of the Final Judgment.

14 5. Relief Defendant enters into this Consent voluntarily and represent that no threats,
15 offers, promises, or inducements of any kind have been made by the Commission or any member,
16 officer, employee, agent, or representative of the Commission to induce Relief Defendant to enter
17 into this Consent.

18 6. Relief Defendant agrees that this Consent shall be incorporated into the Final
19 Judgment with the same force and effect as if fully set forth therein.

20 7. Relief Defendant will not oppose the enforcement of the Final Judgment on the
21 ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure,
22 and hereby waives any objection based thereon.

23 8. Relief Defendant waives service of the Final Judgment and agrees that entry of the
24 Final Judgment by the Court and filing with the Clerk of the Court will constitute notice to Relief
25 Defendant of its terms and conditions. Relief Defendant further agrees to provide counsel for the
26 Commission, within thirty days after the Final Judgment is filed with the Clerk of the Court, with an
27 affidavit or declaration stating that Relief Defendant has received and read a copy of the Final
28 Judgment.

1 9. Consistent with 17 C.F.R. § 202.5(f), this Consent resolves only the claims asserted
2 against Relief Defendant in this civil proceeding. Relief Defendant acknowledges that no promise
3 or representation has been made by the Commission or any member, officer, employee, agent, or
4 representative of the Commission with regard to any criminal liability that may have arisen or may
5 arise from the facts underlying this action or immunity from any such criminal liability. Relief
6 Defendant waives any claim of Double Jeopardy based upon the settlement of this proceeding,
7 including the imposition of any remedy or civil penalty herein.

8 10. Relief Defendant understands and agree to comply with the terms of 17 C.F.R.
9 § 202.5(e), which provides in part that it is the Commission’s policy “not to permit a defendant or
10 respondent to consent to a judgment or order that imposes a sanction while denying the allegations
11 in the complaint or order for proceedings,” and “a refusal to admit the allegations is equivalent to a
12 denial, unless the defendant or respondent states that he neither admits nor denies the allegations.”
13 As part of Relief Defendant’s agreement to comply with the terms of Section 202.5(e), Relief
14 Defendant: (i) will not take any action or make or permit to be made any public statement denying,
15 directly or indirectly, any allegation in the complaint or creating the impression that the complaint is
16 without factual basis; (ii) will not make or permit to be made any public statement to the effect that
17 Relief Defendant does not admit the allegations of the complaint, or that this Consent contains no
18 admission of the allegations, without also stating that Relief Defendant does not deny the
19 allegations; (iii) upon the filing of this Consent, Relief Defendant hereby withdraws any papers filed
20 in this action to the extent that they deny any allegation in the complaint; and (iv) stipulates solely
21 for purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C.
22 § 523, that the allegations in the complaint are true, and further, that any debt for disgorgement,
23 prejudgment interest, or other amounts due by Relief Defendant under the Final Judgment or any
24 other judgment, order, consent order, decree or settlement agreement entered in connection with this
25 proceeding, is a debt for the violation of the federal securities laws or any regulation or order issued
26 under such laws, as set forth in Section 523(a)(19) of the Bankruptcy Code, 11 U.S.C. §523(a)(19).
27 If Relief Defendant breaches this agreement, the Commission may petition the Court to vacate the
28 Final Judgment and restore this action to its active docket. Nothing in this paragraph affects Relief

1 Defendant's: (i) testimonial obligations; or (ii) right to take legal or factual positions in litigation or
2 other legal proceedings in which the Commission is not a party.

3 11. Relief Defendant hereby waives any rights under the Equal Access to Justice Act, the
4 Small Business Regulatory Enforcement Fairness Act of 1996, or any other provision of law to seek
5 from the United States, or any agency, or any official of the United States acting in his or her
6 official capacity, directly or indirectly, reimbursement of attorney's fees or other fees, expenses, or
7 costs expended by Relief Defendant to defend against this action. For these purposes, Relief
8 Defendant agrees that Relief Defendant is not the prevailing party in this action since the parties
9 have reached a good faith settlement.

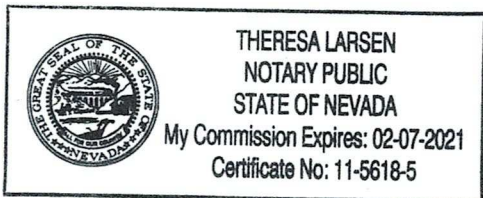
10 12. Relief Defendant agrees that the Commission may present the Final Judgment to the
11 Court for signature and entry without further notice.

12 13. Relief Defendant agrees that this Court shall retain jurisdiction over this matter for
13 the purpose of enforcing the terms of the Final Judgment.

14 Dated: 12/12/17

By: Lisa M. Kaplan
Lisa M. Kaplan
1314-B Cave Rock Drive
Glenbrook, NV 89413
Telephone: 509-263-4625

18 On Dec. 12, 2017, Lisa M. Kaplan, a person known to me,
19 personally appeared before me and acknowledged executing the foregoing Consent.



20 Theresa Larsen
Notary Public
Commission expires: 2/7/21