

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF KANSAS  
TOPEKA DIVISION**

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SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

DAVID TANNER, Individually, and d/b/a  
CAPITAL ENHANCEMENT CLUB,  
ROCKY D. SPENCER,  
MARROC CORP., and  
RICHARD P. KRINGEN,

Defendants,

and

MARGARET F. SPENCER,  
OMNIBUS LLC,  
VECTRA RESOURCES, LLC, and  
DYNAMIC ENVIRONMENTAL SOLUTIONS, INC.,

Relief Defendants.

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Civil Action No.  
05-4057-SAC

**AGREED ORDER OF PERMANENT INJUNCTION  
AND ORDER OF DISGORGEMENT AGAINST DAVID TANNER**

The Securities and Exchange Commission ("Commission") having filed suit against David Tanner d/b/a Capital Enhancement Club ("Defendant" or "Tanner"), and Tanner, after service of process, making a general appearance herein, waiving findings of fact and conclusions of law and consenting to the entry of this order (the "Agreed Order") without admitting or denying the allegations in the Commission's Complaint, except as to personal and subject matter jurisdiction:

I.

**IT IS THEREFORE ORDERED** that Defendant Tanner, his agents, servants, employees, attorneys, and all other persons in active concert or participation with him, are permanently enjoined from violating Section 17(a) of the Securities Act [15 U.S.C. §77q(a)], directly or indirectly, in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, by --

(A) employing any device, scheme, or artifice to defraud, or

(B) obtaining money or property by means of any untrue statement of material fact or any omission to state a material fact necessary in order to make the statement(s) made, in the light of the circumstances under which they were made, not misleading, or

(C) engaging in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

II.

**IT IS FURTHER ORDERED** that Defendant Tanner, his agents, servants, employees, attorneys, and all other persons in active concert or participation with him, are permanently enjoined from violating Section 10(b) of the Exchange Act or Rule 10b-5 [15 U.S.C. §78j(b) and 17 C.F. R. §240.10b-5], directly or indirectly, in connection with the purchase or sale of any security, by making use of any means or instrumentality of interstate commerce, or of the mails, or of any facility of any national securities exchange:

(A) to use or employ any manipulative or deceptive device or contrivance in contravention of the rules and regulations promulgated by the Commission;

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

(C) to make any untrue statement of a material fact or omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; or

(D) to engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person.

**III.**

**IT IS FURTHER ORDERED** that Defendant Tanner, his agents, servants, employees, attorneys, and all other persons in active concert or participation with him who receives actual notice of this Order by personal service or otherwise, are permanently restrained and enjoined from violating Section 5 of the Securities Act [15 U.S.C. § 77e] by, directly or indirectly, in the absence of any applicable exemption:

- (a) Unless a registration statement is in effect as to a security, making use of any means or instruments of transportation or communication in interstate commerce or of the mails to sell such security through the use or medium of any prospectus or otherwise;
- (b) Unless a registration statement is in effect as to a security, carrying or causing to be carried through the mails or in interstate commerce, by any means or instruments of transportation, any such security for the purpose of sale or for delivery after sale; or
- (c) Making use of any means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy through the use or medium of any prospectus or otherwise

any security, unless a registration statement has been filed with the Commission as to such security, or while the registration statement is the subject of a refusal order or stop order or (prior to the effective date of the registration statement) any public proceeding or examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

**IV.**

**IT IS FURTHER ORDERED** that Defendant Tanner is liable for disgorgement of \$15 million. Solely for purposes of determining Tanner's compliance with the order of disgorgement, Tanner shall receive credit for any funds in the Receivership Estate collected from Seaforth Meridian and/or VEF Bank. Any funds obtained by the Receiver in which Tanner or CEC had a beneficial interest shall be paid into the receivership estate and any right, title or interest Defendant Tanner or CEC may have in the monies paid into the Receivership Estate are hereby terminated. The Commission may enforce the Court's judgment for disgorgement by moving for civil contempt and through other collection procedures authorized by law. In response to any such civil contempt motion by the Commission, Tanner may assert any legally permissible defense.

**V.**

**IT IS FURTHER ORDERED** that the Joint Motion to Enter Agreed Order of Permanent Injunction against David Tanner is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant Tanner shall comply with all of the undertakings and agreements set forth therein.

VI.


IT IS FURTHER ORDERED that this Court shall retain jurisdiction of this matter for the purposes of enforcing the terms of this Agreed Order.

Signed this 13th day of September, 2005

s/ Sam A. Crow  
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UNITED STATES DISTRICT JUDGE

APPROVED AS TO FORM:

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