

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

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.

Civil Action No.
05-4057-RDR

AGREED FINAL JUDGMENT AGAINST DEFENDANT ROCKY D. SPENCER

The Securities and Exchange Commission (“Commission”) having filed suit against Defendant Rocky D. Spencer (“Defendant”), and Defendant, 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 Final Judgment”) without admitting or denying the allegations in the Commission’s Complaint, except as to personal and subject matter jurisdiction:

I.

IT IS ORDERED that Defendant, 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, 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, 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 is liable for disgorgement of \$454,158.54, representing profits gained as a result of the conduct alleged in the Complaint. Defendant shall satisfy this obligation by paying the funds to the court-appointed Receiver, Larry Cook, CVA Solutions, Inc., 14904 W. 87th St. Parkway, #333, Lenexa, KS 66215. Defendant acknowledges and agrees that funds currently in the possession of the court-appointed receiver will be used to satisfy the payment.

V.

IT IS FURTHER ORDERED that the Consent of Rocky D. Spencer is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant 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 Final Judgment.

Signed this 26th day of October, 2006.

s/Richard D. Rogers
United States District Judge

APPROVED AS TO FORM:

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