

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

ONGKARUCK SRIPETCH; AMANDA
FLORES; BREHNEN KNIGHT;
ANDREW MCALPINE, ASHMIT
PATEL; MICHAEL WEXLER;
DOMINIC WILLIAMS; ADTRON INC.
a/k/a STOCKPALOOZA.COM; ATG
INC.; DOIT, LTD.; DOJI CAPITAL,
INC.; KING MUTUAL SOLUTIONS
INC.; OPTIMUS PRIME FINANCIAL
INC.; ORCA BRIDGE; REDLINE
INTERNATIONAL; and UAIM
CORPORATION,

Defendants.

Case No.: 20-cv-01864-H-DTF

**FINAL JUDGMENT AS TO
DEFENDANT ANDREW MCALPINE**

Pursuant to the Court’s April 29, 2024 order granting Plaintiff Securities and Exchange Commission (“SEC”)’s motion for the entry of a final consent judgment as to Defendant Andrew McAlpine, (Doc. No. 175), the Court enters the following final judgment against Defendant Andrew McAlpine:

1 The Securities and Exchange Commission having filed a Complaint and Defendant
2 Andrew McAlpine, having entered a general appearance, consented to the Court’s
3 jurisdiction over Defendant and the subject matter of this action; consented to entry of this
4 Final Judgment; waived findings of fact and conclusions of law; and waived any right to
5 appeal from this Final Judgment:

6 I.

7 IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant
8 McAlpine is permanently restrained and enjoined from violating, directly or indirectly,
9 Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”), 15 U.S.C. §
10 78j(b), and Rule 10b-5 promulgated thereunder, 17 C.F.R. § 240.10b-5, by using any
11 means or instrumentality of interstate commerce, or of the mails, or of any facility of any
12 national securities exchange, in connection with the purchase or sale of any security:

- 13 (a) to employ any device, scheme, or artifice to defraud;
14 (b) to make any untrue statement of a material fact or to omit to state a material
15 fact necessary in order to make the statements made, in the light of the
16 circumstances under which they were made, not misleading; or
17 (c) to engage in any act, practice, or course of business which operates or would
18 operate as a fraud or deceit upon any person.

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

24 II.

25 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
26 Defendant McAlpine is permanently restrained and enjoined from violating Section 17(a)
27 of the Securities Act of 1933 (the “Securities Act”), 15 U.S.C. § 77q(a), in the offer or sale
28

1 of any security by the use of any means or instruments of transportation or communication
2 in interstate commerce or by use of the mails, directly or indirectly:

- 3 (a) to employ any device, scheme, or artifice to defraud;
- 4 (b) to obtain money or property by means of any untrue statement of a material
5 fact or any omission of a material fact necessary in order to make the
6 statements made, in light of the circumstances under which they were made,
7 not misleading; or
- 8 (c) to engage in any transaction, practice, or course of business which operates or
9 would operate as a fraud or deceit upon the purchaser.

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

15 III.

16 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
17 Defendant McAlpine is permanently restrained and enjoined from violating Sections
18 9(a)(1) and (2) of the Exchange Act, 15 U.S.C. § 78i(a)(1) and (2), by:

- 19 (a) for the purpose of creating a false or misleading appearance of active trading
20 in any security other than a government security, or a false or misleading
21 appearance with respect to the market for any such security, (i) to effect any
22 transaction in such security which involves no change in the beneficial
23 ownership thereof, or (ii) to enter an order or orders for the purchase of such
24 security with the knowledge that an order or orders of substantially the same
25 size, at substantially the same time, and at substantially the same price, for the
26 sale of any such security, has been or will be entered by or for the same or
27 different parties, or (iii) to enter any order or orders for the sale of any such
28 security with the knowledge that an order or orders of substantially the same

1 size, at substantially the same time, and at substantially the same price, for the
2 purchase of such security has been or will be entered by or for the same or
3 different parties; or

4 (b) directly or indirectly, by the use of the mails or any means or instrumentality
5 of interstate commerce, or of any facility of any national securities exchange,
6 effecting, alone or with one or more other persons, a series of transactions in
7 a security creating actual or apparent active trading in such security, or raising
8 or depressing the price of such security, for the purpose of inducing the
9 purchase or sale of such security by others.

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

15 IV.

16 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
17 Defendant McAlpine is permanently barred from participating in an offering of penny
18 stock, including engaging in activities with a broker, dealer, or issuer for purposes of
19 issuing, trading, or inducing or attempting to induce the purchase or sale of any penny
20 stock. A penny stock is any equity security that has a price of less than five dollars, except
21 as provided in Rule 3a51-1 under the Exchange Act, 17 C.F.R. 240.3a51-1.

22 V.

23 IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that
24 Defendant McAlpine is liable for disgorgement of \$12,317.69, representing net profits
25 gained as a result of the conduct alleged in the Complaint, together with prejudgment
26 interest thereon in the amount of \$3,409.07, for a total of \$15,726.76. Defendant McAlpine
27 must satisfy this obligation by paying \$15,726.76 to the Securities and Exchange
28 Commission within 30 days after entry of this Final Judgment.

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

7 Enterprise Services Center
8 Accounts Receivable Branch
9 6500 South MacArthur Boulevard
10 Oklahoma City, OK 73169

11 and must be accompanied by a letter identifying the case title, civil action number, and
12 name of this Court; Andrew McAlpine as a defendant in this action; and specifying that
13 payment is made pursuant to this Final Judgment.

14 Defendant McAlpine must simultaneously transmit photocopies of evidence of
15 payment and case identifying information to the Commission’s counsel in this action. By
16 making this payment, Defendant McAlpine relinquishes all legal and equitable right, title,
17 and interest in such funds and no part of the funds will be returned to Defendant McAlpine.

18 The Commission will hold the funds (collectively, the “Fund”) until further order of
19 this Court. The SEC may propose a plan to distribute the Fund subject to the Court’s
20 approval, and the Court will retain jurisdiction over the administration of any distribution
21 of the Fund.

22 The Commission may enforce the Court’s judgment for disgorgement and
23 prejudgment interest by using all collection procedures authorized by law, including, but
24 not limited to, moving for civil contempt at any time after 30 days following entry of this
25 Final Judgment. Defendant McAlpine must pay post judgment interest on any amounts
26 due after 30 days of entry of this Final Judgment pursuant to 28 U.S.C. § 1961.

27 VI.
28

1 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that the Consent is
2 incorporated herein with the same force and effect as if fully set forth herein, and that
3 Defendant McAlpine must comply with all of the undertakings and agreements set forth
4 therein.

5 VII.

6 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that, for purposes of
7 exceptions to discharge set forth in Section 523 of the Bankruptcy Code, 11 U.S.C. §523,
8 the allegations in the complaint are true and admitted by Defendant McAlpine, and further,
9 any debt for disgorgement, prejudgment interest, civil penalty or other amounts due by
10 Defendant McAlpine under this Judgment or any other judgment, order, consent order,
11 decree or settlement agreement entered in connection with this proceeding, is a debt for the
12 violation by Defendant McAlpine of the federal securities laws or any regulation or order
13 issued under such laws, as set forth in Section 523(a)(19) of the Bankruptcy Code, 11
14 U.S.C. §523(a)(19).

15 VII.

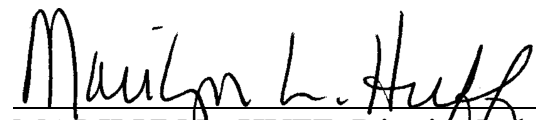
16 IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court will
17 retain jurisdiction of this matter for the purposes of enforcing the terms of this Final
18 Judgment.

19 IX.

20 There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of
21 Civil Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without
22 further notice.

23 **IT IS SO ORDERED.**

24 DATED: May 1, 2024

25 
26 MARILYN L. HUFF, District Judge
27 UNITED STATES DISTRICT COURT
28