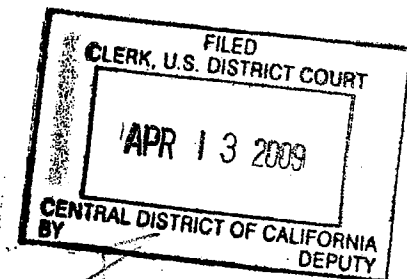


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9
10 **UNITED STATES DISTRICT COURT**
11 **CENTRAL DISTRICT OF CALIFORNIA**

12 **SECURITIES AND EXCHANGE**
13 **COMMISSION,**

14 Plaintiff,

15 vs.

16 **FINBAR SECURITIES CORP., and**
17 **ROBERT TRINGHAM,**

18 Defendants.

Case No. CV 09-2325 ODW(VBKx)

**~~PROPOSED~~ PRELIMINARY
INJUNCTION AND ORDERS:
(1) FREEZING ASSETS;
(2) APPOINTING A PERMANENT
RECEIVER;
(3) REQUIRING ACCOUNTINGS;
(4) PROHIBITING THE
DESTRUCTION OF DOCUMENTS;
AND (5) EXPEDITING DISCOVERY**

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1 This matter came to be heard upon Plaintiff Securities and Exchange
2 Commission's ("Commission") *Ex Parte* Application For A Temporary
3 Restraining Order and Orders: (1) Freezing Assets, (2) Appointing A Temporary
4 Receiver, (3) Prohibiting The Destruction Of Documents, (4) Granting Expedited
5 Discovery, and (5) Requiring Accountings; and Order To Show Cause Re
6 Preliminary Injunction and Appointment of a Permanent Receiver (the
7 "Application"). On April 13, 2009, the Court granted the Commission's
8 Application and ordered the defendants to show cause, if there be any, why a
9 preliminary injunction should not be granted in accordance with the complaint
10 filed by the Commission.

11 The Court, having considered the Commission's Complaint, the Application,
12 the supporting Memorandum of Points and Authorities, Declarations and Exhibits,
13 and all other evidence and argument presented regarding the Application, finds that:

- 14 A. This Court has jurisdiction over the parties to, and the subject matter
15 of, this action.
- 16 B. Good cause exists to believe that defendants Finbar Securities Corp.
17 ("Finbar") and Robert Tringham ("Tringham") (collectively,
18 "Defendants"), and each of them, have engaged in, are engaging in,
19 and are about to engage in transactions, acts, practices and courses of
20 business that constitute violations of Section 17(a) of the Securities
21 Act of 1933 ("Securities Act"), 15 U.S.C. § 77q(a), Sections 10(b) and
22 15(a) of the Securities Exchange Act of 1934 ("Exchange Act"), 15
23 U.S.C. §§ 78j(b) and 78o(a), and Rule 10b-5 thereunder, 17 C.F.R. §
24 240.10b-5, and Sections 206(1) and (2) of the Investment Advisers
25 Act of 1940 ("Advisers Act"), 15 U.S.C. §§ 80b-6(1) and (2).
- 26 C. The Commission has demonstrated a probability of success on the
27 merits and the possibility of dissipation of assets.
- 28 D. Good cause exists to believe that Defendants will continue to engage

1 in such violations to the immediate and irreparable loss and damage to
2 investors and to the general public unless they are restrained and
3 enjoined.

4 **I.**

5 IT IS HEREBY ORDERED that the Commission's Application For A
6 Preliminary Injunction and Orders: (1) Freezing Assets, (2) Appointing A
7 Permanent Receiver, (3) Prohibiting The Destruction Of Documents, (4) Granting
8 Expedited Discovery, and (5) Requiring Accountings is hereby GRANTED.

9 **II.**

10 IT IS FURTHER ORDERED that Defendants Finbar, and Tringham, and
11 their officers, agents, servants, employees, attorneys, subsidiaries and affiliates,
12 and those persons in active concert or participation with any of them, who receive
13 actual notice of this Order, by personal service or otherwise, and each of them, be
14 and hereby are preliminarily restrained and enjoined from, directly or indirectly,
15 in the offer or sale of any securities, by the use of any means or instruments of
16 transportation or communication in interstate commerce or by use of the mails:

- 17 A. employing any device, scheme or artifice to defraud;
18 B. obtaining money or property by means of any untrue statement of a
19 material fact or any omission to state a material fact necessary in
20 order to make the statements made, in light of the circumstances
21 under which they were made, not misleading; or
22 C. engaging in any transaction, practice, or course of business which
23 operates or would operate as a fraud or deceit upon the purchaser

24 in violation of Section 17(a) of the Securities Act, 15 U.S.C. § 77q(a).

25 **III.**

26 IT IS FURTHER ORDERED that Defendants Finbar, and Tringham, and
27 their officers, agents, servants, employees, attorneys, subsidiaries and affiliates,
28 and those persons in active concert or participation with any of them, who receive

1 actual notice of this Order, by personal service or otherwise, and each of them, be
2 and hereby are preliminarily restrained and enjoined from, directly or indirectly,
3 in connection with the purchase or sale of any security, by the use of any means
4 or instrumentality of interstate commerce, or of the mails, or of any facility of any
5 national securities exchange:

6 A. employing any device, scheme, or artifice to defraud;

7 B. making any untrue statement of a material fact or omitting to state a
8 material fact necessary in order to make the statements made, in the
9 light of the circumstances under which they were made, not
10 misleading; or

11 C. engaging in any act, practice, or course of business which operates or
12 would operate as a fraud or deceit upon any person

13 in violation of Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule
14 10b-5 thereunder, 17 C.F.R. § 240.10b-5.

15 IV.

16 IT IS FURTHER ORDERED that defendants Finbar and Tringham, and
17 their officers, agents, servants, employees, attorneys, subsidiaries and affiliates,
18 and those persons in active concert or participation with any of them, who receive
19 actual notice of this Order, by personal service or otherwise, and each of them, be
20 and hereby are preliminarily restrained and enjoined from, directly or indirectly, by
21 the use of the mails or means and instrumentalities of interstate commerce:

22 a. employing devices, schemes and artifices to defraud clients or
23 prospective clients; or

24 b. engaging in transactions, practices, and courses of business
25 which operate as a fraud or deceit upon clients or prospective
26 clients

27 in violation of Sections 206(1) and (2) of the Advisers Act, 15 U.S.C. §§ 80b-6(1)
28 and (2).

1 V.

2 IT IS FURTHER ORDERED that defendants Finbar and Tringham, and
3 their officers, agents, servants, employees, attorneys, subsidiaries and affiliates,
4 and those persons in active concert or participation with any of them, who receive
5 actual notice of this Order, by personal service or otherwise, and each of them, be
6 and hereby are preliminarily restrained and enjoined from, directly or indirectly, by
7 use of the mails or means or instrumentalities of interstate commerce effecting
8 transactions in, inducing or attempting to induce, the purchase or sale of securities,
9 without being registered as a broker or dealer in accordance with Section 15(a) of
10 the Exchange Act, 15 U.S.C. § 78o(a).

11 VI.

12 IT IS FURTHER ORDERED that, except as otherwise ordered by this Court,
13 Defendants Finbar, and Tringham, and their officers, agents, servants, employees,
14 attorneys, subsidiaries and affiliates, and those persons in active concert or
15 participation with any of them, who receive actual notice of this Order, by personal
16 service or otherwise, and each of them, be and hereby are preliminarily restrained
17 and enjoined from, directly or indirectly:

- 18 A. transferring, assigning, selling, hypothecating, changing, wasting,
19 dissipating, converting, concealing, encumbering, or otherwise
20 disposing of, in any manner, any funds, assets, securities, claims, or
21 other real or personal property, wherever located, of defendants
22 Finbar and Tringham, or their subsidiaries or affiliates, owned by,
23 controlled by, managed by or in the possession or custody of any of
24 them; and
- 25 B. transferring, assigning, selling, hypothecating, encumbering, or
26 otherwise disposing of any securities, including, but not limited to,
27 any investment contracts or other securities of defendant Finbar, or
28 any of its subsidiaries or affiliates.

VII.

IT IS FURTHER ORDERED that, except as otherwise ordered by this Court, an immediate freeze shall be placed on all monies and assets (with an allowance for necessary and reasonable living expenses to be granted only upon good cause shown by application to the Court with notice to and an opportunity for the Commission to be heard) in all accounts at any bank, financial institution, brokerage firm, or Internet or "e-currency" payment processor, all certificates of deposit, and other funds or assets, such as personal or real property, held in the name of, for the benefit of, or over which account authority is held by Defendants Finbar, and/or Tringham or any trust, partnership, joint venture, person or entity affiliated with any of them (including subsidiaries), including but not limited to the following accounts:

<u>Bank Name</u>	<u>Account Name</u>	<u>Account No.</u>
Banc of America Investment Services, Inc.	Robert Tringham	W78-278440
Banc of America Investment Services, Inc.	Finbar Holdings, Inc.	W78-278483
Bank of America	Robert Tringham	1173005052
Bank of America	Finbar Asia Philippines, Inc.	1173441218
Bank of America	Finbar Securities Corp.	1173741283
Bank of America	Robert Tringham	1173867315
Citibank	Finbar Securities Corp.	40611172
Citibank	Robert Tringham	40019561873
Credit Suisse/UBS	Robert Tringham	unknown
JP Morgan Chase	Robert Tringham	unknown
Morgan Stanley	Finbar Securities Corp.	255050034
National Financial Services	Robert Tringham/First National Bancorp	M03-002704

1	Penson Financial Services	Finbar Security Corp.	11264520
2	Union Bank of California	Finbar Securities Corp.	720112906
3	Union Bank of California	Finbar Asia Philippines, Inc.	5721026457
4	Union Bank of California	Finbar Asia Philippines, Inc.	5721026465
5	Union Bank of California	Swiss Global Connect USA,	5720003718
6		Inc.	
7	Union Bank of California	Swiss Global Connect USA,	5721025384
8		Inc.	
9	Wells Fargo Bank	Robert Tringham	937-2200981
10	Windham Securities	Swiss Global Connect USA	unknown
11	East West Bank	Robert Tringham	22714984 <i>over</i> 22714992 <i>\$10,000</i>

VIII.

IT IS FURTHER ORDERED that Robb Evans & Associates, LLC is appointed as permanent receiver of Finbar, and its subsidiaries and affiliates, with full powers of an equity receiver, including, but not limited to, full power over all funds, assets, collateral, premises (whether owned, leased, occupied, or otherwise controlled), choses in action, books, records, papers and other property belonging to, being managed by or in the possession of or control of Finbar, and its subsidiaries and affiliates, and that such receiver is immediately authorized, empowered and directed:

- A. to have access to and to collect and take custody, control, possession, and charge of all funds, assets, collateral, premises (whether owned, leased, occupied, or otherwise controlled), choses in action, books, records, papers and other real or personal property, wherever located, of or managed by Finbar, and its subsidiaries and affiliates, with full power to sue, foreclose, marshal, collect, receive, and take into possession all such property (including access to and taking custody, control, and possession of all such Finbar property, and that of its

1 subsidiaries and affiliates, at 100 N. Barranca Street, 7th and 8th
2 Floors, West Covina, California 91791);

3 B. to have control of, and to be added as the sole authorized signatory
4 for, all accounts of the entities in receivership, including all accounts
5 at any bank, title company, escrow agent, financial institution or
6 brokerage firm (including any futures commission merchant) which
7 has possession, custody or control of any assets or funds of Finbar,
8 and its subsidiaries and affiliates, or which maintains accounts over
9 which Finbar, and its subsidiaries and affiliates, and/or any of their
10 employees or agents have signatory authority;

11 C. to conduct such investigation and discovery as may be necessary to
12 locate and account for all of the assets of or managed by Finbar, and
13 its subsidiaries and affiliates, and to engage and employ attorneys,
14 accountants and other persons to assist in such investigation and
15 discovery;

16 D. to take such action as is necessary and appropriate to preserve and
17 take control of and to prevent the dissipation, concealment, or
18 disposition of any assets of or managed by Finbar, and its subsidiaries
19 and affiliates;

20 E. to make an accounting, as soon as practicable, to this Court, the
21 Commission, and any interested government agencies, of the assets
22 and financial condition of Finbar, and to file the accounting with the
23 Court and deliver copies thereof to all parties;

24 F. to make such payments and disbursements from the funds and assets
25 taken into custody, control, and possession or thereafter received by
26 him or her, and to incur, or authorize the making of, such agreements
27 as may be necessary and advisable in discharging his or her duties as
28 permanent receiver;

- 1 G. to employ attorneys, accountants, and others to investigate and, where
2 appropriate, to institute, pursue, and prosecute all claims and causes of
3 action of whatever kind and nature which may now or hereafter exist
4 as a result of the activities of present or past employees or agents of
5 Finbar, and its subsidiaries and affiliates;
- 6 H. to have access to and monitor all mail, electronic mail, and video
7 phone of the entities in receivership in order to review such mail,
8 electronic mail, and video phone which he or she deems relates to
9 their business and the discharging of his or her duties as permanent
10 receiver;
- 11 I. to operate and control the content of information posted on Finbar's
12 Internet web sites, www.finbarsecurities.com, and
13 www.finbarasia.com; and
- 14 J. to exercise all of the lawful powers of Finbar and its officers,
15 directors, employees, representatives, or persons who exercise similar
16 powers and perform similar duties.

17 **IX.**

18 IT IS FURTHER ORDERED that defendants Finbar and Tringham, their
19 subsidiaries and affiliates, including all of the other entities in receivership, and
20 their officers, agents, servants, employees and attorneys, and any other persons
21 who are in custody, possession or control of any assets, collateral, books, records,
22 papers or other property of or managed by any of the entities in receivership, shall
23 forthwith give access to and control of such property to the permanent receiver.

24 **X.**

25 IT IS FURTHER ORDERED that no officer, agent, servant, employee, or
26 attorney of Finbar and/or Tringham shall take any action or purport to take any
27 action, in the name of or on behalf of Finbar without the written consent of the
28 permanent receiver or order of this Court.

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XI.

IT IS FURTHER ORDERED that, except by leave of this Court, during the pendency of this receivership, all clients, investors, trust beneficiaries, note holders, creditors, claimants, lessors, and all other persons or entities seeking relief of any kind, in law or in equity, from Finbar and Tringham, or their subsidiaries or affiliates, and all persons acting on behalf of any such investor, trust beneficiary, note holder, creditor, claimant, lessor, consultant group, or other person, including sheriffs, marshals, servants, agents, employees, and attorneys, are hereby restrained and enjoined from, directly or indirectly, with respect to these persons and entities:

- 10 A. commencing, prosecuting, continuing or enforcing any suit or
11 proceeding (other than the present action by the Commission) against
12 any of them;
- 13 B. using self-help or executing or issuing or causing the execution or
14 issuance of any court attachment, subpoena, replevin, execution or
15 other process for the purpose of impounding or taking possession of
16 or interfering with or creating or enforcing a lien upon any property or
17 property interests owned by or in the possession of Finbar; and
- 18 C. doing any act or thing whatsoever to interfere with taking control,
19 possession or management by the permanent receiver appointed
20 hereunder of the property and assets owned, controlled or managed by
21 or in the possession of Finbar, or in any way to interfere with or
22 harass the permanent receiver or his or her attorneys, accountants,
23 employees, or agents or to interfere in any manner with the discharge
24 of the permanent receiver's duties and responsibilities hereunder.

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XII.

IT IS FURTHER ORDERED that defendants Finbar and Tringham, and their subsidiaries, affiliates, officers, agents, servants, employees, and attorneys, shall cooperate with and assist the permanent receiver and shall take no action,

1 directly or indirectly, to hinder, obstruct, or otherwise interfere with the permanent
2 receiver or his or her attorneys, accountants, employees, or agents, in the conduct
3 of the permanent receiver's duties or to interfere in any manner, directly or
4 indirectly, with the custody, possession, management, or control by the permanent
5 receiver of the funds, assets, collateral, premises, and choses in action described
6 above.

7 **XIII.**

8 IT IS FURTHER ORDERED that defendants Finbar and Tringham, and
9 their subsidiaries and affiliates, shall pay the costs, fees and expenses of the
10 permanent receiver incurred in connection with the performance of his or her
11 duties described in this Order, including the costs and expenses of those persons
12 who may be engaged or employed by the permanent receiver to assist him or her in
13 carrying out his or her duties and obligations. All applications for costs, fees, and
14 expenses for services rendered in connection with the receivership other than
15 routine and necessary business expenses in conducting the receivership, such as
16 salaries, rent, and any and all other reasonable operating expenses, shall be made
17 by application setting forth in reasonable detail the nature of the services and shall
18 be heard by the Court.

19 **XIV.**

20 IT IS FURTHER ORDERED that no bond shall be required in connection
21 with the appointment of the permanent receiver. Except for an act of gross
22 negligence, the permanent receiver shall not be liable for any loss or damage
23 incurred by any of the defendants, their officers, agents, servants, employees and
24 attorneys or any other person, by reason of any act performed or omitted to be
25 performed by the permanent receiver in connection with the discharge of his or her
26 duties and responsibilities.

27 **XV.**

28 IT IS FURTHER ORDERED that representatives of the Commission are

1 authorized to have continuing access to inspect or copy any or all of the corporate
2 books and records and other documents of Finbar, and their subsidiaries and
3 affiliates, and continuing access to inspect their funds, property, assets and
4 collateral, wherever located.

5 **XVI.**

6 IT IS FURTHER ORDERED that, except as otherwise ordered by this
7 Court, Defendants Finbar, and Tringham, and their officers, agents, servants,
8 employees, attorneys, subsidiaries and affiliates, and those persons in active
9 concert or participation with any of them, who receive actual notice of this Order,
10 by personal service or otherwise, and each of them, be and hereby are preliminarily
11 restrained and enjoined from, directly or indirectly: destroying, mutilating,
12 concealing, transferring, altering, or otherwise disposing of, in any manner, any
13 documents, which includes all books, records, computer programs, computer files,
14 computer printouts, contracts, correspondence, memoranda, brochures, or any
15 other documents of any kind in their possession, custody or control, however
16 created, produced, or stored (manually, mechanically, electronically, or otherwise),
17 pertaining in any manner to Tringham and Finbar and their subsidiaries and
18 affiliates.

19 **XVII.**

20 IT IS FURTHER ORDERED that the Commission's application for
21 expedited discovery be and hereby is granted and that the Commission may take
22 depositions of defendants and non-parties upon oral examination subject to two
23 calendar days notice pursuant to Rules 30(a) and 45 of the Federal Rules of Civil
24 Procedure, that the Commission may take more than one deposition at the same
25 time, that depositions of the defendants may be taken on any day, including
26 Saturdays, Sundays, and holidays subject to two calendar days notice, including
27 notice given personally, by facsimile or by electronic mail, and the Commission
28 may take more than ten depositions.

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XVIII.

IT IS FURTHER ORDERED that Defendants Finbar, and Tringham shall, within five days of the date of issuance of this Order, prepare and deliver to the Commission a detailed and complete schedule of all assets of Finbar, and Tringham, including all real and personal property exceeding \$5,000 in value, and all bank, securities, futures, Internet payment processor, and other accounts identified by institution, branch address and account number. The accountings shall include a description of the source(s) of all such assets. Such accountings shall be filed with the Court and copies shall be delivered to the attention of John M. McCoy III at the Commission's Los Angeles Regional Office located at 5670 Wilshire Boulevard, 11th Floor, Los Angeles, California 90036. After completion of the accountings, Finbar, and Tringham shall produce to the Commission's Los Angeles Regional Office, at a time agreeable to the Commission, all books, records and other documents supporting or underlying the accountings.

XIX.

IT IS FURTHER ORDERED that defendants Finbar and Tringham, and their officers, agents, servants, employees, attorneys, subsidiaries and affiliates, including the other entities in receivership, shall, within 24 hours of the issuance of this Order, cause to be prepared and delivered to the permanent receiver, a detailed and complete schedule of all desk top computers, laptop computers and/or personal digital assistants ("PDA") owned and/or used by them in connection with their business. In the case of defendant Tringham, he shall, within 24 hours of the issuance of this Order, prepare and deliver to the permanent receiver, a detailed and complete schedule of all desk top computers, laptop computers and/or PDA's owned, controlled or used by him for any purpose. The schedules required by this section shall include at a minimum the make, model and description of each computer and/or PDA, along with its location, the name of the person primarily assigned to use the computer and/or PDA, all passwords necessary to access the

1 computer and/or PDA, and all passwords necessary to access and use the software
2 contained on the computer and/or PDA. The permanent receiver shall be
3 authorized to make an electronic, digital or hard copy of all of the data contained
4 on the computers and/or PDAs.

5 **XX.**

6 IT IS FURTHER ORDERED that defendants Finbar and Tringham, and
7 their officers, agents, servants, employees, attorneys, subsidiaries and affiliates
8 shall, within 24 hours of the issuance of this Order, cause to be prepared and
9 delivered to the permanent receiver a detailed and complete schedule of all
10 passwords, usernames, identification numbers and similar information for all web
11 sites, email accounts, and all accounts at any bank, financial institution or
12 brokerage firm operated by or to which Defendants Tringham and/or Finbar has
13 access.

14 **XXI.**

15 IT IS FURTHER ORDERED that, within ten days from the date of this
16 Order, that Defendants, and their officers, agents, servants, employees, attorneys,
17 subsidiaries and affiliates, shall transfer to the registry of this Court all assets,
18 funds, and other property held in foreign locations in the name of Finbar or
19 Tringham, or for the benefit or under the direct or indirect control of any of them,
20 or over which any of them exercise control or signatory authority.

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1 **XXI.**

2 IT IS FURTHER ORDERED that this Court shall retain jurisdiction over
3 this action for the purpose of implementing and carrying out the terms of all orders
4 and decrees which may be entered herein and to entertain any suitable application
5 or motion for additional relief within the jurisdiction of this Court.

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7 IT IS SO ORDERED.

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9 DATED: April 13, 2009

10 TIME: 2:15 o'clock p..m.

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HONORABLE OTIS D. WIGHT II
UNITED STATES DISTRICT JUDGE

15 Presented by:

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Marc J. Blau
18 David S. Brown
19 John M. McCoy
Attorneys for Plaintiff
20 Securities and Exchange Commission
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