

EXHIBIT D

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

_____)	
SECURITIES AND EXCHANGE)	
COMMISSION,)	
)	
Plaintiff,)	Case No. 4:12-cv-00563
)	
v.)	Hon. Keith P. Ellison
)	
MARK A. JACKSON and)	
JAMES J. RUEHLEN,)	
)	
Defendants.)	
_____)	

FINAL CONSENT JUDGMENT AS TO DEFENDANT JAMES J. RUEHLEN

The Securities and Exchange Commission having filed a Complaint and Defendant James J. Ruehlen (“Defendant” or “Ruehlen”) having entered a general appearance; consented to the Court’s jurisdiction over Defendant and the subject matter of this action; consented to entry of this Final Judgment without admitting or denying the allegations of the Complaint (except as to jurisdiction); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment:

I.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendant and Defendant’s agents, servants, employees, attorneys and all persons in active concert or participation with them who receive notice of this Final Judgment by personal service or otherwise are permanently restrained and enjoined from aiding and abetting any violation of Section 13(b)(2)(A) of the Exchange Act [15 U.S.C. §§ 78m(b)(2)(A)] by knowingly or

recklessly providing substantial assistance to an issuer having a class of securities registered pursuant to Section 12 of the Exchange Act [15 U.S.C. § 781] or that is required to file reports pursuant to Section 15(d) of the Exchange Act [15 U.S.C. 780(f)] to make and keep accurate books, records and accounts which, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the issuer.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Consent of Defendant James J. Ruehlen attached hereto is incorporated herein with the same force and effect as if fully set forth herein, and that Defendant shall comply with all undertakings and agreements set forth therein.

III.

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

IV.

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

Dated: _____, 2014

Hon. Keith P. Ellison
UNITED STATES DISTRICT JUDGE