

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

SECURITIES AND EXCHANGE COMMISSION :

Plaintiff, :

v. : Civil Action No.: 4:17-cv-00336-ALM

THURMAN P. BRYANT, III, and :
BRYANT UNITED CAPITAL FUNDING, INC. :

Defendants, :

ARTHUR F. WAMMEL, :
WAMMEL GROUP, LLC :
THURMAN P. BRYANT, JR., :
CARLOS GOODSPEED a/k/a SEAN PHILLIPS :
d/b/a TOP AGENT ENTERTAINMENT d/b/a :
MR. TOP AGENT ENTERTAINMENT :

Relief Defendants. :

**UNOPPOSED MOTION TO ENTER AGREED PRELIMINARY INJUNCTION
AND OTHER RELIEF AND CONSENTS**

Plaintiff Securities and Exchange Commission (the “Commission”), respectfully moves the Court for entry of the attached proposed Agreed Preliminary Injunction and Other Relief as to Defendant Thurman P. Bryant, III and Defendant Bryant United Capital Funding, Inc. (“the Agreed Order”). In support of this motion, the Commission states as follows:

1. On May 15, 2017, the Commission filed its Complaint [Dkt. No. 1] with this Court. On May 15, 2017, the Court entered the *Ex Parte* Order Granting Motion for Temporary Restraining Order, Preliminary Injunction, Asset Freeze, Appointment of a Receiver, Document Preservation Order, Order to Make Accounting and Other Emergency Relief, and Setting

Hearing Date on Plaintiff's Preliminary-Injunction Motion [Dkt. No. 16] (the "TRO"). On May 26, 2017, the Court entered its Order Extending Temporary Restraining Order [Dkt. No. 24] thereby setting the preliminary injunction hearing for 2:00 p.m. on Friday, June 2, 2017.

2. The Commission has now reached a settlement with the Defendant Thurman P. Bryant, III ("Bryant") and Bryant United Capital Funding, Inc. ("BUCF") (collectively, "Defendant(s)") regarding the Commission's request for entry of the preliminary injunction. Without admitting or denying the allegations in the Commission's Complaint, Defendants consent to the entry of an agreed preliminary injunction against them.

3. Bryant has executed a consent in this case by which he consents to, among other things, the jurisdiction of this Court and entry of the proposed Agreed Order (attached hereto as Exhibit A) without a hearing, argument, or adjudication of any fact or law. *See* Consent of Thurman P. Bryant, III (attached hereto as Exhibit B).

4. BUCF, by and through the Court-appointed receiver, has executed a consent in this case by which it consents to, among other things, the jurisdiction of this Court and entry of the proposed Agreed Order without a hearing, argument, or adjudication of any fact or law. *See* Consent of Bryant United Capital Funding, Inc. (attached hereto as Exhibit C).

5. The entry of the proposed Agreed Order obviates the need for a hearing on any of the consented to matters and conserves judicial resources. Therefore, the Commission moves the Court to cancel the presently scheduled preliminary injunction hearing set for 2:00 p.m. on Friday, June 2, 2017 as moot.

6. Defendants agree to the filing of this motion and the entry of the Preliminary Injunction Order and their respective consents.

Dated: June 2, 2017

Respectfully Submitted,

/s/ Jason P. Reinsch

JASON P. REINSCH

Texas Bar No. 24040120

JESSICA B. MAGEE

Texas Bar No. 24037757

United States Securities and Exchange Commission

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ATTORNEYS FOR PLAINTIFF
SECURITIES AND EXCHANGE
COMMISSION

CERTIFICATE OF SERVICE

I hereby certify that, on June 2, 2017, I electronically filed the foregoing motion with the Clerk of Court using the CM/ECF system, which will send a notice of electronic filing to all counsel of record who have consented to electronic notification. I further certify that I mailed the foregoing document and the notice of electronic filing by first-class mail to all non-CM/ECF participants.

/s/ Jason P. Reinsch

Jason P. Reinsch

EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
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SECURITIES AND EXCHANGE COMMISSION :

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CARLOS GOODSPEED a/k/a SEAN PHILLIPS :
d/b/a TOP AGENT ENTERTAINMENT d/b/a :
MR. TOP AGENT ENTERTAINMENT :

Relief Defendants. :

**AGREED ORDER GRANTING
PRELIMINARY INJUNCTION AND OTHER RELIEF**

The Court has considered Plaintiff Securities and Exchange Commission’s (the “Commission”) Complaint [Dkt. No. 1], the Commission’s Emergency *Ex Parte* Application For Temporary Restraining Order, Preliminary Injunction, Appointment of a Receiver, and Other Emergency and Ancillary Relief (the “Application”) along with the memorandum of law and accompanying evidentiary materials [Dkt. No. 4], oral argument, if any, and the consents of defendants to an Order Granting Preliminary Injunction and Other Relief [Dkt. No. ___].

The Court finds that the Commission has made a proper *prima facie* showing that: (i) Defendant Thurman P. Bryant, III (“Bryant”) and Defendant Bryant United Capital Funding, Inc. (“BUCF”) (collectively, “Defendant(s)”) directly or indirectly engaged in the violations alleged

in the Complaint; (ii) there is a reasonable likelihood that these violations will be repeated; and (iii) entry of a preliminary injunction and order for other equitable relief as set forth below is necessary and appropriate.

I.
PRELIMINARY INJUNCTION
(SECTION 17(a) OF THE SECURITIES ACT)

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendants and their respective officers, agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, are preliminarily enjoined from the offer or sale of any securities by use of any means or instruments of transportation or communication in interstate commerce or by use of the mails from, directly or indirectly:

- (a) Employing any device, scheme, or artifice to defraud;
- (b) Obtaining money or property by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstance under which they were made, not misleading; or
- (c) Engaging in any transactions, practices or courses of business which operate or would operate as a fraud or deceit upon any purchaser or prospective purchaser.

[Securities Act 17(a) (15 U.S.C. 77q(a))].

II.
PRELIMINARY INJUNCTION
(SECTION 10(b) OF THE EXCHANGE ACT AND RULE 10b-5)

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED Defendants and their respective officers, agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or

otherwise, are preliminarily enjoined from making use of any means or instrumentalities of interstate commerce or of the mails, or of any facility of a national security exchange, directly or indirectly, in connection with the purchase or sale of any security:

- (a) To employ any device, scheme, or artifice to defraud;
- (b) To make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, light of the circumstances under which they were made, not misleading;
- (c) To engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person; or
- (d) To use or employ any manipulative or deceptive device or contrivance in contravention of a rule or regulation prescribed by the Securities and Exchange Commission.

[Exchange Act § 10(b) (15 U.S.C. § 78j(b)) and Rule 10b-5 (17 C.F.R. 240.10b-5) thereunder].

**III.
DURATION OF PRELIMINARY INJUNCTION**

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that this Preliminary Injunction shall remain in effect until entry of a Final Judgment in, or other final disposition of, this action, unless otherwise ordered by the Court or agreed to in writing by the parties.

**IV.
CANCELLATION OF PRELIMINARY INJUNCTION HEARING**

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that the preliminary injunction hearing presently scheduled for 2:00 p.m. on Friday, June 2, 2017 [*see* Dkt. No. 24] is cancelled as moot.

EXHIBIT B

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

SECURITIES AND EXCHANGE COMMISSION :

Plaintiff, :

v. : Civil Action No.: 4:17-cv-00336-ALM

THURMAN P. BRYANT, III, and :
BRYANT UNITED CAPITAL FUNDING, INC. :

Defendants, :

ARTHUR F. WAMMEL, :
WAMMEL GROUP, LLC :
THURMAN P. BRYANT, JR., :
CARLOS GOODSPEED a/k/a SEAN PHILLIPS :
d/b/a TOP AGENT ENTERTAINMENT d/b/a :
MR. TOP AGENT ENTERTAINMENT :

Relief Defendants. :

**CONSENT OF DEFENDANT THURMAN P. BRYANT, III
TO AN ORDER GRANTING PRELIMINARY INJUNCTION**

1. Defendant Thurman P. Bryant, III ("Defendant") acknowledges having been served with the Complaint [Dkt. No. 1], enters a general appearance, and admits the Court's jurisdiction over Defendant and over the subject matter of this action.

2. Without admitting or denying the allegations of the Complaint (except as to personal and subject matter jurisdiction, which Defendant admits), Defendant hereby consents to the entry of the Agreed Order in the form attached hereto (the "Agreed Order") and incorporated by reference herein, which, among other things, preliminarily restrains and enjoins Defendant from violation of Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. §

77q(a)] and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5(b)].

3. Defendant waives the right to any hearing pursuant to Rule 65 of the Federal Rules of Civil Procedure and waives entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure.

4. Defendant waives the right, if any, to appeal from the entry of the Agreed Order.

5. Defendant enters into this Consent voluntarily and represents that no threats, offers, promises, or inducements of any kind have been made by the Commission or any member, officer, employee, agent, or representative of the Commission to induce Defendant to enter into this Consent.

6. Defendant agrees that this Consent shall be incorporated into the Agreed Order with the same force and effect as if fully set forth therein.

7. Defendant will not oppose the enforcement of the Agreed Order on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby waives any objection based thereon.

8. Defendant waives service of the Agreed Order and agrees that entry of the Agreed Order by the Court and filing with the Clerk of the Court will constitute notice to Defendant of its terms and conditions. Defendant further agrees to provide counsel for the Commission, within thirty days after the Agreed Order is filed with the Clerk of the Court, with an affidavit or declaration stating that Defendant has received and read a copy of the Agreed Order.

9. Consistent with 17 C.F.R. 202.5(f), this Consent resolves only the preliminary injunction against the Defendant based on the claims asserted against Defendant in this civil proceeding. Defendant acknowledges that no promise or representation has been made by the

Commission or any member, officer, employee, agent, or representative of the Commission with regard to any criminal liability that may have arisen or may arise from the facts underlying this action or immunity from any such criminal liability. Defendant waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy or civil penalty herein. Defendant further acknowledges that the Court's entry of a preliminary injunction may have collateral consequences under federal or state law and the rules and regulations of self-regulatory organizations, licensing boards, and other regulatory organizations. Such collateral consequences include, but are not limited to, a statutory disqualification with respect to membership or participation in, or association with a member of, a self-regulatory organization. This statutory disqualification has consequences that are separate from any sanction imposed in an administrative proceeding. In addition, in any disciplinary proceeding before the Commission based on the entry of the injunction in this action, Defendant understands that he shall not be permitted to contest the factual allegations of the complaint in this action.

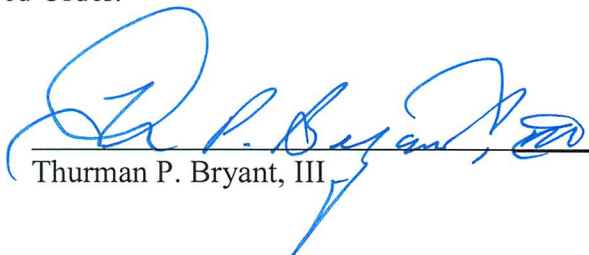
10. In connection with this action and any related judicial or administrative proceeding or investigation commenced by the SEC or to which the SEC is a party, Defendant (i) agrees to appear and be interviewed by SEC staff at such times and places as the staff requests upon reasonable notice; (ii) will accept service by email, mail, or facsimile transmission of notices or subpoenas issued by the SEC for documents or testimony at depositions, hearings, or trials, or in connection with any related investigation by SEC staff; (iii) appoints Defendant's undersigned attorney as agent to receive service of such notices and subpoenas; (iv) with respect to such notices and subpoenas, waives the territorial limits on service contained in Rule 45 of the Federal Rules of Civil Procedure and any applicable local rules, provided that the party requesting the testimony reimburses Defendant's travel, lodging, and subsistence expenses at the then-

prevailing U.S. Government per diem rates; and (v) consents to personal jurisdiction over Defendant in any United States District Court for purposes of enforcing any such subpoena.

11. Defendant agrees that the Commission may present the Agreed Order to the Court for signature and entry without further notice.

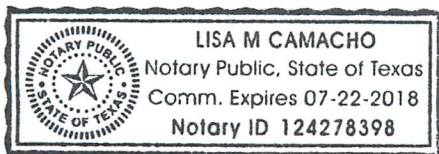
12. Defendant agrees that this Court shall retain jurisdiction over this matter for the purpose of enforcing the terms of the Agreed Order.


Dated: 5/30/2017



Thurman P. Bryant, III

On May 30, 2017, Thurman Bryant, a person known to me, personally appeared before me and acknowledged executing the foregoing Consent.





Lisa M. Camacho
Notary Public
Commission expires:

EXHIBIT C

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THURMAN P. BRYANT, JR.,
CARLOS GOODSPEED a/k/a SEAN PHILLIPS
d/b/a TOP AGENT ENTERTAINMENT d/b/a
MR. TOP AGENT ENTERTAINMENT** :

Relief Defendants. :

**CONSENT OF DEFENDANT BRYANT UNITED CAPITAL FUNDING,
INC. TO AN ORDER GRANTING PRELIMINARY INJUNCTION**

1. Defendant Bryant United Capital Funding, Inc. ("Defendant") acknowledges having been served with the Complaint [Dkt. No. 1], enters a general appearance, and admits the Court's jurisdiction over Defendant and over the subject matter of this action.

2. Without admitting or denying the allegations of the Complaint (except as to personal and subject matter jurisdiction, which Defendant admits), Defendant hereby consents to the entry of the Agreed Order in the form attached hereto (the "Agreed Order") and incorporated by reference herein, which, among other things, preliminarily restrains and enjoins Defendant from violation of Section 17(a) of the Securities Act of 1933 ("Securities Act") [15 U.S.C. §

77q(a)] and Section 10(b) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. § 78j(b)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5(b)].

3. Defendant waives the right to any hearing pursuant to Rule 65 of the Federal Rules of Civil Procedure and waives entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure.

4. Defendant waives the right, if any, to appeal from the entry of the Agreed Order.

5. Defendant enters into this Consent voluntarily and represents that no threats, offers, promises, or inducements of any kind have been made by the Commission or any member, officer, employee, agent, or representative of the Commission to induce Defendant to enter into this Consent.

6. Defendant agrees that this Consent shall be incorporated into the Agreed Order with the same force and effect as if fully set forth therein.

7. Defendant will not oppose the enforcement of the Agreed Order on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and hereby waives any objection based thereon.

8. Defendant waives service of the Agreed Order and agrees that entry of the Agreed Order by the Court and filing with the Clerk of the Court will constitute notice to Defendant of its terms and conditions. Defendant further agrees to provide counsel for the Commission, within thirty days after the Agreed Order is filed with the Clerk of the Court, with an affidavit or declaration stating that Defendant has received and read a copy of the Agreed Order.

9. Consistent with 17 C.F.R. 202.5(f), this Consent resolves only the preliminary injunction against the Defendant based on the claims asserted against Defendant in this civil proceeding. Defendant acknowledges that no promise or representation has been made by the

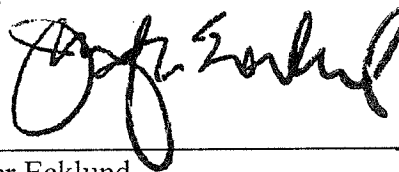
Commission or any member, officer, employee, agent, or representative of the Commission with regard to any criminal liability that may have arisen or may arise from the facts underlying this action or immunity from any such criminal liability. Defendant waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy or civil penalty herein. Defendant further acknowledges that the Court's entry of a preliminary injunction may have collateral consequences under federal or state law and the rules and regulations of self-regulatory organizations, licensing boards, and other regulatory organizations. Such collateral consequences include, but are not limited to, a statutory disqualification with respect to membership or participation in, or association with a member of, a self-regulatory organization. This statutory disqualification has consequences that are separate from any sanction imposed in an administrative proceeding. In addition, in any disciplinary proceeding before the Commission based on the entry of the injunction in this action, Defendant understands that it shall not be permitted to contest the factual allegations of the complaint in this action.

10. Defendant agrees that the Commission may present the Agreed Order to the Court for signature and entry without further notice.

11. Defendant agrees that this Court shall retain jurisdiction over this matter for the purpose of enforcing the terms of the Agreed Order.

Dated: _____

6/1/17



Jennifer Ecklund
Receiver, Bryant United Capital Funding, Inc.

**IN THE UNITED STATES DISTRICT COURT
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d/b/a TOP AGENT ENTERTAINMENT d/b/a :
MR. TOP AGENT ENTERTAINMENT :

Relief Defendants. :

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The Court has considered Plaintiff Securities and Exchange Commission’s (the “Commission”) Complaint [Dkt. No. 1], the Commission’s Emergency *Ex Parte* Application For Temporary Restraining Order, Preliminary Injunction, Appointment of a Receiver, and Other Emergency and Ancillary Relief (the “Application”) along with the memorandum of law and accompanying evidentiary materials [Dkt. No. 4], oral argument, if any, and the consents of defendants to an Order Granting Preliminary Injunction and Other Relief [Dkt. No. ___].

The Court finds that the Commission has made a proper *prima facie* showing that: (i) Defendant Thurman P. Bryant, III (“Bryant”) and Defendant Bryant United Capital Funding, Inc. (“BUCF”) (collectively, “Defendant(s)”) directly or indirectly engaged in the violations alleged

in the Complaint; (ii) there is a reasonable likelihood that these violations will be repeated; and (iii) entry of a preliminary injunction and order for other equitable relief as set forth below is necessary and appropriate.

I.
PRELIMINARY INJUNCTION
(SECTION 17(a) OF THE SECURITIES ACT)

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that Defendants and their respective officers, agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or otherwise, are preliminarily enjoined from the offer or sale of any securities by use of any means or instruments of transportation or communication in interstate commerce or by use of the mails from, directly or indirectly:

- (a) Employing any device, scheme, or artifice to defraud;
- (b) Obtaining money or property by means of any untrue statement of a material fact or any omission to state a material fact necessary in order to make the statements made, in light of the circumstance under which they were made, not misleading; or
- (c) Engaging in any transactions, practices or courses of business which operate or would operate as a fraud or deceit upon any purchaser or prospective purchaser.

[Securities Act 17(a) (15 U.S.C. 77q(a))].

II.
PRELIMINARY INJUNCTION
(SECTION 10(b) OF THE EXCHANGE ACT AND RULE 10b-5)

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED Defendants and their respective officers, agents, servants, employees, attorneys, and all persons in active concert or participation with them who receive actual notice of this Order by personal service or

otherwise, are preliminarily enjoined from making use of any means or instrumentalities of interstate commerce or of the mails, or of any facility of a national security exchange, directly or indirectly, in connection with the purchase or sale of any security:

- (a) To employ any device, scheme, or artifice to defraud;
- (b) To make any untrue statement of a material fact or to omit to state a material fact necessary in order to make the statements made, light of the circumstances under which they were made, not misleading;
- (c) To engage in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person; or
- (d) To use or employ any manipulative or deceptive device or contrivance in contravention of a rule or regulation prescribed by the Securities and Exchange Commission.

[Exchange Act § 10(b) (15 U.S.C. § 78j(b)) and Rule 10b-5 (17 C.F.R. 240.10b-5) thereunder].

**III.
DURATION OF PRELIMINARY INJUNCTION**

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that this Preliminary Injunction shall remain in effect until entry of a Final Judgment in, or other final disposition of, this action, unless otherwise ordered by the Court or agreed to in writing by the parties.

**IV.
CANCELLATION OF PRELIMINARY INJUNCTION HEARING**

IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED that the preliminary injunction hearing presently scheduled for 2:00 p.m. on Friday, June 2, 2017 [*see* Dkt. No. 24] is cancelled as moot.