

1. On December 2, 2021, this Court issued an Order for Temporary Restraining Order and Other Emergency Relief (ECF No. 12), Asset Freeze Order (ECF No. 14), and Order Appointing Receiver (ECF No. 17). The Court also scheduled a preliminary injunction hearing for December 14, 2021 at 9 a.m. in the Second Floor Courtroom of the United States District Court for the Northern District of Texas, Fort Worth Division. (ECF No. 12)

2. The SEC and Defendant have substantially agreed to preliminary injunctions in the form attached as Exhibit 1 to this Motion.

3. In addition, Mr. Brunson seeks to include the following additional provision, which the SEC opposes:

“III. NO “BAD ACTOR” DISQUALIFICATION

Pursuant to 17 C.F.R. § 230.506(d)(2)(iii), the Court advises that “Bad Actor” disqualification under 17 C.F.R. § 230.506(d)(1) should not arise as a consequence of this Order.”

4. The parties are prepared to discuss the merits of this provision at the hearing scheduled for December 14, 2021 at 9 a.m. As part of their agreed resolution of this preliminary injunction, the SEC and Brunson will both defer and adhere to the Court’s ruling regarding the inclusion of this additional provision.

WHEREFORE, plaintiff United States Securities and Exchange Commission respectfully requests that the Court grant this motion; enter the preliminary injunctions in the form attached as Exhibit 1 to this Motion; and grant such other and further relief as this Court deems just and proper.

Dated: December 10, 2021

Respectfully submitted,

**UNITED STATES SECURITIES
AND EXCHANGE COMMISSION**

By: /s/ Jonathan S. Polish
Jonathan S. Polish

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pro hac vice pending

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Defendant: (a) Order for Temporary Restraining Order and Other Emergency Relief [ECF No. 12]; and (b) Order Appointing Receivership [ECF No. 17] (together the “Orders”), the Court orders as follows:

FINDINGS OF FACT

1. Defendant acknowledges having been served with the Orders, and having been properly served with the SEC’s Complaint in this matter.
2. Defendant agrees to the issuance of a preliminary injunction in this matter in the form set forth below, which shall remain in full force and effect during the pendency of this litigation absent further order of this Court.
3. Defendant acknowledges Defendant’s continuing obligations with respect to aspects of the Orders set forth above, including but not limited to cooperation with the Court-appointed Receiver in this matter, an interim accounting, and the preservation of evidence, during the pendency of this litigation absent further order of this Court.

PRELIMINARY INJUNCTIONS

I. ORDER PRELIMINARILY ENJOINING DEFENDANT FROM VIOLATING THE REGISTRATION PROVISIONS OF THE SECURITIES ACT OF 1933

Defendant Rustin Brunson, Defendant’s agents, servants, employees, attorneys, entities under Defendant’s control, and those persons or entities in active concert or participation with Defendant who receive actual notice of this Order, by personal service or otherwise, and each of them, are hereby restrained and enjoined from violating Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and (c)] 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 SEC 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 of examination under Section 8 of the Securities Act [15 U.S.C. § 77h].

II. ORDER PRELIMINARILY ENJOINING DEFENDANT FROM VIOLATING SECTION 17(a)(2) and (3) OF THE SECURITIES ACT OF 1933

Defendant Rustin Brunson, Defendant's agents, servants, employees, attorneys, and those persons in active concert or participation with Defendant who receive actual notice of this Order, by personal service or otherwise, and each of them, are hereby restrained and enjoined from, directly or indirectly, in violation of Section 17(a)(2) or (a)(3) of the Securities Act [15 U.S.C. §§ 77q(a)(2), and 77q(a)(3)], and in the offer and sale of securities, by the use of the means and instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly, from:

A. obtaining money and property by means of untrue statements of material fact and by omitting to state material facts necessary to make the statements made, in light of the circumstances under which they were made, not misleading; or

B. engaging in transactions, practices, and courses of business which operated or would operate as a fraud or deceit upon the purchasers of such securities.

SO ORDERED this ___ day of December, 2021 by

Reed O'Connor
UNITED STATES DISTRICT JUDGE

CERTIFICATE OF SERVICE

On December 10, 2021, I caused the foregoing filing to be transmitted to the following attorneys and *pro se* defendants by email and the email address reflected below.

/s/ Jonathan S. Polish

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