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**UNITED STATES DISTRICT COURT
DISTRICT OF ARIZONA**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

vs.

MAYNARD L. JENKINS,

Defendant.

Case No. CV-09-01510-PHX-RJB

**FINAL JUDGMENT AS TO
DEFENDANT MAYNARD L. JENKINS**

The Securities and Exchange Commission having filed a Complaint and Defendant Maynard L. Jenkins 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 shall reimburse O'Reilly Automotive Inc. ("O'Reilly"), which acquired CSK Auto Corporation ("CSK"), \$2,796,467 pursuant to Section 304(a) of the Sarbanes-Oxley Act

of 2002, 15 U.S.C. § 7243(a). Defendant shall satisfy this reimbursement obligation to O'Reilly by paying O'Reilly in two installments. The first installment, in the amount of \$2,097,350.25, shall be paid within thirty (30) calendar days after entry of this Final Judgment. The second installment, in the amount of \$699,116.75, shall be paid within one year of the date of the entry of the Final Judgment, plus post-judgment interest pursuant to 28 U.S.C. § 1961. All payments shall be mailed to Jeff Groves, Vice President and General Counsel, O'Reilly Automotive, Inc., 233 S. Patterson, Springfield, MO 65802, and accompanied by a cover letter identifying Maynard L. Jenkins as a defendant in this action; setting forth the title and civil action number of this action and the name of this Court; and specifying that payment is made pursuant to this Final Judgment. Defendant shall promptly transmit, or cause to be promptly transmitted, photocopies of such payments and letters to the Commission's counsel in this action. If by wire transfer, the payment shall be made pursuant to confidential wire transfer instructions that O'Reilly has provided to Defendant for the purpose of making such payments. Upon making such payment by wire transfer, Defendant promptly shall inform the Commission's counsel in this action, or shall cause the Commission's counsel promptly to be informed, in writing (i) that the payment was made by wire transfer, (ii) the date the payment was made, and (iii) the amount of the payment. If he chooses to do so, Defendant may pay the second installment sooner than one year from the date of entry of the Court Consent Judgment, without penalty for prepayment. By making those payments, Defendant relinquishes all legal and equitable right, title, and interest in such funds, and no part of the funds shall be returned to Defendant. If Defendant fails to make any payment by the date agreed and/or in the amount agreed according to the schedule set forth above, all outstanding payments under this Final Judgment, including post-judgment interest, minus any payments made, shall become due and payable immediately without further application to the Court.

II.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that Defendant

shall not seek indemnification from O'Reilly, or its wholly owned subsidiary, CSK, for the payments required by this Final Judgment.

III.

IT IS FURTHER ORDERED, ADJUDGED, AND DECREED that this Court shall retain jurisdiction of this matter for the 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 this 16th day of November, 2011.

A handwritten signature in black ink, reading "Robert J. Bryan", written over a horizontal line.

ROBERT J. BRYAN
United States District Judge