

2. On August 30, 2007, Defendants agreed to a *Stipulation and Consent to Final Order* (Stipulation and Consent) and the entry of a *Final Order, Judgment and Permanent Injunction* (Final Order).

3. On August 30, 2007, this Court ordered that Defendants return Investor funds in a sum to be determined.

4. The total amount of claims submitted by Investors known to Plaintiff total \$704,000. The Defendants' current RCB bank balances are \$585,701.76. This money will be distributed to Investors pursuant to an order by this Court.

5. The difference owed to Investors is One Hundred Eighteen Thousand Two Hundred and Ninety-Eight Dollars and Twenty-Four Cents (\$118,298.24) which Defendants agree to pay over a two (2) year period as follows:

a) a sum of Five Thousand Dollars (\$5,000.00) per month, to be paid no later than the first of each month beginning on the 1st day of April, 2008, and continuing to and including February 1, 2010; and

b) a final payment of Three Thousand Two Hundred and Ninety-Eight Dollars and Twenty-Four Cents (\$3,298.24), by the 1st day of March, 2010.

6. Defendants agree to make payments directly to Account #110002070 at RCB Bank. Defendants agree to provide documentation to the Department evidencing the payments made by mailing a copy to the Oklahoma Department of Securities, 120 N. Robinson, Ste. 860, Oklahoma City, OK 73102, within 5 days of each deposit to the RCB Bank account.

7. In the event that the Defendants are unable to make a payment on or before the 1st of any month, they will have ten (10) calendar days to make the payment without penalty.

8. 8. Defendants agree that failure to make a required payment pursuant to the terms of this Order will be a violation of this Order and constitute contempt of court.

Therefore, based on the evidence reviewed, the Court orders the following:

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that Defendants shall return \$118,298.24 to Investors by payments of Five Thousand Dollars (\$5,000.00) per month, to be paid beginning on the 1st day of April, 2008, and continuing to and including February 1, 2010; and a final payment of Three Thousand Two Hundred and Ninety-Eight Dollars and Twenty-Four Cents (\$3,298.24), by the 1st day of March, 2010.

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED Defendants make payments directly to Account #110002070 at RCB Bank. Defendants agree to provide documentation to the Department evidencing the payments made by mailing a copy to the Oklahoma Department of Securities, 120 N. Robinson, Ste. 860, Oklahoma City, OK 73102, within 5 days of each deposit to the referenced RCB Bank account.

IT IS HEREBY FURTHER ORDERED, ADJUDGED AND DECREED that in the event that Defendants are unable to make a payment on or before the 1st of any month, they will have ten (10) calendar days to make the payment without penalty.

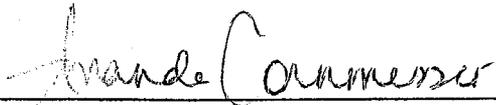
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that failure to make a required payment pursuant to the terms of this Order will be a violation of this Order and constitute contempt of court.

THIS ORDER IS ENTERED this 10 day of Feb, 2008.

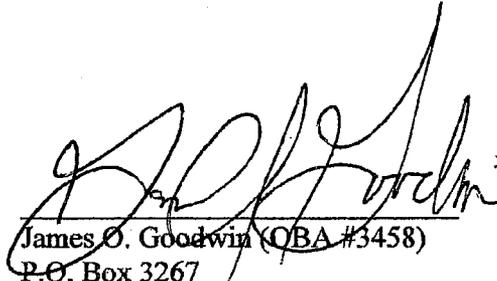
PATRICIA G. PARRISH

DISTRICT COURT JUDGE

Approved as to form and substance:



Amanda Cornmesser (OBA #20044)
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
(405) 280-7700
Attorney for Plaintiff



James O. Goodwin (OBA #3458)
P.O. Box 3267
Tulsa, Oklahoma 74101-3267
(918) 582-9181
Attorney for Defendants