

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN DISTRICT COURT
OKLAHOMA COUNTY

JAN 30 2015

TIM RHODES
COURT CLERK

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Oklahoma Department of Securities)
ex rel. Irving L. Faught,)
Administrator,)
)
Plaintiff,)
)
v.)
)
Bruce J. Scambler,)
)
Defendant.)

Case No. CJ-2014-1346

PLAINTIFF'S MOTION TO STRIKE

Plaintiff, Oklahoma Department of Securities ex rel. Irving L. Faught, Administrator, hereby objects to the affidavit of Defendant, Bruce J. Scambler, that was submitted to the Court as "Exhibit A" to the *Objection to Plaintiff's Motion for Summary Judgment* filed by Defendant on January 20, 2015 ("Affidavit"), on the grounds that the Affidavit is not acceptable evidentiary material under Rule 13 of the Rules for the District Courts of Oklahoma, Okla. Stat. tit. 12, Ch. 2, App 1. (Supp. 2013) ("District Court Rules"), and was made in bad faith with falsified and irrelevant exhibits. Plaintiff moves the Court for an Order striking the Affidavit pursuant to Rule 13(c) and, pursuant to Okla. Stat. tit. 12, § 2056(G) (2011), requiring Defendant to pay Plaintiff the expenses it incurred as a result of the bad faith filing and holding Defendant and his counsel in contempt.

In support of its Motion, Plaintiff alleges and states as follows:

1. On December 31, 2014, Plaintiff filed a *Motion for Summary Judgment* requesting summary judgment against Defendant.

2. On January 20, 2015, Defendant submitted the Affidavit to the Court as the sole exhibit to his objection to Plaintiff's motion for summary judgment against him. See Obj. Pl.'s Mot. Summ. J. Ex. A.

3. In the Affidavit, Defendant makes self-serving statements that he relies upon in his objection to Plaintiff's motion for summary judgment as evidence of a genuine issue as to material facts. See Obj. Pl.'s Mot. Summ. J. ¶¶ 1-15.

4. Defendant attaches to the Affidavit exhibits numbered 1 through 8 ("Affidavit Exhibits") as purported proof of the statements made therein. Affidavit Exhibits 1-8 consist of unsworn and uncertified copies of documents. See Obj. Pl.'s Mot. Summ. J. Ex. A Exs. 1-8.

5. At least two of the Affidavit Exhibits (Affidavit Exhibits 3 and 4) have been blatantly falsified by Defendant.

6. The remaining Affidavit Exhibits, to the extent they can be properly authenticated, do not prove what Defendant claims they prove and/or do not controvert the material facts alleged in Plaintiff's motion for summary judgment.

Falsified Affidavit Exhibits

Affidavit Exhibit 3

7. Affidavit Exhibit 3 is purportedly page 28 of the transcript of the deposition of Harvey Bryant that was taken on September 15, 2011, in *Universal Energy Plus, LLC, v. Bruce Scambler, et al.*, CJ-2010-290, before the District Court of Lincoln County. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 3. The deposition was taken on behalf of plaintiff Universal Energy Plus, LLC. See Pl.'s Ex. A, Bryant Dep. at 1. As a defendant in that matter, Bruce Scambler was represented by counsel,

Larry Stewart, Esq., at the deposition. See Pl.'s Ex. A, Bryant Dep. 2:5-8. Defendant was later represented in the Lincoln County matter by his present counsel, Jeffrey D. Black, Esq. See Pl.'s Ex. B, Scambler Dep. V. 1, at 2.

8. Affidavit Exhibit 3 is a falsified excerpt of the said deposition transcript in that the purported page 28 of Affidavit Exhibit 3 is missing lines 20 through 25. Defendant fails to show that the material testimony of Harvey Bryant at lines 20 through 25 was eliminated. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 3.

9. Lines 20-25 of page 28 of a true, complete and accurate copy of the transcript state:

[20] Q. **Who runs Cantex?**
[21] A. **Bruce.**
[22] Q. Are you aware of the plans or operations of Cantex?
[23] A. Outside of developing the properties in south Texas, that's
[24] all I know.
[25] Q. Okay. What do you know about that?

Pl.'s Ex. A, Bryant Dep. 28:20-25 (emphasis added).

10. Defendant relied upon page 28 of the transcript as altered in Affidavit Exhibit 3 as proof of facts asserted in paragraphs 5, 6, and 16 of his Affidavit. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶¶ 5, 6, 16. The facts asserted in paragraphs 5, 6, and 16 of the Affidavit are not supported by Harvey Bryant's testimony in Affidavit Exhibit 3 and do not controvert the fact that Defendant was CEO of CanTex and Chairman of its Board of Directors between August and December 2010 when CanTex offered and sold shares of its stock.

11. Defendant altered page 28 of the transcript because the true and accurate copy does not support the sham fact that Defendant has asserted in his

Affidavit and objection to Plaintiff's motion for summary judgment—that Defendant was not in control of CanTex Energy Corp. ("CanTex") at the time it offered and sold stock. See Obj. Pl.'s Mot. Summ. J. ¶¶ 2, 15, Ex. A ¶¶ 10, 11, 12, 13, 14, 21.

12. The transcript is not convertible to admissible evidence at trial because the deponent, Harvey Bryant, is now deceased and unavailable to testify. See Pl.'s Ex. C, Harvey Bryant Obituary published in the *Oklahoman* on Oct. 10, 2013; Pl.'s Ex. D, Williams Aff., Jan. 27, 2015.

13. The deposition transcript is hearsay that is not admissible when offered against Plaintiff because Plaintiff was not a party to the proceeding in which the deposition was taken; was not represented at the deposition; and did not have an opportunity to develop the testimony of Mr. Bryant by direct, cross, or redirect examination. See 12 Okla. Stat. tit. 12, § 2804(B)(1) (Supp. 2014).

Affidavit Exhibit 4

14. Affidavit Exhibit 4 is a *purported* copy of a Statement of Unanimous Consent of Board of Directors of CanTex, dated August 2010 ("Statement of Unanimous Consent"). See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 4.

15. Affidavit Exhibit 4 contains multiple material differences from the true and accurate copies of the Statement of Unanimous Consent that are attached hereto. See Pl.'s Ex. E, Suppl. Decl. Maurin Ex. 1; Pl.'s Ex. F, Williams Aff., Jan. 23, 2015. The paragraphs of Affidavit Exhibit 4 that have been falsified are indicated by a hand-written asterisk on the copy of Affidavit Exhibit 4 that is attached hereto as "Plaintiff's Exhibit G."

16. The true and accurate copies of the Statement of Unanimous Consent contained in Plaintiff's Exhibits E and F hereto, state the following, in pertinent part:

Bruce John Scambler has agreed as of today's [sic] date [August 12, 2010] and 12.00 pm [sic] Central Time to be a Director and Chairman of Cantex, and CEO of the Corporation [Cantex].

* * *

RESOLVED, that the Corporation does hereby declare by vote to appoint[:]

* * *

Bruce John Scambler to be a Director and Chairman of Cantex, and CEO of the Corporation. 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116[.]

* * *

FURTHER RESOLVED, that the Chief Executive Officer shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

* * *

The Corporation has agreed 56,000,000 will be issued to BFDE officers with 37,320,000 to Bruce Scambler and 22,680,000 to Harvey Bryant for the option to acquire on closing their combined 68,000,000 shares in Bedford Energy.

* * *

RESOLVED, that the Corporation does hereby declare by vote to issue[:]

* * *

37,320,000 shares of Common Stock to Bruce
John Scambler 6420 N Hillcrest Ave Nichols Hills
Oklahoma 73116[.]

* * *

FURTHER RESOLVED, that the Chief Executive Officer shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

17. Defendant relied upon the falsified Statement of Unanimous Consent that is Affidavit Exhibit 4 as proof of facts asserted in paragraph 12 of his Affidavit that states:

From August 12, 2010 through November 2010 I was not in a position of control of CTXE. I held no stock certificates, had no employment contract, had no CTXE letter of appoint to any position and any further position was contingent upon the merger of Bedford and CanTex (See [Affidavit] Exhibit 4).

Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 12.

18. Similar to Affidavit Exhibit 3, the Statement of Unanimous Consent contained in Affidavit Exhibit 4 has been altered because a true and correct copy of the Statement of Unanimous Consent contradicts the sham facts asserted by Defendant in his Affidavit and opposition to Plaintiff's motion for summary judgment—that Defendant was not CEO of CanTex, Chairman of its Board of Directors, or in control of CanTex, at the time CanTex offered and sold stock. See Obj. Pl.'s Mot. Summ. J. ¶¶ 2, 3, 9, 12, 15, Ex. A ¶¶ 10, 11, 12, 13, 14, 21.

19. Affidavit Exhibit 4 is not convertible to admissible evidence at trial because it is falsified and cannot be properly authenticated. See Pl.'s Ex. E, Suppl. Decl. Maurin; Pl.'s Ex. F, Williams Aff., Jan. 23, 2015.

Remaining Affidavit Exhibits

20. The authenticity of the remaining Affidavit Exhibits, all unsworn and uncertified, is in question given the falsification of Affidavit Exhibits 3 and 4. Even if the remaining Affidavit Exhibits can be properly authenticated, they do not prove what Defendant claims they prove and/or do not controvert the material facts alleged in Plaintiff's motion for summary judgment.

Affidavit Exhibit 1

21. Affidavit Exhibit 1 appears to be a printout dated January 10, 2015 (outside the relevant time period of August 2010 to March 2014) of a webpage from the website for Arkose Energy. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 1.

22. Affidavit Exhibit 1 is cited in support of paragraph 6 of the Affidavit that states:

I was informed by Trace Maurin that CTXE was controlled by him and that he was the Chairman and sole Director, President, CEO and Secretary/Treasurer (See [Affidavit] Exhibit 1 and [Affidavit] Exhibit 3).

Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 6.

23. Affidavit Exhibit 1 does not show what Trace Maurin told Defendant.

24. Affidavit Exhibit 1 does not prove that Defendant was not CEO of CanTex and Chairman of its Board of Directors between August and December 2010 when CanTex offered and sold shares of its stock. The information contained

in Affidavit Exhibit 1 does not controvert any material fact that Plaintiff asserts is not genuinely at issue in its motion for summary judgment.

Affidavit Exhibit 2

25. Affidavit Exhibit 2 appears to be a copy of an Executive Employment Agreement, effective November 18, 2010, relating to CanTex's employment of Defendant. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 2.

26. Affidavit Exhibit 2 is cited in support of paragraph 11 of the Affidavit that states:

On November 18, 2010, I was offered a position to be CEO with a contract affective [sic] in January 2011. I was not entitled to become CEO until the merger of Bedford and CanTex occurred (See [Affidavit] Exhibit 2).

Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 11.

27. Affidavit Exhibit 2 does not support the statement made by Defendant in paragraph 11 of his Affidavit. Affidavit Exhibit 2 provides, in pertinent part:

CanTex Energy Corp. agrees to employ the Executive [Defendant], and the Executive agrees to serve CanTex Energy Corp....**for the term beginning on the date hereof [November 18, 2010]** and ending 31st December 2011, which term shall be automatically extend [sic] from 1st January 2012 for a further five years...subject to meeting of the performance targets as detailed below.

Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 2 § 1.1 (emphasis added). Affidavit Exhibit 2 does not say anything about the supposed merger of Bedford and CanTex.

28. Affidavit Exhibit 2 does not controvert any material fact that Plaintiff asserts is not genuinely at issue in its motion for summary judgment. The existence of an employment agreement effective November 18, 2010, does not preclude the

appointment of Defendant as CEO of CanTex and Chairman of its Board of Directors effective August 12, 2010.

Affidavit Exhibit 5

29. Affidavit Exhibit 5 appears to be a copy of the front and back of a stock certificate issued to Kaily A. Ball. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 5.

30. Affidavit Exhibit 5 is cited in support of paragraph 16 of the Affidavit. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 16.

31. Affidavit Exhibit 5 does not prove that Defendant was not CEO of CanTex and Chairman of its Board of Directors between August and December 2010 when CanTex offered and sold shares of its stock. Affidavit Exhibit 5 does not controvert any material fact that Plaintiff asserts is not genuinely at issue in its motion for summary judgment.

Affidavit Exhibit 6

32. Affidavit Exhibit 6 appears to be a copy of a letter dated January 31, 2011, in which Harvey Bryant resigned as President and Secretary of CanTex effective that same date. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 6.

33. Affidavit Exhibit 6 is cited in support of paragraph 17 of the Affidavit. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 17.

34. Affidavit Exhibit 6 does not prove that Defendant was not CEO of CanTex and Chairman of its Board of Directors between August and December 2010 when CanTex offered and sold shares of its stock. Affidavit Exhibit 6 does not controvert any material fact that Plaintiff asserts is not genuinely at issue in its motion for summary judgment.

Affidavit Exhibit 7

35. Affidavit Exhibit 7 appears to be an *unsigned* copy of a letter dated January 3, 2011, from Harvey Bryant to a representative of Transfer Online, Inc., requesting the issuance of three million shares of restricted, rule 144 common stock of CanTex. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 7.

36. Affidavit Exhibit 7 is cited in support of paragraph 18 of the Affidavit. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 18.

37. Affidavit Exhibit 7 does not prove that Defendant was not CEO of CanTex and Chairman of its Board of Directors between August and December 2010 when CanTex offered and sold shares of its stock. Affidavit Exhibit 7 does not controvert any material fact that Plaintiff asserts is not genuinely at issue in its motion for summary judgment.

Affidavit Exhibit 8

38. Affidavit Exhibit 8 consists of two pages of what appears to be two separate, unidentified documents. Affidavit Exhibit 8 is generally meaningless given that there is no identification of what account(s) page one relates to; page one does not disclose who flew to or from Canada or when such person flew to or from Canada; and page two does not disclose the date of the stated transactions. See Obj. Pl.'s Mot. Summ. J. Ex. A Ex. 8.

39. Affidavit Exhibit 8 is cited in support of paragraph 19 of the Affidavit. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 19.

40. Affidavit Exhibit 8 does not controvert any material fact that Plaintiff asserts is not genuinely at issue in its motion for summary judgment.

Other Deficiencies in the Affidavit

41. The Affidavit contains out-of-court statements, made by nonparties, that are being offered to prove the truth of the matters asserted and are inadmissible hearsay. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶¶ 6, 7, 9, 14, 16; Okla. Stat. tit. 12, § 2801 (2011).

42. The Affidavit contains self-serving speculation, rather than personal knowledge, of a "conspiracy" between Harvey Bryant and Kaily Ball. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶ 19.

43. The Affidavit contains denials that are unsupported by any evidence. See Obj. Pl.'s Mot. Summ. J. Ex. A ¶¶ 3, 20, 21.

ARGUMENT AND AUTHORITIES

Rule 13 of the District Court Rules and Okla. Stat. tit. 12, § 2056(G) (2011), govern summary judgment. A movant for summary judgment must submit to the court a statement of material facts as to which it contends no genuine issue exists, supported by "acceptable evidentiary material," and a statement of argument and authority justifying summary judgment. Okla. Dist. Ct. R. 13(b). Once the movant meets its burden, a party opposing summary judgment must file a concise written statement of the material facts as to which a genuine issue exists and the reasons for denying the motion along with "acceptable evidentiary material" justifying the opposition to the motion. Okla. Dist. Ct. R. 13(b).

Affidavits filed in support of, or opposition to, a motion for summary judgment must be made on personal knowledge, show that the affiant is competent to testify as to the matters stated therein, and set forth matters that would be admissible in

evidence at trial. Okla. Dist. Ct. R. 13(c); see also Okla. Stat. tit. 12, § 2056(E). When a paper is referred to in an affidavit, a sworn or certified copy must be attached to, or served with, the affidavit. Okla. Stat. tit. 12, § 2056(E).

When used alone, self-serving affidavits are not acceptable evidentiary material to support or overcome a motion for summary judgment. See, e.g., *Harmon v. Craddock*, 2012 OK 80, ¶ 17, 286 P.3d 643 (defendant's self-serving affidavit alone did not eliminate the existence of a factual dispute); *Okla. Dept. of Sec. ex rel. Faught v. Wilcox*, 2011 OK 82 ¶¶ 20-21, 267 P.3d 106, 111 (defendants' self-serving affidavits failed to raise a dispute and did not meet their burden to overcome the motion for summary judgment); *Weeks v. Wedgewood Vill., Inc.*, 1976 OK 72, 554 P.2d 780, 784 ("The mere denial in a pleading, repeated in an affidavit unsupported by any proof is not sufficient to require the credibility of the opposing party to be determined on trial.").

The rules of evidence govern the admissibility of other evidentiary material filed in support of, or opposition to, a motion for summary judgment. Okla. Dist. Ct. R. 13(c). A party challenging the admissibility of any evidentiary material may file an objection or motion to strike the material, and the Court may rule on the admissibility of the challenged material before disposing of the motion for summary judgment. *Id.* An objection to evidentiary material that does not appear to be convertible to admissible evidence at trial is waived for purposes of the summary judgment motion unless it is challenged by objection or motion to strike. *Id.*

When the Court is satisfied that an affidavit is submitted in bad faith in support of, or opposition to, a motion for summary judgment, the Court *must* order the

submitting party to pay the other party attorney fees and other reasonable expenses it incurred as a result of the bad faith submission. Okla. Stat. tit. 12, § 2056(G). The Court may also hold the offending party or his attorney in contempt. *Id.*

Defendant's Affidavit is not acceptable evidentiary material under Rule 13 and should be stricken. Defendant's self-serving affidavit is supported by exhibits consisting of unauthenticated copies of documents that, in some cases, have been blatantly falsified. The remaining exhibits that are not known by Plaintiff to have been falsified do not prove what Defendant asserts they prove and/or support only immaterial facts that do not controvert the material facts that Plaintiff asserts are undisputed. Defendant's Affidavit contains denials that are unsupported by any evidence. Defendant's Affidavit also contains inadmissible hearsay and self-serving speculation. The Affidavit does not set forth matters that would be admissible in evidence at trial.

Defendant's Affidavit was concocted to create a sham factual dispute in response to Plaintiff's motion for summary judgment against him. The most telling signs of this are the two exhibits that were falsified so that they could be used to support Defendant's Affidavit and opposition to Plaintiff's summary judgment motion. Defendant knows he was the CEO of CanTex and Chairman of its Board of Directors between August and December 2010. Defendant signed his Affidavit under oath while knowing that it was false. Further, any reasonable inquiry by Defendant's counsel into the authenticity of the falsified deposition transcript, Affidavit Exhibit 3, would have revealed that it had been altered. The Affidavit was submitted in bad faith.

CONCLUSION

The Affidavit fails to meet the requirements of Rule 13 and was submitted to the Court in bad faith with blatantly falsified exhibits. Plaintiff requests that the Court strike the Affidavit in its entirety, and the purported facts based thereon, from the *Objection to Plaintiff's Motion for Summary Judgment*; require Defendant to pay Plaintiff the reasonable expenses, including attorney fees, it incurred as a result of the bad faith submission; and hold Defendant and his counsel in contempt.

If the Court chooses not to strike the Affidavit in its entirety, Plaintiff requests that the Court strike the following portions of the Affidavit on the grounds stated:

- A. Paragraph 3 (*mere denial unsupported by evidence*);
- B. Paragraph 5 (*unsupported by the evidence presented; submitted false exhibit*);
- C. Paragraph 6 (*unsupported by the evidence presented; submitted falsified exhibit; inadmissible hearsay*);
- D. Paragraph 7 (*inadmissible hearsay*);
- E. Paragraph 9 (*inadmissible hearsay*);
- F. Paragraph 10 ("Harvey Bryant's control up until that period was as Director, President, Secretary and controlling stock holder who maintained total control of CTXE, the company books of CTXE and all company records of CTXW.") (*unsupported by any evidence; contradicted by the true and accurate copy of Affidavit Exhibit 4*);
- G. Paragraph 11 (*unsupported by the evidence presented; contradicted by the true and accurate copy of Affidavit Exhibit 4*);

H. Paragraph 12 (*supported by a falsified exhibit; contradicted by the true and accurate copy of Affidavit Exhibit 4*);

I. Paragraph 13 ("Harvey Bryant, who has exclusive control over the CTXE stock books, records and all corporate documents worked primarily from home") (*contradicted by the true and accurate copy of Affidavit Exhibit 4*);

J. Paragraph 14 ("Harvey Bryant informed me from August through November, 2010 that he was working for funding to complete the merger between Bedford and CTXE. Mr. Bryant stated that he has arranged for a Nevada Transfer Agent through Newport Capital, his brother's company to facilitate all of the pink sheet reporting required.") (*inadmissible hearsay*);

K. Paragraph 14 ("Mr. Bryant, was still Chairman of the board...and held a majority of voting shares, approximately sixty million.") (*unsupported by any evidence; contradicted by the true and accurate copy of Affidavit Exhibit 4*);

L. Paragraph 16 ("He stated that he and Trace Maurin agreed on all stock offerings and gifts to employees.") (*inadmissible hearsay*);

M. Paragraph 16 ("These include Stock to Brandt Dismukes and Kaily Ball, both of whom Harvey Bryant as President terminated their employment in October, 2010. He retained Dismukes as a personal assistant.") (*supported by falsified exhibit that does not support the facts asserted*);

N. Paragraph 19 ("I have no knowledge of who sent this letter, but suspect that Harvey Bryant along with Ms. Ball conspired to send this letter while I was in not in [sic] Oklahoma.") (*not based on personal knowledge*);

- O. Paragraph 19 ("On September 27, 2010, I was returning from Canada going to Dallas, Texas.") (*not supported by the evidence presented*);
- P. Paragraph 20 (*mere denial unsupported by evidence*); and
- Q. Paragraph 21 (*mere denial unsupported by evidence*).

Defendant has not presented acceptable evidentiary material to support his opposition to summary judgment and has not controverted the material facts Plaintiff asserts are not genuinely at issue. Therefore, Plaintiff's summary judgment motion should be granted.

Respectfully submitted,


Amanda Commesser (OBA No. 20044)
Terra Bonnell (OBA No. 20838)
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
Telephone: (405) 280-7700
Fax: (405) 280-7742
Email: acommesser@securities.ok.gov
tbonnell@securities.ok.gov

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 30th day of January, 2015, a true and correct copy of the above and foregoing motion was mailed with postage prepaid thereon, addressed to:

Jeffrey D. Black, OBA #13847
Bonham & Howard
3555 N.W. 58th St., #1000
Oklahoma City, OK 73112
Attorney for Defendant


Terra Bonnell

1 APPEARANCES

2 For the Plaintiff:

3 HARLAN HENTGES
4 Attorney at Law
5 1015G Waterwood Parkway, Suite F-1
6 Edmond, Oklahoma 73034

7 For the Defendants:

8 LARRY STEWART
9 Attorney at Law
10 101 East Gray Street, Suite D
11 Norman, Oklahoma 73069
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1 A. No.

2 Q. Have you ever heard that Mr. Scambler's working with
3 an Australian company?

4 A. No.

5 Q. Did you know if Cantex -- or how did you learn of
6 Cantex?

7 A. Through my brother.

8 Q. And who's your brother?

9 A. Gary Bryant.

10 Q. Okay. And why was he aware of Cantex?

11 A. He's an investment banker and he knows of numerous
12 companies.

13 Q. Okay. Does he know the principals of Cantex?

14 A. Yes.

15 Q. Who would that be?

16 A. Trace Moran.

17 Q. What is Trace Moran's position with Cantex?

18 A. He's on the board of directors, I believe he's still
19 the chief operating officer.

20 Q. Who runs Cantex?

21 A. Bruce.

22 Q. Are you aware of the plans or operations of Cantex?

23 A. Outside of developing the properties in south Texas,
24 that's all I know.

25 Q. Okay. What do you know about that?

C E R T I F I C A T E

1
2 STATE OF OKLAHOMA)
3 COUNTY OF OKLAHOMA) SS:
4

5 I, GINGER MILAM, a certified shorthand reporter
6 within and for the State of Oklahoma, certify that HARVEY
7 BRYANT, was by me sworn to testify the truth; that the
8 deposition was taken by me in stenotype and thereafter
9 transcribed by computer and is a true and correct transcript
10 of the testimony of the witness; that the deposition was taken
11 on the 15th day of September 2011, in Edmond, Oklahoma; that I
12 am not an attorney for or a relative of any party, or
13 otherwise interested in this action.

14 Witness my hand and seal of office on this the 25th
15 day of September 2011.

16
17 
18 GINGER MILAM, CSR
19 Oklahoma CSR No. 01595
20 Expiration Date December 31, 2011
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IN THE DISTRICT COURT IN AND FOR LINCOLN COUNTY
STATE OF OKLAHOMA

UNIVERSAL ENERGY PLUS, L.L.C.,)	
)	
Plaintiff,)	
)	
-vs-)	
)	
BRUCE SCAMBLER,)	CASE NO.
BEDFORD ENERGY, INC.,)	CJ-2010-290
SOUTH KENSINGTON LTD, CO.,)	
GREEN OIL OPERATING OKLAHOMA)	
LTD, CO.,)	
)	
Defendants.)	

DEPOSITION OF BRUCE SCAMBLER

VOLUME I

TAKEN ON BEHALF OF THE PLAINTIFF

ON JULY 12, 2013

IN OKLAHOMA CITY, OKLAHOMA

* * * * *

WORD FOR WORD REPORTING, L.L.C.
3250 CHASE BANK BUILDING
100 NORTH BROADWAY
OKLAHOMA CITY, OKLAHOMA 73102

COPY

Reported By: Chrystal H. Vance, C.S.R.



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A P P E A R A N C E S

For the Plaintiff:

Harlan Hentges, Esq.
Jonathan Carter, Esq.
HENTGES & ASSOCIATES
102 East Thatcher Street
Edmond, Oklahoma 73034
Harlan@organiclawyers.com

Richard S. Winblad, Esq.
WINBLAD LAW
102 East Thatcher Street
Edmond, Oklahoma 73034

For the Defendants:

Jeffrey D. Black, Esq.
BONHAM & HOWARD
3555 Northwest 58th Street
Landmark Towers, Suite 1000
Oklahoma City, Oklahoma 73112
Jblack@bonhamandhoward.com

Also Present:

Michael Hara

* * * * *

C E R T I F I C A T E

STATE OF OKLAHOMA)
) SS:
COUNTY OF OKLAHOMA)

I, Chrystal H. Vance, a certified shorthand reporter within and for the State of Oklahoma, certify that BRUCE SCAMBLER was sworn to testify the truth; that the deposition was taken by me in stenotype and thereafter transcribed by computer and is a true and correct transcript of the testimony of the witness; that the deposition was taken on July 12, 2013 at 9:21 a.m., at Oklahoma City, Oklahoma; that I am not an attorney for or a relative of either party, or otherwise interested in this action.

Witness my hand and seal of office on July 30, 2013.



Chrystal H. Vance
Chrystal H. Vance

State of Oklahoma Chrystal H. Vance, CSR

Certified Shorthand Reporter For the State of Oklahoma

CSR # 1819

DEC 31 2013

CSR #1819

My Certificate Expires

HARVEY BRYANT

January 31, 1949 - October 7, 2013 **NICHOLS HILLS** Harvey Steven Bryant, 64, of Nichols Hills, was called home to God on October 7, 2013. Harvey was born on January 31, 1949, in Shawnee, Oklahoma to Harry and Alta Bryant. He married Claudia Bartel Bryant on January 1, 1995. He worked as a consultant in investment banking, specializing in the oil industry. He was most proud of being a grandfather and was an avid Oklahoma State and Oklahoma City Thunder fan. He will be remembered for his generosity and spirit for life that touched all he met. He was preceded in death by his parents; his beautiful daughter, Julie Bryant Mitchell; and his sisters, Pamela Bryant and Gloria Moyer. He is survived by his loving wife, Claudia and their children, Stephanie (Chris) Bruehl, Edmond, OK and Jonathan (Julie) Bartel, Edmond, OK, and Josephine (Brian) Meyers, Los Angeles, CA; five grandchildren, London Mitchell, Macy and Garrett Bruehl, and Olivia and Ellen Bartel; one brother, Gary (Suzanne) Bryant, Bartonville, TX; one sister, Darla (Walter) Riddle, Plant City, FL; one sister-in-law, Liz (Jim) Welch, Grand Lake, OK; two brothers-in-law, Jim (Jeni) Harris, Augusta, GA, Phil Moyer, Clearwater, FL; many nieces and nephews; and special friends: Peggy Bryant and Beau Williams. In lieu of flowers the family asks that memorial contributions may be made to Mercy Health Foundation in memory of Harvey Bryant. Memorial service will be 1:00 pm on Friday, October 11, 2013, at University Baptist Church with Dr. Steven C. Dominy, officiating. Inurnment will be in Resthaven Memorial Park under the direction of Resthaven Funeral Home.

Funeral Home**Resthaven Funeral Home & Memory Gardens**

500 Southwest 104th St. Oklahoma City, OK 73139
(405) 691-1661

Published in The Oklahoman on Oct. 10, 2013

PLAINTIFF'S
EXHIBIT

C

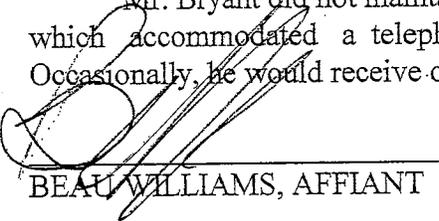
AFFIDAVIT OF BEAU WILLIAMS

I, Beau Williams, having reviewed and being duly sworn in verification of the truthfulness of the statements set forth below, do hereby state the following:

That I have represented Mr. Harvey Bryant and various family members for in excess of twenty five years, continuing to do so until his death in October of 2013. As such, I was in his home and in his offices on a regular basis and was familiar with his business operations.

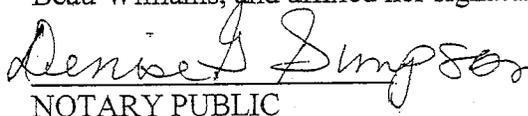
Bedford Energy was incorporated listing his Bedford home address in Nichols Hills for incorporation purposes only. Neither Bedford Energy nor Cantex were ever operated out of his home. Bedford Energy maintained offices at locations on Wilshire just west of Broadway, Oklahoma City, Oklahoma, on Portland and N.W. Fifth Street, Oklahoma City, Oklahoma and then at the Waterford Complex, Oklahoma City, Oklahoma.

Mr. Bryant did not maintain a home office, other than a three foot desk in the kitchen which accommodated a telephone, a fax machine, and personal correspondence and bills. Occasionally, he would receive or send a fax from this location solely for convenience.


BEAU WILLIAMS, AFFIANT

NOTARY:

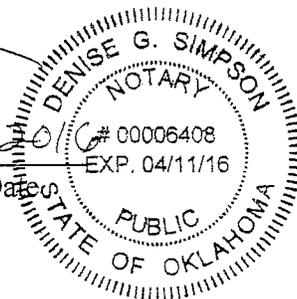
Subscribed and sworn to before me appeared th above named Affiant, known to me to be Beau Williams, and affixed her signature heretoabove on this 27th day of January, 2015.


NOTARY PUBLIC

00006408

04-11-2016

My Commission Number and Expiration Date



PLAINTIFF'S
EXHIBIT

D

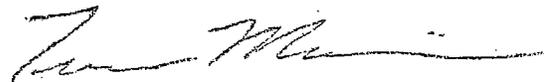
**SUPPLEMENTAL DECLARATION OF TRACE MAURIN
PURSUANT TO 12 O.S. § 426**

I, Trace Maurin, of lawful age, hereby declare and state the following based on my personal knowledge:

1. This declaration supplements the declaration I executed on December 30, 2014.
2. Bruce Scambler became Chief Executive Officer of CanTex and Chairman of the Board of Directors of CanTex effective August 12, 2010, pursuant to a Statement of Unanimous Consent of Board of Directors.
3. A true and correct copy of that Statement of Unanimous Consent of Board of Directors of CanTex, effective as of August 12, 2010, is attached hereto as Exhibit 1.
4. I have reviewed Exhibit 4 to the affidavit executed by Bruce Scambler on January 20, 2015, in support of his Objection to Plaintiff's Motion for Summary Judgment filed in the District Court of Oklahoma County, State of Oklahoma, in case number CJ-2014-1346.
5. Exhibit 4 to the affidavit of Bruce Scambler is NOT a true and correct copy of the Statement of Unanimous Consent of Board of Directors of CanTex, effective as of August 12, 2010, and does not accurately represent the unanimous consent of the Board of Directors that Bruce Scambler become the CEO of CanTex and the Chairman of its Board of Directors effective 12:00 p.m. (Central) on August 12, 2010.
6. I did not sign the version of the Statement of Unanimous Consent of Board of Directors that appears as Exhibit 4 to the affidavit of Bruce Scambler.

I declare under penalty of perjury under the laws of the state of Oklahoma that the foregoing is true and correct.

Executed this 27 day of January, 2015, in Bulverde, Texas.



TRACE MAURIN



Cantex Energy Corp

(a Nevada corporation)

STATEMENT OF UNANIMOUS CONSENT

OF

BOARD OF DIRECTORS

August 2010

This STATEMENT OF UNANIMOUS CONSENT OF BOARD OF DIRECTORS when executed by the Directors of the Corporation will become effective as of the 12th day of August 2010; and will have the same force and effect as if such Directors were present and acting at a meeting duly noticed and held for the purpose of adopting the Resolutions and taking the Corporate action hereinafter set forth.

APPOINTMENT OF NEW DIRECTORS

WHEREAS, the Corporation has previously had in place a SOLE Director and Officer Trace Maurin.

The Corporation hereby desires to increase the appointed serving Directors and appoint new officers

Harvey Steven Bryant has agreed as of todays date and 12.00 pm Central Time to be a Director and President of the Corporation

Bruce John Scambler has agreed as of todays date and 12.00 pm Central Time to be a Director and Chairman of Cantex, and CEO of the Corporation.

AND WHEREAS, the Corporation desires to appoint said Directors to be officers of the company.

RESOLVED, that the Corporation does hereby declare by vote to appoint

Harvey Steven Bryant to be a Director and President of the Corporation
1300 Bedford Drive Nichols Hills Oklahoma 73116

Bruce John Scambler to be a Director and Chairman of Cantex, and CEO
of the Corporation. 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116

EXHIBIT

1

Trace Edward Maurin to remain a Director and be Chief Operating Officer of Cantex of the Corporation. 2805 Split Rock circle, Bulverde TX 78163

FURTHER RESOLVED, that the Chief Executive Officer shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

ISSUE ADDITIONAL SHARES

WHEREAS, the Corporation has agreed to issue 8,000,000 shares ("Debt conversion shares") to Stockholder T Maurin with proviso of vesting when CTXE or combined entity trades at \$0.04 or higher on offer for 30 days or more or more. . The shares held by the T Maurin would be acquired (as backed by a 12-month promissory note equal to \$335,681 at libor) cancellable in event combined entity trades at \$0.04 or higher Said shares shall have a trickle out for not more than 1,000,000 shares sold per month after restriction is lifted.

The Corporation has agreed 56,000,000 will be issued to BFDE officers with 37,320,000 to Bruce Scambler and 22,680,000 to Harvey Bryant for the option to acquire on closing their combined 68,000,000 shares in Bedford Energy.

AND WHEREAS, the Corporation desires to issue said shares of the company.

RESOLVED, that the Corporation does hereby declare by vote to issue

22,680,000 shares of Common Stock to Harvey Steven Bryant 1300 Bedford Drive Nichols Hills Oklahoma 73116

37,320,000 shares of Common Stock to Bruce John Scambler 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116

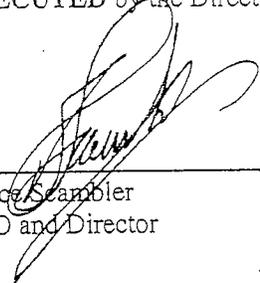
8,000,000 shares of Common Stock to Trace Edward Maurin. 2805 Split Rock circle, Bulverde TX 78163

FURTHER RESOLVED, that the Chief Executive Officer shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

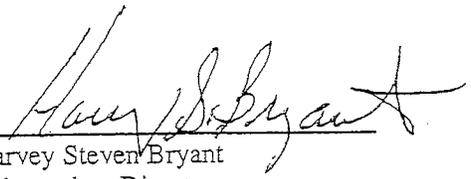
COUNTERPARTS

This Consent may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. A facsimile signature by any party on a counterpart of this Consent shall be binding and effective for all purposes. Such party shall, however, subsequently deliver to the other party an original executed copy of this Consent.

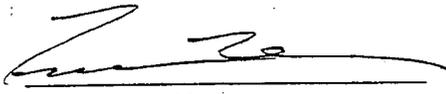
EXECUTED by the Directors as of the date set out above.



Bruce Scambler
CEO and Director



Harvey Steven Bryant
Independent Director



Trace Edward Maurin
Director

AFFIDAVIT OF ATTORNEY BEAU WILLIAMS

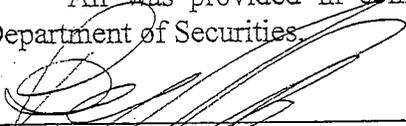
I, Beau Williams, having reviewed the statements below, and in evidence thereto, do affix my sworn signature below.

I was an attorney for Mr. Harvey Bryant on multiple personal and business issues beginning in 1985 until his death in September of 2013. I also became a personal friend of Mr. Bryant's as well as his family. As such, I was in his home no less than once a month and in his various offices no less than monthly, depending upon what case or issue we were working on at the time.

Attached is a true and correct copy of the Cantex Energy Corp Statement of Unanimous consent of the Board of Directors, which was forwarded by myself to the Department of Securities along with my cover letter and other documents listed therein, on the 8th day of August 2011.

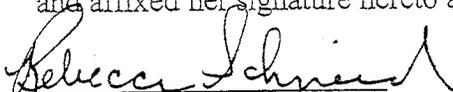
I had prepared the cover letter; my client of twenty years, Mr. Harvey Bryant, had provided the documents to be submitted.

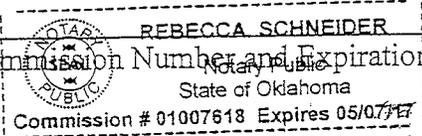
All was provided in compliance with the requests made of Mr. Harvey Bryant by the Department of Securities.


BEAU WILLIAMS OBA # 11732
4901 Richmond Square Suite 104
Oklahoma City, Oklahoma 73118
(405) 840-3889
Fax (405) 843-0322
Attorney for Mr. Harvey Bryant

NOTARY:

Subscribed and sworn to before me appeared the above named Affiant, Beau Williams, and affixed her signature hereto above on this 23 day of January, 2015.


NOTARY PUBLIC

My Commission Number and Expiration Date

REBECCA SCHNEIDER
Notary Public
State of Oklahoma
Commission # 01007618 Expires 05/07/17



Beau Williams
Attorney at Law

August 8th, 2011

Ms. Terra Shamas Bonnell, Attorney
Ms. Amanda Cornmesser, Attorney
Legal Department
Oklahoma Department of Securities
First National Center suite 860
120 North Robinson Avenue
Oklahoma City, Oklahoma 73102

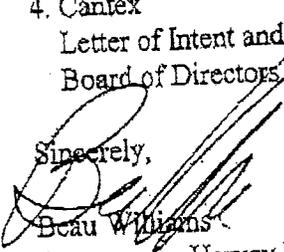
Re: Mr. Harvey Bryant Interview

Dear Ms. Terra and Ms. Amanda,

Thank you for the opportunity to meet you and to work with you on the above. In response to your requests, please find enclosed the following submissions of documents from Mr. Harvey Bryant:

1. Warren #1-14 Hughes County
Letter of Intent
Letter Agreement
Assignment of Interest
2. Logan County Farnout/Exchange Bedford Stock
3. List of Bruce Scambler privately held companies
with Tax I.D. # for each
4. Cantex
Letter of Intent and Confidential Term
Board of Directors Resolution

Sincerely,


Beau Williams
Attorney for Harvey Bryant

BW/gc

cc: Mr. Harvey Bryant

Enc. All Noted Above

4901 Richmond Square Suite 104

Oklahoma City, Oklahoma 73118

Telephone (405) 840-3889

Fax (405) 843-0322

Cantex Energy Corp
(a Nevada corporation)

STATEMENT OF UNANIMOUS CONSENT
OF
BOARD OF DIRECTORS

August 2010

This STATEMENT OF UNANIMOUS CONSENT OF BOARD OF DIRECTORS when executed by the Directors of the Corporation will become effective as of the 12th day of August 2010; and will have the same force and effect as if such Directors were present and acting at a meeting duly noticed and held for the purpose of adopting the Resolutions and taking the Corporate action hereinafter set forth.

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WHEREAS, the Corporation has previously had in place a SOLE Director and Officer Trace Maurin.

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AND WHEREAS, the Corporation desires to appoint said Directors to be officers of the company.

RESOLVED, that the Corporation does hereby declare by vote to appoint

Harvey Steven Bryant to be a Director and President of the Corporation
1300 Bedford Drive Nichols Hills Oklahoma 73116

Bruce John Scambler to be a Director and Chairman of Cantex, and CEO
of the Corporation. 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116

Trace Edward Maurin to remain a Director and be Chief Operating Officer of Cantex of the Corporation. 2805 Split Rock circle, Bulverde TX 78163

FURTHER RESOLVED, that the Chief Executive Officer shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

ISSUE ADDITIONAL SHARES

WHEREAS, the Corporation has agreed to issue 8,000,000 shares ("Debt conversion shares") to Stockholder T Maurin with proviso of vesting when CTXE or combined entity trades at \$0.04 or higher on offer for 30 days or more or more. . The shares held by the T Maurin would be acquired (as backed by a 12-month promissory note equal to \$335,681 at libor) cancellable in event combined entity trades at \$0.04 or higher Said shares shall have a trickle out for not more than 1,000,000 shares sold per month after restriction is lifted.

The Corporation has agreed 56,000,000 will be issued to BFDE officers with 37,320,000 to Bruce Scambler and 22,680,000 to Harvey Bryant for the option to acquire on closing their combined 68,000,000 shares in Bedford Energy.

AND WHEREAS, the Corporation desires to issue said shares of the company.

RESOLVED, that the Corporation does hereby declare by vote to issue

22,680,000 shares of Common Stock to Harvey Steven Bryant 1300 Bedford Drive Nichols Hills Oklahoma 73116

37,320,000 shares of Common Stock to Bruce John Scambler 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116

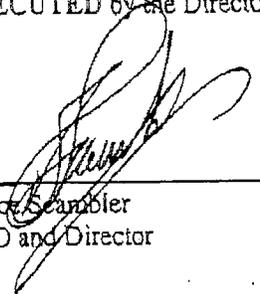
8,000,000 shares of Common Stock to Trace Edward Maurin. 2805 Split Rock circle, Bulverde TX 78163

FURTHER RESOLVED, that the Chief Executive Officer shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

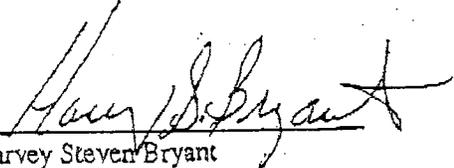
COUNTERPARTS

This Consent may be executed simultaneously in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. A facsimile signature by any party on a counterpart of this Consent shall be binding and effective for all purposes. Such party shall, however, subsequently deliver to the other party an original executed copy of this Consent.

EXECUTED by the Directors as of the date set out above.



Bruce Scambler
CEO and Director



Harvey Steven Bryant
Independent Director



Trace Edward Maurin
Director

Cantex Energy Corp
(a Nevada corporation)

STATEMENT OF UNANIMOUS CONSENT
OF
BOARD OF DIRECTORS

August 2010

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APPOINTMENT OF NEW DIRECTORS

WHEREAS, the Corporation has previously had in place a SOLE Director and Officer Trace Maurin.

The Corporation hereby desires to increase the appointed serving Directors and appoint new officers

Harvey Steven Bryant has agreed as of today's date and 12.00 pm Central Time to be a Director and President of the Corporation

* Bruce John Scambler has agreed, subject to and upon the date of completion of the merger of Bedford Energy Inc. and Cantex, he would then become the Chairman of the combined Cantex/Bedford board, and CEO of the combined Corporation. He would act as a Cantex Director in the Interim.

AND WHEREAS, the Corporation desires to appoint said Directors to be officers of the company.

RESOLVED, that the Corporation does hereby declare by vote to appoint

Harvey Steven Bryant to be a Director and President of the Cantex Corporation, of address 1300 Bedford Drive Nichols Hills Oklahoma 73116

* Bruce John Scambler to be a Director of the Cantex Corporation, of address 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116

EXHIBIT 4
PAGE OF



Trace Edward Maurin to remain a Director and be Chief Operating Officer of Cantex of the Corporation. 2805 Split Rock circle, Bulverde TX 78163

* **FURTHER RESOLVED**, that the President and Secretary shall be and he is directed to execute, in the Corporation's name and place, such releases and termination documents evidencing and confirming the each such and the obligations, if any other documents to effectuate and carry out this action.

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* The Corporation has agreed 56,000,000 will be issued to BFDE officers with 37,320,000 to nominees of holders of reserve assets and 22,680,000 to Harvey Bryant for the option to acquire on closing their combined 68,000,000 shares in Bedford Energy.

AND WHEREAS, the Corporation desires to issue said shares of the company.

RESOLVED, that the Corporation does hereby declare by vote to issue

22,680,000 shares of Common Stock to Harvey Steven Bryant 1300 Bedford Drive Nichols Hills Oklahoma 73116

* 37,320,000 shares of Common Stock to nominees of holders of reserve assets (list to come from Bruce John Scambler) 6420 N Hillcrest Ave Nichols Hills Oklahoma 73116

8,000,000 shares of Common Stock to Trace Edward Maurin. 2805 Split Rock circle, Bulverde TX 78163

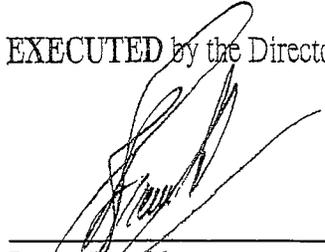
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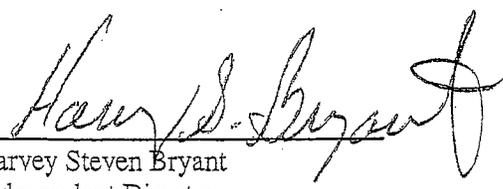
COUNTERPARTS

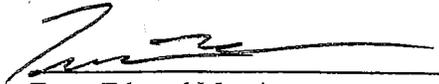
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EXECUTED by the Directors as of the date set out above.

*



Bruce Scambler
~~CEO and Director~~

Harvey Steven Bryant
Independent Director

Trace Edward Maurin
Director