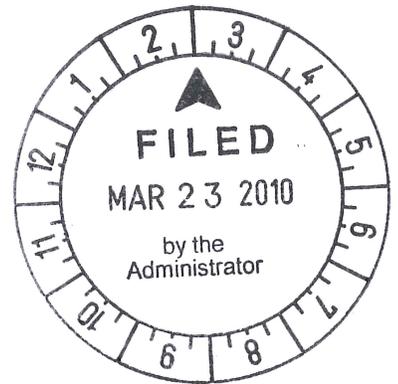


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA



In the Matter of:

Children Family Films, Inc., and
Karl Wayne Harris,

Respondents.

ODS File No. 10-038

FINAL ORDER TO CEASE AND DESIST

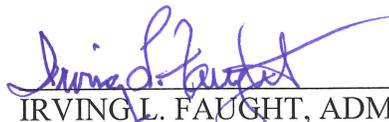
Pursuant to Section 1-602 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), the Oklahoma Department of Securities (Department) conducted an investigation into the activities of Children Family Films, Inc. and Karl Wayne Harris (collectively, the "Respondents"), in connection with the offer and/or sale of securities in the state of Oklahoma.

On February 22, 2010, the Administrator of the Department (Administrator) issued an *Order to Cease and Desist and Notice of Opportunity for Hearing* ("Order and Notice"). Pursuant to Section 1-611 of the Act, the Order and Notice were mailed to Respondents, by certified mail, return receipt requested, and delivery restricted, on February 22, 2010. On March 4, 2010, the Order and Notice mailed to Respondents was returned marked "Return To Sender, No Such Number, Unable To Forward." Pursuant to Section 1-611 of the Act, service on Respondents was made by serving the Administrator on February 22, 2010. No request for hearing has been received by the Administrator.

THEREFORE, pursuant to Section 1-604 of the Act, the cease and desist order issued by the Administrator on February 22, 2010, is final by operation of law as to Respondents.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 23rd day of March, 2010.

(SEAL)



IRVING L. FAUGHT, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES

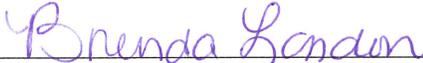
CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 23rd day of March, 2010, a true and correct copy of this *Final Order to Cease and Desist* was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

Children Family Films and
Karl Wayne Harris
7095 Hollywood Blvd. Suite 533
Hollywood, CA 90028

Children Family Films and
Karl Wayne Harris
12241 Santa Monica, #167
Los Angeles, CA 90025

Children Family Films and
Karl Wayne Harris
3107 W. 60th Street
Los Angeles, CA 90045



Brenda London
Paralegal