

IN THE SUPREME COURT OF THE STATE OF OKLAHOMA

OKLAHOMA DEPARTMENT OF SECURITIES)
Ex rel. IRVING L. FAUGHT, Administrator,)
and DOUGLAS L. JACKSON, in his capacity as)
the court appointed receiver for the investors and)
creditors of Schubert & Assoc. and for the assets)
of Marsha Schubert, individually, and doing)
business as Schubert & Associates, and for)
Schubert & Associates,)

Plaintiffs/Appellees,)

vs.)

ROBERT W. MATHEWS, MARVIN L. WILCOX,)
PAMELA J. WILCOX, DETRIA J. OWENS,)
KATHLEEN GIBSON, SHERYL MERCER,)
FRANK WARD, ALICE SUE WARD, BEN J.)
ALLEN, SHARON A. ALLEN, MICHAEL)
ROGERS, BOB E. HUDSON,)
JANICE FAGG, EDWARD G. STATON,)
KENNETH LARUE, ELLA CARR, MARTIN W.)
MATHEWS, BETH ARMER, individually, and as)
trustee for the BETH ARMER REVOCABLE)
TRUST, SHANNA KINSLOW, ROY E.)
LANDWEHR, VICKI L. LANDWEHR, SCOTT A)
WILCOX, RYAN E. LANDWEHR, LINDSEY)
LANDWEHR, JOHN PUMPHREY, CAROLYN)
PUMPHREY, JUSTIN R. TARRANT, JEFFREY)
L. WILCOX, JACQUELYN BOUNDS, STEVEN)
R. ESPOLT, PHILLIP YENZER, GLENDA)
YENZER, LOYD R. JONES, RICHARD)
BRANDON SCHUBERT, HILLARY MICHELLE)
SCHUBERT, GARRETT LEE SCHUBERT, JACK)
D. SIMPSON, SUE J. SIMPSON, ROBERT J.)
OWENS, CHAD JOHNSON, SONNY HARMON)
RODNEY J. MARTIN, WANDA MARTIN,)
K.R. LARUE, DANA LARUE,)
KENNETH YOUNG, LESLIE A. YOUNG,)
ALEXANDER YOUNG, DEAN CUE,)
CLAUDETTE CUE, THERESA PITTMAN,)
DANILE JACKSON, CRYSTAL JACKSON,)
JERALD WAYNE DRAKE, REGINA KRAUS,)
LARRY E. BERRY, ROBERT E. PROCTOR, if)
living, individually and as trustee for the PROCTOR)

FILED
SUPREME COURT
STATE OF OKLAHOMA
NOV 17 2006
MICHAEL S. RICHIE
CLERK

Case No. CJ-2005-3796

Consolidated with

Case No. CJ-2005-3299

#104004

Supreme Court No. _____

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

NOV 17 2006

PATRICIA PRESLEY, COURT CLERK
by _____
DEPUTY

PETITION IN ERROR

FAMILY REVOCABLE TRUST, and if deceased,)
his unknown successors, BOBBY PROCTOR,)
individually and as trustee for the PROCTOR)
FAMILY REVOCABLE TRUST, SANDRA K.)
PHILLIPS, ELNORA VIEFHAUS, CHESTER J.)
WEEMS, BECKY DRAKE, CURTIS R.)
SANDERS, PAUL LEE, DANNY GREGORY,)
MARTHA GREGORY, LINDA K. JINDRA,)
JOSEPHINE WARD, KERRY LONG, RAYMOND)
C. LAUBACH, GARY L. SCOTT, JAMES W.)
POWELL, BILLIE A. VINCENT, TED A. PAYNE,)
JOYCE E. PAYNE, SEAN WINN, TREY A.)
ROEHRIG, ANGELA D.)
EWERS, BRENDA L. ENOS, OLIN R. RISING,)
J.M. MILLER, WILLIS LUBER, CAROL A.)
LINDLEY, MAUDIE L. COOK, BILL HARRIS,)
REBECCA HONEYMAN, TODD A. WARD,)
WILLIAM ETHERIDGE, CHRISTOPHER)
LARUE, VIOLA M. ESTES, BRIAN)
REINHARDT, TONYA REINHARDT, JAMES)
WYATT, THELMA WYATT, ARTHUR PLATT,)
BETTE MCCLURE, PHILLIP MATTHEWS,)
BRAD POLLARD, ALLEN GRIFFITH, LINDA)
ELLIOTT, LINDA STEWART, CHELSEA)
VENABLE, GAYLE VENABLE, JAMIE)
WALKER GLOVER, RICHARD LEOEUF, E.E.)
TACKETT, TIMOTHY W. RAINS, KRISTA)
RAINS, MICHAEL L. MALLOY, RENYSSA)
WINES, MIKE BOSTICK, DON POINDEXTER,)
ANITA TARRALBO, KIRSTEN ALLARD,)
MICKE RICHEY, SHAWNA ALLEN, TIMOTHY)
JACKSON, JULIA JACKSON, BETTY LAMB,)
BILL MCCUTCHEN, BRANDI POLLARD,)
CRAIG SIMMONS, BILL D. HORN, JACK)
MCNALLY, LAURA PAYNE, MANUEL)
SEGURA, KENNETH R. WILLIAMS, BERTHA)
L. COPPER, WES PRICE, TRICIA PRICE,)
TAWNAYA MERCHANT, MARGARET)
HOOLEY, JANET L. LAWHON,)
MAY FRATES, BOB PRESTRIDGE JR.,)
GERALD D. KNIGHT, JIM COPELAND, MONTE)
PHILLIPS, VINCENT H. SCOTT, TRACY)

TARRANT, ELLEN CLAY BENNER, BRIAN)
 OWENS, LLOYD AVERY, DENISE MELOY,)
 GARY L. BOUNDS, DONALD D. HALL, KEVIN)
 L. CARNES, CECIL WILLIAMS, JEFFREY)
 PALMER, MARK RICHARDS, MELINDA)
 HOBBS, JODI SHARP, and BEVERLY KEGIN,)
)
 Defendants,)
)
 WADE TOEPFER, R. KURT BLAIR, WENDY)
 B. BLAIR, NEIL SHEEHAN, ROBERT RAINS,)
)
 Defendants/Appellants.)
)

PETITION IN ERROR

X PETITION IN ERROR
 _____ AMENDED OR SUPPLEMENTAL PETITION
 _____ CROSS PETITION
 _____ COUNTER-PETITION
 DATE FIRST PETITION IN ERROR FILED: _____

I. TRIAL COURT HISTORY

COURT/TRIBUNAL: District Court
 COUNTY: Oklahoma
 CASE NO.: CJ-2005-3796 consolidated with CJ-2005-3299
 JUDGE: Patricia G. Parrish
 NATURE OF CASE: Securities action
 (e.g. Divorce, Personal Injury)

NAME OF PARTY OR PARTIES FILING THIS PETITION IN ERROR:
Wade Toepfer, R. Kurt Blair, Wendy B. Blair, Neil Sheehan, and Robert Rains

THE APPEAL IS BROUGHT FROM: (Check one)
 X Judgment, Decree or Final order of District Court.
 _____ X Appeal from order granting summary judgment or motion to dismiss
 where motion filed after October 1, 1993 (Accelerated procedure under
 Rule 1.36).
 _____ Appeal from Revocation of Driver's License (Rule 1.21(b)).

_____ Final Order of Other Tribunal.
(Specify Corporation Commission, Insurance Department, Tax
Commission, Court of Tax Review, Banking Board or Banking
Commissioner, etc. _____)

_____ Interlocutory Order Appealable by Right.

_____ Other _____

II. TIMELINESS OF APPEAL

1. Date of judgment, decree or order appealed was filed: October 18, 2006 and October 20, 2006
2. *If decision was taken under advisement*, date judgment, decree or order was mailed to parties: October 18, 2006 and October 20, 2006
3. Does the judgment or order on appeal dispose of all claims by and against all parties? ___ Yes ___ No.
If not, did district court direct entry of judgment in accordance with 12 O.S. Supp.1995 994? ___ Yes ___ No.
When was this done? October 18, 2006 and October 20, 2006
4. If the judgment or order is not a final disposition, is it appealable because it is an Interlocutory Order Appealable by Right? _____ Yes ___ No.
5. If none of the above applies, what is the *specific* statutory basis for determining the judgment or order is appealable? _____
6. Were any post-trial motions filed?

<u>Type</u>	<u>Date Filed</u>	<u>Date Disposed</u>
-------------	-------------------	----------------------
7. This Petition is filed by: ___ _____ Delivery to Clerk, or
_____ Mailing to Clerk by U.S. Certified Mail,
Return Receipt Requested, on _____

III RELATED OR PRIOR APPEALS

List all prior appeals involving same parties or same trial court proceeding:

Original Jurisdiction matter was filed on October 28, 2005. It was styled: Robert L. Mathews, et al v. The Honorable Patricia A. Parrish, District Court Judge for Oklahoma County, Case No.102,717, original jurisdiction not assumed; Oklahoma Department of Securities et al v. Marsha Schubert et al, Case No. 102,716, dismissed

List all related appeals involving same issues: Original Jurisdiction matter was filed on October 28, 2005. It was styled: Robert L. Mathews, et al v. The Honorable Patricia A. Parrish, District Court Judge for Oklahoma County, Case No. 102,717, original jurisdiction not assumed; Oklahoma Department of Securities et al v. Marsha Schubert et al, Case No. 102,716, dismissed.

(Identify by Style, Appeal Number, Status, and Citation, if any. If none, so state.)

IV. SETTLEMENT CONFERENCE

Is appellant willing to participate in an attempted settlement of the appeal by predecisional conference under Rule 1.250? ___ Yes ___ X No

V. RECORD ON APPEAL

_____ A Transcript will be ordered.
_____ No Transcript will be ordered because no record was made and/or no transcript will be necessary for this appeal
_____ A Narrative Statement will be filed
 X Record is concurrently filed as required by Rule 1.34 (Driver's License Appeals, etc.) or Rule 1.36 (Summary judgments and motions to dismiss granted).

VI JUDGMENT, DECREE OR ORDER APPEALED – EXHIBIT “A”

(Attach as Exhibit “A” to the Petition in Error a certified copy of the judgment, decree or order from which the appeal is taken. If a post-trial motion extending appeal time under Rule 1.22 was filed, a certified copy of the order disposing of the motion must be attached also.)

VII SUMMARY OF CASE – EXHIBIT “B”

Attach as Exhibit “B” a brief summary of the case *not to exceed one 8 ½” x 11” double spaced page.*

VIII ISSUES TO BE RAISED ON APPEAL – EXHIBIT “C”

Attach as Exhibit “C” the issues proposed to be raised. Include each point of law alleged as error.
Avoid general statements such as “Judgment not supported by law.”

IX NAME OF COUNSEL OR PARTY, IF PRO SE

ATTORNEYS FOR APPELLANTS

Name: G. David Bryant,
OBA No.: 01264
Name: Lisa Mueggenborg,
OBA No.: 18595
Firm: Kline Kline Elliott & Bryant, PC
Address.: 720 N.E. 63rd Street
Oklahoma City, Oklahoma 73105
Telephone: (405) 848-4448
Telecopier: (405) 842-4539

ATTORNEY FOR APPELLEES

Name: Gerri Stuckey
OBA No.: 16732
Name: Amanda Cornmesser
OBA No.: 20044
Firm: Oklahoma Department of Securities
Address: 120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
Telephone: (405) 280-7700
Telecopier: (405-280-7742

Name: Bradley E. Davenport
OBA No.: 18687
Firm: Gungoll, Jackson, Collins, Box & Devoll
Address: Post Office Box 1549
Enid, Oklahoma 73702-1549
Telephone: 580-234-0436
Telecopier: 580-233-1284

DATE: November 17, 2006

Verified by: 
(Signature of Attorney or Pro Se Party)

Firm: Kline Kline Elliott & Bryant, PC
Address: 720 N.E. 63rd Street
Oklahoma City, Oklahoma 73105
Telephone: (405) 848-4448
Telecopier: (405) 842-4539

CERTIFICATE OF MAILING TO ALL PARTIES AND COURT CLERK

I hereby certify that a true and correct copy of the Petition in Error was mailed this 17th day of November, 2006 to:

Amanda Cornmesser
Gerri Stuckey
Melanie Hall
First National Center, Suite 860
120 North Robinson
Oklahoma City, Oklahoma 73102

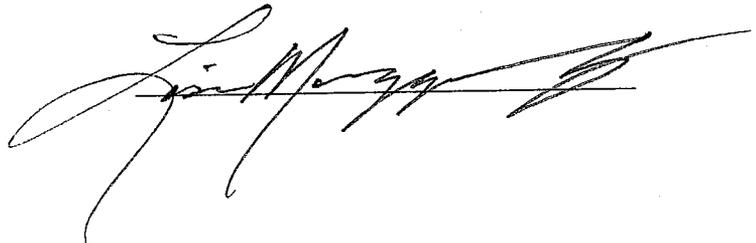
Bradley E. Davenport
323 W. Broadway Avenue
Enid, Oklahoma 73701-1549

Attorney for the Receiver,
Douglas L. Jackson

Attorneys for Oklahoma
Department of Securities

By depositing it in the U.S. Mails, postage prepaid.

I further certify that copy of the Petition in Error was filed in the Office of the Oklahoma County District Court Clerk on the 17th day of November, 2006.





FILED IN THE DISTRICT COURT
 IN THE DISTRICT COURT OF OKLAHOMA COUNTY OKLAHOMA COUNTY, OKLA.
 STATE OF OKLAHOMA

OCT 20 2006

PATRICIA PEARLEY, COURT CLERK
 by [Signature]
 Deputy

OKLAHOMA DEPARTMENT OF SECURITIES)
 ex rel. IRVING L. FAUGHT, Administrator, et al.,)
)
 Plaintiffs,)
)
 v.)
)
 ROBERT W. MATHEWS, et al.,)
)
 Defendants.)

Case No. CJ-2005-3796

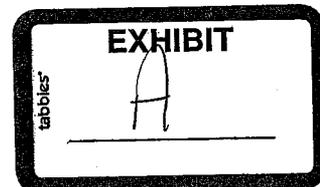
ORDER OF JUDGMENT

NOW on the 11th day of October 2006, the Motion for Summary Judgment relative to Wade Toepfer, filed by the Plaintiff, Oklahoma Department of Securities ("Department"), was decided by the Court without hearing pursuant to Rule 4(h) of the Rules of the District Courts of Oklahoma.

Based on the motions and the briefs filed, this Court finds as follows:

1. The Plaintiff/Receiver joined in the Department's Motion for Summary Judgment relative to Defendant Wade Toepfer;
2. Plaintiffs withdrew their claim brought pursuant to the Uniform Fraudulent Transfer Act relative to Defendant Wade Toepfer;
3. There is no genuine issue of material fact pertaining to Plaintiffs' unjust enrichment cause of action against Defendant Wade Toepfer; and,
4. Plaintiffs' Motion for Summary Judgment against Defendant Wade Toepfer, should be and hereby is granted.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED, that summary judgment is entered against Defendant Wade Toepfer on Plaintiffs' unjust enrichment cause of



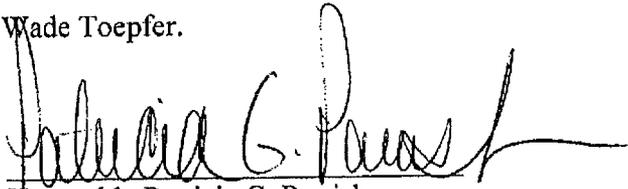
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action, and Wade Toepfer is ordered to disgorge and/or repay to Plaintiffs the amount of \$137,909.00, plus interest accruing thereon at the statutory rate from the date this summary judgment is entered until paid in full, and costs of the action in the amount of \$55.00.

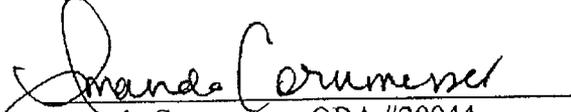
IT IS FURTHER ORDERED that Defendant Wade Toepfer shall disgorge and/or repay the sums of money set forth above, including interest, to Plaintiff/Receiver, Douglas L. Jackson.

IT IS FURTHER ORDERED that there is no just reason for delay and the Court expressly directs the filing of a final judgment as to Wade Toepfer.

Date: 10/20/06

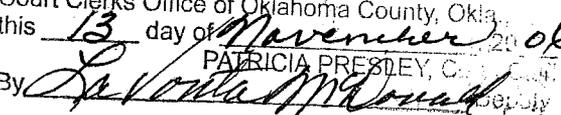

Honorable Patricia G. Parrish
Judge of the District Court

Approved as to Form:



Amanda Cornmesser, OBA #20044
Gerri Stuckey, OBA #16732
Melanie Hall, OBA #1209
Oklahoma Department of Securities
120 N. Robinson, Suite 860
Oklahoma City, OK 73120
(405) 280-7700 phone/(405) 280-7742
Attorneys for Plaintiff, Oklahoma Dept. of Securities

2

I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerks Office of Oklahoma County, Okla. this 13 day of November, 2006
PATRICIA PRESLEY, Court Clerk
By  Deputy

Approved as to form:

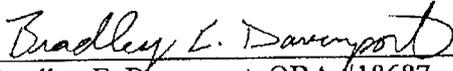


G. David Bryant, OBA #01264
Lisa Mueggenborg, OBA #18595
Kline Kline Elliott & Bryant, PC
720 N.E. 63rd St.
Oklahoma City, OK 73105
Attorneys for Defendants, Kurt and Wendy Blair

Bradley E. Davenport, OBA #18687
GUNGOLL, JACKSON, COLLINS, BOX & DEVOLL, P.C.
Post Office Box 1549
Enid, Oklahoma 73702-1549
580) 234-0436 phone/(580) 233-1284 fax
Attorneys for Plaintiff/Receiver, Douglas L. Jackson

Approved as to form:

G. David Bryant, OBA #01264
Lisa Mueggenborg, OBA #18595
Kline Kline Elliott & Bryant, PC
720 N.E. 63rd St.
Oklahoma City, OK 73105
Attorneys for Defendants, Kurt and Wendy Blair



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Post Office Box 1549
Enid, Oklahoma 73702-1549
580) 234-0436 phone/(580) 233-1284 fax
Attorneys for Plaintiff/Receiver, Douglas L. Jackson

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 20th day of October, 2006, a true and correct copy of the above and foregoing was mailed by U.S. Mail, with postage prepaid thereon, addressed to:

G. David Bryant
Lisa M. Mueggenborg
Kline, Kline, Elliot & Bryant
720 NE 63rd Street
Oklahoma City, OK 73105

Jack Mattingly, Sr.
P.O. Box 70
215 E. Oak
Seminole, OK 74818-0070

S. Alex Yaffe
Foshee & Yaffe
P.O. Box 890420
Oklahoma City, OK 73189

Bradley E. Davenport
Gungoll, Jackson, Collins,
Box & Devoll, P.C.
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Enid, OK 73702-1549

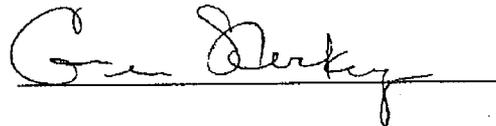
E. Edd Pritchett
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Alexandra Young
6020 NW 85th
Oklahoma City, OK 73132

Rodney J. Heggy
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10205 N. Pennsylvania Avenue
Oklahoma City, OK 73120

Ryan Wilson
Hartzog, Conger, Cason &
Neville
201 Robert S Kerr Avenue
Suite 1600
Oklahoma City, OK 73102-4216

Kenneth Young
Leslie Young
6020 NW 85th
Oklahoma City, OK 73132



A handwritten signature in cursive script, appearing to read "G. David Bryant", is written over a horizontal line.



IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

OCT 18 2006

PATRICIA PRESLEY COURT CLERK
by [Signature] DEPUTY

OKLAHOMA DEPARTMENT OF SECURITIES)
ex rel. IRVING L. FAUGHT, Administrator, et al.,)
)
 Plaintiffs,)
)
 v.)
)
 ROBERT W. MATHEWS, et al.,)
)
 Defendants.)

Case No. CJ-2005-3796

JOURNAL ENTRY OF JUDGMENT

NOW on the 22nd day of September 2006, the *Motion for Summary Judgment* relative to Kurt and Wendy Blair filed by the Plaintiff, Oklahoma Department of Securities ("Department"), came on for hearing. The Department appeared by and through its attorneys, Amanda Commesser, Gerri Stuckey, and Melanie Hall. The Defendants, Kurt and Wendy Blair, appeared by and through their attorney of record, Lisa Mueggenborg. The Plaintiff Receiver appeared by and through his attorney, Bradley Davenport.

Based on the briefs filed, the arguments of counsel, and being fully advised in the premises, this Court finds as follows:

1. The Plaintiff/Receiver joined in the Department's *Motion for Summary Judgment* relative to Defendants Kurt and Wendy Blair;
2. Plaintiffs withdrew their claim brought pursuant to the Uniform Fraudulent Transfer Act relative to Defendants Kurt and Wendy Blair;
3. There is no genuine issue of material fact pertaining to Plaintiffs' unjust enrichment cause of action against Defendants Kurt and Wendy Blair; and,

4. Plaintiffs' Motion for Summary Judgment against Defendants Kurt and Wendy Blair, should be and hereby is granted.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED, that summary judgment is entered against Defendant Kurt Blair on Plaintiffs' unjust enrichment cause of action, and Kurt Blair is ordered to disgorge and/or repay to Plaintiffs the amount of \$22,000.00, plus interest accruing thereon at the statutory rate from the date this summary judgment is entered until paid in full, and costs of the action in the amount of \$110.00.

IT IS FURTHER ORDERED that summary judgment is granted against Defendant Wendy Blair on Plaintiffs' unjust enrichment cause of action, and Wendy Blair is ordered to disgorge and/or repay to Plaintiffs the amount of \$2,500.00, plus interest accruing thereon at the statutory rate from the date this summary judgment is entered until paid in full, plus costs of this action in the amount of \$110.00.

IT IS FURTHER ORDERED that Defendants Kurt and Wendy Blair shall disgorge and/or repay the sums of money set forth above, including interest, to Plaintiff/Receiver, Douglas

L. Jackson.

Date: 10-18-06

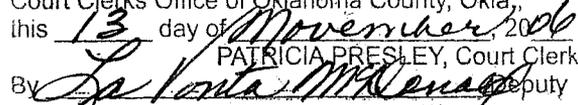

Honorable Patricia G. Parrish
Judge of the District Court

Approved as to Form:

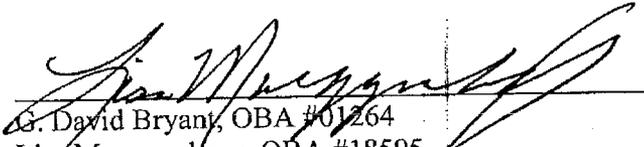


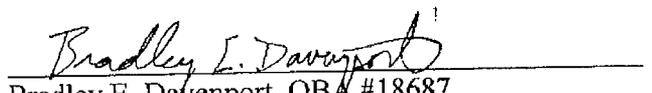
Amanda Cormesser, OBA #20044
Gerri Stuckey, OBA #16732
Melanie Hall, OBA #1209
Oklahoma Department of Securities
120 N. Robinson, Suite 860
Oklahoma City, OK 73120
(405) 280-7700 phone/(405) 280-7742
Attorneys for Plaintiff, Oklahoma Dept. of Securities

2

I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerks Office of Oklahoma County, Okla., this 13 day of November, 2006
PATRICIA PRESLEY, Court Clerk
By  Deputy

Approved as to Form:


G. David Bryant, OBA #01264
Lisa Mueggenborg, OBA #18595
Kline Kline Elliott & Bryant, PC
720 N.E. 63rd St.
Oklahoma City, OK 73105
Attorneys for Defendants, Kurt and Wendy Blair


Bradley E. Davenport, OBA #18687
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Post Office Box 1549
Enid, Oklahoma 73702-1549
580) 234-0436 phone/(580) 233-1284 fax
Attorneys for Plaintiff/Receiver, Douglas L. Jackson



FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

OCT 20 2006

PATRICIA PREBLEY COURT CLERK
by [Signature]
Deputy

OKLAHOMA DEPARTMENT OF SECURITIES)
ex rel. IRVING L. FAUGHT, Administrator, et al.,)
)
Plaintiffs,)
v.)
)
ROBERT W. MATHEWS, et al.,)
)
Defendants.)

Case No. CJ-2005-3796

ORDER OF JUDGMENT

NOW on the 11th day of October 2006, the Motion for Summary Judgment relative to Neil Sheehan, filed by the Plaintiff, Oklahoma Department of Securities ("Department"), was decided by the Court without hearing pursuant to Rule 4(h) of the Rules of the District Courts of Oklahoma.

Based on the motions and the briefs filed, this Court finds as follows:

1. The Plaintiff/Receiver joined in the Department's Motion for Summary Judgment relative to Defendant Neil Sheehan;
2. Plaintiffs withdrew their claim brought pursuant to the Uniform Fraudulent Transfer Act relative to Defendant Neil Sheehan;
3. There is no genuine issue of material fact pertaining to Plaintiffs' unjust enrichment cause of action against Defendant Neil Sheehan; and,
4. Plaintiffs' Motion for Summary Judgment against Defendant Neil Sheehan, should be and hereby is granted.

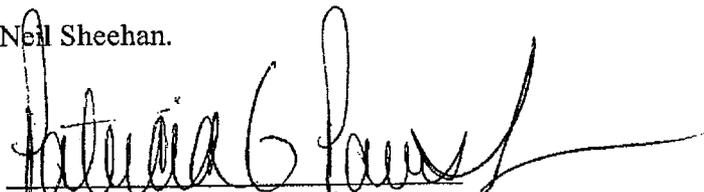
IT IS THEREFORE ORDERED, ADJUDGED AND DECREED, that summary judgment is entered against Defendant Neil Sheehan on Plaintiffs' unjust enrichment cause of

action, and Neil Sheehan is ordered to disgorge and/or repay to Plaintiffs the amount of \$32,208.00, plus interest accruing thereon at the statutory rate from the date this summary judgment is entered until paid in full, and costs of the action in the amount of \$55.00.

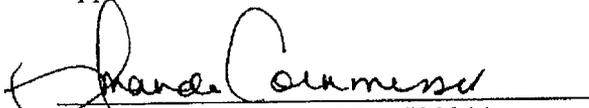
IT IS FURTHER ORDERED that Defendant Neil Sheehan shall disgorge and/or repay the sums of money set forth above, including interest, to Plaintiff/Receiver, Douglas L. Jackson.

IT IS FURTHER ORDERED that there is no just reason for delay and the Court expressly directs the filing of a final judgment as to Neil Sheehan.

Date: 10/20/06


Honorable Patricia G. Parrish
Judge of the District Court

Approved as to Form:



Amanda Cornmesser, OBA #20044
Gerri Stuckey, OBA #16732
Melanie Hall, OBA #1209
Oklahoma Department of Securities
120 N. Robinson, Suite 860
Oklahoma City, OK 73120
(405) 280-7700 phone/(405) 280-7742
Attorneys for Plaintiff, Oklahoma Dept. of Securities

I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerks Office of Oklahoma County, Okla., this 13 day of November, 2006
By  PATRICIA PRESLEY, Court Clerk
Deputy

Approved as to form:

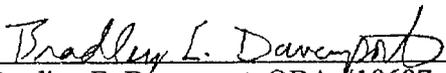


G. David Bryant, OBA #01264
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720 N.E. 63rd St.
Oklahoma City, OK 73105
Attorneys for Defendants, Kurt and Wendy Blair

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Attorneys for Plaintiff/Receiver, Douglas L. Jackson

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G. David Bryant, OBA #01264
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580) 234-0436 phone/(580) 233-1284 fax
Attorneys for Plaintiff/Receiver, Douglas L. Jackson

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 20th day of October, 2006, a true and correct copy of the above and foregoing was mailed by U.S. Mail, with postage prepaid thereon, addressed to:

G. David Bryant
Lisa M. Mueggenborg
Kline, Kline, Elliot & Bryant
720 NE 63rd Street
Oklahoma City, OK 73105

Jack Mattingly, Sr.
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Bradley E. Davenport
Gungoll, Jackson, Collins,
Box & Devoll, P.C.
P.O. Box 1549
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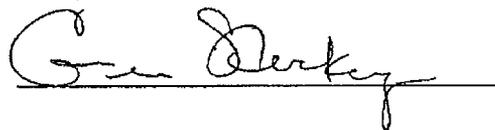
E. Edd Pritchett
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114 N. Main Street, Suite 101
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Rodney J. Heggy
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Leslie Young
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Oklahoma City, OK 73132



action, and Robert Rains is ordered to disgorge and/or repay to Plaintiffs the amount of \$31,200.00, plus interest accruing thereon at the statutory rate from the date this summary judgment is entered until paid in full, and costs of the action in the amount of \$55.00.

IT IS FURTHER ORDERED that Defendant Robert Rains shall disgorge and/or repay the sums of money set forth above, including interest, to Plaintiff/Receiver, Douglas L. Jackson.

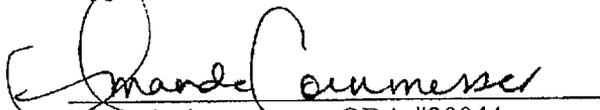
IT IS FURTHER ORDERED that there is no just reason for delay and the Court expressly directs the filing of a final judgment as to Robert Rains.

Date: _____

10/19/06


Honorable Patricia G. Parrish
Judge of the District Court

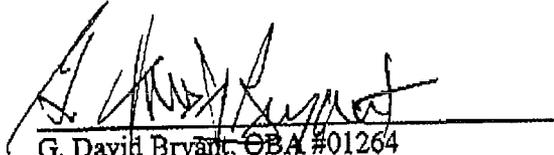
Approved as to Form:



Amanda Cornmesser, OBA #20044
Gerri Stuckey, OBA #16732
Melanie Hall, OBA #1209
Oklahoma Department of Securities
120 N. Robinson, Suite 860
Oklahoma City, OK 73120
(405) 280-7700 phone/(405) 280-7742
Attorneys for Plaintiff, Oklahoma Dept. of Securities

I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerks Office of Oklahoma County, Okla., this 13 day of November, 2006
By  PATRICIA PRESLEY, Court Clerk
Deputy

Approved as to form:

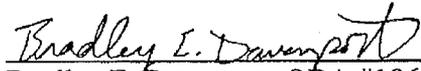


G. David Bryant, OBA #01264
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Approved as to form:

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Attorneys for Plaintiff/Receiver, Douglas L. Jackson

CERTIFICATE OF SERVICE

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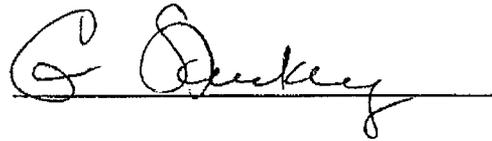
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A handwritten signature in cursive script, appearing to read "G. David Bryant", is written over a horizontal line.

EXHIBIT "B" -- APPELLANTS' STATEMENT OF THE CASE

This case arises out of a dispute as to monies received by Appellants as the result of a ponzi scheme conducted by Marsha Schubert, an individual d/b/a Schubert & Associates ("Schubert"). Appellants were innocent victims of the scheme and had no knowledge of the scheme until Schubert was criminally charged. Appellee, Oklahoma Department of Securities brought this action pursuant to the Oklahoma Uniform Securities Act. A receivership action was initiated against Schubert in the District Court of Logan County. As a result of this action, the Receiver was appointed. Appellee, Receiver, brought this action pursuant to the Logan County Order of Receivership. Appellees alleged causes of action against Appellants for unjust enrichment and for fraudulent transfer under the Oklahoma Uniform Fraudulent Transfers Act. Subsequently, Appellees withdrew the fraudulent transfer claim.

Appellees admitted in their pleadings that Appellants were not violators of the Securities Act and that Appellants believed they were making investments. At no time prior to October 2004 were the Appellants aware of the wrongful acts being committed by Schubert. Appellants deposited their investment money in their investment accounts through Schubert as the registered agent of various brokerage firms. Therefore, consideration was provided by Appellants as to their individual investments. Appellants had a good faith belief that all monies received, which are now the subject of this lawsuit, were funds that rightfully belonged to them. On August 16, 2006, Appellees filed a Motion for Summary Judgment against Defendants Kurt and Wendy Blair. Thereafter, motions for summary judgment were filed and granted against defendants Wade Toepfer, Neil Sheehan, and Robert Rains. The trial court respectively granted Appellees' Motions for Summary Judgment and Appellants appeal from those Orders.

EXHIBIT "C"

ISSUES TO BE RAISED ON APPEAL

1. Whether the trial court erred in granting the Motions for Summary Judgment.
2. Whether an action can be maintained under the Oklahoma Uniform Securities Act against innocent victims of a ponzi scheme.
3. Whether the Oklahoma Department of Securities, and the Receiver of Marsha Schubert, a sole proprietorship, have a legal or equitable right to third party investor assets.