

IN THE DISTRICT COURT OF OKLAHOMA COUNTY

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

Oklahoma Department of Securities,)
ex rel. Irving L. Faught, Administrator,)

Plaintiff,)

vs.)

Accelerated Benefits Corporation, a Florida)
corporation, et al.,)

Defendants.)

MAR 12 2003
PATRICIA PRESLEY, COURT CLERK
by _____
Deputy

Case No. CJ-99-2500-66
Judge Daniel Owens

**ORDER APPROVING OPTION PURCHASE CONTRACT
AND ESCROW AND SERVICING AGREEMENT
WITH INFINITY CAPITAL SERVICES, INC.**

NOW on this 12th day of March, 2003, the application of Conservator, Tom Moran, for entry of an Order approving the proposed option purchase agreement ("Option Purchase Agreement") and supplement thereto, and the proposed service and escrow agreement ("Service and Escrow Agreement") between the Conservator and Infinity Capital Services, Inc., relating to the sale of Conservatorship Assets approved by the Court in its Order dated January 16, 2003, came on for consideration before the undersigned judge. The Court, having reviewed the application and being advised that Plaintiff has no objection to the granting of this application, finds that the Conservator's Application should be granted for good cause shown.

IT IS THEREFORE ORDERED ADJUDGED AND DECREED by the Court that the Option Purchase Agreement and supplement thereto, and the Service and Escrow Agreement (collectively "the Purchase Contracts") are hereby approved and the Conservator is directed to execute the Purchase Contracts.

IT IS FURTHER ORDERED ADJUDGED AND DECREED by the Court that the Option Payment currently escrowed with the Conservator under the Purchase Contracts shall remain in an

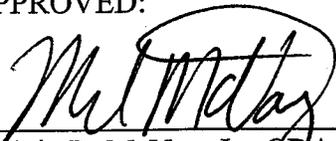
interest bearing account under the control of the Conservator and shall not be used without further order of the Court.

DATED THIS _____ DAY OF MARCH, 2003.

DANIEL L. OWENS

Judge of the District Court

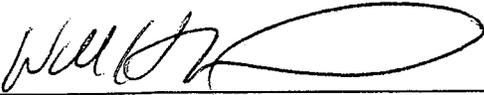
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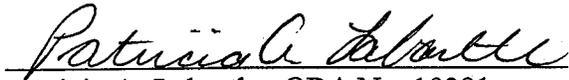
I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerk's Office of Oklahoma County, Okla., this 12 day of March, 2003
By Patricia Presley PATRICIA PRESLEY, Court Clerk Deputy

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CERTIFICATE OF MAILING

The undersigned certifies that on the 12th day of March, 2003, a true and correct copy of the foregoing was mailed via First Class Mail, postage prepaid, to the following:

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