

1. The Oklahoma Securities Act (Predecessor Act), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (1991 & Supp. 2003), authorizes the Administrator of the Oklahoma Department of Securities (Administrator) to bring an action against a person that materially participates or materially aids a person liable under the securities registration provision or anti-fraud provision of the Predecessor Act to establish joint and several liability to the same extent as the primary violator.

2. The Oklahoma Uniform Securities Act of 2004 (Successor Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), authorizes the Administrator to bring an action against a person that materially aids a violation of the Successor Act.

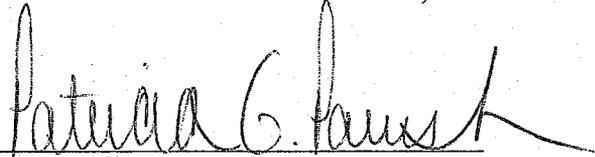
3. The remedies that may be ordered by the Court are not limited to those specifically described in Section 406.1 of the Predecessor Act or Section 1-603 of the Successor Act.

4. When considering a motion to dismiss, a trial court should consider "whether relief is possible under any set of facts that could be established consistent with the allegations." *See, Indiana Nat'l Bank v. State Dep't of Human Services*, 1994 OK 98, 880 P.2d 371.

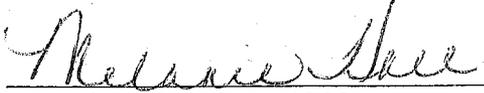
5. Based on the standard described in paragraph 4 above, dismissal of this cause of action is not appropriate.

IT IS THEREFORE ORDERED, that the Defendants' Motion to Dismiss be, and hereby is, denied.

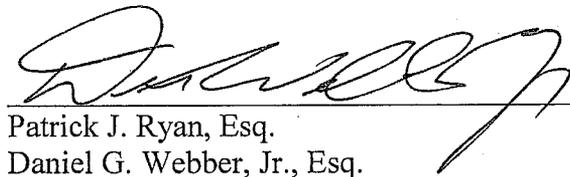
Dated: 10/5/06


Patricia G. Parrish
Judge of the District Court

Approved as to form:



Melanie Hall (OBA #1209)
Amanda Cornmesser (OBA #20044)
Gerri Stuckey (OBA #16732)
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
Attorneys for Plaintiff



Patrick J. Ryan, Esq.
Daniel G. Webber, Jr., Esq.
Jason A. Ryan, Esq.
Matthew C. Kane, Esq.
RYAN, WHALEY & COLDIRON
900 Robinson Renaissance
119 North Robinson
Oklahoma City, Oklahoma 73102
Attorneys for Defendants