

**IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA**

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

NOV - 4 2008

PATRICIA PRESLEY, COURT CLERK
by _____
DEPUTY

Oklahoma Department of Securities)
ex rel. Irving L. Faught,)
 Administrator,)
)
 Plaintiff,)
)
 v.)
)
 American Liberty Insurance & Financial)
 Services, an unincorporated entity;)
 LightHouse Marketing Incorporated, an)
 Oklahoma corporation; and Travis Ray)
 Winnett, an individual,)
)
 Defendants.)

Case No. CJ-2007-5605

Hearing date:
Jan 9th @ 9:00 AM

MOTION FOR SECOND PRO-RATA DISTRIBUTION TO INVESTORS

The Oklahoma Department of Securities *ex rel.* Irving L. Faught, Administrator (“Plaintiff”), requests this Court to authorize a second distribution of settlement proceeds to those persons who invested money with Defendants American Liberty Insurance & Financial Services, LightHouse Marketing Incorporated, and Travis Ray Winnett (collectively, “Defendants”).

On June 28, 2007, Plaintiff filed a *Petition for Permanent Injunction* against Defendants who engaged, directly and/or indirectly, in the offer and sale of insurance premium funding plans through which participants (Participants) were promised returns of 8% per year for five years or 10% per year for six years (Premium Funding Plans). On June 28, 2007, this Court also issued a *Temporary Restraining Order, Order Freezing Assets and Order for Accounting*. The Defendants’ accounts held at RCB Bank were frozen.

After a review of Defendants’ bank accounts, Plaintiff determined that there were 11 Participants with a total loss of \$704,000. On August 30, 2007, with Defendants’ consent, this Court issued the *Final Order, Judgment and Permanent Injunction For Defendants* (“Final

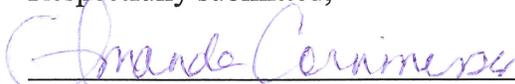
Order”), ordering Defendants to return to the Participants all funds invested in the Premium Funding Plans pursuant to a repayment schedule determined by the Court. By order dated April 4, 2008, the Court designated the allowed claim amounts for the Participants submitting claims. *See Order Approving Designated Claim Amounts* attached hereto as Exhibit “A”.

On or about April 7, 2008, checks totaling \$584,320 were distributed to the Participants, leaving a remaining balance of One Hundred Nineteen Thousand Six Hundred Eighty Dollars (\$119,680) owed by Defendants. The Defendants have since made payments totaling Twenty-Five Thousand Dollars (\$25,000) to RBC Bank. Currently, there is a balance of Twenty-Seven Thousand Two Hundred Forty-Two Dollars and Thirty-One Cents (\$27,242.31) in the RCB accounts.

Plaintiff proposes to the Court that a second distribution totaling \$27,242.31 be made to the Participants. The report setting forth the Plaintiff’s proposed distribution is attached hereto as Exhibit “B”.

WHEREFORE, the Plaintiff respectfully requests this Court grant this Motion and approve the second distribution to the Participants as set forth in the report attached hereto as Exhibit “B”.

Respectfully submitted,



Amanda Cormmesser, OBA #20044
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
Telephone (405) 280-7700
Fax (405) 280-7742
Attorney for Plaintiff

CERTIFICATE OF MAILING

The undersigned certifies that on the 4th day of November, 2008, a true and correct copy of the foregoing *Motion for Second Pro-Rata Distribution to Investors* was mailed by first class mail, with postage prepaid thereon, to the following:

James O. Goodwin
PO Box 3267
Tulsa, OK 74101-3267


Amanda Cornmesser

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

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

APR - 4 2008

PATRICIA PRESLEY, COURT CLERK
 by _____
 DEPUTY

v.)

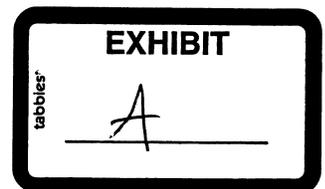
Case No. CJ-2007-5605

American Liberty Insurance & Financial)
 Services, an unincorporated entity;)
 LightHouse Marketing Incorporated, an)
 Oklahoma corporation; and Travis Ray)
 Winnett, an individual,)
)
 Defendants.)

**ORDER APPROVING DESIGNATED CLAIM AMOUNTS
 AND PRO-RATA DISTRIBUTION TO INVESTORS**

This matter came on for hearing this 4th day of April, 2008, before the undersigned Judge of the District Court in and for Oklahoma County, State of Oklahoma, on Plaintiff's report to the Court regarding claims made by those persons (Investors) who invested money with Defendants American Liberty Insurance & Financial Services, LightHouse Marketing, and Travis Ray Winnett (collectively, "Defendants"), and on the motion of Plaintiff for an order approving the designation of investor claim amounts and authorizing a pro-rata distribution of funds in such amounts as determined by this Court. Plaintiff appears by and through its attorney, Amanda Cornmesser.

Plaintiff mailed notification to all Investors known to Plaintiff, by regular mail, in the form set forth in Exhibit B to the *Report of Oklahoma Department of Securities and Motion for Approval of Investor Claim Designations and Pro-rata Distribution to Investors (Report and Motion)* and as set forth as Exhibit B hereto. After considering the evidence, and there being no objection to the Report and Motion filed, the Court finds that the Report be approved and that the motion be, and hereby is, granted.



IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the Report of Plaintiff attached hereto as Exhibit A is approved.

IT IS FURTHER ORDERED that the claim amounts designated by Plaintiff according to the Report are the allowed claim amounts for Investors Nos. 1-11.

IT IS FURTHER ORDERED that the freeze on Account Numbers 110002070 and 110026094 at RCB Bank be lifted, only to allow RCB Bank to immediately issue cashier's checks to Investors. Such checks shall total the sum of Five Hundred Eighty Four Thousand Three Hundred and Twenty Dollars (\$584,320).

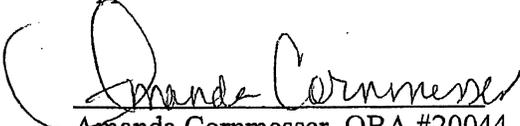
IT IS FURTHER ORDERED that RCB Bank issue cashier's checks to Investors Nos. 1-11 in the pro-rata distribution amounts designated in the Report and provide copies of each cashier's check to Plaintiff no later than twenty (20) days from the date of this Order. The cashier's checks shall be issued in the Investors' names as provided by Plaintiff to RCB Bank and mailed by RCB Bank to the addresses provided by Plaintiff.

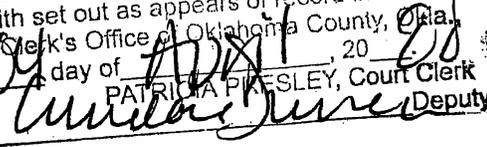
Dated this 4th day of April, 2008.

PATRICIA G. PARRISH

DISTRICT COURT JUDGE

Approved as to form and substance:


Amanda Cornmesser, OBA #20044
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
Telephone (405) 280-7700
Fax (405) 280-7742
Attorney for Plaintiff

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 04 day of April, 2008.
By  PATRICIA PRESLEY, Court Clerk Deputy

CERTIFICATE OF MAILING

The undersigned certifies that on the 4th day of April, 2008, a true and correct copy of the foregoing *Order Approving Designated Claim Amounts And Pro-Rata Distribution to Investors* was mailed by first class mail, with postage prepaid thereon, to the following:

James O. Goodwin
PO Box 3267
Tulsa, OK 74101-3267


Amanda Cornmesser

**Report of Oklahoma Department of Securities Regarding
Designated Claim Amounts and Recommended Pro-Rata Distribution
to Investors to the Oklahoma County District Court**

Investor Number	Investor Claim Amount	Plaintiff's Designated Claim Amount	Recommended 83% Pro-Rata Distribution
1.	\$100,000	\$100,000	\$83,000
2.	\$77,000	\$77,000	\$63,910
3.	\$100,000	\$100,000	\$83,000
4.	\$90,000	\$90,000	\$74,700
5.	\$30,000	\$30,000	\$24,900
6.	\$100,000	\$100,000	\$83,000
7.	\$40,000	\$40,000	\$33,200
8.	\$75,000	\$75,000	\$62,250
9.	\$25,000	\$25,000	\$20,750
10.	\$42,000	\$42,000	\$34,860
11.	\$25,000	\$25,000	\$20,750
Total Claim Amount	\$704,000		
	Total Designated Claim Amount	\$704,000	
		Total Pro-Rata Distribution Amount	\$584,320

EXHIBIT A

March ____, 2008

Investor Name
Investor Address

RE: Oklahoma Department of Securities *ex rel.* Irving L. Faught v. American Liberty Insurance & Financial Services, LightHouse Marketing Incorporated, and Travis Ray Winnett

Dear [Investor Name]:

On March ____, 2008, the Oklahoma Department of Securities filed with the Oklahoma County District Court, a report and motion to approve claim amounts and pro-rata distribution (Report and Motion) in the referenced case. In the Report and Motion, the Department designated to you a claim amount based on the claim and supporting documents you filed with the Department, as well as the bank and corporate records of Defendants, as follows:

Investor Name (#____)	Investor Claim Amount(s)	Department's Designated Claim Amount
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If you agree with these amounts, you do not need to file anything or make contact with the Court or the Department. In addition, you will not need to appear in Court for the hearing described below.

If you disagree, you may contact Amanda Cornmesser at the Department to discuss the designation at (405) 280-7725, or you may file with the Court written proof of the purported correct claim amount and appear for a hearing on the ____ day of _____, 2008, at ____ o'clock __m., before District Judge Patricia Parrish, Oklahoma County Courthouse, 321 Park Avenue, Oklahoma City, Oklahoma.

Sincerely,

Amanda Cornmesser
Attorney

EXHIBIT B

**Report of Oklahoma Department of Securities
Recommended Second Distribution
to Investors**

Investor Number	Investor Claim Amount	Approved Claim Amount	Initial Distribution	Outstanding Claim Amount	Recommended Second Distribution
1.	\$100,000	\$100,000	\$83,000	\$17,000	\$3,869.65
2.	\$77,000	\$77,000	\$63,910	\$13,090	\$2,979.63
3.	\$100,000	\$100,000	\$83,000	\$17,000	\$3,869.65
4.	\$90,000	\$90,000	\$74,700	\$15,300	\$3,482.68
5.	\$30,000	\$30,000	\$24,900	\$5,100	\$1,160.89
6.	\$100,000	\$100,000	\$83,000	\$17,000	\$3,869.65
7.	\$40,000	\$40,000	\$33,200	\$6,800	\$1,547.86
8.	\$75,000	\$75,000	\$62,250	\$12,750	\$2,902.23
9.	\$25,000	\$25,000	\$20,750	\$4,250	\$967.41
10.	\$42,000	\$42,000	\$34,860	\$7,140	\$1,625.25
11.	\$25,000	\$25,000	\$20,750	\$4,250	\$967.41
Total Claim Amount	\$704,000				
		\$704,000	\$584,320	\$119,680	\$27,242.31