

OUR FIRM FILE NUMBER:

Client: OKLAHOMA STATE DEPT. OF SECURITIES County: Oklahoma

Case Number: CJ-2014-1346

OKLAHOMA DEPARTMENT OF SECURITIES -

Plaintiff(s)

vs

BRUCE J SCAMBLER - Defendant(s)

FILED IN DISTRICT COURT  
OKLAHOMA COUNTY

MAR 10 2014

TIM RHODES  
COURT CLERK

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Date Served: 3/7/2014 6:15:00 PM

Served By: JOHN SHADID (PSS-2012-1)

County of Origin: Oklahoma

### Proof of Service

Case Number: CJ-2014-1346

**DOCUMENTS SERVED:** I, being duly sworn, certify that I received the forgoing, to wit:

- \*Summons
- \*Petition for Permanent Injunction and Other Equitable Relief

**METHOD OF SERVICE:**

And served the same according to the law in the following manner, to wit:

Personal Service

by delivering a true copy of said process personally to BRUCE J SCAMBLER at 6420 N. HILLCREST AVE, NICHOLS HILLS, OK 73116. Date and Time: 3/7/2014 6:15:00 PM

Other Information:

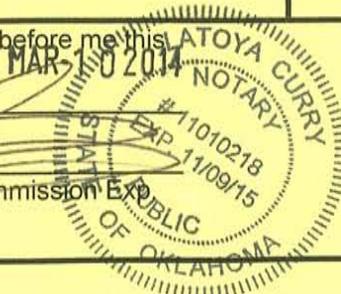
Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_

Undersigned declares under penalty of perjury that the foregoing is true and correct.

Notary Public

Commission Expires

(SEAL)



Name of Server

(date)

*[Signature]* MAR 10 2014

IN THE DISTRICT COURT OF OKLAHOMA COUNTY  
STATE OF OKLAHOMA

FILED IN DISTRICT COURT  
OKLAHOMA COUNTY

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

Plaintiff, )

v. )

Bruce J. Scambler, )

Defendant. )

MAR - 7 2014

TIM RHODES  
COURT CLERK

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Case No.

CJ - 2014 - 1346

**PETITION FOR PERMANENT INJUNCTION AND OTHER EQUITABLE RELIEF**

COMES NOW the Plaintiff, Oklahoma Department of Securities ("Department")  
*ex rel.* Irving L. Faught, Administrator, and for its claims against Bruce J. Scambler  
("Defendant"), alleges and states as follows:

**OVERVIEW**

This case involves violations, by Defendant, of an order issued under the  
Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-  
701 (2011). Specifically, Defendant and an issuer under his control have offered and  
sold securities in and from Oklahoma in violation of an Order to Cease and Desist  
issued by the Administrator of the Department ("Administrator") on June 11, 2009.

**JURISDICTION**

1. Plaintiff brings this action pursuant to Section 1-603 of the Act and is the  
proper party to bring this action.

2. In connection with his activities in this state as described herein, Defendant is subject to the provisions of the Act, pursuant to Section 1-610 of the Act, and to the jurisdiction of this Court and service of summons within, and outside, this state.

3. Venue is proper in this county.

### BACKGROUND

4. Defendant is an individual who resides, and has resided at all times material hereto, in Oklahoma County.

5. On June 11, 2009, and under Section 1-604 of the Act, the Administrator issued an administrative order ("C&D Order") in which Defendant was ordered to cease and desist from engaging in violations of the Act or doing any act in furtherance thereof and to comply with all other provisions of an agreement between Defendant and the Administrator ("Agreement"). See "Exhibit A".

6. Paragraph No. 3 of the Agreement states:

**Registration Requirement.** Respondents MOC and Scambler agree that neither they nor any issuer they control, nor any affiliate or subsidiary of such issuer, will offer and/or sell securities in and/or from Oklahoma for five (5) years from the Effective Date of this Agreement without the securities being registered under the Act or any successor act. Registration will be made regardless of the availability of any state or federal exemption or preemption that would otherwise be available, except as follows:

- (a) Securities of an issuer that is required to file reports under Section 13 of the Securities Exchange Act of 1934 and has complied shall not be subject to this proscription; and
- (b) Securities offered and/or sold in compliance with the exemptions provided by subsections (14) or (16) of Section 1-202 of the Act, or identical provisions of a successor act, shall not be subject to this proscription but shall only be offered or sold in and/or from Oklahoma after notice of the offering

("Notice") is provided to the Department and the Department notifies the issuer that the Department does not object to the proposed offering. Notice shall be given to the Department at least thirty (30) days prior to the anticipated date of the commencement of the offering. Notice shall include the terms and conditions of the offering and disclosure documents to be utilized in connection with such offering. At a minimum, each disclosure document shall contain the information required by Rule 502(b)(2) of Regulation D, promulgated under the Securities Act of 1933. The Notice must also reference that it is being filed in connection with ODS File No. 05-055. No fee will be required for the filing of the Notice.

### **CAUSE OF ACTION**

#### **(Violation of Order Issued under the Act)**

7. The Department realleges and incorporates by reference each and every allegation contained in the preceding paragraphs.

8. Since the issuance of the Order on July 11, 2009, Defendant, and at least one issuer under his control, have offered and sold unregistered securities in and from Oklahoma in noncompliance with Paragraph No. 3 of the Agreement.

9. In August 2010 and thereafter, CanTex Energy Corp. ("CanTex") offered and sold shares of its restricted common stock ("CanTex Stock") in and from the state of Oklahoma.

10. Shares of CanTex Stock are securities as defined by Section 1-102 of the Act.

11. At the time of the offers and sales of the CanTex Stock:

- a. Defendant was Chairman of the Board of Directors and Chief Executive Officer of CanTex;
- b. CanTex's principal office was located in Oklahoma City;
- c. The CanTex Stock was not registered under the Act;

- d. CanTex was not required to file reports under Section 13 of the Securities Exchange Act of 1934; and
  - e. The Department had not received notice of the offers and sales of the CanTex Stock as required in the Agreement.
12. Sales of the CanTex Stock were made in Oklahoma to employees of CanTex.
13. Defendant offered and/or sold shares of the CanTex Stock to investors residing outside of this state.
14. Defendant failed to comply with Paragraph No. 3 of the Agreement.
15. By reason of the foregoing, Defendant violated the C&D Order.

**PRAYER FOR RELIEF**

WHEREFORE, based upon the foregoing, and pursuant to Section 1-603 of the Act, the Department requests that the Court grant the following relief:

I.

A permanent injunction restraining and enjoining Defendant, and any issuer under his control, from directly or indirectly offering and/or selling any security in and/or from the state of Oklahoma.

II.

A civil penalty payable to the Department in the amount of \$50,000.

III.

Such other equitable relief as the Court may deem necessary, just and proper in connection with the enforcement of the Act.

Respectfully submitted,

OKLAHOMA DEPARTMENT OF SECURITIES  
Irving L. Faught, Administrator

By:



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