

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

Oklahoma Department of Securities)
ex rel. Irving L. Faught,)
Administrator,)
)
Plaintiff,)
)
v.)
)
William S. Dalton,)
)
Defendant.)

Case No. CJ-14-4751

FILED IN DISTRICT COURT
OKLAHOMA COUNTY
SEP 24 2014
TIM RHODES
COURT CLERK
37

FINAL ORDER OF PERMANENT INJUNCTION

On this 24th day of September, 2014, this matter came before the undersigned Judge of the District Court in and for Oklahoma County, State of Oklahoma, for entry by consent of this *Final Order of Permanent Injunction* (Order). After a review of the pleadings and Defendant's *Stipulation and Consent to Final Order* (Stipulation and Consent), this Court finds:

On the 25th day of August, 2014, Plaintiff filed a petition alleging that Defendant William S. Dalton engaged in violations of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§1-101 through 1-701 (Supp. 2004), in connection with the offer and/or sale of securities in and/or from Oklahoma. Defendant executed the *Stipulation and Consent to Final Order* a copy of which is attached hereto as "Exhibit A" and made a part hereof. Plaintiff has no objection to the terms of the Stipulation and Consent and agrees to the entry of this Order.

Based on the pleadings, and execution of the Stipulation and Consent, the Court finds that this Order should be entered, and therefore:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant is permanently enjoined from offering or selling any security to or on behalf of another person in and/or from this state.

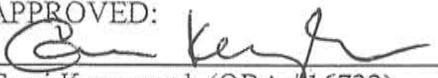
IT IS FURTHER ORDERED that Defendant is permanently enjoined from advising others as to the value of securities or the advisability of investing in, purchasing, or selling securities, or otherwise operating as an investment adviser as defined by the Act.

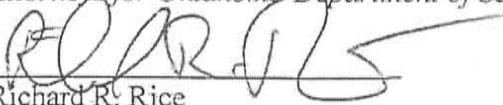
IT IS FURTHER ORDERED that this Court will retain jurisdiction of this matter for the purpose of enforcement of this Order and the Stipulation and Consent.

IT IS SO ORDERED this 24th day of September, 2014.

BARBARA SWINTON
JUDGE OF THE DISTRICT COURT

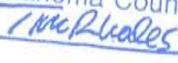
APPROVED:


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CERTIFIED COPY
AS FILED OF RECORD
IN DISTRICT COURT

SEP 24 2014

TIM RHODES Court Clerk
Oklahoma County


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STIPULATION AND CONSENT TO FINAL ORDER

Defendant William S. Dalton stipulates as follows:

1. Plaintiff is the proper party to bring this action seeking the relief requested in the *Petition for Permanent Injunction and other Equitable Relief* (Petition) filed in this matter.
2. Defendant is subject to the jurisdiction of this Court and this Court has subject matter jurisdiction of this action.

Defendant hereby undertakes as follows:

1. Defendant consents to the entry of the *Final Order of Permanent Injunction* (Order), in the form attached hereto as "Exhibit A".
2. Defendant states that this Stipulation and Consent is entered into voluntarily and that no threat or promise of immunity of any kind has been made by the Administrator of the Oklahoma Department of Securities, any employee of the Oklahoma Department of Securities, or any member of the Oklahoma Securities Commission, to induce Defendant to enter into this Stipulation and Consent.



3. Defendant agrees that the provisions of this Stipulation and Consent shall be incorporated by reference into the Order as though set forth in full therein.

4. Defendant waives any right to appeal the Order.

5. Defendant agrees that this Court will retain jurisdiction over this matter for the purpose of enforcement of the Order and this Stipulation and Consent.

6. Defendant understands that Plaintiff will take action as authorized by law for Defendant's failure to comply with the terms of the Order and this Stipulation and Consent in any material respect.

7. Defendant agrees to the presentation of this Stipulation and Consent and the Order to the Court to be entered without further notice to Defendant.

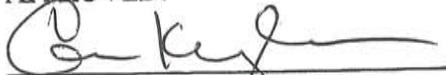
IN WITNESS WHEREOF, Defendant has executed this Stipulation and Consent as of the date and year set forth below his signature hereto.

William S. Dalton



Date: 9/10/14

APPROVED:



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