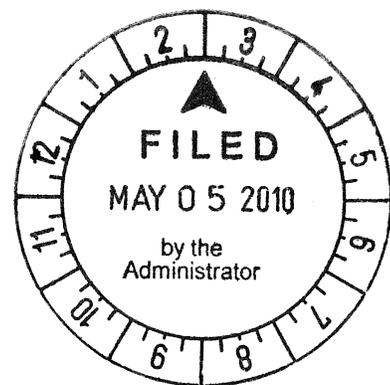


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Donald Lee Grob,

Respondent.

ODS File No. 09-126

NOTICE OF SERVICE ON THE ADMINISTRATOR
AND
AFFIDAVIT OF COMPLIANCE

STATE OF OKLAHOMA)
) SS.
COUNTY OF OKLAHOMA)

The undersigned affiant, of lawful age, being first duly sworn upon oath deposes and states:

1. That he is the Administrator of the Oklahoma Department of Securities (“Department”).

2. That the attached copy of the *Order to Cease and Desist and Notice of Opportunity for Hearing* (“*Order and Notice*”) was delivered to Affiant in the office of the Administrator of the Department (“Administrator”) pursuant to Section 1-611 of the Oklahoma Uniform Securities Act (“Act”), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2009).

3. That the Administrator has received service of process on behalf of Respondent pursuant to Section 1-611 of the Act.

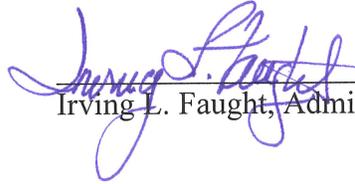
4. That a copy of the *Order and Notice*, and a copy of this *Notice of Service on the Administrator and Affidavit of Compliance*, are being sent this 5th day of May, 2010, by certified mail, return receipt requested, delivery restricted to addressee, to the last known address of Respondent, in compliance with Section 1-611 of the Act.

5. That this Affidavit of Compliance is declared filed of record as of the date set forth below in compliance with Section 1-611 of the Act.

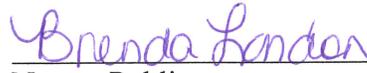
FURTHER AFFIANT SAYETH NOT.

Dated this 5th day of May, 2010.

(SEAL)

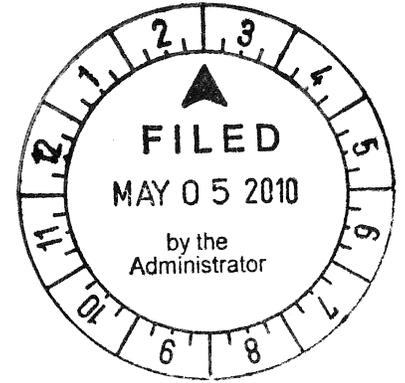

Irving L. Faught, Administrator

Subscribed and sworn to before me this 5th day of May, 2010.


Brenda London
Notary Public



STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
FIRST NATIONAL CENTER, SUITE 860
120 NORTH ROBINSON
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Donald Lee Grob,

Respondent.

ODS File No. 09-126

ORDER TO CEASE AND DESIST
AND
NOTICE OF OPPORTUNITY FOR HEARING

ORDER TO CEASE AND DESIST

Pursuant to Section 1-602 of the Oklahoma Uniform Securities Act of 2004 (Act), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2009), the Oklahoma Department of Securities (Department) conducted an investigation into the activities of Donald Lee Grob (Respondent), in connection with his purchases and sales of securities for the accounts of others in the state of Oklahoma.

Based thereon, the following Findings of Fact, Authorities, and Conclusions of Law are submitted to the Administrator of the Department (Administrator), or his designee, in support of the issuance of an order to cease and desist.

Findings of Fact

1. At all times relevant hereto, Respondent was a resident of Norman, Oklahoma.
2. Beginning in approximately 2004, Respondent persuaded at least two Oklahoma residents to establish accounts with a discount broker-dealer. These account holders were provided with the ability to place trade orders for their accounts online. The accounts were established to allow the account holders to purchase securities on margin. Respondent was granted discretionary trading authority over the accounts.

Customer B.R.

3. Respondent advised Customer B.R. that he would take care of his account by trading securities on his behalf. On or about the time Respondent obtained discretionary trading authority over the account, the value of the securities in the account was in excess of Two Hundred Sixty-Three Thousand Dollars (\$263,000.00). Within three weeks of obtaining discretionary trading authority over the account, Respondent began to actively trade securities

in the account. Monthly account statements were mailed only to the business address of Respondent.

4. From January 1, 2004 through December 31, 2007, Respondent executed in excess of one thousand three hundred (1300) trades in the account of Customer B.R. Many of the securities transactions were effected by Respondent using the available margin in the account. From January 1, 2006 through December 31, 2008, margin interest charges to the account of Customer B.R. exceeded Fifty-Eight Thousand Dollars (\$58,000.00).

5. On December 31, 2008, the value of the account of Customer B.R. had fallen to Eight Thousand Six Hundred Two Dollars and Twenty-Five Cents (\$8,602.25).

Customer G.M.

6. The account of Customer G.M. was established with the discount broker-dealer on May 19, 2004. Respondent was granted discretionary trading authority over the account of Customer G.M. on that same day. At the time the account was established, the value of the account exceeded Two Hundred Forty Thousand Dollars (\$240,000.00). Respondent immediately began to actively trade securities in the account.

7. From May 19, 2004, through December 31, 2007, Respondent executed in excess of one thousand (1000) trades in the account of Customer G.M. Many of the securities transactions were effected by Respondent using the available margin in the account.

8. On November 30, 2008, the value of the account of Customer G.M. had fallen to Three Thousand Ninety Dollars and Forty Cents (\$3,090.40).

9. Respondent was not registered under the Act as a broker-dealer or in any other capacity.

To the extent any of these Findings of Fact should be considered Conclusions of Law, they should be so considered.

Authorities

1. Section 1-102 of the Act provides in pertinent part:

4. "Broker-dealer" means a person engaged in the business of effecting transactions in securities for the account of others or for the person's own account.

2. Section 1-401 of the Act provides:

A. It is unlawful for a person to transact business in this state as a broker-dealer, unless the person is registered under this act as a broker-dealer or is exempt from registration as a broker-dealer under subsection B or D of this section.

3. Section 1-602 of the Act provides in part:

A. The Administrator may:

1. Conduct public or private investigations within or outside of this state which the Administrator considers necessary or appropriate to determine whether a person has violated, is violating, or is about to violate this act or a rule adopted or order issued under this act, or to aid in the enforcement of this act or in the adoption of rules and forms under this act[.]

4. Section 1-604 of the Act provides in pertinent part:

A. If the Administrator determines that a person has engaged, is engaging, or is about to engage in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice or that a person has materially aided, is materially aiding, or is about to materially aid in an act, practice, or course of business constituting a violation of this act or a rule adopted or order issued under this act or constituting a dishonest or unethical practice, the Administrator may:

1. Issue an order directing the person to cease and desist from engaging in the act, practice, or course of business or to take other action necessary or appropriate to comply with this act[.]

* * *

B. An order under subsection A of this section is effective on the date of issuance. Upon issuance of the order, the Administrator shall promptly serve each person subject to the order with a copy of the order and a notice that the order has been entered. The order must include a statement of the reasons for the order, and notice that, within fifteen (15) days after receipt of a request in a record from the person, the matter will be scheduled for a hearing and the hearing shall be commenced within fifteen (15) days of the matter being set for hearing. If a person subject to the order does not request a hearing and none is ordered by the Administrator, within thirty (30) days after the date of service of the order, the order, that may include a civil penalty or costs of the investigation if a civil penalty or costs were sought in the statement accompanying the order, becomes final as to that person by operation of law. If a hearing is requested or ordered, the Administrator, after notice of and opportunity for hearing to each person subject to the order, may modify or vacate the order or extend it until final determination.

Conclusions of Law

1. Respondent acted as a broker-dealer as defined by Section 1-102 of the Act.
2. Respondent transacted business in this state as an unregistered broker-dealer, in violation of Section 1-401 of the Act.
3. The Administrator has the authority to order Respondent to cease and desist from engaging in an act, practice, or course of business constituting a violation of the Act.
4. It is in the public interest to order Respondent to cease and desist from engaging in an act, practice, or course of business constituting a violation of the Act.

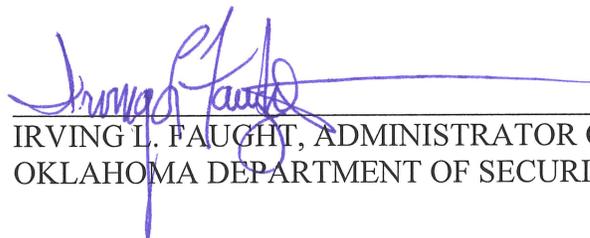
To the extent any of these Conclusions of Law are more properly characterized as Findings of Fact, they should be so considered.

ORDER

NOW THEREFORE, it is hereby ordered that Respondent cease and desist from engaging in any act, practice, or course of business constituting a violation of the Act or a rule adopted or order issued under the Act to include transacting business as a broker-dealer without benefit of registration under the Act.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 5th day of May, 2010.

(SEAL)



IRVING L. FAUGHT, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES

Notice of Opportunity for Hearing

Pursuant to Section 1-604 of the Act, the Administrator hereby gives notice to Respondent of his right to request a hearing. The request for hearing must be received by the Administrator within thirty (30) days after service of the Order to Cease and Desist (Order). The request for hearing must be in writing and Respondent shall specifically admit or deny each allegation that is contained in the Order.

Within fifteen (15) days after receipt of a request for hearing from Respondent, this matter will be scheduled for hearing. The hearing shall commence within fifteen (15) days of the matter being set for hearing. Notice of the date, time and location of the hearing shall be given to Respondent. If a hearing is requested, the Administrator may modify or vacate the Order or extend it until final determination.

If Respondent does not request a hearing within thirty (30) days after the date of service of the Order and none is ordered by the Administrator, the Order becomes final as to Respondent by operation of law.

Witness my Hand and the Official Seal of the Oklahoma Department of Securities this 5th day of May, 2010.

(SEAL)

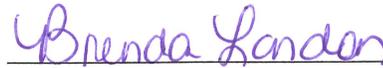


IRVING L. FAUGHT, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES

CERTIFICATE OF MAILING

The undersigned hereby certifies that on the 5th day of May, 2010, a true and correct copy of the above and foregoing *Order to Cease and Desist and Notice of Opportunity for Hearing* was mailed by certified mail, return receipt requested, delivery restricted, with postage prepaid thereon, addressed to:

Donald L. Grob
332 Garrison Drive
Norman, OK 73069



Brenda London, Paralegal