

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

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

Plaintiff,

v.

The Heartland Group, Inc., an Oklahoma
corporation, Financial Management
Services, Ltd., an Oklahoma corporation,
Edward A. Reed, an individual, and
J. David Terrell, an individual,

Defendants.

CJ - 2004 - 1407
Case No.

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

FEB 23 2004

PATRICIA PRESLEY, COURT CLERK
by _____
Deputy

**FINAL JUDGMENT OF PERMANENT INJUNCTION
AND OTHER EQUITABLE RELIEF**

This matter comes on for hearing on the 23 of Feb, 2004, before the undersigned Judge of the District Court in and for Oklahoma County, State of Oklahoma, for an order of permanent injunction and restitution. The Oklahoma Department of Securities ("Department") appears through its attorney Gerri Stuckey. Defendants The Heartland Group, Inc. and J. David Terrell ("Defendants"), appear through their attorney Douglas Branch.

Defendants, neither admitting nor denying the allegations contained in Plaintiff's Petition filed herein on the 20th of February, 2004, announce that they agree to the entry of this order.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that Defendants shall be enjoined from the date of this order from, directly or indirectly:

1. issuing, offering and/or selling securities in and/or from the state of Oklahoma other than, purchasing or selling securities on his own behalf and for his own account; and

2. transacting business as broker-dealers or agents as such term is defined in Section 2 of the Act in and/or from the state of Oklahoma.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that Defendant Terrell pay a civil monetary penalty pursuant to Section 406.1 of the Act to the Oklahoma Department of Securities in the amount of Seven Thousand Five Hundred Dollars (\$7,500.00) within thirty (30) days of the entry of this order.

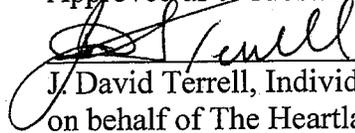
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Court will retain jurisdiction of this matter for the purpose of enforcement of this order.

THIS ORDER IS ENTERED this 23 day of February, 2004

DANIEL L. OWENS

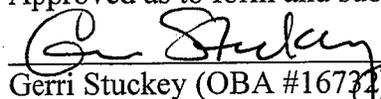
JUDGE OF THE OKLAHOMA COUNTY
DISTRICT COURT

Approved as to substance:

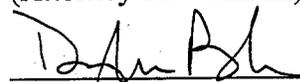


J. David Terrell, Individually and
on behalf of The Heartland Group, Inc.

Approved as to form and substance:



Gerri Stuckey (OBA #16734)
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(Attorney for Defendants Terrell and The Heartland Group)

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