

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

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

v.)

Case No. CJ-2003-3174

B & B Worm Farm, an unincorporated)
entity, B & B Worm Farms, Inc., a)
Nevada corporation, Lynn Bradley,)
an individual, and the Estate of Gregory)
Miles Bradley, a deceased individual,)
)
Defendants.)

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

MAY - 2 2003

PATRICIA PRESLEY, COURT CLERK
by
Deputy

ORDER MODIFYING ASSET FREEZE

This matter came on for hearing on April 30, 2003, before the undersigned Judge of the District Court in and for Oklahoma County, State of Oklahoma, on the request of Lynn Bradley (Bradley) to dissolve the temporary restraining order and asset freeze entered against Bradley on April 17, 2003. The Oklahoma Department of Securities appears by and through its attorneys, Rebecca Cryer and Melanie Hall. Defendants B & B Worm Farm, an unincorporated entity (B & B), B & B Worm Farms, Inc., a Nevada corporation (B & B Worm Farms), and the Estate of Gregory Miles Bradley (Greg Bradley) did not appear. Defendant Lynn Bradley appeared in person and by and through her attorneys, John D. Russell and Warren F. Bickford IV. Tom Blaylock and John Swinford appeared on behalf of Arvest Bank. Janice Lloyd, United States Trustee

for the Western District of Oklahoma in the Chapter 7 bankruptcy proceeding filed by B & B Worm Farms on April 21, 2003, appeared in person.

Witnesses were sworn, testimony was taken and arguments of counsel were heard. The Court, having reviewed the pleadings, having heard the evidence offered, and being advised in the premises, finds that it is necessary for the order freezing assets to remain in effect to prevent any dissipation, loss or misapplication of funds that may have been entrusted to Defendants and their officers, directors, principals and/or agents, with the exception of Five Thousand Five Hundred Dollars (\$5,500) to be withdrawn for Bradley's living expenses and payment of attorney and accounting fees.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that Lynn Bradley is allowed to withdraw the sum of Five Thousand Five Hundred Dollars (\$5,500.00) from Account Number 889511 at Arvest Bank representing living expenses of Two Thousand Dollars (\$2,000) per month for the months of May and June 2003, and One Thousand Five Hundred Dollars (\$1,500) for payment of attorney and accounting fees. All remaining assets of Defendants B & B, B & B Worm Farms, Greg Bradley and Lynn Bradley continue to be frozen until further order of this Court. The freeze shall include, but not limited to, those funds located in any bank or securities brokerage accounts in the name or for the benefit of B & B, B & B Worm Farms, Greg Bradley and/or Lynn Bradley or any other account that holds funds for B & B, B & B Worm Farms, Greg Bradley and/or Lynn Bradley. The freeze shall also apply to accounts in the name of any individuals or entities controlled by B & B, B & B Worm Farms, Greg Bradley and/or Lynn Bradley, or over which B & B, B & B Worm Farms, Greg Bradley and/or Lynn

Bradley have signatory or other designated authority, if the funds are derived to any extent from the activities alleged in Plaintiff's petition or motion. Notice of this order to any financial institution, securities brokerage, or law firm may be effected personally, by facsimile, overnight courier, or mail.

IT IS FURTHER ORDERED that a hearing to review the order freezing the personal assets of Lynn Bradley is hereby set for the **1st day of July, 2003, at 9:00 a.m.**, before the Honorable Noma Gurich of the Oklahoma County District Court, Oklahoma County Courthouse, Oklahoma City, Oklahoma.

THIS ORDER IS ENTERED this 30th day of April, 2003.

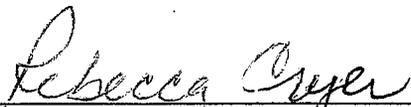


NOMA D. GURICH
JUDGE OF THE DISTRICT COURT

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, Oklahoma County, Okla., this _____ day of _____, 20_____.

By _____ PATRICIA PRESLEY, Court Clerk Deputy

Approved as to form:



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