

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

FEB 01 2006

PATRICIA PRESLEY, COURT CLERK
by _____
DEPUTY

Oklahoma Department of Securities,)
ex rel. Irving L. Faught, Administrator,)
)
Plaintiff,)
)
)
vs.)
)
Accelerated Benefits Corporation, a Florida)
corporation, et al.,)
)
Defendants.)

Case No. CJ-99-2500-66
Judge Daniel Owens

ORDER

NOW on this 27th day of January, 2006, Conservator's Motion for Order Allowing Conservator to Retain Funds (the "Conservator's Motion") came on for consideration before the undersigned judge. Tom Moran, Conservator of certain assets of Accelerated Benefits Corporation and its agents (the "Conservator"), appeared by and through counsel, Thomas P. Manning, of the law firm Phillips McFall McCaffrey McVay & Murrah, P.C. Plaintiff, Oklahoma Department of Securities, ex rel. Irving L. Faught, Administrator, appeared by and through counsel, Patricia A. Labarthe. Defendant, Accelerated Benefits Corporation ("ABC") and American Title Company of Orlando ("ATCO"), appeared by and through counsel, William H. Whitehill, Jr., of the law firm Fellers, Snider, Blankenship, Bailey & Tippens, P.C.

The Court, having reviewed the pleadings, and premises considered, finds as follows:

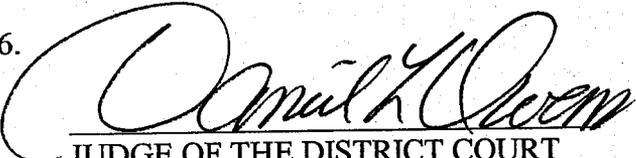
- 1) The Conservator's Motion should be granted for good cause shown;
- 2) The funds attributable to ABC (Purchaser No. 3289P), ABC/ATCO (Purchaser No. 5571P), David Piercefield/Underwriting Account (Purchaser No. 3815P), Keith LaMonda (Purchaser No. 313P), and LaMonda Brokerage (Purchaser No. 5677P), should be retained by the Conservator pending further order of this Court; and,

3) Defendants' Sur-Reply to Conservator's Reply to Defendants' Response to Motion for Order Allowing Conservator to Retain Funds, filed on January 25, 2006, was filed out of time and without leave of the Court, and should be stricken from the record for failure to comply with Rule 37 of the Rules of the Seventh Judicial District.

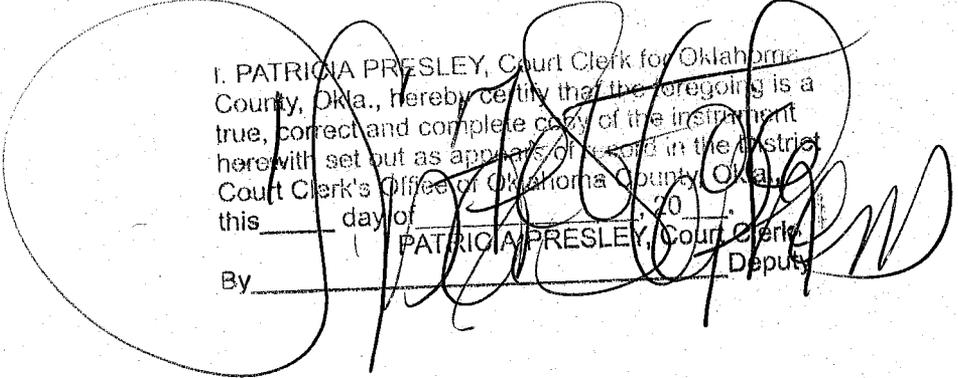
IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the Conservator's Motion is hereby granted and the Conservator is ordered to retain all funds attributable to ABC (Purchaser No. 3289P), ABC/ATCO (Purchaser No. 5571P), David Piercefield/Underwriting Account (Purchaser No. 3815P), Keith LaMonda (Purchaser No. 313P), and LaMonda Brokerage (Purchaser No. 5677P), which are the subject of the Conservator's Motion, pending further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Sur-Reply to Conservator's Reply to Defendants' Response to Motion for Order Allowing Conservator to Retain Funds, filed on January 25, 2006, is hereby ordered stricken from the record for failure to comply with Rule 37 of the Rules of the Seventh Judicial District.

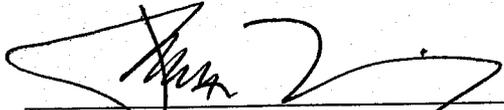
Signed this 1st day of February, 2006.


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 here-with set out as appears of record in the District Court Clerk's Office of Oklahoma County, Okla., this ___ day of _____, 20__.

By  PATRICIA PRESLEY, Court Clerk
Deputy

APPROVED:



Melvin R. McVay, Jr., OBA No. 6096

Thomas P. Manning, OBA No. 16117

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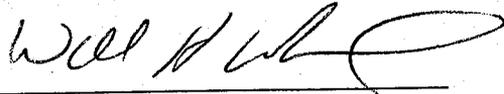
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ATTORNEYS FOR CONSERVATOR,
TOM MORAN

APPROVED:

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ATTORNEY FOR PLAINTIFF

APPROVED:



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ATTORNEY FOR DEFENDANTS,

ACCELERATED BENEFITS CORPORATION AND

AMERICAN TITLE COMPANY OF ORLANDO

CERTIFICATE OF MAILING

The undersigned certifies that on the 15th day of February, 2006, a true and correct copy of the foregoing Order was mailed via First Class Mail, postage prepaid, to the following:

Patricia A. Labarthe, Esq.
Oklahoma Department of Securities
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Attorney for Plaintiff

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