

**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-2000-5851

Broadband Wireless International)
Corporation, formerly Black Giant Oil)
Company, a Nevada corporation, Broadband)
Wireless Communications Corporation,)
an Oklahoma corporation, Black Giant)
Resources Corporation, an Oklahoma)
Corporation, Broadcom Wireless)
Communications Corporation, an Oklahoma)
corporation, Donald L. Knight, an)
individual, Ivan Webb, an individual, and)
Tommy K. Hill, an individual,)

Defendants,)

v.)

DLK Family Trust, Kimberly Knight,)
Relief Defendants.)

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.
FEB 7 5 2002
PATRICIA PRESLEY, COURT CLERK
by _____
Deputy

STIPULATION AND CONSENT

Defendant Tommy K. Hill ("Defendant") hereby stipulates, consents and agrees to the following:

1. The Oklahoma Department of Securities ("Department"), pursuant to Section 406.1 of the Oklahoma Securities Act ("Act"), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (1991 & Supp. 2000), is the proper party to bring this action seeking the relief requested in the Department's Petition for Permanent Injunction and Other Equitable Relief ("Petition");
2. Defendant is subject to the jurisdiction of this Court;

3. Defendant stipulates and admits service upon him of summons and the Petition;
4. Defendant consents, without admitting or denying any of the allegations of the Petition, except as to jurisdiction as stated herein, to the entry of the order in the form attached hereto as Exhibit "A" and incorporated herein by reference ("Order") which permanently enjoins him from violating subsections (1) through (3) of Section 101 of the Act;
5. Defendant acknowledges that the Court is imposing a civil penalty in the amount of Thirty Thousand Dollars (\$30,000.00) pursuant to Section 406.1 of the Act;
6. Defendant waives any right he may have to appeal from the entry of the Order;
7. Defendant agrees that this Stipulation and Consent ("Stipulation and Consent") is entered into voluntarily and that no threat or promise of immunity of any kind has been made by the Administrator or staff of the Department to coerce agreement with this Stipulation and Consent;
8. Defendant consents to the presentation of this Stipulation and Consent and the presentation of the Order to the Court to be entered without further notice;
9. Defendant consents to the retention by the Court of jurisdiction over him and over the subject matter of this action to carry out the terms of all orders and decrees that may be entered, including enforcement of the Order and this Stipulation and Consent;
10. Defendant agrees that this Stipulation and Consent shall be filed with the Order and will be incorporated into the Order with the same force and effect as if fully set forth therein; and,
11. Defendant agrees to waive service upon him of the Order and agrees that the entry of the Order by the Court will constitute notice to him of the terms and conditions of the Order.

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

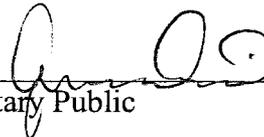
Tommy K. Hill:



Date: 6 FEBRUARY 2002

SUBSCRIBED AND SWORN TO BEFORE ME on this 6th day of February, 2002.

(Seal)



Notary Public

My commission expires: My Commission Expires December 31, 2004

EXHIBIT "A"

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)
Relief Defendants.)

**FINAL JUDGMENT OF PERMANENT INJUNCTION
AND OTHER EQUITABLE RELIEF AGAINST TOMMY K. HILL**

On August 11, 2000, Plaintiff, Oklahoma Department of Securities ("Department"), filed its Petition for Permanent Injunction and Other Equitable Relief ("Petition") pursuant to the Oklahoma Securities Act (the "Act"), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (1991 and Supp. 2000). Defendant Tommy K. Hill ("Defendant"), through his Stipulation and Consent ("Stipulation and Consent"), has admitted the jurisdiction of this Court over him; admitted service of summons and the Petition; and consented, without admitting or denying any of the allegations in the Petition except as

set forth above, to the entry of this Final Judgment of Permanent Injunction and Other Equitable Relief.

Based on the execution of the Stipulation and Consent and being fully advised in the premises the Court finds that the following order should be entered.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that judgment be, and hereby is, entered against Defendant.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that Defendant be, and hereby is, permanently enjoined and restrained from violating subsection (1) of Section 101 of the Act by, directly or indirectly, employing any device, scheme, or artifice to defraud in connection with the offer, sale, or purchase of any security in and/or from the state of Oklahoma.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that Defendant be, and hereby is, permanently enjoined and restrained from violating subsection (2) of Section 101 of the Act by, directly or indirectly, making any untrue statement of a material fact or omitting to state material facts necessary in order to make statements made, in light of the circumstances under which they are made, not misleading, in connection with the offer, sale, or purchase of any security in and/or from the state of Oklahoma.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that Defendant be, and hereby is, permanently enjoined and restrained from violating subsection (3) of Section 101 the Act by, directly or indirectly, engaging in any act, practice or course of business which operates or would operate as a fraud or deceit upon any person in connection with the offer, sale or purchase of any security in and/or from the state of Oklahoma.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that Defendant pay a civil monetary penalty pursuant to Section 406.1 of the Act to the Oklahoma Department of Securities in the aggregate amount of Thirty Thousand Dollars (\$30,000.00). Defendant shall pay Fifteen Thousand Dollars (\$15,000.00) of this civil penalty upon entry of this Order. The remaining balance of Fifteen Thousand Dollars (\$15,000.00) shall be paid on or before December 31, 2003.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that the Stipulation and Consent filed herein be, and hereby is, incorporated in this Final Judgment of Permanent Injunction and Other Equitable Relief with the same force and effect as if set forth herein.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED by the Court that this Court shall retain jurisdiction of this matter for all purposes, including any application or motion by the Department for additional relief within the jurisdiction of this Court.

THIS ORDER IS ENTERED this ____ day of _____, 2002.

JUDGE OF THE OKLAHOMA COUNTY
DISTRICT COURT

Approved as to form:

Shaun M. Mullins (OBA #16869)
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Oklahoma Department of Securities
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(Attorney for Plaintiff)

Tommy K. Hill
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Reston, VA 20191
(*Pro Se*)