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IN THE DISTRICT COURT OF OKLAHOMA COUNTY IN THE DISTRICT COURT
STATE OF OKLAHOMA OKLAHOMA COUNTY, OKLA.

DEC 27 2007

PATRICIA PRESLEY, COURT CLERK
by _____ DEPUTY

Oklahoma Department of Securities)
ex rel. Irving L. Faught,)
Administrator,)
)
Plaintiff,)
)
v.)
)
Airgonomics, Inc., an Oklahoma)
corporation, and Mark A. Wingo,)
an individual,)
)
Defendants.)

Case No.

CJ-2007-11066

PETITION FOR PERMANENT INJUNCTION
AND OTHER EQUITABLE RELIEF

COMES NOW the Plaintiff, Oklahoma Department of Securities, *ex rel.* Irving L. Faught, ("Department"), and for its claims against the above-named Defendants, alleges and states as follows:

OVERVIEW

1. This case involves violations of the Oklahoma Uniform Securities Act of 2004 (the "Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (Supp. 2003), by Airgonomics, Inc. ("AI") and Mark A. Wingo ("Defendants"). Specifically, the Department alleges Defendants have offered and sold unregistered securities in violation of Section 1-301 of the Act, failed to register as an agent in violation of Section 1-402 of the Act, employed an unregistered agent in violation of Section 1-402 of the Act, and/or perpetrated fraud in connection with the offer, sale or purchase of securities in violation of Section 1-501 of the Act.

JURISDICTION

2. The Administrator of the Department brings this action pursuant to Section 1-603 of the Act and is the proper party to bring this action against the Defendants.

3. Pursuant to Sections 1-102 and 1-610 of the Act, Defendants, in connection with their activities in the offer, sale, and purchase of securities, are subject to the provisions of the Act. By virtue of their transaction of business by contract and otherwise and commission of other acts in this state, Defendants are subject to the jurisdiction of this Court and to service of summons within or outside of this state.

4. Defendants have engaged and are engaging in acts and practices in violation of the Act. Unless enjoined, they will continue to engage in the acts and practices set forth herein and acts and practices of similar purport and object.

DEFENDANTS

5. AI is an Oklahoma corporation, with its principal place of business in Tulsa, Oklahoma. At all times material hereto, AI issued, offered and/or sold securities in and/or from Oklahoma as described herein.

6. Mark A. Wingo ("Wingo"), an individual and Oklahoma resident, controls all acts of AI. At all times material hereto, Wingo offered and/or sold securities in and/or from Oklahoma as described herein. Wingo has repeatedly filed for bankruptcy protection and has twice had his debts discharged under Chapter Seven of the United States Bankruptcy Code, 11 U.S.C. §§ 701-784 (2006).

NATURE OF THE CASE

7. Beginning in or about July, 2007, and continuing to the present, Defendants have engaged in the issuance, offer and/or sale of the common stock of AI (the "AI Stock") in and/or from the state of Oklahoma to investors ("Investors").

8. Defendants, in connection with the offer and sale of the AI Stock, are representing to Investors that AI has unique technology to provide energy for electrically powered automobiles (the "Technology").

9. Defendants, in connection with the offer and sale of the AI Stock are falsely representing that AI either holds or has applied for a patent with respect to the Technology. Neither AI nor Wingo have applied for or been granted a patent as represented to Investors.

10. Defendants, in connection with the offer and sale of the AI Stock, are falsely representing to Investors that professors within the engineering department of one of the two major Oklahoma universities are assisting AI with further development of the Technology. Neither AI nor Wingo have agreement with one or more professors of any major Oklahoma university or the universities themselves to develop any such technology as represented to Investors.

11. Wingo is a convicted felon and is currently serving a term of supervised release from federal prison. Wingo's convictions include convictions by the state of Oklahoma for larceny and receiving, possessing, and/or concealing a stolen vehicle, and by the United States for uttering a counterfeit security, a conviction for which Wingo served 16 months in custody.

FIRST CAUSE OF ACTION

(Violation of Section 1-301 of the Act: Offer and/or Sale of Unregistered Securities)

12. Plaintiff realleges and incorporates by reference each and every allegation contained in paragraphs 1 through 11 above.

13. The AI Stock is a security as defined by Section 1-102 of the Act.

14. The securities offered and sold by Defendants are not and have not been registered under the Act nor have the securities been offered or sold pursuant to an exemption from registration under Sections 1-201 through 1-203 of the Act.

15. By reason of the foregoing, Defendants have violated, are violating, and unless enjoined, will continue to violate Section 1-301 of the Act.

SECOND CAUSE OF ACTION

(Violation of Section 1-402 of the Act: Failure to Register as Agents and Employing Unregistered Agents)

16. Plaintiff realleges and incorporates by reference each and every allegation contained in the preceding cause of action.

17. AI is an issuer as defined in Section 1-102 of the Act.

18. Defendant Wingo is not registered under the Act as an agent under Section 1-402 of the Act.

19. Defendant Wingo, by virtue of his efforts and activities in representing an issuer in effecting or attempting to effect purchases or sales of the issuer's securities in this state, is an agent, as defined in Section 1-102 of the Act. Defendant Wingo transacted and is transacting business in this state as an agent without benefit of registration under the Act.

20. AI employed at least one unregistered agent.

21. By reason of the foregoing, Defendants have violated, are violating, and unless enjoined, will continue to violate Section 1-402 of the Act.

THIRD CAUSE OF ACTION

(Violation of Section 1-501 of the Act: Untrue Statements of Material Fact and Omissions of Material Fact in Connection With Offer, Sale or Purchase of Securities)

22. Plaintiff realleges and incorporates by reference each and every allegation contained in the preceding causes of action.

23. Defendants, in connection with the offer and/or sale of securities, directly and indirectly, made, and are making, untrue statements of material fact including, but not limited to, the following matters:

- a. that AI and/or Wingo hold or have applied for a patent for the Technology, and
- b. that engineering professors are working with AI to further develop the Technology.

24. Defendants, in connection with the offer and/or sale of securities, directly and indirectly, omitted and are omitting to state material facts necessary in order to make the statements made, in light of the circumstances under which they were and are made, not misleading, including, but not limited to, the following matters:

- a. Wingo's criminal background;
- b. that the AI Stock is not and has not been registered under the Act;
- c. that the individuals who offer and sell the AI Stock are not and have not been registered under the Act;
- d. how the proceeds from the sale of the AI Stock will be utilized; and
- e. any general or specific risk factors associated with the purchase of the AI Stock.

25. By reason of the foregoing, Defendants, directly and indirectly, have violated, are violating, and unless enjoined, will continue to violate Section 1-501 of the Act.

FOURTH CAUSE OF ACTION

**(Violation of Section 1-501 of the Act:
Engaging in any Act, Practice, or Course of Business Which Operates or
Would Operate as a Fraud or Deceit upon any Person)**

26. The Department realleges and incorporates by reference each and every allegation contained in the preceding causes of action.

27. Defendants, in connection with the offer, sale or purchase of securities, and through the use of the untrue statements of material fact and the omissions of material fact described in paragraphs 23 and 24 above, have engaged and are engaging in an act, practice, or course of business that has operated and continues to operate as a fraud or deceit upon other persons.

28. By reason of the foregoing, Defendants, directly and indirectly, have violated, are violating, and unless enjoined, will continue to violate Section 1-501 of the Act.

PRAYER FOR RELIEF

Defendants have engaged in acts and practices in violation of the Act and have, as a result of these activities, received a substantial amount of money from Investors. Unless enjoined, Defendants will continue to engage in the acts and practices set forth herein and acts and practices of similar purport and object. A danger exists that the money received by Defendants from the Investors or money or securities held by Defendants on behalf of the

Investors will be lost, removed or transferred. A temporary restraining order to issue *instanter* and temporary and permanent injunctions to issue against Defendants are necessary to preserve the money received and money or securities held and the records relating thereto and to prevent further violations of the Act.

WHEREFORE, based upon the foregoing, and pursuant to the authority specifically granted by Section 1-603 of the Act, the Department prays for the court to grant the following relief:

I.

A temporary restraining order to issue *instanter* and a temporary and a permanent injunction, restraining and enjoining the Defendants, their agents, servants, employees, assigns and all those persons, directly or indirectly, acting on their behalf, under their direction and control, and/or in active concert or participation with them, who receive actual notice of the restraining order or temporary and/or permanent injunction, by personal service, facsimile or otherwise, and each of them from offering and/or selling any security in this state including, but not limited to the AI Stock;

II.

An order prohibiting Defendants, their agents, servants, employees, assigns and all those persons, directly or indirectly, acting on their behalf, under their direction and control, and/or in active concert or participation with them, who receive actual notice of the order, by personal service, facsimile or otherwise, and each of them from tampering with, mutilating, altering, erasing, concealing, removing, destroying or otherwise disposing of any and all books, records, documents, files, correspondence, computer disks, tapes or other data recordings of any type,

pertaining to or referring to Defendants or any financial transactions by Defendants or to which Defendants were parties;

III.

An order *instanter* freezing the assets of Defendants and ordering that all banks, depository institutions, brokerage firms, or other financial institutions comply with the Court's order;

IV.

An order *instanter* requiring Defendants to file with this Court and to serve on Plaintiff, within fifteen (15) days of the filing of this petition, an accounting, under oath, detailing all of their assets and detailing all funds received from Investors and the disposition and/or use of those funds;

V.

An order requiring Defendants to make restitution to any and all Investors who purchased securities from Defendants or who transferred money to Defendants for the purpose of purchasing the AI Stock or otherwise making investments on their behalf;

VI.

An order requiring Defendants, their agents, servants, employees, assigns, and all persons, directly or indirectly, acting on their behalf, under their direction and control, and/or in active concert or participation with them, to disgorge all ill-gotten gains;

VII.

An order imposing a civil penalty against Defendants in the amount of Fifty Thousand Dollars (\$50,000.00) each; and

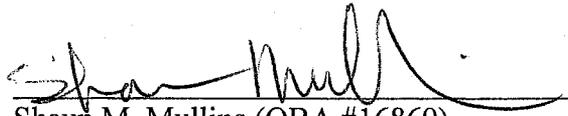
VIII.

Such other equitable relief as the Court may deem necessary, just and proper in connection with the enforcement of the Act.

Respectfully submitted,

OKLAHOMA DEPARTMENT OF SECURITIES
Irving L. Faught, Administrator

By:

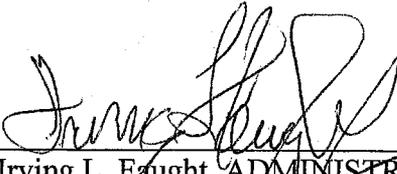
A handwritten signature in black ink, appearing to read "Shaun Mullins", written over a horizontal line.

Shaun M. Mullins (OBA #16869)
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
(405) 280-7700

STATE OF OKLAHOMA)
)
COUNTY OF OKLAHOMA) SS.

Irving Faught, of lawful age, being first duly sworn deposes and says: that he is the Administrator of the Oklahoma Department of Securities, that he has read the foregoing Petition for Permanent Injunction and Other Equitable Relief and knows the contents thereof, and that the matters and things stated therein have been provided to him by staff members of the Department under his authority and direction, and are true and correct to the best of his knowledge, information and belief.

(SEAL)



Irving L. Faught, ADMINISTRATOR OF THE
OKLAHOMA DEPARTMENT OF SECURITIES
120 North Robinson, Suite 860
Oklahoma City, Oklahoma 73102
(405) 280-7700

Subscribed and sworn to before me this 27 day of December, 2007.

(NOTARIAL SEAL)



Notary Public


BRENDALONDON
Notary Public
State of Oklahoma
Commission # 05009046 Expires 09/28/09