STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
THE FIRST NATIONAL CENTER
120 NORTH ROBINSON, SUITE 860
OKLAHOMA CITY, OKLAHOMA 73102

In the Matter of:

Geary Securities, Inc. ***fka*** **Capital West Securities, Inc.;**
Keith D. Geary; Norman Frager; and CEMP, LLC,

Respondents. **File No. 09-141**

AGREED AMENDED SCHEDULING ORDER

This *Agreed Amended Scheduling Order* is issued pursuant to 660:2-9-3 of the Rules of the Oklahoma Securities Commission and the Administrator of the Oklahoma Department of Securities (as amended July 1, 2007) ("Rules"). All parties have agreed to this scheduling order.

IT IS HEREBY ORDERED that:

1. **Preliminary Lists of Witnesses, Documents and Exhibits.** The parties shall file preliminary lists identifying all witnesses, documents and exhibits intended to be utilized at the hearing, on or before **Friday, December 24, 2010, at 5:00 p.m.** The parties shall identify expert witnesses intended to be called at hearing on their preliminary witnesses lists. The preliminary witness lists shall identify the witnesses by name, address and telephone number and provide a short description of the witnesses' expected testimony.

2. **Final Witness Lists.** On or before **Friday, March 25, 2011, at 5:00 p.m.**, the Department shall file a final witness list. On or before **Tuesday, April 5, 2011, at 5:00 p.m.,** Respondents shall file final witness lists. The final witness lists shall identify, by name, address, and telephone number, all witnesses, including but not limited to expert witnesses, intended to be called at hearing and contain a short description of the expected testimony of each witness. Failure to comply with this paragraph will result in the exclusion of witnesses at hearing.

3. **Dispositive Motions.** Dispositive motions will not be considered if filed after **Friday, April 8, 2011, at 5:00 p.m.**

4. **Discovery.** Any discovery that is conducted shall comply with 660:2-9-3(b) of the Rules unless otherwise agreed to by all parties. Discovery, including depositions, must be completed/answered on or before **Friday, April 22, 2011, at 5:00 p.m.**

5. **Document and Exhibit Exchange.** On or before **Friday, April 29, 2011, at 5:00 p.m.**, each party shall provide all other parties with a copy of all documents and exhibits

intended to be utilized by the party at hearing. Failure to comply with this paragraph will result in the exclusion of documents and exhibits at hearing.

6. **Hearing Briefs.** Hearing briefs, if any, shall be filed on or before **Friday, May 6, 2011, at 5:00 p.m.**

7. **Prehearing Conference.** Unless waived by agreement of all parties or by order of the Hearing Officer, a prehearing conference shall be held in person or by telephone on **Tuesday, May 10, 2011, at 10:00 a.m.,** at the offices of the Oklahoma Department of Securities, 120 North Robinson Avenue, Suite 860, Oklahoma City, Oklahoma, to address the following matters:

(A) simplification of issues;
(B) the final list of witnesses and exhibits to be utilized at the hearing;
(C) admissions and stipulations of fact;
(D) stipulations regarding admission and authenticity of documents;
(E) requests for official notice;
(F) discovery disputes;
(G) pending motions; and
(H) other matters that will promote the orderly and prompt conduct of the hearing.

8. **Hearing Date.** The hearing has been set to commence on **Tuesday, May 17, 2011, at 9:00 a.m.,** at the offices of the Oklahoma Department of Securities, 120 North Robinson Avenue, Suite 860, Oklahoma City, Oklahoma. The parties estimate that the hearing will take four (4) days.

9. **Filings and Service on Hearing Officer and Other Parties.** All documents required to be filed in connection with this matter shall be filed via email to blondon@securities.ok.gov or U.S. Mail or personal delivery to the Department to the attention of Brenda London. All filings shall be served, by the party making the filing, upon the Hearing Officer and counsel for all other parties via email before 5:00 p.m. CST on the date of the filing, and by U.S. Mail or personal delivery. Any other document served on an opposing party, shall be served via email and U.S. Mail or personal delivery. The effective date of service for filings and other documents is the date on which the serving party sends the filing or document via email to counsel for such other party.

10. **Failure to Comply.** Failure to comply with the terms of this Order may result in sanctions as set forth in 660:2-9-3(f) of the Rules including, but not limited to, default judgment.

IT IS FURTHER ORDERED that no date set by this Order can be changed except by agreement of all parties or for good cause and upon written order of the Hearing Officer.

WITNESS MY HAND and the Official Seal of the Oklahoma Department of Securities this 11th day of February, 2011.

(SEAL)

BRUCE R. KOHL, HEARING OFFICER