

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

OKLAHOMA DEPARTMENT OF)
SECURITIES EX REL. IRVING)
FAUGHT, ADMINISTRATOR,)
)
Plaintiff,)

v.)

Case No. CJ-2009-7957
Judge: Gurich, Noma D.

STORYBOOK PROPERTIES, LLC,)
a California limited liability company;)
STORYBOOK INVESTMENTS WA,)
LLC, a Washington limited liability)
company; MATTHEW G. STORY)
an individual; JOE DON JOHNSON,)
an individual; and JAMES FARNHAM,)
an individual,)
)
Defendants.)

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.
DEC - 3 2009
PATRICIA PRESLEY, COURT CLERK
By ~~DEPUTY~~

**ORDER GRANTING
RECEIVER'S MOTION FOR AN ORDER (I) APPROVING CONTRACT FOR THE
SALE OF PROPERTIES IN TULSA, OKLHOMA AND (II) AUTHORIZING
RECEIVER TO CLOSE SALE OF PROPERTIES LOCATED IN TULSA, OKLHOMA**

Comes on for hearing on this 3rd day of December, 2009 on the Motion of Stephen J. Moriarty ("Receiver") the Court appointed Receiver for Storybook Properties LLC, Storybook Investments WA, LLC, and Matthew G. Story (all collectively referred to as "Companies") seeking entry of an Order (i) approving the Real Estate Purchase Contract submitted by One Degree Investments, LLC for 30 residential properties and 2 lots located in Tulsa, Oklahoma and (ii) authorizing Receiver to take all actions necessary to close such sale; Stephen J. Moriarty appears on behalf of Receiver and Patricia Labarthe and Jennifer Shaw appear on behalf of Plaintiff, Oklahoma Department of Securities. After reviewing the Motion, having heard the statements of Receiver and being fully advised in the premises, the Court FINDS:

1. On October 7, 2009, this Court entered its Order Appointing Receiver. Pursuant to the Order, the Receiver was given full authority to “operate and manage all assets” of the Companies. Further, Receiver was given the authority to “take immediate custody, possession, and control of any and all assets” of the Companies.

2. The major assets of the Companies consist of (a) numerous residential properties located in Tulsa County, Oklahoma (the “Residential Properties”) and (b) a 5 unit apartment building located at 2436 East Sixth Street, Tulsa, Oklahoma and an 8 unit apartment building located at 2440 East Sixth Street, Tulsa, Oklahoma (the “Apartment Properties”).

3. Through this Motion, the Receiver proposes to sell 30 residential properties and 2 lots located in Tulsa, Oklahoma (the “Property”). A sale of the Property is in the best interests of the Companies and their creditors.

4. Receiver was presented with a Real Estate Purchase Contract submitted by One Degree Investments, dated November 17, 2009, offering to purchase the Property for \$432,777.00 (the “One Degree Purchase Contract”).

5. Prior to the appointment of Receiver, the Companies had listed the Property for sale through Green Country Real Estate, Rusty Goodman, Listing Broker (the “Broker”). Through the efforts of the Broker, the One Degree Purchase Contract was prepared and delivered to Broker. Broker believes the offer by One Degree Investments, LLC to purchase the Property for \$432,777.00 is reasonable.

6. The One Degree Purchase Agreement is the product of arms length negotiations and approval of the One Degree Purchase agreement is in the best interest of the Companies and their creditors.

7. Receiver has not received any offer to purchase the Property for an amount more than \$432,777.00.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the sale of the Property, pursuant to the terms of the One Degree Purchase Contract is hereby approved.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Receiver is hereby authorized to take all actions necessary to close such sale including, but not limited to, execution of a Receiver's Deed in substantially the form of Exhibit "A" hereto and payment of a reasonable real estate commission.

Dated this 3 day of December, 2009.

NOMA GURICH

DISTRICT JUDGE

APPROVED:



STEPHEN J. MORIARTY (OBA #6410)
FELLERS, SNIDER, BLANKENSHIP,
BAILEY & TIPPENS, P.C.
100 North Broadway, Suite 1700
Oklahoma City, OK 73102
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RECEIVER

I, PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., hereby certify that the foregoing is true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerk's Office of Oklahoma County, Okla., this 3 day of Dec., 2009
By  PATRICIA PRESLEY, Court Clerk Deputy

Patricia A. Labarthe, OBA # 10391
Jennifer Shaw, OBA # 20839
Oklahoma Department of Securities
120 N. Robinson, Suite 860
Oklahoma City, OK 73102
(405) 280-7700

ATTORNEYS FOR PLAINTIFF

508553.1

RECEIVER'S DEED

WHEREAS, I Stephen J. Moriarty ("Receiver"), am the duly appointed and acting receiver for Storybook Properties, LLC, Storybook Investments, WA, LLC, EZ-To-Buy Homes, LP, and Matthew G. Story pursuant to an Order of the District Court, Oklahoma County, Oklahoma (the "Court") entered on October 7, 2009, in: *Oklahoma Department of Securities v. Storybook Properties, LLC, et al.*, Case No. CJ-2009-7951;

WHEREAS, _____ is the record owner of the real property described on Exhibit "A" hereto (the "Property");

WHEREAS, on _____, 20__ , I did file a Motion to Sell the Property;

WHEREAS, the Court on _____, 20__ did have a hearing on such Motion, and did enter an order approving and authorizing the sale of the Property and the execution by Receiver of all documents necessary to convey the interest in the Property ("the Order");

NOW THEREFORE, I Stephen J. Moriarty, by virtue of the powers granted by the Order, and in consideration of the foregoing premises and of the sum of \$10.00 and other good and valuable consideration, to me in hand paid by _____, the receipt and sufficiency of which are hereby acknowledged, do hereby grant, bargain, sell and convey unto the said _____, all of the interest of _____, in the Property described in Exhibit "A" hereto, situated in the County of Tulsa, State of Oklahoma,

TO HAVE AND TO HOLD, the said _____ Property, together with all and singular, the rights and appurtenances thereto in any wise belonging unto the said _____, and his successors and assigns forever.

WITNESS MY HAND, this _____ day of _____, 20__.

STEPHEN J. MORIARTY, RECEIVER

Exhibit "A"

STATE OF OKLAHOMA)
) SS:
COUNTY OF OKLAHOMA)

The foregoing instrument was acknowledged before me on this ____ day of _____, 20__, by Stephen J. Moriarty, Receiver for Storybook Properties, LLC, Storybook Investments, WA, LLC, EZ-To-Buy Homes, LP, and Matthew G. Story.

WITNESS my hand and seal as such Notary Public on this ____ day of _____, 20__.

Notary Public

My Commission Expires:

(SEAL)