FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

FEB - 2 2012

PATRICIA PRESLEY, COURT CLERK
by _____ DEPUTY

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

Oklahoma Department of Securities ex rel. Irving L. Faught,	)	
Plaintiff,	)	
v.	)	Case No. CJ-2011-2277
The Bank of Union, John Shelley, Mike Braun, and Timothy Headington,	)	
Defendants.	)	

DEFENDANTS' WITHDRAWAL OF MOTION TO CLOSE CASE AND JOINT STIPULATION TO CLOSE CASE

COME NOW Plaintiff the Oklahoma Department of Securities *ex rel.* Irving L. Faught ("Plaintiff") and Defendants The Bank of Union, John Shelley, Mike Braun, and Timothy Headington ("Defendants") (collectively Plaintiff and Defendants are hereinafter referred to as the "Parties"), by and through their respective counsel and, for the reasons set forth below, hereby jointly stipulate and agree that the above captioned action be closed.

1. This matter was originally filed by Plaintiff to address several subpoenas stemming from an administrative action against Keith Geary, *et al.*

2. A hearing was held on the subpoena issues, and the court entered its order on July 25, 2011. A true and accurate copy of the Court's Order is attached hereto as Exhibit A.

3. The Parties stipulate and agree that the Court's Order has been fully complied with and there are no issues remaining with respect to the subpoenas that formed the basis of Plaintiff's April 6, 2011, Application for Order Enforcing Subpoenas that need to be addressed by the Court.

4. As a result, the Parties jointly stipulate and agree that this case should be formally closed for the benefit of the Parties and the court administrators.

5. On January 31, 2012, Defendants filed, and scheduled a hearing on, their separate motion to close case. Defendants' separate motion and the scheduled hearing thereon are obviated by this joint stipulation of the Parties. Accordingly, Defendants hereby withdraw their separate motion to close case as moot.

6. A proposed order approving the Parties joint stipulation is attached hereto for the Court's convenience.

WHEREFORE, Plaintiff the Oklahoma Department of Securities *ex rel.* Irving L. Faught, and Defendants The Bank of Union, John Shelley, Mike Braun, and Timothy Headington, respectfully pray that the Court enter its Order approving the Parties' Joint Stipulation to Close Case and closing the above captioned action, and for such other and further relief the Court deems just and proper under these circumstances.

Jointly stipulated and agreed to by:

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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-2011-2277
The Bank of Union, John Shelley, Mike Braun, and Timothy Headington,	)	
Defendants.	)	

ORDER

On May 5, 2011, at 2:00 p.m., this matter came before the Court for hearing on Plaintiff Oklahoma Department of Securities *ex rel.* Irving L. Faught's ("Plaintiff") Application for Order Enforcing Subpoenas (the "Application"), and Defendants The Bank of Union, John Shelley, Mike Braun, and Timothy Headington's ("Defendants") Motion to Quash or For Protective Order (the "Motion"). Plaintiff appeared through counsel Shaun Mullins, and Defendants appeared through counsel Gary Bryant, John Schirger, and Matthew Lytle.

By its Application, Plaintiff seeks the Court's Order enforcing, in their entirety, the subpoenas *duces tecum* requesting certain documents from The Bank of Union and Timothy Headington, and the deposition subpoenas issued to John Shelley, Mike Braun, and Timothy Headington, all of which were issued by the Oklahoma Department of Securities in an administrative proceeding Plaintiff initiated against Geary Securities, Inc. *fka* Capital West Securities, Inc., Keith D. Geary, Norman Frager, and CEMP LLC. Defendants' Motion seeks

Exhibit "A"

the Court's Order quashing the subpoenas or, alternatively, a protective order limiting their scope.

Having considered the Application, the Motion and the arguments of counsel, and for good cause shown, the Court finds as follows:

1. Plaintiff's Application for enforcement of the subpoenas *duces tecum* issued to the Bank of Union and Timothy Headington should be and hereby is GRANTED, subject to the terms of the protective order set forth below;

2. Plaintiff's Application for enforcement of the deposition subpoenas issued to John Shelley and Mike Braun should be and hereby is GRANTED, subject to the terms of the protective order set forth below.

3. Defendants' motion to quash the subpoenas in their entirety should be and hereby is DENIED.

4. Defendants' alternative motion for protective order should be and hereby is GRANTED as follows:

a. The scope of the subpoenas *duces tecum* is limited to only those documents relating to the 2009 transactions involving The Bank of Union and Timothy Headington's purchases of the Mortgage Resecuritization Notes, Series 2009-1, Class A-1 and/or A-2, issued by CEMP Resecuritization Trust 2009-1, and the 2008 transactions involving The Bank of Union's purchases of certain private label mortgage backed securities.

b. The scope of examination under the deposition subpoenas issued to John Shelley, Mike Braun, and any subsequent deposition subpoenas issued to any other officer, director, employee, or representative of The Bank of Union, shall be limited to only those facts and documents relating to the 2009 transactions involving The Bank of Union and Timothy Headington's purchases of the Mortgage Resecuritization Notes, Series 2009-1, Class A-1 and/or A-2, issued by CEMP Resecuritization Trust 2009-1, and the 2008 transactions involving The Bank of Union's purchases of certain private label mortgage backed securities.

It is, therefore, ORDERED, ADJUDGED and DECREED as follows:

1. With respect to the deposition subpoena issued to Timothy Headington, Plaintiff's Applications is DENIED.

2. Plaintiff's Application is GRANTED with respect to the subpoenas *duces tecum* issued to The Bank of Union and Timothy Headington, as modified by the terms of the protective order set forth herein. Defendants shall, within fourteen (14) days of the date of entry of this Order, produce only those documents relating to the 2009 transactions involving The Bank of Union and Timothy Headington's purchases of the Mortgage Resecuritization Notes, Series 2009-1, Class A-1 and/or A-2, issued by CEMP Resecuritization Trust 2009-1, and the 2008 transactions involving The Bank of Union's purchases of certain private label mortgage backed securities.

3. Plaintiff's Application is GRANTED with respect to the deposition subpoenas issued to John Shelley and Mike Braun, as modified by the terms of the protective order set forth herein, which terms shall apply to any subsequent deposition subpoenas issued to any other of

The Bank of Union's officers, directors, employees, or representatives. Messrs. Shelley and Braun shall make themselves available for deposition within forty-five (45) days after the production of documents set forth above is completed. The scope of examination for those depositions, and any subsequent depositions of any other of The Bank of Union's officers, directors, employees, or representatives, shall be limited to only those facts and documents relating to the 2009 transactions involving The Bank of Union and Timothy Headington's purchases of the Mortgage Resecuritization Notes, Series 2009-1, Class A-1 and/or A-2, issued by CEMP Resecuritization Trust 2009-1, and the 2008 transactions involving The Bank of Union's purchases of certain private label mortgage backed securities.

2. Defendants' motion to quash the subpoenas is DENIED.

3. Defendants' alternative motion for protective order is GRANTED as set forth above.

SO ORDERED.

Dated this 21st day of July, 2011.

Hon. W. Mike Warren
Associate District Judge

Prepared and submitted by:

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