

IN THE DISTRICT COURT OF OKLAHOMA COUNTY SEP 30 2013
STATE OF OKLAHOMA

TIM RHODES
COURT CLERK
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Oklahoma Department of Securities)
ex rel. Irving L. Faught,)
Administrator,)
)
Plaintiff,)
)
v.)
)
Jasmine, Inc., an Oklahoma corporation;)
Oklahoma Energy Exchange, LLC, an)
Oklahoma limited liability company;)
Harrisburg Prospect Lease Fund, LLC, an)
Oklahoma limited liability company; Gates)
Oil & Gas, LTD, an Oklahoma corporation;)
Harrisburg 2 Prospect Lease Fund, LLC,)
an Oklahoma limited liability company;)
Jimmy W. Gray, an individual; Greg L.)
Gray, an individual; Michael K. Gray, an)
individual; and Lance P. Bowman, an)
individual,)
)
Defendants.)

Case No. CJ-2013-5023

AGREED ORDER APPOINTING RECEIVER

On this 30th day of September, 2013, Plaintiff, Oklahoma Department of Securities ex rel. Irving L. Faught, Administrator, ("Department"), and Defendants Jasmine, Inc. ("Jasmine"), Gates Oil & Gas, LTD ("Gates"), Harrisburg 2 Prospect Lease Fund, LLC ("Harrisburg 2"), Jimmy W. Gray, Michael K. Gray, and Lance P. Bowman (collectively, "Relevant Defendants") agree to the appointment of a receiver as authorized by the Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011).

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that L. Vance Brown ("Receiver") be, and is hereby, appointed Receiver with respect to the Defendants Jasmine, Gates, and Harrisburg 2 ("Relevant Entity Defendants"). The Receiver is given directions and authority to accomplish the following:

1. to take immediate custody, possession and control of any and all assets, monies, securities and properties, real and personal, tangible and intangible, of whatever kind and description, and wherever situated, belonging to the Relevant Entity Defendants ("Receivership Assets"), as well as any records or documents relating to the Receivership Assets including, but not limited to, leases, subscription agreements, bank statements, checkbooks, and invoices previously paid or currently owed;

2. to manage the business activity of Relevant Entity Defendants and conserve, hold, and protect the Receivership Assets, pending further action by this Court;

3. to receive and collect any and all sums of money due or owing to the Relevant Entity Defendants whether the same are due or shall hereinafter become due and payable, and to make such payments and disbursements as may be necessary and advisable for the preservation of the Receivership Assets and as may be necessary and advisable in discharging his duties as Receiver;

4. to retain or dismiss any employee of any Relevant Entity Defendant as may be advisable or necessary;

5. to retain and employ attorneys, accountants, computer consultants and other persons as may be advisable or necessary to the exercise of the duties of the Receiver, including such staff and attorneys associated with the Receiver's Firm, Elias

Books Brown & Nelson, P.C.. The Receiver may immediately retain or employ such persons, and compensate such persons, all subject to application to and approval by the Court;

6. to open and inspect any and all mail or deliveries addressed to any Relevant Entity Defendant to determine if same relate to the existence, location, identity or collection, preservation, maintenance or operation of Receivership Assets, and to notify the United States Postal Service to effect the forward delivery of any mail addressed to any Relevant Entity Defendant to a mail depository under the control of the Receiver;

7. to institute, prosecute and defend, compromise, adjust, intervene in or become party to such actions or proceedings in any state court, federal court, or United States bankruptcy court as may, in the Receiver's opinion, be necessary or proper for the protection, maintenance, or preservation of the Receivership Assets, or the carrying out of the terms of this Order, and likewise to defend, compromise, adjust, or otherwise dispose of any or all actions or proceedings now pending in any court by or against any Relevant Entity Defendant where such prosecution, defense, or other disposition of such actions or proceedings is, in the judgment of the Receiver, advisable or proper for the protection of the Receivership Assets; and

8. to exercise those powers necessary to implement the orders and directives of this Court.

IT IS FURTHER ORDERED that the Receiver is hereby authorized, without breaching the peace, to enter and secure any premises, wherever located or situated, in

order to take possession, custody or control of, or to identify the location or existence of, any Receivership Assets.

IT IS FURTHER ORDERED that the Receiver may apply to the Court for compensation, from time to time, in a reasonable sum to be determined by the Court and from such sources as approved by the Court and for reimbursement of reasonable expenses incurred in connection with his duties as Receiver. The Receiver's hourly fee shall be billed at the rate of \$300.00 per hour, which rate shall not be increased without order of the Court. The fees and expenses of the Receiver shall have priority over any other claims made against the Relevant Defendants. The Receiver shall not be required to post a bond. The Oklahoma Department of Securities and the Relevant Defendants shall each have the authority to seek removal of the Receiver for cause and upon approval of this Court.

IT IS FURTHER ORDERED that all persons and entities, including the Relevant Defendants, their subsidiaries, affiliates, officers, directors, agents, servants, employees, attorneys, and all persons acting on their behalf, under their direction and control, and/or in active concert or participation with them, and further including any banks or financial institutions, who receive actual notice of this Order, by personal service, facsimile transmission or otherwise, shall promptly deliver and surrender to the Receiver:

1. all Receivership Assets in the possession of or under the control of any one or more of them;
2. all books and records of any kind pertaining or belonging to any Relevant Entity Defendant; and

3. all items and information necessary to access Receivership Assets and books and records including, but not limited to, keys, passwords, and security codes.

IT IS FURTHER ORDERED that all persons and entities, including the Relevant Defendants, their subsidiaries, affiliates, officers, directors, agents, servants, employees, attorneys, and all persons acting on their behalf, under their direction and control, and/or in active concert or participation with them, and further including any banks or financial institutions, wherever chartered or located, who receive actual notice of this Order, by personal service, facsimile transmission or otherwise, fully cooperate with and assist the Receiver and that they take no action, directly or indirectly, to hinder or obstruct the Receiver in the conduct of his duties or to interfere in any manner, directly or indirectly, with the custody, possession or control exercised by said Receiver.

IT IS FURTHER ORDERED that, except by leave of Court during the pendency of this Order, all creditors and other persons seeking money, damages, or other relief from the Relevant Defendants, and all others acting on behalf of any such creditor or other persons, including sheriffs, marshals, and other officers and their deputies, and their respective attorneys, servants, agents, and employees, are hereby stayed and restrained from doing any act or thing whatsoever to interfere with the Receiver or to the possession of or management by the Receiver of the Receivership Assets or in any way to interfere with said Receiver, or to interfere in any manner during the pendency of this proceeding with the exclusive jurisdiction of this Court over the Relevant Defendants. This Order shall not stay or restrain any pending or future action whatsoever by any government agency or any representative on behalf of any government.

IT IS FURTHER ORDERED that the Court shall retain jurisdiction over this matter and the Relevant Defendants for all purposes.

THIS ORDER IS ENTERED this 30th day of September, 2013, at 1:50 p.m.

BARBARA SWINTON

DISTRICT COURT JUDGE

APPROVED

David Lawson

David Lawson, OBA #31130
Robert Fagnant, OBA #30548
Oklahoma Department of Securities
120 North Robinson Avenue, Suite 860
Oklahoma City, Oklahoma 73102
Telephone: (405) 280-7700
Facsimile: (405) 280-7742
ATTORNEYS FOR PLAINTIFF

I, **TIM RHODES**, Court Clerk for Oklahoma County, Okla. certify that the foregoing is a true, correct and complete copy of the instrument as appears of record in the District Court Clerk's Office of Oklahoma County Okla. this 30 day of Sept, 2013
By Robert Pelt Deputy
TIM RHODES, Court Clerk

Timothy J. Bomhoff, OBA #13172
Michael D. McClintock, OBA #18105
McAfee & Taft, A Professional Corporation
10th Floor, Two Leadership Square
211 North Robinson Avenue
Oklahoma City, Oklahoma 73102
Telephone: (405) 235-9621
Facsimile: (405) 228-7339
ATTORNEYS FOR DEFENDANTS Jasmine, Inc., Gates Oil & Gas, LTD, Harrisburg 2
Prospect Lease Fund, LLC, Jimmy W. Gray, Michael K. Gray, and Lance P. Bowman

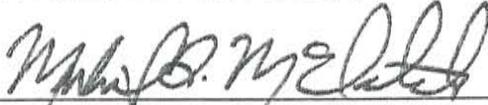
IT IS FURTHER ORDERED that the Court shall retain jurisdiction over this matter and the Relevant Defendants for all purposes.

THIS ORDER IS ENTERED this ____ day of _____, 2013, at ____:____, __.m.

DISTRICT COURT JUDGE

APPROVED

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