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FILED IN DISTRICT COURT
OKLAHOMA COUNTY

**DISTRICT COURT FOR OKLAHOMACOUNTY
STATE OF OKLAHOMA**

JAN 22 2015

35 TIM RHODES
COURT CLERK

Oklahoma Department of Securities)
ex rel. Irving L. Faught, Administrator,)

Plaintiff,)

v.)

Case No. CJ-2014-4515

Seabrooke Investments, LLC, an Oklahoma)
limited liability company;)

Seabrooke Realty LLC, an Oklahoma)
limited liability company;)

Oakbrooke Homes LLC, an Oklahoma)
limited liability company;)

Bricktown Capital LLC, an Oklahoma)
limited liability company;)

KAT Properties, LLC, an Oklahoma)
limited liability company;)

Cherry Hill LLC, an Oklahoma limited liability)
company doing business as Cherry Hill Apartments;)

Tom W. Seabrooke, individually and as trustee of)
Tom Seabrooke 2007 Revocable Trust and)

J. Karyn Seabrooke 2007 Revocable Trust; and)
Judith Karyn Seabrooke, individually and as trustee)

of Tom Seabrooke 2007 Revocable Trust and)
J. Karyn Seabrooke 2007 Revocable Trust,)

Defendants.)

**AGREED ORDER ESTABLISHING PROCEDURE TO NOTIFY CREDITORS
AND/OR CLAIMANTS TO MAKE CLAIMS AND SETTING
BAR DATE FOR SUBMITTING PROOFS OF CLAIM**

On this 20th day of Jan, 2015, comes on for consideration the Receiver's Application for the Court to Establish Procedure to Notify Creditors and/or Claimants to Make Claims. Having reviewed the Application of the Receiver and the Agreed Order approved by the parties, the Court finds that the Application should be and hereby is GRANTED.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the Receiver

shall give notice in the form attached as Exhibit "A" ("Notice") to creditors and/or those alleging claims against Defendants or their related entities to file a proof of any and all alleged claims, including the nature and amount of the claim(s), and to provide any substantiating documentation in support thereof.

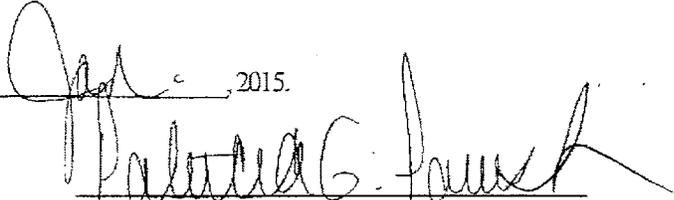
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that, following such notice, any and all creditors and claimants of Defendants and/or their related entities shall file a proof of claim in the form attached as Exhibit "B" ("Proof of Claim"), in accordance with the Receiver's instructions, and that such submission must be made on or before April 15, 2015, after which date all claims against Defendants or their related entities arising from this Receivership action are forever barred.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that notice to creditors/claimants of Defendants and their related entities shall be published at least once a week for two consecutive weeks in a newspaper with general circulation in Oklahoma County, Oklahoma.

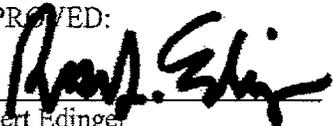
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Receiver shall mail a copy of such Notice, by regular and certified mail, to each known creditor and/or claimant of Defendants or their related entities at their last-known address.

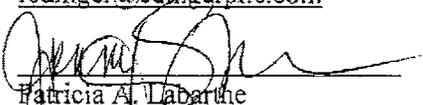
IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Notice set forth on Exhibit "A" and the Proof of Claim set forth on Exhibit "B" of this Order is approved by this Court, and the Receiver is authorized to provide same to all known creditors and/or claimants.

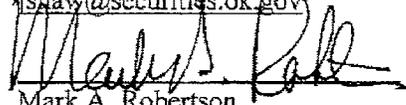
IT IS SO ORDERED this 21st day of Jan, 2015.


PATRICIA G. FAUSCH
JUDGE OF THE DISTRICT COURT

APPROVED:


Robert Edinger
Robert Edinger, PLLC
116 East Sheridan, Suite 207
Oklahoma City, OK 73104
Telephone: (405) 702-9900
Facsimile: (405) 605-8381
redinger@edingerpllc.com


Patricia A. Labarthe
Jennifer Shaw
Oklahoma Department of Securities
120 North Robinson, Suite 860
Oklahoma City, OK 73102
plabarthe@securities.ok.gov
jshaw@securities.ok.gov


Mark A. Robertson
Michael Paul Kirschner
Robertson & Williams
9658 N. May Avenue, Suite 200
Oklahoma City, OK 73120
mark@robertsonwilliams.com
mike@robertsonwilliams.com

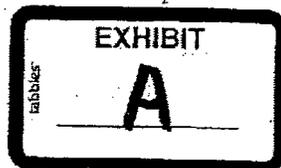
**DISTRICT COURT FOR OKLAHOMACOUNTY
STATE OF OKLAHOMA**

Oklahoma Department of Securities)
ex rel. Irving L. Faught, Administrator,)
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Plaintiff,)
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v.)
Seabrooke Investments, LLC, an Oklahoma)
limited liability company;)
Seabrooke Realty LLC, an Oklahoma)
limited liability company;)
Oakbrooke Homes LLC, an Oklahoma)
limited liability company;)
Bricktown Capital LLC, an Oklahoma)
limited liability company;)
KAT Properties, LLC, an Oklahoma)
limited liability company;)
Cherry Hill LLC, an Oklahoma limited liability)
company doing business as Cherry Hill Apartments;)
Tom W. Seabrooke, individually and as trustee of)
Tom Seabrooke 2007 Revocable Trust and)
J. Karyn Seabrooke 2007 Revocable Trust; and)
Judith Karyn Seabrooke, individually and as trustee)
of Tom Seabrooke 2007 Revocable Trust and)
J. Karyn Seabrooke 2007 Revocable Trust,)
)
Defendants.)

Case No. CJ-2014-4515

**NOTICE TO CREDITORS AND/OR CLAIMANTS AND
DEADLINE TO SUBMIT PROOF OF CLAIM**

TO ALL CLAIMANTS AND/OR CREDITORS HAVING A CLAIM AGAINST THE RECEIVERSHIP FOR ASSETS OF DEFENDANTS SEABROOKE INVESTMENTS, LLC; SEABROOKE REALTY, LLC; OAKBROOKE HOMES, LLC; BRICKTOWN CAPITAL, LLC; KAT PROPERTIES, LLC; CHERRY HILL, LLC; TOM W. SEABROOKE, INDIVIDUALLY AND AS TRUSTEE OF THE TOM SEABROOKE 2007 REVOCABLE TRUST AND J.



KARYN SEABROOKE 2007 REVOCABLE TRUST; AND JUDITH KARYN SEABROOKE, INDIVIDUALLY AND AS TRUSTEE OF THE TOM SEABROOKE 2007 REVOCABLE TRUST AND J. KARYN SEABROOKE 2007 REVOCABLE TRUST (COLLECTIVELY "DEFENDANTS"), AND THEIR RELATED ENTITIES. PLEASE REVIEW THIS NOTICE CAREFULLY, AS IT SETS OUT IMPORTANT INFORMATION CONCERNING YOUR RIGHTS AND RESPONSIBILITIES AS A POTENTIAL CREDITOR AND/OR CLAIMANT.

Please take note that on January __, 2015, the Oklahoma County District Court, Judge Patricia Parrish presiding, entered an Order establishing a procedure to notify creditors and/or claimants to make claims and ordering the Receiver to mail a copy of such notice, by regular and certified mail, to each known creditor and/or claimant of Defendants or their related entities at their last-known address.

The records of Defendants and/or their related entities in the possession of the Receiver indicate that you may have a claim against or may be a creditor of the Defendants or their related entities. Enclosed please find a proof of claim form and instructions for completing and returning the form. **Please read the instructions carefully and fill out the form completely. If you believe you have more than one claim, please complete a separate form for each claim. Failure to fully complete the form(s) and submit all of the requested information, including documents or other materials supporting your claim, will result in your claim being denied.** Note: if you are receiving this Notice by publication, please contact the phone number indicated below to obtain a proof of claim form and instructions.

THE DEADLINE FOR SUBMITTING YOUR PROOF OF CLAIM IS APRIL 15, 2015. If you wish to have an opportunity to share in the distribution of the available

liquidated assets of the Defendants' estate, your proof of claim form(s) must be delivered to the address indicated below by April 15, 2015. Proof of claim form(s) delivered and/or received after April 15, 2015, will lose their priority and will likely receive no distribution of assets due to, upon information and belief, the present financial deficiency of the Defendants' estate.

Proof of claim forms, questions and other requests for information should be submitted to the Receiver:

Ryan Leonard, OBA No. 19155
Meyer & Leonard, PLLC
116 East Sheridan, Suite 207
Oklahoma City, OK 73104
Telephone: (405) 702-9900

BY ORDER OF THE COURT.

SEABROOKE ET AL. RECEIVERSHIP
c/o Ryan Leonard, Receiver
Meyer & Leonard, PLLC
116 East Sheridan, Suite 207
Oklahoma City, OK 73104

PROOF OF CLAIM
District Court of Oklahoma County
State of Oklahoma
Case No. CJ-2014-4515

PLEASE READ INSTRUCTIONS CAREFULLY. DEADLINE FOR FILING PROOF OF CLAIMS IS APRIL 15, 2015.

PART 1: Person Making Claim (Claimant)	
a. Claimant Information Name: Mailing Address: City/State/Zip:	b. Required Information Claimant's SSN or Federal Tax ID: Claimant's Telephone Number (home): Claimant's Telephone Number (work):
c. Legal Representation Are you represented by an Attorney?	d. If you are represented by an attorney, please provide the attorney's name, address, phone number:



SEABROOKE ET AL. RECEIVERSHIP
c/o Ryan Leonard, Receiver
Meyer & Leonard, PLLC
116 East Sheridan, Suite 207
Oklahoma City, OK 73104

PROOF OF CLAIM
District Court of Oklahoma County
State of Oklahoma
Case No. CJ-2014-4515

PLEASE READ INSTRUCTIONS CAREFULLY. DEADLINE FOR FILING PROOF OF CLAIMS IS APRIL 15, 2015.

PART 2: Claim Information	
<p>a. If you know, please identify which individual(s) or entity your claim is against? Circle one or more:</p> <p>Seabrooke Investments, LLC</p> <p>Seabrooke Realty, LLC</p> <p>Oakbrooke Homes, LLC</p> <p>Bricktown Capital, LLC</p> <p>KAT Properties, LLC</p> <p>Cherry Hill, LLC</p> <p>Tom W. Seabrooke</p> <p>Tom W. Seabrooke, as trustee of the Tom Seabrooke 2007 Revocable Trust and/or as trustee of the J. Kaym Seabrooke 2007 Revocable Trust</p> <p>Judith Karyn Seabrooke</p> <p>Judith Karyn Seabrooke, as trustee of the Tom Seabrooke 2007 Revocable Trust and/or as trustee of the J. Karyn Seabrooke 2007 Revocable Trust</p> <p>Other, please specify: _____</p> <p>_____</p>	<p>b. Describe the nature and basis of your claim, the date it arose, and whether your claim is secured by any collateral, mortgage or security interest (you may attach a separate sheet providing additional explanation):</p>

SEABROOKE ET AL. RECEIVERSHIP

c/o Ryan Leonard, Receiver
Meyer & Leonard, PLLC
116 East Sheridan, Suite 207
Oklahoma City, OK 73104

PROOF OF CLAIM

District Court of Oklahoma County
State of Oklahoma
Case No. CJ-2014-4515

PLEASE READ INSTRUCTIONS CAREFULLY. DEADLINE FOR FILING PROOF OF CLAIMS IS APRIL 15, 2015.

<p>c. Amount of Claim(s)</p> <p>Total Amount Invested, Loaned or Other: \$ _____</p> <p>Total Amount Received From One or More of the Defendants: \$ _____</p> <p>Total Amount You Claim is Due: \$ _____</p>	<p>d. Supporting Documentation Attached?</p> <p>Please attach all documentation in support of your claim, including any collateral, mortgage or security interest. Also provide a detailed explanation of all information you believe is relevant to your claim.</p>
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SEABROOKE ET AL. RECEIVERSHIP
c/o Ryan Leonard, Receiver
Meyer & Leonard, PLLC
116 East Sheridan, Suite 207
Oklahoma City, OK 73104

PROOF OF CLAIM
District Court of Oklahoma County
State of Oklahoma
Case No. CJ-2014-4515

PLEASE READ INSTRUCTIONS CAREFULLY. DEADLINE FOR FILING PROOF OF CLAIMS IS APRIL 15, 2015.

Subscribed and sworn to before me this _____ day of _____, _____.

(Seal)

Notary Public

Commission No.: _____

My Commission Expires: _____

INSTRUCTIONS

IMPORTANT NOTICES

- A. The Proof of Claim must be properly signed and sworn to before a Notary Public or person authorized to administer oaths.
- B. Deadline for filing the Proof of Claim is April 15, 2015.
- C. If you have a change of address at any time while your claim is pending, you are required to inform the Receiver of your new address in order to receive any notices and/or payment that might be due.
- D. Return your completed Proof of Claim and supporting documentation to:

Ryan Leonard, Receiver
Seabrooke Investments, LLC, et al., Receivership,
(Oklahoma County CJ-2014-4515)
116 E. Sheridan, Suite 207
Oklahoma City, OK 73104

PROOF OF CLAIM INSTRUCTIONS

General

- 1. The Proof of Claim must be typed or legibly printed in ink.
- 2. The Proof of Claim must have all items completed and questions answered. Your Proof of Claim will be returned to you if any items are left blank. Please review the entire form for completion prior to mailing.
- 3. If you need additional space to fully answer any questions, please do so on separate sheets of paper and attach them to your Proof of Claim.
- 4. You must attach to the Proof of Claim documents or evidence supporting your claim. FAILURE TO PROVIDE SUFFICIENT DOCUMENTS OR EVIDENCE SUPPORTING YOUR CLAIM IS GROUNDS FOR DENIAL THEREOF. See item 23 below for a non-exhaustive list of examples of the type of documents and supporting evidence required.
- 5. If you assert that your claim is secured by any assets or property of the Defendant(s), you must attach all documents evidencing your security interest.
- 6. If known, identify which Defendant(s) you are filing your claim against.
- 7. You have an ongoing duty to supplement your Proof of Claim with supporting documentation as additional information is received. This requirement includes notice of any change of address.

8. The Proof of Claim must be signed by the Claimant who is named in Part 1(a), or by a representative of the Claimant who has knowledge of the matters set forth in the Proof of Claim and any accompanying statements or supporting documents.
9. If you are a lien holder or an assignee of the Claimant's right to a distribution from the Receivership, you should complete a Proof of Claim and have the Claimant execute an unconditional assignment and deliver the same to the Receiver at the address above.
10. All Proofs of Claim must be sworn to before a Notary Public or person authorized to administer oaths.
11. All Proofs of Claim must be received no later than April 15, 2015. The Receiver is not responsible for undelivered mail. To protect your claim, the Receiver recommends that you send your Proof of Claim by certified U.S. mail.
12. The Receiver suggests that you keep a copy of your completed Proof of Claim, including supporting documents, for your records.
13. All future correspondence, amendments, or other attachments must include reference to the Claimant's name to insure proper identification.
14. The Receiver will not accept a Proof of Claim that is filed out of time. Rather, any Claimant who does not file a Proof of Claim with the Receiver before the bar date established by the court should file an application with the court explaining why they did not file a Proof of Claim in the time allowed and seek permission from the court to file a Proof of Claim out of time.
15. Mail your completed Proof of Claim and supporting documentation by certified U.S. mail to: Ryan Leonard, Receiver, Seabrooke Investments, LLC, et al., Receivership, (Oklahoma County CJ-2014-4515) 116 East Sheridan, Suite 207, Oklahoma City, OK 73104. Facsimiles of Proof of Claim and supporting documentation will not be accepted.
16. If you have any questions about the Proof of Claim procedure, you may call Ryan Leonard, Receiver, or Robert Edinger, counsel for the Receiver, at (405) 702-9900.

Part 1

17. In Part 1(a), state the name and address of the individual(s) or entity submitting the Proof of Claim.
18. List the social security number or federal tax identification and telephone number(s) for the Claimant in Part 1 (b).
19. If the Claimant is represented by an attorney, you must state the attorney's name, address and telephone number where noted.

Part 2

20. In Part 2(a), if you know, indicate which Defendant(s) your claim is against. If not listed, specify who the claim is against in the blank left for that purpose.
21. In Part 2(b), describe the nature and basis for your claim, the date it arose, and whether it is secured by any collateral, mortgage or security interest. It is critically important that you provide as much detail as possible concerning your claim, so please attach an additional sheet (or sheets) explaining all pertinent details you believe are relevant to your claim.
22. In Part 2(c), indicate: (1) the total amount of money you invested with or loaned to any Defendant; (2) the total amount of money you received, if any, as payment by a Defendant on your loan(s) or investment(s); and (3) the total amount you claim is due by Defendant(s) to you. With respect to sums you claim are due to you by Defendant(s), please denote whether the money you claim you are owed is principal or interest or both (if both, please state separately the amount claimed for principal and interest). If you do not know the amount of your claim, please state "Undetermined" on the line provided.
23. With respect to Part 2(d), you **MUST** provide supporting documentation in the form of canceled checks, cash receipts, copies of cashier's checks, wire transfer documentation, and/or monthly or quarterly statements regarding the investment, as well as any other documents supporting your claim. This should include but not be limited to, correspondence with one of the Defendants or their agents, documents purporting to convey an ownership interest in a company or property, and/or documents purporting to convey a mortgage or other security interest. **IT IS CRITICALLY IMPORTANT THAT YOU PROVIDE ALL RELEVANT DOCUMENTS IN SUPPORT OF YOUR CLAIM. FAILURE TO DO SO MAY RESULT IN DENIAL OF YOUR CLAIM.**
24. If you have received payment from any source from any Defendant or a related entity, you must identify the source and amount of such payments. Failure to do so may result in denial of your claim.

Affirmation

25. You **MUST** insert the total amount of your claim as indicated in Part 2(c) in the Affirmation. If your claim is contingent, unliquidated or the amount is unknown, indicate the amount of claim as "Undetermined" in the Affirmation.
26. You are signing the Proof of Claim under penalty of perjury. Please read both the Proof of Claim form and the Affirmation carefully before signing the Affirmation before a Notary Public.

Allowance Procedures

27. Within a period of time to be established by the Court, the Receiver will prepare and file a report setting forth the Claimants, amounts of claims, the Receiver's recommendations with respect to each claim and the basis for the recommendation. **SUBMITTING A CLAIM DOES NOT GUARANTEE THAT YOUR CLAIM WILL BE PAID THROUGH THIS RECEIVERSHIP.**
28. Upon the filing of the report by the Receiver, the Court will schedule a time for a hearing on the Receiver's report. If you file a Proof of Claim, you will receive notice of the hearing and such other information concerning the report and hearing as the court deems appropriate under the circumstances. In addition to other information which may be provided, if, for any reason, the Receiver does not recommend acceptance of your claim, you will be advised of the Receiver's recommendation regarding your claim.
29. The District Court of Oklahoma County will make the final determination as to whether claims against Defendant(s) are allowed or disallowed. Once the Receiver has recovered all of the money and assets of Defendants' estate subject to liquidation that the Receiver determines can be reasonably recovered, the Receiver will seek court approval to make any final distributions from the Receivership Estate. **THE COURT, IN ITS SOLE DISCRETION, WILL APPROVE OR DISALLOW ALL CLAIMS MADE AGAINST THIS RECEIVERSHIP BY CREDITORS AND/OR CLAIMANTS.** Please note that while the deadline for submitting Proofs of Claim is April 15, 2015, distributions approved by the Court for creditors and/or claimants will be made at a later date to be determined by the Court.