

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN DISTRICT COURT
OKLAHOMA COUNTY

APR 12 2018

RICK WARREN
COURT CLERK
25

Oklahoma Department of Securities)
ex rel. Irving L. Faught,)
Administrator,)
)
Plaintiff,)
)
v.)
)
Secure Operations Group, LLC, an)
Oklahoma limited liability company;)
Johnnie Louis McAlpine, an individual;)
Cindy Kay McAlpine, an individual;)
George Franklin Conner, an individual;)
and Cody Belitz, an individual,)
)
Defendants)

Case No. CJ-2017-1138
Judge Trevor Pemberton

STIPULATION AND CONSENT TO FINAL ORDER

Defendants, Cindy Kay McAlpine (“C.McAlpine”) and Cody Belitz (“Belitz”) (collectively, “Defendants”), hereby stipulate to the following:

1. Plaintiff is the proper party to bring this action seeking the relief requested in the *Petition for Permanent Injunction and Other Relief* (“Petition”) filed in this matter.
2. Defendants are subject to the jurisdiction of this Court; this Court has subject matter jurisdiction of this action; and venue is proper in Oklahoma County.
3. The Petition alleges Defendants violated §§ 1-301, 1-402(D), 1-501(2) and 1-501(3) of the Oklahoma Uniform Securities Act of 2004 (“Act”), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011).

Defendants hereby undertake as follows:

1. Defendants consent to the entry of the *Final Order, Judgment and Injunction* against C.McAlpine and Belitz ("Final Order"), in the form attached hereto as "Exhibit A".

2. Defendants, and any entities they own and/or control, agree to not transact business in and/or from the state of Oklahoma as an issuer, agent, broker-dealer, investment adviser and/or investment adviser representative, as defined in the Act, and from otherwise engaging in the offer and/or sale of securities, directly or indirectly, in and/or from the state of Oklahoma.

3. Defendants shall make an accounting of, and file with the Plaintiff no later than 45 days after entry of the Final Order, all assets sold, transferred and/or otherwise conveyed to them, directly or indirectly, from August 2014 to the present, from Johnnie Louis McAlpine and/or any entity he, directly or indirectly, owns and/or controls.

4. Defendants state that this *Stipulation and Consent to Final Order* ("Stipulation and Consent") is entered into voluntarily and that no threat or promise of immunity of any kind has been made by the Administrator of the Department of Securities, or any employee thereof, or any member of the Oklahoma Securities Commission, to induce Defendants to enter into this Stipulation and Consent.

5. Defendants agree that the provisions of this Stipulation and Consent shall be incorporated by reference into the Final Order as though set forth in full therein.

6. Defendants waive any right to appeal the Final Order.

7. Defendants agree that this Court will retain jurisdiction over this matter for the purpose of enforcement of the Final Order and this Stipulation and Consent.

8. Defendants understand that Plaintiff will take action as authorized by law including, but not limited to, an enforcement action under the Act, for Defendants' failure to comply with the terms of the Final Order and this Stipulation and Consent in any material respect or for any future violation of the Act.

9. Defendants agree to the presentation of this Stipulation and Consent and the Final Order to the Court to be entered without further notice to Defendants.

IN WITNESS WHEREOF, the Defendants have executed this Stipulation and Consent as of the date and year set forth below their signatures hereto.

CINDY KAY MCALPINE, INDIVIDUALLY

Cindy Kay McAlpine

Date: 3-22-18

CODY BELITZ, INDIVIDUALLY

Date: _____

APPROVED AS TO FORM AND CONTENT:

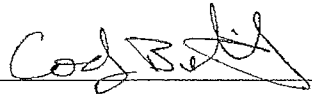
Robert Fagnant, OBA #30548
Terra Bonnell, OBA #20838
Oklahoma Department of Securities
204 North Robinson Avenue, Suite 400
Oklahoma City, Oklahoma 73102
Telephone: (405) 280-7700
Facsimile: (405) 280-7742
Email: rfagnant@securities.ok.gov
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Attorneys for Plaintiff

Trevor R. Henson, OBA #30104
LEVINSON, SMITH, & HUFFMAN, P.C.
1743 East 71st Street
Tulsa, Oklahoma 74136-5108
Telephone: (918) 492-4433
Facsimile: (918) 492-6224
Attorney for Defendants Cindy Kay McAlpine and Cody Belitz

CINDY KAY MCALPINE, INDIVIDUALLY

Date: _____

CODY BELITZ, INDIVIDUALLY



Date: 4-12-10

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Oklahoma Department of Securities
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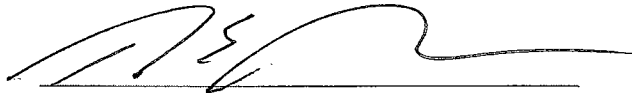
CINDY KAY MCALPINE, INDIVIDUALLY

Date: _____

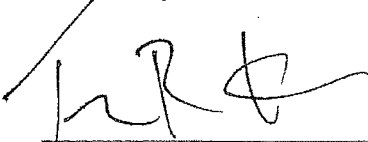
CODY BELITZ, INDIVIDUALLY

Date: _____

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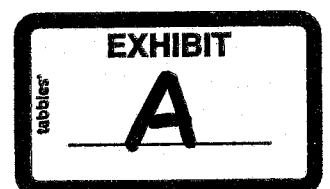
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George Franklin Conner, an individual;)
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)
Defendants)

FINAL ORDER, JUDGMENT AND INJUNCTION

On this ____ day of _____, 2018, this matter came before the undersigned Judge of the District Court in and for Oklahoma County, State of Oklahoma, for entry by consent of this *Final Order, Judgment and Injunction* ("Final Order"). After a review of the pleadings and the executed *Stipulation and Consent to Final Order*, attached hereto as Exhibit "A" and incorporated herein by reference ("Stipulation and Consent"), this Court finds:

On February 27, 2017, Plaintiff filed a petition alleging that Defendants Cindy Kay McAlpine ("C.McAlpine") and Cody Belitz ("Belitz") (collectively, "Defendants") engaged in violations of the Oklahoma Uniform Securities Act of 2004



("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011), in connection with the offer and/or sale of securities in and/or from Oklahoma.

Based on the pleadings and execution of the Stipulation and Consent, the Court finds that this Final Order should be entered, and, therefore IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

1. That Defendants, and any entity they own and/or control, are permanently enjoined from transacting business in and/or from the state of Oklahoma as an issuer, agent, broker-dealer, investment adviser and/or investment adviser representative, as defined in the Act, and from otherwise engaging in the offer and/or sale of securities, directly or indirectly, in and/or from the state of Oklahoma; and

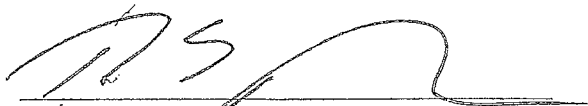
2. That Defendants shall make an accounting of, and file with the Plaintiff no later than 45 days after the date set forth below, all assets sold, transferred and/or otherwise conveyed to them, directly or indirectly, from August 2014 to the present, from Johnnie Louis McAlpine and/or any entity he, directly or indirectly, has owned and/or controlled.

IT IS SO ORDERED.

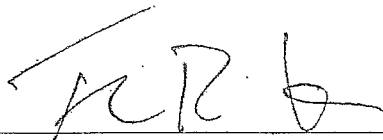
Dated this ____ day of _____, 2018.

JUDGE OF THE DISTRICT COURT

APPROVED AS TO FORM AND CONTENT:



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Terra Bonnell, OBA #20838
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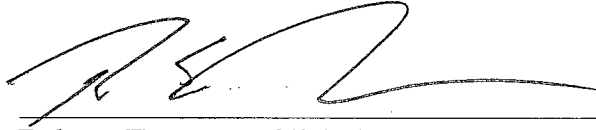
CERTIFICATE OF SERVICE OF
STIPULATION AND CONSENT TO FINAL ORDER

The undersigned hereby certifies that on the 12th day of April, 2018, a true and correct copy of the file-stamped *Stipulation and Consent to Final Order* was mailed via first-class US mail, with postage prepaid thereon, and addressed to:

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c/o Trevor R. Henson, Esq.
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Attorneys for Defendants:
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Cindy Kay McAlpine
Cody Belitz

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