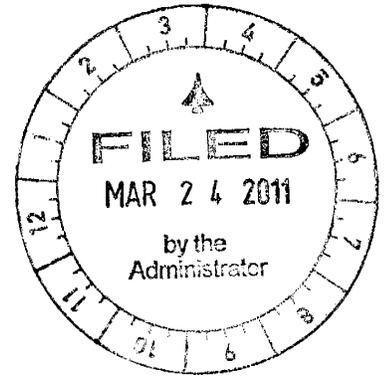


STATE OF OKLAHOMA
DEPARTMENT OF SECURITIES
THE FIRST NATIONAL CENTER
120 NORTH ROBINSON, SUITE 860
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

Geary Securities, Inc., fka Capital West Securities, Inc.;
Keith D. Geary; Norman Frager; and CEMP, LLC,

Respondents.

File No. 09-141

ORDER DENYING MOTION TO QUASH AND FOR PROTECTIVE ORDER

This matter having come before the Hearing Officer upon the Motion to Quash and for Protective Order (the "Motion") filed by The Bank of Union ("BOU"), John Shelley, Mike Braun and Tim Hedington ("Hedington"), third parties to this administrative proceeding (together the "Third Parties") through counsel for the Third Parties John Schirger, Esq. ("Schirger"), and the Hearing Officer having considered said Motion and the Response and Objection to the BOU Non-Parties' Motion to Quash filed by the Respondents, hereby makes the following findings and conclusions:

1. Attorney Schirger has not demonstrated that he is authorized to practice law in the State of Oklahoma, but is presumably licensed to practice law and is in good standing as an attorney in the State of Missouri. Accordingly his authority to represent the Third Parties in this proceeding under Oklahoma law has been questioned. Despite that fact the Hearing Officer hereby consents to allow Schirger to represent the Third Parties in this proceeding for the limited purposes of this Motion, assuming compliance by Schirger with all other requirements of Oklahoma law governing the appearance of out-of-state attorneys in Oklahoma administrative proceedings.

2. On October 29, 2010, Third Parties BOU and Hedington filed a First Amended Demand for Arbitration and Statement of Claim ("Demand") with the Financial Industry Regulatory Authority ("FINRA"), demanding arbitration for claims against the Respondents relating to certain acts and conduct which are in part the subject of the current administrative proceeding.

3. On or about February 11, 2011, at the request of the Respondents the Hearing Officer issued certain subpoenas in this proceeding directed to the Third Parties for the production of documents and for depositions (the "Subpoenas") pursuant to the authority of the Oklahoma Uniform Securities Act of 2004, and under the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (the "Rules"), Rule 660:2-9-4(a).

4. The Third Parties have so far failed to comply with the Subpoenas, and on March 3, 2011 filed the Motion, along with supporting documentation pursuant to Rule 660:2-9-4(d), arguing that the Subpoenas should be quashed or limited in scope. Respondents have raised the issue of whether such Motion was timely filed under Rule 660:2-9-4(d). It is unnecessary for the Hearing Officer to decide this issue in light of the disposition of the Motion in this Order.

5. On March 14, 2011 Respondents filed a Response and Objection to the BOU Non-Parties' Motion to Quash, setting forth their argument as to why the Motion should be denied. On March 14, 2011 Respondent Frager joined in such response.

6. The Motion makes the blanket contention that the Subpoenas are "overbroad, unduly burdensome, meant to harass the Third Parties, and call for information protected from disclosure by the attorney-client privilege and work product doctrine". However, the Motion and supporting documentation fail to specifically demonstrate grounds under Rule 660:2-9-4(a) for the Hearing Officer to quash or limit the scope of the Subpoenas; to-wit exactly how the subject Subpoenas are unreasonable, oppressive, excessive in scope, unduly burdensome or not relevant to these proceedings.

7. Based on the documentation provided with the Motion, the Hearing Officer has concluded that the Motion establishes no grounds under Rule 660:2-9-4(a) to quash or limit the scope of the Subpoenas for records (Exhibits B and C to the Motion). Whether the individual Third Parties subject to the Subpoenas for testimony (Exhibits D – F to the Motion) will be subjected to harassment as a result of the depositions is conjecture at this time. Since the individual Third Parties have been identified by the Oklahoma Department of Securities as possible witnesses in this proceeding in the Department's Preliminary List of Witnesses and Exhibits filed on December 22, 2010, the Respondents have a right under the Rules to subject them to pre-hearing depositions. However, the Hearing Officer would be open to future requests to limit the scope of such depositions if they become excessive or abusive, or are being clearly conducted for harassment of such persons.

8. The Third Parties have further argued that because of the limited scope of discovery allowed under the FINRA Arbitration Rules, which govern the Demand, the individual Third Parties should not be required to respond to the Subpoenas (Exhibits D – F to the Motion) to provide deposition testimony that they arguably might not be required to provide under the FINRA Arbitration Rules in the FINRA arbitration.

9. The Third Parties have failed to present any legal authority in their Motion to support the argument that the FINRA Arbitration Rules governing the Demand would take precedence over the discovery rules as set forth in the Rules in this state enforcement proceeding, or even that the FINRA Arbitration Rules are somehow applicable to this state proceeding, and the Hearing Officer is unaware of any such authority. This proceeding is subject to its own rules of discovery under Oklahoma law and the Rules, and is not subject to the FINRA Arbitration Rules.

10. Accordingly, the Hearing Officer concludes that the Motion and accompanying documentation support no grounds under Rule 660:2-9-4(a) justifying an order to quash or to otherwise limit the scope of the Subpoenas.

11. The Hearing Officer leaves open the possibility of a reconsideration of this Order, or consideration of future motions to limit the scope of discovery, in the event the Third Parties can specifically demonstrate how production of selected subpoenaed documents or testimony is unreasonable, oppressive, excessive in scope, unduly burdensome or not relevant as provided under Rule 660:2-9-4(a), or otherwise violates the attorney-client privilege or the doctrine of attorney work product.

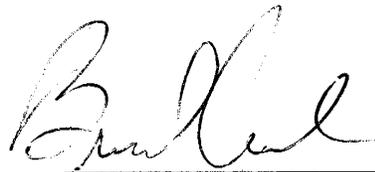
12. The Hearing Officer does not believe that he has the authority under the Rules to order the Respondents and the Third Parties to negotiate the necessity and scope of the depositions as prayed for in the Motion, although he would encourage all parties to act in a cooperative manner so as to permit the Respondents discovery allowed to them pursuant to the Rules, without creating an undue burden on the Third Parties.

13. The Hearing Officer further does not believe he has the authority under the Rules to order an expedited enforcement of the Subpoenas under Rule 660:2-9-4(e) as requested by the Respondents in a separate motion. However, the Hearing Officer hereby directs the Third Parties to notify counsel for the Respondents of whether they intend to comply with the Subpoenas and with this Order by no later than the close of business on Friday, March 25, 2011. If they have not so notified counsel for the Respondents of their intention to comply with the Subpoenas, or have otherwise demonstrated their intention to comply with the Subpoenas by that time, the

Respondents should apply to the Administrator of the Oklahoma Department of Securities under Rule 660:2-9-4(e)(1) for judicial enforcement of the Subpoenas. Delay in enforcement of the Subpoenas may be taken into account in establishing subsequent hearing schedules in this proceeding.

Wherefore, it is ORDERED that the Motion to Quash and for Protective Order filed by the Third Parties is hereby DENIED.

Dated this 21st day of March, 2011.

A handwritten signature in black ink, appearing to read "Bruce R. Kohl", written over a horizontal line.

Bruce R. Kohl
Hearing Officer