

IN THE DISTRICT COURT OF TULSA COUNTY DISTRICT COURT
STATE OF OKLAHOMA **FILED**

AUG 29 2002

SALLY HOWE SMITH, COURT CLERK
STATE OF OKLA. TULSA COUNTY

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

Plaintiff,)

v.)

Micheal C. Stokes, d/b/a)
M.C. Stokes & Associates,)

Defendant.)

Case No. *Cy-02-5004*

TEMPORARY RESTRAINING ORDER,
ORDER FREEZING ASSETS, ORDER REQUIRING ACCOUNTING
AND ORDER PROHIBITING THE DESTRUCTION OF DOCUMENTS

This matter came on for hearing this 29th day of August, 2002, before the undersigned Judge of the District Court in and for Tulsa County, State of Oklahoma, upon the verified Petition for Permanent Injunction and Other Equitable Relief of the Plaintiff and the application therein for a temporary restraining order, order freezing assets, order requiring accounting and order prohibiting the destruction of documents pursuant to Section 406.1 of the Oklahoma Securities Act (the "Act"), Okla. Stat. tit. 71, §§ 1-413, 501, 701-703 (2001) and Sections 1382, 1383 and 1551 of the Oklahoma Code of Civil Procedure, Okla. Stat. tit. 12, §§1-3237 (1999).

It appears to this Court from the facts alleged in Plaintiff's verified Petition that Plaintiff is entitled to the relief prayed for; it further appears that the public will suffer irreparable damage and injury unless Defendant, his, agents, servants, employees, assigns, and all other persons, directly or indirectly, acting on his behalf, under his

direction and control and/or in active concert or participation with him are restrained forthwith and without notice.

It further appears to the Court that if the issuance of this temporary restraining order, asset freeze, accounting and prohibition of document destruction, is delayed until notice is given to the opposing party there is a strong likelihood that investor funds may be lost to the detriment of those investors. The irreparable injury to be suffered by Plaintiff is the continued violations of the Act by Defendants if not temporarily restrained.

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that Defendant, his agents, servants, employees, assigns, and those persons acting on his behalf, under his direction and control and/or in active concert or participation with him who receive actual notice of this order, by personal service, facsimile or otherwise, be and hereby are, and until further notice of this Court, restrained from:

1. transacting business in this state as a broker-dealer, agent, investment adviser and/or investment adviser representative;
2. offering or selling any security in this state;
3. directly or indirectly, making untrue statements of material fact in connection with the offer, sale, and/or purchase of securities from or in this state;
4. omitting to state material facts necessary in order to make statements made, in light of the circumstances under which they are made, not misleading, in connection with the offer, sale, and/or purchase of securities from or in this state;
5. directly or indirectly, engaging in any act, practice, or course of business which operates or would operate as a fraud or deceit upon any person; and,

6. directly or indirectly, tampering with, altering, concealing, removing, destroying or otherwise disposing of any and all books, records, documents, files, correspondence, computer disks or computer generated data of any type, however created or stored, pertaining to Defendant or any financial or securities transaction by Defendant.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that pending determination of the motion for temporary injunction, the assets of Defendant be, and hereby are, frozen. The freeze shall include, but not be limited to, those funds located in any bank or securities brokerage accounts of Defendant. It shall also apply to accounts in the name of any individuals or entities controlled by Defendant or over which Defendants have signatory or other designated authority, if the funds are derived to any extent from the activities alleged in Plaintiff's Petition. Notice of this order to any financial institution or securities brokerage may effected personally, by facsimile, overnight courier, or mail.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendant prepare and present to this Court and to the Plaintiff an accounting of all funds received pursuant to the scheme described in the Plaintiff's Petition and of the disposition and use of said proceeds. This accounting shall include, but not be limited to, the total amount received from investors, the name and address of each investor, the amount invested, the date each such investment was made and a listing of all expenditures showing the amount and to whom paid and the date of payment. This accounting shall be submitted to this Court and served upon Plaintiff within 10 days from the date of entry of this Order.

IT IS FURTHER ORDERED that a hearing is hereby set at 1:30 o'clock p.m.
on the 5 day of Sept., 2002, before the Honorable Judge
Peterson of the Tulsa County District Court, Tulsa County
Courthouse, Tulsa, Oklahoma, at which time the Defendant may seek the dissolution of
this Temporary Restraining Order.

IT IS FURTHER ORDERED that service of this Order shall be effected upon
Defendant or his attorneys or registered agents personally, by facsimile, by overnight
courier, or by mail on or before the ___ day of _____, 2002, at or before ___
p.m.

THIS ORDER IS ENTERED this 29th day of August, 2002, at
11:51, a.m.



TULSA COUNTY DISTRICT COURT JUDGE