

IN THE DISTRICT COURT OF OKLAHOMA COUNTY  
STATE OF OKLAHOMA

FILED IN THE DISTRICT COURT  
OKLAHOMA COUNTY, OKLA.

NOV 20 2012

PATRICIA PRESLEY, COURT CLERK  
by ~~DEPUTY~~

Oklahoma Department of Securities, )  
ex rel. Irving L. Faught, Administrator, )  
 )  
Plaintiff, )  
 )  
v. )  
 )  
2001 Trinity Fund, L.L.C. and )  
Robert Arrowood, )  
 )  
Defendants. )

Case No. CJ-2012-6164

**FIRST AMENDED ANSWER OF DEFENDANT ROBERT ARROWOOD**

Defendant Robert Arrowood, for his First Amended Answer to Plaintiff's Petition for Permanent Injunction and/or Other Equitable Relief, alleges and states as follows:

1. Defendant Arrowood admits that the Administrator has the authority to bring this action as stated in paragraph 1 of the Petition.
2. Defendant Arrowood admits that jurisdiction is proper in this Court. Defendant denies the remaining allegations of paragraph 2 of the Petition.
3. Defendant Arrowood admits that venue is proper in this Court.
4. Defendant Arrowood admits the allegations of paragraph 4 of the Petition.
5. Defendant Arrowood admits that he is an Oklahoma resident who controls Defendant 2001 Trinity Fund, L.L.C. (the "Fund"). Defendant Arrowood admits that he is not registered pursuant to the Oklahoma Uniform Securities Act of 2004 (the "Act"), but denies that he is required to do so. He denies the remaining allegations of paragraph 5 of the Petition.
6. Defendant Arrowood denies the allegations of paragraph 6 of the Petition.
7. Defendant Arrowood denies the allegations of paragraph 7 of the Petition.

8. Defendant Arrowood admits that the Notes at issue in this case were offered primarily through referrals from his personal contacts as stated, and that there are Note holders in the enumerated states. Defendant denies the remaining allegations of paragraph 8 of the Petition.

9. Defendant Arrowood denies the allegations of paragraph 9 of the Petition.

10. Defendant Arrowood denies the allegations of paragraph 10 of the Petition.

11. Defendant Arrowood denies the allegations of paragraph 11 of the Petition.

12. Defendant Arrowood denies the allegations of paragraph 12 of the Petition.

13. Defendant Arrowood denies the allegations of paragraph 13 of the Petition.

14. Defendant Arrowood denies the allegations of paragraph 14 of the Petition.

15. Defendant Arrowood denies the allegations of paragraph 15 of the Petition.

16. Defendant Arrowood denies the allegations of paragraph 16 of the Petition.

17. Defendant Arrowood denies the allegations of paragraph 17 of the Petition.

18. Defendant Arrowood admits that the Fund filed for bankruptcy as stated in paragraph 18 of the Petition.

19. No response is required to paragraph 19 of the Petition.

20. Defendant Arrowood denies the allegations of paragraph 20 of the Petition.

21. Defendant Arrowood denies the allegations of paragraph 21 of the Petition.

22. Defendant Arrowood admits that the Notes are not registered under the Act, nor were such Notes entered into pursuant to an exemption from registration, but denies that any such registration or exemption was required. Defendant denies the remaining allegations of paragraph 22 of the Petition.

23. Defendant Arrowood denies the allegations of paragraph 23 of the Petition.

24. No response is required to paragraph 24 of the Petition.

25. Defendant Arrowood denies the allegations of paragraph 25 of the Petition.

26. Defendant Arrowood admits that he is not registered as an agent as stated in paragraph 26, but denies that such registration is required.

27. Defendant Arrowood denies the allegations of paragraph 27 of the Petition.

28. No response is required to paragraph 28 of the Petition.

29. Defendant Arrowood denies the allegations of paragraph 29 of the Petition.

30. Defendant Arrowood denies the allegations of paragraph 30 of the Petition.

**Affirmative Defenses**

1. Plaintiff's Petition fails to state a claim upon which relief can be granted.

WHEREFORE, premises considered, Defendant Robert Arrowood prays that Plaintiff Oklahoma Department of Securities take nothing by virtue of its Petition and that he be awarded any relief deemed necessary by this Court, including the costs and fees incurred in responding to the Plaintiff's Petition.

Respectfully Submitted,

  
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William H. Bock, OBA# 13888  
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on November 20, 2012, a true and correct copy of the foregoing Amended Answer of Defendant Robert Arrowood was mailed by first-class mail, postage prepaid, to:

Shaun Mullins  
Gerri Kavanaugh  
Oklahoma Department of Securities  
120 North Robinson, Suite 860  
Oklahoma City, OK 73102

  
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William H. Bock