



**DISTRICT COURT FOR OKLAHOMA COUNTY  
STATE OF OKLAHOMA**

**FILED IN DISTRICT COURT  
OKLAHOMA COUNTY**

JUN 13 2016

**RICK WARREN  
COURT CLERK**

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Oklahoma Department of Securities )  
*ex rel.* Irving L. Faught, Administrator, )  
 )  
 Plaintiff, )  
 )  
 v. )  
 )  
 Seabrooke Investments, LLC, an Oklahoma )  
 limited liability company, *et. al.* )  
 )  
 Defendants. )

Case No. CJ-2014-4515

**INTERIM APPLICATION FOR ORDER APPROVING  
RECEIVER'S FEES AND EXPENSES FOR THE PERIOD OF  
APRIL 1, 2016 THROUGH APRIL 30, 2016**

Receiver, Ryan Leonard, respectfully applies to this Court for entry of an Order approving his interim application for Receiver's fees and expenses for the period of April 1, 2016 through April 30, 2016, including fees of the Attorney and Accountant approved by this Court to assist the Receiver.

1. On September 11, 2014 the Plaintiff, Oklahoma Department of Securities ("Plaintiff"), filed its verified Petition for Permanent Injunction and other Relief ("Verified Petition") and Application for Temporary Restraining Order, Order Freezing Assets, Order Appointing Receiver, Order for Accounting and Temporary Injunction ("Application") pursuant to the Oklahoma Uniform Securities Act of 2004 ("Act"), Okla. Stat. tit. 71, §§ 1-101 through 1-701 (2011). On that same day the Court entered a temporary restraining order in this matter and appointed Ryan Leonard as Receiver for Defendants.

2. On September 5, 2014 the Court entered an order granting a Temporary Injunction and Ancillary Relief and ordered that Ryan Leonard should remain as Receiver. The Receiver was given directions and authority to accomplish the following with regard to Defendants:

a. To take immediate custody, possession and control of any and all Assets, as well as any records or documents relating in any way to the Assets;

b. to retain or employ attorneys, accountants, consultants, management firms, and other persons as may be advisable or necessary to exercise the duties of the Receiver and to compensate such persons, all subject to approval by the Court;

c. to manage the business activities of Defendants, their affiliates, subsidiaries, and any related entities existing at the time of the filing of the Petition, and to conserve, hold and protect the Assets, pending further action by this Court;

d. to market the Assets of the Defendants for sale, including the retention of listing agents, realtors and brokers, and to evaluate all offers to purchase received. All sales of the Assets shall be subject to approval by the Court;

e. to release bank and financial accounts from the freeze as may, in the Receiver's opinion, be necessary or proper for the protection, maintenance, or preservation of the Assets or the carrying out of the terms of this Order;

f. to retain any employee of the Defendants, as may be advisable or necessary, including any individual Defendant, in control of, management of, participation in the affairs of, or on the premises of, the Defendants; and/or to dismiss any employee of the Defendants as may be advisable or necessary, including any individual Defendant, from control of, management of, or participation in the affairs of, or from the premises of the Defendants.

g. to receive and collect any and all sums of money due or owing to the Defendants at the time of the filing of the Petition; to collect the revenue and income generated by the maintenance and operation of the Assets whether the same are due or shall be necessary and advisable for the preservation of the Assets and as may be necessary and advisable to discharging his duties as Receiver;

h. to open bank and financial accounts in the name of the Receiver; to change the name of any Assets and/or the signing authority for any Asset, in order to reflect that the Asset is held in the name of the Receiver pursuant to this Order and/or to reflect that the Receiver is the only person authorized to deal with such Asset, including if necessary, instructing banks and financial institutions that the Receiver is the only person authorized to make withdrawals or transfers from any of the Defendants' bank and financial accounts existing at the time of the filing of the Petition. Any bank or financial institution shall be entitled to rely on this Order to open and make changes to such accounts as requested by Receiver.

i. to open and inspect any and all mail or deliveries addressed to Defendants to determine if same relate to the existence, location, identity or collection, preservation, maintenance or operation of the Assets, and to notify the United States Postal Service to effect the forward delivery of any email addressed to Defendants to a mail depository under the control of the Receiver; and to return personal mail to Defendants Tom W. Seabrooke and J. Karyn Seabrooke;

j. to institute, prosecute and defend, compromise, adjust, intervene in or become a party to such actions or proceedings in any state court, federal court, or United States bankruptcy court as may, in the Receiver's opinion, be necessary or proper for the protection, maintenance, or preservation of the Assets, or the carrying out of the terms of this Order, and likewise to defend,

compromise, adjust, or otherwise dispose of any or all actions or proceedings now pending in any court by or against Defendants where such prosecution, defense, or other disposition of such actions or proceedings is in the judgment of the Receiver, advisable or proper for the protection of the Assets; and

k. to exercise those powers necessary to implement the orders and directives of this Court.

3. As part of the order granting Temporary Injunction and Ancillary Relief, the Court ordered that the Receiver may apply to the Court for payment of fees, from time to time, in a reasonable sum to be determined by the Court and from such sources as approved by the Court and for reimbursement of reasonable expenses incurred in connection with his duties as Receiver. The Court previously approved the retention of Robert D. Edinger as legal counsel to the Receiver and the employment of an accountant. The Court determined that the Receiver's hourly fee shall be billed at the rate of \$265 per hour. Finally, the Court determined that payment of the fees and expenses of the Receiver shall have priority over any other claims made against the Defendants or the receivership estate.

4. The Receiver seeks interim compensation at his hourly rate approved by the Court for work performed, plus reimbursement of Receiver's actual and necessary expenses, for the period of April 1, 2016 through April 30, 2016. The Receiver further seeks compensation for the services of Attorney Robert D. Edinger and Accountant Barbara A. Ley, P.C. for the period April 1, 2016 through April 30, 2016. Edinger and Ley assisted the Receiver in the exercise of his duties, and the retention of their services by the Receiver was previously authorized by the Court.

5. The amount of the compensation of receivers and their attorneys rests in the sound discretion of the court in which the proceedings are pending. *Keenan v. Clark*, 188 P.2 219 (Okla. 1947).

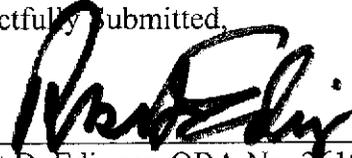
6. During the period April 1, 2016 through April 30, 2016, the Receiver and his employees expended a total of 7.8 hours at hourly rates ranging from \$80 to \$265 per hour for a total fee of \$1,715.50. Exhibit "A" details the hours spent rendering services and a description of the services rendered. The Receiver and his employees have expended the time set forth in this application in the execution of the Receiver's duties to the preclusion of other employment, and the charges set forth herein were reasonable and necessary.

7. During the period April 1, 2016 through April 30, 2016, Attorney Robert D. Edinger expended a total of 11.3 hours at an hourly rate of \$295 per hour for a total fee of \$3,333.50. Exhibit "B" details the hours spent rendering services, a description of the services rendered, and the expenses incurred. Attorney Robert D. Edinger has expended the time set forth in this application in the assistance of the Receiver to the preclusion of other employment, and the charges set forth herein were reasonable and necessary.

8. During the period of April 1, 2016 through April 30, 2016, the Accountant Barbara A. Ley, P.C. expended a total of hours at hourly rates ranging from \$85 to \$275 per hour for a total fee of \$2,436.25. Ley also incurred \$0.15 in expenses and advances, making the total amount due \$2,436.40. Exhibit "C" details the hours spent rendering services, a description of the services rendered, and the expenses incurred. Accountant Ley has expended the time set forth in this application in the assistance of the Receiver to the preclusion of other employment, and the charges set forth herein were reasonable and necessary.

WHEREFORE, premises considered, Receiver Ryan Leonard respectfully requests this Court approve payment as interim compensation to the Receiver in the amount of \$1,715.00, to Attorney Robert Edinger in the amount of \$3,333.50, and to Accountant Barbara A. Ley, P.C. in the amount of \$2,436.40 for the period of April 1, 2016 through April 30, 2016.

Respectfully Submitted,



Robert D. Edinger, OBA No. 2619  
Robert Edinger PLLC  
100 Park Avenue, Suite 500  
Oklahoma City, OK 73002  
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Facsimile: (405) 605-8381  
[redinger@edingerpllc.com](mailto:redinger@edingerpllc.com)

ATTORNEY FOR THE RECEIVER,  
RYAN LEONARD

#### CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this \_\_\_ day of June, 2016, a true and correct copy of this pleading was served via First Class Mail, postage prepaid, or by Email to:

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Jennifer Shaw  
Oklahoma Department of Securities  
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Robert Edinger

# MEYER, LEONARD & EDINGER, PLLC

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OKLAHOMA CITY OK 73102  
405-702-9900

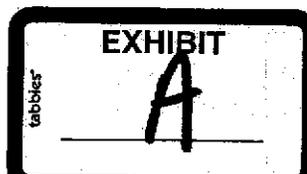
Seabrooke et al. Receivership

Statement Date: May 19, 2016  
Statement No. 3603  
Account No. 1392.01  
Page: 1

RE: Oklahoma County Case # CJ-2014-4515

**Payments received after 05/19/2016 are not included on this statement.**

	Previous Balance				\$25,502.14
		Fees		Hours	
04/01/2016	RTL	Receive and respond to correspondence from Bank SNB re: Weatherford property; Strategy conference with counsel re: final Order, motion to settle		0.50	132.50
04/04/2016	PCC	Filing Order establishing briefing and hearing schedule at court house and mail		0.70	56.00
04/05/2016	RTL	Correspond with accountants re: resolving Seabrooke taxes issues		0.20	53.00
04/06/2016	RTL	Conference call with accountants (B. Ley, A. Fugitt), Jay Parks (Seabrookes' accountant) re: resolving tax issues, final liability; Follow-up correspondence re: motion to settle journal entry on final order; Follow-up correspondence with accountants re: gains on property sales		0.90	238.50
04/08/2016	RTL	Review of draft Receiver's Motion to Settle Journal Entry; Review of final draft of proposed Order; Conference with P. LaBarthe, J. Shaw re: same		0.60	159.00
04/11/2016	RTL	Brief strategy conference with counsel re: proposed Order on Receiver's Report		0.30	79.50
	NJ	Correspondence with C Poage re status of claim, appeals, distribution of funds, estimated timeline		0.40	32.00
04/12/2016	RTL	Follow-up conference call with P. LaBarthe, J. Shaw re: final proposed Order; Conference with Court re: proposed Order; Conference with Court, accountant re: explanation of tax issues; Additional follow-up with Department re: proposed Order, hearing on tax issues		2.00	530.00
04/14/2016	RTL	Correspond with A. Fugitt re: tax returns for Oakbrooke Homes and Briargate Plaza		0.20	53.00
	NJ	Update contact information for claimant - R Shorts; update master			



			Hours	
		claimant list	0.20	16.00
04/15/2016	RTL	Brief follow-up meeting with A. Fugitt re: tax information from Seabrookes; Follow-up correspondence with Seabrookes' accountant re: same; Correspond with parties' counsel re: request from Judge Parrish for hearing on payment of taxes; Additional follow-up re: proposed Order; Receive call from B. McCants re: status	0.80	212.00
04/16/2016	RTL	Follow-up with A. Fugitt re: tax return filings for Oakbrooke Homes, Briargate Plaza	0.20	53.00
04/25/2016	NJ	Correspondence with claimants re status of hearings, court dates, timeline, etc.; updates re claims process from RE to assist with claimant questions (M Eckhardt)	0.60	48.00
04/27/2016	RTL	Review of final approved Order approving Receiver's Report For Current Services Rendered	0.20	53.00
			7.80	1,715.50

Recap

Timekeeper	Hours	Rate	Total
Nicole Jacobsen	1.20	\$80.00	\$96.00
Ryan T. Leonard	5.90	265.00	1,563.50
Patricia Cloud	0.70	80.00	56.00

Total Current Work 1,715.50

Payments

04/19/2016	Payment, thank you. - J Karyn Seabrooke 2007 Rev Trt ck# 2016	-3,433.00
05/02/2016	Payment, thank you. - J Karyn Seabrooke 2007 Rev TRT ck# 2022	-15,015.46
	Total Payments	-18,448.46
	Balance Due	<u>\$8,769.18</u>

**ROBERT EDINGER PLLC**  
**100 Park Avenue, Suite 500**  
**Oklahoma City, OK 73102**

# Statement

Date 6/9/2016

(405) 702-9900

Ryan Leonard, Receiver  
 100 Park Avenue, Suite 500  
 Oklahoma City, OK 73102

**In Reference To:**

Seabrooke Receivership

				AMOUNT DUE	\$3,334.00
DATE	DESCRIPTION	HRS/QTY	RATE	AMOUNT	
03/31/2016	Balance forward			12,537.50	
04/01/2016	RDE: Legal research on parties' rights to seek findings of fact and conclusions of law and requirements for final appealable order.	1.5	295.00	442.50	
04/06/2016	RDE: Respond to email from P. Labarthe regarding status of final order in Seabrooke.	0.2	295.00	59.00	
04/07/2016	RDE: Summarize research on rights of parties to seek findings of fact and conclusions of law and requirements for final appealable order.	1.9	295.00	560.50	
04/11/2016	RDE: Tel. with P. Labarthe and J. Shaw regarding status of final order (.4); Revise proposed Final Order Approving Receiver's Report on Claims (2.3).	2.7	295.00	796.50	
CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	AMOUNT DUE
3,333.50	0.50	0.00	0.00	0.00	\$3,334.00

Robert Edinger PLLC

Page 1



ROBERT EDINGER PLLC  
 100 Park Avenue, Suite 500  
 Oklahoma City, OK 73102

# Statement

Date 6/9/2016

(405) 702-9900

Ryan Leonard, Receiver  
 100 Park Avenue, Suite 500  
 Oklahoma City, OK 73102

**In Reference To:**

Seabrooke Receivership

				AMOUNT DUE	\$3,334.00
DATE	DESCRIPTION	HRS/QTY	RATE	AMOUNT	
04/12/2016	RDE: Various conf. with R. Leonard regarding problems associated with drafting Final Order (.7); Tel. with P. Labarthe and J. Shaw regarding form of proposed Final Order (.6); Tel. to B. Lewis regarding Judge's directions on submission of proposed final order (.4).	1.2	295.00	354.00	
04/15/2016	PMT #2017			-678.50	
04/18/2016	RDE: Draft letter to J. Parrish and finalize proposed findings of fact & conclusions of law.	0.9	295.00	265.50	
04/19/2016	RDE: Review Department's proposed findings of fact and conclusions of law (.4); Draft email to judge and counsel with Receiver's proposed findings of fact and conclusions of law (.2).	0.6	295.00	177.00	
CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	AMOUNT DUE
3,333.50	0.50	0.00	0.00	0.00	\$3,334.00

ROBERT EDINGER PLLC  
 100 Park Avenue, Suite 500  
 Oklahoma City, OK 73102

# Statement

Date 6/9/2016

(405) 702-9900

Ryan Leonard, Receiver  
 100 Park Avenue, Suite 500  
 Oklahoma City, OK 73102

**In Reference To:**

Seabrooke Receivership

				AMOUNT DUE	\$3,334.00
DATE	DESCRIPTION	HRS/QTY	RATE	AMOUNT	
04/20/2016	RDE: Email to M. Robertson regarding any objections to the application for Feb. 2016 Receiver's fees & expenses (.2); Draft Order Approving Feb. 2016 Receiver's Fees & Expenses (.6).	0.8	295.00	236.00	
04/27/2016	RDE: Review email from Judge Parrish on her execution of Final Order and Judgment (.1); Conf. with R. Leonard regarding Order and Judgment signed by J. Parrish (.2); Email Order and Judgment to all counsel (.1).	0.4	295.00	118.00	
04/28/2016	RDE: Draft Reciever's Application for Fees for March, 2016.	1.1	295.00	324.50	
04/29/2016	PMT			-4,307.00	
CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	AMOUNT DUE
3,333.50	0.50	0.00	0.00	0.00	\$3,334.00

Robert Edinger PLLC ID: 47-1553559

**BARBARA A. LEY**  
A PROFESSIONAL CORPORATION  
CERTIFIED PUBLIC ACCOUNTANT  
6305 Waterford Boulevard, Suite 450  
Oklahoma City, Oklahoma 73118  
(405) 848-0255  
FAX (405) 848-0148

05/31/2016

Ryan Leonard Receivership  
100 Park Avenue, Suite 500  
Oklahoma City, OK 73102-8017

Invoice No: 20639

Professional services rendered through April 30, 2016 in connection with:

Apr 05, 2016	0.30	\$	52.50	Fugitt	Setting up phone call with Jay Parks, CPA for the Seabrookes;
Apr 06, 2016	1.60		280.00	Fugitt	Phone call with Jay Parks and Receiver, sending information to Jay and discussing with staff;
Apr 06, 2016	0.70		192.50	Ley	Telephone call with Jay Parks and Ryan Leonard, Receiver, to discuss tax situation and timing of Seabrooke personal return completion;
Apr 12, 2016	0.40		110.00	Ley	Telephone discussions with Ryan Leonard and Judge Parrish regarding the tax situation;
Apr 12, 2016	1.40		75.00	Fugitt	Phone call with Receiver and Judge Parrish regarding tax issues, follow up discussion with staff after the call;
Apr 13, 2016	0.10		17.50	Fugitt	Communications with Receiver regarding checks to be signed;
Apr 14, 2016	3.40		595.00	Fugitt	Review of Oakbrooke Homes QuickBooks information; email Receiver with updates;
Apr 15, 2016	3.80		665.00	Fugitt	Review of Oakbrooke Homes books and gathering list of questions for tax return, paper extension for the Oakbrooke and Briargate tax returns;
Apr 18, 2016	1.90		332.50	Fugitt	Continued review of Oakbrooke Homes books;



Barbara A. Ley, A Professional Corporation  
Ryan Leonard Receivership  
Invoice No. 20639

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Apr 22, 2016	0.50	42.50	Maker	Download, save and print three BankSNB statements;
Apr 25, 2016	0.30	52.50	Fugitt	Brief review of order on fees for February;
Apr 25, 2016	0.25	21.25	Maker	Prepare checks per email request;
Apr 19, 2016		<u>0.15</u>		Photocopy Charges
		<u>\$ 2,436.40</u>		Current Amount Due

Invoices are due and payable upon receipt.