

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN DISTRICT COURT
OKLAHOMA COUNTY

DEC 21 2015

TIM RHODES
COURT CLERK

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

Case No. CJ-2014-4515

STIPULATION AND CONSENT TO FINAL ORDER

Defendants Seabrooke Investments LLC, Seabrooke Realty LLC, Oakbrooke Homes LLC, Bricktown Capital LLC, KAT Properties LLC, Cherry Hill LLC, and Tom W. Seabrooke (collectively, "Defendants") stipulate to the following facts:

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 and this Court has subject matter jurisdiction of this action.

Defendants hereby undertake as follows:

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

2. 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 Oklahoma Department of Securities, any employee of the Oklahoma Department of Securities or any member of the Oklahoma Securities Commission to induce Defendants to enter into this Stipulation and Consent.

3. Defendants agree to take no action, directly or indirectly, to hinder or obstruct the Receiver appointed by this Court in the conduct of his duties or to interfere in any manner, directly or indirectly, with the custody, possession, or control exercised by said Receiver.

4. Defendants agree to pay restitution to investors to be identified by this Court, in amounts to be determined by this Court, from any (a) funds held by the Receiver in escrow from commissions Defendant J. Karyn Seabrooke earned from sales of properties by the Receiver or any other commissions earned by the Receiver; (b) funds held by or hereafter recovered by the Receiver from the sale of properties owned by the Defendants or any funds otherwise in the possession of the Receiver now or in the future, and; (c) any other funds that are the subject of a future order of the Court.

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

6. Defendants waive any right to appeal the Order.

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

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

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

10. Defendants further agree to release and indemnify Receiver and the Plaintiff from and against all liability, claims and loss of any kind whatsoever relating to or arising out of

any acts or omissions of the Receiver and/or the Plaintiff in these proceedings or involving the Receivership estate.

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

SEABROOKE INVESTMENTS LLC

By [Signature]

Date: 12-15-15

SEABROOKE REALTY LLC

By [Signature]

Date: 12-15-15

OAKBROOKE HOMES LLC

By [Signature]

Date: 12-15-15

BRICKTOWN CAPITAL LLC

By [Signature]

Date: 12-15-15

KAT PROPERTIES LLC

By [Signature]

Date: 12-15-15

CHERRY HILL LLC

By [Signature]

Date: 12-15-15

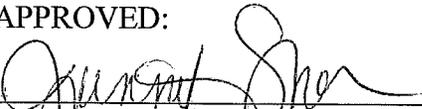
TOM W. SEABROOKE

Date: 12-15-15

RYAN LEONARD, RECEIVER

Date: 12-18-15

APPROVED:



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