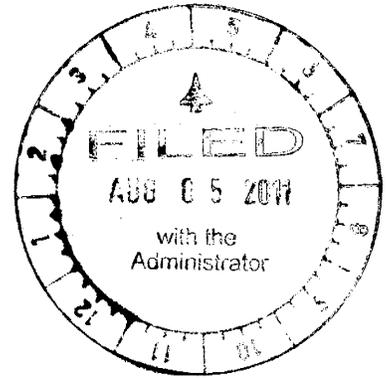


STATE OF OKLAHOMA  
DEPARTMENT OF SECURITIES  
THE FIRST NATIONAL CENTER  
120 NORTH ROBINSON, SUITE 860  
OKLAHOMA CITY, OKLAHOMA 73102



In the Matter of:

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

Respondents:

ODS File No. 09-141

**APPLICATION FOR RE-ISSUANCE OF SUBPOENAS**

TO: Bruce Kohl, Hearing Officer

Pursuant to the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (as amended on July 1, 2007) and specifically Rules 660:2-9-3(b) and 660:2-9-4, Respondents Geary Securities, Inc., Keith D. Geary, and CEMP, LLC (the "Geary Respondents"), respectfully request that the Hearing Officer review, approve and issue the Subpoena Duces Tecum and Deposition Subpoena attached hereto as Exhibits 1 and 2.<sup>1</sup> In support of this request, the Geary Respondents respectfully show the following:

1. As the Hearing Officer is aware, subpoenas for documents and deposition were previously issued and served on Timothy Headington on February 22, 2011 (the "Headington Subpoenas"). The Geary Respondents have been engaged in what now seems like a never-ending struggle and battle to obtain the discovery

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<sup>1</sup> Other than the compliance dates, the Subpoenas submitted as Exhibits 1 and 2 are identical to those previously approved and issued by the Hearing Officer for service on Mr. Headington.

requested by the Headington Subpoenas. The Hearing Officer previously rejected Headington's objection and attempt to quash the Subpoenas. Most recently, the Geary Respondents have had to deal with the Administrator's abrupt refusal to complete the process of obtaining judicial enforcement of the Headington Subpoenas. *See, Geary Respondents' Notice of Application for Judicial Enforcement of Subpoenas* (filed March 25, 2011); *Geary Respondents' Motion for Reconsideration of Administrator's Refusal to Proceed with Subpoena Enforcement* (filed July 13, 2011); *Geary Respondents' Application to Deem Pending Motion for Reconsideration Confessed and Granted* (filed August 1, 2011); *Order Denying Motion to Reconsider* (filed August 4, 2011). The Geary Respondents' efforts are continuing at this time. *See, Geary Respondents' Motion for Reconsideration and Vacation of Order Dated August 4, 2011* (filed August 5, 2011).

2. Time is of the essence. Counsel for the parties are attempting to identify and schedule a date for the hearing on the merits. However, it is difficult, if not impossible, to accurately predict when this action will be ready for a hearing on the merits in light of the present and continuing uncertainty of the timing of discovery involving Mr. Headington. In addition, the pendency of this enforcement action continues to interfere with Geary Securities' business operations. The Administrator has previously

acknowledged the importance of discovery in this enforcement action. Absent the discovery granted and guaranteed by the Department's own Rules, the Geary Respondents ability to defend themselves continues to be unfairly and impermissibly compromised and they continue to be deprived of their rights to due process and fundamental fairness.

3. Out of an abundance of caution, the Geary Respondents are requesting that the Hearing Officer issue new subpoenas to Mr. Headington and direct the Administrator to accomplish service of such Subpoenas. This request is designed to: (a) protect the Geary Respondents' right to discovery, due process and fundamental fairness; and (b) eliminate any potential future argument or issue concerning the validity of service of the re-issued subpoenas by having such service accomplished by the Administrator.<sup>2</sup>

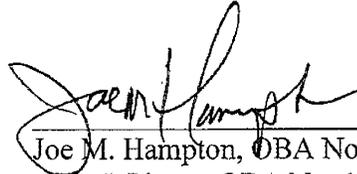
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<sup>2</sup> To be clear, there is no legitimate issue concerning the validity of service of the previous Headington Subpoenas. The undisputed facts related to service are outlined in the *Geary Respondents' Motion for Reconsideration and Vacation of Order dated August 4, 2011* (filed on August 5, 2011), which is expressly adopted and incorporated herein by reference.

WHEREFORE, the Geary Respondents respectfully request that the Hearing Officer grant this Application and:

- A. Approve the Subpoenas attached hereto as Exhibits 1 and 2 for issuance and service; and
- B. Expressly direct the Administrator to promptly pursue and accomplish service of the Subpoenas, as approved and issued, on Timothy Headington.

Respectfully submitted,



Joe M. Hampton, OBA No. 11851  
Amy J. Pierce, OBA No. 17980  
A. Ainslie Stanford II, OBA No. 18843

**CORBYN HAMPTON PLLC**

One Leadership Square  
211 North Robinson, Suite 1910  
Oklahoma City, Oklahoma 73102  
Telephone: (405) 239-7055  
Facsimile: (405) 702-4348  
Email: [jhampton@corbynhampton.com](mailto:jhampton@corbynhampton.com)  
[apierce@corbynhampton.com](mailto:apierce@corbynhampton.com)  
[astanford@corbynhampton.com](mailto:astanford@corbynhampton.com)

**ATTORNEYS FOR RESPONDENTS  
GEARY SECURITIES, INC., KEITH D.  
GEARY, AND CEMP, LLC**

**CERTIFICATE OF SERVICE**

I hereby certify that on August 5, 2011, a copy of the foregoing document was served on the following by electronic mail:

Hearing Officer Bruce Kohl, Esq.  
201 Camino del Norte  
Santa Fe, NM 87501

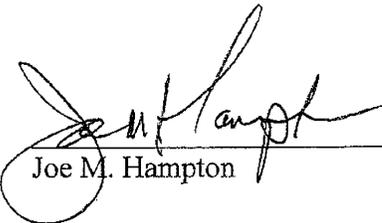
Brenda London, Oklahoma Department of Securities  
120 North Robinson, Suite 860  
Oklahoma City, OK 73102; and

Melanie Hall, Director of Enforcement  
Terra Shamas Bonnell, Enforcement Attorney  
Oklahoma Department of Securities  
120 North Robinson, Suite 860  
Oklahoma City, OK 73102;

Shaun Mullins, Esq.  
Oklahoma Department of Securities  
120 North Robinson, Suite 860  
Oklahoma City, OK 73102;

Donald A. Pape, Esq.  
Donald A. Pape, P.C.  
401 West Main Street, Suite 440  
Norman, OK 73069;

Susan Bryant  
[sbryant@bryantlawgroup.com](mailto:sbryant@bryantlawgroup.com)



Joe M. Hampton

# EXHIBIT

1

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

Respondents.

ODS File No. 09-141

**SUBPOENA DUCES TECUM**

TO: Timothy Headington  
3515 Crescent Avenue  
Dallas, TX 75205

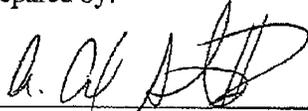
Pursuant to the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (as amended on July 1, 2007) (the "Rules"), and specifically Rule 660:2-9-4, you are hereby commanded to produce and permit inspection and copying of all documents and tangible items in your possession, custody or control, described on Exhibit A attached hereto. Said inspection and copying will take place at the offices of counsel for Geary Securities, Inc., CORBYN HAMPTON, PLLC, 211 North Robinson, Suite 1910, Oklahoma City, Oklahoma 73102 on September 12, 2011, at 9 a.m.

In accordance with Rule 660:2-9-4, Geary Securities has submitted this Subpoena in writing to the Hearing Officer for approval of issuance, and the Hearing Officer has approved issuance of same. Respondent Geary Securities, Inc. may be contacted at the address and phone number listed below for its counsel of record, CORBYN HAMPTON, PLLC. Hereof fail not under penalty of law.

Issued this \_\_\_ day of \_\_\_\_\_, 2011.

By: \_\_\_\_\_  
Bruce R. Kohl, Hearing Officer

Prepared by:



\_\_\_\_\_  
Joe M. Hampton, OBA No. 11851  
Amy J. Pierce, OBA No. 17980  
A. Ainslie Stanford II, OBA No. 18843

**CORBYN HAMPTON PLLC**  
One Leadership Square  
211 North Robinson, Suite 1910  
Oklahoma City, Oklahoma 73102  
Telephone: (405) 239-7055  
Email: [jhampton@corbynhampton.com](mailto:jhampton@corbynhampton.com)  
[apierce@corbynhampton.com](mailto:apierce@corbynhampton.com)  
[astanford@corbynhampton.com](mailto:astanford@corbynhampton.com)

**ATTORNEYS FOR RESPONDENTS**  
**GEARY SECURITIES, INC., KEITH D. GEARY,**  
**AND CEMP, LLC**

**CERTIFICATE OF SERVICE**

I hereby certify that on \_\_\_\_\_ 2011, a copy of the foregoing document was served via \_\_\_\_\_ a method acceptable to the Administrator of the Oklahoma Department of Securities showing proper service upon the following:

Timothy Headington  
3515 Crescent Avenue  
Dallas, TX 75205

and a copy of the foregoing document was sent to the following via email:

Melanie Hall, Director of Enforcement  
Terra Shamas Bonnell, Enforcement Attorney  
Oklahoma Department of Securities  
120 North Robinson, Suite 860  
Oklahoma City, OK 73102;

Donald A. Pape, Esq.  
Donald A. Pape, P.C.  
401 West Main Street, Suite 440  
Norman, OK 73069

\_\_\_\_\_  
Oklahoma Department of Securities  
Authorized Representative

EXHIBIT A

DEFINITIONS:

The following definitions apply and govern the following requests:

“You” or “Your” means Timothy Headington and his representatives, agents, servants, and employees (including, but not limited to, Chris Martin).

Whenever a noun appears, it shall be construed either to be singular or plural in order to bring within the scope of the following requests any information that may be otherwise construed to be outside their scope.

“And” as well as “or” shall be construed either disjunctively or conjunctively in order to bring within the scope of the following requests any information that might otherwise be construed to be outside their scope.

“Document” means a written, printed, typed or graphic matter, electronic facsimile, computer storage device, or any other media, of any kind or description, in its entirety, including records and other data compilations from which information can be obtained or translated (if necessary) through detection devices into usable form, and further including any addenda, supplements, amendments, revisions, exhibits and appendices thereto, in their original form (or copies thereof where originals are unavailable), together with any copies thereof bearing notations, memoranda or other written information not on the original. The term “document” means any tangible thing, recording, or reproduction made in any manner, any visual or auditory data in your possession, custody, or control including without limiting the generality of its meaning, correspondence, electronic mail (“e-mail”), instant messages, text messages, memoranda, pleadings, briefs, transcripts, photographs, journals, diaries, calendars, stenographic or

handwritten notes, studies, evaluations, analyses, reports, accounting records, reviews, working papers, books, charts, telegrams, pamphlets, pictures, video or audit tapes, voice recordings, computer tapes, printout or cards, microfilming, microfiche, and any papers on which words and numbers have been written, printed, typed, or otherwise affixed, and shall mean a copy where the original is not in your possession, custody, or control and shall mean every copy of every document where any such copy is not an identical copy of the original. Designated documents shall be taken to include all attachments and enclosures.

The term "Communication" when used in the following requests includes all forms of communication, discussion and discourse – whether written, oral, electronic or otherwise.

"GSP" shall refer to Geary Securities, Inc., formerly known as Capital West Securities, Inc.

"Geary" shall refer to Keith D. Geary.

"CEMP" shall refer to CEMP, LLC.

REQUESTS:

1. All documents that refer, relate to or in any way reference any form of communication between you and GSI, Geary or CEMP.
2. All documents that refer, relate to or in any way reference any form of communication between you and any officer, director, shareholder, employee or representative of the Bank of Union concerning GSI, Geary or CEMP.
3. All documents that refer, relate to or in any way reference any form of communication between you and any representative, employee, investigator,

or attorney for the Oklahoma State Department of Securities, the Oklahoma State Banking Department, the Federal Deposit Insurance Corporation, or the Office of the Comptroller of the Currency concerning GSI, Geary or CEMP.

4. All documents that refer, relate to or in any way reference any form of communication related to your purchase or sale, or your consideration of the potential purchase or sale, of any securities through GSI, Geary or CEMP.
5. All documents that refer, relate to or in any way reference any form of communication concerning Mortgage Resecuritization Notes, Series 2009-1, Class A-1 and/or Class A-2, issued by the CEMP Resecuritization Trust 2009-1.
6. All documents that refer, relate to or in any way reference the performance of any security you have purchased or sold through GSI, Geary, or CEMP.

# EXHIBIT

2

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.

ODS File No. 09-141

**DEPOSITION SUBPOENA**

TO: Timothy Headington  
3515 Crescent Avenue  
Dallas, TX 75205

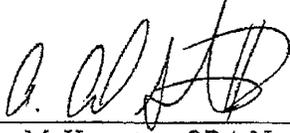
Pursuant to the Rules of the Oklahoma Securities Commission and the Administrator of the Department of Securities (as amended on July 1, 2007) (the "Rules"), and specifically Rules 660:2-9-3(b) and 660:2-9-4, you are hereby commanded to appear at the offices of Henjum Goucher Reporting at 2501 Oak Lawn Avenue #600, Dallas, Texas 75219 on **October 6, 2011**, to testify as a witness in a deposition noticed by Geary Securities, Inc., in the above-referenced matter. The deposition may be recorded by audio/visual means.

In accordance with Rule 660:2-9-4, Geary Securities has submitted this Subpoena in writing to the Hearing Officer for approval of issuance, and the Hearing Officer has approved issuance of same. Respondent Geary Securities, Inc. may be contacted at the address and phone number listed below for its counsel of record, CORBYN HAMPTON, PLLC. Hereof fail not under penalty of law.

Issued this \_\_\_ day of \_\_\_\_\_, 2011.

By: \_\_\_\_\_  
Bruce R. Kohl, Hearing Officer

Prepared by:



Joe M. Hampton, OBA No. 11851

Amy J. Pierce, OBA No. 17980

A. Ainslie Stanford II, OBA No. 18843

**CORBYN HAMPTON PLLC**

One Leadership Square

211 North Robinson, Suite 1910

Oklahoma City, Oklahoma 73102

Telephone: (405) 239-7055

Facsimile: (405) 702-4348

Email: [jhampton@corbynhampton.com](mailto:jhampton@corbynhampton.com)

[apierce@corbynhampton.com](mailto:apierce@corbynhampton.com)

[astanford@corbynhampton.com](mailto:astanford@corbynhampton.com)

**ATTORNEYS FOR RESPONDENTS**

**GEARY SECURITIES, INC., KEITH D. GEARY,**

**AND CEMP, LLC**

**CERTIFICATE OF SERVICE**

I hereby certify that on \_\_\_\_\_ 2011, a copy of the foregoing document was served via \_\_\_\_\_ a method acceptable to the Administrator of the Oklahoma Department of Securities showing proper service upon the following:

Timothy Headington  
3515 Crescent Avenue  
Dallas, TX 75205

and a copy of the foregoing document was sent to the following via email:

Melanie Hall, Director of Enforcement  
Terra Shamas Bonnell, Enforcement Attorney  
Oklahoma Department of Securities  
120 North Robinson, Suite 860  
Oklahoma City, OK 73102;

Donald A. Pape, Esq.  
Donald A. Pape, P.C.  
401 West Main Street, Suite 440  
Norman, OK 73069

\_\_\_\_\_  
Oklahoma Department of Securities  
Authorized Representative