

**BEFORE THE SECURITIES COMMISSIONER
OF THE STATE OF KANSAS**

In the matter of:

DALE C. LUCAS,
MICHAEL J. MCNAUL,
RUSSELL W. KILGARIFF,
RICHARD D. MEYER, and
their Representatives or Agents
Respondents.

Docket No. 11 E 001
KSC No. 2003-4697

_____/

A proceeding pursuant to K.S.A. 17-1266a. and 17-12a604.

STIPULATION FOR CONSENT ORDER AS TO RUSSELL W. KILGARIFF

This proceeding follows an investigation conducted by the Office of the Securities Commissioner of Kansas. As a result of this investigation, on August 5, 2010, the Commissioner issued a Notice of Intent to Invoke Administrative Actions. This Notice (attached as Exhibit 1) contains allegations of fact and allegations of law in 69 separate paragraphs. These allegations are incorporated by reference.

Respondent Kilgariff wishing to obtain a disposition of the above-referenced matter without invoking his right to a hearing has determined not to contest the issuance of the attached Consent Order based on the above-referenced allegations.

IT IS, THEREFORE, STIPULATED AND AGREED by and between Respondent Kilgariff and the staff of the Office of the Kansas Securities Commissioner that:

1. The attached Consent Order may be issued by the Securities Commissioner of Kansas without further proceedings.

2. The attached Consent Order shall constitute neither an admission nor a denial that the allegations serving as a basis for the Consent Order are true.
3. Respondent Kilgariff waives his rights to any hearing prior to the issuance of the attached Consent Order on the basis of the allegations herein contained.
4. Respondent Kilgariff agrees to cease and desist from violations of the Kansas Uniform Securities Act.
5. The Office of the Kansas Securities Commissioner shall take no further action regarding the violations alleged herein unless new information of a material nature that was not known and could not reasonably have been known at the time of execution of this Stipulation is discovered.

/s/ Russell W. Kilgariff
Russell W. Kilgariff
As an Individual

November 11, 2010
Date

This instrument was signed before me on this 11th day of November, 2010, by Russell W. Kilgariff, as an individual.

(seal)

/s/ Janet Depenbusch
Notary Public

My appointment expires: November 22, 2013

Office of the Securities Commissioner of Kansas:

/s/ Scott M. Schultz
Scott M. Schultz, #16629
Associate General Counsel

November 29, 2010
Date