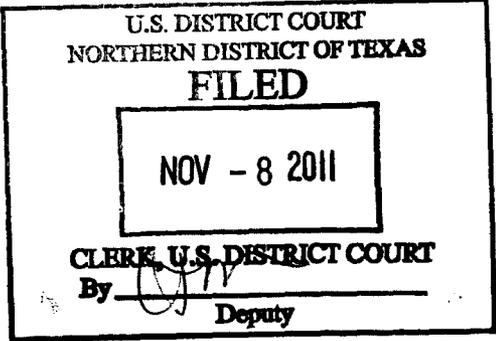


ORIGINAL

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS

U.S. COMMODITY FUTURES TRADING)
COMMISSION,)
)
Plaintiff,)
)
v.)
)
GID Group, Inc., Roger Wagner, and Rodney)
Wagner,)
)
Defendants.)

Civil Action No. 311 CV - 3068



~~Proposed~~
**STATUTORY RESTRAINING ORDER TO FREEZE ASSETS,
PRESERVE BOOKS AND RECORDS, ORDER FOR EXPEDITED DISCOVERY AND
ORDER TO SHOW CAUSE REGARDING PRELIMINARY INJUNCTION**

This matter came before the Court on the United States Commodity Futures Trading Commission's (Commission) motion for an *ex parte* statutory restraining order, an order for expedited discovery, and an order to show cause regarding a preliminary injunction. The Court, having considered the Commission's motion, memorandum of law, complaint, and other relevant materials, and all other evidence and arguments presented by the Commission, finds that:

1. This Court has jurisdiction over the parties and over the subject matter of this action pursuant to Section 6c of the Commodity Exchange Act (Act), as amended, 7 U.S.C. § 13a-1 (2006).
2. Venue lies properly within this District pursuant to Sections 6c(e) of the Act, 7 U.S.C. § 13a-1(e).

3. There is good cause to believe that defendants, GID Group, Inc. (“GID”), through its officers and agents Rodney Wagner and Roger Wagner (together, “the Wagner brothers”) (GID, Rodney Wagner and Roger Wagner collectively, “Defendants”) have engaged, are engaging, or are about to engage in acts and practices constituting violations of the Act, 7 U.S.C. § 1, *et seq.*, and Commission Regulations (Regulations), 17 C.F.R. § 1.1 *et seq.* (2011).

4. There is good cause to believe that immediate and irreparable damage to the Court's ability to grant effective final relief for investors in the form of monetary redress will occur from the sale, transfer, assignment, or other disposition by Defendants of assets or records unless Defendants are immediately restrained and enjoined by order of the Court.

5. Good cause exists for freezing Defendants' assets and for entry of an order prohibiting Defendants from destroying records and denying agents of the Commission access to inspect and copy records.

6. Good cause exists to require an accounting to determine location and disposition of customer funds.

7. Good cause exists to order repatriation of assets controlled by Defendant to assure payment of restitution and disgorgement as authorized and for the benefit of customers.

8. Good cause exists to permit expedited discovery before the early meeting of counsel pursuant to Rule 26(d) of the Federal Rules of Civil Procedure, in order to ascertain the existence and location of assets, clarify the source of funds, and identify all customers.

9. Weighing the equities and considering the Commission's likelihood of success in its claims for relief, the issuance of a statutory restraining order is in the public interest.

DEFINITIONS

For the purposes of this order, the following definitions apply:

10. The term "document" is synonymous in meaning and equal in scope to the usage of the term in Federal Rule of Civil Procedure 34(a), and includes, but is not limited to, writings, drawings, graphs, charts, photographs, audio and video recordings, computer records, drives, networks, servers, and other data compilations from which information can be obtained and translated, if necessary, through detection devices into reasonably usable form. A draft or non-identical copy is a separate document within the meaning of the term.

11. "Assets" mean any legal or equitable interest in, right to, or claim to, any real or personal property, including but not limited to: chattels, goods, instruments, equipment, fixtures, general intangibles, effects, leaseholds, mail or other deliveries, inventory, checks, notes, accounts including bank accounts and accounts at financial institutions, credits, receivables, lines of credit, contracts including spot and futures contracts, insurance policies, and all cash, wherever located.

12. "Defendants" shall mean and refer to not only GID Group, Inc., Rodney Wagner, and Roger Wagner, but also to any d/b/a, successor, or other entity controlled by any of the aforementioned individuals.

RELIEF GRANTED

I.

ORDER AGAINST TRANSFER, DISSIPATION, AND DISPOSAL OF ASSETS

IT IS HEREBY ORDERED that:

13. Defendants and their agents, servants, employees, assigns, attorneys, and persons in active concert or participation with them, who receive actual notice of this order by personal service or otherwise, are restrained and enjoined from directly or indirectly transferring, selling, alienating, liquidating, encumbering, pledging, leasing, loaning, assigning, concealing, dissipating, converting, withdrawing, or otherwise disposing of any assets, wherever located, including assets held outside the United States, except as provided in Section III of this order, or as otherwise ordered by the Court. The assets affected by this paragraph shall include both existing assets and assets acquired after the effective date of this order.

14. Defendants are restrained and enjoined from directly or indirectly opening or causing to be opened any safe deposit boxes titled in the name of or subject to access by any or all of the Defendants.

WJL
Provided, however, that nothing herein prevents Defendants from paying such reasonable expenses as they must necessarily incur for living expense prior to the November 15, 2011 heavy or reasonable expenses required to defend this case.

II.

DIRECTIVES TO FINANCIAL INSTITUTIONS AND OTHERS

IT IS FURTHER ORDERED, pending further order of this Court, that any financial or brokerage institution, business entity, or person that holds, controls, or maintains custody of any

account or asset of Defendants, or has held, controlled, or maintained custody of any account or asset of Defendants at any time since February 1, 2010, shall:

15. Prohibit Defendants and all other persons from withdrawing, removing, assigning, transferring, pledging, encumbering, disbursing, dissipating, converting, selling or otherwise disposing of any such asset except as directed by further order of the Court;

16. Deny Defendants and all other persons identified in this order, access to any safe deposit box that is: (a) titled in the name of Defendants either individually or jointly; or (b) otherwise subject to access by Defendants;

17. Provide counsel for the Commission, within five (5) business days of receiving a copy of this Order, a statement setting forth: (a) the identification number of each and every such account or asset titled in the name, individually or jointly, of each and every Defendant, or held on behalf of, or for the benefit of each and every Defendant; (b) the balance of each such account, or a description of the nature and value of such asset as of the close of business on the day on which this Order is served, and, if the account or other asset has been closed or removed, the date closed or removed, the total funds removed in order to close the account, and the name of the person or entity to whom such account or other asset was remitted; and (c) the identification of any safe deposit box that is either titled in the name, individually or jointly, of each and every Defendant or is otherwise subject to access by Defendants; and

18. Upon request by the Commission, promptly provide the Commission with copies of all records or other documentation pertaining to such

account or asset, including, but not limited to, originals or copies of account applications, account statements, signature cards, checks, drafts, deposit tickets, transfers to and from the accounts, all other debit and credit instruments or slips, currency transaction reports, Internal Revenue Service 1099 forms, and safe deposit box logs.

III.

MAINTENANCE OF BUSINESS RECORDS

IT IS FURTHER ORDERED that:

19. Defendants and their agents, servants, employees, assigns, attorneys, and persons in active concert or participation with them, and all other persons or entities who receive notice of this order by personal service or otherwise, are restrained and enjoined from directly or indirectly destroying, mutilating, erasing, altering, concealing or disposing of, in any manner, directly or indirectly, any documents that relate to the business practices or business or personal finances of Defendants.

IV.

INSPECTION AND COPYING OF BOOKS AND RECORDS

IT IS FURTHER ORDERED that:

20. Representatives of the Commission be immediately allowed to inspect the books, records, and other documents of Defendants, and their agents, including, but not limited to, electronically stored data, hard drives, networks, servers, compact discs, tape recordings, and computer discs, wherever they may

be situated and whether they are in the person of Defendants, or others, and to copy said documents, data and records, either on or off the premises; and

21. Defendants and their agents, servants, employees, assigns, attorneys, and persons in active concert or participation with the Defendants who receive actual notice of this order by personal service or otherwise, including facsimile transmission, shall cooperate fully with the Commission to locate and provide to representatives of the Commission all books and records of Defendants, wherever such books and records may be situated.

V.

ORDER PERMITTING EXPEDITED DISCOVERY

IT IS FURTHER ORDERED that:

22. The prohibition upon discovery before the early meeting of counsel is removed pursuant to Rule 26(d) of the Federal Rules of Civil Procedure.

23. The prohibition upon the immediate commencement of depositions is removed pursuant to Rule 30(a)(2)(C) of the Federal Rules of Civil Procedure.

24. The parties may proceed to take the oral deposition of any person upon three calendar days actual notice if the notice is served upon the parties personally or by telecopier to the party's last known business telecopier number.

25. The parties may take the deposition of any person for the purpose of discovering the nature, location, status and extent of assets of the Defendants and the location of any documents reflecting those assets.

VI.

BOND NOT REQUIRED OF PLAINTIFF

IT IS FURTHER ORDERED that:

26. The Commission is an agency of the United States of America and, accordingly, need not post a bond.

VII.

ORDER TO SHOW CAUSE

IT IS FURTHER ORDERED that:

27. Defendants shall appear before this Court on the 15th day of November, 2011, at 9³⁰ a .m., before the Honorable - Dana Godbey at the United States Courthouse for the Northern District of Texas, Rm 1351, _____ to show cause, if there be any, why an order for preliminary injunction should not be entered to preserve the status quo obtained by the statutory restraining order, prohibit further violations of the Act and grant other relief requested pending trial on the merits of this action.

28. Should any party wish to file a memorandum of law or other papers in opposition to Plaintiff's Motion for a Preliminary Injunction, all papers shall be filed on or before 11/14, 2011 and served no later than 11/14, 2011 (by hand delivery if necessary to assure receipt by that date)

VIII.

SERVICE OF ORDER

IT IS FURTHER ORDERED that:

29. Copies of this order may be served by any means, including facsimile transmission, upon any entity or person that may have possession, custody, or control of any documents or assets of Defendants or that may be subject to any provision of this order, and, additionally, that Paul Hayeck, Christine Ryall, Eugene Smith, Patricia Gomersall, or other representatives of the Commission are specially appointed by the Court to effect service. Service of the summons, Complaint or other process may be effected by U.S. Marshal or Deputy U.S. Marshal, or in accordance with Fed. R. Civ. P. 4.

30. The United States Marshals Service is directed to assist the Commission in the service of the summons, complaint, and this statutory restraining order on the Defendants

IX.

SERVICE ON THE COMMISSION

IT IS FURTHER ORDERED that:

31. Defendants shall serve all pleadings, correspondence, notices required by this Order, and other materials on the Commission by delivering a copy to Eugene Smith, Division of Enforcement, Commodity Futures Trading Commission, 1155 21st Street, N.W., Washington, D.C. 20581.

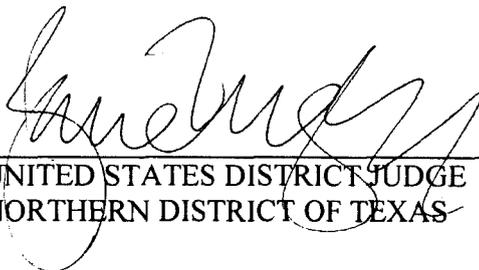
X.

FORCE AND EFFECT

IT IS FURTHER ORDERED that:

32. This order shall remain in full force and effect until further order of this Court and that this Court retains jurisdiction of this matter for all purposes.

IT SO ORDERED, at Dallas, Texas on this 6 day of November, 2011, at 2⁵⁰ PM



UNITED STATES DISTRICT JUDGE
NORTHERN DISTRICT OF TEXAS