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Department of Commerce  
Division of Securities

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Attorneys for Respondents

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**BEFORE THE DIVISION OF SECURITIES  
OF THE DEPARTMENT OF COMMERCE  
OF THE STATE OF UTAH**

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IN THE MATTER OF:

PROCESSING PROGRAMS and  
BRADLEY R. KEYSER,

Respondents.

**MOTION TO CONTINUE  
HEARING ON ORDER TO SHOW  
CAUSE AND FOR EXTENSION  
OF TIME TO FILE ANSWER**

Case Nos. SD-06-0073  
SD-06-0074

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Respondents Processing Programs and Bradley R. Keyser hereby appear through counsel and move for a continuance of the hearing on the Order to Show Cause which is currently scheduled for October September 7, 2006 and for an extension of time to file an Answer to the Order to Show Cause. The basis for this motion is as follows:

1. Because of his unfamiliarity with the procedures of the division, a lack of financial ability, and the unavailability of counsel, Respondents were unable to retain counsel in this matter until October 23, 2006.

2. Counsel has not yet been able to evaluate whether there are conflicts of interest that would preclude him from representing both respondents.

3. Counsel is aware that there is an ongoing criminal investigation of the matters set forth in the Order to Show Cause, and that the Utah Division of Securities is actively investigating criminal charges against Bradley R. Keyser. Counsel has discussed the matter with the Division's investigators, and these matters are the subject of on-going discussions and negotiations. Respondent Keyser is attempting to engage separate counsel for the criminal case, and contends that it is in the best interests of all parties to attempt a resolution of the criminal matter or a global resolution of the entire matter before proceeding in this administrative action.

4. Respondents specifically object to allowing parallel proceedings where their constitutional right against self-incrimination may be compromised by a need to answer the civil case. Under these circumstances, respondents submit that the most fair and judicious course would be to delay the civil proceedings pending resolution of the criminal case. *U.S. v. Kordel*, 397 U.S. 1, 12, n. 27 (1970).

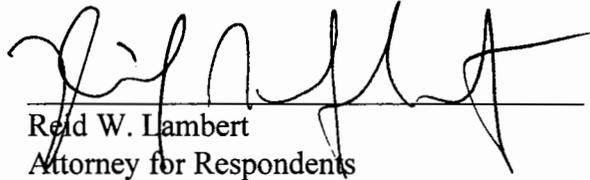
5. Due to substantial other work which was required to be completed by counsel on or before October 29, 2006, counsel has been unable to familiarize himself with the transactions, companies, and allegations which are the subject of the Order to Show Cause, and will not reasonably be able to prepare for the evidentiary hearing currently scheduled for October 31, 2006 at 10:00 a.m.

6. Because Respondents are not currently offering to sell securities in the State of Utah at the behest of the Securities Division, there would be no prejudice to the Division if the matter were to be continued.

Based on the above, Respondents request that the hearing on the Order to Show Cause be continued without date pending resolution of the criminal matter or further order of the Division, and further requests that the date for filing an Answer to the Order to Show Cause be continued until a date 10 days prior to the date on which the hearing is ultimately scheduled.

DATED this 26<sup>th</sup> day of October, 2006.

**WOODBURY & KESLER, P.C.**

  
Reid W. Lambert  
Attorney for Respondents

**CERTIFICATE OF DELIVERY**

This Certifies that I did deliver by Hand Delivery and by regular mail a true and correct copy of the **MOTION TO CONTINUE HEARING ON ORDER TO SHOW CAUSE** to the following this 26<sup>th</sup> day of October, 2006:

Division of Securities  
Utah Department of Commerce  
160 East 300 South  
P.O. Box 146760  
Salt Lake City, Utah 84114-6760

  
Lindsey Boyer