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ATTORNEYS FOR RESPONDENTS CAPSTONE, BLOXOM AND WATTS

IN AND BEFORE THE UTAH DIVISION OF SECURITIES
OF THE DEPARTMENT OF COMMERCE OF THE STATE OF UTAH

IN THE MATTER OF:	**MOTION TO STAY PROCEEDINGS**
CAPSTONE EQUITY CAPITAL, LLC, ROBERT R. TY, MICHAEL L. BLOXHAM AND JONATHON R. WATTS,	**Docket No. SD-08-0098** **Docket No. SD-08-0099** **Docket No. SD-08-0100** **Docket No. SD-08-0101**
RESPONDENTS	
	Judge Steve Eklund

Respondents Capstone Equity Capital, LLC, Michael L. Bloxham and Jonathon R. Watts, by and through their counsel, J. Michael Coombs, Esq., hereby move the Administrative Law Judge for an order staying these proceedings.

The basis for this motion is that Division prosecutor Jennifer Korb has indicated to counsel that a "criminal referral" against these Respondents appeared to be forthcoming. She instructed counsel to call Charlene Barlow or Neal Gunnarson of the Financial Crimes Unit of the Utah Attorney General's office. Counsel called Mr. Gunnarson this week and spoke with him twice in the last two days. Mr. Gunnarson, after checking with paralegals and investigators,

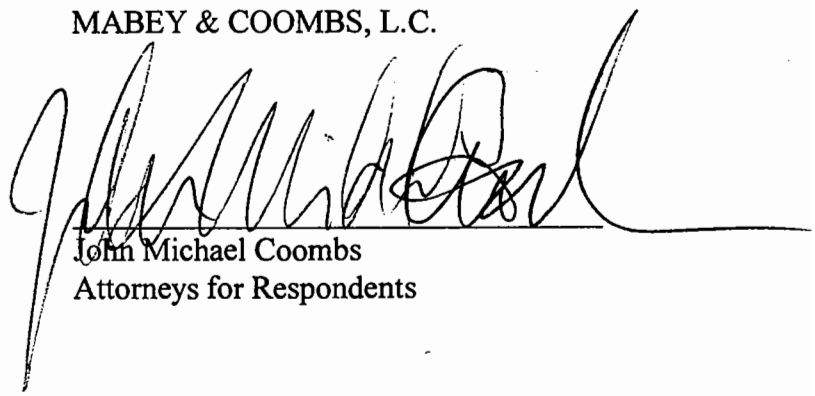
indicated that a criminal investigation was being conducted and that because the investigation was not complete, there was, as yet, no actual criminal referral. He did indicate that the criminal prosecutor in the particular case would be Charlene Barlow and he further indicated that because these Respondents now had counsel, that Ms. Barlow would contact counsel at the time criminal charges would be brought or filed in an effort to resolve such proceedings without costly litigation.

In addition, Ms. Korb indicated to counsel that the Division ordinarily has no objection to staying administrative proceedings in the event that a criminal proceeding is or will be pending.

Based on the foregoing, these Respondents hereby respectfully request that these proceedings be stayed pending the resolution of any forthcoming criminal proceedings.

DATED this 23 day of January, 2009.

MABEY & COOMBS, L.C.



John Michael Coombs
Attorneys for Respondents

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on 23 day of January, 2009, (s)he mailed, by regular U.S. mail, postage prepaid, a true and correct copy of the foregoing MOTION TO STAY PROCEEDINGS, including this CERTIFICATE OF SERVICE, to:

Jennifer Korb
Utah Division of Securities
Utah Department of Commerce
160 East 300 South, Second Floor
Box 146760
Salt Lake City, Utah 84114-6760

and

J. Steven Eklund, ALJ
Department of Commerce
160 East 300 South, Room 209
P.O.B. 146701
Salt Lake City, Utah 84114-6760