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SEP 26 2011

Utah Department of Commerce  
Division of Securities

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Attorneys for Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer

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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:**

**RIDGELAND WYOMING, INC.,  
VYSN CAPITAL, LLC,  
BRYAN R. FARRIS,  
SHAWN BLAINE SMART, and  
GARY FRANK LAWYER**

**Respondents.**

**REQUEST FOR STAY**

Docket No. SD-11-0092  
Docket No. SD-11-0093  
Docket No. SD-11-0094  
Docket No. SD-11-0095  
Docket No. SD-11-0096

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Respondents Ridgeland Wyoming, Inc., Bryan R. Farris and Gary Frank Lawyer (collectively, the "Ridgeland Respondents"), by and through counsel, respectfully request that the Division of Securities stay further proceedings in this matter.

The Ridgeland Respondents have been informed by the Attorney General's Office and therefore believe that some of the defendants have been referred for criminal prosecution in this matter. Similar to a court, the Division has discretion to stay a matter when parallel criminal and administrative proceedings are pending. *In re CFS-Related Securities Fraud Litigation*, 256 F.

Supp. 1227, 1236 (N. D. Okla. 2003). Although perhaps not constitutionally protected, “[a] stay is one of several procedures available ... to balance the interest of the other parties in moving forward with the litigation against the interests of a defendant asserting Fifth Amendment rights who faces the choice of being prejudiced in the civil litigation if those rights are asserted or prejudiced in the criminal litigation if those rights are waived.” *In re Worldcom, Inc. Securities Litigation*, 2002 WL 31729501, at \*3 (S.D.N.Y. Dec.5, 2002).

In determining whether a stay should be entered, courts use a six-factor test in which they weigh:

- (1) The extent to which issues in the criminal case overlap with those presented in the civil case;
- (2) The status of the case, including whether the defendant has been indicted;
- (3) The private interests of the plaintiff in proceeding expeditiously versus the prejudice to plaintiff caused by the delay;
- (4) The private interests of, and burden on, the defendant;
- (5) The interests of the Court; and
- (6) The public's interest.

*Id.* at \*3-4.

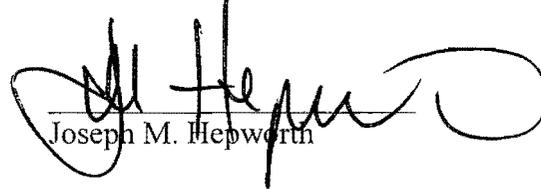
Here, those factors weigh in favor of a stay of administrative proceedings. Although criminal charges have not yet been brought, the claims in a criminal action would be identical to the claims in the Division. Violations of the securities laws alleged in the Order to Show Cause here have both civil and criminal penalties. Compare Utah Code Ann. § 61-1-21 with Utah Code Ann. § 61-1-22. The plaintiff here is the State of Utah, the same as in a criminal matter, so the State would not be prejudiced by a delay of an administrative matter. On the other hand, the burden on the Respondents would be that the State of Utah would force them to choose between defending themselves in the administrative matter and waiving Constitutionally-protected rights against self incrimination.

This Division has an interest in staying proceedings. The primary purpose of the Order to Show Cause is to enforce the securities laws of the State of Utah. A criminal action will have the same, if not greater, effect, without consuming limited resources of the Division. If a criminal action results in a conviction, the administrative action will be unnecessary (or very brief), and resources will have been preserved. If a criminal action does not go forward or is resolved in favor of the Respondents, the Division can then move forward with the administrative proceeding, having suffered no prejudice. The public interest is similar.

Accordingly, in the interest of justice and to protect constitutionally guaranteed rights, the Division should stay all further proceedings in this matter pending the outcome or abandonment of criminal proceedings against the Ridgeland Defendants.

DATED this 22<sup>nd</sup> day of September 2011.

FILLMORE SPENCER LLC



Joseph M. Hepworth

CERTIFICATE OF SERVICE

I certify that I served a copy of the foregoing REQUEST FOR STAY via U.S. Mail, postage prepaid, on September 23, 2011, with a courtesy copy by email, upon the following:

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Utah Department of Commerce  
 Division of Securities

September 23, 2011

Administrative Court Clerk  
 Utah Division of Securities  
 P.O. Box 146760  
 Salt Lake City, UT 84114-6760

Attn.: Julie Price

RE: *In the Matter of Ridgeland Wyoming, Inc., et al*  
 Docket No.s: SD-11-0092; SD-11-0093; SD-11-0094; SD-11-0095; and SD-11-0096

Dear Ms. Price:

Enclosed for the filing in the cases referenced above is the following document:

- Request for Stay

Also enclosed is a copy of the document for date-stamping and return to this office using the SASE provided herein.

Thank you for your assistance.

Very truly yours,

Farah Knudsen  
 Paralegal to Joseph M. Hepworth

Enclosures