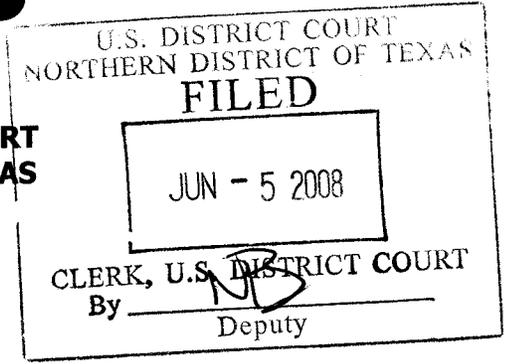


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**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**



SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

vs.

**W FINANCIAL GROUP, LLC,
ADLEY H. ABDULWAHAB a/k/a Adley Wahab,
MICHAEL K. WALLENS, SR., and
MICHAEL K. WALLENS, JR.**

Defendants,

Civil Action No.
3:08-CV-0499-N

**MOTION FOR ORDER FREEZING ASSETS
AND GRANTING OTHER EMERGENCY RELIEF**

1. Plaintiff Securities and Exchange Commission moves the Court *ex parte* for issuance of an Order Freezing Assets and Other Emergency Relief, and for the entry of a Preliminary Injunction that enjoins and restrains W Financial Group, LLC, Adley H. Abdulwahab a/k/a Adley Wahab, Michael K. Wallens Sr., and Michael K. Wallens Jr., (collectively "Defendants"). The Commission specifically moves for issuance of an order: 1) freezing assets, (2) requiring preparation of sworn accountings; (3) prohibiting document alteration or destruction, (4) authorizing expedited discovery; (5) repatriating all funds and assets, and (6) authorizing alternative methods of service against Defendants.

2. This motion is based on the Commission's Complaint, supporting memorandum, declarations and exhibits thereto and the argument of counsel.

3. The Commission moves the Court *ex parte* for issuance of an order restraining and enjoining the Defendants, individually and jointly, and their agents, employees, servants, attorneys and all persons in active concert or participation with them who receive actual notice of

this Order by personal service or otherwise from, directly or indirectly, making any payment or expenditure of funds, incurring any additional liability (including, specifically, by advances on any line of credit and any charges on any credit card), or effecting any sale, gift, hypothecation or other disposition of any asset, pending provision of sufficient proof to the Court of sufficient funds or assets to satisfy all claims arising from the violations of the federal securities laws alleged in the Commission's Complaint, pending the posting of a bond or surety sufficient to assure payment of any such claim, or until further order of this Court.

4. The Commission further moves the Court *ex parte* for issuance of an order restraining and enjoining any bank, savings and loan association, trust company, broker-dealer or other financial or depository institution that holds an account in the name of or on behalf of the Defendants from engaging in any transaction in securities (excepting liquidating transactions) or any disbursements of funds or securities on behalf of the Defendants pending further order of this Court.

5. The Commission further moves the Court *ex parte* for issuance of an order authorizing service of a copy of the order freezing assets on any bank, savings and loan association, trust company, broker-dealer or other financial or depository institution, either by United States mail or by facsimile, as if such service were personal service on that bank, savings and loan association, trust company, broker-dealer or other financial or depository institution.

6. The Commission further moves the Court *ex parte* for issuance of an order requiring Defendants to repatriate all funds and assets obtained from the activities described in the Complaint that are now located outside the jurisdiction of this Court.

7. The Commission further moves the Court *ex parte* for issuance of an order requiring Defendants to make an interim accounting under oath, within ten days of the issuance of

this Order or three days prior to the hearing on the Commission's application for preliminary injunction and other relief, whichever is sooner, detailing by amount, date, method and location of transfer, payee and payor, purpose of payment or transfer: (1) all monies and other benefits they received, directly and indirectly, as a result of the activities alleged in the Complaint or thereafter transferred; (2) their current assets wherever they may be located and by whomever they are being held, and their current liabilities, and (3) account identifying information, including name of bank, trust company, brokerage firm or other depository institution holding proceeds of activities alleged in the Complaint; account numbers; names, dates of birth, addresses and social security numbers of signatories on any such account maintained in their name or for their benefit at any point during the period from January 2006, through the date of the accounting. The accounting shall be sufficient to permit a full understanding of the flow of funds relating to the activities alleged in the Complaint to the extent known by Defendants, or within their power to learn. The accounting and all documents reviewed in the course of the preparation thereof or otherwise pertaining thereto shall be delivered by facsimile or overnight courier to Jeffrey B. Norris, Securities and Exchange Commission, 801 Cherry Street, 19th Floor, Fort Worth, Texas 76102 by the deadline set forth above.

8. The Commission further moves the Court *ex parte* for issuance of an order restraining and enjoining Defendants, individually and jointly, and their agents, employees, servants, attorneys and all persons in active concert or participation with them from destroying, removing, mutilating, altering, concealing or disposing of, in any manner, any of their books and records pending further order of this Court.

9. The Commission further moves the Court for issuance of an order authorizing expedited discovery consistent with the following guidelines:

- A. Any party may notice and conduct depositions upon oral examination and may request production of documents or other things for inspection and or copying from parties prior to the expiration of thirty (30) days after service of the Complaint on the Defendants.
- B. All parties shall comply with the provisions of Rule 45 of the Federal Rules of Civil Procedure regarding issuance and service of subpoenas unless the person designated to provide testimony or to produce documents or things agrees to provide the testimony or to produce the documents or things without the issuance of a subpoena and/or to do so at a place other than one at which testimony or production can be compelled.
- C. Any party may notice and conduct depositions upon oral examination subject to minimum notice of 72 hours.
- D. All parties shall produce for inspection and copying all documents and things that are requested within 72 hours of service of a written request for those documents and things.

10. The Commission further moves the Court for issuance of an order authorizing service of all pleadings and other papers, including the Summons, the Complaint, and court orders to be made personally, by facsimile, by electronic mail, by overnight courier, or by mail upon Defendants, their agents or their attorneys by representatives of the Plaintiff Commission, or by an alternative provision for service permitted by Rule 4 of the Federal Rules of Civil Procedure, or as this Court may direct by further order.

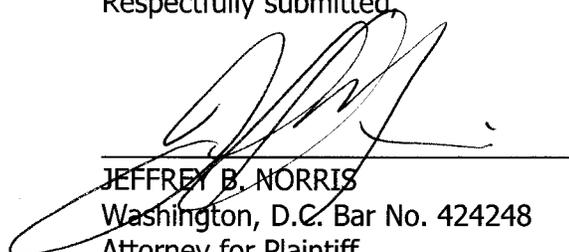
11. The Commission further moves the Court *ex parte* for issuance of an order authorizing and directing the United States Marshal in any district in which any Defendant resides,

transacts business or may be found, to make service of process at the request of the Commission.

12. This motion is based on the Commission's Complaint, supporting memorandum, declarations and exhibits thereto and the argument of counsel.

Dated: June 5, 2008.

Respectfully submitted,



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