

STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF: )

CONECUH BRANDS L.L.C. )  
KENNY MAY )

\_\_\_\_\_  
RESPONDENTS )

ADMINISTRATIVE ORDER  
NO. CD-2005-0052

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the power to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities, into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. CONECUH BRANDS L.L.C.(CONECUH BRANDS) is an Alabama limited liability company with a business address of 101 B West Elm Street, Troy, Alabama 36081.
2. KENNY MAY, at all times relevant was president of CONECUH BRANDS, with a business address of 101 B West Elm Street, Troy, Alabama 36081.

STATEMENT OF FACTS

3. Beginning in January 2003 Kenny May, offered and sold "Partnership Units" of CONECUH BRANDS to Alabama residents.
4. Review of the files of the Alabama Securities Commission disclosed no record of the registration of Kenny May as a dealer or agent in the state of Alabama.

5. Review of the files of the Commission disclosed no record of registration nor an exemption from registration for the securities of CONECUH BRANDS.

6. On May 23, 2005, Commission staff met with an officer of CONECUH BRANDS and a request was made for certain documents relating to the sale of securities. The documents requested were not provided.

7. On September 19, 2005 Commission staff met with an attorney representing CONECUH BRANDS and a request was made for certain documents relating to the sale of securities. The documents requested were not provided.

8. Subsequent investigation revealed the offer and sales of Participation Units of CONECUH BRANDS.

#### CONCLUSIONS OF LAW

9. Kenny May, without benefit of registration as a dealer or agent in the state of Alabama, sold the securities of CONECUH BRANDS to residents of the state of Alabama.

10. The securities of CONECUH BRANDS were neither registered nor exempt from registration in Alabama.

11. The sale of securities by an unregistered dealer or agent in the state of Alabama is a violation of Section 8-6-3(a), Code of Alabama 1975., which states **"It is unlawful for any person to transact business in this state as a dealer or agent for securities unless he is registered under this article. It is unlawful for any dealer or issuer to employ an agent unless the agent is registered."**

12. The sale of unregistered securities in the state of Alabama is a violation of Section 8-6-4, Code of Alabama 1975, which states **"It is unlawful for any person to offer or sell any security in this state unless (1) It is registered under this article (2) The security is**

**exempt from registration under section 8-6-10.”**

This Order does not prevent the Commission from seeking such other civil or criminal remedies that are available to it under the Act.

This Order is appropriate in the public interest for the protection of investors and is consistent with the purposes of the Act.

**ACCORDINGLY, IT IS HEREBY ORDERED** that KENNY MAY and CONECUH BRANDS, immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, Alabama, this 13<sup>th</sup> day of December, 2005.



ALABAMA SECURITIES COMMISSION  
770 Washington Avenue, Suite 570  
Montgomery, AL 36130-4700  
(334) 242-2984

BY:

A handwritten signature in black ink, appearing to read "J. Randall McNeill", is written over a horizontal line.

J. Randall McNeill  
Deputy Director