

**STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION**

IN THE MATTER OF:)	
)	
TRI STATE INVESTMENT, LLC.)	ADMINISTRATIVE ORDER
ROY ALLEN TUCKER)	NO. CD 2013- 00⁰⁹₀₉
TERICA S. WEEKS)	
)	
<u> RESPONDENTS</u>)	

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the authority 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. **TRI STATE INVESTMENT, LLC., ("TRI STATE")** at all times relevant to the issuance of this Order, represented itself as an Alabama Limited Liability Company with a business address of 210-B Seville Street, Florence, Alabama 25630.

2. **ROY ALLEN TUCKER, ("TUCKER")** at all times relevant to the issuance of this Order, was represented as the "Administrative Member" and "registered agent" of **TRI STATE** with a business address of 210-B Seville Street, Florence, Alabama 25630.

3. **TERICA S. WEEKS, ("WEEKS")** during all times relevant to the issuance of this Order, was an "employee and representative" of **TRI STATE** operating with a business address of 210-B Seville Street, Florence, Alabama 25630.

STATEMENT OF FACTS

4. On March 5, 2013, the Commission received an inquiry from an Alabama resident stating he had seen advertising on public thoroughfares and distributed by individuals in public areas on behalf of **TRI STATE**. The Alabama resident stated that the advertising promoted an opportunity for individuals to purchase Certificates of Deposit from **TRI STATE** paying a rate as high as 7% interest. Based on the advertising, the Alabama resident went to the office of **TRI STATE** at 210-B Seville Street, Florence, Alabama 25630, in early March 2013 and met with **TUCKER** and **WEEKS**. The Alabama resident advised the Commission staff that **TUCKER** and **WEEKS** explained to him the business of **TRI STATE** and offered to provide him with Certificates of Deposit paying between 3% and 7% interest based on the time period terms chosen by the prospective investor.

5. Based on the original inquiry, the Commission conducted an internet web search under the name of **TRI STATE** finding a site at www.tristateinvestment.com and having the same physical address as previously identified. Review of the website revealed that **TRI STATE** represented itself as an Alabama Limited Liability Company offering "*Investor Opportunity, Investments, and CDs,*" as well as other associated business products. Furthermore, **TRI STATE** purported on this website: "*We are a Business to Business Investment Company that covers the Three states of AL, MS, & TN. We also Specialize in Certificate of Deposits for Investors.*" The website also represents that all of the offered Certificate of Deposit Packages are insured. In addition, the company advertises they are looking for "investors" to bring a new drill bit to market, establish automotive car wash businesses and/or multiple storage unit locations.

6. On March 11, 2013, the Commission issued a letter of inquiry to **TRI STATE** in an effort to establish the names of its operators, the purposes of the business and indicating the company may be in violation the Alabama Securities Act. On April 12, 2013, the Commission received a response from **TUCKER** indicating he had removed all advertisements about **TRI STATE** and that the company will no longer offer any

investment opportunities within the State of Alabama. In addition, **TUCKER** indicated the company had redefined its business purpose to that of credit repair and indicated this would be the only purpose in the future of **TRI STATE**.

7. Further investigation by the Commission revealed **TUCKER** and **WEEKS**, representing **TRI STATE**, conducted a sales program on April 3, 2013, at the Tri City Chamber of Commerce in Florence, Alabama. This program was attended by at least one Chamber staff member and two Alabama residents. One of the attendees has advised an agent of the Commission that **TUCKER**, with **WEEKS** present, offered the Certificate of Deposits previously mentioned and handed out a tri-fold advertisement identifying some of **TRI STATE'S** partners and associates in which they had invested. The Commission has in its possession the advertisement; in it **TRI STATE** promotes the Certificates of Deposit as licensed and insured but fails to identify by whom.

8. A review of the Alabama Secretary of State's website was conducted by the Commission staff on April 2, 2013, finding no record of filing in the name of **TRI STATE** or by **TUCKER** as an officer.

9. On April 24, 2013, a Special Agent representing the Commission interviewed **TUCKER** and **WEEKS**. **TUCKER** represented himself as the managing partner of the business while both described **WEEKS** as the "face" of the company. **TUCKER** admitted they were soliciting business for **TRI STATE** and that they were offering the certificates of deposit as well as other investment opportunities prior to the Commission's letter of inquiry dated March 11, 2013. Furthermore, **TUCKER** admitted receiving investor funds from five (5) Tennessee residents identifying them as "members" of the company.

10. On May 2, 2013, **TUCKER** supplied the Commission with a copy of **TRI STATE'S** Articles of Organization as a Limited Liability Company in response to the agent's request. However, this document reveals it was filed on April 10, 2013, in the office of the Probate Court of Lauderdale County, Alabama, at 11:25 in the morning.

Furthermore, the document identifies six initial “contributors” with each signing and dating the contract on April 9, 2013. **TUCKER** also supplied the Commission with a copy of a document entitled “Operating Agreement of TRI STATE INVESTMENT, L.L.C.,” outlining the investors as “members” and identifying each member’s investment as an “Initial Capital Contribution and Value.” This document is also dated April 9, 2013.

11. On April 9, 2013, a review of the Commission’s registration files disclosed no record of registration nor any perfected exemption from registration in the State of Alabama for the investment contract entitled a “Operating Agreement of TRI STATE INVESTMENT, L.L.C.,” or the “certificate of deposit for a security” offered by **TRI STATE**.

12. On April 9, 2013, a review of the Commission’s registration files disclosed no record of registration for **TUCKER** or **WEEKS** as a Dealer or Agent for securities in the state of Alabama.

13. The review of the Commission’s registration files of April 9, 2013, revealed no history of registration of **TRI STATE** as a broker dealer in the state of Alabama.

14. Furthermore, the Commission is in possession of documents revealing the filing of a Chapter 7, Bankruptcy (Docket Number 8:05-BK-84443) by **TUCKER** on September 1, 2005 which was discharged in November of that same year. During the interview of April 24, 2013 **TUCKER** acknowledged this filing and verified that he had failed to inform the Alabama residents whom he had offered the “certificate of deposit for a security” as well as the Tennessee investors who purchased the “Operating Agreements of TRI STATE INVESTMENT, L.L.C.” prior to the offerings.

CONCLUSIONS OF LAW

15. Section 8-6-2(10), Code of Alabama 1975, enumerates a “certificate of deposit for a security” as a security. The certificates of deposit offered by the **RESPONDENTS** meet the definition of a security under the Act.

16. Section 8-6-2(10), Code of Alabama 1975, enumerates an “investment contract” as a security. The “Operating Agreement of TRI STATE INVESTMENT, L.L.C.,” offered by the **RESPONDENTS** is an investment contract which is defined a security under the Act.

17. Under Section 8-6-2(2), Code of Alabama 1975, the definition of “agent” includes any individual who represents a dealer or an issuer in effecting or attempting to effect sales of securities. **TUCKER and WEEKS** by soliciting and effecting sales of securities, to wit; “certificate of deposit for a security” offered to the Alabama residents and the investment contract entitled “Operating Agreement of TRI STATE INVESTMENT, L.L.C.,” issued to Tennessee residents establishes them as “Agents” under the Act.

18. Pursuant to Section 8-6-3(a), Code of Alabama 1975, it is unlawful for any person to transact business in this state as a Dealer or Agent for securities unless he is registered under the Act. **TUCKER and WEEKS** offered and sold securities in the State of Alabama while not being registered as agents with the Commission in violation of the Act.

19. Section 8-6-4, Code of Alabama 1975 states: It is unlawful for any person to offer or sell any security in this state unless it is registered under the Act; the security is exempt from registration under Section 8-6-10; or the transaction is exempt under Section 8-6-11. The investment contract entitled a “Operating Agreement of TRI STATE INVESTMENT, L.L.C.,” and the “certificate of deposit for a security” were neither registered nor subject to a perfected exemption from registration in Alabama and were offered and sold by **RESPONDENTS** in violation of the Act.

20. Section 8-6-17(a)(2), Code of Alabama 1975 states: It is unlawful for any person, in connection with the offer, sale or purchase of any security, directly or indirectly, to: make any untrue statement of a material factor or omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading. In failing to advise the prospective investors and investors of the Chapter 7, Bankruptcy, **TUCKER** and **WEEKS** omitted a material fact in the offering, in violation of the Act.

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

This Order does not prevent the Commission from seeking other civil or criminal remedies that may be available to it under the Alabama Securities Act.

Additionally, if the allegations set forth herein are found to be true, through either administrative adjudication, failure of the **RESPONDENTS** to make a timely request for hearing, or default of the **RESPONDENTS**, it is the intention of the Commission to impose sanctions upon the **RESPONDENTS**. Such sanctions may include, inter alia, an administrative assessment imposed on **RESPONDENTS**, an additional administrative assessment for investigative costs arising from the investigation of the violation(s) described herein against **RESPONDENTS**, and a permanent order to bar **RESPONDENTS** from participation in any securities related industry in the state of Alabama.

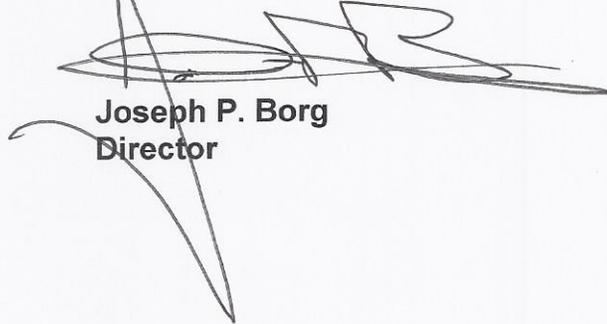
ACCORDINGLY, IT IS HEREBY ORDERED that **RESPONDENTS** immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, AL, this 10th day of May, 2013.



ALABAMA SECURITIES COMMISSION
401 Adams Avenue, Suite 280
Montgomery, AL 36104
(334) 242-2984

BY:

A handwritten signature in black ink, appearing to read "Joseph P. Borg". The signature is written over a horizontal line and extends downwards with a long, sweeping stroke.

Joseph P. Borg
Director