STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:

MARBHAL F. CARSON

ADMINISTRATIVE ORDER
NO. OV-2005-51

RESPONDENT

ORDER TO VACATE

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, upon due consideration of the subject matter hereof, has determined as follows:

RESPONDENT

1. MARSHALL F. CARSON (CARSON) is a representative of GRAVITY ENTERTAINMENT, INC with a residential address of 3173 Ditney Trail, Pioneer, Tennessee 37847. Note: On December 12, 2005, the Commission received information that this is not the correct residential address for CARSON. On December 14, the Commission received information that the correct address for CARSON is 311 Lee Drive, Apt A, Columbia, TN 38401.

STATEMENT OF FACTS

2. The Commission received information that in July 2005, CARSON offered to an Alabama resident a "Development, Production, Finance and Security Agreement". The "Agreement" stated the investment was "to finance a portion of the development of a theatrical motion picture project intended to be produced and distributed worldwide." The investment of funds was described as "a loan from Investor to Producer in the original principal amount of One Hundred and Seventy two Thousand Dollars." The "Agreement" further stated that "the amount of the loan shall include any and all mutually agreed increases thereto as well as a flat interest of $25,800.00. In addition, the investment shall be placed into the Gravity International Film Fund on or before
October 12, 2005 whereby it will return monthly returns for a period of 1 year on a best efforts basis."

3. On November 29, 2005, the Commission issued a Cease and Desist Order and Notice of Right to a Hearing to RESPONDANT CARSON at his residential address of 3173 Ditney Trail, Pioneer, Tennessee 37847. At the time of the order, the Commission had information from the Tennessee Securities Division that RESPONDANT CARSON resided at that address.

4. On December 12, 2005, Marshall Carson, who resides at 3173 Ditney Trail, Pioneer, Tennessee, notified the Commission that he is not the same individual as RESPONDANT CARSON. He said he had no knowledge of any of the facts contained in the order.

5. On December 14, 2005, the Commission received information from the Regional Organized Crime Information Center that RESPONDANT CARSON has a residential address of 311 Lee Drive, Apt. A., Columbia, Tennessee.

6. Based upon good cause shown, the Cease and Desist Order, Administrative Order No. CD-2005-0051, issued to RESPONDENT CARSON at the residential address of 3173 Ditney Trail, Pioneer, Tennessee 37847, on November 29, 2005 is hereby vacated.

Entered at Montgomery, Alabama, this 11th day of December, 2000.

ALABAMA SECURITIES COMMISSION
770 Washington Avenue, Suite 570
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(334) 242-2984

BY:

JOSEPH P. BORG
Director