

STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:	)	
	)	
AMERIFIRST FOUNDATION, INC.	)	
NATIONAL COMMUNITY	)	
FOUNDATION	)	
RALPH S. LARSEN	)	ADMINISTRATIVE ORDER
LONNIE HAWKINS	)	NO. CD- 2004-0004
ALLEN GOODMENSEN	)	
TOM MCLAUGHLIN	)	
BARBARA MINCEY	)	
HOWARD SMITH	)	
MIKE SHEPPARD	)	
JIM WOLTER	)	
	)	
<u>RESPONDENTS</u>	)	

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. AMERIFRIST FOUNDATION, INC. ("AMERIFIRST") is an Arizona Corporation with a business address of 1630 S. Stapley # 219 Mesa, Arizona 85204. During all times relevant to this complaint Amerifirst conducted securities transactions in the state of Alabama to wit: the solicitation and or sale of Charitable Gift Annuities to Alabama residents.

2. NATIONAL COMMUNITY FOUNDATION ("NATIONAL") is a Tennessee Corporation with a business address of 101 Westpark Drive, Suite 160 Brentwood, Tennessee 37027. During all times relevant to this complaint National conducted securities transactions in the state of Alabama to wit: the solicitation and/or sale of Charitable Gift Annuities to Alabama residents.

3. RALPH S. LARSEN ("LARSEN") served as Executive Director of Amerifirst Foundation, Inc. During all times relevant to this complaint, Larsen acted as an Agent of

Amerifirst Foundation with a business address of 1630 S. Stapley # 219 Mesa, Arizona 85204.

4. LONNIE HAWKINS ("HAWKINS") served as President of Amerifirst Foundation, Inc. During all times relevant to this complaint, Hawkins acted as an Agent of Amerifirst Foundation with a business address of 1630 S. Stapley # 219 Mesa, Arizona 85204.

5. ALLEN GOODMENSEN ("GOODMENSEN") served as Secretary of Amerifirst Foundation, Inc. During all times relevant to this complaint Goodmensen acted as an Agent of Amerifirst Foundation with a business address of 1630 S. Stapley # 219 Mesa, Arizona 85204.

6. TOM MCLAUGHLIN ("MCLAUGHLIN") served as Vice President of Amerifirst Foundation, Inc. During all times relevant to this complaint McLaughlin acted as an Agent of Amerifirst Foundation with a business address of 1630 S. Stapley # 219 Mesa, Arizona 85204.

7. BARBARA MINCEY ("MINCEY") is employed by Smith and Associates and is not registered as a securities Agent in the state of Alabama. During all times relevant to this complaint Mincey acted as an Agent of Amerifirst Foundation, Inc. and National Community Foundation with a business address of 380 Mendel Parkway, Montgomery, Alabama 36064. Mincey was also a respondent in Administrative Order No CD-99-0002 which she engaged in the offer and/or sale of investment contracts, involving fractionalized viatical financial settlements.

8. HOWARD SMITH ("SMITH") is a registered securities Agent associated with Great American Advisors, Inc. registered since 1974 in the state of Alabama. During all times relevant to this complaint Smith acted as an Agent of Amerifirst Foundation, National Community Foundation with a business address of 380 Mendel Parkway, Montgomery, Alabama 36064. Smith was also a respondent in Administrative Order No CD-99-0002 which he engaged in the offer and/or sale of investment contracts, involving fractionalized viatical financial settlements.

9. MIKE SHEPPARD ("SHEPPARD") served as President of National Community Foundation a Division of New Life Corporation of America. During all time relevant to this complaint, Sheppard acted as an Agent of National Community Foundation with a business address of 101 Westpark Drive, Suite 160 Brentwood, Tennessee 37027.

10. JIM WOLTER ("WOLTER") served as Service Advisor of National Community Foundation. During all times relevant to this complaint Wolter acted as an Agent of National Community Foundation with a business address of 101 Westpark Drive, Suite 160 Brentwood, Tennessee 37027.

#### STATEMENT OF FACTS

11. The Commission is in receipt of information that Smith, and Mincey sold Charitable Gift Annuities totaling \$1,749,951.38 to 11 Alabama residents. A charitable gift annuity is an arrangement that allows investors to invest funds in a charity of their choosing, in return for a set amount of income for the rest of their life or for a specified period of time. There is no record of registration, nor exemption from registration of the Charitable Gift Annuities in question. The Charitable Gifts Annuities program provide guaranteed streams of fixed payments to the donor and up to one additional beneficiary for the life of the donor and additional beneficiary. After the death of the donor and additional beneficiary, the charitable gift will be available for disbursement for various charitable purposes as directed by the donor. Respondents Larsen, Hawkins, McLaughlin, Goodmansen, Sheppard and Wolter are listed in the offering documents of Amerifirst and National as the principals of their company.

12. A review of the files of the Alabama Securities Commission disclosed no record or registration of Amerifirst Foundation or National Community Foundation as securities dealers in the state of Alabama. By virtue of Larsen, Hawkins, Goodmansen, McLaughlin, Sheppard and Wolter being principals of Amerifirst and National and fact that the offering documents obtained by the Alabama residents listed them as such, all the aforementioned individuals acted as Agents of Amerifrist and National.

#### CONCLUSIONS OF LAW

13. Smith is a registered Securities agent in the state of Alabama, who sold unregistered securities of Amerifirst and National to wit: Charitable Gift Annuities to residents of the state of Alabama is a violation of 8-6-3 (a), Code of Alabama 1975.

14. Mincey an Alabama resident is an unregistered Securities Agent in the state of Alabama, who sold unregistered securities of Amerifirst and National to wit: Charitable Gifts Annuities to residents of the state of Alabama is a violation of 8-6-3 (a), Code of Alabama 1975.

15. Neither Amerifrist, National, Larsen, Hawkins, Goodmensen, McLaughlin, Sheppard nor Wolter are registered or exempt from registration as a Dealer or Agent in the state of Alabama. 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.

16. The Charitable gift annuities being sold to Alabama residents is neither registered nor exempt from registration. The sale of unregistered securities in the state of Alabama is a violation of Section 8-6-4, Code of Alabama 1975.

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 RESPONDENTS 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 26<sup>th</sup> day of January, 2004.



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 "Joseph P. Borg", is written over a horizontal line.

JOSEPH P. BORG  
Director