

STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF: )  
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 )  
 GARY ALLEN MITCHELL ) ADMINISTRATIVE ORDER  
 THE FINANCIAL CENTRE LLC ) NO. CD/SC-2007-0021  
 )  
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 RESPONDENTS )

ORDER TO CEASE AND DESIST AND TO SHOW CAUSE WHY REGISTRATION  
AS A BROKER/DEALER AGENT, INVESTMENT ADVISER AND INVESTMENT  
ADVISER REPRESENTATIVE SHOULD NOT BE REVOKED AND RESPONDENT  
BARRED FROM THE SECURITIES INDUSTRY

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. GARY ALLEN MITCHELL, ("MITCHELL"), 1926 Pleasant Ridge Loop Sylacauga, AL, 35150, at all times relevant to the violations set forth herein, MITCHELL, CRD #1617340, was a registered Investment Advisor Representative, with the following: AIG Financial Advisors Inc., and/or Sunamerica Securities Inc., with a business address of 1340 Carmichael Way, Montgomery, AL, 36106, and the "The Meta Company," with a business address of 30 North Norton Avenue Sylacauga, AL, 35150.

2. THE FINANCIAL CENTRE, LLC, ("TFC"), is represented to be an Alabama corporation, established by MITCHELL, with a business address 30 North Norton Avenue Sylacauga, AL, 35150.

#### STATEMENT OF FACTS

3. The Commission is in receipt of information which indicates that in September of 2004, RESPONDENTS, engaged in the offer and/or sale of unregistered securities, to wit: "Promissory Notes" which effected the transfer of funds from the PENSCO Trust Company IRA account of an Alabama resident ("Investor"), to the Wells Fargo Bank account of Gene Grobstein, CEO of GG CONSULTING INTERNATIONAL, LLC, located in Scottsdale, AZ. Two Promissory notes were issued to the investor for a total of \$45,000.

4. In October of 2004, RESPONDENTS, engaged in the offer of and/or sale of unregistered securities, to wit: "Promissory Notes" which effected the transfer of funds from the PENSCO Trust Company IRA account of the Investor to the Sun Trust Bank account of Dr. James Hunt, a Georgia Resident, for the purported purpose of medical research. One Promissory note was issued to the investor for \$50,000.00.

5. On May 9, 2007, a review of the registration files of the Commission, disclosed no record of registration, nor a perfected exemption from registration for the securities, referenced in items 2. and 3. above, offered and/or sold by RESPONDENTS in September and October of 2004.

6. On June 6, 2007, AIG compliance representative Phillip Hoffling, reported to the Commission that on May 21, 2007, MITCHELL was terminated from AIG, due to the "Selling Away" of the Securities referenced in items 2. and 3. above.

## CONCLUSIONS OF LAW

7. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of a "security" includes any note or other evidence of indebtedness. The Promissory Notes offered and/or sold by RESPONDENTS are notes representing evidence of indebtedness and are securities under the Act.

8. Pursuant to Section 8-6-4, Code of Alabama 1975, it is unlawful for any person to offer or sell any security in this state unless it is registered or subject to a perfected exemption from registration under the Act. A review of the Alabama Securities Commission files disclosed no record of registration for the securities offered and/or sold by RESPONDENTS. The securities offered and/or sold by RESPONDENTS were neither registered nor subject to a perfected exemption from registration in Alabama. The offer and/or sale of the securities by Mitchell is a violation of the Act.

9. Pursuant to the provisions of Section 8-6-3(j)(6), Code of Alabama 1975, the Commission may suspend, revoke, censor or bar any registrant from employment with a securities dealer if the Commission finds that the Order is in the public interest, and that the registrant has violated or failed to comply with any provision of the Alabama Securities Act, or any rule or order issued by the Commission.

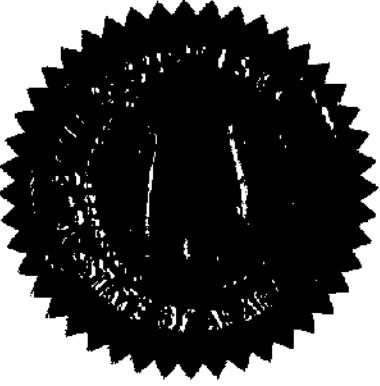
This Order does not prevent the Commission from seeking such other civil or criminal remedies that are available to it under the Act.

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 RESPONDENT immediately CEASE AND DESIST from further offers or sales of any security and SHOW CAUSE to the Commission, within 28 days of the date of this Order, why RESPONDENTS' registrations as an agent, investment adviser and investment adviser representative

should not be suspended or revoked and RESPONDENTS barred from participation in the securities industry in the state of Alabama.

Entered at Montgomery, Alabama, this 10<sup>th</sup> day of July, 2007.



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

BY:



JOSEPH P. BORG  
Director

MLG/mlg