BEFORE THE COMMISSIONER OF COMMERCE AND INSURANCE OF THE STATE OF TENNESSEE AT NASHVILLE

TENNESSEE SECURITIES DIVISION	)	
Petitioner,	)	
VS.	)	
	)	**File No.: 04-007**
GLENDALL D. ("GLEN") VERNER;	)	
F. ("FRANCIS") HENRY GREEN;	)	
SCOTT WALKER;	)	
DAVID W. HOWE;	)	
WILLIAM H. HOCKRIDGE;	)	
JANE VERNER;	)	
KENNETH H. BROWN;	)	
COVENANT GLOBAL FUNDING, LLC;	)	
CENTENNIAL OUTREACH PARTNERS, INC.; AND	)	
COVENANT MANAGEMENT GROUP, INC.	)	
Respondents.	)	

ORDER TO CEASE AND DESIST

This Order issues as a result of a Petition and its exhibits attached hereto filed by the Tennessee Securities Division of the Department of Commerce and Insurance and is predicated upon the following Findings of Fact and Conclusions of Law:

FINDINGS OF FACT

1. Glendall D. ["Glen"] Verner ("G. Verner") is a natural person, believed to be an employee, agent, officer, director, owner or other affiliated person of Covenant Management Group, Inc., with his address being 7019 Wilson Pike Circle, Brentwood, TN 37027 and/or 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

2. F. ["Francis"] Henry Green ("Green") is a natural person, believed to be an employee, agent, officer, director, owner or other affiliated person of Centennial Outreach Partners, Inc., with his address being P.O. Box 273, Madison, TN 37116 and/or 8050 Green Acres Lane, Centerville, TN 37033 and/or 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

3. Scott Walker ("Walker") is a natural person, believed to be an employee, agent, officer, director, owner or other affiliated person of Covenant Global Funding, LLC, with his address being 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

4. David W. Howe ("Howe") is a natural person, believed to be an employee, agent, officer, director, owner or other affiliated person of Covenant Management Group, Inc., with his address being 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

5. William H. Hockridge ("Hockridge") is a natural person, believed to be an employee, agent, officer, director, owner or other affiliated person of Covenant Management Group, Inc., with his address being 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

6. Jane Verner ("J. Verner") is a natural person, believed to be an employee, agent, officer, director, owner or other affiliated person of Covenant Management Group, Inc., with her address being 7019 Wilson Pike Circle, Brentwood, TN 37027 and/or 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

7. Kenneth H. Brown ("Brown") is a natural person, believed to be an employee, agent, officer, director, member, owner or other affiliated person of Covenant Covenant Global Funding, LLC, with his address being 5217 Maryland Way, Suite 302, Brentwood, TN 37027.

8. Covenant Global Funding, LLC ("Covenant Global") is a Delaware corporation, with its principal place of business being 5217 Maryland Way, Suite 302, Brentwood, TN 37027.

9. Covenant Management Group, Inc. ("Covenant Management") is a Tennessee corporation, with its principal place of business being 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

10. Centennial Outreach Partners, Inc. ("Centennial") is a Tennessee corporation, with its principal place of business being 5217 Maryland Way, Suite 404, Brentwood, TN 37027.

11. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

12. Covenant Management is engaging in the business of a broker-dealer on an unregistered basis and is currently offering and/ or selling securities from and/or in the state of Tennessee. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by Covenant Management from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

13. Centennial Outreach is engaging in the business of a broker-dealer on an unregistered basis and is currently offering and/ or selling securities from and/or in the state of Tennessee. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by Centennial Outreach from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

14. G. Verner is currently offering and/ or selling securities from and/or in the state of Tennessee although he is not registered with the Division to sell securities. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by G. Verner from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

15. Green is currently offering and/ or selling securities from and/or in the state of Tennessee although he is not registered with the Division to sell securities. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by Green from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

16. Walker is currently offering and/ or selling securities from and/or in the state of Tennessee although he is not registered with the Division to sell securities. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by Walker from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

17. Howe, as an officer of Covenant Management, is responsible for the activities of the corporation and therefore, is currently offering and/ or selling securities from and/or in the state of Tennessee. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by Howe from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

18. Hockridge, as an officer of Covenant Management, is responsible for the activities of the corporation and therefore, is currently offering and/ or selling securities from and/or in the state of Tennessee. The 15.0% Series 2004-A Non-Negotiable

Promissory Notes issued by Covenant Global and sold by Hockridge from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

19. J. Verner, as an officer of Covenant Management, is responsible for the activities of the corporation and therefore, is currently offering and/ or selling securities from and/or in the state of Tennessee. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by J. Verner from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

20. Brown, through his company Covenant Global, is currently offering and/ or selling securities from and/or in the state of Tennessee. The 15.0% Series 2004-A Non-Negotiable Promissory Notes issued by Covenant Global and sold by Brown from and/or in the state of Tennessee are not registered or exempt, nor are they covered securities.

CONCLUSIONS OF LAW

1. Tennessee Code Annotated §48-2-104 provides that it is unlawful for any person to sell any security in this state unless it is registered with the Division, qualified for an exemption pursuant to §48-2-103, or a covered security.

2. Tennessee Code Annotated §48-2-102 provides that a security includes any note.

3. Based upon the Findings of Fact and the Exhibits filed by the Petitioner, the Respondents have violated and are violating Tennessee Code Annotated §48-2-104 by offering, issuing, and/or selling unregistered securities to Tennessee residents.

4. Tennessee Code Annotated §48-2-102(3) provides that a "broker-dealer" means any person engaged in the business of effecting transactions in securities for the account of others, or any person engaged in the business of buying or selling securities

issued by one (1) or more other persons for such person's own account and as part of a regular business rather than in connection with such person's investment activities.

5. Tennessee Code Annotated §48-2-102(2) provides that an "agent" means any individual, other than a broker-dealer, who represents a broker-dealer in effecting or attempting to effect purchases or sales of securities from or in this state.

6. Tennessee Code Annotated §48-2-109(a) provides that it is unlawful for any person to transact business from or in this state as a broker-dealer or agent unless such person is registered as a broker-dealer or agent under this part.

7. Tennessee Code Annotated §48-2-109(b) provides that it is unlawful for any broker-dealer to employ an agent to transact business as an agent unless the agent is registered under this part.

8. Based upon the Findings of Fact and the Exhibits filed by the Petitioner, Respondents have violated and are violating Tennessee Code Annotated §48-2-109(a) and (b) by acting as unregistered broker-dealers and/or employing unregistered agents to solicit Tennessee residents.

9. Tennessee Code Annotated §48-2-116 provides that the Commissioner may make, promulgate, amend, and rescind such Orders as are necessary to carry out the provisions of the Tennessee Securities Act of 1980, as amended, and that such Order is in the public interest, necessary for the protection of investors and consistent with the purposes fairly intended by the policy and provisions of the Act.

10. Tennessee Code Annotated §48-2-116(e)(2) states, in pertinent part, that no Order may be entered without: 1) prior notice to affected parties, unless the Commissioner determines that prior notice would not be in the public interest and would

be detrimental to the protection of investors; 2) an opportunity for a hearing before the Commissioner; and 3) written Findings of Fact and Conclusions of Law.

11. Based upon the Findings of Fact, it would not be in the public interest and it would be detrimental to the protection of investors if prior notice of this Order were given to affected parties.

NOW, THEREFORE, in consideration of the foregoing, it is **ORDERED** that:

1. The Respondents, Glendall D. "Glen" Verner, F. "Francis" Henry Walker, Scott Walker, David W. Howe, William H. Hockridge, Jane Verner, Kenneth H. Brown, Covenant Global Funding, LLC, Centennial Outreach Partners, Inc., and Covenant Management Group, Inc. shall comply with the provisions of the Tennessee Securities Act of 1980, as amended. Specifically, IT IS ORDERED that the Respondents immediately cease and desist from the sale of unregistered notes, and any other unregistered securities to individuals in Tennessee and/or in other states, as well as immediately cease and desist from any activity associated with the sale of these and any other securities.

2. The Respondents, Centennial Outreach Partners, Inc., and Covenant Management Group, Inc., David W. Howe, William H. Hockridge, Jane Verner shall cease and desist in the further conduct as a broker-dealers from or in the state of Tennessee until such time as it is effectively registered with the Division to engage in such activity. Moreover, the aforementioned Respondents shall cease and desist in the employment of unregistered broker-dealer agents.

3. The Respondents, Glendall D. "Glen" Verner, F. "Francis" Henry, Scott Walker shall cease and desist in further conduct as agents of a broker-dealer from or in

the state of Tennessee until such time each is effectively registered with the Division to engage in such activity.

4. All persons in any way assisting, aiding, or helping any of the aforementioned Respondents in any of the aforementioned violations of the Tennessee Securities Act of 1980, as amended, Tennessee Code Annotated §§48-2-101 et seq. shall cease and desist from all such activities in violation of the Tennessee Securities Act of 1980, as amended.

This Order is not intended to prohibit any lawful conduct in which any of the Respondents might be engaged.

Entry of this Order shall not in any way restrict the Tennessee Securities Division or the Commissioner of Commerce and Insurance from taking further action with respect to these or other possible violations by Respondents of the Act or any of the Rules promulgated there under.

This Order shall become a Final Order 30 days from the date of its entry, unless written notification requesting a hearing is made within that 30 day period.

You are advised that you have the right to a hearing as to all matters raised in this Order. If you wish to exercise your right to a hearing, please notify:

DAPHNE D. SMITH
ASSISTANT COMMISSIONER FOR SECURITIES
STATE OF TENNESSEE, DEPARTMENT OF COMMERCE AND INSURANCE
DAVY CROCKETT TOWER, SUITE 680
500 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243

Such request must be received within 30 days of the date of entry of this Order.

Entered this 26th day of May, 2004.

Paula A. Flowers
Paula A. Flowers
Commissioner of Commerce and Insurance

APPROVED FOR ENTRY:

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