



**BEFORE THE COMMISSIONER OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE**

**TENNESSEE SECURITIES DIVISION AND)
TENNESSEE INSURANCE DIVISION,)
Petitioners,)
TYLER WADE MACKIE,)
MACKIE FINANCIAL GROUP LLC)
Respondents.)**

MATTER No. 19-00481

CONSENT ORDER

The Securities Division and Insurance Division of the Tennessee Department of Commerce and Insurance (“Department”), and Tyler Wade Mackie, together with Mackie Financial Group (“The Respondents”) hereby stipulate and agree to the entry and execution of this Consent Order, subject to the approval of the Commissioner of the Tennessee Department of Commerce and Insurance (“Commissioner”) as follows:

I. GENERAL STIPULATIONS

1. It is expressly understood that this Consent Order is subject to and requires the Commissioner’s acceptance and has no force and effect until such acceptance is evidenced by the Commissioner’s signature and execution of this Consent Order. Entry and execution of this Consent Order by the Commissioner shall occur once the Commissioner signs and dates this Consent Order.

2. This Consent Order is entered into by the Respondents for the purpose of avoiding further administrative action with respect to this cause. Should this Consent Order not be accepted by the Commissioner, it is agreed that presentation to and consideration of this Consent Order by the Commissioner shall not unfairly or illegally prejudice the Commissioner from further

participation or resolution of these proceedings.

3. The Respondents fully understand that this Consent Order will in no way preclude additional proceedings by the Commissioner against the Respondents for acts and/or omissions not specifically addressed in this Consent Order nor for facts and/or omissions that do not arise from the facts or transactions addressed herein.

4. The Respondents fully understand that this Consent Order will in no way preclude proceedings by state government representatives, other than the Commissioner, for violations of the law addressed specifically in this Consent Order, or for violations of the law under statutes, rules, or regulations of the State of Tennessee, which may arise out of the facts, acts, or omissions contained in the Statements of Fact and Conclusions of Law stated herein, or which may arise as a result of the execution of this Consent Order.

5. The Respondents expressly waive all further procedural steps and all rights to seek a hearing, judicial review, or to otherwise challenge or contest the validity of this Consent Order, the stipulations and imposition of discipline contained herein, and the consideration and entry and execution of this Consent Order by the Commissioner.

6. The Respondents fully understand that this Consent Order, when entered, will constitute a public document for purposes of any applicable statutes governing public access to government records.

II. AUTHORITY AND JURISDICTION

7. The Commissioner has jurisdiction over securities matters pursuant to Tennessee Code Annotated (“Tenn. Code Ann.”) §§ 48-1-101 to 48-1-201 *et seq.* of the Tennessee Securities Act of 1980, as amended (“Act”). The administration of the Act is vested in the Commissioner pursuant to Tenn. Code Ann. § 48-1-115. Additionally, Title 56 of the Tenn. Code Ann.,

specifically Tenn. Code Ann. §§ 56-1-202 and 56-6-112 (the “Insurance Law”) also places the responsibility of the administration of the Insurance Law on the Commissioner.

III. PARTIES

8. The Tennessee Securities Division is the lawful agent through which the Commissioner administers the Securities Act pursuant to Tenn. Code Ann. § 48-1-115, and it is authorized to bring this action based on the finding that such action 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, pursuant to Tenn. Code Ann. §§ 48-1-112 and 48-1-116.

9. The Tennessee Insurance Division is the lawful agent through which the Commissioner administers the Insurance Law pursuant to Tenn. Code Ann. § 56-1-201 et. sec., and it is authorized to bring this action based on the finding that any person required to be licensed, permitted, or authorized by the division of insurance pursuant to the Insurance Law has violated any statute, rule, or order, pursuant to Tenn. Code Ann. § 56-6-112.

10. Tyler Wade Mackie (Individual CRD# 5007206) (“Respondent Mackie”) is an individual who was registered with Wieniewitz Wealth Management, LLC (CRD # 281622) as a nonexclusive sales and marketing associate. Respondent Mackie’s license with the department terminated on March 12, 2012. Respondent Mackie’s address of record on file with the Division is 4451 N. Roan Street, Ste. 206, Johnson City, TN 37615.

11. Respondent Mackie is also licensed as a Tennessee insurance producer with license number 0896482 with an expiration date of January 31, 2019.

12. Mackie Financial Group, LLC (“Respondent MFG”) is a Tennessee entity and has been licensed with the Insurance Division since November 16, 2012, with Tennessee insurance producer license number 2224048. Respondent Mackie is the Managing Partner and the

Designated Responsible Producer (“DRLP”) of Respondent MFG.

IV. STATEMENTS OF FACT

13. On October 16, 2018, the Financial Services Investigation Unit (“FSIU”) opened an investigation into Prominence Homes, LLC (“Prominence”) due to allegations that Prominence was selling unregistered securities in the form of promissory notes.

14. On February 7, 2019, FSIU entered Order of Investigation number 2019-009, authorizing an investigation into the Respondents by the Securities Division.

15. On February 11, 2019, FSIU entered Inquisitorial Order number 19-005, authorizing an investigation into the Respondents by the Insurance Division.

16. Respondent Mackie is listed as a Managing Partner and the Designated Responsible Licensed Producer for an insurance related business Respondent Mackie advertises on his website as well as on Facebook as “Mackie’s Medicare Shop.”

17. Respondent Mackie became affiliated with Prominence, an Alabama Limited Liability Company, through Henry J. Wieniewitz. Prominence does not have registered securities with the Securities Exchange Commission of the United States nor are its securities registered with the Division.

18. On May 22, 2019, FSIU interviewed Respondent Mackie, during which he admitted to offering investments in Prominence and a separate investment entity, 1 Global Capital, LLC (“1 Global”) in the form of promissory notes to his existing MFG insurance clients in Tennessee and Alabama.

19. During the investigation, Respondent Mackie admitted that he had two (2) clients invest in Prominence, who invested a total of sixty-nine thousand dollars (\$69,000), and six (6) clients invest in 1 Global, who invested a total of four hundred eighty-eight thousand dollars

(\$488,000.00). The Respondents earned between two and a quarter percent (2.25%) to three percent (3.00%) commissions on these investments.

20. The Respondents had no active registration with the Tennessee Securities Division when they sold the securities with Prominence and 1 Global.

21. 1 Global does not have securities registered with the SEC nor are its securities registered with the Division. 1 Global has filed for Chapter 11 Bankruptcy.

V. CONCLUSIONS OF LAW

22. Tenn. Code Ann. § 48-1-102 states, in pertinent part:

...

(3) “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, in, or into this state. A partner, officer, director, or manager of a broker-dealer, or a person occupying similar status or performing similar functions, is an agent only if such person otherwise comes within this definition or receives compensation specifically related to purchases or sales of securities from, in, or into this state. “Agent” does not include such other persons not within the intent of this subdivision (3) as the commissioner may, by rule, exempt from this definition as not in the public interest and necessary for the protection of investors;

(4) “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.

...

...

(9) “Designated adult” means:

(A) An individual sixty-five (65) years of age or older; or

(B) An individual who is eighteen (18) years of age or older and who, because of mental or physical dysfunction, is unable to manage

such person's own resources, carry out activities of daily living, or protect against neglect or hazardous or abusive situations, without assistance from others;

...

(12) “Investment adviser” means any person who, for compensation, engages in the business of advising others, either directly or through publications or writings, as to the value of securities or as to the advisability of investing in, buying, or selling securities, or who for compensation and as a part of a regular business issues or promulgates analyses or reports concerning securities. . . .

(13)(A) “Investment adviser representative” means any partner, officer, or director of (or person occupying a similar status or performing similar functions) an investment adviser, or other individual, except clerical or ministerial personnel, who is employed by or associated with an investment adviser and does any of the following:

- (i) Makes any recommendation or otherwise renders advice regarding securities;
- (ii) Manages accounts or portfolios of clients;
- (iii) Determines which recommendation or advice regarding securities should be given;
- (iv) Solicits, offers, or negotiates for sale of or sells investment advisory services; or
- (v) Supervises employees who perform any such actions; [and]

...

(20)(A) “Security” means any note, stock, treasury stock, bond, debenture, evidence of indebtedness, a life settlement investment or any fractional or pooled interest in a life insurance policy or life settlement investment, certificate of interest or participation in any profit-sharing agreement, collateral-trust certificate, preorganization certificate or subscription, transferable share, investment contract, voting-trust certificate, certificate of deposit for a security, certificate of interest or participation in an oil, gas, or mining title or lease or in payments out of production under such a title or lease; or, in general, any interest or instrument commonly known as a “security,” or any certificate of interest or participation in, temporary or interim certificate for, receipt for, guarantee of, or warrant or right to subscribe to or purchase, any of the foregoing[.] . . .

23. Tenn. Code Ann. § 48-1-104 states:
- (a) It is unlawful for any person to sell any security in this state unless:
 - (1) It is registered under this part;
 - (2) The security or transaction is exempted under § 48-1-103; or
 - (3) The security is a covered security.
 - (b) The commissioner may, after notice and opportunity for a hearing under the Uniform Administrative Procedures Act, compiled in title 4, chapter 5, impose a civil penalty against any person found to be in violation of this section, or any rule or order adopted or issued under this section, in an amount not to exceed ten thousand dollars (\$10,000) per violation, or in an amount not to exceed twenty thousand dollars (\$20,000) per violation if an individual who is a designated adult is a victim.

24. Tenn. Code Ann. § 48-1-109 states, in pertinent part:
- (a) It is unlawful for any person to transact business from, in, or into this state as a broker-dealer or agent unless such person is registered as a broker-dealer or agent under this part . . .[.]
...
 - (c) It is unlawful for any person to transact business from, in, or into this state as an investment adviser or investment adviser representative unless:
 - (1) The person is registered as an investment adviser or investment adviser representative under this part[.]
...
 - (e) The commissioner may, after notice and an opportunity for a hearing under the Uniform Administrative Procedures Act, compiled in title 4, chapter 5, impose a civil penalty against any person found to be in violation of this section, or any rule or order adopted or issued under this section, in an amount not to exceed ten thousand dollars (\$10,000) per violation, or in an amount not to exceed twenty thousand dollars (\$20,000) per violation if an individual who is a designated adult is a victim.

25. Pursuant to Tenn. Code Ann. § 48-1-115(a), the responsibility for the administration of the Securities Act is vested in the Commissioner. The Division is the lawful agent through which the Commissioner discharges this responsibility pursuant to Tenn. Code Ann. § 48-1-115(b).

26. Pursuant to Tenn. Code Ann. § 48-1-116(a), the commissioner may from time to time make, promulgate, amend, and rescind such rules, forms, and orders as are necessary to carry out this part.

27. Tenn. Code Ann. § 56-6-112 provides:

(a) The commissioner may place on probation, suspend, revoke or refuse to issue or renew a license issued under this part or may levy a civil penalty in accordance with this section or take any combination of those actions, for any one (1) or more of the following causes:

...

(2) Violating any law, rule, regulation, subpoena or order of the commissioner or of another state's commissioner;

...

(7) Having admitted or been found to have committed any insurance unfair trade practice...; [and]

(8) ... [D]emonstrating... financial irresponsibility in the conduct of business in this state or elsewhere[.]

...

(e) The commissioner shall retain the authority to enforce this part and impose any penalty or remedy authorized by this part and this title against any person who is under investigation for or charged with a violation of this part or this title, even if the person's license has been surrendered or has lapsed by operation of law.

(f) The commissioner may serve a notice or order in any action arising

under this part by registered or certified mail to the insurance producer or applicant at the address of record in the files of the department. Notwithstanding any law to the contrary, service in the manner set forth in this subsection (f) shall be deemed to constitute actual service on the insurance producer or applicant.

(g) If, after providing notice consistent with the process established by § 4-5-320(c), and providing the opportunity for a contested case hearing held in accordance with the Uniform Administrative Procedures Act, compiled in title 4, chapter 5, the commissioner finds that any person required to be licensed, permitted, or authorized by the division of insurance pursuant to this chapter has violated any statute, rule or order, the commissioner may, at the commissioner's discretion, order:

- (1) The person to cease and desist from engaging in the act or practice giving rise to the violation;
- (2) Payment of a monetary penalty of not more than one thousand dollars (\$1,000) for each violation, but not to exceed an aggregate penalty of one hundred thousand dollars (\$100,000). This subdivision (g)(2) shall not apply where a statute or rule specifically provides for other civil penalties for the violation. For purposes of this subdivision (g)(2), each day of continued violation shall constitute a separate violation; and
- (3) The suspension or revocation of the person's license.

(h) In determining the amount of penalty to assess under this section, the commissioner shall consider:

- (1) Whether the person could reasonably have interpreted such person's actions to be in compliance with the obligations required by a statute, rule or order;
- (2) Whether the amount imposed will be a substantial economic deterrent to the violator;
- (3) The circumstances leading to the violation;
- (4) The severity of the violation and the risk of harm to the public;
- (5) The economic benefits gained by the violator as a result of noncompliance;

- (6) The interest of the public; and
- (7) The person's efforts to cure the violation.

28. Tenn. Code Ann. § 56-8-104 provides the following practices are defined as unfair trade practices in the business of insurance by any person:

...

- (2) **FALSE INFORMATION AND ADVERTISING GENERALLY.** Making, publishing, disseminating, circulating or placing before the public, or causing, directly or indirectly to be made, published, disseminated, circulated, or placed before the public, in a newspaper, magazine or other publication, or in the form of a notice, circular, pamphlet, letter or poster, or over any radio or television station, or in any other way, an advertisement, announcement or statement containing any assertion, representation or statement with respect to the business of insurance or with respect to any insurer in the conduct of its insurance business, that is untrue, deceptive or misleading[.]

29. Pursuant to 42 U.S.C. 1320b-10(a)(1), “[n]o person may use, in connection with any item constituting an advertisement, solicitation, circular, book, pamphlet, or other communication (including any Internet or other electronic communication), or a play, motion picture, broadcast, telecast, or other production, alone or with other words, letters, symbols, or emblems . . . the words . . . “Medicare”, [or] “Centers for Medicare & Medicaid . . . or any other combination or variation of such words or letters . . . in a manner which such person knows or should know would convey, or in a manner which reasonably could be interpreted or construed as conveying, the false impression that such item is approved, endorsed, or authorized by the Social Security Administration, the Centers for Medicare & Medicaid Services, or the Department of Health and Human Services or that such person has some connection with, or authorization from, the Social Security Administration, the Centers for Medicare & Medicaid Services, or the Department of Health and Human Services.”

30. Based on the Statements of Fact above, the Respondents sold eight (8) unregistered securities in Prominence and 1 Global in violation of Tenn. Code Ann. § 48-1-104. These violations authorize the assessment of civil penalties.

31. Based on the Statements of Fact above, the Respondents transacted business as an investment adviser without registering with the Securities Division in violation of Tenn. Code Ann. § 48-1-109. This violation authorizes the assessment of civil penalties.

32. Based on the Statements of Fact above, the Respondents violated a law, rule, regulation, subpoena, or order of the Commissioner when they used the name “Mackie’s Medicare Shop” for advertisements, a website, and a Facebook page, in violation of Tenn. Code Ann. §§ 56-6-112(a)(2), 56-8-104, and 42 U.S.C. 1320b-10(a)(1). This violation authorizes the assessment of civil penalties.

33. Based on the Statements of Fact above, the Respondents committed an insurance unfair trade practice when they sold eight (8) unregistered securities to their insurance clients, while not being registered to sell these securities, in violation of Tenn. Code Ann. § 56-6-112(a)(7). This violation authorizes the assessment of civil penalties.

34. Based on the Statements of Fact above, the Respondents demonstrated financial irresponsibility in the conduct of business in this state or elsewhere when they sold eight (8) unregistered securities to their insurance clients, while being unregistered to sell these securities, in violation of Tenn. Code Ann. § 56-6-112(a)(8). This violation authorizes the assessment of civil penalties.

35. The Commissioner finds the following relief appropriate, in the public interest, and necessary for the protection of investors.

36. These violations authorize the revocation of the Respondents' insurance producer licenses and the assessment of civil penalties.

37. The Respondents hereby acknowledge the Commissioner's authority to administer the statutes cited herein, concede that the interpretation of the statutes cited herein are reasonable and enforceable, and agree to the Commissioner's entry and execution of this Consent Order, including each of the following sanctions ordered below.

VI. ORDER

NOW, THEREFORE, based on the foregoing, including the Respondents' waiver of the right to a hearing and appeal under the Act and the Tennessee Uniform Administrative Procedures Act, Tenn. Code Ann. §§ 4-5-101 *et seq.*, and the Respondents' admission to the jurisdiction of the Commissioner, the Commissioner finds that the Respondents agree to the entry and execution of this Consent Order to settle this matter as evidenced by the Respondents' signatures.

IT IS ORDERED, pursuant to Tenn. Code Ann. §§ 48-1-112, 48-1-116, and 56-6-112 that:

38. The Respondents **CEASE AND DESIST** violating the Securities Act and Insurance Law;

39. Respondent Mackie shall **PAY** to the State of Tennessee of twenty-five thousand dollars (\$25,000), which shall be designated to the Securities Enforcement and Legal Training Fund. The payment shall be made by check payable to the **Tennessee Department of Commerce and Insurance**.

40. Respondent MFG shall **PAY** to the State of Tennessee of twenty-five thousand dollars (\$25,000), which shall be designated to the Securities Enforcement and Legal Training Fund. The payment shall be made by check payable to the **Tennessee Department of Commerce and Insurance**.

41. Page one (1) of this Consent Order must accompany all civil penalty payments for reference. Payment shall be remitted within thirty (30) days after the entry and execution of this Consent Order, as evidenced by the Commissioner's signature, and mailed to the attention of:

Tennessee Department of Commerce and Insurance
Legal Division
Attn: Samuel L. Moore
500 James Robertson Parkway
Davy Crockett Tower
Nashville, TN 37243

42. Respondent Tyler Wade Mackie's Tennessee insurance producer license, number 0896482, is hereby **REVOKED**;

43. Respondent Tyler Wade Mackie is **PERMANENTLY BARRED** from registration with the Tennessee Securities Division and from conducting securities business in Tennessee as a broker-dealer, agent, investment adviser, or investment adviser representative in any capacity.

44. Respondent Mackie Financial Group, LLC's insurance producer license, number 2224048, is hereby **REVOKED**;

45. This Consent Order represents the complete and final resolution of and discharge of all administrative and civil claims, demands, actions, and causes of action by the Commissioner against the Respondent for violations of the Act with respect to the transactions involved in the above-referenced facts. However, excluded from, and not covered by this paragraph, are any claims by the Division arising from or relating to the enforcement of the Consent Order provisions contained herein.


46. This Consent Order is in the best interest of both the public and the parties, and it represents a compromise and settlement of the controversy between the parties. By signature

affixed below, the Respondents state that they have (1) freely agreed to the entry and execution of this Consent Order; (2) effectively consulted with legal counsel in this matter; (3) reviewed the Statements of Fact and Conclusions of Law contained herein; and (4) waived their right to a hearing on the matters underlying this Consent Order and the enforcement of this Consent Order. The Respondents further state that no threats or promises of any kind have been made by the Commissioner, the Division, or any agent or representative thereof with regard to this Consent Order.


47. By signing this Consent Order, the parties affirmatively state their agreement to be bound by the terms of this Consent Order and aver that no promises or offers relating to the circumstances described herein, other than the terms of the settlement as set forth herein, are binding upon them.

48. This Consent Order may be executed in two (2) or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same document. The facsimile, email, or other electronically delivered signatures of the parties shall be deemed to constitute original signatures, and facsimile or electronic copies shall be deemed to constitute duplicate originals.

ENTERED AND EXECUTED April 12, 2023.

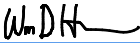

Carter Lawrence (Apr 12, 2023 08:54 CDT)
Carter Lawrence, Commissioner
Department of Commerce and Insurance

APPROVED FOR ENTRY AND EXECUTION:


Elizabeth Bowling (Apr 11, 2023 13:18 CDT)
Elizabeth Bowling, Assistant Commissioner
Tennessee Securities Division
Department of Commerce and Insurance

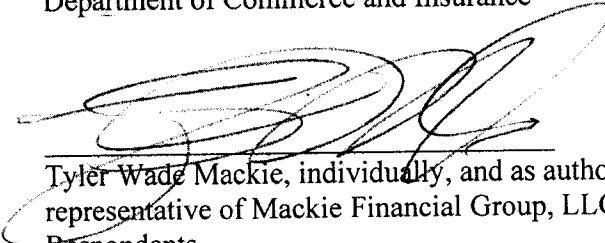
Apr 11, 2023

Date


Bill Huddleston (Apr 11, 2023 13:35 CDT)
Bill Huddleston, Assistant Commissioner
Tennessee Insurance Division
Department of Commerce and Insurance

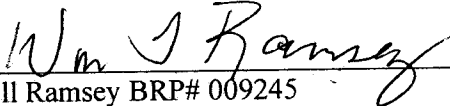
Apr 11, 2023

Date


Tyler Wade Mackie, individually, and as authorized
representative of Mackie Financial Group, LLC.
Respondents


4-6-2023

Date


Bill Ramsey BRP# 009245
Counsel for Respondents
Neal & Harwell, PLC
1201 Demonbreun St #1000
Nashville, TN 37203

4/7/23

Date


Samuel L. Moore, BRP# 031342
Associate General Counsel
Tennessee Department of Commerce and Insurance
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Nashville, TN 37243
(615) 399-4278
Samuel.L.Moore@tn.gov

Apr 11, 2023

Date