

BEFORE THE DEPARTMENT OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE, AT NASHVILLE State of Tennessee

IN THE MATTER OF:)
)
TENNESSEE SECURITIES DIVISION,)
Petitioner)
)
v.)
)
MAVEN CAPITAL CORPORATION,)
RODD BUCKLE d/b/a RODD BUCKLE)
SPORTS, CHRISTOPHER SPINTZYK,)
ROY HUDDLESTON and HERB JENSEN,)
Respondents)

DOCKET NO. 12.06-002881J
File No. 98.005

FEB 16 2000
Securities Division
Enforcement Section
RECEIVED
FEB 15 2000
DEPT. OF COMMERCE & INSURANCE
OFFICE OF LEGAL COUNSEL

NOTICE OF AN INITIAL ORDER BECOMING A FINAL ORDER

All parties are hereby notified that on **February 10, 2000**, the Initial Order entered in this matter became a Final Order pursuant to T.C.A. §4-5-318(f)(3), no party having filed a Petition for Appeal to the Agency pursuant to T.C.A. §4-5-315, within the ten (10) days permitted for such petitions, and the Agency having failed to issue a Notice of Intention to Review within the ten (10) days permitted under T.C.A. §4-5-315(b).

THE FINAL ORDER MAY BE REVIEWED IN THE FOLLOWING MANNER:

Within ten (10) days after the effective date of the Final Order, as listed above, any party may petition the Administrative Judge for reconsideration of the Final Order. If no action is taken within twenty (20) days of filing of the petition, it is deemed denied. See T.C.A. §4-5-317.

Any party may petition the Commissioner of the Department of Commerce and Insurance stay of the Final Order within seven (7) days after the effective date of the Order. See T.C.A. §4-5-316.

Any person aggrieved by this final decision may seek judicial review in a Chancery Court having jurisdiction within sixty (60) days after the date of the Final Order as listed above or, if a Petition for Reconsideration of the Final Order is granted, within sixty (60) days of the entry date of the Final Order disposing of the petition. (However, the filing of a Petition for Reconsideration does not itself act to extend the sixty-day period, if the Petition is not granted.) A reviewing court may also order a stay of the Final Order upon appropriate terms. See T.C.A. §4-5-322 and §4-5-317.

Charles C. Sullivan II
Charles C. Sullivan II, Director
Administrative Procedures Division

If any party has knowledge of an Appeal of the Initial Order or a Notice of Intention to Review the Initial Order having been filed within the required ten (10) days, contrary to the above information, please notify this office, telephone (615) 741-7008 or 741-2078, and this Notice may be set aside.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of this document has been served upon counsel and all interested parties by delivering same to them at their address of record by placing a true and correct copy of same in the United States mail, postage prepaid.

This 11th day of February, 2000.

D. Lynn Hancock
Administrative Procedures Division
Office of the Secretary of State

**BEFORE THE DEPARTMENT OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE, AT NASHVILLE**

IN THE MATTER OF:)
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TENNESSEE SECURITIES DIVISION,)
 Petitioner)
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v.)
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MAVEN CAPITAL CORPORATION,)
RODD BUCKLE d/b/a RODD BUCKLE)
SPORTS, CHRISTOPHER SPINTZYK,)
ROY HUDDLESTON and)
HERB JENSEN)
 Respondents)

DOCKET NO. 12.06-002881J
File No. 98-005

ORDER

THIS ORDER IS AN INITIAL ORDER RENDERED BY AN ADMINISTRATIVE JUDGE WITH THE ADMINISTRATIVE PROCEDURES DIVISION.

THE INITIAL ORDER IS NOT A FINAL ORDER BUT SHALL BECOME A FINAL ORDER UNLESS:

1. PARTY FILES A WRITTEN APPEAL OR PETITION FOR RECONSIDERATION WITH THE ADMINISTRATIVE PROCEDURES DIVISION NO LATER THAN **February 10, 2000.**

OR

2. THE AGENCY FILES A WRITTEN NOTICE OF REVIEW WITH THE ADMINISTRATIVE PROCEDURES DIVISION NO LATER THAN **February 10, 2000.**

YOU MUST FILE THE APPEAL, PETITION FOR RECONSIDERATION OR NOTICE OF REVIEW WITH THE ADMINISTRATIVE PROCEDURES DIVISION. THE ADDRESS OF THE ADMINISTRATIVE PROCEDURES DIVISION IS:

SECRETARY OF STATE
ADMINISTRATIVE PROCEDURES DIVISION
SUITE 1700, JAMES K. POLK BUILDING
NASHVILLE, TN 37243-0307

IF YOU HAVE ANY FURTHER QUESTIONS, PLEASE CALL THE ADMINISTRATIVE PROCEDURES DIVISION, 615/741-7008 OR 741-2078. PLEASE CONSULT APPENDIX A AFFIXED TO THE INITIAL ORDER FOR NOTICE OF APPEAL PROCEDURES.

**BEFORE THE DEPARTMENT OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE, AT NASHVILLE**

RECEIVED
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SECRETARY OF STATE

TENNESSEE SECURITIES DIVISION,

petitioner,

v.

MAVEN CAPITAL CORPORATION,
RODD BUCKLE d/b/a RODD BUCKLE SPORTS,
CHRISTOPHER SPINTZYK,
ROY HUDDLESTON and
HERB JENSEN.

respondents.

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) File No. 98-005
) > UAPA No. 12.06-002881J
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NOTICE OF DEFAULT AND INITIAL ORDER

This matter came on to be heard on the 23d day of September, 1999, before the Honorable Thomas G. Stovall, Administrative Judge, assigned by the Secretary of State, and sitting for the Commissioner of the State of Tennessee Department of Commerce and Insurance in Nashville, Tennessee. G. Everett Sinor, Jr., Staff Counsel, represented the petitioner, the Tennessee Securities Division. The respondents, Maven Capital Corporation, Rodd Buckle d/b/a Rodd Buckle Sports, Christopher Spintzyk and Herb Jensen were not present, nor did an attorney or other representative appear on their behalf. Roy Huddleston did personally appear at this hearing, without counsel, and this order pertains and applies to him, save those provisions relating to the default of the other respondents. The subject of the hearing regarded violations of the Tennessee Securities Act of 1980, codified at Tenn. Code Ann. §§ 48-2-101, et seq.

[hereinafter the Act], that the petitioner averred that the respondents engaged in. In the petitioner's Complaint and Notice of Hearing, the petitioner prayed that the respondents be ordered, inter alia, to cease and desist in the activities in which they were engaged that violated the Act.

I. ORDER OF DEFAULT

This matter was heard upon the petitioner's Motion for Default with respect to the following respondents: Maven Capital Corporation, Rodd Buckle d/b/a Rodd Buckle Sports, Christopher Spintzyk and Herb Jensen, due to such respondents' failure to appear at the hearing after receiving proper notice thereof. The record indicates that the respondents, Maven Capital Corporation, Rodd Buckle d/b/a Rodd Buckle Sports, Christopher Spintzyk and Herb Jensen, received notice of the hearing and were aware of the consequences of their failure to appear. After consideration of the record, it was determined that the petitioner's motion was proper with respect to these respondents. The respondents, Maven Capital Corporation, Rodd Buckle d/b/a Rodd Buckle Sports, Christopher Spintzyk and Herb Jensen, were held in **DEFAULT**, and the petitioner was permitted to proceed with an uncontested case. No Motion for Default was tendered by the petitioner respecting the respondent, Roy Huddleston, as Mr. Huddleston appeared at the September 23, 1999 hearing.

II. FINDINGS OF FACT

This honorable tribunal finds, as a matter of fact, that:

1. The Petitioner, the Tennessee Securities Division of the Department of Commerce

and Insurance [hereinafter the Division], is the lawful agent through which the Commissioner administers the Act, and is authorized to bring this action for the protection of the investors and the public. The Division's official residence and place of business is in Nashville, Davidson County, Tennessee;

2. The Respondent, Maven Capital Corporation [hereinafter Maven Capital], is a Tennessee Corporation, originally chartered in this state on the 24th day of February, 1989. Maven Capital has its principal place of business at 1304 Villa Place, Nashville, Tennessee 37212. Maven Capital was not, at times pertinent to the events described herein, registered with the Division as a broker-dealer;

3. The Respondent, Rodd Buckle d/b/a Rodd Buckle Sports [hereinafter Mr. Buckle], was, at times pertinent to the events described herein, President and Chief Executive Officer of Maven Capital. Mr. Buckle lists his business address as Post Office Box 60925, Boulder City, Nevada 89006-0925. Neither Rodd Buckle nor Rodd Buckle Sports were, at times pertinent to the events described herein, registered with the Division as an agent or broker-dealer;

4. The Respondent, Christopher Spintzyk [hereinafter Mr. Spintzyk], was, at times pertinent to the events described herein, in the Investors Relations office of Maven Capital. Mr. Spintzyk lists his business address as Maven Capital's principal place of business, 1304 Villa Place, Nashville, Tennessee 37212. Mr. Spintzyk's current address is believed to be 2941 Nautilus Drive, Nashville, Tennessee 37217. Mr. Spintzyk was not, at times pertinent to the events described herein, registered with the Division as an agent;

5. The Respondent, Roy Huddleston [hereinafter Mr. Huddleston], was, at times pertinent to the events described herein, the Director of Investor Relations for Maven Capital.

Mr. Huddleston lists his business address as Maven Capital's principal place of business, 1304 Villa Place, Nashville, Tennessee 37212. At the September 23, 1999 hearing, Mr. Huddleston represented to this honorable tribunal that his present address was 3387 Mimosa Drive, Nashville, Tennessee. Mr. Huddleston was not, at times pertinent to the events described herein, registered with the Division as an agent;

6. The Respondent, Herb Jensen [hereinafter Mr. Jensen], was, at times pertinent to the events described herein, the Director of Finance for Maven Capital. Mr. Jensen lists his business address as Maven Capital's principal place of business, 1304 Villa Place, Nashville, Tennessee 37212. Mr. Jensen was not, at times pertinent to the events described herein, registered with the Division as an agent;

7. The Respondent, Maven Capital, represents itself to be a Corporation engaged in the business of soliciting capital to be used in an investment scheme. More specifically, Maven Capital markets a plan whereby it contracts with investors to issue and execute a non-recourse promissory note (attached as Exhibit "A" to the petition filed in this matter) in exchange for capital. As a part of this plan, the funds exchanged for the note are used to buy stocks and other similar types of securities. These securities are then used as collateral so that Maven Capital can borrow funds from a financial institution;

8. These borrowed funds are then used in a variety of ways. Maven Capital's marketing literature suggests that the borrowed funds are loaned to Mr. Buckle for use in various gambling enterprises in the State of Nevada. Other evidence presented at the September 23, 1999 hearing suggests that possibly a major portion of the borrowed funds are invested in hotel and casino holdings related to the gaming industry;

9. In much of Maven Capital's marketing literature, it is represented to the potential investor that fifteen percent (15%) of Mr. Buckle's profits that are derived from monies loaned to him by Maven Capital are retained by Mr. Buckle, ten percent (10%) of those profits are retained by Maven Capital, and the remaining seventy-five percent (75%) of the profits are returned to the investor, along with his original investment;

10. Representations are made in marketing literature distributed by Maven Capital, to wit, that the chance of the investment hitting a downward spiral is "absolutely nonexistent," and that it is "highly unlikely" the fund will ever lose because its Money Management System is "calibrated to achieve positive results at a 50% win ratio";

11. The Respondents, Messrs. Buckle, Spintzyk, Huddleston and Jensen, have marketed and sold the non-recourse promissory notes issued by Maven Capital as described, supra, Part II, ¶ 7, on behalf of Maven Capital and Rodd Buckle Sports;

12. The non-recourse promissory notes described, supra, Part II, ¶ 7, are securities as defined by Tenn. Code Ann. § 48-2-102(12) and have not been registered with the Division as a security, as sworn to in an Affidavit executed by Cora M. Alston, attached as Exhibit "B" to the petition filed in this matter;

III. CONCLUSIONS OF LAW

This honorable tribunal concludes, as a matter of law, that:

1. The Commissioner of the Department of Commerce and Insurance for the State of Tennessee [hereinafter the Commissioner] has jurisdiction pursuant to the Tennessee Securities Act of 1980, Tenn. Code Ann. §§ 48-2-101, et seq.;

2. The Act places the responsibility for the administration of its provisions upon the Commissioner;

3. Tenn. Code Ann. § 48-2-102(2) states in pertinent part that an agent means any individual, other than a broker-dealer, who is employed, appointed, or authorized by a broker-dealer to sell securities from, in, or into this state and who is paid or given a commission or other remuneration, directly or indirectly, for soliciting a sale of securities to or from any person in this state;

4. Tenn. Code Ann. § 48-2-102(3) states in pertinent part 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. Tenn. Code Ann. § 48-2-102(12) defines a security to mean "any note, stock, treasury stock, bond, debenture, evidence of indebtedness, 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;"

6. Tenn. Code Ann. § 48-2-119 states in pertinent part that whenever it appears to

the Commissioner that any person has engaged or is about to engage in any act or practice constituting a violation of any provisions of the Act or any rule or order thereunder, he may enjoin the acts or practices and enforce compliance. The Commissioner has the discretion to enforce compliance in the manner in which he sees fit;

7. The Respondents have marketed and sold securities, with the knowledge that those securities have not been properly and duly registered with the Division, in violation of Tenn. Code Ann. § 48-2-104;

8. The Respondents did employ a device, scheme or artifice to defraud with respect to the sale of securities to numerous individuals; and did make untrue statements of material fact or omitted to state material facts necessary in order to make statements made, in light of the circumstances under which they were made, not misleading with respect to the sale of securities to numerous individuals, all in violation of Tenn. Code Ann. § 48-2-121.

IV. ORDER

Based upon the foregoing, it is hereby **ORDERED** that the Agreed Interim Cease and Desist Order entered by this honorable tribunal on the 26th day of June, 1998 is made permanent and it is hereby **ORDERED** by this honorable tribunal that the Respondents, Maven Capital Corporation, Rodd Buckle d/b/a Rodd Buckle Sports, Christopher Spintzyk, Roy Huddleston and Herb Jensen, shall permanently **CEASE AND DESIST** from selling unregistered securities to any person from, in or into the State of Tennessee; shall permanently **CEASE AND DESIST** from employing devices, schemes and artifices to defraud persons with respect to the sale of securities from in or into the State of Tennessee; shall permanently **CEASE AND DESIST** from

making untrue statements of material fact or omitting to state material facts necessary in order to make statements made, in light of the circumstances under which they were made, not misleading with respect to the sale of securities; and shall further **CEASE AND DESIST** from otherwise violating the Tennessee Securities Act of 1980, Tenn. Code Ann. §§ 48-2-101, et seq.

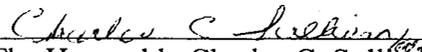
It is so **ORDERED**.

This Initial Order is **ENTERED** and **EFFECTIVE** this 31st day of January, 2000.



The Honorable Thomas G. Stovall
Administrative Judge

FILED in the Administrative Procedures Division, Office of the Secretary of State, on this 31st day of January, 2000.



The Honorable Charles C. Sullivan, II, Director
Administrative Procedures Division

Certificate of Service

The undersigned hereby certifies that a true and correct copy of the foregoing Notice of Default and Initial Order has been served upon all interested parties by delivering same to them at their address of record by placing same in the United States Mails, first class, postage prepaid on this 31st day of January, 2000.

Debra M. Harned
Administrative Procedures Division
Office of the Secretary of State

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