



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

**TENNESSEE SECURITIES DIVISION AND)
TENNESSEE INSURANCE DIVISION,)**

Petitioners,)

v.)

JARED EDWARD WILLIAMS,)

Respondent.)

APD No.: 12.06-213980J

TSD No.: 21-040

TID No.: 21-128

AGREED ORDER

The Securities Division of the Tennessee Department of Commerce and Insurance (“Division”), by and through undersigned counsel, and Jared Edward Williams (“Respondent”) agree to the entry and execution of this Agreed Order in accordance with Tennessee Code Annotated (“Tenn. Code Ann.”) § 48-1-116 of the Tennessee Securities Act of 1980 (“Act”), as amended, and Tenn. Code Ann. §§ 48-1-101 to 48-1-201, subject to the approval of the Commissioner of the Tennessee Department of Commerce and Insurance (“Commissioner”).

I. PARTIES

1. The Division is the lawful agent through which the Commissioner administers the 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.

2. Jared Edward Williams (the “Respondent”) is a resident of Tennessee and is currently licensed with the Insurance Division, with Tennessee producer license number 1034723, which has an expiration date of June 30, 2024.

3. The Respondent is not currently registered with the Securities Division and holds Central Registration Depository (“CRD”) number 5797392, assigned by the Financial Industry Regulatory Authority (“FINRA”).

II. GENERAL STIPULATIONS

4. It is expressly understood that this Agreed Order is subject to the Commissioner’s acceptance and has no force and effect until such acceptance is evidenced by the entry and execution of this Agreed Order by the Commissioner. Entry and execution of this Agreed Order by the Commissioner shall occur when the Commissioner signs and dates this Agreed Order.

5. It is expressly understood that this Agreed 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.

6. This Agreed Order is executed by the Commissioner, the Division, and the Respondent to avoid further administrative action with respect to the findings of fact described herein. Should this Agreed Order not be accepted by the Commissioner, it is agreed that presentation to and consideration of this Agreed Order by the Commissioner shall not unfairly or illegally prejudice the Commissioner from further participation or resolution of these proceedings.

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

8. The Respondent fully understands that this Agreed Order will in no way preclude proceedings by state government representatives, other than the Commissioner, for acts or omissions addressed specifically in this Agreed Order, violations of law under statutes, rules, or regulations of the State of Tennessee that arise out of the facts, acts, or omissions contained in this Agreed Order, or acts or omissions addressed specifically herein that result from the execution of this Agreed Order.

9. The Respondent waives all further procedural steps and all rights to seek judicial review of, or otherwise challenge the validity of, this Agreed Order, the stipulations and imposition of discipline contained herein, or the consideration and entry and execution of this Agreed Order by the Commissioner.

III. FINDINGS OF FACT

10. 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.

11. During FSIU’s investigation into Prominence, it was found that the Respondent sold unregistered securities related to Prominence to his insurance clients.

12. On February 7, 2019, FSIU entered Order of Investigation number 2019-010, authorizing an investigation into the Respondent by the Securities Division.

13. On February 11, 2019, FSIU entered Inquisitorial Order number 19-006, authorizing an investigation into the Respondent by the Insurance Division.

14. FSIU’s investigation revealed that the Respondent sold seventeen (17) unregistered promissory notes related to Prominence and one unregistered promissory note related to 1 Global Capital, LLC, (“1 Global”), between the dates of April 4, 2018, and

December 4, 2018.

15. FSIU’s investigation further revealed that the Respondent was not registered with the Division to engage in the business of securities between the dates of April 4, 2018, and December 4, 2018.

IV. CONCLUSIONS OF LAW

16. 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. . . .;

...

(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;

...

(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[.]

17. Tenn. Code Ann. § 48-1-104 states, in pertinent part:

- (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.

18. 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.

19. The Division is authorized to bring this action based on a finding by the Commissioner that the 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. Tenn. Code Ann. § 48-1-116(b).

20. The Findings of Fact detailed above show that the Respondent violated Tenn. Code Ann. §§ 48-1-104 and 48-1-109.

21. Accordingly, the Parties find the following relief appropriate, in the public interest, and necessary for the protection of investors.

V. ORDER

NOW, THEREFORE, based on the foregoing, including the Respondent’s 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 Respondent's admission to the jurisdiction of the Commissioner, the Commissioner finds that the Respondent agrees to the entry and execution of this Agreed Order to settle this matter as evidenced by the Respondent's signature.

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

1. The Respondent shall **COMPLY** with the Act, as amended, and all rules promulgated thereunder;
2. The Respondent shall **CEASE AND DESIST** from further prohibited activity as outlined in the above findings of fact;
3. The Respondent shall be **BARRED** from applying for a Securities registration for a period of 10 years from the entry of this Order.
4. The Respondent's pending Investment Adviser Representative application and Investment Adviser application for Biblical Wealth Advisors, LLC. shall be withdrawn.
5. The Respondent shall be required to complete three (3) additional hours of insurance producer ethics continuing education classes annually for a period of two (2) years from the entry of this order. Proof of compliance shall be provided at the end of each applicable reporting period and be sent to:

**State of Tennessee
Department of Commerce and Insurance
Securities Division
500 James Robertson Parkway
Davy Crockett Tower
Nashville, Tennessee 37243**

6. The Respondent shall be permitted to retain his insurance producer license number 1034723.

7. The Respondent shall **PAY** restitution in the amount of fifteen thousand dollars (\$15,000) to Terry Bailey within six (6) months from the date of the entry of this order. Proof of restitution payment shall be sent no later than March 30, 2023 to:

**State of Tennessee
Department of Commerce and Insurance
Attn: Alex G. Corder
500 James Robertson Parkway
Davy Crockett Tower
Nashville, Tennessee 37243**

8. The Respondent is hereby **ORDERED** to pay a civil penalty in the amount of twenty-five thousand dollars (\$25,000.00) to the Tennessee Securities Investor Education Fund. The payment of such civil penalty shall be made by check payable to the State of Tennessee, Securities Division. Page one (1) of this Agreed Order must accompany each payment for reference. The payment shall be mailed to the attention of:

**State of Tennessee
Department of Commerce and Insurance
Attn: Legal Division
500 James Robertson Parkway
Davy Crockett Tower
Nashville, Tennessee 37243**

Payment shall be made in installments of four hundred and sixteen dollars and sixty-seven cents (\$416.67) per month for a period of sixty (60) months (5 years) starting on March 1, 2023, until paid.

9. If the Respondent fails to timely make payments by the date agreed and/or in the amount agreed according to the schedule set forth above more than two (2) times in said schedule, all outstanding payments under this Agreed Order minus any payments made, shall become due and payable immediately at the discretion of the staff of the Division without further application to the Division. The Respondent's failure to comply with the terms of this Agreed Order, including

the manner and method of payment of the civil penalty described above, shall result in further administrative disciplinary action by the Commissioner, which may include the assessment of additional civil penalties.

10. **IT IS FURTHER ORDERED** that this Agreed 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 Agreed Order provisions contained herein.

11. The Ex Parte Cease and Desist Order entered by the Commissioner July 27th, 2022 is a final order.

12. This Agreed Order is in the public interest and the best interests of the Parties. It represents a settlement of the controversy between the Parties and is for settlement purposes only. By the signatures affixed below, or in two (2) or more counterparts, the Respondent affirmatively states the following: the Respondent freely agrees to the entry and execution of this Agreed Order; the Respondent waives the right to a hearing on, or a review of, the matters, the Findings of Fact, and the Conclusions of Law underlying this Agreed Order or the enforcement of this Agreed Order; and the Respondent encountered no threats or promises of any kind by the Commissioner, the Division, or any agent or representative thereof.

13. By signing this Agreed Order, the Commissioner, the Division, and the Respondent affirmatively states their agreement to be bound by the terms of this Agreed Order and aver that no promises or offers relating to the circumstances described herein, other than the terms of settlement as set forth in this Agreed Order, are binding upon them.

14. This Agreed 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 September 6, 2022.


Carter Lawrence (Sep 6, 2022 15:45 CDT)

Carter Lawrence, Commissioner
Department of Commerce and Insurance

This Agreed Order is entered and effective this 7th day of September, 2022. Once signed by the Administrative Law Judge presiding over this matter, this matter will be **DISMISSED WITH PREJUDICE** as there are no issues remaining to be resolved.

It is so **ORDERED**.


Richard Murrell
Administrative Judge
Administrative Procedures Division
Office of the Secretary of State

APPROVED FOR ENTRY AND EXECUTION THIS AUGUST 30, 2022:



Jared Edward Williams
Respondent



Moziano S. Reliford, III, BPR #036170
Attorney for the Respondent



Elizabeth Bowling
Assistant Commissioner for Securities
Department of Commerce and Insurance



Alex G. Corder, BPR #034191
Associate General Counsel
Department of Commerce and Insurance



Lovemore N. Gororo, BPR #036386
Associate General Counsel
Department of Commerce and Insurance

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of this Agreed Order will be served upon the Respondent's attorney via e-mail and regular mail, to the below enclosed address on September 6th, 2022.

Moziano S. Reliford, III
Kymberly Kester
401 Commerce St., Suite 900
Nashville, TN 37219
treliford@polsinelli.com
kkester@polsinelli.com

Alex Corder

Alex G. Corder

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