BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES

In the Matter of
FREDDIE M. CARSON
a/k/a MARSHALL CARSON

Respondent.

WAIVER AND CONSENT
TO ORDER

File No. S-06089(EX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order, hereby waives its right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this 3rd day of JANUARY, 2008

FREDDIE M. CARSON

State of TN
County of KNOX

Subscribed before me this 3rd Day of January, 2008

My Commission Expires 2/09/09