

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 54547 / September 29, 2006

ADMINISTRATIVE PROCEEDING  
File No. 3-11246

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In the Matter of	:	
	:	
Freedom Financial, Inc.	:	ORDER APPROVING
Freedom Track, Inc.	:	DISTRIBUTION OF
Freedom Financial Group, Inc.	:	DISGORGEMENT FUND
Associated Investment Management, Inc.	:	
Jon Patrick Pierce	:	
Gary L. Winn,	:	
	:	
	:	
Respondents.	:	

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On May 20, 2004, the Commission ordered Respondent Associated Investment Management, Inc. (“AIM”), pursuant to Section 21C of the Securities Exchange Act of 1934 (“Exchange Act”) and Section 203(k) of the Investment Advisers Act of 1940 (“Advisers Act”), to cease and desist from committing or causing any violations and any future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder, and Sections 206(1), (2) and (4) and 207 of the Advisers Act and Rule 206(4)-1(a)(5) thereunder. The Commission further ordered that AIM pay disgorgement of \$150,000 plus prejudgment interest, but that payment of all but \$26,223 of such amount be waived based upon AIM’s sworn representations in its Statement of Financial Condition and other documents submitted to the Commission. These funds have been paid and are being held by the United States Treasury in a Fair Fund pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002.

On December 13, 2005, the Commission published a Notice of the proposed plan of distribution (Release number 34-52945). On May 16, 2006, the Commission approved the Plan (Release number 34-53814).

The Commission's staff has employed reasonable efforts to locate the claimants identified in the Plan and to gather information as contemplated by the Plan. The staff has received no objections to the Plan, and has sought an order of the Commission authorizing distribution to claimants in accordance with the terms of the Plan.

Accordingly,

IT IS ORDERED that the Office of Financial Management shall make the following distributions within 30 days of the date of this Order:

<b>Payee</b>	<b>Amount</b>
Allgood, Linda	\$193.13
B&B Webb Incorporated	\$104.56
Bailey, Betty Lou	\$232.63
Bailey, Jesse	\$795.51
Benedictine Sisters of Virginia	\$872.07
Bittner, Kenneth	\$588.54
Calhoun, Ferrell	\$528.24
Cawiezell, Norman	\$104.21
Crail, J.P.	\$6.58
Cross, James	\$103.45
Faith Free Methodist Church	\$34.52
Hassell, Sam	\$306.50
Heard, Emma	\$40.21
Heinz, Bruce	\$315.47
Henderson, Betty	\$325.37
Housh, Dale	\$1,381.70

<b>Payee</b>	<b>Amount</b>
Housh, Dorothy	\$422.70
Laggan, Lillian (Estate of)	\$643.46
Langie, Joan	\$176.56
Lewis, Joan	\$538.87
McNutt, Jack	\$232.02
McWhirteryoung, Janine	\$48.98
Miller, Victor	\$576.03
Owen, Jason	\$431.51
Passmore, Edward	\$120.00
Peacock, Sylvia	\$147.47
Poston, Kenneth	\$144.09
Price, Dennis	\$159.74
Riesselman, Elizabeth	\$34.01
Ross, Betty	\$38.86
Ross, Frank	\$112.42
Sisters of Notre Dame Kentucky	\$6,639.20
Sisters of Saint Dominic of Tacoma	\$635.26
Sisters of Social Svc. of LA	\$575.21
Skaggs, Nancy	\$143.15
Skaggs, Carl	\$146.76

<b>Payee</b>	<b>Amount</b>
Strube, Denise	\$2,050.03
Teague, George	\$205.39
Theriot, Delbert	\$95.96
Thomas, Charles	\$82.44
Webb, Bruce	\$257.23
White, Jeanette	\$186.43
Willingham, C.W.	\$72.88
<b>TOTAL TO BE DISTRIBUTED</b>	<b>\$20,849.35<sup>1</sup></b>

Pursuant to the terms of the Plan, all funds remaining in the Fair Fund after the above disbursements shall revert to the United States Treasury.

For the Commission, by its Secretary, pursuant to delegated authority.

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Nancy M. Morris  
Secretary

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<sup>1</sup> The difference between this total and the total fund set forth in the Plan results from funds not claimed by eligible claimants after notice, or funds attributable to claimants who could not be located.