

STATE OF ALABAMA  
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF: )  
 )  
LEGACY CAPITAL CORPORATION ) ADMINISTRATIVE ORDER  
DAVID W. PARTRICK ) NO. CD-2006-0014  
 )  
 )  
RESPONDENTS )

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the power to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities, into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. LEGACY CAPITAL CORPORATION ("LEGACY") is a New York Corporation with a business address of 350 Fifth Avenue, Suite 4320, New York, NY 10118.

2. DAVID PARTRICK ("PARTRICK") is an agent of LEGACY CAPITAL CORPORATION with a business address of 350 Fifth Avenue, Suite 4320, New York, NY 10118, and a home address of 207 Booth Avenue, Cantonment, Florida 32533.

STATEMENT OF FACTS

3. The Alabama Securities Commission is in receipt of information that indicates David Partrick while acting as an Agent of Legacy Capital Corporation, engaged in the offer and/or sale of securities, to wit: investment contracts involving fractional viatical financial settlements of respondent Legacy Capital Corporation into, within or from the state of Alabama involving an Alabama resident. Partrick solicited and sold several investment contracts to a resident of Alabama starting in 1998 until the contracts reached maturity. In 2001 Partrick solicited the same Alabama resident to purchase a total of 10 additional contracts.

4. On March 6, 2006, a review of the files of the Alabama Securities Commission's, Registration Division, revealed no record of registration, nor exemption from registration of the securities referenced in item three (3) of this Order.

5. On March 6, 2006, a review of the files of the Alabama Securities Commission's, Registration Division, disclosed no record of the registration of Legacy Capital Corporation, or David Partrick as a securities Dealer or Agent in the state of Alabama.

### CONCLUSIONS OF LAW

6. The sale of unregistered securities to wit: investment contracts involving fractionalized viatical settlement agreements, is a violation of Section 8-6-4, Code of Alabama 1975.

7. The sale of securities by an unregistered Dealer or Agent in the state of Alabama as indicated in item 3 of this Order is a violation of Section 8-6-3(a), Code of Alabama 1975.

This Order does not prevent the Alabama Securities Commission from seeking such other civil or criminal remedies that are available to it under the Act.

This Order is appropriate in the public interest for the protection of investors and is consistent with the purposes of the Act.

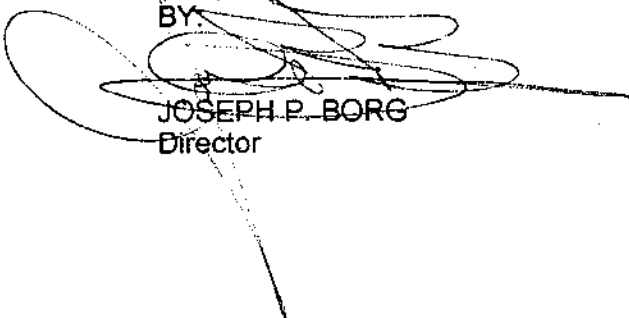
**ACCORDINGLY, IT IS HEREBY ORDERED** that RESPONDENTS immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, Alabama, this 16<sup>th</sup> day of March, 2006.



ALABAMA SECURITIES COMMISSION  
770 Washington Avenue, Suite 570  
Montgomery, AL 36130-4700  
(334) 242-2984

BY:

  
JOSEPH P. BORG  
Director