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STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: FHS Legacy Corporation
Vergence Entertainment, LLC
Robert J. Feeney
Jeff E. Haas
Brent W. Barkley
655 North Central Avenue, Suite 1700
Glendale, California 91203

DESIST AND REFRAIN ORDER
(For violations of sections 25110 of the Corporations Code)

The California Corporations Commissioner finds that:

1. At all relevant times, FHS Legacy Corporation (“FHS”) was a privately held think tank and holding company, specializing in bringing intellectual properties (I.P.s) designed to appeal to "mainstream" consumers worldwide to market.
2. Vergence Entertainment, LLC (“Vergence”) is a California limited liability company, formed on June 1, 2006, by FHS. According to Vergence’s own website (www.vergence-ent.com), Robert J. Feeney, Brent W. Barkley, and Jeff E. Haas of FHS Legacy Corporation formed Vergence for the purpose of developing and marketing original, multi-media entertainment and technology properties. FHS manages Vergence.
3. Robert J. Feeny (“Feeny”), according to FHS’s website (www.fhslegacy.com), is the co-founding President of FHS and Vergence.
4. Brent W. Barkley (“Barkley”), again according to FHS’s website, is a co-founder of FHS who manages both FHS and Vergence.
5. Jeff E. Haas (“Haas”), according to FHS’s website, is a co-founder of FHS and Vergence.
6. Both the two business entities and the three individuals identified above have a business address of 655 North Central Avenue, Suite 1700, Glendale, California 91203
7. Beginning in or about June 2006, and continuing to the present, FHS, Vergence, Feeney,

1 Barkley, and Haas offered and sold securities in the form of limited liability company interests in
2 Vergence Entertainment, LLC, by cold calling, internet chatting, word of mouth and other forms of
3 general solicitation.

4 8. The securities are not qualified in the state of California and are not exempt from the
5 qualification requirement.

6 9. The securities were offered and sold in this state in issuer transactions. The Department of
7 Corporations has not issued a permit or other form of qualification authorizing any person to offer and
8 sell these securities in this state.

9 Based upon the foregoing findings, the California Corporations Commissioner is of the opinion
10 that the limited liability company interests in Vergence Entertainment, LLC that are being and have
11 been offered and sold by FHS Legacy Corporation, Vergence Entertainment, LLC, Robert J. Feeney,
12 Jeff E. Haas and Brent W. Barkley, are securities subject to qualification under the California
13 Corporate Securities Law of 1968 and are being or have been offered and sold without being qualified
14 in violation of Corporations Code section 25110. Pursuant to section 25532 of the Corporate
15 Securities Law of 1968, FHS Legacy Corporation, Vergence Entertainment, LLC, Robert J. Feeney,
16 Jeff E. Haas and Brent W. Barkley, are hereby ordered to desist and refrain from the further offer or
17 sale in the State of California of securities, including but not limited to limited liability company
18 interests, unless and until qualification has been made under the law or unless exempt.

19 This Order is necessary, in the public interest, for the protection of investors and consistent
20 with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

21
22 Dated: May 11, 2009
23 Sacramento, California

24 PRESTON DuFAUCHARD
25 California Corporations Commissioner

26 By _____
27 Alan Weinger
28 Acting Deputy Commissioner
Enforcement Division