

STATE OF WASHINGTON  
DEPARTMENT OF FINANCIAL INSTITUTIONS  
SECURITIES DIVISION

IN THE MATTER OF DETERMINING ) Order Number S-08-218-08-SC01  
Whether there has been a violation of the )  
Securities Act of Washington by: ) STATEMENT OF CHARGES AND  
 ) NOTICE OF INTENT TO ENTER AN  
On Tour Inc., dba On Tour Entertainment ) ORDER TO CEASE AND DESIST  
Inc., and Timothy Bryant, )  
 )  
Respondents )

THE STATE OF WASHINGTON TO: On Tour Inc.  
Timothy Bryant

**STATEMENT OF CHARGES**

Please take notice that the Securities Administrator of the State of Washington has reason to believe that Respondents, On Tour Inc. and Timothy Bryant, have each violated the Securities Act of Washington and that their violations justify the entry of an order of the Securities Administrator under RCW 21.20.390 to cease and desist from such violations. The Securities Administrator finds as follows:

**TENTATIVE FINDINGS OF FACT**

Respondents

1. On Tour Inc. ("On Tour"), dba On Tour Entertainment Inc., is a Florida corporation that was incorporated in October 2007 and has its principal place of business at 205 Tupelo Circle in Davenport, Florida. On Tour is a concert promotion and production company.
2. Timothy Bryant ("Bryant") is president of On Tour Inc.

Offer and Sale of Investments

1  
2 3. During 2007 and 2008, On Tour advertised investments over the Internet. The  
3 advertisements promised “high fast returns” on investments. A Craigslist ad for On Tour  
4 showed a sample return for a concert in 2002, before On Tour was incorporated. The ad  
5 showed a musician payment of \$25,000, venue rental of \$10,000, production costs of \$8,000,  
6 advertising costs of \$12,500, and promotional payments of \$3,500, for a total cost of \$59,000.  
7 The ad showed that 8,000 tickets were sold for \$47.50, for total revenues of \$380,000. The ad  
8 said that there was a profit of \$321,000 from that one event. The ad also said “Invest 5,000.00  
9 into one of our events and you will receive your original 5,000.00 plus an additional 5,000.00  
10 ROI, so you would double your money in a very short time.”

11  
12 4. In 2008, Respondents, On Tour and Bryant, each represented to at least one  
13 Washington investor that the investor would earn a 100% profit on a \$5,000 investment for a  
14 May 17, 2008 event in Tampa, Florida. Respondents represented that the amount of the initial  
15 investment and the return on investment would be paid to the investor within ten business days  
16 after the scheduled event date. Respondents each represented that the investor’s funds would  
17 be used for artists, production, and rider expenses, with no breakdown of the total event costs.  
18 Respondents each represented that the investor’s funds would be pooled with funds from other  
19 investors to fund the event. On April 17, 2008, the investor made a \$5,000 investment with  
20 Respondents. The investor had no control over the production, presentation, promotion or  
21 performance of the event and the investor had no control over the use of the invested funds.  
22 The investor relied upon Respondents to generate a profit from the investment.

23  
24 5. In 2008, Respondents, On Tour and Bryant, each represented to the same Washington  
25 investor that the investor would earn a 100% profit on a \$10,000 investment for a May 10,

1 2008 event in Orlando, Florida. Respondents represented that the amount of the initial  
2 investment and the return on investment would be paid to the investor within ten business days  
3 after the scheduled event date. Respondents each represented that the investor's funds would  
4 be used for production expenses, with no breakdown of the total event costs. Respondents  
5 each represented that the investor's funds would be pooled with funds from other investors to  
6 fund the event. On April 22, 2008, the investor made a \$10,000 investment with Respondents.  
7 The investor had no control over the production, presentation, promotion or performance of the  
8 event and the investor had no control over the use of the invested funds. The investor relied  
9 upon Respondents to generate a profit from the investment. To date, the investor has not  
10 received any payments for the \$10,000 investment.

11  
12 Misrepresentations and Omissions

13 6. When offering and selling investments, Respondents, On Tour and Bryant, each  
14 represented that investors would earn a 100% return on investment within a short time.  
15 Respondents each failed to disclose any reasonable basis for the projected return on  
16 investment. Respondents each failed to disclose significant risks of the investments.  
17 Respondents each failed to disclose On Tour Inc.'s operating history; the total estimated costs  
18 associated with particular events; the possible effect of event delays, cancellations or cost  
19 overruns; the possible inability to obtain sufficient capital to fund events or to make events  
20 profitable; the possible inability to obtain required licenses and permits for events; the  
21 possibility of legal actions relating to events; and the company's dependence on key  
22 individuals for the management of the company and for event performances. The Respondents  
23 each failed to give a Washington investor financial statements for On Tour Inc.  
24

Registration Status

1  
2 7. On Tour Inc. is not currently registered to sell its securities in the State of Washington  
3 and has not previously been so registered.

4 8. Timothy Bryant is not currently registered as a securities salesperson or broker-dealer  
5 in the State of Washington and has not previously been so registered.

6 Based upon the Tentative Findings of Fact, the following Conclusions of Law are made:

7  
8 **CONCLUSIONS OF LAW**

9 1. The offer or sale of the investments described in the above Tentative Findings of Fact  
10 constitutes the offer or sale of a security, as defined in RCW 21.20.005(10) and (12), in the  
11 form of an investment contract or risk capital.

12 2. On Tour Inc. and Timothy Bryant have each violated RCW 21.20.140 by offering or  
13 selling said securities because no registration for such offer or sale is on file with the Securities  
14 Administrator.

15 3. Timothy Bryant has violated RCW 21.20.040 by offering or selling said securities  
16 while not registered as a securities salesperson or broker-dealer in the State of Washington.

17 4. On Tour Inc. and Timothy Bryant have each violated RCW 21.20.010 because, in  
18 connection with the offer or sale of said securities, Respondents each made untrue statements  
19 of material fact or omitted to state material facts necessary in order to make the statements  
20 made, in light of the circumstances under which they were made, not misleading.

21 **NOTICE OF INTENT TO ORDER RESPONDENTS TO CEASE AND DESIST**

22 Based on the above Tentative Findings of Fact and Conclusions of Law, the Securities  
23 Administrator intends to order, pursuant to RCW 21.20.390(1), that Respondents, On Tour Inc.  
24

1 and Timothy Bryant, and their agents and employees, each shall cease and desist from any  
2 violations of RCW 21.20.140, RCW 21.20.040, and RCW 21.20.010.

3 **AUTHORITY AND PROCEDURE**

4 This Statement of Charges is entered pursuant to the provisions of chapter 21.20 RCW  
5 and is subject to the provisions of chapter 34.05 RCW. The respondents, On Tour Inc. and  
6 Timothy Bryant, may each make a written request for a hearing as set forth in the NOTICE OF  
7 OPPORTUNITY TO DEFEND AND OPPORTUNITY FOR HEARING accompanying this  
8 order.

9 If a respondent fails to make a timely hearing request, the Securities Administrator  
10 intends to adopt the above Tentative Findings of Fact and Conclusions of Law as final and to  
11 enter a permanent order to cease and desist against that respondent.

12 Dated and Entered this 8th day of December, 2008

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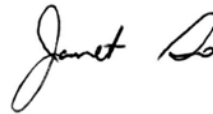
15 MICHAEL E. STEVENSON  
16 Securities Administrator

17  
18 Approved by:

19 

20 Martin Cordell  
21 Chief of Enforcement

22 Presented by:

23 

24 Janet So  
25 Enforcement Attorney