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3 **STATE OF OREGON**
4 **DEPARTMENT OF CONSUMER AND BUSINESS SERVICES**
5 **DIVISION OF FINANCE AND CORPORATE SECURITIES**

6
7 **BEFORE THE DIRECTOR OF THE DEPARTMENT**
8 **OF CONSUMER AND BUSINESS SERVICES**

9 In the Matter of:

Case No. DM-11-0115

10 **BRITER DAYS, INC,**
11 **d/b/a Briter Days Debt Relief,**

Respondent.

**FINAL ORDER TO CEASE AND
DESIST, FINAL ORDER ASSESSING
CIVIL PENALTY AND FINAL ORDER
DENYING USE OF SECURITIES AND
TRANSACTIONS EXEMPTIONS
ENTERED BY DEFAULT**

12 On December 19, 2011, the Director of the Department of Consumer and Business
13 Services for the State of Oregon (hereinafter “the Director”), acting pursuant to the authority
14 of the Oregon Revised Statutes (“ORS”) 59.005 to 59.451, (hereafter referred to as the
15 “Oregon Securities Law”), and Oregon laws regulating debt management service providers,
16 ORS 697.602 to 697.842, issued Administrative Order No. DM-11-0115, ORDER TO
17 CEASE AND DESIST, PROPOSED ORDER ASSESSING CIVIL PENALTY,
18 PROPOSED ORDER DENYING USE OF SECURITIES AND TRANSACTIONS
19 EXEMPTIONS AND NOTICE OF OPPORTUNITY FOR AN ADMINISTRATIVE
20 HEARING (“the Proposed Order”) against Respondent Briter Days, Inc., d/b/a Briter Days
21 Debt Relief (hereafter referred to as “BDDR”).

22 On December 23, 2011, BDDR was duly served with a true copy of the Proposed Order
23 by certified United States Mail, postage prepaid, at 28310 Roadside Drive, Suite 240, Agoura
24 Hills, California 91301 (Item No. 7008 1830 0003 3147 3154). While the copy mailed by
25 certified mail was refused, a true copy of the Proposed Order sent by regular mail to BDDR at
26 the same address was received.

On or about December 23, 2011, BDDR was duly served with a true copy of the

Division of Finance and Corporate Securities
Labor and Industries Building
350 Winter Street NE, Suite 410
Salem, OR 97301-3881
Telephone: (503) 378-4387





1 Proposed Order by certified United States Mail, postage prepaid, at 577-D Lindero Cyn Road
2 #342, Westlake Village, California 91362 (Item No. 7008 1830 0003 3147 3178). While the
3 copy mailed by certified mail was refused, a true copy of the Proposed Order sent by regular
4 mail to BDDR at the same address was received.

5 BDDR was served with the Proposed Order in this matter. BDDR has not made a
6 written request for a contested case hearing in this matter and time to do so has now expired.

7 NOW THEREFORE, after consideration of the file in this matter maintained by the
8 Oregon Department of Consumer and Business Services, including any materials that BDDR
9 may have submitted, the Director hereby issues the following Findings of Fact, Conclusions
10 of Law, and Final Orders.

11 **I.**

12 **FINDINGS OF FACT**

13 The Director FINDS that:

14 1. Briter Days, Inc. is a California corporation that was administratively suspended by
15 the California Secretary of State. The company is or was doing business as Briter Days Debt
16 Relief. The company has or had offices located at 28310 Roadside Drive, Suite 240, Agoura
17 Hills, California 91301 and at 577-D Lindero Cyn Road #342, Westlake Village, California
18 91362. BDDR operates or operated the website www.changeyourdebt.com. Neither Briter
19 Days, Inc. nor Briter Days Debt Relief has ever been registered as business names with the
20 Oregon Secretary of State.

21 2. At all times relevant to this matter, BDDR operated as a debt management service
22 provider as defined by ORS 697.602 and 697.612 by receiving money in return for obtaining
23 or attempting to obtain, as an intermediary on a consumer's behalf, a concession from a
24 creditor including, but not limited to, a reduction in the principal, interest, penalties or fees
25 associated with a debt.

26 3. Respondent, by and through its employees, contacted Oregon residents offering to



1 provide debt management services. Respondent, by and through its employees, contacted
2 Oregon residents by telephone, electronic mail, and United States mail. Respondent, by and
3 through its employees, directed Oregon residents to view its website.

4 4. Between January 2010 and present, Respondent entered into debt management
5 service agreements with at least three Oregon residents in which it promised to reduce the
6 client's credit card interest rate and reduce the monthly minimum payments that the client
7 was required to pay.

8 5. BDDR failed to provide the services promised. It did not reduce the credit card
9 interest rate for these three clients nor did it reduce the minimum monthly payments owed by
10 the clients.

11 6. BDDR charged each of these Oregon clients an initial fee in an amount greater than
12 \$50.

13 7. At no time material to this Order was BDDR registered in Oregon with the Director
14 as a debt management service provider or licensed with the Director as a mortgage broker,
15 mortgage banker or mortgage loan originator.

16 8. At no time material to this Order did BDDR file a bond with the Director as
17 required by Oregon law.

18 9. At all times relevant to this matter, the person identified hereafter as KEZB was an
19 Oregon resident.

20 10. In January 2010, KEZB was contacted by BDDR with an offer to obtain a credit
21 card with a zero percent interest rate. KEZB accepted the offer and paid BDDR a fee of \$450
22 for obtaining the credit card. In the process of obtaining that credit card, BDDR obtained
23 non-public financial information about KEZB including the number of the credit card she
24 received.

25 11. On or about December 2010, KEZB was contacted by telephone by Jeff Farmer
26 ("Farmer"), an individual who presented himself as a representative of BDDR. Farmer



1 solicited KEZB to invest \$10,000 in BDDR. Farmer told KEZB that BDDR was very
2 successful and that BDDR was imminently planning to make an initial public offering
3 (“IPO”). Farmer represented to KEZB that her \$10,000 investment would be very profitable,
4 claiming that she would earn a high rate of return. KEZB understood that she would not have
5 any role in the management of BDDR as a result of her investment. Her only role in the
6 company was a passive investor.

7 12. At the time he was soliciting an investment from KEZB, Farmer knew or should
8 have known that BDDR was facing financial difficulties. Farmer had no reasonable basis for
9 believing that an IPO was imminent. Farmer also knew or should have known that BDDR
10 was not financially profitable, but was in fact only able to continue business operations
11 because of funds provided to the company by new clients.

12 13. In January 2011, KEZB learned that BDDR had made two unauthorized charges on
13 her credit card in the amount of \$4,995 each. KEZB filed a fraud claim with her credit card
14 company. When KEZB contacted BDDR to protest the charges on her credit card, BDDR
15 contended that the charges were authorized by KEZB and even threatened her with a lawsuit
16 if KEZB did not withdraw the fraud report she filed with the credit card company.

17 14. The Director has no record of registration of an Oregon securities offering filed by
18 BDDR or Farmer.

19 15. The Director has no record of a securities license ever being issued for BDDR or
20 Farmer.

21 II.

22 CONCLUSIONS OF LAW

23 The Director CONCLUDES that:

24 16. Respondent BDDR performed debt management services as defined by ORS
25 697.602(2)(d) when it received money in return for obtaining or attempting to obtain as an
26 intermediary on a consumer’s behalf a concession from a creditor including, but not limited



1 to, a reduction in the principal, interest, penalties or fees associated with a debt.

2 17. Respondent BDDR violated ORS 697.612 by engaging in the business of debt
3 management service provider without the required registration with the Director pursuant to
4 ORS chapter 697. Each time Respondent engaged in the business of debt management service
5 provider in Oregon without the required registration with the Director is separate and distinct
6 violation of ORS 697.612.

7 18. Respondent BDDR violated ORS 697.642(1) when it engaged in debt management
8 services without first filing a bond issued by one or more corporate sureties authorized to do
9 business in Oregon. Each time Respondent BDDR engaged in debt management services in
10 Oregon without first filing a bond is a separate and distinct violation of ORS 697.642(1).

11 19. Respondent BDDR violated ORS 697.692(1)(a) when it charged consumers an
12 initial fee of more than \$50. Each time Respondent BDDR charged a consumer an initial fee
13 of more than \$50 is a separate and distinct violation of ORS 697.692(1)(a).

14 20. The investment in BDDR offered to KEZB by Farmer as described herein was an
15 "investment contract" and therefore a security as that term is defined by ORS 59.015(19)(a).

16 21. The interest in BDDR offered by Farmer to KEZB as described herein was not
17 registered with the Director pursuant to ORS 59.055.

18 22. Farmer acted as securities salesperson for BDDR.

19 23. Farmer was not licensed to sell securities in Oregon.

20 24. BDDR employed an unlicensed securities salesperson in violation of ORS 59.165.

21 25. In failing to disclose to KEZB that BDDR was in difficult financial straits and that
22 BDDR was not close to making an IPO, BDDR violated ORS 59.135(2) by making untrue
23 statements of material fact or omitting to state material facts necessary in order to make the
24 statements made, in light of circumstances under which they were made, not misleading.

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III.
ORDERS

NOW, THEREFORE, THE DIRECTOR ISSUES THE FOLLOWING ORDERS:

Order to Cease and Desist

26. Pursuant to the authority of ORS 697.825(1)(a), the Director hereby ORDERS Respondent BDDR, and all entities owned or controlled by BDDR, their successors and assignees, to CEASE AND DESIST from violating any provision of the Oregon statutes regulating debt management service providers, ORS chapter 697, and any rule, order, or policy issued by the Director under ORS chapters 697.

27. Pursuant to ORS 59.245, the Director hereby ORDERS Respondent BDDR to CEASE AND DESIST from:

A. Offering or selling unregistered securities in the State of Oregon, in violation of ORS 59.055 and the Oregon Securities Law;

B. Transacting business in Oregon as a securities salesperson without a license in violation of ORS 59.165 and the Oregon Securities Law; and

C. Violating any provision of the Oregon Securities Law, ORS chapter 59, or Oregon Administrative Rules chapter 441.

Order Denying Use of Securities and Transactions Exemptions

28. Pursuant to ORS 59.045(2), the Director hereby DENIES Respondent BDDR the use of any exemption that would otherwise be available under ORS 59.025 or 59.035 concerning securities and transactions exempt from the registration requirements of the Oregon Securities Law.

Order Assessing Civil Penalty

29. Pursuant to the authority of ORS 697.832, the Director may assess a CIVIL PENALTY in an amount of not more than \$5,000 per violation against any person who violates provisions of ORS 697.602 to ORS 697.842, rules adopted pursuant to ORS 697.632



1 or any order issued under ORS 697.825.

2 30. Pursuant to and ORS 59.995, the Director may assess a CIVIL PENALTY in an
3 amount of not more than \$20,000 per violation against any person who violates provisions of
4 ORS 59.005 to 59.451, 59.710 59.830, 59.991 and 59.995 or any rule or order of the Director.

5 31. Pursuant to ORS 59.995 and 697.832, the Director hereby assesses Respondent
6 BDDR a CIVIL PENALTY in the amount of \$105,000 (one hundred five thousand dollars) as
7 follows:

8 A. A CIVIL PENALTY of \$15,000 (fifteen thousand dollars) for three violations of the
9 registration provisions of ORS 697.602(2)(d) by engaging in the business of performing debt
10 management services without being registered with the Director pursuant to ORS chapter
11 697;

12 B. A CIVIL PENALTY of \$15,000 (fifteen thousand dollars) for three violations of
13 ORS 697.642(1) for performing debt management services without first filing a bond as
14 required by ORS chapter 697;

15 C. A CIVIL PENALTY of \$15,000 (fifteen thousand dollars) for three violations of
16 ORS 697.692(1)(a) by charging consumers an initial fee of more than \$50;

17 D. A CIVIL PENALTY of \$20,000 (twenty thousand dollars) for violation of ORS
18 59.055 by offering or selling an unregistered security in Oregon;

19 E. A CIVIL PENALTY of \$20,000 (twenty thousand dollars) for violation of ORS
20 59.165 for employing an unlicensed securities salesperson; and

21 32. A CIVIL PENALTY of \$20,000 (twenty thousand dollars) for violation of ORS
22 59.135 for making untrue statements of material fact or omitting to state material facts
23 necessary in order to make the statements made, in light of circumstances under which they
24 were made, not misleading.

25 33. The entry of this Order in no way limits further remedies which may be available to
26 the Director under Oregon law.

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IT IS SO ORDERED.

Dated this 6th day of February, 2012 at Salem, Oregon,

NUNC PRO TUNC December 19, 2011.

PATRICK ALLEN, Acting Director
Department of Consumer and Business Services

/s/ David Tatman
David C. Tatman, Administrator
Division of Finance and Corporate Securities

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