

STATE OF WASHINGTON
DEPARTMENT OF FINANCIAL INSTITUTIONS
SECURITIES DIVISION

IN THE MATTER OF DETERMINING
Whether there has been a violation
of the Washington Franchise Investment
Protection Act by:

Order Number S-07-039-07-CO01

CONSENT ORDER

Baby Boot Camp, LLC,

Respondent.

INTRODUCTION

Pursuant to the Franchise Investment Protection Act of Washington, RCW 19.100, the Securities Division of the Department of Financial Institutions (Securities Division) and Respondent, Baby Boot Camp, LLC, do hereby enter into this Consent Order in settlement of the matters alleged herein. Respondent neither admits nor denies the Findings of Fact and Conclusions of Law as set forth below.

FINDINGS OF FACT

I.

Baby Boot Camp, LLC was a California limited liability company with a principal business address of 825 Autumn Lane, Mill Valley, California 94941. That company was the predecessor of Baby Boot Camp, LLC, a Florida limited liability company with a principal business address of 6060 Casti Court, Unit 102, Sarasota, Florida 34231.

II.

Baby Boot Camp, LLC is the seller of an opportunity to operate facilities for fitness instructions and conditioning classes to expectant mothers and new mothers and their children. Purchasers of the opportunity are provided with training as well as operations manuals and ancillary materials containing techniques, curricula, lessons and methods to provide such instruction and are entitled to ongoing assistance and advice relating to operation of the business. Purchasers of the opportunity are obligated to pay initial and ongoing fees and are

CONSENT ORDER

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DEPARTMENT OF FINANCIAL INSTITUTIONS
Securities Division
PO Box 9033
Olympia, WA 98507-9033
360-902-8760

Baby Boot Camp, LLC

1 entitled to use the marks and associated trade names, trademarks, service marks, logotypes and other commercial
2 symbols associated with Baby Boot Camp, LLC.

3 III.

4 On July 14, 2006, Baby Boot Camp, LLC filed or caused to be filed with the Securities Division an
5 initial application to register its opportunity in Washington (Franchise Registration Application File No.
6 70013526) pursuant to Washington's Franchise Investment Protection Act. It was subsequently determined
7 from filed materials that Baby Boot Camp, LLC had offered and sold its opportunity to four Washington
8 residents for operation within the state of Washington prior to the date of application. It was also determined
9 that Baby Boot Camp, LLC had not provided the Washington residents with a UFOC that contained all material
10 information about the opportunity including, but not necessarily limited to, a financial statement for the seller
11 prior to their purchase.

12 IV.

13 Baby Boot Camp, LLC is not currently and has not previously been registered to offer or sell franchises in the
14 state of Washington.

15
16 Based upon the above Findings of Fact, the following Conclusions of Law are made:

17 CONCLUSIONS OF LAW

18 I.

19 The offer and/or sale of the opportunity described above constitutes the offer and/or sale of a franchise
20 as defined in RCW 19.100.010(16) and RCW 19.100.010(4).
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25 II.

26 CONSENT ORDER

27 Baby Boot Camp, LLC

1 The offer and/or sale of the above-described franchise opportunity was in violation of RCW 19.100.020,
2 the registration requirement provision of the Franchise Investment Protection Act, because no registration for
3 offers and/or sales is or has been effective with the Securities Division.
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5
6 III.

7 The offer and/or sale of the above-described franchise opportunity was made in violation of RCW
8 19.100.080, the disclosure document requirement provision of the Franchise Investment Protection Act, because
9 Respondent did not provide the Washington purchasers with a UFOC that contained all material information
10 about the franchise opportunity including, but not necessarily limited to, a financial statement for the seller.

11 CONSENT ORDER

12 Based upon the foregoing and finding it in the public interest:

13 IT IS THEREFORE AGREED AND ORDERED that Respondent and its employees and agents each shall
14 cease and desist from the offer and/or sale of franchises in the State of Washington in violation of RCW19.100.020,
15 the registration requirement provision of the Franchise Investment Protection Act.

16 IT IS FURTHER AGREED AND ORDERED that Respondent and its employees and agents each shall cease
17 and desist from the offer and/or sale of franchises in the State of Washington in violation of RCW19.100.080, the
18 disclosure document requirement provision of the Franchise Investment Protection Act.

19 IT IS FURTHER AGREED that Respondent shall disclose the existence and contents of this Order in any
20 franchise registration disclosure document approved for use in the State of Washington, such requirement commencing
21 from the date of entry of this Order.

22 IT IS FURTHER AGREED that Respondent shall inform all employees and agents who offer franchises in
23 the State of Washington of the existence and contents of this Order for a period of three years from the date of entry of
24 this Order.

1 IT IS FURTHER AGREED that Respondent and its agents and employees each shall inform
2 current Washington franchisees of this Order by providing them copies of this Order and a UFOC
3 disclosure document authorized to be sent by the Securities Division disclosing the existence and
4 contents of the Order. Respondent shall provide to the Securities Division within 60 days of the date of
5 entry of this Order proof of receipt or proof of delivery to franchisees.

6 IT IS FURTHER AGREED that Respondent shall reimburse the Securities Division \$500 for its costs of
7 investigation payable prior to the Securities Division's entry of this Order.

8 IT IS FURTHER AGREED that this Order shall remain in force and effect for a period of three years from the
9 date of entry of this Order.

10 IT IS FURTHER AGREED that Respondent waives its rights to a hearing or judicial review of this matter.

11 IT IS FURTHER AGREED that the Securities Division has jurisdiction to enter this Order.

12 WILLFUL VIOLATION OF AN ORDER OF THE SECURITIES ADMINISTRATOR IS A FELONY.

13 Baby Boot Camp, LLC by:

14 Mark Horler /s/
15 (Signature)

16 Mark Horler, Chief Operating Officer Signed this 11th day of July, 2007.
17 (Print Name and Title)

18 This Order signed and entered by the Securities Division this 23rd day of July, 2007.

19 By:

20 

21 _____
22 Michael E. Stevenson
23 Securities Administrator

1 Approved for entry by:

2 *Martin Cordell*

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4 Martin Cordell
Chief of Enforcement

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6 *Brad Ferber*

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8 Brad Ferber
Financial Legal Examiner

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