

**STATE OF CALIFORNIA
BUSINESS, CONSUMER SERVICES AND HOUSING AGENCY
DEPARTMENT OF BUSINESS OVERSIGHT**

TO: Abundance Entertainment, LLC
Poker Junkies Production, LLC
Mars Callahan
John Hermansen

607 St. Charles Avenue
New Orleans, Louisiana 70130

4001 Division Street
Metairie, Louisiana 70002

650 North Bronson Avenue, Suite B-128
Los Angeles, California 90004

**DESIST AND REFRAIN ORDER
(For violations of section 25401 of the Corporations Code)**

The Commissioner of Business Oversight (Commissioner) finds that:

1. At all relevant times, Abundance Entertainment, LLC (Abundance) was a Louisiana limited liability company with a principal place of business located at 607 St. Charles Avenue, New Orleans, Louisiana 70130, also doing business at 650 North Bronson Avenue, Suite B-128, Los Angeles, California 90004. Abundance is in the business of motion picture production.

2. At all relevant times, Poker Junkies Production, LLC (PJP) was a Louisiana limited liability company with a principal place of business located at 4001 Division Street, Metairie, Louisiana 70002, also doing business at 650 North Bronson Avenue, Suite B-128, Los Angeles, California 90004. PJP is in the business of motion picture production. Abundance is the managing member of PJP.

3. At all relevant times, Mars Callahan (Callahan) was a representative of Abundance and PJP. Callahan also conducts business at 650 North Bronson Avenue, Suite B-128, Los Angeles, California 90004. Callahan was the writer, director, and producer of a film commonly known as "Poker Junkies." The film "Poker Junkies" was the sole film project of PJP.

1 4. At all relevant times, John Hermansen, also known as John Hermanson (Hermansen),
2 was the registered agent for service of process, managing member and representative of Abundance.
3 Hermansen was also the registered agent for service of process for PJP. Hermansen conducts
4 business at 650 North Bronson Avenue, Suite B-128, Los Angeles, California 90004, and at 607 St.
5 Charles Avenue, New Orleans, Louisiana 70130.

6 5. On March 28, 2008, the Commissioner issued a Desist and Refrain Order to Callahan,
7 Big Sky Motion Pictures, LLC, Spring Break '83 Production, LLC, Spring Break '83 Distribution,
8 LLC for violations of Corporations Code sections 25110 (2008 Order).

9 6. On February 15, 2011, the State of Colorado, Division of Securities issued a Cease
10 and Desist Order to PJP, Abundance, and Hermansen for violations of Colorado Revised Statutes,
11 Title 11, Financial Institutions sections 11-51-301, 11-51-401(2), and 11-51-501 (2011 Order).

12 7. Beginning in 2011, Abundance, PJP, Callahan and Hermansen offered securities in the
13 form of investment agreements in Abundance and PJP to at least one California resident. The terms
14 of the investment in Abundance and PJP were as follows: Investor pays to Abundance or PJP a
15 capital investment of at least \$15,000.00 for the purpose of investing in Abundance and PJP in
16 exchange for a percentage return on profits resulting from the film "Poker Junkies" upon production
17 completion.

18 8. Beginning in 2013, in connection with the offer of these securities, Abundance, PJP,
19 Callahan and Hermansen made, or caused to be made, misrepresentations of material fact or omitted
20 to state material facts necessary in order to make the statements made, in the light of the
21 circumstances under which they were made, not misleading. Specifically, Abundance, PJP, Callahan
22 and Hermansen failed to disclose the 2008 Order and the 2011 Order to at least one potential
23 California investor while offering the securities in Abundance and PJP.

24 Based on the foregoing, the Commissioner of Business Oversight is of the opinion that the
25 securities in the form of investment agreements in Abundance and PJP were offered in this state by
26 Abundance Entertainment, LLC, Poker Junkies Production, LLC, Mars Callahan, and John
27 Hermansen, also known as John Hermanson, by means of a written or oral communication which
28 included an untrue statement of material fact or omitted to state a material fact necessary to make the

1 statement made, in light of the circumstances under which they were made, not misleading, in
2 violation of section 25401 of the CSL.

3 Pursuant to section 25532 of the CSL, Abundance Entertainment, LLC, Poker Junkies
4 Production, LLC, Mars Callahan, and John Hermansen, also known as John Hermanson, are hereby
5 ordered to desist and refrain from offering or selling or buying or offering to buy any security in
6 California, including but not investment agreements, by means of any written or oral communication
7 which includes an untrue statement of material fact or omits to state a material fact necessary in order
8 to make the statements made, in light of circumstances under which they were made, not misleading.

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

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12 Dated: September 15, 2017
13 Sacramento, California

JAN LYNN OWEN
Commissioner of Business Oversight

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15 By _____
16 MARY ANN SMITH
17 Deputy Commissioner
18 Enforcement Division
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