The staff of the Bureau of Registration & Enforcement, of the Division of Securities, Department of Financial Institutions, State of Wisconsin has conducted an investigation in this matter pursuant to sec. 551.56, Wis. Stats. and as a result thereof alleges as follows:

1. Thomas R. Anderson Sr. (DOB 5-20-62) ("Anderson") is an individual whose last known address is 5904 Leanne Lane, McFarland, Wisconsin 53558.

2. Head West Productions LLC is a business entity with a last known address of 4005 Dolphin Drive, Madison, Wisconsin 53719.

3. From at least February 21, 2003 through December 31, 2003 Head West Productions LLC ("Head West") was a registered Limited Liability Company in the state of Tennessee.

4. Head West was formerly known as Head West Records, Inc. From at least April 29, 2002 through April 1, 2004 Head West Records, Inc. was a qualified, registered corporation in the state of Wisconsin.

5. From at least April 29, 2002, Anderson was CEO (Chief Executive Officer) and Chairman of Head West.

6. From at least February 1, 2003 through February 28, 2003, Anderson offered and sold shares of stock in Head West Records, Inc. to at least 2 individuals in Wisconsin.

7. From at least March 1, 2003 through July 15, 2004, Anderson offered and sold shares of stock in Head West Productions LLC to at least 10 individuals in Wisconsin.

8. The transactions described in Paragraph 6 and Paragraph 7, the offer & sale of a stock, is a "security" as defined in sec. 551.02(13)(a), Wis. Stats.

9. During the offer and sale of the stock described in Paragraphs 6 & 7, Anderson told Wisconsin individuals that Anderson was independently wealthy ("a trust fund baby") and that he did not need any money and would pay his own business travel expenses.

10. In reality, Anderson was not wealthy and he did not pay for much, if any, of his business travel expenses.

11. During the offering and sale of stock described in Paragraphs 6 & 7, Anderson told Wisconsin individuals that Head West had no debt.

12. In reality, during the offering and sale of stock Head West already had mounting significant debt.
13. As described in Paragraphs 9, 10, 11, and 12, Anderson has violated sec. 551.41(2), Wis. Stats., by making an untrue statement of a material fact.


15. Upon information and belief, during the offer and sale of the stock described in Paragraph 5, Anderson omitted to inform the individuals that he had filed for personal bankruptcy in 1999 and his debts had been discharged.

16. Head West had unpaid money judgments that were filed on them in Wisconsin courts.

17. Upon information and belief, during the offer and sale of the stock described in Paragraphs 6 & 7, Anderson omitted to inform the individuals that he had any unpaid money judgments.

18. As described in Paragraphs 14, 15, 16, and 17, Anderson violated sec. 551.41(2), Wis. Stats., by omitting to state a material fact necessary to make the statements made, in light of the circumstances under which they were made, not misleading.

Therefore, the staff of the Enforcement Unit petitions the Administrator of the Division of Securities for the issuance of the attached Order pursuant to Ch. 551, Wis. Stats.

Gregory L. Kipfer
Examiner
Bureau of Registration & Enforcement
Date

David A. Cohen
Supervising Attorney
Bureau of Registration & Enforcement
Date