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IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION

APR 05 2007

JAMES N. HATTEN, Clerk
By: *[Signature]* Deputy Clerk

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

GLOBAL ONLINE DIRECT, INC.,
BRYANT E. BEHRMANN and
LARRY "BUCK" E. HUNTER,

Defendants.

Civil Action No.

1:07-CV-0767

COMPLAINT FOR INJUNCTIVE AND OTHER RELIEF

Plaintiff, Securities and Exchange Commission ("Commission"), alleges

that:

OVERVIEW

1. Bryant E. Behrmann ("Behrman") and Larry "Buck" E. Hunter ("Hunter") have conducted an unregistered offering of securities of Global Online Direct, Inc. ("Global") from as early as October 2005 through and including March 2007.

2. Global, Behrmann and Hunter (collectively, the “Defendants”) have been offering to investors interests in Global described as “loans.”

Defendants have promised investors acquiring interests in Global effective annual returns of more than 1,100% on their principal investment.

3. Defendants represent to investors that in order to generate the promised returns, the proceeds from investor interests in Global will be pooled and utilized to purchase discounted and low-cost inventory, which Global then purports to resell for a profit in various internet auction websites as well as through flea markets, street sales and more traditional retail storefronts. Global refers to the pooling of investor assets to purchase and resell inventory as a “Secured Profit Inventory Program” or “SPIP.”

4. Upon information and belief, Defendants have sold \$15 million of securities in the Global SPIP to more than 8,000 investors located throughout the United States, including multiple investors who are residents of the Northern District of Georgia.

5. Through their conduct, Defendants have engaged, and unless restrained and enjoined by this Court, will continue to engage in acts and practices that constitute and will constitute violations of Sections 5(a) and 5(c)

of the Securities Act of 1933 (“Securities Act”) [15 U.S.C. §§ 77e(a) and 77e(c)].

JURISDICTION AND VENUE

6. The Commission brings this action pursuant to Sections 20 and 22 of the Securities Act [15 U.S.C. §§ 77t and 77v], to enjoin Defendants from engaging in the transactions, acts, practices, and courses of business alleged in this complaint, and transactions, acts, practices, and courses of business of similar purport and object, for disgorgement of all ill-gotten gains or unjust enrichment with prejudgment interest, for civil penalties and for other equitable relief.

7. This Court has jurisdiction over this action pursuant to Sections 20 and 22 of the Securities Act [15 U.S.C. §§ 77t and 77v].

8. Defendants, directly and indirectly, made use of the mails, the means and instruments of transportation and communication in interstate commerce and the means and instrumentalities of interstate commerce in connection with the transactions, acts, practices, and courses of business alleged in this complaint.

9. Certain of the transactions, acts, practices, and courses of business constituting violations of the Securities Act occurred in the Northern District of Georgia. Defendants have solicited investments from and sold interests in the Global SPIP to multiple individuals who reside in the Northern District of Georgia.

10. Defendants, unless restrained and enjoined by this Court, will continue to engage in the transactions, acts, practices, and courses of business alleged in this complaint, and in transactions, acts, practices, and courses of business of similar purport and object.

THE DEFENDANTS

11. **Global Online Direct, Inc.**, is a Nevada corporation organized in 2005 with its principal place of business in Union, Oregon. In June 2006, the Pennsylvania Securities Division issued an order requiring Global to cease and desist from offering or selling unregistered securities to residents of Pennsylvania (the "Pennsylvania C&D"). In September 2006, the South Dakota Department of Revenue and Regulation, Division of Securities, issued an order requiring Global to cease and desist from offering or selling unregistered securities to residents of South Dakota.

12. **Bryant E. Behrmann** is 60 years of age and is a resident of Las Vegas, Nevada. Behrmann is the secretary and treasurer and, along with Hunter, is co-owner and co-lead promoter of Global. In 2000, the South Dakota Department of Commerce and Regulation, Division of Securities issued an order requiring Behrmann to cease and desist from offering or selling unregistered securities to residents of South Dakota. In September 2002, the Securities Commissioner of the State of North Dakota issued an order requiring Behrmann to cease and desist from offering or selling unregistered securities to residents of North Dakota (the "North Dakota C&D"). Behrmann was also individually named and ordered to cease and desist from offering or selling unregistered securities in the Pennsylvania C&D.

13. **Larry "Buck" E. Hunter** is 60 years of age and is a resident of La Grande, Oregon. Hunter is the president of Global and, along with Behrmann, is co-owner and co-lead promoter of Global. In October 1998, the Idaho Department of Finance obtained a stipulated judgment permanently enjoining Hunter from offering or selling unregistered securities to residents of Idaho. In 2000, the South Dakota Department of Commerce and Regulation, Division of Securities issued an order requiring Hunter to cease and desist from offering or

selling unregistered securities to residents of South Dakota. In July 2003, the Securities Department of the State of Illinois issued an order prohibiting Hunter from offering or selling unregistered securities to residents of Illinois. Hunter was also individually named and ordered to cease and desist from offering or selling unregistered securities in the North Dakota C&D and the Pennsylvania C&D.

DEFENDANTS' UNLAWFUL PUBLIC OFFERING OF SECURITIES

14. In September 2005, Behrmann and Hunter organized Global as a Nevada corporation.

15. In October 2005, Defendants began publicly offering interests in Global's SPIP, which they sometimes termed the Global Online Depository.

16. The primary vehicle used to promote Global's SPIP was an internet website operated by Global, www.globalonlinedirect.com. In the Frequently Asked Questions ("F.A.Q.") section of its website, Global described the operation of the SPIP to prospective investors as follows:

Members agree to lend money to Global for a term of one year.

During the term of the loan, Global uses the money to finance the cyclical purchase and resale of product inventories at a profit. In

exchange for the use of the money, Global agrees to pay members a specific, daily interest rate, and also to return the original loan principal at the end of the one-year term.

17. The daily interest rate which Global promised to pay investors is dependent upon the initial amount of the investor's loan to Global – the greater the amount of the initial loan the greater the promised return. From October 2005 through October 2006, Global provided the following information on its website to explain the promised interest returns and corresponding “plan names”:

<i>Plan Name</i>	<i>Initial Loan Amount</i>	<i>Daily Interest Rate</i>
<i>Bronze Start-Up</i>	<i>\$10 - \$100</i>	<i>0.20%</i>
<i>Silver Club</i>	<i>\$101 - \$200</i>	<i>0.25%</i>
<i>Gold Club</i>	<i>\$201 - \$300</i>	<i>0.35%</i>
<i>Diamond Club</i>	<i>\$301 - \$499</i>	<i>0.50%</i>
<i>President Club</i>	<i>\$501 - \$4,999</i>	<i>0.75%</i>
<i>Top Katt</i>	<i>\$5,000 - \$9,999</i>	<i>0.85%</i>
<i>The Big Dawgs Club</i>	<i>\$10,000 and more</i>	<i>1.00%</i>

18. Global's terms required investors to commit the principal amount of their loan to Global for a lock-up period of 365 days. Interest accrued at the specified daily interest rate during "banking days," which were defined by Global in the F.A.Q. (frequently asked questions) area of its website as Monday through Friday, fifty-two weeks per year, less certain federal holidays. This resulted in 251 interest accruing days per calendar year. Investors were not permitted to withdraw their principal until 365 days from the date of their initial investment, but, after ninety days investors were permitted to begin withdrawing accrued interest.

19. Global also offered SPIP participants the opportunity to have the interest on portions of their principal compound each day. The percentage of the loan balance an investor elected to compound was required to be inversely proportional to the minimum amount of time before which an investor could begin withdrawing accrued interest. This created a sliding scale for SPIP participants such that if they elected to have no portion of their investment compounding, they could begin withdrawing accrued interest after 90 days; if they elected to have the entire loan amount compounding, they were required to wait the full 365 days of the loan before withdrawing any accrued interest.

20. Given the compounding terms and daily interest accrual, at its initial stage Global was promising SPIP participants effective annual returns of between 65% (for a loan of \$100 or less) and 1,103% (for a loan of greater than \$10,000).

21. Global put in place the further requirement that in order to participate in the SPIP, a new investor must be "referred" by an existing investor. This additional requirement had little practical effect as it simply required that a prospective new investor either receive an e-mail from an existing investor containing a link to Global's website, or, that a prospective new investor link to Global's website from the webpage of an existing investor.

22. To promote the referral of new investors, Global also paid referral bonuses of up to 25% to existing investors, such that if a new investor initiated a loan for \$1,000, the referring investor received a \$250 credit to his or her loan account with Global.

23. In October 2006, Global revised the interest paid to new SPIP participants and existing participants who funded new loans as follows:

<i>Plan Name</i>	<i>Initial Loan Amount</i>	<i>Daily Interest Rate</i>
<i>President</i>	<i>\$500 - \$5,000</i>	<i>0.125%</i>
<i>Diamond</i>	<i>\$5,001 - \$10,000</i>	<i>0.250%</i>
<i>Platinum</i>	<i>\$10,001 and more</i>	<i>0.500%</i>

24. Given Global's advertised compounding terms, even under these reduced interest rates, Global was still offering investors effective annual returns of between 37% and 248%.

25. Upon information and belief, more than 8,000 persons have invested approximately \$15 million in Global's SPIP.

GLOBAL'S POOLING OF INVESTOR FUNDS AND MANAGERIAL EFFORTS TO GENERATE RETURNS FOR INVESTORS

26. Global claims on its website that its SPIP:

[S]tands apart from online investment programs in that it is based entirely upon product inventories and the sale of those inventories in conjunction with several online auction programs.

While online investment programs "play" volatile, high-risk financial

markets, each dollar loaned to Global Online is SECURED by tangible product inventories stored in our own warehouses.

Global Online has established relationships with several online auction programs to fund their product inventory purchases. In turn, they sell these inventories through

- Public auctions*
- Private auctions*
- Online auctions*
- Flea markets*
- Flea market vendors*
- Bazaars*
- Street sales*

Large quantities of products are also moved through online auction sellers by means of various product inventory wholesale auctions. Although each component is independent, each works with and supports every other component in the program! The Global Online Team has over 50 years of combined marketing experience in buying and selling product inventories all over the world.... Your

loan is secured and backed by actual product inventories. This is what distinguishes the Secured Profit Inventory Program from online investment programs, which are all too often based on dubious "trading" in various financial markets.

"BUY RIGHT and SELL RIGHT"

By getting a good return from the sale of product inventory, Global Online can continue paying its lenders the exceptional daily returns to which many have already grown accustomed.

27. Global's website identified Ebay (www.Ebay.com), Yahoo! Auctions (auctions.yahoo.com), and Stormpay Auctions (www.stormpay.com) as commercial online auctions websites with which it does business. Global also identifies its own proprietary online auction website (www.globalonlineauctionstores.net).

28. Global also represented on its website that it sells inventory through more conventional methods, including retail storefronts, flea markets, yard sales and street sales.

29. As Global makes clear on its website, the inventory reselling component of Global's SPIP involves no efforts on the parts of investors beyond their contribution of capital.

30. Upon information and belief, Defendants have offered and sold \$15 million of securities in the Global SPIP to more than 8,000 investors.

31. No registration statement has been filed with the Commission or is in effect for the offering of securities in the Global SPIP, and there is no exemption from registration applicable to Defendants offering of securities in the Global SPIP.

32. By virtue of their conduct described above, Defendants have therefore conducted an unregistered public offering of securities.

COUNT I—UNREGISTERED OFFERING OF SECURITIES

Violations of Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. § 77e(a) and 77e(c)]

33. Paragraphs 1 through 32 are hereby realleged and are incorporated herein by reference.

34. No registration statement has been filed or is in effect with the Commission pursuant to the Securities Act and no exemption from registration is applicable to the transactions described herein.

35. From at least as early as October 2005, Global, Behrmann and Hunter, singly and in concert, have:

- (a) made use of the means or instruments of transportation or communication in interstate commerce or of the mails to sell securities, through the use or medium of a prospectus or otherwise;
- (b) carried securities or caused such securities to be carried through the mails or in interstate commerce, by any means or instruments of transportation, for the purpose of sale or for delivery after sale; and
- (c) made use of the means or instruments of transportation or communication in interstate commerce or of the mails to offer to sell or offer to buy securities, through the use or medium of any prospectus or otherwise,

without a registration statement having been filed with the Commission as to such securities.

36. By reason of the foregoing, defendants, directly and indirectly, singly and in concert, have violated Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and 77e(c)].

PRAYER FOR RELIEF

WHEREFORE, Plaintiff Commission respectfully prays for:

I.

Findings of Fact and Conclusions of Law pursuant to Rule 52 of the Federal Rules of Civil Procedure, finding that the Defendants named herein committed the violations alleged herein.

II.

Preliminary and permanent injunctions enjoining the Defendants, their officers, agents, servants, employees, and attorneys, and those persons in active concert or participation with them who receive actual notice of the order of injunction, by personal service or otherwise, and each of them, from violating, directly or indirectly, Sections 5(a) and 5(c) of the Securities Act [15 U.S.C. §§ 77e(a) and 77e(c)].

III.

An order requiring an accounting of the use of proceeds of the sales of the securities described in this Complaint and the disgorgement by defendants of all ill-gotten gains or unjust enrichment with prejudgment interest, to effect the remedial purposes of the federal securities laws, and an order freezing the assets and preserving documents of the defendants, to preserve the status quo.

IV.

An order pursuant to Section 20(d) of the Securities Act [15 U.S.C. 77t(d)] imposing civil penalties against defendants.

V.

Such other and further relief as this Court may deem just, equitable, and appropriate in connection with the enforcement of the federal securities laws and for the protection of investors.

Dated this 5th day of April, 2007.

Respectfully submitted,



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