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**MONTANA FOURTH JUDICIAL DISTRICT COURT
MISSOULA COUNTY**

<p>STATE OF MONTANA,</p> <p align="center">Plaintiff,</p> <p align="center">v.</p> <p>MATTHEW MCCLINTOCK a/k/a MICHAEL WILLIS, ALBERT MICHAEL WILLIS, MATTHEW CODY MCCLINTOCK, ODELL MCCLINTOCK, MICHAEL DEAN MCCLINTOCK, MICHAEL ODELL, MICHAEL ALBERT WILLIS, d/b/a BAR M FILMS,</p> <p align="center">Defendant.</p>	<p>Cause No.: _____</p> <p align="center">MOTION AND AFFIDAVIT FOR ORDER GRANTING LEAVE TO FILE INFORMATION DIRECTLY IN DISTRICT COURT</p>
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STATE OF MONTANA)
 :ss.
County of Missoula)

JENNIFER HUDSON, being first duly sworn, upon oath, deposes and says:

1. That she is a duly appointed, qualified, and acting Special Deputy County Attorney in and for the county of Missoula, State of Montana.

2. That the Defendant has committed offenses in Missoula County as hereinafter set forth and, based upon information developed through an investigation conducted by law enforcement officers and criminal justice investigators, the Court should grant leave to file an Information directly in District Court pursuant to Mont. Code Ann. § 46-11-201, charging the above-named Defendant with the offenses of: **COUNT ONE**, THEFT by common scheme, by purposely or knowingly obtaining or exerting unauthorized control over investors' property with the purpose to deprive investors of their property, a FELONY, in violation of Mont. Code Ann. § 45-6-301(1)(a); **COUNT TWO**, FRAUDULENT PRACTICES, by engaging in an act, practice, or course of business that operated as a fraud or deceit on L.A, a FELONY, in violation of Mont. Code Ann. § 30-10-301(1)(a).; **COUNT THREE**, FRAUDULENT PRACTICES, by engaging in an act, practice, or course of business that operated as a fraud or deceit on L.S., a FELONY, in violation of Mont. Code Ann. § 30-10-301(1)(a) ; **COUNT FOUR**, FRAUDULENT PRACTICES by common scheme, engaging in an act, practice, or course of business that operated as a fraud or deceit on multiple people, a FELONY, in violation of Mont. Code Ann. § 30-10-301(1)(a); **COUNT FIVE**, FAILURE TO REGISTER AS A SALESPERSON (common scheme), by representing an issuer in effecting or attempting to effect sales of securities without being registered, a FELONY, in violation of Mont. Code Ann. § 30-10-201(1); **COUNT SIX**, FAILURE TO REGISTER A SECURITY (common scheme), by offering an unregistered security to multiple persons, a FELONY, in violation of Mont. Code Ann. § 30-10-202(1).;

3. That law enforcement officers and criminal justice investigators have made a full and careful investigation of all the facts and circumstances surrounding the commission of said offense, so far as they are known or ascertainable, and Affiant believes it a proper case for the

filing of an Information. For this reason and pursuant to Mont. Code Ann. § 46-11-201, Affiant respectfully moves the Court for leave to file said Information directly in District Court.

4. That the following information is submitted to establish probable cause for the filing of the foregoing charges:

a. An investigation into the activities of the Defendant was initiated by the Office of the Montana State Auditor, Commissioner of Securities and Insurance (CSI), because of a referral received from the Missoula County Sheriff's Office Detective Stacy Lear.

b. The Defendant is the owner/operator of Bar M Films.

c. On May 9, 2015, Kelly Bigelow (Bigelow) gave a statement to Detective Lear. Bigelow reported he owns and operates Brand Edge Marketing and had been hired to assist the Defendant in fundraising for an upcoming Bar M Films documentary.

d. Defendant claimed he had high level talent starring in the documentary. That talent included Dr. William Farr, a history professor from the University of Montana, who would provide a historical perspective for the documentary, and Clint Eastwood, who would narrate the documentary. He further represented that PBS was going to air the documentary.

e. Approximately 70 investors paid advertising fees totaling \$5,386.00 to be a part of the film. Nine businesses paid sponsorship fees totaling \$3,996.00 to be a part of the film.

f. In exchange for advertising or sponsorship fees, the Defendant stated investors would have their names listed in the credits on the film and that they would receive royalties. The Defendant also stated that a portion of the royalties on the documentary would help women with breast cancer in a fund he established called the "Western Montana Breast Cancer Fund."

g. Defendant made several presentations in and around the Missoula area to solicit donors and promote his film, including one at St. Patrick's Hospital and Health Sciences Center, where he touted the future contribution to the Western Montana Breast Cancer Fund.

h. A search of the Montana Secretary of State's website, the internet, and Google yielded no results for the Western Montana Breast Cancer Fund.

i. Of the total sum of money raised in advertising and sponsorships, the majority of it went to cash for the Defendant, internet bills, food/restaurants, and automobile gas/maintenance.

j. Along with soliciting advertisers and sponsors for the film who would receive royalties, Defendant also entered into at least two promissory notes related to the film.

k. On or about April 30, 2014, L.A. invested \$800.00 with the Defendant. On or about May 1, 2014, L.A. invested \$9,200.00 with the Defendant. These investments were premised on Defendant's representations about the film. Defendant did not provide L.A. with a disclosure document or prospectus about the investment.

l. These two investments were memorialized in a promissory note which included a 9.5% rate of return.

m. Bank records indicate L.A.'s investment proceeds were used for Defendant's personal use including, but not limited to, cash withdrawals directly to Defendant, restaurant bills, a \$575.00 hat, and tires. Two hundred fifty dollars went directly back to L.A.

n. On or about December 30, 2014, L.S. invested \$4,850.00 with Defendant. This investment was premised on Defendant's representations that he needed her investment proceeds to buy a camera for the documentary. Defendant did not provide L.S. with a disclosure document or prospectus about the investment.

o. This investment was memorialized in a promissory note, which included a 6.8% annual rate of return. The investment was to be repaid over 24 months. To date, it has not been repaid.

p. Bank records indicate L.S.'s investment proceeds were used for Defendant's personal use including, but not limited to, cash withdrawals directly to Defendant, restaurant bills, overdraft charges, and gas.

q. Defendant is not currently, nor has he ever been, a registered securities salesperson with the CSI.

r. Bar M Films has not registered with the CSI nor has it registered with the Montana Secretary of State.

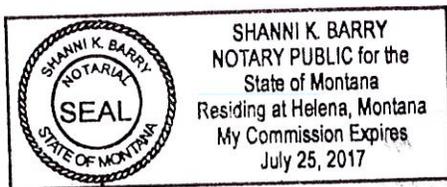
s. The documentary allegedly in production is not currently, nor has it ever been, registered or given a registration exemption by the CSI.

WHEREFORE, the undersigned moves the Court for an Order granting leave to file an Information directly in District Court charging the above-named Defendant with the above-named felony offenses.

DATED this 5th day of August, 2015.

Jennifer Lee Hudson
JENNIFER HUDSON
Special Deputy Missoula County Attorney

SUBSCRIBED and SWORN to before me this 5th day of August, 2015.



Shanni K. Barry
NOTARY FOR THE STATE OF MONTANA