BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES

In the Matter of
E. WAYNE HEIMAN,

Respondent.

PETITION FOR ORDER

File S-210015(EX)

The staff of the State of Wisconsin, Department of Financial Institutions, Division of Securities, ("the Division") has conducted an investigation in this matter pursuant to §551.56, Wis. Stats.,[1] and as a result thereof alleges as follows:

1. Wayne Heiman ("Heiman") is an individual with a last known address of 8438 Little Marsh Road, Baileys Harbor, Wisconsin 54202.

2. Based upon information provided by Heiman to Division staff, for most of the time relevant to this petition, Heiman was employed as Controller and 401(K) Plan Administrator of ADC, LP. As part of his job, he advised employees regarding their 401(K) investment options.

3. Based upon information provided by Heiman to Division staff, from 1995 to 2000, Heiman and others were involved in an investment club called the Red Raider Investment Club that met every month. The members were co-workers or friends of Heiman.

4. Based upon information provided by a Wisconsin co-worker of Heiman's to Division staff, in 1995 Heiman and the co-worker entered into an oral agreement whereby Heiman provided advice to the co-worker about stocks and other investments for a monthly fee. This advice was not related to the ADC, LP 401(k) plan.

5. Based upon information and documents provided by the co-worker to Division staff, from at least December 1995 to February 2006, Heiman provided advice, managed and/or invested the funds in the co-worker's personal brokerage account, through a limited power of

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[1] Unless otherwise noted, the statutory references are to the Wisconsin Statutes (2005-06), which were in effect at the time of the violations alleged herein and apply pursuant to §551.703, Wis. Stats. (2007-08).

attorney he received from the co-worker in February 2001. A copy of this limited power of attorney agreement is attached hereto as Exhibit 1.

6. Based upon information and documents the co-worker provided to Division staff, Heiman made and initialed notations on a Portfolio Value Report dated February 25, 1996, which stated as follows: "Cost Basis – This represents the beginning cash balance after we sold the funds from David Lee's Account. This also takes into account the commission fee charged by Waterhouse Securities to buy each fund or stock. Gain/Loss- Since I moved the Fund to Waterhouse this shows how much in value it has increased. Cash – All Dividends and interest will go in this account. This includes your three partnership accounts. *Don't forget to add 20,000 (Est) to your total shown here of 106,464.90 to include your (3) partnership accounts." A copy of the Portfolio Value Report of February 25, 1995 is attached hereto as Exhibit 2.

7. Based upon information and documents the co-worker provided to Division staff, Heiman made and initialed a notation on a Portfolio Value Report as of July 18, 1998 that read as follows: "Jim I had just purchased #9240 of the Waterhouse Dow 30 Mutual Fund that I had mentioned earlier. This will decrease your cash position in half and increase your portfolio with another solid investment." A copy of the Portfolio Value Report of July 18, 1998 is attached hereto as Exhibit 3.

8. Based upon information Heiman provided to Division staff, Heiman admitted making the notations on the documents, but Heiman said that he and the co-worker were only discussing the investments.

9. Based upon information and documents the co-worker provided to Division staff, from 1996 to February 2006, the co-worker wrote numerous checks with notations to Heiman from the co-worker's account for investment fees, totaling $16,423.00. Copies of these checks are attached hereto as Exhibit 4.

10. Based upon information Heiman provided to Division staff, Heiman admitted receiving the checks from the co-worker, but Heiman said the checks were gifts from the co-worker for the college funds of Heiman's children.

11. In providing investment advice and receiving payment for providing this advice, Heiman acted as an investment adviser under §551.02(7), Wis. Stats., which defines an "investment adviser" as any person who, for compensation, engages in the business of advising others, either directly or through publications, writings, or electronic means, as to the value of securities or the advisability of investing in, purchasing, or selling securities."

12. At no time was Heiman registered as an investment adviser as required under §551.31(3), Wis. Stats.

13. By providing investment advice on a regular basis for compensation, and making trades in the account of a person in Wisconsin for compensation, Heiman violated §551.31(3) Wis. Stats.

Therefore, the staff of the Bureau of Enforcement of the Division of Securities petitions the Administrator of the Division of Securities to issue the attached order pursuant to Ch. 551, Wis. Stats.

Dated this 8th day of November, 2011.

Mark E. Dorman
Examiner
Bureau of Enforcement

Leslie M. Van Buskirk
Attorney Supervisor
Bureau of Enforcement

EXHIBIT #1

TD WATERHOUSE

100 Wall Street
New York, NY 10005

LIMITED POWER OF ATTORNEY

RECEIVED FEB 28 2001 PROCESSING CNTR.

COMPLETE SHADED AREAS

TO: TD WATERHOUSE INVESTOR SERVICES, INC. I hereby authorize:

AGENT: E. Wayne Heiman.

(whose signature appears below) to be my agent and attorney-in-fact ("Agent"), to buy, sell (including short sales) and trade in stocks, bonds, and any other securities and/or contracts relating to the same on margin or otherwise in accordance with your terms and conditions for the undersigned's account and risk and in the undersigned's name, or number on your books. My Agent is authorized to effect such transactions in my account via any available medium, electronic or otherwise, including but not limited to electronic access via personal computer or touch-tone telephone. My Agent is specifically authorized to effect option transactions in my account. Further, my Agent is specifically authorized to effect uncovered options transactions or to uncover a covered option position for my account, as such terms are defined in the booklet "Characteristics and Risks of Standardized Options", a copy of which I have received. I hereby agree to indemnify and hold harmless TD Waterhouse Investor Services, Inc., its affiliates and their directors, officers, employees and agents from and against all claims, actions, costs and liabilities, including attorney's fees, arising out of or related to reliance on this authorization and to pay promptly on demand any and all losses arising therefrom or debit balance due thereon.

In all such purchases, sales or trades you are authorized to follow the instructions of my Agent in every respect concerning my account with you; and my Agent is authorized to act for me and on my behalf in the same manner and with the same force and effect as I might or could do with respect to such purchases, sales or trades as well as with respect to all other things necessary or incidental to the maintenance or conduct of such purchases, sales or trades, except that my Agent is not authorized to withdraw funds, securities or other property from my account.

I hereby ratify and confirm any and all transactions with you heretofore or hereafter made by my Agent for my account. This authorization and indemnity is in addition to, and in no way limits or restricts, any rights which you may have under any other agreement or agreements between the undersigned and TD Waterhouse Investor Services, Inc.

This authorization is a continuing one and shall remain in full force and effect and you shall have no duty of inquiry. I may change or revoke this authorization by a written notice addressed and delivered to TD Waterhouse Investor Services, Inc. Until you receive such written revocation, you are entitled to act in reliance on this authorization and indemnity. Any revocation of this authorization shall have no effect on any liability which results from transactions initiated before you receive written notice of revocation. This authorization and indemnity shall enure to the benefit of your present firm and of any successor firm or firms irrespective of any change or changes at any time in the personnel thereof for any causes whatsoever, and of the assigns of your present firm or any successor firms.

I have carefully read this power of attorney and indemnity and understand that it authorizes my Agent named herein to exercise rights and powers over my accounts as if I had exercised them myself and my Agent's actions and instructions with respect to my account are fully binding on me. I also understand and agree that TD Waterhouse Investor Services, Inc. has no duty or responsibility to monitor trading in my accounts by my Agent or notify me prior to accepting instructions from my agent.

LIMITED POWER OF ATTORNEY – LIMITED TO PURCHASE AND SALE OF SECURITIES – INCLUDING THE TRADING OF OPTIONS

Account Name	Signature of Account Holder	Date
James M Porto	X James M Porto	2/7/01
Account Number: 362-96052-17	Signature of Joint Account Holder (if applicable): X	Date

Check here if you wish AGENT to receive duplicates of: ☐ Account Statements ☐ Trade Confirmations

☐ PLEASE CHECK HERE IF AGENT IS SUBJECT TO DISCLOSURE REQUIREMENTS OF NYSE RULE 407 AND/OR NASD RULE 3050.

AGENT MUST COMPLETE THIS SECTION UNLESS AGENT IS YOUR SPOUSE

Agent's Name (please print): E. WAYNE HEIMAN	Agent's Date of Birth: 09/24/64
Agent's Street Address: 3848 GLENCOE DR.	Agent's Relationship to Account Holder: FRIEND
City/State: RACINE, WI — Zip: 53403	By signing below I agree to read and be bound by the terms and conditions printed on this document.
Agent's Social Security/Tax ID Number: 458-41-2692	Agent's Signature: X E Wayne Heiman — Date: 2/07/01
Agent's Telephone Number: (262) 554-1715	

☐ PLEASE CHECK IF AGENT IS A REGISTERED INVESTMENT ADVISER WITH THE SEC.

☐ Please check box if Agent or an employee of Agent is associated (as that term is used in Section 28 of the NASD's Rules of Fair Practice) with an NASD member.

RECEIVED MAR 1 2001 CHICAGO OPERATIONS CNTR. PROCESSED

EXHIBIT #2

PORTFOLIO VALUE REPORT
As of 2/25/96

PERSONAL-J. PORTO IRA
2/25/96

Page

Security	Shares	Curr Price	Cost Basis	Gain/Loss	Balance
COKE	125.00	83 1/8	9,956.87	433.75	10,390.62
CYPRESS SEMI	100.00	13 1/2	1,510.00	-160.00	1,350.00
GENERAL MOTORS	100.00	50 7/8	5,310.00	-222.50	5,087.50
GROWTH 20TH CENT	1,036.67	21.130	21,184.54	720.49	21,905.03
JANUS	539.42	25.190	12,796.61	791.38	13,587.99
Ultra	1,890.85	28.430	50,902.90	2,854.05	53,756.95
-Cash-	386.81	1.000	386.81	0.00	386.81
Total Investments			102,047.73	4,417.17	106,464.90

COST BASIS - THIS REPRESENTS THE BEGINNING CASH BALANCE AFTER WE SOLD THE FUNDS FROM DAVID LEES' ACCOUNT. THIS ALSO TAKES INTO ACCOUNT THE COMMISSION FEE CHARGED BY WATERHOUSE SECURITIES TO BUY EACH FUND OR STOCK.

GAIN/LOSS - SINCE I MOVED THE FUND TO WATERHOUSE THIS SHOWS HOW MUCH IN VALUE IT HAS INCREASED.

CASH - ALL DIVIDENDS AND INTEREST WILL GO IN THIS ACCOUNT. THIS INCLUDES YOUR THREE PARTNERSHIP ACCOUNTS

* DONT FORGET TO ADD $20,000 (EST). TO YOUR TOTAL SHOWN HERE OF 106,464.90 TO INCLUDE YOUR (3) PARTNERSHIP ACCOUNTS

[signature] Wayne's initials

EXHIBIT #3

JAMES PORTO

7/18/98

Portfolio Value Report

As of 7/18/98

* Estimated Prices

Security	Shares	Curr Price	Cost Basis	Gain/Loss	Balance
ABBOTT LABS	704.651	44 7/8	22,432.50	9,188.72	31,621.22
AMERICAN CENTURY GROWT	1,244.773	31.690	26,030.51	13,416.35	39,446.86
CHARLES SCHWAB	601.352	41 1/4	15,674.00	9,131.76	24,805.76
COCA COLA CO	250.469	86 1/8	9,994.38	11,577.27	21,571.65
COMMON GOAL HELTH	500.000	10.000 *	5,000.00	0.00	5,000.00
DIVALL INCOME PROP.	7.000	223.850 *	1,566.95	0.00	1,566.95
INTEL	100.044	83 1/8	8,713.00	-396.88	8,316.12
LOUISIANA PACIFIC	0.924	17 13/16	18.89	-2.43	16.46
OMNICARE	300.339	39 1/8	9,892.01	1,858.76	11,750.77
TEXTAINER PACIFIC	500.000	14.650 *	7,325.00	0.00	7,325.00
-Cash-	20,215.400	1.000	20,215.40	0.00	20,215.40
TOTAL Investments			**126,862.64**	**44,773.55**	**171,636.19**

JIM I HAD JUST PURCHASED $9240 OF THE WATERHOUSE DOW 30 MUTUAL FUND THAT I HAD MENTIONED EARLIER. THIS WILL DECREASE YOUR CASH POSITION IN HALF AND INCREASE YOUR PORTFOLIO WITH ANOTHER SOLID INVESTMENT.

EWA

EXHIBIT #4

TCF www.tcfexpress.com

JAMES M. PORTO
BARBARA G. PORTO
DL P630-4534-3110-01 L000-0674-6872-01
6837 SPORTSMAN DR 262-681-2475
RACINE, WI 53402-9763

4324

12-7138/2750 33
3731509636

9/4/02 Date

Pay to the Order of Wayne Heiman $ 167.00

One hundred sixty seven & 00/100 Dollars

Security Features Details on Back.

TCF BANK Wisconsin's Most Convenient Bank™
TCF National Bank
500 W. Brown Deer Rd.
Milwaukee, WI 53217
888-TCF-LINE

EXPRESS TELLER

410

For JMJ Int Pmt.-Fees James M Porto MP

⑆275071385⑆ 3731509636⑈ 4324 ⑈0000016700⑈

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TCF www.tcfexpress.com

JAMES M. PORTO
BARBARA G. PORTO
DL P630-4534-3110-01 L000-0674-6872-01
6837 SPORTSMAN DR 262-681-2475
RACINE, WI 53402-9763

4351

12-7138/2750 33
3731509636

755

10/2/02 Date

Pay to the Order of Wayne Heiman $ 167.00

One hundred sixty seven & 00/100 Dollars

Security Features Details on Back.

TCF BANK Wisconsin's Most Convenient Bank™
TCF National Bank
500 W. Brown Deer Rd.
Milwaukee, WI 53217
888-TCF-LINE

EXPRESS TELLER

For JMJ INV Fees James M Porto MP

⑆275071385⑆ 3731509636⑈ 4351 ⑈0000016700⑈

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JAMES M. PORTO
BARBARA G. PORTO
DL P630-4534-3110-01 L000-0674-6872-01
6837 SPORTSMAN DR 262-681-2475
RACINE, WI 53402-9763

411 4302

12-7138/2750 33
3731509636

8/20/02 DATE

PAY TO THE ORDER OF Wayne Heiman $ 167.00

One hundred sixty seven & 00/100 DOLLARS

Security Features Details on Back.

HARLAND 2000

TCF NATIONAL BANK
8115 Washington Avenue
Racine, WI 53406-4079
1-888-TCF-LINE

FOR JMJ Fees James M Porto MP

⑆275071385⑆ 3731509636⑈ 4302 ⑈0000016700⑈

OVER —

TCF

www.tcfexpress.com

5072

JAMES M PORTO
BARBARA G PORTO
DL P630-4534-3110-01 P630-0674-6872-00
6837 SPORTSMAN DR PH 262-681-2475
RACINE, WI 53402

12-7138/2750 34
3732848574

7/15/03
Date

Pay to the Order of Wayne Heimann $ 167.00

One hundred sixty seven 00/100 Dollars

Security Features Details on Back.

EXPRESS TELLER

TCF BANK
Wisconsin's Most Convenient Bank™
TCF National Bank
500 W. Brown Deer Rd.
Milwaukee, WI 53217
888-TCF-LINE

For JMJ Fee

James M Porto MP

⑈275071385⑈ 3732848574⑈ 5072 ⑈0000016700⑈

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TCF

www.tcfexpress.com

5194

JAMES M PORTO
BARBARA G PORTO
DL P630-4534-3110-01 P630-0674-6872-00
6837 SPORTSMAN DR PH 262-681-2475
RACINE, WI 53402

12-7138/2750 34
3732848574

10/6/03
Date

Pay to the Order of Wayne Heimann $ 167.00

One hundred sixty seven 00/100 Dollars

Security Features Details on Back.

EXPRESS TELLER

TCF BANK
Wisconsin's Most Convenient Bank™
TCF National Bank
500 W. Brown Deer Rd.
Milwaukee, WI 53217
888-TCF-LINE

For JMJ Fee

James M Porto MP

⑈275071385⑈ 3732848574⑈ 5194 ⑈0000016700⑈

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Over

The listing of checks does not include 1996 and 1998, these checks are available from our bank. The checks are missing due to flooding in 2000 which destroyed some of our files. The totals that would have been possibly charged during these two years would range between $125.00 to over $300.00 per month. The totals for these two years are not included in the check totals on the following pages. The combined total of the checks listed is $16, 423.00

TFC Bank	Check	Amount		
12-4-1996	2205	125.00		
1-6-1997	2244	125.00		
2-1-1997	2285	125.00		
3-3-1997	2296	125.00		
4-8-1997	2327	125.00		
5-2-1997	2351	125.00		
6-5-1997	2373	125.00		
7-1-1997	2391	125.00		
9-17-1997	2453	125.00		
10-15-1997	2475	125.00		
11-12-1997	2503	125.00		

1375.00

TCF Bank	Check	Amount	
1-7-1999	2887	125.00	
2-6-1999	2912	125.00	
3-11-1999	2942	125.00	
4-13-1999	2983	217.00	
5-13-1999	3009	217.00	
6-17-1999	3039	217.00	
6-30-1999	3060	217.00	
8-25-1999	3103	217.00	
10-7-1999	3121	434.00	
11-4-1999	3149	217.00	
12-1-1999	3178	217.00	

2328.00

TCF Bank	Check	Amount
1-19-2000	3220	267.00
2-17-2000	3242	267.00
3-15-2000	3274	267.00
4-20-00	3304	267.00
5-17-00	3335	267.00
6-14-00	3364	267.00
7-12-00	3396	267.00
8-24-00	3439	167.00
10-17-00	3490	167.00
11-08-00	3510	167.00

2370.00

TCF Bank	Check	Amount
1-3-2001	3567	167.00
2-7-01	3599	167.00
3-10-01	3626	167.00
4-11-01	3653	167.00
5-16-01	3687	167.00
6-27-01	3728	234.00
8-2-01	3768	167.00
9-6-01	3927	167.00
10-5-01	3947	159.00
11-8-01	3982	167.00

1-729.00

TCF Bank	Check	Amount
1-9-2002	4054	478.00
2-15-02	4107	167.00
3-14-02	4135	167.00
4-17-02	4179	167.00
6-12-02	4235	167.00
7-2-02	4257	167.00
8-20-02	4302	167.00
9-6-02	4324	167.00
10-2-02	4351	167.00
11-7-02	4382	147.00
12-27-02	4430	334.00
		2295.00

TCF Bank	Check	Amount
2-18-03	4483	167.00
3-13-03	4497	167.00
4-15-03	4540	267.00
Wells Fargo Bank		
6-03-03	5030	234.00
7-15-03	5072	167.00
9-5-03	5122	334.00
10-23-03	5180	142.00
11-6-03	5194	167.00
		1645.00

Wells Fargo Bank	Check	Amount
1-7-04	5260	334.00
2-5-04	5283	167.00
3-23-04	5326	167.00
4-20-04	5358	167.00
7-8-04	5443	501.00
8-18-04	5484	167.00
9-28-04	5528	172.00
10-13-04	5546	167.00
12-15-04	5605	334.00
		2176.00

Wells Fargo Bank	Check	Amount
3-4-05	5683	334.00
5-10-05	5745	334.00
6-21-05	5779	167.00
9-1-05	5845	334.00
9-29-05	5874	334.00
12-7-05	5947	334.00
1-26-05	5635	167.00 M&I Bank
02-01-2006	6025	334.00 M&I Bank
11-21-05	5926	167.00 Wells Fargo

2505.00