

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

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In the Matter of

BALFOUR MANAGEMENT GROUP,  
INC., JOSEPH LEONARD ALLEN, FMN  
HOLDINGS LLC, and GREEN STREAK  
GROUP, INC.

PETITION FOR ORDER

File No. S-222299 (EX)

Respondents.

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The staff of the Bureau of Enforcement of the Division of Securities, Department of Financial Institutions, State of Wisconsin (the "Division") has conducted an investigation in this matter pursuant to Wis. Stat. § 551.602, and as a result thereof alleges as follows:

1. Balfour Management Group, Inc. ("Balfour") is a Florida corporation organized on October 28, 2008 with a last known business address of 401 East Las Olas Boulevard, Suite 1560C, Fort Lauderdale, Florida 33301.
2. Joseph Leonard Allen ("Allen") (CRD # 1435384) is an individual born in 1941 who at all times material hereto has been an owner, officer, and/or controlling person of Balfour with a last known business address at Balfour.
3. FMN Holdings LLC ("FMN") is a Florida limited liability company organized on April 23, 2009 with a last known business address of 3317 NW 10<sup>th</sup> Terrace, Suite 405, Fort Lauderdale, Florida 33309.
4. Green Streak Group, Inc. ("Green Streak") is a Florida corporation organized on June 2, 2005 with a last known business address of 19495 Biscayne Boulevard, Aventura, Florida 33180.
5. On September 15, 2006, the United States District Court for the Eastern District of Pennsylvania entered a Consent Order for a permanent injunction against Allen for violations of the Commodities Exchange Act and its related regulations, prohibiting him from registering with the U.S. Commodities Futures Trading Commission ("CFTC"), and engaging in any further commodities trading or committing acts of fraud, and further ordered Allen to pay civil monetary penalties and restitution.
6. In or about January 2009, representatives of Balfour made unsolicited telephone calls to at least one person in Wisconsin for the purpose of offering to sell stock in a company called Helix Wind Corp. ("Helix").
7. Between January 2009 and March 2009, Allen and other Balfour agents misrepresented to a Wisconsin resident that Balfour already owned shares in Helix that Balfour was offering to the Wisconsin resident. However, according to records obtained by the Division, Balfour did not own any stock in Helix until, at the earliest, April 2009.
8. Allen represented to the Wisconsin resident that the Helix shares were "restricted" and could not be re-sold or transferred by the resident. However, neither Allen nor any other agent of Balfour or the other entities described herein disclosed to the Wisconsin resident that such "restriction" already applied to the shares and prohibited Balfour from selling the shares to the Wisconsin resident.

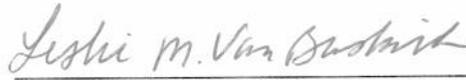
9. The Wisconsin resident agreed to purchase 1,000 restricted Helix shares from Balfour in January 2009 and an additional 2,000 shares in March 2009 at a price of \$1.00 per share. Despite remitting the agreed-upon funds for the purchase of the Helix stock, no shares of Helix were ever transferred to the Wisconsin resident.
10. In June 2009, agents of FMN contacted the Wisconsin resident and represented that FMN had been engaged to sell the restricted Helix stock purportedly owned by Balfour.
11. Upon the representations of the FMN agents, in June 2009, the Wisconsin resident agreed to purchase 14,571 additional Helix shares from Balfour at a price of \$1.75 per share. Despite remitting to FMN these agreed-upon funds for the purchase of the Helix stock, the Wisconsin resident never received any verification that any shares were transferred to him.
12. In August 2009, agents of Green Streak contacted the Wisconsin resident and represented that Green Streak had been engaged to replace FMN to sell the restricted Helix stock purportedly owned by Balfour.
13. Upon the representations of the FMN agents, in August 2009, the Wisconsin resident agreed to purchase 4,688 additional Helix shares from Balfour at a price of \$2.40 per share. Despite remitting to Green Streak these agreed-upon funds for the purchase of the Helix stock, the Wisconsin resident never received any verification that any shares were transferred to him.
14. According to records reviewed by the Division, no shares of Helix were ever transferred to the Wisconsin resident.
15. The Helix shares were traded on the OTC bulletin board, and have never been registered for offer and sale in Wisconsin pursuant to Wis. Stats. Ch. 551.
16. Respondents violated Wis. Stat. § 551.301 by offering and selling unregistered securities in Wisconsin.
17. In connection with the offers of the securities described above, Balfour, FMN and Green Streak each transacted business in Wisconsin as a "broker-dealer," as that term is defined by Wis. Stat. § 551.102(4).
18. Balfour, FMN and Green Streak have never been registered as broker-dealers pursuant to Wis. Stats. Ch. 551.
19. Respondents Balfour, FMN and Green Streak each violated Wis. Stat. § 551.401(1) by transacting business in Wisconsin as a broker-dealer without registration.
20. In connection with the offers of the Helix shares described above, Balfour, FMN, and Green Streak each employed "agents" to transact business on their behalf, as the term "agent" is defined by Wis. Stat. § 551.102(2).
21. None of the agents employed by Balfour, FMN, and Green Streak were ever registered as securities agents in Wisconsin pursuant to Wis. Stats. Ch. 551.
22. Balfour, FMN and Green Streak each violated Wis. Stat. § 551.402(4) by employing unregistered agents to represent them in Wisconsin.

23. In connection with the offers and sales of the securities described above, Balfour and Allen omitted to disclose the consent order against Allen for a permanent injunction and other penalties for conducting fraudulent commodities trading.
24. Respondents violated Wis. Stat. § 551.501(2) by misrepresenting and omitting to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading, in connection with the offers and sales of securities to persons in Wisconsin.
25. Respondents violated Wis. Stat. § 551.501(3) engaging in an act, practice or course of business that operated or would operate as a fraud or deceit upon the Wisconsin resident, in connection with the offer and sale of securities to persons in Wisconsin.

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

Dated this 12<sup>th</sup> day of September, 2013.

  
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Chad R. MacHolz  
Securities Examiner  
Bureau of Enforcement

  
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Leslie M. Van Buskirk  
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