

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

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In the Matter of,

SUCCESS BUSINESS SOLUTIONS, INC.,

STEVEN D. MANSKE

CONSENT ORDER TO  
CEASE & DESIST

Respondents.

DFI S-238689 (EX)

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**I.**

The Administrator of the State of Wisconsin, Department of Financial Institutions, Division of Securities ("Division"), having legal authority and jurisdiction to administer and enforce the Wisconsin Uniform Securities Law, Wis. Stats. Ch. 553 ("Ch. 553") and rules and orders promulgated thereunder, and having determined that this action is necessary and appropriate in the public interest and for the protection of investors, hereby enters this Order as follows:

**II.**

Division staff have presented evidence sufficient for the Administrator to make the following findings of fact and conclusions of law:

**A. Findings of Fact**

**Respondents**

1. Steven D. Manske ("Manske") is an adult male resident of Madison, Wisconsin, with a last known address of 5201 Brookside Drive, # 103, Madison, WI 53718. Manske is the founder and president of Success Business Solutions, Inc.
2. Success Business Solutions, Inc. is organized under the laws of the State of Wisconsin effective July 20, 2007. SBSI offers and sells an employment staffing franchise under the trade name Midwest Labor Services, formerly Midwest Labor Solutions. Success Business Solutions and Midwest Labor Services shall collectively be referred to herein as "SBSI" unless otherwise noted.

**Conduct**

3. On or about September 26, 2008 Manske and Midwest Labor Services entered into Consent Orders of Prohibition and Revocation with the Division. DFI File No. S-08088 (FX). See Exhibit A (the "2008 Consent Orders"). The 2008 Consent Orders were based

upon the offer and sale of a franchise without registration contrary to Wis. Stat. § 553.21, and the sale of a franchise without providing a copy of an offering circular to the prospective franchisee within at least 10 business days, contrary to Wis. Stat. § 553.27(4).

4. The 2008 Consent Orders prohibited Manske and Midwest Labor Services from any further offers or sales of franchises unless and until such franchises are registered under Chapter 553. The 2008 Consent Orders revoked all exemptions from registration set forth in Chapter 553.
5. On or about June 28, 2016, Manske and SBSI offered and sold an employment staffing franchise to "JE." At the time, SBSI was not registered to sell franchises in the State of Wisconsin.
6. Manske and SBSI entered into a mutually agreeable settlement with JE on or about July 17, 2018 regarding the franchise and the franchise agreement.

## **B. Conclusions of Law**

### **Legal Authority and Jurisdiction**

7. The Administrator has the legal authority and jurisdiction over the conduct described above, pursuant to Ch. 553 and the rules and orders promulgated thereunder.
8. Wis. Stat. § 553.21 states no person may sell in this state any franchise unless the franchise has been registered under this chapter or is exempted under §§ 553.23, 553.235 or 553.25.
9. The employment staffing business opportunity that Manske and SBSI sold to JE is a franchise as defined under Wis. Stat. § 553.03(4)(a).

### **Violations**

10. Manske and SBSI's offer and sale of a franchise in 2016 to JE without registration is a violation of Wis. Stat. § 553.21 and the 2008 Consent Orders.

## **III.**

In view of the above findings of fact and conclusions of law, the Administrator deems it necessary and appropriate in the public interest and for the protection of investors, and pursuant to its legal authority and jurisdiction under Ch. 553, to wit Wis. Stat. §§ 553.58, 553.60, and 553.605 to issue the following orders and notices:

- A. Consent Orders issued pursuant to Wis. Stat. §§ 553.58(1), 553.60 and 553.605

- (a) IT IS ORDERED summarily that Manske and SBSI, their agents, servants, officers, employees, successors, affiliates, and every entity or person directly or indirectly controlled or organized by or on behalf of Manske or SBSI, are prohibited from making or causing to be made to any person or entity in Wisconsin any further offers or sales of franchises unless and until such franchises are registered under Ch. 553, Wis. Stats., or successor statute.
- (b) All exemptions from registration set forth at Ch. 553, Wis. Stats., or successor statute, that might otherwise apply to any offer or sale of any franchise of or by Manske or SBSI, their successors, affiliates, controlling persons, officers, agents, servants, employees, and every entity and person directly or indirectly controlled or organized by on their behalf, are hereby revoked.
- (c) IT IS FURTHER ORDERED summarily that Manske and SBSI, jointly and severally, shall pay by certified check an administrative assessment in the amount of \$1,000 to the State of Wisconsin within 30 days of the effective date of this order, pursuant to Wis. Stat. § 553.605(1).

**B. Service of Order**

- (d) IT IS FURTHER ORDERED that this order shall be sent promptly by certified mail to each party named in the order at his or her last known address or to the party's attorney of record, or shall be personally served upon the party or the party's attorney of record, pursuant to Wis. Admin. Code §§ DFI-Sec. 8.06 and Sec. 36.01.
- (e) PLEASE TAKE NOTICE that the date of the service of this order is the date it is placed in the mail.

**C. Notifications**

- (f) PLEASE TAKE FURTHER NOTICE that this Order is effective on the date it is issued. You are advised that any willful violation of an Order issued by the Division under Ch. 553 is a criminal offense punishable under the provisions of Wis. Stat. § 553.52.

EXECUTED at Madison, Wisconsin this 30<sup>th</sup> day of July, 2018.

(SEAL)

Leslie M. Van Buskirk

Leslie M. Van Buskirk  
Administrator

Division of Securities  
State of Wisconsin  
Department of Financial Institutions  
4822 Madison Yards Way  
4<sup>th</sup> Floor, North Tower  
Madison WI, 53705

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

---

In the Matter of,

SUCCESS BUSINESS SOLUTIONS, INC.,

STEVEN D. MANSKE

WAIVER AND CONSENT  
TO ORDER

Respondents.

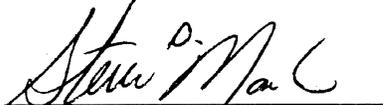
DFI S-238689 (EX)

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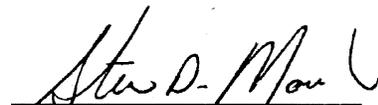
The undersigned Respondents, having decided not to contest the issuance of the attached Order in the above-referenced matter, hereby waive their right to a hearing with respect to this matter and hereby consent to the issuance of the Order;

The undersigned Respondents understand the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED at Madison, Wisconsin this 26<sup>th</sup> day of July, 2018.



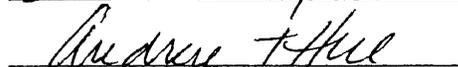
Steven D. Manske, on behalf of  
Success Business Solutions, Inc.



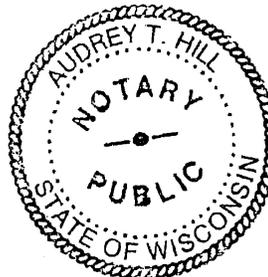
Steven D. Manske, personally

State of Wisconsin            )  
County of SALUK            )

Subscribed before me this  
26 day of JULY, 2018.

  
Notary Public Audrey T Hill

My commission is permanent/expires 05/10/2022



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

In the Matter of  
MIDWEST LABOR SERVICES, INC.,

ORDER OF PROHIBITION  
AND REVOCATION  
(CONSENT)

Respondent.

File No. S-08088(FX)

Based upon the attached Petition for Order and Waiver and Consent to Order I find that this action is necessary and appropriate in the public interest and for the protection of investors;

Therefore, pursuant to §553.58, Wis. Stats.,

IT IS ORDERED THAT:

- a. Midwest Labor Services, Inc., its successors, affiliates, controlling persons, officers, agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on its behalf, are prohibited from making or causing to be made to any person or entity in Wisconsin any further offers or sales of franchises unless and until such franchises are registered under Ch. 553, Wis. Stats., or successor statute.
- b. All exemptions from registration set forth at Ch. 553, Wis. Stats., or successor statute, that might otherwise apply to any offer or sale of any franchise of or by Midwest Labor Services, its successors, affiliates, controlling persons, officers, agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on its behalf, are hereby revoked.

EXECUTED at Madison, Wisconsin, this 22 day of April, 2008.

(SEAL)



Patricia D. Struck  
Administrator  
Division of Securities

NOTICE

You are advised that any wilful violation of an Order issued by the Administrator of the Division of Securities of the Department of Financial Institutions of the State of Wisconsin under Ch. 553, Wis. Stats., is a criminal offense punishable under the provisions of §553.52, Wis. Stats.

Exhibit A

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

---

In the Matter of  
STEVEN D. MANSKE,

ORDER OF PROHIBITION  
AND REVOCATION  
(CONSENT)

Respondent.

File No. S-08088(FX)

---

Based upon the attached Petition for Order and Waiver and Consent to Order I find that this action is necessary and appropriate in the public interest and for the protection of investors;

Therefore, pursuant to §553.58, Wis. Stats.,

IT IS ORDERED THAT:

- a. Steven D. Manske, his agents, servants, employees, and every entity and person directly or indirectly controlled or organized by or on his behalf, are prohibited from making or causing to be made to any person or entity in Wisconsin any further offers or sales of franchises unless and until such franchises are registered under Ch. 553, Wis. Stats., or successor statute.
- b. All exemptions from registration set forth at Ch. 553, Wis. Stats., or successor statute, that might otherwise apply to any offer or sale of any franchise of or by Steven D. Manske, his agents, servants, employees, and every entity and person directly or indirectly controlled or hereafter organized by on his behalf, are hereby revoked.

EXECUTED at Madison, Wisconsin, this 26th day of September, 2008.

(SEAL)

  
\_\_\_\_\_  
Patricia D. Struck  
Administrator  
Division of Securities

NOTICE:

You are advised that any willful violation of an Order issued by the Administrator of the Division of Securities of the Department of Financial Institutions of the State of Wisconsin under Ch. 553, Wis. Stats., is a criminal offense punishable under the provision of §553.52, Wis. Stats.

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

In the Matter of  
STEVEN D. MANSKE,

WAIVER AND CONSENT  
TO ORDER

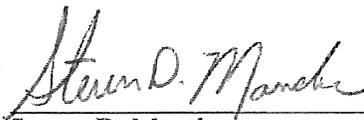
Respondent.

File No. S-08088(FX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order in the above-referenced matter, hereby waives his right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

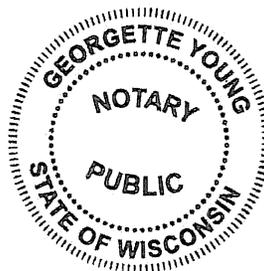
EXECUTED this 9<sup>th</sup> day of September, 2008.

  
\_\_\_\_\_  
Steven D. Manske

State of Wisconsin  
County of Sauk )

Subscribed before me this  
9 day of September, 2008.

Notary Public Georgette Young  
My commission expires 02-12-2012



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

In the Matter of  
MIDWEST LABOR SERVICES, INC.,

WAIVER AND CONSENT  
TO ORDER

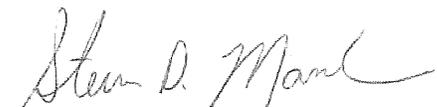
Respondent.

File No. S-08088(FX)

The undersigned Respondent, having decided not to contest the issuance of the attached Order in the above-referenced matter, hereby waives its right to a hearing with respect to this matter and hereby consents to the issuance of the Order;

The undersigned Respondent understands that the Order is effective when signed by the Administrator of the Division of Securities and that a willful violation of an Order signed by the Administrator is a criminal offense.

EXECUTED this <sup>11th</sup> ~~9th~~ day of September, 2008.



Steven D. Manske  
Midwest Labor Services, Inc.

State of Wisconsin )  
County of Dane )

Subscribed before me this

11<sup>th</sup> day of September, 2008.

Susan S. Georag  
Notary Public State of Wisconsin

My commission expires 10-02-11

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

---

In the Matter of  
MIDWEST LABOR SERVICES, INC.  
And STEVEN D. MANSKE,

PETITION FOR ORDER  
(CONSENT)

Respondents.

File No. S-08088(FX)

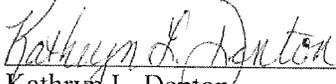
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The staff of the Bureau of Enforcement of the Division of Securities, Department of Financial Institutions, State of Wisconsin has conducted an investigation in this matter pursuant to §553.55, Wis. Stats., and as a result thereof alleges as follows:

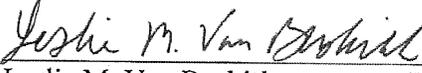
1. Midwest Labor Services, Inc. ("MLS") is a Wisconsin corporation with a last known business address of 4102 Veith Avenue, Madison, Wisconsin 53407.
2. Steven D. Manske ("Manske") is an individual with a last known business address of 4102 Vieth Avenue, Madison, Wisconsin 53407, and has been President of MLS at all times material hereto.
3. Upon information and belief, in the fall of 2003, an investor in Wisconsin was contacted by Manske, and provided with the Midwest Labor Services, Inc. Agreement ("Agreement") offering to sell a business opportunity for the business location that encompassed Fond du Lac County in Wisconsin..
4. Upon information and belief, the Purchase Agreement ("Purchase Agreement") signed and accepted on October 15, 2003 stated the purchase price of the franchise for Fond du Lac County was \$50,000 with installments of \$383.62 payable each week thereafter for a period of one hundred forty four (144) weeks.
5. Upon information and belief, the Agreement stated the person in Wisconsin was to sign a licensing agreement with MLS permitting the purchaser to use the Trade Name of Midwest Labor, a trademark of MLS.
6. Upon information and belief, the Agreement stated the person in Wisconsin was to operate under full compliance with Resource Funding Group Policies and Procedures. The person in Wisconsin received a copy of the Midwest Labor, Inc. Employee Handbook dated May 2002, a binder entitled Countdown to Success, a Midwest Labor/Hospitality Staffing Sales Packet dated June 8, 2003 and a copy of the RFG Resource Funding Group Operations Procedures from Manske.

7. Upon information and belief, MLS and Manske the materials described in paragraph 6 above constitute a marketing plan or system prescribed or suggested in substantial part.
8. Upon information and belief the franchise was sold to the person in Wisconsin based on representations that it was a "turnkey" operation in every respect, from a customer base, to equipment, to marketing, to training, to computer software programs.
9. Since the person in Wisconsin paid a fee for the right to do business as Midwest Labor Services, Inc., will operate the business according to a prescribed marketing plan, and will operate the business using the trademark "Midwest Labor Services, Inc.," the "business opportunity" described in the paragraphs above is a franchise as defined by §553.03(4), Wis. Stats.
10. Respondents have violated §553.21, Wis. Stats., which states no person may sell in this state any franchise unless the franchise has been registered under this chapter or is exempted under §553.23, §553.235 or §553.25.
11. Respondents have violated §553.27(4), Wis. Stats., by selling a franchise in this state without providing a copy of an offering circular to the prospective franchisee within at least ten business days prior to the execution by the prospective franchisee of any binding franchise or other agreement, or at least ten business days prior to the receipt of any consideration, whichever first occurs.

Therefore, the staff of the Bureau of Registration and Enforcement petitions the Administrator of the Division of Securities for the issuance of the attached order pursuant to Ch. 553, Wis. Stats.

  
Kathryn L. Denton  
Senior Examiner  
Bureau of Enforcement

9/18/08  
Date

  
Leslie M. Van Buskirk  
Attorney Supervisor  
Bureau of Enforcement

9/18/08  
Date