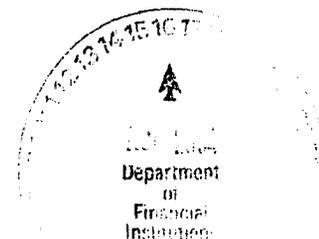


**ORDER
and
REPRIMAND**

STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF BANKING



TO: All Star Mortgage Corporation
285 N. Janacek Rd
Brookfield, WI 53045

And

Brian D. Spaeth
12425 W. Wilbur Dr.
New Berlin, WI 53151

1. The State of Wisconsin, Department of Financial Institutions, Division of Banking ("division") shall enforce and carry out all laws relating to mortgage bankers, mortgage brokers and loan originators in the State of Wisconsin, and shall enforce and cause to be enforced every law relating to the supervision and control thereof, pursuant to subch. III, ch. 224, Stats.
2. All Star Mortgage Corporation ("All Star") holds a certificate of registration as a mortgage banker with the division, certificate of registration #97-1231. Respondent is located at 285 N. Janacek Rd., Brookfield, WI 53045. Brian D. Spaeth ("Spaeth") holds a certificate of registration as a loan originator with the division, certificate of registration #98-2621. Respondent is located at 12425 W. Wilbur Dr., New Berlin, WI 53151.
3. Pursuant to s. 224.77(1), Stats., the division may limit the certificate of registration of a mortgage banker, mortgage broker or loan originator if it finds that the mortgage banker, mortgage broker or loan originator did any of the actions set forth in s. 224.77(1).
4. Pursuant to s. 224.77(2), Stats., the division may limit a certificate of registration if a director, officer, trustee, partner or member of the mortgage banker or mortgage broker or a person who has a financial interest in or is in any way connected with the operation of the mortgage banker's or mortgage broker's business is guilty of an act or omission which would be cause for refusing to issue a certificate of registration to that individual.
5. Pursuant to s. 224.77(3), Stats., the division may issue general and special orders necessary to, *inter alia*, prevent or correct actions by a mortgage banker, mortgage broker or loan originator which constitute cause under s. 224.77 for revoking, suspending or limiting a certificate of registration, and to cease and desist from engaging in particular activity.
6. Pursuant to s. 224.77(1m)(a), Stats., the division may assess against a person who is registered under ch. 224, Stats., a forfeiture of not more than \$1,000.00 for each violation enumerated under ss. 224.77(1)(a) to (o) or (r), Stats.

7. Pursuant to subch. III, ch. 224, Stats., Brian D. Spaeth and All Star Mortgage Corporation are under the supervision and control of the division.

8. The division finds as follows:

a. On February 27, 2002, the division received a complaint against All Star and Spaeth filed by [REDACTED] (REDACTED), DFI # 106292 (Exhibit 1). On March 4, 2002, the division forwarded a copy of the complaint to All Star and Spaeth, requesting a response to the complaint within fifteen (15) days (Exhibit 2). The division received no response. This is a violation of s. 224.77(1)(i), Stats.

b. On September 8, 2003, the division received a complaint against All Star and Spaeth filed by [REDACTED] (REDACTED), DFI # 110782 (Exhibit 3). On November 25, 2003, the division forwarded a copy of the complaint to All Star, requesting a response to the complaint within fifteen (15) days (Exhibit 4). The division received no response. This is a violation of s. 224.77(1)(i), Stats.

c. On March 24, 2004, the division sent a second request to All Star and Spaeth for a response to the complaint filed by [REDACTED] (Exhibit 5). The division received no response. This is a violation of s. 224.77(1)(i), Stats.

d. On April 29, 2004, the division sent a request to All Star and Spaeth for a response to the complaints filed by [REDACTED] and [REDACTED] (Exhibit 6). The division received no response. This is a violation of s. 224.77(1)(i), Stats.

e. On May 10, 2004, the division sent a request to All Star and Spaeth for a response to the complaints filed by [REDACTED] and [REDACTED] (Exhibit 7). The division received no response. This is a violation of s. 224.77(1)(i), Stats.

f. On June 9, 2004, the division sent a request to All Star and Spaeth for a response to the complaints filed by [REDACTED] and [REDACTED] (Exhibit 8). The division received no response. This is a violation of s. 224.77(1)(i), Stats.

After receipt of the division's Notice, Brian D. Spaeth and All Star Mortgage Corporation provided a July 17, 2004, letter concerning the Notice of Hearing, Notice of Prehearing and aforementioned complaints. Mr. Spaeth's response included the following:

"After receipt of the notice admitted above, I drafted a response for the [REDACTED] and [REDACTED] complaints. Not having the only access to the information regarding the [REDACTED] file, I sent my copies of the responses to the title person [REDACTED] who used to work with AMK Title, Inc with a request to add any comments or corrections to the response and forward them to the Department as requested. (AMK Title, Inc is also owned by myself, but Gail did not work for AMK Title, Inc at the time of this response). Not hearing anything further I assumed that she forwarded the responses and all was closed by the Department."

9. Based on the foregoing, **IT IS HEREBY ORDERED** as follows:

a. Pursuant to Wis. Stat. s. 224.77 (3), it is hereby ordered that Brian D. Spaeth and All Star Mortgage Corporation take the following action:

Immediately revise your financial services agreement to comply with DFI-BGK 43.04(5m)(a), Wisconsin Administrative Code.

b. Pursuant to Wis. Stat. s. 224.77 (3), it is hereby ordered that Brian D. Spaeth and All Star Mortgage Corporation take the following action:

Provide timely responses to the division's request and promptly advise the division with respect to consumer complaints filed with the division.

c. Pursuant to Wis. Stat. s. 224.77(1), the division may and does hereby reprimand Brian D. Spaeth and All Star Mortgage Corporation for violating s. 224.77(1), Stats., regarding the aforementioned complaints.

IT IS FURTHER ORDERED, that files complaint #106296 and #110782 are hereby closed as to Respondent Brian D. Spaeth and All Star Mortgage Corporation.

10. Failure by Brian D. Spaeth and All Star Mortgage Corporation to comply with the terms of this Order shall be cause for the revocation of their registration, and Brian D. Spaeth and All Star Mortgage Corporation shall voluntarily enter into a stipulated agreement that the registration be revoked.

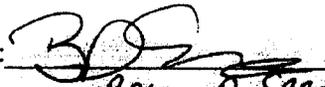
11. The effective date of this Order shall be the date it is served. Pursuant to s. 227.48, Stats., service is effective upon mailing.

Dated and mailed at Madison, Wisconsin this 20th DAY OF AUGUST

By: _____
Michael J. _____
State of Wisconsin
Department of Financial Institutions
Division of Banking
P.O. Box 7876
345 W. Washington Avenue, 4th Floor
Madison, WI 53707-7876
tel. (608) 266-0451

CONSENT

Brian D. Spaeth and All Star Mortgage Corporation consent to the issuance of the above Order and waives any appeal, review or contest of this Order.

By: 
Brian D. Smith

Date: 09-04