

The Supreme Court of Ohio

BEFORE THE BOARD ON THE UNAUTHORIZED PRACTICE OF LAW

CINCINNATI BAR ASSOCIATION, :

Relator, :

v. :

TIMOTHY E. MEHLMAN dba :

Global Commercial Business Broker, :

Respondent. :

Case No. UPL 17-05

ORDER

This matter came before the Board on May 18, 2018, upon the panel report and recommendation to approve the Stipulation and Settlement Agreement of Relator and Respondent Pursuant to Rule VII Section 5b of the Rules for the Government of the Bar of Ohio.

It is ordered that the Motion to Approve Proposed Settlement Agreement is **granted**.

It is further ordered that in accordance with Gov. Bar R. VII, Sec. 5b(D)(2) the Complaint in this matter is hereby **dismissed**.

It is further ordered that the signed Settlement Agreement shall be recorded for reference by the Board pursuant to Gov. Bar R. VII, Sec. 5b(H).

**FOR THE BOARD ON THE UNAUTHORIZED
PRACTICE OF LAW**

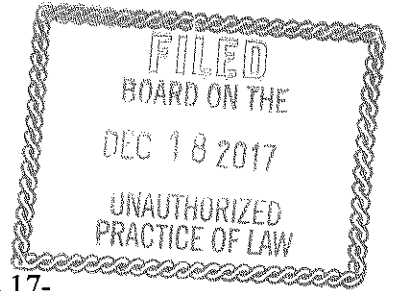
Edward T. Mohler / mbe

Edward T. Mohler, Esq.

Chair



**BOARD OF COMMISSIONERS ON THE
UNAUTHORIZED PRACTICE OF LAW
OF THE SUPREME COURT OF OHIO**



CINCINNATI BAR ASSOCIATION

Relator,

-vs-

TIMOTHY E. MEHLMAN dba
Global Commercial Business Broker

Respondent.

CASE NO. UPL 17-__

UPL 17-05

**STIPULATION AND SETTLEMENT AGREEMENT OF RELATOR AND
RESPONDENT PURSUANT TO RULE VII SECTION 5b OF
THE RULES FOR THE GOVERNMENT OF THE BAR OF OHIO**

On December 15, 2017, the Relator, Cincinnati Bar Association, filed a formal Complaint (the "Complaint") against the Respondent, Timothy E. Mehlman, with the Board of Commissioners on the Unauthorized Practice of Law of the Supreme Court of Ohio (the "Board"). The Respondent has been served with, but has not filed an Answer or any other pleading in response to the Complaint. The Relator and the Respondent now wish to enter into this Stipulation and Settlement Agreement (this "Settlement Agreement") pursuant to Gov. Bar R. VII §5b.

I. STIPULATED FACTS

The Relator and the Respondent have stipulated to the following facts:

1. The Relator, though its Unauthorized Practice of Law Committee, is authorized, pursuant to Gov. Bar R VII, to investigate and file complaints with the Board of Commissioners on the Unauthorized Practice of Law of the Supreme Court of Ohio regarding claims of the unauthorized practice of law.

2. The Respondent is a resident of Butler County, Ohio.

3. The Respondent is not licensed to practice law in the State of Ohio or in any other jurisdiction.

4. The Respondent conducts business as a business broker in the State of Ohio under the registered trade name "Global Commercial Business Broker."

5. The Respondent publicly promotes his brokerage business on the internet and otherwise as "providing professional services regarding selling and marketing commercial businesses" which specializes in the purchase and sale of "gas stations, gas stations with convenience stores, markets, liquor stores, drive thru's and high volume gas purchases (sic)."

6. Among the "areas of expertise" which the Respondent publicly promotes in connection with his brokerage business are: "contract review," "lease negotiation," "gas contract assistance," "financing assistance," and "surety bond assistance."

7. In connection with the conduct of his brokerage business, the Respondent represents both prospective buyers and prospective sellers of commercial businesses. When the Respondent represents a prospective seller, the seller signs an "Exclusive Listing Contract," which includes the brokerage fee due and payable to the Respondent by the prospective seller.

8. Further in connection with the conduct of his brokerage business, the Respondent also typically: (a) negotiates on behalf of his client key economic and legal terms of the proposed transaction; and (b) then drafts corresponding contract provisions for inclusion in an "Offer/Contract to Purchase" which the Respondent asks his client, and the other party to the transaction, to sign. An example of an "Offer/Contract to Purchase" prepared by the Respondent is attached as Exhibit A to the Complaint.

9. Further in connection with the conduct of his brokerage business, the Respondent also has, on at least one occasion, formed an Ohio limited liability company on behalf of a prospective purchaser. A copy of the Articles of Organization of the limited liability company formed by the Respondent is attached as Exhibit B to the Complaint.

10. The business broker activity, as promoted and conducted by the Respondent, constituted and continues to constitute the unauthorized practice of law by the Respondent in the State of Ohio.

11. The formation by the Respondent of Ohio legal entities on behalf of prospective purchasers constituted and continues to constitute the unauthorized practice of law by the Respondent in the State of Ohio.

12. The Respondent has been and continues to be paid for his services by his clients, the majority of whom are Ohio residents.

13. The Respondent has agreed to cease and desist from engaging in the unauthorized practice of law in the State of Ohio including, without limitation, from negotiating (except for financial terms), preparing, drafting, completing or revising on behalf of his clients any contracts, leases, or other legal documents and instruments of any kind. For purposes of this Settlement Agreement, "financial terms" shall mean the sale price, and the amount of any other money paid by or to Respondent's clients in connection with the sale, and no other terms).

14. The Respondent also has agreed to include on his website, and on all his promotional materials, a prominent statement, reasonably acceptable to the Relator, that the Respondent is not licensed to practice law in the State of Ohio and that recommends his clients consult with a licensed attorney with respect to all contracts, leases and other legal documents and instruments in connection with any business transactions procured by or otherwise involving the Respondent.

II. STIPULATED RESOLUTION

The Relator and the Respondent have stipulated to the following agreed upon resolution to this proceeding as set forth in Gov. Bar. R. VII 5b (C):

1. The Respondent shall cease and desist from engaging in the unauthorized practice of law in Ohio including, without limitation, from negotiating (except for financial terms), preparing, drafting, completing or revising on behalf of his clients any contracts, leases, or other legal documents and instruments of any kind.

2. The Respondent shall include on his website, and on all of his promotional materials, a prominent statement reasonably acceptable to the relator, that the Respondent is not licensed to practice law in the State of Ohio and that recommends his clients consult with a licensed attorney with respect to all contracts, leases and other legal documents and instruments in connection with any business transactions procured by or otherwise involving the Respondent.

3. This Settlement Agreement does not involve any public policy issues or encroach upon the jurisdiction of the Supreme Court to regulate the practice of law.

4. This Settlement Agreement furthers the stated purposes of Gov. Bar R. VII; and

5. The Board shall retain jurisdiction over, and the right to enforce and resolve any disputes concerning, this Settlement Agreement.

III. WAIVER OF NOTICE AND HEARING

The Relator and Respondent each hereby waives the right to notice of and appearance at the formal hearing in this proceeding.

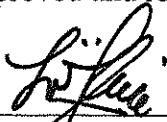
IV. CIVIL PENALTY

The Relator submits it is not appropriate to impose a civil penalty upon the Respondent for the following reasons:

1. The Respondent has cooperated with the Relator's investigation and in connection with the negotiation of this Settlement Agreement.
2. The Respondent was unaware at the time that his activities constituted the unauthorized practice of law in Ohio.
3. The Respondent's conduct did not result from a dishonest motive.
4. The Respondent has agreed to pay the costs of this proceeding.

Upon acceptance of this Settlement Agreement pursuant to Gov. Bar R. VII §5b by the Panel and the Board, an order dismissing the complaint will be issued by the Board chair or vice-chair in accordance with Gov. Bar R. VII (5b)(D)(1).

Approved and respectfully submitted,




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