

**IN THE CHANCERY COURT FOR SHELBY COUNTY, TENNESSEE
FOR THE THIRTIETH JUDICIAL DISTRICT AT MEMPHIS**

STATE OF TENNESSEE, *ex rel.*)
ROBERT E. COOPER, JR., ATTORNEY)
GENERAL AND REPORTER,)

Plaintiff,)

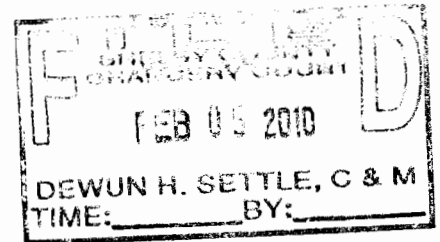
v.)

LINDA McCLUSKEY, individually and)
d/b/a BRITTON JAMES &)
ASSOCIATES, THE FRANKLIN)
GROUP OF AMERICA, HAMILTON)
CLARK INTERNATIONAL,)
and THE RENAISSANCE GROUP)
INTERNATIONAL,)

Defendants.)

Case No. CH-09-2044-1

JURY DEMAND



MOTION TO AMEND THE STATE'S COMPLAINT

The Plaintiff, the State of Tennessee, by and through Robert E. Cooper, Jr., Attorney General and Reporter (hereinafter "State of Tennessee" or "State") hereby respectfully submits the following Motion to Amend its Complaint, which is attached hereto, and is filed contemporaneously with this motion. The State's proposed amended complaint has been filed in good faith in a timely manner with adequate notice to the Defendant, enhances the State's action, and will not unduly prejudice the Defendant. The new allegations in the Complaint were based on new information that the State received after filing the Complaint in this matter.

FACTS

1. This is a civil prosecution brought against the Defendant by the Attorney General of the State of Tennessee to enforce its Employment Agency Act, Tenn. Code Ann. § 47-18-1701 *et seq.*, which is contained within the Tennessee Consumer Protection Act, and the Tennessee Consumer Protection Act as a whole, Tenn. Code Ann. § 47-18-101 *et seq.*

2. The State filed suit against the Defendant on October 6, 2009.

3. In its original complaint, the State alleged violations of both the Tennessee Employment Agency Act and the Tennessee Consumer Protection Act by Linda McCluskey, believed to be the principal, sole proprietor, or controlling entity of four separate companies: The Renaissance Group International, Hamilton Clark International, The Franklin Group of America, and Britton James & Associates.

4. On December 11, 2009, the State learned that former owners, managers, partners, or employees of Linda McCluskey, d/b/a The Franklin Group of America and Britton James & Associates, Lorry Ronza and Kevin Shaw, have re-opened a substantially similar, if not identical entity called "Continental Business Solutions," located at 6055 Primacy Parkway #350, Memphis, TN 38119.

5. The State has learned that "Continental Business Solutions" is a re-incarnation of the entities the State sued on October 6, 2009, and is engaged in identical conduct in violation of the Tennessee Employment Agency Act and the Tennessee Consumer Protection Act. Advertising and promotional materials for "Continental Business Solutions" are identical to those used by The Franklin Group of America and Britton James & Associates. (*See attached Exhibits 1, 3*).

6. The State has learned that Lorry Ronza is currently listed as the Owner of Professional Solutions, LLC, d/b/a “Continental Business Solutions.” (See attached Exhibit 2)

7. Lorry Ronza was previously listed as the contact for Britton James & Associates on advertising placed on the popular job-search website CareerBuilder.com (See attached Exhibit 3).

8. Lorry Ronza was identified as the representative of The Franklin Group of America by a sworn consumer affidavit (See attached Exhibit 4).

9. Lorry Ronza participated in the unlawful practices set forth in the Complaint and had knowledge or should have had knowledge of the unlawful acts set forth in the Complaint. (See attached Exhibit 3 and 4)

10. Kevin Shaw participated in the unlawful practices set forth in the Complaint and had knowledge or should have had knowledge of the unlawful acts set forth in the Complaint. (See attached Exhibits 5, 6, 7, 8 and 9)

11. Kevin Shaw was previously identified as the “executive career consultant” for The Franklin Group of America. (See attached Exhibit 5).

12. Kevin Shaw was identified as the representative or agent of both Britton James & Associates and The Franklin Group of America by sworn consumer affidavits. (See attached Exhibits 6, 7, 8, 9).

MOTION

The State respectfully moves to file its proposed First Amended Complaint attached herein.

Through the First Amended Complaint, the State seeks to add the individuals Lorry Ronza and Kevin Shaw personally, and Professional Solutions, LLC, as Defendants in the pending action.

PRAYER FOR RELIEF

WHEREFORE PREMISES CONSIDERED, the State of Tennessee prays:

(1) That this Motion be granted and the First Amended Complaint of the State of Tennessee for Injunctive and Other Relief be filed in this action, so that the State can serve the Defendants in accordance with the Tennessee Rules of Civil Procedure;

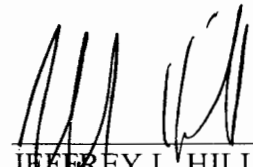
(2) That all costs borne of this action not be taxed against the State pursuant to Tenn. Code Ann. § 47-18-116; and

(3) That the court grant any other relief it deems just and proper.

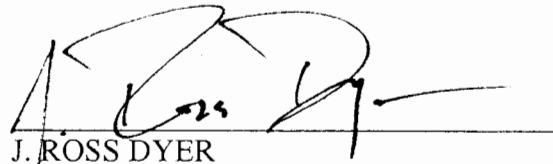
Respectfully submitted,



ROBERT E. COOPER, JR.
Attorney General and Reporter
B.P.R. No. 10934



JEFFREY L. HILL
Senior Counsel
B.P.R. No. 16731
Office of the Tennessee Attorney General
Consumer Advocate and Protection Division
P. O. Box 20207
Nashville, TN 37202
Phone: (615) 741-2614
Facsimile: (615) 532-2910



J. ROSS DYER

Assistant Attorney General

B.P.R. No. 19366

Office of the Tennessee Attorney General

1701 North Main Street

Memphis, TN 38103

Phone: (901) 543-9039

Facsimile: (901) 543-9025

Attorneys for the State of Tennessee

CERTIFICATE OF SERVICE

I certify that on the 5th day of February, 2010, the above State of Tennessee's motion to Amend the State's Complaint and the attached First Amended Complaint of the State of Tennessee for Injunctive and Other relief were served in the following manner:

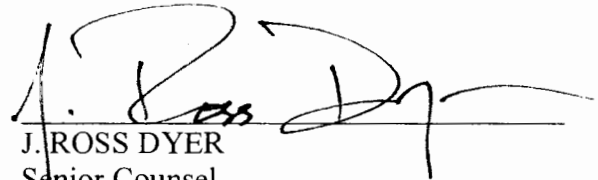
Via Certified First Class Mail

RANDALL J. FISHMAN (#7097)
JOHN A. IRVINE, JR. (#21538)
Counsel for Defendant Linda McCluskey
200 Jefferson Avenue
Suite 1250
Memphis, Tennessee 38103
(901) 525-6278

LORRY RONZA
809 Sundown Lane
Memphis, Tennessee 38133

KEVIN SHAW
9933 Oban Drive
Cordova, Tennessee 38016

PROFESSIONAL SOLUTIONS, LLC
6055 Primacy Parkway
Suite 350
Memphis, Tennessee 38119


J. ROSS DYER
Senior Counsel

**IN THE CHANCERY COURT OF SHELBY COUNTY, TENNESSEE
FOR THE THIRTIETH JUDICIAL DISTRICT AT MEMPHIS, TENNESSEE**

STATE OF TENNESSEE, <i>ex rel.</i>)	
ROBERT E. COOPER, JR., ATTORNEY)	
GENERAL AND REPORTER,)	
)	
Plaintiff,)	
)	
v.)	Docket No. CH-09-2044-1
)	
LINDA McCLUSKEY, individually and)	JURY DEMAND
d/b/a BRITTON JAMES &)	
ASSOCIATES, THE FRANKLIN)	
GROUP OF AMERICA, HAMILTON)	
CLARK INTERNATIONAL,)	
and THE RENAISSANCE GROUP)	
INTERNATIONAL,)	
)	
Defendants.)	

**LIST OF EXHIBITS TO STATE OF TENNESSEE'S MOTION TO AMEND THE
STATE'S COMPLAINT**

1. CareerBuilder.com advertisement for Continental Business Solutions, captured on December 16, 2009.
2. Secretary of State for the State of Tennessee filing for Professional Solutions, LLC.
3. CareerBuilder.com advertisement for Britton James & Associates, captured on September 28, 2009.
4. Sworn affidavit of Robert Dean Bernstein, taken on November 20, 2009.
5. The Memphis Daily News, *Business Markets People to Employers*, dated January 26, 2009.
6. Sworn affidavit of Timothy Michael Land, taken on November 19, 2009.
7. Sworn affidavit of Stephen LeRoy Pope, taken on November 19, 2009.
8. Sworn affidavit of Lisa Marie David, taken on November 19, 2009.
9. Sworn affidavit of Fred Clinton Lincoln, taken on November 20, 2009.

EXHIBIT 1

careerbuilder.com

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Be seen by 1.5 million hiring managers. Takes 5 minutes!

<http://careerbuilder.com/resume/submit.html>

advertisement

Human Resources, Management,
Professionals and Executives
Continental Business Solutions

Job Snapshot

Location:	6055 Primacy Parkway Suite 305 MID SOUTH AREA, TN 38119
Base Pay:	\$50,000 - \$250,000 /Year
Employee Type:	Full-Time
Industry:	Internet - ECommerce Military Transportation
Manages Others:	Not Specified
Job Type:	Management General Business Human Resources
Education:	2 Year Degree
Experience:	5 to greater than 15 years
Relocation Covered:	No
Post Date:	12/4/2009

Contact Information

Contact:	Leane Day
Phone:	(901) 683-4324
Fax:	(901) 683-4326


Description


Are You Worth \$50K to 250K?

Sending out Resumes Online Doesn't Work? Looking Online Doesn't work?


Unemployment Rates In the Mid-South Have Hit 11%!

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**Free
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**Pet
Coupons**



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career depends largely on proactive, strategic planning and careful preparation. What worked a decade or just a few years ago does not work today. The job market is continuously changing and finding a rewarding and lucrative career has become more sophisticated. We have the resources to work

with those who are dedicated to a new career path. We understand today's job market and have devised new strategies, and employed new tools to help the jobseeker obtain the career of their choice. Our staff consists of highly competent professionals, who are well-regarded experts in their field. They offer clients, a wide range of industry and functional expertise to enable them to access the job market as no other candidate is able to do. Please forward your resume only if you are serious about furthering your career. You will be contacted only if we can be assistance to you. *Senior executives and former entrepreneurs at director, VP level or C-level with direct P and L or staff responsibility, or who have managed multi-plant or multi-service operations and who are looking for growth opportunities and commensurate financial rewards at \$150,000 to \$500,000. *Mid-level staff with experience in legal, banking, franchising, communications, consumer goods, electronics, operations and retail...including service and manufacturing at \$60,000 to \$150,000 *Sales and marketing professionals with proven records who have helped increase market share and exceeded forecasts in the tangible products or service market segments at \$75,000 to \$225,000. *Financial and accounting managers, analysts and directors, including CPAs of local firms, controllers, and CFOs of diversified operations seeking to increase responsibility and at \$60,000 to \$160,000. *Educators, MBAs, MAs and PhDs in all fields seeking growth and earnings in the private sector and who can demonstrate have unique skills...and seeking \$75,000 to \$185,000. *Mid-level and senior level high tech professionals, admin staff, early retirees, IT/IS, purchasing, project managers and directors, distribution and officers leaving the military. *Britton James and Associates is a leading service for those who wish to be considered at large and small employers, growth firms, and Fortune 1000 companies. Specialties include: Accounting/Administration Advertising/Public Relations Aerospace/Defense Arts Entertainment Banking/Biomed/Biotech Finance/Financial Services General Mgmt./Top Mgmt. HR/Recruiting/Outplacement Insurance/All Legal IT/IS/Internet Management Consulting Manufacturing-All Operations Nonprofit Operations Retail/Real Estate Sales/Marketing Sales@Home Transportation Logistics

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- Retail
- Operations
- Education
- Healthcare

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Continental Business Solutions

Requirements

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EXHIBIT 2



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
312 Rosa L. Parks Avenue
6th Floor, William R. Snodgrass Tower
Nashville, TN 37243

Filing Information

Name: **PROFESSIONAL SOLUTIONS LLC**

General Information

Control # : 609084
Filing Type: Limited Liability Company - Domestic
Filing Date: 08/28/2009 8:31 AM
Status: Active
Duration Term: Perpetual
Managed By: Member Managed
Public/Mutual Benefit: Mutual

Formation Locale: Shelby County
Date Formed: 08/28/2009
Fiscal Year Close: 12
Member Count: 1

Registered Agent Address

LORRY RONZA
6077 PRIMACY PKWY
STE 102
MEMPHIS, TN 38119 USA

Principal Address

6077 PRIMACY PARKWAY
SUITE 102
MEMPHIS, TN 38119 USA

The following document(s) was/were filed in this office on the date(s) indicated below:

<u>Date Filed</u>	<u>Filing Description</u>	<u>Image #</u>
11/12/2009	Assumed Name	6623-0087
10/08/2009	Mailing Address Update	
08/28/2009	Initial Filing	6586-2954

<u>Active Assumed Names (if any)</u>	<u>Date</u>	<u>Expires</u>
Continental Business Solutions, LLC	11/12/2009	11/12/2014

EXHIBIT 3

careerbuilder.com

Executive, Professional, Marketing,
Management and Sales
Britton James & Associates

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<http://www.careerbuilder.com/resumerabbit.com>

advertisement

Job Snapshot

Location:	5100 Poplar Ave. 27Th Floor Memphis, TN 38137
Base Pay:	\$50,000 - \$500,000 /Year
Employee Type:	Full-Time
Industry:	Accounting - Finance Mortgage Military
Manages Others:	No
Job Type:	Business Development General Business Human Resources
Education:	2 Year Degree
Experience:	At least 5 year(s)
Post Date:	9/16/2009

Contact Information

Contact:	Lorry Ronza
Phone:	+ (901) 332-6104
Fax:	901-322-6105

Description

About the Job Ranging from \$50,000 to \$300,000 PLEASE ONLY RESPOND TO THIS POSTING IF YOU RESIDE IN MEMPHIS OR THE SURROUNDING AREA. Our firm is EXCLUSIVELY geared to assisting EXECUTIVES, MANAGERS AND PROFESSIONALS tired of living with job unsatisfaction and seeking a serious progression. The <http://www.brittonjamesassociates.com/> /develops relationships with employers, venture capital firms and others, which allows our firm to assist senior executives and managers to identify the most appropriate career positions. We steward our clients careers, maximizing their earning potential and job satisfaction as well. We also provide unique technology tools and other resources to assist our clients to get better interviews and entree to the hiring decision-makers. It has become increasingly apparent that changing jobs and building a successful

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Check it out at:

<http://cb1-resumerabbit.com>

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careerbuilder.com

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Post Your Resume to 80 Top Career Sites Instantly

Be seen by 1.5 million hiring managers. Takes 5 minutes!

<http://www.careerbuilder.com>

advertisement

About the job ranging from \$50,000 to \$250,000 and above. PLEASE ONLY RESPOND TO THIS POSTING IF YOU RESIDE IN MEMPHIS OR THE SURROUNDING AREA. Our firm is EXCLUSIVELY geared to assisting Executives, Managers, and

Professionals tired of living with job dissatisfaction and seeking a serious progression. We assist you in developing relationships with employers, venture capital firms and others, which allows our firm to assist senior executives and managers to identify the most appropriate career positions. We steward our clients careers, maximizing their earning potential and job satisfaction as well. We also provide unique technology tools and other resources to assist our clients to get better interviews and entree to the hiring decision-makers. It has become increasingly apparent that changing jobs and building a successful career depends largely on proactive, strategic planning and careful preparation. What worked a decade or just a few years ago does not work today. The job market is continuously changing and finding a rewarding and lucrative career has become more sophisticated. We have the resources to work with those who are dedicated in their career search. Our staff consists of highly competent professionals with over 30 years of proven experience. You will be contacted only if we can assist you. Senior executives and former entrepreneurs at director, VP level or C-level with direct P and L or staff responsibility, or who have managed multi-plant or multi-service operations and who are looking for growth opportunities that commensurate financial reward, Mid level staff with experience in legal, banking, franchising, communication, consumer goods, electronics, operations with proven records who have helped increase market share and exceeded forecasts in the tangible products or service market segments, Financial and accounting managers, analysts and directors, including CPA's, controllers, and CFO's of diversified operations seeking to increase responsibility, Educators, MBAs, MAs, and PhDs in all fields seeking growth and earnings in the private sector and who can demonstrate unique skills, High tech professionals, early retirees, IT/IS, purchasing, project managers and directors, distribution and officers leaving the military should contact us immediately. CONTINENTAL BUSINESS SOLUTIONS is a leading service for those who wish to be considered at large and small employers, growth firms and Fortune 1000 companies.

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We Specialize in "unblocking" the blocked career and getting quicker results for upper level job seekers in professions such as:

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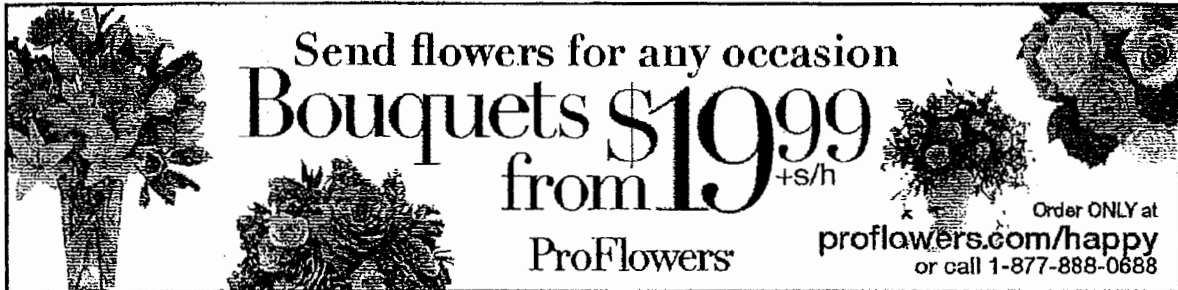
Be seen by 1.5 million hiring managers. Takes 5 minutes!

<http://careerbuilder.resumehabit.com>

advertisement

Requirements Requirements Please only respond if you are in the Mid-South area. Please send your resume **ONLY IF YOU ARE IN THE MID-SOUTH AREA.** You can fax your resume to 901-322-6105 or email it to <http://www.brittonjamesassociates.com/>. **ONLY SERIOUS INQUIRIES PLEASE!!!**

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EXHIBIT 4

**WORK PRODUCT
PRIVILEGED**

CONFIDENTIAL MEMORANDUM

In Re:

**State v. Linda McCluskey,
d/b/a Britton James & Associates, The Franklin Group of America, Hamilton Clark
International, The Renaissance Group International.**

AFFIDAVIT OF ROBERT DEAN BERNSTEIN

STATE OF TENNESSEE)
)
SHELBY COUNTY)

I, Robert Dean Bernstein do hereby depose and aver as follows:

1. I am an adult resident of Tennessee and am competent to testify to the matters stated herein.
I am 43 years old and of sound mind.
2. I make this affidavit on personal knowledge and understand that it may be used in legal proceedings.
3. I am employed at Jabil Global Services on a salary basis. I have been employed at Jabil Global Services for roughly nine months.
4. I originally heard of Linda McCluskey and The Franklin Group of America through CareerBuilder.com.
5. I was contacted by an agent of The Franklin Group of America on or around February 2009.
6. I was told I was being contacted because I had been specially selected for their unique services.
7. During my first call/interaction with an agent of The Franklin Group of America, I was told that I should come to 5100 Poplar Avenue, Memphis, Tennessee on or around February 2009.

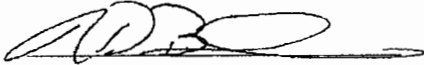
8. Because of this conversation, I scheduled a meeting with The Franklin Group of America on or around February 2009 at 5100 Poplar Avenue, Memphis, Tennessee.
9. I was told the meeting would be with Lorry Ronza.
10. On or around February 2009 I had my first meeting with a representative of The Franklin Group of America, Lorry Ronza.
11. I was told by Lorry Ronza that The Franklin Group of America only selected certain candidates that met specific criterion.
12. During this meeting, I was told explicitly, and in no uncertain terms, that The Franklin Group of America could and would provide me with:
 - a. Contacts, especially contacts with specific employers (companies I expressed interest in, e.g., Autozone);
 - c. Access to 90% of jobs available that were unpublished;
 - d. Proprietary data, programs, etc.
13. During this meeting, I was told that The Franklin Group of America worked with employers to find people jobs.
14. During this meeting I was told that The Franklin Group of America would send me on interviews with employers.
15. I was told that The Franklin Group of America focused on obtaining candidates employment in the salary range of ninety thousand dollars (\$90,000) and above.
16. I was told that customers of The Franklin Group of America typically receive a signing bonus of at least five thousand dollars (\$5,000).
17. I was shown letters from what I was told were former clients stating that they received a job through The Franklin Group of America.
18. I was told that these were letters from actual customers of The Franklin Group of America.
19. At no point during my initial meeting with an agent of The Franklin Group of America was a fee arrangement discussed.
20. As a result of the representations made during this initial meeting, I agreed to an appointment for a second meeting at The Franklin Group of America, which would be with Linda McCluskey.
21. I was told by Lorry Ronza that The Franklin Group of America was owned by Linda

McCluskey.

22. An agent of The Franklin Group of America informed me that I would need to bring my wife, Sara Gabriela Bernstein, to the second meeting at The Franklin Group of America. As a result, my wife, Sara Gabriela Bernstein, attended the second meeting at The Franklin Group of America.
23. During this meeting, myself and my wife met with Linda McCluskey.
24. During the meeting with Linda McCluskey, I was told that The Franklin Group of America had contacts within my specific industry.
25. During this meeting Linda McCluskey re-iterated that The Franklin Group of America had contacts with specific companies in my industry, as well as contacts in other industries I wished to become involved in (e.g., AutoZone).
26. During this meeting Linda McCluskey presented myself and my wife with a fee schedule for the services of The Franklin Group of America.
27. I was told by Linda McCluskey that The Franklin Group of America's services would cost three thousand dollars (\$3,000).
28. I was told by Linda McCluskey, in no uncertain terms, that I had to pay this fee up front.
29. After discussion, Linda McCluskey agreed to a split of the three thousand dollar (\$3,000) fee, with fifteen hundred (\$1,500) to be paid immediately, and a second fifteen hundred (\$1,500) to be paid upon the commencement of services.
30. On or around February 2009 I paid Linda McCluskey of The Franklin Group of America the initial fee of fifteen hundred dollars (\$1,500) by credit card.
 - a. I paid for this service in order to obtain employment.
 - b. I thought I was purchasing the services of an employment agency.
 - c. I was promised that I would be given contacts and interviews when I paid my fee.
 - d. I would not have paid \$1,500 if I knew I would not receive any contacts.
 - e. I would not have paid \$1,500 if I knew I would not get any interviews.
 - f. I would not have paid \$1,500 if I knew I was only being provided resume' review, career counseling, and other advice on how to obtain a job on my own.
31. Over the following weeks, after paying my initial fifteen hundred dollar fee (\$1,500) I was unable to contact a representative or agent of The Franklin Group of America. E-mails to representatives were rejected, I received no telephone calls, or other correspondence regarding my ongoing relationship with The Franklin Group of America.
32. Roughly five weeks after my initial fifteen hundred dollar (\$1,500) payment, I requested a refund from The Franklin Group of America.

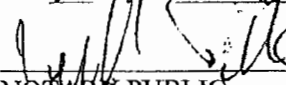
33. I received no response from The Franklin Group of America regarding the refund I had requested.
34. I have had no contact with Linda McCluskey or any other representative from The Franklin Group of America since payment of my fifteen hundred dollar (\$1,500) initial fee.
35. I was able to obtain a refund of my fifteen hundred dollar (\$1,500) initial fee through Bank of America Visa, over objections by Linda McCluskey and The Franklin Group of America.

FURTHER AFFIANT SAITH NOT



ROBERT DEAN BERNSTEIN STATE

Sworn to and subscribed before me OF
this 20 day of November, 2009


NOTARY PUBLIC

My commission expires:

WILLIAM TILLNER
NOTARY PUBLIC
COUNTY OF SHELBY
My Commission Expires
March 17, 2010

EXHIBIT 5

Home	Blog	Public Notices	Public Records	Name & Property Search	Watch Service	Data Direct	Marketing & Sales Lists	Crime Reports	Neighborhood Reports	Contact Us	Subscribe
RECORD TOTALS	DAY	WEEK	YEAR					RECORD TOTALS	DAY	WEEK	YEAR
PROPERTY SALES	97	272	11,728					BANKRUPTCIES	177	660	27,737
MORTGAGES	164	365	21,514					BUSINESS LICENSES	11	78	4,478
FORECLOSURE NOTICES	0	178	8,530					UTILITY CONNECTIONS	97	527	18,913
BUILDING PERMITS	112	649	24,706					MARRIAGE LICENSES	21	114	3,969



Vol. 134

Monday, January 26, 2009

Business, Politics & The Public Interest



Issues | About

FRONT PAGE NEWS

- Friday, Sep. 11, 2008
- Thursday, Sep. 10, 2008
- Wednesday, Sep. 9, 2008
- Tuesday, Sep. 8, 2008
- Monday, Sep. 7, 2008

Back

Go to date:

Search News:

PUBLIC NOTICES

- Friday, Sep. 11, 2008
- Thursday, Sep. 10, 2008
- Wednesday, Sep. 9, 2008
- Tuesday, Sep. 8, 2008
- Monday, Sep. 7, 2008

Back

Go to date:

Search Notices:

PUBLIC RECORDS

- Thursday, Sep. 10, 2008
- Wednesday, Sep. 9, 2008
- Tuesday, Sep. 8, 2008
- Monday, Sep. 7, 2008
- Friday, Sep. 4, 2008

Back | Forward

Go to date:

Search Records:

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CHANDLER REPORTS

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TOM WILEMON | The Daily News

The Franklin Group of America connects people with new employers, but don't call it a headhunting agency or a recruitment company.

The people at this business characterize what they do as something else.

"We're a marketing company more than a placement company or a recruiting firm," said Kevin Shaw, executive career consultant for The Franklin Group of America. "We figure out what the market will bear and market you. To me, that's the exact opposite of a recruiter or a head hunter. They are focused on the job, and we're focused on the person."



CAREER CONSULTANTS: Linda McCluskey, left, managing partner, and Kevin Shaw, executive career consultant, with The Franklin Group of America help people change careers and companies find key personnel. — PHOTO BY TOM WILEMON

Finding the right fit

The company, which is in Suite 2121 of Clark Tower in East Memphis, was started by managing partner Linda McCluskey last May. However, the six employees have more than 40 years experience helping people transition careers.

"We had a young man who was selling copiers who is now in the financial industry," McCluskey said. "What we do is work with the person, look at everything you can do and open those doors for you. Whereas, a recruiter will take a banker and only open doors to the banking industry because he's not going to take you into manufacturing or an oil company or logistics because that's not his job. His job is to fill a position within a company. Ours is to ensure that person is a good fit."

The company is selective about what clients it will accept. Depending upon the situation, either the individual or the new employer will be charged for the services that The Franklin Group of America provides.

It focuses on middle-management opportunities up to the C-level positions of chief executive officer, chief financial officer and chief operating officer. The company has devised a method and network for learning about positions that are never advertised.

"On an average week, we see probably anywhere between 80 to 100 people for first interviews to determine if this is the right fit for them," McCluskey said. "Can we help them? What do you want to do? Then with the second interview that means I've got to make the final decision on who we work with. We work with and usually try to help people get into careers, five people maybe a week, so we're very selective."

To make the cut, someone has to have "multiple, marketable and transferable skills," Shaw said.

College degrees are not always required.

"It's not a requirement if you've got life experience that can equate to a college degree," McCluskey said. "Experience outweighs the degree many times."

Discovery in translation

The Franklin Group of America uses a concept created by a psychologist after World War II to help military people transition into civilian jobs as the platform for its process, McCluskey said.

"We're a marketing company more than a placement company or a recruiting firm. We figure out what the market will bear and market you."
— Kevin Shaw, Executive Career Consultant, The Franklin Group of America

"We have clients who come here who talk about flying helicopters," she said. "Well, what skill set is unique to flying a helicopter? Let's translate that and see where that fits into the civilian world and what company would need you. The concept is over 60 years old. We've tweaked it many times."

The best prospects are individuals who seek professional help with career transition on the front

facebook



Name:
Memphis Daily
News

end.

"They are going to have more choices a lot faster than that person who has been looking simply because they are not wading through a lot of rejection," McCluskey said.

Sometimes, the counselors end up being motivators for the clients.

"Recently, I had a gentleman who had been looking on his own for two and a half years with no luck," McCluskey said. "He was very marketable, but his self-confidence went down. He couldn't even get an interview. You've got HR people on the Internet screening for buzz words. After his first meeting here with our career consultant, he walked out hopeful. He knew there was hope for him."



EXHIBIT 6

**WORK PRODUCT
PRIVILEGED**

CONFIDENTIAL MEMORANDUM

In Re:

**State v. Linda McCluskey,
d/b/a Britton James & Associates, The Franklin Group of America, Hamilton Clark
International, The Renaissance Group International.**

AFFIDAVIT OF TIMOTHY MICHAEL LAND

STATE OF TENNESSEE)
)
SHELBY COUNTY)

I, **TIMOTHY MICHAEL LAND**, do hereby depose and aver as follows:

1. I am an adult resident of Tennessee and am competent to testify to the matters stated herein. I am forty three (43) years old and of sound mind.
2. I make this affidavit on personal knowledge and understand that it may be used in legal proceedings.
3. I am not presently employed. I have been unemployed since September 24, 2009.
4. I originally heard of Linda McCluskey and Britton James & Associates through CareerBuilder.com
5. I was contacted by an agent of Linda McCluskey on or around July 13, 2009. That person said they found my information on CareerBuilder.com.
 - a. I was told I was being contacted because my qualifications met the criterion they required for their unique services.
6. During my first call/interaction with an agent of Britton James & Associates I was told that I should come to 5100 Poplar Avenue, 27th floor, Memphis, Tennessee, on July 16th at 1 PM to meet with Bonnie Delashmitt.
7. Because of this conversation, I scheduled a meeting with Britton James & Associate for July

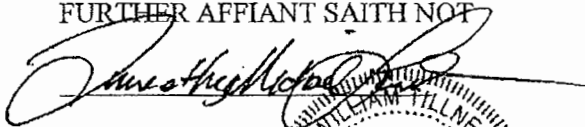
16th at 1PM.

8. I was told to bring a hard copy of my resume' to the first meeting.
9. I was told the meeting would be with Bonnie Delashmitt.
10. On July 16th, 2009 I had my first meeting with a representative of Britton James & Associates, Bonnie Delashmitt.
11. I was told by Bonnie Delashmitt that I fit their criterion, and that the majority of work done by Britton James & Associates was transferring former military members into private sector employment.
12. During this meeting, I was told explicitly, in no uncertain terms, that Britton James & Associates could and would provide me with the following:
 - a. Contacts
 - b. An exclusive list of employers and jobs
 - c. Access to 90% of jobs available that are unpublished.
 - d. Proprietary data, programs, or other job finding tools.
 - e. As many meetings with employers as my schedule would allow me to go on.
14. During this meeting, I was told that Britton James & Associates would be able to place me in a new job in two and one half (2.5) to three (3) months.
15. As my initial meeting had concluded, Bonnie Delashmitt informed me that she wished to set up a meeting for myself, my wife, and Linda McCluskey, the Principal Partner, to discuss my further potential opportunities with Britton James & Associates.
16. Bonnie Delashmitt then scheduled my second meeting, to be with Linda McCluskey, on July 21st, 2009 at 11:00 AM.
17. I arrived at my meeting with Linda McCluskey at 11:00 AM on July 21st, 2009.
18. Linda McCluskey, upon learning that my wife Christy M. Land was not at the meeting, insisted that we re-schedule the meeting when my wife could attend.
19. When I told Ms. McCluskey that my wife would not be able to attend the meeting, Linda McCluskey proceeded to, unequivocally, and in no uncertain terms, explain to me that Britton James & Associates would be able to provide me with:
 - a. Contacts

- b. An exclusive list of employers and jobs
 - c. Access to 90% of jobs that were available or unpublished
 - d. Proprietary data
20. Linda McCluskey informed me that I would not be able to transfer from retail employment to a different career field without their services.
 21. Linda McCluskey told me that I would not be able to obtain employment by way of "shotgunning resume's" to potential employers.
 22. Linda McCluskey told me that I had a market value of seventy seven thousand dollars per year (\$77,000/year).
 23. I was told that I should recoup all of the fees paid to Britton James & Associates through a signing bonus of between five and ten thousand dollars (\$5,000-\$10,000).
 24. I was shown thank you letters to Linda and Britton James & Associates from what I was told were former clients stating that they received a job through the services of Britton James & Associates.
 25. I was told that these were letters from actual customers of Britton James & Associates.
 26. At the beginning of my meeting with Linda McCluskey I asked about the costs of Britton James & Associates' services.
 27. I was told by Linda McCluskey that Britton James & Associates's services would cost twenty nine hundred and eighty dollars (\$2,980) for a contractual period of five months.
 28. I was told by Linda McCluskey, in no uncertain terms, that I had to pay for these services up front, in their entirety.
 29. At the close of my second meeting, Linda McCluskey insisted that I re-schedule when my wife could attend, on July 23rd, 2009 at 11:00 AM.
 30. I attended my third meeting, with Kevin Shaw, on July 23rd, 2009 at 11:00 AM.
 31. During this meeting with Kevin Shaw, I was told that:
 - a. The placement rate for Britton James & Associates was 195/200.
 - b. Britton James & Associates could send me on as many meetings with potential employers as my schedule would allow.
 32. On July 23rd, 2009 I paid Kevin Shaw of Britton James & Associates their fee of two thousand nine hundred and eighty dollars (\$2,980) by check. At this time, no services had been rendered.

- a. I paid for this service in order to obtain my ideal job, at the salary level I was told I should be making. (\$77,000/year).
- d. I would not have paid (\$2,980) if I knew I would not receive any contacts with local employers.
- e. I would not have paid (\$2,980) if I knew I would not get any interviews.
- f. I would not have paid (\$2,980) if I knew I was only being provided with a website (OneSource.com) which allowed me to look at company information, resume' review, advice on writing thank-you notes, and other advice on how I could acquire meetings with employers on my own.
33. I was never provided any contacts by Britton James & Associates.
34. I was never provided any interviews by Britton James & Associates.
35. I was never presented to any employers by Britton James & Associates as a candidate for a job.
36. I was never given access to any information that was not publicly available from Britton James & Associates.
37. I was not approached by any employers as a result of efforts made by Britton James & Associates.
38. I did not gain employment through any efforts of Britton James & Associates.
39. I asked for a refund of all of my fee paid to Britton James & Associates after roughly two and one half months of participation in their program, on October 7th, 2009.
40. I have had no contact with any representative from Britton James & Associates since October 7th, 2009, I have received no refund.

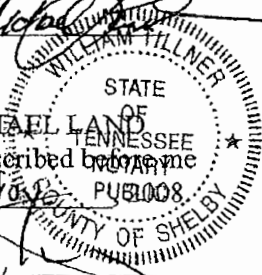
FURTHER AFFIANT SAITH NOT



TIMOTHY MICHAEL LAND
Sworn to and subscribed before me
this 14th day of Nov, 2009.

NOTARY PUBLIC

My commission expires:



My Commission Expires
March 17, 2010

EXHIBIT 7

**WORK PRODUCT
PRIVILEGED**

CONFIDENTIAL MEMORANDUM

**In Re:
State v. Linda McCluskey,
d/b/a Britton James & Associates, The Franklin Group of America, Hamilton Clark
International, The Renaissance Group International.**

AFFIDAVIT OF STEPHEN LeRoy POPE

STATE OF TENNESSEE)
)
SHELBY COUNTY)

I, Stephen LeRoy Pope do hereby depose and aver as follows:

1. I am an adult resident of Tennessee and am competent to testify to the matters stated herein. I am 60 years old and of sound mind.
2. I make this affidavit on personal knowledge and understand that it may be used in legal proceedings.
3. I am currently self-employed, but do not receive a monthly income from my personal business.
4. I originally heard of Linda McCluskey and Britton James & Associates after being contacted as result of placing my resume' on various career websites.
5. I was contacted by an agent of Linda McCluskey on or around September, 2009. That person said they found my information through one of these career websites. I was told I was being contacted because I met the criterion for their unique services.
6. During my first contact with an agent of Britton James & Associates I was told that I should come to 5100 Poplar Avenue, Memphis, Tennessee on or around September, 2009.

7. Because of this conversation, I scheduled a meeting with Kevin Shaw on or around September, 2009 at 5100 Poplar Avenue, in Memphis, Tennessee.
8. I was told that Kevin Shaw was the Executive Career Consultant.
9. On or around September 2009 I had my first meeting with a representative of Britton James & Associates, Kevin Shaw.
10. I was told by Kevin Shaw that Britton James & Associates only selected certain candidates that met certain specific criterion.
11. During this meeting, I was told explicitly, and in no uncertain terms, that Britton James & Associates could and would provide me with:
 - a. Contacts;
 - b. An exclusive list of employers and jobs;
 - c. Access to 90% of jobs available that were unpublished;
 - d. Proprietary data, programs, etc;
 - e. Career assessment reviews;
 - f. Resume' preparation; and
 - g. Career training seminars
12. During this meeting, I was told that Britton James & Associates worked with employers to find people jobs.
13. During this meeting, I was told that Britton James & Associates could bypass human resources and go straight to the "decision-makers."
14. During this meeting, I was told that I should be able to get a new job in sixty (60) to ninety (90) days.
15. During this meeting I was told that Britton James & Associates would send me on interviews with employers. I was further told that they would be able to send me on ten to fifteen interviews per week during my time with them.
16. I was told that I would receive a salary of around eighty eight thousand dollars per year (\$88,000).
17. I was told that customers of Britton James & Associates typically received a signing bonus of around five thousand dollars (\$5,000).

18. I was shown letters from what I was told were former clients stating that they received a job through the efforts of Britton James & Associates.
19. I was told that these were letters from actual customers of Britton James & Associates.
20. Over the course of two separate meetings, Kevin Shaw insisted that I bring my wife, Deborah Dunn Pope, in to our third meeting at Britton James & Associates.
21. At the end of the third meeting with Kevin Shaw, after re-iterating the items (11)-(16), Kevin Shaw told me the cost of Britton James & Associates services.
22. I was told by Kevin Shaw that Britton James & Associates's services would cost four thousand nine hundred and eighty dollars (\$4,980) in my third meeting.
23. Subsequently, after I asked for my contract to be re-written to include a "money-back guarantee" I was told that the price was three thousand nine hundred and eighty dollars (\$3,980).
24. I was told by Kevin Shaw in no uncertain terms, that I had to pay for these services up front.
25. On September 17, 2009 I paid Kevin Shaw of Britton James & Associates their fee of three thousand nine hundred and eighty dollars (\$3,980) using a combination of credit cards.
 - a. I paid for this service in order to obtain contacts, interviews, a list of available jobs, and other employment services.
 - b. I paid for this service because I was told that they had an exclusive relationship with 160 Memphis companies.
 - c. I would not have paid (\$3,980) if I knew I would not receive the items mentioned in (a) and (b).
 - d. I would not have paid (\$3980) if I knew I would not get any interviews.
 - e. I would not have paid (\$3,980) if I knew I was only being provided resume' review, a personality assessment, career coaching, and advice on how to obtain a job on my own.
26. I was never provided any contacts by Britton James & Associates.
27. I was never provided any interviews by Britton James & Associates.
28. I was never presented to any companies by Britton James & Associates as a candidate for a job.
29. I was never given access to any proprietary information on available jobs or employment from Britton James & Associates

30. I was not approached by any employers as a result of efforts made by Britton James & Associates.
31. I did not gain employment through any efforts of Britton James & Associates.
32. I asked for a refund of all of my fee (\$3,980) from Britton James & Associates after paying for participation in their program.
33. I received no response from Britton James & Associates regarding a refund.
34. I have had no contact with Britton James & Associates since October 13th, 2009.

FURTHER AFFIANT SAITH NOT

Stephen Leroy Pope

[INSERT CONSUMER NAME]

Sworn to and subscribed before me
this 19 day of November, 2008.

William Tillner
NOTARY PUBLIC

STATE OF TENNESSEE
NOTARY PUBLIC
My commission expires ~~March 17, 2010~~ My Commission Expires: March 17, 2010

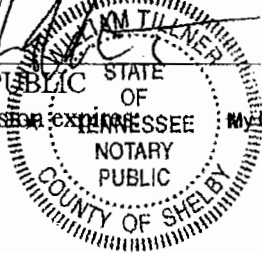


EXHIBIT 8

9. I was told the meeting would be with Kevin Shaw.
11. On November 4, 2008 I had my first meeting with a representative of The Franklin Group of America, Kevin Shaw.
12. I was told by Kevin Shaw that The Franklin Group of America only selected certain candidates which met certain specific criterion.
12. During this meeting, I was told explicitly, in no uncertain terms, that The Franklin Group of America could and would provide me with:
 - a. Contacts;
 - b. An exclusive list of employers and jobs specific to my industry;
 - c. Access to 90% of jobs available that were unpublished;
 - d. Proprietary data, programs, etc;
 - e. Anything else the average consumer could not find on their own.
13. During this meeting, I was told that The Franklin Group of America worked with employers to find people jobs.
14. Kevin Shaw subsequently scheduled an interview for me to meet with Linda McCluskey on November 6th, 2008.
15. I had my second meeting with The Franklin Group of America, with Linda McCluskey, on November 6th, 2008.
16. During this meeting with Linda McCluskey, I was told explicitly, and in no uncertain terms, that The Franklin Group of America could and would provide me with:
 - a. Contacts;
 - b. An exclusive list of employers and jobs specific to my industry;
 - c. Access to 90% of jobs available that were unpublished;
 - d. Proprietary data, programs, etc;
 - e. Anything else the average consumer could not find on their own;
 - f. A professional career campaign.

14. During this meeting, I was told that I would be able to get a new job in three to four months.
15. During this meeting I was told that The Franklin Group of America would send me on interviews with employers.
15. I was told that I would receive a salary of at least ninety-five thousand dollars (\$95,000).
16. I was told that I would receive a signing bonus of at least five thousand dollars (\$5,000).
18. I was shown letters from what I was told were former clients stating that they received a job through The Franklin Group of America.
19. I was told that these were letters from actual customers of The Franklin Group of America.
20. At the close of this meeting with Linda McCluskey on November 6th, 2009, I was told by Linda McCluskey that they charged a fee for their services.
19. I was told by Linda McCluskey that The Franklin Group of America's services would cost three thousand nine hundred and eighty dollars (\$3,980).
20. I was told by Linda McCluskey, in no uncertain terms, that I had to pay the entire amount for these services up front.
20. I returned for a third meeting to sign a contract with Linda McCluskey and The Franklin Group of America on November 12, 2008.
22. On November 12, 2008 I paid Linda McCluskey of The Franklin Group of America their fee of three thousand nine hundred and eighty dollars (\$3,980) by a personal check. As of this time, no services had been rendered.
 - a. I paid for this service in order to obtain contacts, interviews, and employment.
 - b. I thought I was purchasing the services of an employment agency.
 - c. I would not have paid \$3,980 if I knew I would not receive any contacts.
 - d. I would not have paid \$3,980 if I knew I would not get any interviews.
 - e. I would not have paid \$3,980 if I knew I was only being provided resume' review, and career counseling.
23. I was never provided any contacts by The Franklin Group of America.
24. I was never provided any interviews by The Franklin Group of America.
25. I was never presented to any person or company as a candidate for a job as a result of actions by The Franklin Group of America.
26. I was never given access to any proprietary information from The Franklin Group of

America.

27. I was not approached by any employers as a result of efforts made by The Franklin Group of America.
28. I did not gain employment through any efforts of The Franklin Group of America.
29. I asked for a refund of half of the fee I paid to The Franklin Group of America after four months of participation in their program, on March 25, 2009.
30. I was denied a refund of any amount of my fee because I was told I did not follow their program.
31. I was denied a refund personally by Linda McCluskey.
32. I was granted an award of my full fee paid to The Franklin Group of America (\$3,980) in an arbitration proceeding with the Better Business Bureau on July 6, 2009.
33. As of this date, I have not received any award from The Franklin Group of America.

FURTHER AFFIANT SAITH NOT

Lisa Marie David

[INSERT CONSUMER NAME]
Sworn to and subscribed before me
this 19 day of December OF 2008.
NOTARY PUBLIC
COUNTY OF SHELVILLE
My commission expires:

My Commission Expires
March 17, 2010

EXHIBIT 9

9. During this meeting, I was told explicitly by Kevin Shaw, in no uncertain terms, that The Franklin Group of America could and would provide me with:
 - a. Contacts;
 - b. An online list of potential employers;
 - c. Resume' assistance;
 - d. Other assistance in order to locate or place me in a high paying job.
10. During this meeting, I was told that The Franklin Group of America worked with employers to find people jobs.
11. During this meeting, I was told that I would be able to get a new job within four (4) months.
12. I was told that I should receive a salary of at least forty thousand dollars (\$40,000).
13. I was told that I should receive a signing bonus.
14. As a result of my initial meeting with Kevin Shaw, and the representations made to me, I agreed to an interview at The Franklin Group of America with Linda McCluskey.
15. Linda McCluskey insisted that I bring my wife, Paula Elaine Lincoln, to the second meeting on February 23rd, 2009 to discuss my ongoing relationship with The Franklin Group of America.
16. On February 23rd, 2009, I met with Linda McCluskey at The Franklin Group of America.
17. During this second meeting on February 23rd, 2009, I was shown letters from what I was told were former clients stating that they received a job through The Franklin Group of America.
18. I was told that these were letters from actual customers of The Franklin Group of America.
19. During this meeting with Linda McCluskey I was told about the cost of The Franklin Group of America's services.
20. I was told by Linda McCluskey that the services of The Franklin Group of America would cost two thousand nine hundred and eighty dollars (\$2,980).
21. I was told by Linda McCluskey, in no uncertain terms, that I had to pay up front before any services would be rendered.
22. On February 23rd, 2009 I paid Linda McCluskey of The Franklin Group of America their fee of two thousand nine hundred and eighty dollars (\$2,980) by charge (VISA).

- a. I paid for this service in order to obtain employment.
 - b. I thought I was purchasing the services of an employment agency.
 - c. I was promised that I would obtain employment as a result of paying The Franklin Group of America's fee.
 - d. I would not have paid \$2,980 if I knew I would not receive any contacts.
 - e. I would not have paid \$2,980 if I knew I would not get any interviews.
 - f. I would not have paid \$2,980 if I knew I was only being provided resume' review, and career assessment.
23. I was never provided any contacts which were not publicly available, by The Franklin Group of America.
24. I was never provided any interviews by The Franklin Group of America.
25. I was never presented to any person or employer as a candidate for a job by The Franklin Group of America.
26. I was not approached by any employers as a result of efforts made by The Franklin Group of America.
27. I did not gain employment through any efforts of The Franklin Group of America.
28. I completed The Franklin Group of America's program with no results whatsoever.
29. I have had no contact with any representative or agent of The Franklin Group of America since June 2009.

FURTHER AFFIANT SAITH NOT

Fred C. Lincoln

FRED CLINTON LINCOLN

Sworn to and subscribed before me
this 20 day of November, 2009.

Lilly Gilbey
NOTARY PUBLIC

My commission expires:

~~My~~ Commission Expires November 7, 2012

