

The Great SEC Bait-and-Switch: How "Approval" Became a Trap

For years, Par Funding didn't operate in the shadows. They did exactly what the government asks legitimate businesses to do: they hired expensive legal counsel, followed the rules, and filed their Form Ds.

But as we are seeing now, the SEC's own system may have been the very thing that led investors into a false sense of security while setting the stage for a "gotcha" enforcement action years later.

What is a Form D (And Why Does It Matter)?

Think of a Form D as a "Notice of Exemption." When a company raises money from investors without doing a massive, multi-million-dollar public IPO (Initial Public Offering), they are often required by law to file this form.

Why file it? The government encourages it so they can "monitor" the market.

The "Safety" Illusion: Companies are told that filing a Form D—especially when done by lawyers, is the gold standard for being "compliant." It's a signal to the world that you aren't a "fly-by-night" operation; you are on the SEC's radar.

The "Approved" Lie: Misleading the Public

Here is where it gets truly troubling. When these filings were made and processed, the SEC's own public-facing database (EDGAR) showed the status. For an outside investor looking to see if a company is "legit," seeing the word "Approved" or an official OMB Number next to a filing is the ultimate green light.

To a regular person, "Approved" means the government looked at the business, checked the math, and said "Go ahead." But the SEC plays a word game. They now claim that "Approved" only means the paperwork was filled out correctly—not that the business was legal.

Ask yourself: If the SEC puts the word "Approved" on their website for the whole world to see, and then years later says "Actually, that was fraud," who really misled the investors? The company following the rules, or the agency that gave them the stamp of approval?

The "Advice of Counsel" Shield—And Why the SEC Wants to Break It

In America, we are supposed to be able to rely on experts. If you hire a law firm to handle your SEC filings, and those lawyers tell you "This is the correct way to file," you are acting in Good Faith.

The Advice of Counsel defense is simple: You can't have "intent to defraud" if you are literally paying professionals to make sure you are following the law.

Par Funding followed the advice of their counsel.

They filed the forms the counsel prepared.

The SEC accepted those forms and gave them an OMB number.

By charging the company for fraud despite these filings, the SEC is essentially saying that legal advice doesn't matter. They are telling every small business owner in America: "Even if your lawyer says it's okay, and even if we give you a tracking number, we can still kick your door down five years from now and say you were lying."

The Bottom Line: Entrapment or Regulation?

This is the definition of a "trap."

The Bait: Tell companies to file Form Ds to be "compliant."

The Hook: Give them an "Approved" status and an OMB number so investors feel safe.

The Trap: Wait years while the business grows, then claim the very filings you "approved" were part of a scheme.

This doesn't just hurt the company; it hurts the investors who trusted that an SEC "OMB Number" actually meant something. If the SEC is the one providing the "false sense of compliance," then they are complicit in the very confusion they claim to be fighting.

Now here are the copies of the form Ds filed with the SEC year after year, showing the word APPROVED prominently displayed for the world to see and the OMB number given to par funding. The so called "gold standard"

See the Form D's filed below year after year:

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete. The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM D

OMB APPROVAL

OMB Number: 3235-0076
Estimated average burden
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Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number) 0001739848
Name of Issuer Complete Business Solutions Group, Inc.
Jurisdiction of Incorporation/Organization DELAWARE
Year of Incorporation/Organization
 Over Five Years Ago
 Within Last Five Years (Specify Year)
 Yet to Be Formed

Previous Names None

Entity Type
 Corporation
 Limited Partnership
 Limited Liability Company
 General Partnership
 Business Trust
 Other (Specify)

2. Principal Place of Business and Contact Information

Name of Issuer Complete Business Solutions Group, Inc.
Street Address 1 20 N. 3RD STREET
City PHILADELPHIA State/Province/Country PENNSYLVANIA ZIP/PostalCode 19106 Phone Number of Issuer 215-922-2636
Street Address 2

3. Related Persons

Last Name McElhone First Name Lisa Middle Name Marie
Street Address 1 568 Ferndale Lane Street Address 2
City Haverford State/Province/Country PENNSYLVANIA ZIP/PostalCode 19041
Relationship: Executive Officer Director Promoter

Clarification of Response (if Necessary):

Last Name Barleta First Name Joseph Middle Name L. Cole

Form D Complete Business Solutions Group, Inc.

Notice of Exempt Offering of Securities, item 06b

SEC.report (<https://sec.report/>) / Complete Business Solutions Group, Inc. (/CIK/0001739848)

/ Form D (/Document/0001739848-19-000002/)

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**UNITED STATES
SECURITIES AND
EXCHANGE
COMMISSION**

Washington, D.C. 20549

FORM D

**Notice of Exempt
Offering of Securities**

OMB APPROVAL

OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

1. Issuer's Identity

<https://sec.report/Document/0001739848-19-000002/>

1/23

12/26/2020

Complete Business Solutions Group, Inc. 2019 Stock / Securites Offering Form D

1. Issuer's Identity

CIK (Filer ID Number) 0001739848 (/CIK/0001739848)
Name of Issuer Complete Business Solutions Group, Inc.
Jurisdiction of Incorporation/Organization DELAWARE
Year of Incorporation/Organization Over Five Years Ago

Previous Names None

Entity Type Corporation

2. Principal Place of Business and Contact Information