

**STATE OF MINNESOTA
BOARD OF ACCOUNTANCY**

In the Matter of

**SETTLEMENT AGREEMENT AND
CEASE AND DESIST ORDER**

USFAAF
Unlicensed

Board File No. 2024-151

STIPULATION

USFAAF ("Respondent") and the Minnesota Board of Accountancy's Complaint Committee stipulate that, subject to Board's review and discretionary approval, the Board may issue a consent order that imposes the following sanctions:

A. Respondent shall Cease and Desist from practicing as a CPA Firm in Minnesota until such time as it becomes licensed as a CPA Firm in the State of Minnesota.

B. Respondent shall pay to the Board a CIVIL PENALTY of \$1,250. Respondent shall submit the civil penalty by check to the Board within 60 days of the Board's approval of this Stipulation and Consent Order.

C. Respondent shall comply with all statutes and rules within the Board's jurisdiction. See Minn. Stat. ch. 326A (2024) and Minn. R. ch. 1105 (2023).

D. Respondent shall report in writing within ten days any violations of this stipulation and consent order to the Board's Executive Director.

Respondent and the Committee enter into this stipulation based on the following findings of fact, conclusions of law, and other stipulated provisions:

Findings of Fact

1. The Board has not now, nor has ever, issued Respondent a CPA firm permit.
2. The Board issued the Respondent a Cease and Desist Order on March 8, 2023, in response to the Respondent advertising in Minnesota as “USFAAF CPAs and Tax Advisors” and Respondent’s website stating that the firm performs audit services. Only a firm licensed with the Board may offer attest, including audit, services.
3. Despite the Cease and Desist Order, Respondent continued to offer audit services on its website.
4. After receiving the allegation letter, Respondent removed audit as an option under the Services dropdown menu; however, Respondent still listed an ‘Independent Audit & Assurance’ heading with the words ‘Services: Internal and external audits’ beneath that heading under the Core Services and Client Benefits portion of its website.
5. Respondent has since taken corrective action by removing the ‘Independent Audit & Assurance’ heading from its website.
6. Respondent failed to comply with the prior Cease and Desist Order issued by the Board by continuing to offer audit services.

Conclusions of Law

1. The Board has authority to license and regulate certified public accounting firms and to take disciplinary action as appropriate. Minn. Stat. ch. 326A (2024).

2. Respondent violated Minn. Stat. §§ 326A.05, subd. 1(a)(1) and 326A.10(d) (2024) and Minn. R. 1105.4200(B)(1) and (2), 1105.5600(C)(1), and 1105.7800(D) (2023).

3. Respondent is subject to discipline pursuant to Minn. Stat. § 326A.08, subds. 4 and 7 (2024).

4. This stipulation and consent order is in the public interest.

Other Stipulated Provisions

1. This stipulation and consent order must be approved by the Board to become effective.

2. Respondent agrees that the Committee may move the Board *ex parte*, with or without advance notice to the Respondent, to approve this stipulation and consent order. Respondent understands that the Board may either approve the stipulation and consent order or not approve it. This stipulation and the files, records, and proceedings associated with this matter may be reviewed by the Board in its consideration of the Committee's motion.

3. If approved by the Board, this stipulation and consent order shall be classified as public data. Minn. Stat. § 13.41, subd. 5 (2024).

4. If the Board does not approve this stipulation and consent order, then the matter remains unresolved and the Committee may either seek to negotiate a revised stipulation and consent order with Respondent to present to the Board or issue an order commencing a contested-case hearing before an Administrative Law Judge at the Court of Administrative

Hearings. See Minn. Stat. §§ 14.57–.62, 214.10, subd. 2 (2024) (describing administrative hearing process).

5. Respondent agrees that if this case comes before the Board again after it reviews and discusses this stipulation and consent order, Respondent waives any claim that Respondent or the Board were prejudiced by its review and discussion of this stipulation and consent order and any records relating to it.

6. Respondent acknowledges that they were advised by the Committee of their right to a contested-case hearing in this matter before an Administrative Law Judge, to file exceptions and make argument to the Board after the hearing, and to seek judicial review from any adverse decision rendered by the Board. Respondent hereby expressly waives those rights. Respondent was further advised by the Committee of their right to be represented by counsel and that they knowingly waive that right.

7. Respondent has read, understands, and agrees to this stipulation and has voluntarily signed it. It is expressly understood that this stipulation contains the entire agreement between the parties, there being no other agreement of any kind, verbal or otherwise. If approved by the Board, a copy of the final stipulation and consent order shall be served personally or by first class mail on Respondent. The Board's order shall be effective when it is signed by the Chair of the Board or the Chair's designee.

8. Pursuant to Minn. Stat. § 16D.13 (2024), any civil penalty imposed by this stipulation and consent order shall begin to accrue simple interest in accordance with that section thirty days after the civil penalty is due. Pursuant to Minn. Stat. § 16D.17 (2024), thirty

days after any civil penalty imposed by this stipulation and consent order is due, the Board may file and enforce any unpaid portion of the civil penalty as a judgment against Respondent in district court without further notice or additional proceedings.

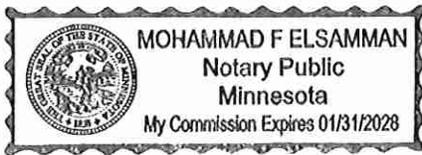
[Signature]
USFAAF
By: Ossama Eldahshoury
Its: Managing Partner

STATE OF MINNESOTA

COUNTY OF Dakota

This instrument was acknowledged before me on 12/08/2025 by Ossama Eldahshoury

(stamp)



Mohammad E Elsamman
(Signature of notary officer)

My commission expires: 01/31/2028

COMPLAINT COMMITTEE

[Signature]
LANCE RADZIEJ, CPA
Chair

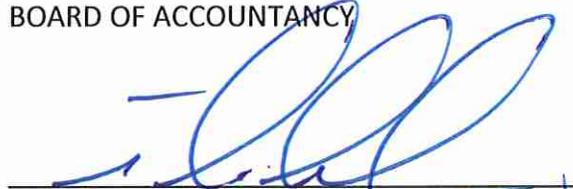
Dated: 1/21, 2026

CONSENT ORDER

Upon consideration of this stipulation and consent order, and based upon all the files, records, and proceedings herein, all terms of the stipulation and consent order are approved. Accordingly, the Board hereby ADOPTS the stipulation and issues the ORDER described above.

Dated: 2/12, 2025

STATE OF MINNESOTA
BOARD OF ACCOUNTANCY



CHARLES SELCER, CPA
Board Chair

J. J. (JESON)

STATE OF MINNESOTA
MINNESOTA BOARD OF ACCOUNTANCY
85 East 7th Place, Suite 125
St. Paul, MN 55101

CERTIFICATE OF SERVICE BY U.S. MAIL

Case Title: USFAAF
File #2024-151

I, Daniel Stephens, verify by oath or affirmation that on the 13th day of February, 2026, at the City of Saint Paul, in the county of Ramsey, in the State of Minnesota, served the Settlement Agreement and Cease and Desist Order by depositing a true and correct copy in the United States mail, properly enveloped, with first class postage prepaid and addressed to the following named individual(s) or entities at the address indicated below.

USFAAF
Ossama Eldahshoury
7300 Metro Blvd Ste 560
Edina, MN 55439



Daniel Stephens