

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

SECURITIES EXCHANGE ACT OF 1934  
Release No. 50265 / August 26, 2004

ADMINISTRATIVE PROCEEDING  
File No. 3-11512

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In the Matter of	:	
	:	ORDER MAKING FINDINGS AND REVOKING
CYBERGATE INC., et al.,	:	REGISTRATION OF SECURITIES PURSUANT TO
	:	SECTION 12(j) OF THE SECURITIES EXCHANGE
Respondent.	:	ACT OF 1934
	:	
_____	:	

**I.**

The Securities and Exchange Commission ("Commission") deems it necessary and appropriate for the protection of investors to accept the Offer of Settlement submitted by Cyberwholesale, Inc. ("Cyberwholesale" or "Respondent") pursuant to Rule 240(a) of the Rules of Practice of the Commission, 17 C.F.R. § 201.240(a), for the purpose of settlement of these proceedings initiated against Respondent on June 8, 2004.

**II.**

Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission's jurisdiction over it and the subject matter of these proceedings, Respondent consents to the entry of this Order Making Findings and Revoking Registration of Securities Pursuant to Section 12(j) of the Securities Exchange Act of 1934 ("Order"), as set forth below.

**III.**

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. Cyberwholesale (CIK No. 1016075), a Nevada corporation based in Salt Lake City, Utah, is a shell corporation. The securities described as common stock, par value \$0.001, of Cyberwholesale have been registered under Exchange Act Section 12(g) since May 9, 2001. The securities have not publicly traded.
2. Cyberwholesale has failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder, while its common stock was registered with the Commission in that it has not filed a periodic report since the period ending June 30, 2002.

**IV.**

In view of the foregoing, the Commission deems it necessary and appropriate for the protection of investors to impose the sanctions specified in Respondent's Offer.

Accordingly, it is hereby ORDERED:

The registration of Cyberwholesale's securities is revoked pursuant to Section 12(j) of the Securities Exchange Act of 1934.

For the Commission, by its Secretary, pursuant to delegated authority.

Jonathan G. Katz  
Secretary