

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

In the Matter of

CITYVIEW CORP. LTD.,
COM-ANIMATION, INC.
(A/K/A COM-ANIMATRIX, INC.), and
TPI ENTERPRISES, INC.

INITIAL DECISION ON DEFAULT
October 5, 2015

APPEARANCE: Neil J. Welch, Jr., Division of Enforcement,
Securities and Exchange Commission

BEFORE: Brenda P. Murray, Chief Administrative Law Judge

The Securities and Exchange Commission instituted this proceeding on August 12, 2015, pursuant to Section 12(j) of the Securities Exchange Act of 1934. The Order Instituting Proceedings (OIP) alleges that Respondents each have a class of securities registered with the Commission and are delinquent in their periodic filings. Respondents Com-Animation, Inc. (a/k/a Com-Animatrix, Inc.), and TPI Enterprises, Inc., were served with the OIP on August 14, and their Answers were due August 27. *CityView Corp. Ltd.*, Admin. Proc. Rulings Release No. 3061, 2015 SEC LEXIS 3447 (Aug. 21, 2015). Respondent CityView Corp. Ltd. was served with the OIP on August 27, and its Answer was due September 9. *CityView Corp. Ltd.*, Admin. Proc. Rulings Release No. 3128, 2015 SEC LEXIS 3762 (Sept. 14, 2015). In my August 21 Order, I notified the parties that a telephonic prehearing conference would be held on September 8. *CityView Corp. Ltd.*, 2015 SEC LEXIS 3447.

At the September 8 prehearing conference, counsel for the Division of Enforcement appeared, but Respondents did not. *CityView Corp. Ltd.*, 2015 SEC LEXIS 3762. On September 14, I ordered Respondents to show cause by September 28 why the registrations of their securities should not be revoked by default due to their failure to file Answers, appear at the scheduled prehearing conference of which they were notified, or otherwise defend this proceeding. *Id.* I warned that any Respondent that failed to respond to the Order to Show Cause would be deemed in default, the proceeding would be determined against it, and the registration of its securities would be revoked. *Id.*

To date, Respondents have not filed Answers, responded to the Order to Show Cause, or otherwise defended the proceeding. Accordingly, Respondents are in default, and I deem as true the OIP's allegations. See OIP at 3; 17 C.F.R. §§ 201.155(a), .220(f), .221(f).

Findings of Fact

CityView Corp. Ltd., CIK No. 1023130, is a deregistered Western Australian corporation located in Perth, Australia, with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). CityView is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 20-F for the period ended December 31, 2008, which reported a net loss of \$37,114,763 (Australian) for the prior twelve months.

Com-Animation, Inc. (a/k/a Com-Animatrix, Inc.), CIK No. 1164006, is a permanently revoked Nevada corporation located in Kent, Ohio, with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Com-Animation is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed its Form 10-SB12G registration statement on December 21, 2001.

TPI Enterprises, Inc., CIK No. 96919, is an inactive New Jersey corporation located in Germantown, Tennessee, with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). TPI Enterprises is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended July 13, 1997, which reported a net loss of \$10,189,000 for the twelve weeks ending July 14, 1996.

In addition to their repeated failures to file timely periodic reports, Respondents failed to heed delinquency letters sent to them by the Commission's Division of Corporation Finance requesting compliance with their periodic filing obligations, or through their failure to maintain a valid address on file with the Commission, did not receive such letters.

Conclusions of Law

Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 require issuers of securities registered with the Commission pursuant to Exchange Act Section 12 to file with the Commission current and accurate information in annual and quarterly reports, even if the registration is voluntary under Exchange Act Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports and Rule 13a-13 requires domestic issuers to file quarterly reports. See 17 C.F.R. §§ 240.13a-1, .13a-13. "Compliance with those requirements is mandatory and may not be subject to conditions from the registrant." *America's Sports Voice, Inc.*, Exchange Act Release No. 55511, 2007 SEC LEXIS 1241, at *12 (Mar. 22, 2007), *mot. for recons. denied*, Exchange Act Release No. 55867, 2007 SEC LEXIS 1239 (June 6, 2007). By failing to timely file required periodic reports, Respondents violated Exchange Act Section 13(a) and Rules 13a-1 and/or 13a-13.

Sanction

Under Exchange Act Section 12(j), the Commission is authorized, “as it deems necessary or appropriate for the protection of investors,” to revoke the registration of a security or suspend for a period not exceeding twelve months if it finds, after notice and an opportunity for hearing, that the issuer of the security has failed to comply with any provision of the Exchange Act or rules thereunder. In determining the public interest or what is necessary or appropriate for the protection of investors, the Commission “consider[s], among other things, the seriousness of the issuer’s violations, the isolated or recurrent nature of the violations, the degree of culpability involved, the extent of the issuer’s efforts to remedy its past violations and ensure future compliance, and the credibility of its assurances, if any, against further violations.” *Gateway Int’l Holdings, Inc.*, Exchange Act Release No. 53907, 2006 SEC LEXIS 1288, at *19-20 (May 31, 2006).

Respondents’ failures to file required periodic reports are serious because they violate a central provision of the Exchange Act. The purpose of periodic reporting is “to supply investors with current and accurate financial information about an issuer so that they may make sound [investment] decisions.” *Id.* at *26. The reporting requirements are the primary tool that Congress fashioned for the protection of investors from negligent, careless, and deliberate misrepresentations in the sale of securities. *SEC v. Beisinger Indus. Corp.*, 552 F.2d 15, 18 (1st Cir. 1977). Respondents’ violations are also recurrent in that they repeatedly failed to file periodic reports for several years. *See Nature’s Sunshine Prods., Inc.*, Exchange Act Release No. 59268, 2009 SEC LEXIS 81, at *20 (Jan. 21, 2009); *Impax Labs., Inc.*, Exchange Act Release No. 57864, 2008 SEC LEXIS 1197, at *25-26 (May 23, 2008). Specifically, CityView has not filed any periodic reports since it filed a Form 20-F for the period ended December 31, 2008; Com-Animation has not filed any periodic reports since it filed its Form 10-SB12G registration statement on December 21, 2001; and TPI Enterprises has not filed any periodic reports since it filed a Form 10-Q for the period ended July 13, 1997.

Respondents are culpable because they knew, or should have known, of their obligation to file periodic reports. *See* 17 C.F.R. §§ 249.308a, .310 (Commission Forms 10-Q, 10-K); *China-Biotics, Inc.*, Exchange Act Release No. 70800, 2013 SEC LEXIS 3451, at *37 & n.60 (Nov. 4, 2013) (holding that revocation may be warranted even without proof that a respondent was aware of its reporting obligations); *Robert L. Burns*, Investment Advisers Act of 1940 Release No. 3260, 2011 SEC LEXIS 2722, at *40 n.60 (Aug. 5, 2011) (stating that the Commission has “repeatedly held that ignorance of the securities laws is not a defense to liability thereunder”). By not participating in this proceeding, Respondents forfeited an opportunity to show they have made efforts to remedy their past violations and to offer assurances against further violations.

On these facts, it is necessary and appropriate for the protection of investors to revoke the registration of each class of Respondents’ registered securities.

Order

I ORDER that, pursuant to Section 12(j) of the Securities Exchange Act of 1934, the registrations of each class of registered securities of Respondents CityView Corp. Ltd., Com-Animation, Inc. (a/k/a Com-Animatrix, Inc.), and TPI Enterprises, Inc., are REVOKED.

This Initial Decision shall become effective in accordance with and subject to the provisions of Rule of Practice 360. *See* 17 C.F.R. § 201.360. Pursuant to that Rule, I FURTHER ORDER that a party may file a petition for review of this Initial Decision within twelve days after service of the Initial Decision. *See* 17 C.F.R. § 201.360(b). A party may also file a motion to correct a manifest error of fact within ten days of the Initial Decision, pursuant to Rule of Practice 111. *See* 17 C.F.R. § 201.111. If a motion to correct a manifest error of fact is filed by a party, then a party shall have twenty-one days to file a petition for review from the date of the order resolving such motion to correct a manifest error of fact. The Initial Decision will not become final until the Commission enters an order of finality. The Commission will enter an order of finality unless a party files a petition for review or motion to correct a manifest error of fact or the Commission determines on its own initiative to review the Initial Decision as to a party. If any of these events occur, the Initial Decision shall not become final as to that party.

In addition, a respondent has the right to file a motion to set aside a default within a reasonable time, stating the reasons for the failure to appear or defend, and specifying the nature of the proposed defense. 17 C.F.R. § 201.155(b). The Commission can set aside a default at any time for good cause. *Id.*

Brenda P. Murray
Chief Administrative Law Judge