

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
November 18, 2009

In the Matter of

CONSUMERS FINANCIAL CORPORATION : ORDER

Under consideration is the request of the Division of Enforcement (Division) to postpone the prehearing conference scheduled for November 24, 2009, until January 8, 2010, to allow time for it to request the Securities and Exchange Commission (Commission) to amend the Order Instituting Proceedings (OIP) in this matter. The Commission instituted this proceeding with an OIP pursuant to Section 12(j) of the Securities Exchange Act of 1934 (Exchange Act), alleging that Respondent Consumers Financial Corporation (CFC) is a corporation with a class of equity securities registered with the Commission pursuant to Section 12(g) of the Exchange Act and has repeatedly failed to file required periodic reports. The Division is seeking to revoke the registration of CFC's securities. However, CFC does not presently have any registered securities because it filed a Form 15 Certification and Notice of Termination of Registration under Section 12(g) or Suspension of Duty to File Reports under Sections 13 and 15(d) of the Exchange Act on April 13, 2009, and the Form 15 became effective in ninety days, by July 13, 2009, pursuant to Exchange Act Section 12(g)(4) and Rule 12g-4.

As described in a previous order,¹ the Division has obtained evidence to show that CFC's certification in the Form 15 that there were approximately 200 holders of record of its registered securities, within the 300-holder limit prescribed by Exchange Act Section 12(g)(4), is untrue.² Accordingly, it wishes to challenge the termination of registration of CFC's securities pursuant to Exchange Act Section 12(g)(4),³ on the basis that "the certification is untrue" within the meaning of that provision. It seeks postponement of the scheduled prehearing conference to

¹ See Consumers Fin. Corp., Admin. Proc. No. 3-13628 (A.L.J. Oct. 28, 2009) (unpublished).

² A declaration from Don Maddalon states that he is the president and custodian of records of CFC's transfer agent, Integrity Stock Transfer, and that CFC had 3,092 shareholders as of April 13, 2009.

³ Exchange Act 12(g)(4) provides in pertinent part, "The Commission shall after notice and opportunity for hearing deny termination of registration if it finds that the certification is untrue." See Bacardi Corp., 50 S.E.C. 989 (1992) (ruling on a proceeding authorized pursuant to Exchange Section 12(g)(4) on June 9, 1988, to determine whether the certification contained in the Form 15 filed by the issuer on May 14, 1987, was untrue concerning the number of its holders of record).

allow sufficient time for it to request the Commission to amend the OIP to include authorization pursuant to Exchange Act Section 12(g)(4).

In light of the foregoing, and consistent with 17 C.F.R. § 201.161, the prehearing conference scheduled for November 24, 2009, will be postponed to January 8, 2010, at 1:00 p.m. EST.⁴

IT IS SO ORDERED.

/S/ Carol Fox Foelak
Carol Fox Foelak
Administrative Law Judge

⁴ In formulating its request to the Commission, the Division may wish to consider the OIP's order that "the Administrative Law Judge shall issue an initial decision no later than 120 days from the date of service of [the OIP]." OIP at 3. CFC was served with the OIP on September 30, 2009, by USPS Express Mail delivery at "the most recent address shown on [its] most recent filing with the Commission," pursuant to 17 C.F.R. § 201.141(a)(2)(ii).