

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

**SECURITIES EXCHANGE ACT OF 1934**

**Release No. 88916 / May 20, 2020**

The U.S. Securities and Exchange Commission announced the temporary suspension, pursuant to Section 12(k) of the Securities Exchange Act of 1934, of trading of the securities of WOD Retail Solutions Inc. (“WOD Retail”) (OTC: WODI) (CIK No. 0000704366), of Parker, Colorado, at 9:30 a.m. EDT on May 21, 2020, and terminating at 11:59 p.m. EDT on June 4, 2020.

The Commission temporarily suspended trading in the securities of WOD Retail because of questions that have been raised about the accuracy and adequacy of publicly disseminated information concerning, among other things, questions relating to: (a) information on the WOD Retail web sites, including claims that the Company uses automated kiosks to sell retail items in fitness centers and would generate additional revenue as a result of the COVID-19 pandemic, when in fact the Company earned no revenue at all in 2018 or 2019; and (b) text message and email promotional messages, from an unknown source directed to investors, claiming that WOD Retail would expand its business to take advantage of the need for its contactless kiosks during the COVID-19 pandemic. The third-party promotions claim an imminent increase in the value of WOD Retail securities, in the case of one text promotion by as much as 300%, despite WOD Retail’s apparent lack of business activity and revenue.

The Commission cautions brokers, dealers, shareholders, and prospective purchasers that they should carefully consider the foregoing information along with all other currently available information and any information subsequently issued by the company.

Further, brokers and dealers should be alert to the fact that, pursuant to Rule 15c2-11 under the Exchange Act, at the termination of the trading suspension, no quotation may be entered unless and until they have strictly complied with all of the provisions of the rule. If any broker or dealer has any questions as to whether or not it has complied with the rule, it should not enter any quotation but immediately contact the staff in the Division of Trading and Markets, Office of Interpretation and Guidance, at (202) 551-5777. If any broker or dealer is uncertain as to what is required by Rule 15c2-11, it should refrain from entering quotations relating to WOD Retail’s securities until such time as it has familiarized itself with the rule and is certain that all of its provisions have been met. If any broker or dealer enters any quotation that is in violation of the rule, the Commission will consider the need for prompt enforcement action.

If any broker, dealer or other person has any information that may relate to this matter, they should immediately contact Amy Gwiazda, Assistant Director, at (617) 573-8839. The Commission appreciates the assistance of the Financial Industry Regulatory Authority.