

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 89557 / August 14, 2020

Admin. Proc. File No. 3-19348

In the Matter of
MONARCH AMERICA, INC. and VW WIN
CENTURY, INC.,
Respondents.

ORDER TO SHOW CAUSE

The Securities and Exchange Commission (“Commission”) issued an Order Instituting Proceedings (“OIP”) on August 14, 2019, pursuant to Section 12(j) of the Securities Exchange Act of 1934, against respondent Monarch America, Inc.¹

On November 15, 2019, the Division of Enforcement filed a motion for an order entering a default against Monarch America and revoking the registration of its securities. The motion included a Declaration of David S. Frye, which stated that, pursuant to Rule 141(a)(2)(ii) of the Commission’s Rules of Practice,² service of the OIP was made on Monarch America on August 16, 2019.

As stated in the OIP, Monarch America’s answer was required to be filed within ten days of service of the OIP.³ As of the date of this order, Monarch America has not filed an answer. The prehearing conference and the hearing are thus continued indefinitely.

Accordingly, Monarch America is ORDERED to SHOW CAUSE by August 28, 2020, why the registration of its securities should not be revoked by default due to its failure to file an

¹ *Monarch America, Inc.*, Exchange Act Release No. 86668, 2019 WL 3845739 (Aug. 14, 2019). On November 4, 2019, the Commission accepted an offer of settlement from the other respondent in the proceeding, VW Win Century, Inc., and issued an order revoking the registration of its securities. *Monarch America, Inc.*, Exchange Act Release No. 87454, 2019 WL 5722069 (Nov. 4, 2019).

² 17 C.F.R. § 201.141(a)(2)(ii).

³ Rules of Practice 151(a), 160(b), 220(b), 17 C.F.R. §§ 201.151(a), .160(b), .220(b).

answer and to otherwise defend this proceeding. When a party defaults, the allegations in the OIP will be deemed to be true and the Commission may determine the proceeding against that party upon consideration of the record without holding a public hearing.

If Monarch America fails to respond to this order to show cause, it may be deemed in default, the proceeding may be determined against it, and the registration of its securities may be revoked.⁴ Upon review of the filings in response to this order, the Commission will either direct further proceedings by subsequent order or issue a final order resolving the matter.

The parties' attention is called to the Commission's March 18, 2020 order regarding the filing and service of papers, which provides that pending further order of the Commission parties to the extent possible shall submit all filings electronically at apfilings@sec.gov.⁵

For the Commission, by the Office of the General Counsel, pursuant to delegated authority.

Vanessa A. Countryman
Secretary

⁴ Rules of Practice 155, 180, 17 C.F.R. § 201.155, .180; *see Monarch America, Inc.*, 2019 WL 3845739, at *2 (“If Respondents fail to file the directed Answers, . . . [they] may be deemed in default and the proceedings may be determined against them . . .”).

⁵ *See Pending Administrative Proceedings*, Exchange Act Release No. 88415, <https://www.sec.gov/litigation/opinions/2020/33-10767.pdf>.