# UNITED STATES OF AMERICA Before the SECURITIES AND EXCHANGE COMMISSION August 15, 2008

### ADMINISTRATIVE PROCEEDING File No. 3-13133

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In the Matter of

Walking Stick Oil & Gas Corp., : ORDER INSTITUTING

Waycool3D, Inc., : PROCEEDINGS AND NOTICE Wineshares International, Inc., : OF HEARING PURSUANT TO

World Callnet, Inc., and : SECTION 12(j) OF THE

World Container Corp., : SECURITIES EXCHANGE ACT

**OF 1934** 

Respondents. :

I.

The Securities and Exchange Commission ("Commission") deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 ("Exchange Act") against Walking Stick Oil & Gas Corp., Waycool3D, Inc., Wineshares International, Inc., World Callnet, Inc., and World Container Corp.

II.

After an investigation, the Division of Enforcement alleges that:

#### A. RESPONDENTS

- 1. Walking Stick Oil & Gas Corp. (CIK No. 881913) is a British Columbia corporation located in Calgary, Alberta, Canada with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Walking Stick is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 20-F for the fiscal year ended December 31, 1992, which reported a deficit of \$1.4 million as of December 31, 1992.
- 2. Waycool3D, Inc. (CIK No. 1120089) is a New Jersey corporation located in Grand Forks, Minnesota with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Waycool3D is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-QSB for the period ended June 30, 2002, which reported a net loss of \$88,742 for the prior three months.

- 3. Wineshares International, Inc. (CIK No. 1118183) is a revoked Nevada corporation located in Vancouver, British Columbia, Canada with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Wineshares is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-QSB for the period ended January 31, 2003, which reported a net loss of \$202,178 since inception in 2000.
- 4. World Callnet, Inc. (CIK No. 1014491) is a void Delaware corporation located in London, England with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). World Callnet is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-QSB for the period ended June 30, 2000, which reported a net loss of \$10 million for the prior nine months.
- 5. World Container Corp. (CIK No. 745374) is a Minnesota corporation located in Edina, Minnesota with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). World Container is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-K for the period ended February 29, 1992.

#### **B. DELINQUENT PERIODIC FILINGS**

- 6. As discussed in more detail above, all of the respondents are delinquent in their periodic filings with the Commission (*see* Chart of Delinquent Filings, attached hereto as Appendix 1), have repeatedly failed to meet their obligations to file timely periodic reports, and failed to heed delinquency letters sent to them by the 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 as required by Commission rules, did not receive such letters.
- 7. Exchange Act Section 13(a) and the rules promulgated thereunder require issuers of securities registered pursuant to Exchange Act Section 12 to file with the Commission current and accurate information in periodic reports, even if the registration is voluntary under Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports and Rule 13a-13 requires domestic issuers to file quarterly reports (Forms 10-Q or 10-QSB). Rule 13a-16 requires foreign private issuers to furnish quarterly and other reports to the Commission under cover of Form 6-K if they make or are required to make the information public under the laws of the jurisdiction of their domicile or in which they are incorporated or organized; if they file or are required to file information with a stock exchange on which their securities are traded and the information was made public by the exchange; or if they distribute or are required to distribute information to their security holders.
- 8. As a result of the foregoing, Respondents failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 or 13a-16 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate for the protection of investors that public administrative proceedings be instituted to determine:

- A. Whether the allegations contained in Section II are true and, in connection therewith, to afford the Respondents an opportunity to establish any defenses to such allegations; and,
- B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months, or revoke the registration of each class of securities of the Respondents identified in Section II registered pursuant to Section 12 of the Exchange Act.

#### IV.

IT IS HEREBY ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice [17 C.F.R. § 201.110].

IT IS HEREBY FURTHER ORDERED that Respondents shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220(b) of the Commission's Rules of Practice [17 C.F.R. § 201.220(b)].

If Respondents fail to file the directed Answers, or fail to appear at a hearing after being duly notified, the Respondents may be deemed in default and the proceedings may be determined against it upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f), and 310 of the Commission's Rules of Practice [17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f), and 201.310].

This Order shall be served forthwith upon Respondents personally or by certified, registered, or Express Mail, or by other means of verifiable delivery.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to

notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Florence E. Harmon Acting Secretary

Attachment

#### Appendix 1

## Chart of Delinquent Filings Walking Stick Oil & Gas Corp., et al.

waiking Stick Oil & Gas Corp., et al.					Months Delinquent
		Period		Date	(rounded
Company Name	Form Type	Ended	Due Date	Received	up)
Walking Stick Oil & Gas Corp.					
СС. р.	20-F	12/31/93	06/30/94	Not filed	170
	20-F	12/31/94	06/30/95	Not filed	158
	20-F	12/31/95	07/01/96	Not filed	145
	20-F	12/31/96	06/30/97	Not filed	134
	20-F	12/31/97	06/30/98	Not filed	122
	20-F	12/31/98	06/30/99	Not filed	110
	20-F	12/31/99	06/30/00	Not filed	98
	20-F	12/31/00	07/02/01	Not filed	85
	20-F	12/31/01	07/01/02	Not filed	62
	20-F	12/31/02	06/30/03	Not filed	50
	20-F	12/31/03	06/30/04	Not filed	38
	20-F	12/31/04	06/30/05	Not filed	38
	20-F	12/31/05	06/30/06	Not filed	26
	20-F	12/31/06	07/02/07	Not filed	13
	20-F	12/31/07	06/30/08	Not filed	2
Total Filings Delinquent	15				
Waycool3D, Inc.					
	10-QSB	09/30/02	11/14/02	Not filed	69
	10-KSB	12/31/02	03/31/03	Not filed	65
	10-QSB	03/31/03	05/15/03	Not filed	63
	10-QSB	06/30/03	08/14/03	Not filed	60
	10-QSB	09/30/03	11/14/03	Not filed	57
	10-KSB	12/31/03	03/30/04	Not filed	53 54
	10-QSB	03/31/04 06/30/04	05/17/04 08/16/04	Not filed Not filed	51 48
	10-QSB	00/30/04	00/10/04	inot filed	40

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
Waycool3D, Inc.					
•	10-QSB	09/30/04	11/15/04	Not filed	45
	10-KSB	12/31/04	03/31/05	Not filed	41
	10-QSB	03/31/05	05/16/05	Not filed	39
	10-QSB	06/30/05	08/15/05	Not filed	36
	10-QSB	09/30/05	11/14/05	Not filed	33
	10-KSB	12/31/05	03/31/06	Not filed	29
	10-QSB	03/31/06	05/15/06	Not filed	27
	10-QSB	06/30/06	08/14/06	Not filed	24
	10-QSB	09/30/06	11/14/06	Not filed	21
	10-KSB	12/31/06	04/02/07	Not filed	16
	10-QSB	03/31/07	05/15/07	Not filed	15
	10-QSB	06/30/07	08/14/07	Not filed	12
	10-QSB	09/30/07	12/31/07	Not filed	8
	10-K*	12/31/07	03/31/08	Not filed	5
	10-Q*	03/31/08	05/15/08	Not filed	3
Total Filings Delinquent	23				
Wineshares International, Inc.					
	10-KSB	04/30/03	07/29/03	Not filed	61
	10-QSB	07/31/03	09/15/03	Not filed	59
	10-QSB	10/31/03	12/15/03	Not filed	56
	10-QSB	01/31/04	03/16/04	Not filed	53
	10-KSB	04/30/04	07/29/04	Not filed	49
	10-QSB	07/31/04	09/14/04	Not filed	47
	10-QSB	10/31/04	12/15/04	Not filed	44
	10-QSB	01/31/05	03/17/05	Not filed	41
	10-KSB	04/30/05	07/29/05	Not filed	37
	10-QSB	07/31/05	09/14/05	Not filed	35
	10-QSB	10/31/05	12/15/05	Not filed	32
	10-QSB	01/31/06	03/17/06	Not filed	29
	10-KSB	04/30/06	07/31/06	Not filed	25
	10-QSB	07/31/06	09/14/06	Not filed	23

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
Wineshares International, Inc.					
	10-QSB	10/31/06	12/15/06	Not filed	20
	10-QSB	01/31/07	03/19/07	Not filed	17
	10-KSB	04/30/07	07/30/07	Not filed	13
	10-QSB	07/31/07	09/14/07	Not filed	11
	10-QSB	10/31/07	12/17/07	Not filed	8
	10-QSB	01/31/08	03/17/08	Not filed	5
	10-K*	04/30/08	07/29/08	Not filed	1
Total Filings Delinquent	21				
World Callnet, Inc.					
	10-KSB	09/30/00	12/29/00	Not filed	92
	10-QSB	12/31/00	02/14/01	Not filed	90
	10-QSB	03/31/01	05/15/01	Not filed	87
	10-QSB	06/30/01	08/14/01	Not filed	84
	10-KSB	09/30/01	12/31/01	Not filed	80
	10-QSB	12/31/01	02/14/02	Not filed	78
	10-QSB	03/31/02	05/15/02	Not filed	75
	10-QSB	06/30/02	08/14/02	Not filed	72
	10-KSB	09/30/02	12/30/02	Not filed	68
	10-QSB	12/31/02	02/14/03	Not filed	66
	10-QSB	03/31/03	05/15/03	Not filed	63
	10-QSB	06/30/03	08/14/03	Not filed	60
	10-KSB	09/30/03	12/29/03	Not filed	56
	10-QSB	12/31/03	02/17/04	Not filed	54
	10-QSB	03/31/04	05/17/04	Not filed	51
	10-QSB	06/30/04	08/16/04	Not filed	48
	10-KSB	09/30/04	12/29/04	Not filed	44
	10-QSB	12/31/04	02/14/05	Not filed	42
	10-QSB	03/31/05	05/16/05	Not filed	39
	10-QSB	06/30/05	08/15/05	Not filed	36
	10-KSB	09/30/05	12/29/05	Not filed	32
	10-QSB	12/31/05	02/14/06	Not filed	30

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
World Callnet, Inc.					
ŕ	10-QSB	03/31/06	05/15/06	Not filed	27
	10-QSB	06/30/06	08/14/06	Not filed	24
	10-KSB	09/30/06	12/29/06	Not filed	20
	10-QSB	12/31/06	02/14/07	Not filed	18
	10-QSB	03/31/07	05/15/07	Not filed	15
	10-QSB	06/30/07	08/14/07	Not filed	12
	10-KSB	09/30/07	12/29/07	Not filed	8
	10-QSB	12/31/07	02/14/08	Not filed	6
	10-QSB	03/31/08	05/15/08	Not filed	3
Total Filings Delinquent	31				
World Container Corp.					
-	10-Q	05/31/92	07/15/92	Not filed	193
	10-Q	08/31/92	10/15/92	Not filed	190
	10-Q	11/30/92	01/14/93	Not filed	187
	10-K	02/28/93	05/31/93	Not filed	183
	10-Q	05/31/93	07/15/93	Not filed	181
	10-Q	08/31/93	10/15/93	Not filed	178
	10-Q	11/30/93	01/14/94	Not filed	175
	10-K	02/28/94	05/30/94	Not filed	171
	10-Q	05/31/94	07/15/94	Not filed	169
	10-Q	08/31/94	10/17/94	Not filed	166
	10-Q	11/30/94	01/16/95	Not filed	163
	10-K	02/28/95	05/29/95	Not filed	159
	10-Q	05/31/95	07/17/95	Not filed	157
	10-Q	08/31/95	10/16/95	Not filed	154
	10-Q	11/30/95	01/15/96	Not filed	151
	10-K	02/29/96	05/29/96	Not filed	147
	10-Q	05/31/96	07/15/96	Not filed	145
	10-Q	08/31/96	10/15/96	Not filed	142

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
World Container Corp.					
·	10-Q	11/30/97	01/14/98	Not filed	127
	10-K	02/28/97	05/29/97	Not filed	135
	10-Q	05/31/97	07/15/97	Not filed	133
	10-Q	08/31/97	10/15/97	Not filed	130
	10-Q	11/30/97	01/14/98	Not filed	127
	10-K	02/28/98	05/29/98	Not filed	123
	10-Q	05/31/98	07/15/98	Not filed	121
	10-Q	08/31/98	10/15/98	Not filed	118
	10-Q	11/30/98	01/14/99	Not filed	115
	10-K	02/28/99	06/01/99	Not filed	110
	10-Q	05/31/99	07/15/99	Not filed	109
	10-Q	08/31/99	10/15/99	Not filed	106
	10-Q	11/30/99	01/14/00	Not filed	103
	10-K	02/29/00	05/30/00	Not filed	99
	10-Q	05/31/00	07/17/00	Not filed	97
	10-Q	08/31/00	10/16/00	Not filed	94
	10-Q	11/30/00	01/16/01	Not filed	91
	10-K	02/28/01	05/29/01	Not filed	87
	10-Q	05/31/01	07/16/01	Not filed	85
	10-Q	08/31/01	10/15/01	Not filed	82
	10-Q	11/30/01	01/14/02	Not filed	79
	10-K	02/28/02	05/29/02	Not filed	75
	10-Q	05/31/02	07/15/02	Not filed	73
	10-Q	08/31/02	10/15/02	Not filed	70
	10-Q	11/30/02	01/14/03	Not filed	67
	10-K	02/28/03	05/29/03	Not filed	63
	10-Q	05/31/03	07/15/03	Not filed	61
	10-Q	08/31/03	10/15/03	Not filed	58
	10-Q	11/30/03	01/14/04	Not filed	55
	10-K	02/29/04	06/01/04	Not filed	50
	10-Q	05/31/04	07/15/04	Not filed	49
	10-Q	08/31/04	10/15/04	Not filed	46

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
World Container Corp.					
	10-Q	11/30/04	01/14/05	Not filed	43
	10-K	02/28/05	05/30/05	Not filed	39
	10-Q	05/31/05	07/15/05	Not filed	37
	10-Q	08/31/05	10/17/05	Not filed	34
	10-Q	11/30/05	01/16/06	Not filed	31
	10-K	02/28/06	05/29/06	Not filed	27
	10-Q	05/31/06	07/17/06	Not filed	25
	10-Q	08/31/06	10/16/06	Not filed	22
	10-Q	11/30/06	01/15/07	Not filed	19
	10-K	02/28/07	05/29/07	Not filed	15
	10-Q	05/31/07	07/16/07	Not filed	13
	10-Q	08/31/07	10/17/07	Not filed	10
	10-Q	11/30/07	01/14/08	Not filed	7
	10-K	02/28/08	05/28/08	Not filed	3
	10-Q	05/31/08	07/15/08	Not filed	1

**Total Filings Delinquent** 

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\*Regulation S-B and its accompanying forms, including Forms 10-QSB and 10-KSB, are in the process of being removed from the federal securities laws. See Release No. 34-56994 (Dec. 19, 2007). The removal is taking effect over a transition period that will conclude on March 15, 2009, so by that date, all reporting companies that previously filed their periodic reports on Forms 10-QSB and 10-KSB will be required to use Forms 10-Q and 10-K instead. Forms 10-QSB and 10-KSB will no longer be available, though issuers that meet the definition of a "smaller reporting company" (generally, a company that has less than \$75 million in public equity float as of the end of its most recently completed second fiscal quarter) will have the option of using new, scaled disclosure requirements that Regulation S-K now includes.