

ADMINISTRATIVE PROCEEDING
FILE NO. 3-10886

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
November 4, 2002

SECURITIES & EXCHANGE COMMISSION
MAILED FOR SERVICE

NOV 04 2002

In the Matter of :
:
R&RX GROUP, INC., :
formerly know as :
NEOTERIC GROUP, INC. :
:
:
:

ORDER

CTFD. NO. _____

The Securities and Exchange Commission (Commission) issued its Order Instituting Proceedings (OIP) on September 6, 2002. On September 11, 2002, the Chief Administrative Law Judge assigned the matter to my docket. The procedural history of the case is set forth in my Orders of September 30, 2002, and October 17, 2002, and that discussion is incorporated by reference here.

I held a second telephonic prehearing conference on October 25, 2002. Harold R. Loftin, Jr., participated on behalf of the Ft. Worth, Texas, District Office of the Division of Enforcement (Division). Shawn Christopher, an attorney from Las Vegas, Nevada, participated on behalf of Neoteric Group, Inc. (Neoteric). Marlen V. Johnson, who had participated in the first prehearing conference, did not participate in the second prehearing conference.

The Division has filed: (1) a motion to amend the OIP; (2) a draft Amended OIP, proposing specific language changes to the case caption and text; and (3) a declaration from Rosemary K. Behan, stating that NASDAQ deleted R&RX Group, Inc. (R&RX), from listing on the over the counter bulletin board on October 24, 2002. Attorney Christopher does not object to the proposed amendment of the OIP. Both Messrs. Loftin and Christopher agree that the proposed amendments to the OIP are "within the scope" of the original OIP, and thus within the jurisdiction of the presiding Administrative Law Judge. See Rule 200(d)(2) of the Commission's Rules of Practice. Mr. Christopher has also agreed to accept service of the revised OIP on behalf of Neoteric.

In these circumstances:

1. The Division's motion to amend the OIP is granted;

2. The amended OIP, a copy of which is attached to this Order, shall be served on Neoteric Group, Inc., in care of Shawn Christopher, Esq., c/o Rosenfeld & Money, LLP, 3800 Howard Hughes Parkway, Suite 650, Las Vegas, Nevada 89109;
3. The caption of the proceeding shall be changed from "In the Matter of R&RX Group, Inc., formerly known as Neoteric Group, Inc., Respondent" to "In the Matter of Neoteric Group, Inc., formerly known as Voyager Group, Inc., Respondent";
4. Neoteric Group, Inc., shall file and serve its answer to the amended OIP within twenty days, as provided in Rule 220(b) of the Commission's Rules of Practice. If Neoteric intends to accept a default, instead of filing an answer, it should file and serve a notice to that effect as soon as is practicable; and
5. A telephonic prehearing conference will be scheduled for December 4, 2002, at 4 p.m. Eastern time.

SO ORDERED.



James T. Kelly
Administrative Law Judge

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

Received

ADMINISTRATIVE PROCEEDING
File No. 3-10886

OCT 30 2002

Office of Administrative
Law

In the Matter of	:	AMENDED ORDER INSTITUTING PUBLIC
	:	PROCEEDINGS AND NOTICE OF
NEOTERIC GROUP, INC.,	:	HEARING PURSUANT TO SECTION
formerly known as	:	12(j) OF THE SECURITIES EXCHANGE
Voyager Group, Inc.	:	ACT OF 1934
	:	
Respondent.	:	

I.

The Securities and Exchange Commission's ("Commission") official public files disclose that Neoteric Group, Inc., formerly known as Voyager Group, Inc. ("Respondent"), is a Nevada corporation headquartered in Las Vegas, Nevada, whose common stock is registered with the Commission pursuant to Section 12(g) of the Securities Exchange Act of 1934 ("Exchange Act"). Respondent is a public shell company with nominal assets whose common stock was quoted on the OTC Bulletin Board. According to Respondent's latest Form 10-K, it has no business plan other than seeking a reverse-merger partner desiring "the perceived advantages of a corporation which reports under Section 13 and 15 of the Securities Exchange Act of 1934." Marlen V. Johnson was Respondent's president, secretary, and a director during calendar year 2001 and part of 2002.

II.

As a result of its investigation, the Division of Enforcement alleges that:

A. On August 7, 1996, the Federal District Court for the Northern District of Texas entered a judgment against Johnson, permanently barring him from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 or that is required to file reports pursuant to Section 15(d) of the Exchange Act. The judgment further enjoined Johnson from committing violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933 and Sections 10(b) and 13(a) of the Exchange Act and Rules 10b-5, 10b-6, 12b-20, 13a-1, 13a-11, and 13a-13 thereunder. *SEC v. Jeffrey C. Hays, Marlen V. Johnson, and James N. Nilsson*, Case No. 3:95-CV-0250-G [N.D. TX (Dallas Division)].

B. Since November 15, 2001, Respondent has filed four materially false and misleading reports with the Commission—a Form 10-KSB for the period ending July 31, 2001, and three Forms 10-QSB, for the periods ending October 31, 2001, January 31, 2002, and April 30, 2002. These reports were materially false and misleading because they identified Marlen V. Johnson as the company's president, secretary, and director, but omitted to state that Johnson is the subject of a permanent officer-and-director bar. Johnson signed each of the reports as an officer and director.

C. As a result of the foregoing, Respondent failed to comply with Sections 10(b) and 13(a) of the Exchange Act and Rules 10b-5, 12b-20, 13a-1, and 13a-13 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest and for the protection of investors that public proceedings be instituted pursuant to Section 12(j) of the Exchange Act to determine:

A. Whether the allegations set forth in Section II. above are true and, in connection therewith, afford the Respondent an opportunity to establish any defenses to such allegations; and

B. Whether the registration pursuant to Section 12(g) of the Exchange Act of the common stock of Respondent, identified in Section I., should be suspended for a period, not exceeding 12 months, or revoked, pursuant to Section 12(j) 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 above be held at a time and place to be fixed and before an Administrative Law Judge to be designated by further order as provided by Rule 200 of the Commission's Rules of Practice [17 C.F.R. § 201.200].

IT IS FURTHER ORDERED that the Respondent shall file an answer to the allegations contained in the Order Instituting Proceedings within 20 days after service of this Order as provided by Rule 220 of the Commission's Rules of Practice [17 C.F.R. § 201.220].

If the Respondent fails to file the directed answer or fails to appear at a hearing after being duly notified, such party shall be deemed in default and the proceedings may be determined against such party upon consideration of the Order Instituting Proceedings, 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 upon the Respondent personally or by certified mail forthwith.

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 on this matter, except as witness or counsel in proceedings pursuant to the notice.

Because this proceeding is not “rule making” within the meaning of Section 4(c) of the Administrative Procedure Act, it is not deemed to be subject to the provisions of that Section delaying the effective date of any final Commission action.

By the Commission.

Jonathan G. Katz
Secretary