

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

ADMINISTRATIVE PROCEEDINGS RULINGS
Release No. 3541/January 28, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17030

In the Matter of :
: :
USA GRAPHITE, INC., : ORDER TO SHOW CAUSE

The Securities and Exchange Commission instituted this proceeding with an Order Instituting Proceedings (OIP), pursuant to Section 12(j) of the Securities Exchange Act of 1934, on December 30, 2015. The OIP alleges that Respondent is a corporation with a class of 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 of Enforcement is seeking to revoke the registration of Respondent's securities.

The OIP provides that Respondent's Answer is due within ten days of service of the OIP on it. *See* OIP at 2; 17 C.F.R. § 201.220(b). Respondent was served with the OIP on January 13, 2016.¹ To date, Respondent has failed to file an Answer within the time provided.

Accordingly, Respondent IS ORDERED TO SHOW CAUSE, by February 10, 2016, why it should not be deemed to be in default and the registration of its securities revoked. *See* OIP at 2; 17 C.F.R. §§ 201.155(a), .220(f).

IT IS SO ORDERED.

/s/ Carol Fox Foelak
Carol Fox Foelak
Administrative Law Judge

¹ Respondent, a revoked Nevada corporation, was served with the OIP by service on its Nevada registered agent and on its president, in accordance with 17 C.F.R. § 201.141(a)(2)(ii) and Nev. Rev. Stat. § 78.750.