

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 61875 / April 8, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-13852

In the Matter of

MARC S. RIFKIN,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934,
MAKING FINDINGS, AND IMPOSING
REMEDIAL SANCTIONS

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Marc S. Rifkin (“Rifkin” or “Respondent”).

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Sections III.2 and III.3 below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that

1. Rifkin, 52, resides in Boynton Beach, Florida. From 1999 through October 2007, Rifkin was the sales manager and a sales agent for 3001 AD, LLC, a North Carolina company based in Delray Beach, Florida that purported to produce virtual reality gaming and related technology. Rifkin also served as president of 3001 AD for a year and sometimes as vice-president during the same period. During his time with 3001 AD, Rifkin received commissions

based on his sales of the securities of 3001 AD and affiliated entities to investors throughout the United States, using the telephone, courier services, and the United States mail. Rifkin has never registered with the Commission in any capacity.

2. On October 15, 2009, Rifkin pled guilty to one count of conspiracy to commit mail fraud in violation of Title 18 U.S.C. § 1349 before the United States District Court of the Southern District of Florida, in United States v. Marc S. Rifkin, 09-20836-CR-PCH. On February 26, 2010, the District Court entered an Amended Judgment in the criminal case against Rifkin. The District Court sentenced Rifkin to sixty months in prison and three years of supervised release, and ordered him to make restitution in the amount of \$4,603,552.06.

3. The count of the indictment to which Rifkin pled guilty alleged, among other things, that from 1999 through October 2007 Rifkin received commissions for raising money from investors in 3001 AD and its affiliates. This count also alleged that during his time with 3001 AD Rifkin conspired with others to use the United States mail and other means to defraud and obtain money from investors by making materially false and fraudulent statements concerning, among other things, the amount of profits investors could expect to receive from investments in 3001 AD and its affiliates.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Rifkin's Offer.

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Rifkin be, and hereby is barred from association with any broker or dealer.

Any reapplication for association by the Respondent will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary