UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 86544 / August 1, 2019

ADMINISTRATIVE PROCEEDING
File No. 3-19303

In the Matter of **QUICKSILVER STOCK TRANSFER, LLC, aka QUICKSILVER STOCK TRANSFER CORPORATION,** **Respondent.**	**ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS PURSUANT TO SECTION 17A(c)(3)(A) OF THE SECURITIES EXCHANGE ACT OF 1934 AND NOTICE OF HEARING**

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 17A(c)(3)(A) of the Securities Exchange Act of 1934 ("Exchange Act") against Quicksilver Stock Transfer, LLC, aka Quicksilver Stock Transfer Corporation, as well as any new corporate name for Quicksilver LLC ("Respondent").

II.

After an investigation, the Division of Enforcement alleges that.

A. RESPONDENT

1. Respondent is a Nevada corporation, headquartered in Las Vegas, Nevada. Respondent has been registered with the Commission as a transfer agent since August, 2007.

B. ENTRY OF THE INJUNCTION

2. On July 26, 2019, a final judgment was entered against Respondent, permanently enjoining it from future violations of Sections 10(b) and Section 17A(d)(1) of the Exchange Act, and Rules 10b-5, 17Ad-12 and 17Ad-13 thereunder, in the civil action entitled *Securities and Exchange Commission v. Quicksilver Stock Transfer, LLC et al.*, Civil Action Number 2:18-cv-00131, in the United States District Court for the District of Nevada.

3. The Commission's complaint alleged that in 2013, Respondent served as the transfer agent for China Energy Corporation ("China Energy"), a China-based Nevada corporation that produces, processes, and sells raw coal products in the People's Republic of China. At the time of the conduct alleged in the Complaint, China Energy had securities registered with the Commission, pursuant to Section 12(g) of the Exchange Act.

4. In September 2013, China Energy effected a reverse stock split as part of a going private transaction. In connection with the reverse stock split, dissenting shareholders were to redeem approximately 8.9 million shares of China Energy stock rather than receive post-split shares. To fund the redemptions, China Energy wired a total of $1,450,000 to Respondent's bank account through three wire transfers between August 5 and August 15, 2013.

5. Alan Shinderman ("Shinderman") has been the president and sole owner of Respondent since September 2008. Shinderman had sole signatory authority over Respondent's bank account. Respondent's bank account had a balance of only approximately $1,000 prior to receiving the first wire transfer of $50,000 from China Energy on August 5, 2013

6. Depository Trust & Clearing Corporation ("DTCC") was responsible for the administration of funding for China Energy's stock redemption in connection with the reverse stock split. As part of the reverse stock split and redemption process, China Energy instructed Respondent to forward some or all of the funds that Respondent was holding for China Energy's benefit to DTCC to effect the redemptions.

7. On August 5, 2013, DTCC sent its first instruction to Respondent for a payment of $34,568.80. Two days later, Respondent received authorization from China Energy to make that payment to DTCC, and two days after that, on August 9, Respondent made the requested payment to DTCC by wire transfer.

8. Also on August 9, 2013, DTCC sent a second instruction for payment in the amount of $17,381.56. After subsequent discussions between DTCC and Respondent, Respondent represented to DTCC that it would remit the entire balance to DTCC once the reverse split was fully effective.

9. Respondent did not maintain in its bank account the balance of the funds it had received from China Energy, for China Energy's benefit. Rather, Respondent and Shinderman, without authorization by China Energy, diverted over $630,000, including $500,000 to an investment for the benefit of Quicksilver.

10. On August 23, 2013 Shinderman caused Respondent to make a $500,000 loan to a Nevada real estate investment company, memorialized by a promissory note for the benefit of Respondent. China Energy did not authorize the use of its funds for that loan. The terms of the loan provided that Respondent was to be repaid the entire amount of the principal along with $25,000, a 5% return, after four days. The real estate company, however, failed to repay the loan on time.

11. Shinderman also caused Respondent to make additional payments to other entities and individuals with China Energy funds from Respondent's bank account, without authorization from China Energy, totaling approximately $130,000.00.

12. China Energy's reverse stock split became effective on September 18, 2013. On that same date, DTCC sent instructions to Respondent to make a final payment to DTCC in the amount of $1,247,465.38, which included the $17,381.56 payment Respondent had previously not remitted.

13. Because it had diverted approximately $630,000 of China Energy's funds for other unauthorized purposes, Respondent and Shinderman did not have funds available to make the required payment to DTCC. Therefore, instead of immediately paying the amount over to DTCC on behalf of China Energy, Respondent made a series of partial payments to DTCC over the course of six weeks. Respondent paid $500,000 on October 2, and $220,500 on October 4, 2013. During this period, Shinderman failed to respond to multiple inquiries from China Energy and DTCC regarding the reasons for the delay.

14. After the real estate company failed to pay the principal or interest on the loan, Respondent threatened to sue the company to recover the amounts due. Respondent and the real estate company entered into a settlement agreement whereby Respondent was paid the $500,000 principal back, without interest, on October 23, 2013.

15. On October 23, 2013, the same day that Respondent recovered the $500,000 loan principal, Respondent paid $500,000 to DTCC. Respondent paid the remaining balance of $26,902.38 to DTCC on November 6, 2013.

16. Respondent untimely filed an independent accountant's report with the Commission on January 13, 2015, for the period ending December 31, 2013, which should have been filed by March 31, 2014, but was not filed until January 13, 2013.

17. On March 1, 2019, Shinderman purportedly sold Respondent Quicksilver Stock Transfer LLC ("Quicksilver LLC") to Quicksilver Stock Transfer Corporation ("Quicksilver, Inc.'). According to a two-page bill of sale, Quicksilver LLC, represented by Shinderman, was sold to Quicksilver Inc., represented by a close relative of Shinderman, for $750,000, payable in $50,000 annual payments over 15 years. Thereafter, Shinderman's relative filed a TA-1/A, under Quicksilver LLC's existing registration, updating the registrant's name to Quicksilver Stock Transfer Corp. and listing herself as the president of that entity, as of April 8, 2019.

18. In fact, the bill of sale was a sham, allowing Shinderman to continue to control Quicksilver LLC, under the guise of creating a fictitious corporate entity that will continue to operate under the name Quicksilver Stock Transfer. Shinderman's relative acknowledged signing the bill of sale, and claimed that she intended to operate the Quicksilver entity. Shinderman's relative admitted, however, that (1) she has no idea how the sales price in the bill of sale was determined, (2) she has no experience acting as a transfer agent, (3) she has not paid anything to date for Quicksilver LLC, (4) she draws no salary, and (5) she has no clients

of her own. In addition, Quicksilver Inc. operates out of the same office space previously used by Quicksilver LLC, and is co-located with Aspen Asset Management Services, LLC, a company specializing in taking companies public, which is owned and controlled by Shinderman. Accordingly, the transaction appears to be designed for the sole purpose of maintaining Quicksilver's registration with the SEC as a transfer agent.

III.

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

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

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 17A(c)(3)(A) of the Exchange Act.

IV.

IT IS ORDERED that a public hearing before the Commission 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 by further order of the Commission, pursuant to Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) 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).

IT IS FURTHER ORDERED that the Division of Enforcement and Respondent shall conduct a prehearing conference pursuant to Rule 221 of the Commission's Rules of Practice, 17 C.F.R. § 201.221, within fourteen (14) days of service of the Answer. The parties may meet in person or participate by telephone or other remote means; following the conference, they shall file a statement with the Office of the Secretary advising the Commission of any agreements reached at said conference. If a prehearing conference was not held, a statement shall be filed with the Office of the Secretary advising the Commission of that fact and of the efforts made to meet and confer.

If Respondent fails to file the directed Answer, or fails to appear at a hearing or conference after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him 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 Respondent by any means permitted by the Commission's Rules of Practice.

Attention is called to Rule 151(b) and (c) of the Commission's Rules of Practice, 17 C.F.R. § 201.151(b) and (c), providing that when, as here, a proceeding is set before the Commission, all papers (including those listed in the following paragraph) shall be filed with the Office of the Secretary and all motions, objections, or applications will be decided by the Commission. The Commission requests that an electronic courtesy copy of each filing should be emailed to APFilings@sec.gov in PDF text-searchable format. Any exhibits should be sent as separate attachments, not a combined PDF.

The Commission finds that it would serve the interests of justice and not result in prejudice to any party to provide, pursuant to Rule 100(c) of the Commission's Rules of Practice, 17 C.F.R. § 201.100(c), that notwithstanding any contrary reference in the Rules of Practice to filing with or disposition by a hearing officer, all filings, including those under Rules 210, 221, 222, 230, 231, 232, 233, and 250 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.210, 221, 222, 230, 231, 232, 233, and 250, shall be directed to and, as appropriate, decided by the Commission. This proceeding shall be deemed to be one under the 210 day timeframe specified in Rule of Practice 360(a)(2)(i), 17 C.F.R. § 201.360(a)(2)(i), for the purposes of applying Rules of Practice 233 and 250, 17 C.F.R. §§ 201.233 and 250.

The Commission finds that it would serve the interests of justice and not result in prejudice to any party to provide, pursuant to Rule 100(c) of the Commission's Rules of Practice, 17 C.F.R. § 201.100(c), that the Commission shall issue a decision on the basis of the record in this proceeding, which shall consist of the items listed at Rule 350(a) of the Commission's Rules of Practice, 17 C.F.R. § 201.350(a), and any other document or item filed with the Office of the Secretary and accepted into the record by the Commission. The provisions of Rule 351 of the Commission's Rules of Practice, 17 C.F.R. § 201.351, relating to preparation and certification of a record index by the Office of the Secretary or the hearing officer are not applicable to this proceeding.

The Commission will issue a final order resolving the proceeding after one of the following: (A) The completion of post-hearing briefing in a proceeding where the public hearing has been completed; (B) The completion of briefing on a motion for a ruling on the pleadings or a motion for summary disposition pursuant to Rule 250 of the Commission's Rules of Practice, 17 C.F.R. § 201.250, where the Commission has determined that no public hearing is necessary; or (C) The determination that a party is deemed to be in default under Rule 155 of the Commission's Rules of Practice, 17 C.F.R. § 201.155, and no public hearing is necessary.

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.

Vanessa A. Countryman
Secretary