

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

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MAY 17 2016

OFFICE OF THE SECRETARY

In the Matter of

STRIPER ENERGY, INC.

Administrative Proceeding
File No. 3-17250

**INFORMATION BEFORE THE COMMISSION
AT THE TIME OF THE TRADING SUSPENSION**

Pursuant to the Commission's Order Requesting Additional Written Submissions regarding In the Matter of Striper Energy, Inc. ("Striper"), the Division of Enforcement has attached the affidavit of Dahlia Rin setting forth the substantive facts before the Commission at the time of the trading suspension in the securities of Striper. The affidavit does not disclose privileged analysis or sensitive information about the staff's investigative methods.

By its attorneys,



Richard M. Harper II
Senior Trial Counsel
Dahlia Rin
Enforcement Counsel
Michael J. Vito
Enforcement Counsel
U.S. Securities and Exchange Commission
33 Arch Street, 24th Floor
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CERTIFICATE OF SERVICE

I hereby certify that, on May 16, 2016, I served copies of the foregoing, the Division of Enforcement's submission entitled Information Before the Commission at the Time of the Trading Suspension and Affidavit of Dahlia Rin, by facsimile transmission and UPS overnight mail upon the following parties:

The Commission

Office of the Secretary
Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549
Fax: 202-772-9324

Counsel for Striper Energy, Inc.

John E. Lux, Esq.
1629 K Street, Suite 300
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Richard M. Harper II

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

In the Matter of

STRIPER ENERGY, INC.

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AFFIDAVIT OF DAHLIA RIN

I, Dahlia Rin, hereby swear:

1. Since September 2015, I have been employed as an enforcement attorney with the U.S. Securities and Exchange Commission (the "Commission") in the Boston Regional Office in the Division of Enforcement (the "Division"). My duties include conducting investigations related to potential violations of the securities laws. I was an investigator for the Division in this matter.

2. On May 5, 2016, the Division provided the following factual information to the Commission in support of the issuance of the Trading Suspension Order temporarily suspending trading in the securities of Striper Energy, Inc. ("Striper") / ticker symbol "CPCCD." The Division did not have other communications with the Commission concerning the factual basis in support of the issuance of the Trading Suspension Order.

Striper Energy, Inc.

3. Striper (f/k/a Corporate Partners Corporation / ticker symbol "CPCC"; f/k/a Insight Management Corporation / ticker symbol "ISIM"; f/k/a Skreem Records Corporation) is a Florida corporation which claims to have a principal place of business in Addison, Texas. Striper is a purported "independent energy company specializing in the identification,

acquisition, drilling, development and operation of oil and gas properties” with 2015 revenues of \$5,675 and an accumulated deficit of almost \$16 million.

4. Striper purports to have acquired 56 wells in the state of Oklahoma; however, the Division has been unable to substantiate this claim. According to Striper’s 2015 annual report, the 56 wells that Striper has purportedly acquired were all taken offline in 2011, and Striper projects spending \$410,000 “to capitalize on the operating history of these wells to create an inexpensive and fast track to revenue.” No further detail is provided on what would be required to return these wells to an operational and revenue-producing condition. The Oil and Gas Conservation Division of the Oklahoma Corporation Commission has informed the Division that Striper Wells, LLC is registered to operate only 11 wells in the state; this registration was made on September 30, 2015.

5. Striper (then known as Skreem Records Corporation) filed a Form SB-2 registration statement for an offering of common stock that went effective in January 2008. Following the offering, Striper sporadically filed reports with the Commission pursuant to Exchange Act Section 15(d) until it filed a Form 15 to voluntarily suspend its reporting obligations in September 2011. Striper’s last filed report was a Form D filed on August 23, 2012. Striper’s common stock is quoted on OTC Link (previously “Pink Sheets”) operated by OTC Markets Group, Inc. (“OTC Markets”) (“OTC Link”), and Striper has posted certain corporate information on OTC Markets’ website. As of April 29, 2016, there were six market makers quoting Striper’s stock, and this stock was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

6. Prior to a reverse stock split that was effective on April 20, 2016, Striper had a float of 2,107,670,007 shares, 2,000,000,000 of which were issued to the current President,

Samuel Smith (“Smith”), in connection with a July 2015 reverse merger (the reverse merger is discussed *infra*). After the April 20, 2016 reverse split, as of April 29, 2016, Striper’s shares traded at \$0.114, and Striper had a float of 70,256,667 shares, resulting in a market capitalization of \$8,009,260. Smith currently holds approximately 67 million of approximately 70 million shares of Striper’s outstanding stock.

7. On May 3, 2016, Striper’s stock price opened at \$1.00 following trading volume of 204 shares. The Division is not aware of any explanation for this recent, nine-fold increase in stock price. The last time that Striper’s stock traded in this range was more than one year ago, when, on April 23, 2015, 463 shares were sold at \$1.185. From approximately August 2015 through April 2016, the stock did not trade above \$0.132 and had total sales of fewer than 5,000 shares.

8. The Division understands that Striper’s stock is currently subject to a deposit chill with the Depository Trust & Clearing Corporation (“DTCC”). This chill prevents new shares from being deposited with DTCC (and thus, newly issued shares may not be traded electronically), but it does not prevent the issuance of new shares or the sale of shares into the market. The chill apparently carried over from a chill on the stock of Striper’s predecessor and may be lifted by an attorney opinion letter representing that newly issued shares may be sold pursuant to an exemption in Rule 144 of the Securities Act (“Rule 144”).

9. In July 2015, Striper’s predecessor, Insight Management, Inc. (“Insight”) acquired Striper Wells, LLC through a reverse merger.

10. Smith, age 40, resides in Sachse, Texas. Smith has been the President of Striper since January 6, 2016 and was formerly the principal of Striper Wells, LLC.

11. John Schulman (“Schulman”), age 63, resides in Dallas, Texas. Schulman has been the owner of The Schulman Law Firm, P.C. in Dallas, Texas since 1986 and is presently registered as an attorney in Texas and Florida. Schulman has been the Secretary of Striper since January 6, 2016.

12. Mustafa Sayid (“Sayid”), age 59, resides in Haworth, New Jersey. Sayid has been the managing partner of the law firm of Sayid and Associates LLP (“Sayid and Associates”) in New York, New York since 1999 and is presently registered as an attorney in New York and Massachusetts. Sayid served as legal counsel for Striper’s predecessor at least from July 2010 to July 2015. Sayid has asserted his Fifth Amendment right against self-incrimination in response to Division subpoenas for documents and testimony.

13. Kevin Jasper (“Jasper”), age 56, resides in New York, New York. Jasper is a paralegal employed by Sayid and Associates and served as President of Striper’s predecessor, a member of the Board of Directors, and/or sole owner of the company’s super-voting Series A Preferred stock at least from August 2010 to July 2015.

14. In connection with the July 2015 reverse merger by which Insight acquired Striper Wells, LLC, Insight’s Board of Directors resigned and ceded control of the company to Smith. Smith paid Sayid approximately \$30,000 in connection with the transaction. Additionally, Jasper assigned his preferred stock to Smith in July 2015 in connection with ceding control of the company. Further, in July 2015, the Board of Directors of Insight represented to Striper Wells, LLC that the company’s liabilities and notes had “lapsed with the exception of \$490,799 in convertible debt owed to Sayid and Associates, LLP.” The Board of Directors also issued a resolution in July 2015 confirming that \$490,799 was owed to Sayid and Associates and authorizing the conversion of this amount from debt to equity.

15. Since the July 2015 reverse merger, Smith has provided 2015 annual financial information for Insight (now Striper) to OTC Markets and has effected a reverse stock split and name change from Insight to Striper, which both took effect on April 20, 2016. Additionally, before the Commission issued the Trading Suspension Order, a ticker symbol change from “CPCCD” to “OILZ” was planned to take effect on May 17, 2016.

Striper’s History of Manipulation

16. Striper’s predecessor has undergone at least three name changes and engaged in a variety of unrelated business models since it was incorporated in March 2006 under the name Skreem Records Corporation.

17. In May 2012, the Commission named Striper’s predecessor, Insight, in a complaint filed in the U.S. District Court for the Central District of California against Nicholas Louis Geranio (“Geranio”) and Keith Field (“Field”), among others, for violations of the antifraud provisions of the securities laws arising from a boiler room scheme to sell Regulation S securities to offshore investors. *SEC v. Geranio, et al.*, 12-cv-04257-BRO-JC (C.D. Cal.). The complaint alleged that Geranio controlled the operations of the issuers implicated in the scheme, including Striper’s predecessor, and generally directed matched orders and manipulative trades to artificially inflate the issuers’ share prices in furtherance of the scheme. Geranio and Field both entered into settlement agreements with the Commission. Geranio, together with his companies, The Good One, Inc. and Kaleidoscope Real Estate, Inc., and relief defendant BWRE Hawaii, LLC, were jointly and severally ordered to pay disgorgement in the amount of \$2,135,000 and a civil penalty of \$500,000. Field was ordered to pay disgorgement in the amount of \$154,605.

18. Sayid represented eight witnesses in testimony before the Commission in connection with the investigation that resulted in the May 2012 case against Geranio and Field.

19. In June 2012, less than a month after the Commission filed its complaint against Geranio and Field, Sayid sent an email to potential investors that referred to Striper's predecessor and at least one other company implicated in the boiler room scheme as "shells" that were candidates for reverse mergers. Notwithstanding this statement, during that same month, Sayid certified in an attorney opinion letter provided to OTC Markets and accompanying the financial statements of Striper's predecessor that the company was not a "shell."

20. In February 2013, once Sayid had secured investors and in connection with a reverse merger transaction, Sayid assigned debt, which Striper's predecessor purportedly owed to him for legal services, to eight foreign nominees, in exchange for a payment of \$50,000.

21. Sayid received this \$50,000 payment for his purported debt from Mitchell H. Brown ("Brown"), who has since pled guilty to two separate criminal matters in the U.S. District Court for the District of Massachusetts involving market manipulation and pump-and-dump schemes. In particular, Brown has pled guilty to conspiracy, securities fraud, and wire fraud charges in *United States v. Affa, et al.*, 14-cr-10221-WGY (D. Mass.); and to conspiracy and securities fraud charges in *United States v. Brown*, 15-cr-10297-WGY (D. Mass.). His sentencing in both matters is scheduled for May 16, 2016. Brown has also been charged by the Commission with securities fraud in violation of Section 10(b) of the Exchange Act and Section 17(a) of the Securities Act in *SEC v. Affa, et al.*, 14-cv-12959-MLW (D. Mass.).

22. Sayid and others then caused the company to issue 100 million shares of stock and took steps to make it appear that these shares qualified for removal of a restrictive legend pursuant to Rule 144, when in fact they did not. Sayid sent to the transfer agent an opinion letter

he obtained from another attorney that stated that the shares could be issued without restriction pursuant to Rule 144. The letter stated that Striper was not a “shell” (although Sayid had described the company as a “shell” to potential investors) and represented that the foreign nominee entities receiving shares would each own fewer than 10% of Striper’s outstanding shares, when in fact many of the entities were under common control.

Striper’s Misstatements in Its 2015 Annual Report

23. Striper’s 2015 annual report fails to disclose the existence of any debt owed to Sayid notwithstanding that the debt was acknowledged by Striper’s predecessor in connection with its July 2015 reverse merger. In July 2015, the Board of Directors of Insight represented to Striper Wells, LLC that the company’s liabilities and notes had “lapsed with the exception of \$490,799 in convertible debt owed to Sayid and Associates, LLP.” The Board of Directors also issued a resolution in July 2015 confirming the amount owed to Sayid and Associates and authorizing its conversion from debt to equity. Transfer agent records from July 2015 to April 12, 2016 do not indicate that any shares have been issued pursuant to any conversion of debt. Although Sayid appears to retain the right to obtain shares of Striper stock through debt conversion, Striper’s 2015 annual report fails to disclose the existence of this debt. Specifically, the company’s financials state that the company has total liabilities of \$0 as of December 31, 2015, and \$132,174 as of December 31, 2014. The company’s financials make no reference to any amount due to Sayid and Associates. The existence of Sayid’s debt is also not disclosed in any prior financial statements or reports filed by the company. Further, on April 17, 2016, Striper represented to FINRA, in connection with FINRA’s review of the company’s reverse stock split and name change, that it “has no convertible debt outstanding.”

24. Striper's 2015 annual report also fails to disclose the company's February 2013 share issuances in exchange for \$50,000 of debt for Sayid's fees for purported legal services to Striper's predecessor. The annual report represents that Striper "has not issued any shares or securities or options to acquire such securities for Services in the past two fiscal years and any interim periods except for the Common Stock issued to acquire Striper Wells, LLC" in response to a question regarding "the most recent fiscal period and for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence" (which in this case covers all transactions from January 1, 2013 to December 31, 2015). The statement in the annual report makes no mention of (1) the February 2013 issuance of 100 million shares of Insight stock, or (2) the July 2015 Insight Board resolution, which confirmed that \$490,799 was owed to Sayid and Associates and authorized the conversion of this amount from debt to equity.

Striper's Current Activity Indicating a Likely New Attempt at a False Informational Campaign and the Potential for Pre-Arranged Trading to Manipulate the Price

25. The Division is aware of indications that Striper is preparing to begin a promotional campaign, including through its active web presence, its recent financials provided to OTC Markets after a period without any filings between May 10, 2013 and February 23, 2016, its April 20, 2016 reverse stock split, and its new name and intended change in ticker symbol.

26. Striper's website appears to contain unsupported representations that could include false or misleading information. The website claims that the company "is managed by specialized energy experts" and further states that "with a bank CD you wait until the end of the year to earn 1/2%. With Striper Wells investments you earn the same in 20 days." Striper's annual report provides no detail regarding its management's prior experience in the energy sector. In addition, the company's website and annual report offer no detail about how the company will reach profitability in 20 days.

Dated: May 16, 2016

Sahliia Rin

On May 16th, 2016, Sahliia Rin, a person known to me,
personally appeared before me and swore under oath the foregoing Affidavit.

Stephanie Desisto

Notary Public

Commission expires:



STEPHANIE DESISTO
NOTARY PUBLIC
Commonwealth of Massachusetts
My Commission Expires
March 25, 2022

MAY 17 2016

OFFICE OF THE SECRETARY



**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Boston Regional Office
33 Arch Street, 24th Floor
Boston, MA 02110

DIVISION OF ENFORCEMENT

Richard M. Harper II
Senior Trial Counsel
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May 16, 2016

Via UPS Overnight and Facsimile

Office of the Secretary
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re: In the Matter of Striper Energy, Inc. (Adm. Pro. File No. 3-17250)

Dear Mme. Secretary:

Pursuant to the Commission's Order Requesting Additional Written Submissions in the above-referenced matter, enclosed please find the Division of Enforcement's Information Before the Commission at the time of the Trading Suspension.

Sincerely,

A handwritten signature in black ink that reads "RM Harper II".

Richard M. Harper II
Senior Trial Counsel

cc: John E. Lux, Esq. (via facsimile and UPS overnight w/encls.)