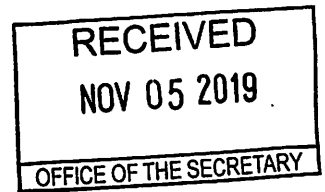


**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**



**ADMINISTRATIVE PROCEEDING**  
**File No. 3-19276**

**In the Matter of**  
**Diversified Corporate Resources, Inc., et al.**  
**Respondents.**

**DIVISION OF ENFORCEMENT'S MOTION FOR**  
**DEFAULT AND BRIEF IN SUPPORT**

The Division of Enforcement (“Division”), by counsel, pursuant to Commission Rules of Practice Rules 154(a) and 155(a)(2) respectfully moves the Securities and Exchange Commission (“Commission”) for an order entering a default against Diversified Corporate Resources, Inc. (CIK No. 779226) (“Diversified”), NetWolves Corporation (CIK No. 1084103) (“Netwolves”), and Samdrew VIII, Inc. (CIK No. 1350582) (“Samdrew”) (collectively “Respondents”) in this proceeding and ordering the revocation of the registration of each class of Respondents’ securities registered pursuant to Section 12 of the Securities Exchange Act of 1934 (“Exchange Act”).

**Argument**

On July 24, 2019, the Commission issued an Order Instituting Proceedings (“OIP”) against Respondents which have securities registered with the Commission under Section 12(g) of the Exchange Act. The OIP alleges the Respondents are delinquent in filing their mandated periodic reports. Because each of the Respondents failed to answer or otherwise

respond to the OIP, the Division now seeks entry of an order finding respondents Diversified, NetWolves, and Samdrew to be in default in this proceeding.

Commission Rule of Practice 220(b) states that where an answer is required to be filed by rule or order, the respondent “shall do so within 20 days after service upon the respondent of the order instituting proceedings” unless a different period is provided by rule or order. Here, the OIP requires “an Answer [to be filed] to the allegations contained in this Order within ten (10) days after service of this Order.” OIP at IV. Commission Rule of Practice 160(a) provides that Saturdays, Sundays and Federal legal holidays are to be counted as part of the 10 day period, and Commission Rule of Practice 160(b) extends that time by three days if service is made by mail.

The Declaration of Gina Joyce to Assist Secretary with Record of Service (attached hereto as Exhibit A) (“Joyce Declaration”) establishes that on July 26, 2019, service upon Diversified of the OIP, along with a letter from the Commission’s Secretary, and a letter from the Division offering discovery pursuant to Rule of Practice 230 (collectively the “Service Documents”), was attempted by Express Mail delivery at the address provided in its last EDGAR filing with the Commission, in accordance with Commission Rule of Practice 141(a)(2)(ii). Diversified’s answer to the OIP was due by Thursday, August 8, 2019. However, Diversified has not filed an answer or made any other response to the OIP in this proceeding.

The Joyce Declaration also establishes that on July 26, 2019, Netwolves was served with the Service Documents by Express Mail delivery at the address provided in its last EDGAR filing with the Commission, in accordance with Commission Rule of Practice 141(a)(2)(ii). Netwolves’ answer to the OIP was due by Thursday, August 8, 2019. However, Netwolves has not filed an answer or made any other response to the OIP in this proceeding.

The Joyce Declaration additionally establishes that on July 26, 2019, Samdrew was served with the Service Documents by Express Mail delivery at the address provided in its last EDGAR filing with the Commission, in accordance with Commission Rule of Practice 141(a)(2)(ii). Samdrew's answer to the OIP was due by Thursday, August 8, 2019. However, Samdrew has not filed an answer or made any other response to the OIP in this proceeding.

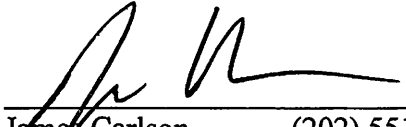
The Respondents at issue are delinquent in their filings with the Commission and have been delinquent for over two years. In addition, the Respondents' failure to answer supports revocation of the registration of each class of the Respondents' securities. Accordingly, the Division moves for an order, pursuant to Rule 155(a)(2), finding these Respondents to be in default in this proceeding and ordering that the registration of each class of their securities registered pursuant to Exchange Act Section 12 be revoked.

**Conclusion**

For the reasons set forth above, the Division respectfully requests that the Commission: 1) grant the Division's Motion; 2) enter an order of default against Diversified, NetWolves, and Samdrew; and 3) revoke the registration of each class of their securities registered pursuant to Section 12 of the Exchange Act.

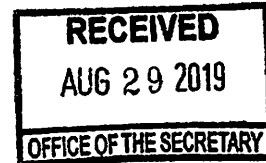
Dated: November 5, 2019

Respectfully submitted,

  
James Carlson (202) 551-3711  
Gina Joyce (202) 551-4850  
Securities and Exchange Commission  
100 F Street, N.E., Room 5120  
Washington, D.C. 20549-5010

COUNSEL FOR  
DIVISION OF ENFORCEMENT

# **EXHIBIT A**



UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

ADMINISTRATIVE PROCEEDING  
File No. 3-19276

In the Matter of  
  
Diversified Corporate Resources, Inc., *et al.*,  
  
Respondents.

**DECLARATION OF GINA JOYCE  
TO ASSIST SECRETARY WITH RECORD OF SERVICE**

GINA JOYCE, pursuant to 28 U.S.C. § 1746, declares:

1. I am a Senior Counsel with the Division of Enforcement (“Division”) of the Securities and Exchange Commission, and co-counsel for the Division in the captioned administrative proceeding. I am submitting this Declaration to assist the Secretary in maintaining a record of service on the respondents in the captioned proceedings pursuant to Rule 141(a)(3).

2. Among other means, Securities and Exchange Commission (“Commission”) Rule of Practice 141(a)(2)(ii) permits service on a corporation or entity by delivering a copy of an Order Instituting Administrative Proceedings (“OIP”) to an agent authorized by appointment or law to receive such service or, in the case of an issuer with a class of securities registered with the Commission, by sending the OIP via U.S. Postal Service certified, registered, or Express Mail and obtaining a confirmation of attempted delivery on the most recent address shown on the entity’s most recent filing with the Commission.

Further, the OIP in this matter authorizes service of the OIP “by any means permitted by the Commission’s Rules of Practice.” Therefore, the Division asked the Commission’s Secretary to first attempt service on the Respondents via U.S. Priority Mail Express.

3. The Office of the Secretary provided me with the U.S. Priority Mail Express tracking numbers for the copies of the Order Instituting Proceedings (“OIP”)<sup>1</sup> that were mailed by the Secretary to the respondents in these proceedings. I input each of the tracking numbers into the U.S. Postal Service’s (“USPS’s”) package tracking system on its Internet website located at [www.usps.com](http://www.usps.com), and printed out the tracking confirmations in order to obtain confirmation of the delivery or attempted delivery of the OIP on each respondent. A true copy of the tracking confirmations for all of the respondents for whom express mail service was attempted is attached as Exhibit 1, hereto.

4. The Secretary mailed the OIP to respondent Diversified Corporate Resources, Inc., CIK 779226 (“Diversified”), via Priority Mail Express, Tracking No. EF 200201039 US, to the address shown on its most recent EDGAR filing at 10670 N. Central Expressway, Suite 600, Dallas, TX 75231. This address is taken from Diversified’s last filing with the Commission, which was a Form 12b-25 filed with the Commission on August 16, 2006. The USPS tracking system confirms that delivery was attempted on July 26, 2019, but mail forwarding had expired. The package was returned to the SEC. See Exhibit 1 at p. 2.

5. The Secretary mailed the OIP to respondent NetWolves Corporation, CIK 1084103 (“Netwolves”), via Priority Mail Express, Tracking No. EF 200201042 US, to the address shown on its most recent EDGAR filing at 4710 Eisenhower Boulevard, Suite

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<sup>1</sup>Each service package included the OIP, a letter from the Commission’s Secretary, and a letter from the Division offering discovery pursuant to Rule of Practice 230.

E8, Tampa, FL 33634. This address is taken from Netwolves's last filing with the Commission, which was a Form 8-K filed with the Commission on September 2, 2008. The USPS tracking system confirms that the package was delivered on July 26, 2019. See Exhibit 1 at p. 3.

6. The Secretary mailed the OIP to respondent Samdrew VIII, Inc., CIK 1350582 ("Samdrew"), via Priority Mail Express, Tracking No. EF 200201201 US, to the address shown on its most recent EDGAR filing at 970 Browers Point Branch, Hewlett Neck, NY 11598. This address is taken from Samdrew's last filing with the Commission, which was a Form 10-QSB filed with the Commission on August 9, 2007. The USPS tracking system confirms that the package was delivered on July 26, 2019. See Exhibit 1 at p. 5.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 29, 2019.

  
\_\_\_\_\_  
Gina Joyce

**Track Another Package +**

**Tracking Number:** EF200201039US

Remove X

Your item was delivered at 11:20 am on July 29, 2019 in WASHINGTON, DC 20549 to SEC 20549 R26. The item was signed for by J DAVIS.

 **Delivered**

July 29, 2019 at 11:20 am  
Delivered  
WASHINGTON, DC 20549

Feedback

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**Text & Email Updates**



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**Proof of Delivery**



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**Tracking History**



**July 29, 2019, 11:20 am**

Delivered

WASHINGTON, DC 20549

Your item was delivered at 11:20 am on July 29, 2019 in WASHINGTON, DC 20549 to SEC 20549 R26. The item was signed for by J DAVIS.

**July 29, 2019, 10:56 am**

Arrived at Post Office

WASHINGTON, DC 20018

**July 29, 2019, 6:37 am**  
Arrived at USPS Regional Facility  
WASHINGTON DC DISTRIBUTION CENTER

**July 26, 2019, 11:42 am**  
Forward Expired  
DALLAS, TX 75231

**July 26, 2019, 10:47 am**  
Available for Pickup  
DALLAS, TX 75231

**July 26, 2019, 10:42 am**  
Arrived at Post Office  
DALLAS, TX 75231

**July 26, 2019, 7:22 am**  
Arrived at USPS Regional Facility  
COPELL TX DISTRIBUTION CENTER

**July 25, 2019, 7:43 pm**  
Departed USPS Regional Facility  
LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

**July 25, 2019, 7:32 pm**  
Arrived at USPS Regional Facility  
LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

Feedback

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Product Information



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See Less ^

**Track Another Package +**

**Tracking Number:** EF200201042US

Remove X

Your item was delivered at 10:28 am on July 26, 2019 in TAMPA, FL 33634. The item was signed for by S MAGNUSON.

 **Delivered**

July 26, 2019 at 10:28 am  
Delivered  
TAMPA, FL 33634

Get Updates 

Feedback


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**Text & Email Updates** 

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**Proof of Delivery** 

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**Tracking History** 

**July 26, 2019, 10:28 am**  
Delivered  
TAMPA, FL 33634

Your item was delivered at 10:28 am on July 26, 2019 in TAMPA, FL 33634. The item was signed for by S MAGNUSON.

July 26, 2019, 9:31 am  
Arrived at Post Office  
TAMPA, FL 33614

July 26, 2019, 8:19 am  
Arrived at USPS Regional Facility  
TAMPA FL DISTRIBUTION CENTER

July 25, 2019, 7:44 pm  
Departed USPS Regional Facility  
LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

July 25, 2019, 7:32 pm  
Arrived at USPS Regional Facility  
LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

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Product Information

Feedback  
✓

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See Less ^

## Can't find what you're looking for?

Go to our FAQs section to find answers to your tracking questions.

FAQs (<https://www.usps.com/faqs/uspstracking-faqs.htm>)

**Track Another Package +**

**Tracking Number:** EF200201201US

Remove X

Your item was delivered in or at the mailbox at 11:19 am on July 26, 2019 in WOODMERE, NY 11598.

 **Delivered**

July 26, 2019 at 11:19 am  
Delivered, In/At Mailbox  
WOODMERE, NY 11598


Get Updates 

Feedback


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Text & Email Updates 

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Proof of Delivery 

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Tracking History 

July 26, 2019, 11:19 am  
Delivered, In/At Mailbox  
WOODMERE, NY 11598

Your item was delivered in or at the mailbox at 11:19 am on July 26, 2019 in WOODMERE, NY 11598.

**July 26, 2019, 8:10 am**  
Arrived at Post Office  
WOODMERE, NY 11598

**July 26, 2019, 6:40 am**  
Departed USPS Regional Facility  
GARDEN CITY NY DISTRIBUTION CENTER

**July 26, 2019, 6:20 am**  
Arrived at USPS Regional Facility  
GARDEN CITY NY DISTRIBUTION CENTER

**July 25, 2019, 7:40 pm**  
Departed USPS Regional Facility  
LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

**July 25, 2019, 7:32 pm**  
Arrived at USPS Regional Facility  
LINTHICUM HEIGHTS MD DISTRIBUTION CENTER

Feedback

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**Product Information**



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See Less ^

## Can't find what you're looking for?

Go to our FAQs section to find answers to your tracking questions.

**FAQs (<https://www.usps.com/faqs/uspstracking-faqs.htm>)**

**CERTIFICATE OF SERVICE**

I hereby certify that true copies of the Division of Enforcement's Motion for Default and Brief in Support were served on the following on this 5 day of November, 2019, in the manner indicated below:

By Hand:

Office of the Secretary  
Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549-2557

By Certified Mail:

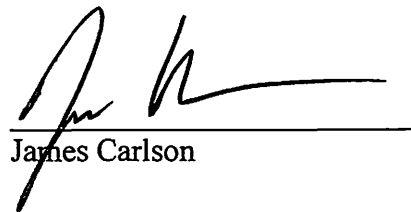
Diversified Corporate Resources, Inc.  
10670 N. Central Expressway, Suite 600  
Dallas, TX 75231

By Certified Mail:

NetWolves Corporation  
4710 Eisenhower Boulevard  
Suite E8  
Tampa, FL 33634

By Certified Mail:

Samdrew VIII, Inc.  
970 Browsers Point Branch  
Hewlett Neck, NY 11598

  
James Carlson