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Attorneys for Respondent,
MONETIVA, INC.

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ADMINISTRATIVE PROCEEDINGS
Before the
UNITED STATES SECURITIES AND EXCHANGE COMMISSION

In the Matter of HEALTHWAY SHOPPING
NETWORK, MONETIVA, INC. and UNITY
GLOBAL HOLDINGS, LTD.,

Respondents.

Case No.: 3-19343

Securities Exchange Act of 1934
Release No. 86654
August 14, 2019

**ANSWER OF RESPONDENT
MONETIVA, INC. TO ORDER
INSTITUTING ADMINISTRATIVE
PROCEEDINGS AND NOTICE OF
HEARING PURSUANT TO SECTION
12(j) OF THE SECURITIES EXCHANGE
ACT OF 1934**

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1 Respondent Monetiva, Inc. (“Respondent”), for itself alone and for no other respondent,
2 hereby answers, as provided by Rule 220(b) of the Rules of Practice of the U.S. Securities and
3 Exchange Commission (the “Commission”) [17 C.F.R. Sec. 201.220(b)], the Commission’s order
4 dated August 14, 2019, (the “Order”) instituting administrative proceedings pursuant to Section
5 12(j) of the Securities Exchange Act of 1934 (the “Exchange Act”) against Respondent, among
6 other respondents of the Order (collectively, the “Respondents”), as follows:

7 **ANSWER TO SPECIFIC ALLEGATIONS**

8 Respondent hereby answers the specific allegations set forth in the Order as follows:

9 I.

10 Respondent denies that it is necessary and appropriate for the protection of investors that
11 public administrative proceedings are instituted pursuant to Section 12(j) of the Exchange Act
12 against Respondent. Respondent is without sufficient information to admit or deny the propriety
13 of the Commission instituting administrative proceedings against the other Respondents pursuant
14 to Section 12(j) of the Exchange Act, and on that basis denies the Commission’s allegations.

15 II.

16 A. RESPONDENTS

17 1. Respondent is without sufficient information to admit or deny the allegations in
18 Section II, Paragraph 1 of the Order, and on that basis denies the Commission’s allegations therein.

19 2. Respondent admits that it is a Delaware corporation located in Newport Beach,
20 California with a class of securities registered with the Commission pursuant to Exchange Act
21 Section 12(g). Respondent is without sufficient information to admit or deny the allegations in
22 Section II, Paragraph 2 of the Order, and on that basis denies the Commission’s allegations therein.

23 3. Respondent is without sufficient information to admit or deny the allegations in
24 Section II, Paragraph 3 of the Order, and on that basis denies the Commission’s allegations therein.

25 B. DELINQUENT PERIODIC FILINGS

26 4. Respondent denies the allegations contained in Section II, Paragraph 4 of the Order
27 as to Respondent. Respondent is without sufficient information to admit or deny the allegations in
28

1 Section II, Paragraph 4 of the Order as to the other Respondents, and on that basis denies the
2 Commission's allegations therein.

3 5. Respondent admits the existence of law regarding the allegations contained in
4 Section II, Paragraph 5 of the Order but denies liability as to Respondent resulting therefrom.
5 Respondent is without sufficient information to admit or deny the allegations in Section II,
6 Paragraph 5 of the Order as to the other Respondents, and on that basis denies the Commission's
7 allegations therein.

8 6. Respondent denies the allegations contained in Section II, Paragraph 6 of the Order
9 as to Respondent. Respondent is without sufficient information to admit or deny the allegations in
10 Section II, Paragraph 6 of the Order as to the other Respondents, and on that basis denies the
11 Commission's allegations therein.

12 III.

13 Respondent denies the allegations contained, and the relief sought, in Article III of the
14 Order. No relief is owed to the Commission from Respondent.

15 IV.

16 Respondent denies the allegations contained, and the relief sought, in Article IV of the
17 Order. No relief is owed to the Commission from Respondent.

18 **GENERAL DENIAL**

19 Pursuant to the Commission's Rules of Practice, Rule 220, Respondent denies, except as
20 expressly set forth herein in this Answer, generally and specifically, every allegation contained in
21 the Order and respectfully requests that this Court require the Commission to prove their
22 allegations contained in the Order by a preponderance of the evidence, as required by the United
23 States Constitution and the Commission's Rules of Practice, and further denies that the investors
24 have been damaged in any sum, or at all, by reason of any act or omission on the part of Respondent
25 or on the part of any of its agents, servants, or employees, or any of them.

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1 **AFFIRMATIVE DEFENSES**

2 These affirmative defenses are alleged in the alternative and do not admit any of the
3 allegations of the Order. As separate and distinct affirmative defenses to the Order, and to each
4 allegation contained therein, Respondent asserts the following affirmative defenses against the
5 Order:

6 **FIRST AFFIRMATIVE DEFENSE**

7 The Order, and each allegation therein, fails to state a claim upon which relief can be
8 granted against Respondent.

9 **SECOND AFFIRMATIVE DEFENSE**

10 The Commission's claims against Respondent are barred or limited because Respondent's
11 conduct was justified by legitimate business motives, purposes and reasons, which were well
12 informed or reasonable under the circumstances, and of which the Commission was fully aware,
13 including the Commission's complete and total awareness at all times alleged in the Order of the
14 true financial condition, operations, management and activities of Respondent and all of its
15 business and financial matters.

16 **THIRD AFFIRMATIVE DEFENSE**

17 The Commission's claims against Respondent are barred or limited because any damages
18 suffered were solely the result of actions or failures to act by others, and not as a result of any act
19 or omission by Respondent under federal securities laws.

20 **FOURTH AFFIRMATIVE DEFENSE**

21 The Commission's claims against Respondent are barred in whole or in part because the
22 claims against Respondent are barred by the doctrine of waiver.

23 **FIFTH AFFIRMATIVE DEFENSE**

24 The Commission's claims against Respondent are barred by the doctrine of estoppel.

25 **SIXTH AFFIRMATIVE DEFENSE**

26 The Commission's claims against Respondent are barred by the doctrine of laches.

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SEVENTH AFFIRMATIVE DEFENSE

The Commission's claims against Respondent are barred by the doctrine of unclean hands.

EIGHTH AFFIRMATIVE DEFENSE

The Commission's claims against Respondent should be dismissed for failure to plead causes of action, or any of them, with specificity.

NINTH AFFIRMATIVE DEFENSE

The Commission's claims against Respondent are barred by the doctrine of res judicata.

TENTH AFFIRMATIVE DEFENSE

The Commission's claims against Respondent are barred by the statute of limitations.

ELEVENTH AFFIRMATIVE DEFENSE

The Commission's claims should be dismissed because Respondent complied with and performed all material obligations under the reporting requirements of the federal securities laws, including the Exchange Act, in conflict with the allegations set forth in the Order or, to the extent of any non-performance of any material federal reporting obligations by Respondent, Respondent's performance was excused or waived by the Commission through its written review and comment process, including the express written allowance by the Commission or one or more of Respondent's combined, consolidated, comprehensive form 10-Ks, or the Commission's failure or omission to act upon, comment upon, or initiate and prosecute any prospective or actual omission or breach by Respondent of its requirements or obligations under the federal securities laws, including the Exchange Act.

TWELFTH AFFIRMATIVE DEFENSE

Respondent alleges that all decisions made and actions taken by Respondent were made in good faith, and that Respondent had no intention to injure its investors.

THIRTEENTH AFFIRMATIVE DEFENSE

Respondent alleges that non-compliance, if any, with the federal securities laws, including the Exchange Act, was caused and contributed to by the negligence or other legal fault of third-parties other than Respondent.

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FOURTEENTH AFFIRMATIVE DEFENSE

Respondent may have additional affirmative defenses that cannot currently be articulated due to the Commission's failure to particularize its claims and further due to the Commission's failure to provide more specific information concerning the nature of the claims, Respondent therefore reserves the right to assert additional defenses.

PRAYER FOR RELIEF


WHEREFORE, Respondent prays for relief as follows:

1. That the Order against Respondent be vacated;
2. That judgement be entered in favor of Respondent;
3. That the decision to be rendered by the Administrative Law Judge (this "Court") be in favor of Respondent;
4. That the Commission be assessed with all costs of this action, including reasonable attorneys' fees of Respondent; and
5. For such other and further relief as the Court deems just and proper.

Respectfully submitted,

SAMINI COHEN SPANOS LLP

By:



Bobby Samini
Attorney for Respondent
MONETIVA, INC.

Date: September 9, 2019

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2801 West Coast Highway, Suite 200
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PROOF OF SERVICE

1
2 STATE OF CALIFORNIA)
3) ss:
4 COUNTY OF ORANGE)

5 I am employed in the County of Orange, State of California. I am over the age of 18 and
6 not a party to the within action; my business address is 2801 West Coast Highway, Suite 200,
7 Newport Beach, CA 92663.

8 On September 9, 2019, I served the within **ANSWER OF RESPONDENT**
9 **MONETIVA, INC. TO ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS**
10 **AND NOTICE OF HEARING PURSUANT TO SECTION 12(j) OF THE SECURITIES**
11 **EXCHANGE ACT OF 1934; NOTICE OF APPEARANCE** on the interested parties as
12 follows:

13 Original and three copies to:

14 U.S. Securities and Exchange Commission
15 Vanessa A. Countryman, Secretary
16 100 F Street NE
17 Mail Stop 1090
18 Washington, DC 20549
19 Tel: 202-551-5400
20 Fax: 7-3-813-9793

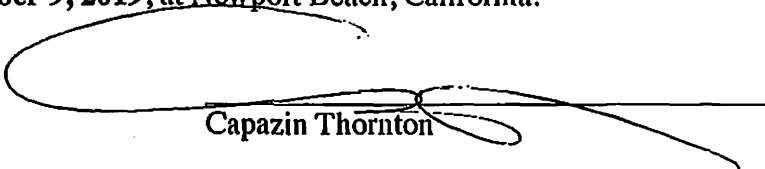
21 **(BY US MAIL)** I caused a sealed envelope addressed to each of the interested parties
22 and containing the foregoing document to be deposited in the mail at Newport Beach,
23 California with postage thereon fully prepaid. I am "readily familiar" with the firm's
24 practice of collection and processing correspondence for mailing. It is deposited with the
25 U.S. Postal Service on that same day in the ordinary course of business. I am aware that
26 on motion of party served, service is presumed invalid if postal cancellation date or
27 postage meter date is more than one day after date of deposit for mailing in affidavit.

28 **(BY EMAIL TRANSMISSION)** I caused the above-referenced document to be
transmitted via email to email addresses on Service List.

Electronic courtesy copies:
APFilings@sec.gov
alj@sec.gov

I declare under penalty of perjury, under the laws of the State of California that the
foregoing is true and correct.

Executed on September 9, 2019, at Newport Beach, California.


Capazin Thornton