

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

SECURITIES EXCHANGE ACT OF 1934

Admin. Proc. File No. 3-20297

<p>In the Matter of</p> <p>MJ BIOTECH, INC. (F/K/A MICHAEL JAMES ENTERPRISES, INC.)</p>

**ANSWER OF RESPONDENT MJ BIOTECH, INC. (F/K/A Michael James
Enterprises, Inc.) TO THE ORDER INSTITUTING PROCEEDINGS DATED
MAY 11, 2021**

Preliminary Statement

MJ BIOTECH, Inc., (herein “Respondent”) submits this Answer to the Securities and Exchange Commission’s (“Commission”) “Order Instituting Administrative Proceedings” (“OIP”) issued May 11, 2021 and pursuant to the Commission’s Scheduling Order issued on July 27, 2023, which noted the Commission’s June 2, 2023 order setting aside an entry of default regarding the Respondent and vacating the Commission’s September 2021 opinion and order in this matter. Except where indicated, the Respondent’s Answer shall generally conform to the formatting and numbering of the May 11, 2021 OIP.

I.

This statement states a legal conclusion to which no answer is required.

II.

A. 1. Respondent admits the first sentence of Paragraph A. 1. of the OIP. Respondent admits the second sentence of Paragraph A. 1. to the extent that, at the time the OIP was issued, Respondent had not timely filed its periodic reports since December 31, 2018. Respondent admits the third sentence of Paragraph A. 1.

B. 2. Respondent neither admits nor denies Paragraph B. 2, and holds the Commission to its proofs.

B. 3. Paragraph B. 3 states a legal conclusion to which no answer is required.

B. 4. Respondent neither admits nor denies Paragraph B. 4, and holds the Commission to its proofs.

III.

Respondent neither admits nor denies the statements or allegations in Section III of the OIP and holds the Commission to its proofs.

IV.

Regarding the procedural and other statements made in Section IV of the OIP, Respondent responds that cited rules speak for themselves and that no responsive answer is necessary. The remaining statements made by the Commission in Section IV contain no factual allegations to which Respondent can reply and further constitute legal conclusions for which no answer is required.

Respectfully submitted,



Robert J. Kinney
Attorney for Respondent

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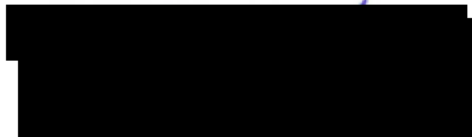
CERTIFICATE OF SERVICE

I hereby certify that on August 15, 2013 I served the within Answer to the Commission's Order Instituting Proceedings on the Securities and Exchange Commission counsel listed below:

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Respectfully submitted,



Robert J. Kinney
Attorney for Respondent