

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

**ADMINISTRATIVE**  
**PROCEEDING** File No. 3-20817

<p><b>In the Matter of</b></p> <p><b>CHARLES K. TOPPING</b></p> <p><b>Respondent.</b></p>
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**DIVISION’S MOTION FOR ORDER DEEMING SERVICE OF ORDER INSTITUTING ADMINISTRATIVE PROCEEDINGS COMPLETED AND REQUIRING RESPONDENT CHARLES K. TOPPING TO SHOW CAUSE WHY A DEFAULT JUDGMENT SHOULD NOT BE ENTERED AGAINST HIM**

Pursuant to SEC Rule of Practice 155(a), the Division of Enforcement (“Division”) respectfully moves the Commission for entry of an order (1) deeming that service of the order instituting administrative proceedings (“OIP”) against Respondent Charles K. Topping (“Topping”) was completed on August 24, 2022; and (2) requiring Topping to show cause by February 2, 2023, why a default judgment should not be entered against him in this proceeding.

**I. Relevant Case Background**

On April 8, 2022, the Commission issued the OIP against Topping. The OIP alleges that from April 2009 through December 2015, Topping acted as an unregistered broker by soliciting investors to purchase shares of Sanomedics International Holdings Inc. and Fun Cool Free, Inc. and receiving commissions for the same.

As described in the OIP, on June 22, 2017, Topping was convicted after a jury trial of two

counts of conspiracy to commit mail and wire fraud in violation of 18 U.S.C. § 1349, nine counts of mail fraud in violation of 18 U.S.C. § 1341, and one count of wire fraud in violation of 18 U.S.C. § 1343. *United States v. Sizer, et al.*, No. 1:16-CR-20715 (S.D. Fla.). Topping was sentenced to a prison term of 113 months followed by three years of supervised release and ordered to make restitution.

## **II. The Division Has Completed Service of the OIP**

The Division has filed four Status Reports regarding service of the OIP on Topping. *See* July 27, August 24, September 21, and December 15, 2022 status reports. In its July 27 report, the Division explained that it reached out to the Federal Bureau of Prisons (“BOP”), under whose custody Topping remains, for Topping’s address. *See* BOP inmate locator for Topping attached as **Exhibit “1”**. The BOP advised that this address should be used for mail service on Topping: Residential Reentry Management Office, P.O. Box 019118, Miami, FL 33101 (“P.O. Box Address”). The Division also described in the report and its August 24 report its then-ongoing efforts to serve the OIP on Topping.

In its September 21 and December 14, 2022 reports, the Division indicated that it re-sent the OIP package on August 12, 2022 to the P.O. Box Address via (i) USPS Priority Express Mail (“Priority Express Mail”) and (ii) Certified Mail, Return Receipt Requested (“Certified Mail”). It further advised that while it had not received a receipt for the package sent via Certified Mail, the package sent via Priority Express Mail was picked up at the postal facility on August 24, 2022, and waiver of signature was exercised at the time of delivery. *See* U.S. Postal Service tracking report attached as **Exhibit “2”**.

The Division submits that Topping was served with the OIP via Priority Express Mail as described above. Rule 201 provides in relevant part:

To Individuals. Notice of a proceeding shall be made to an individual by delivering a copy of the order instituting proceedings to the individual or to an agent authorized by appointment or by law to receive such notice. *Delivery* means . . . sending a copy of the order addressed to the individual by U.S. Postal Service certified, registered or express mail and obtaining a confirmation of receipt.

*See* 17 C.F.R. 201.141(a)(2)(i). Here, the Division sent the OIP package via Priority Express Mail to Topping at the P.O. Box Address. The P.O. Box Address was provided by the BOP which retains custody over Topping. The U.S. Postal Service tracking report shows that the package was picked up at the postal facility on August 24, 2022, and waiver of signature was exercised at the time of delivery. Accordingly, the Division requests that the Commission enter an Order deeming that service of the OIP on Topping was completed on August 24, 2022.

**III. Respondent Should Be Ordered to Show Cause Why He Should Not Be Deemed in Default and This Proceeding Not Be Determined Against Him**

Rule 155(a) provides in relevant part:

A party to a proceeding may be deemed to be in default and the Commission or the hearing officer may determine the proceeding against that party upon consideration of the record, including the order instituting proceedings, the allegations of which may be deemed to be true, if that party fails:

\*\*\*

(2) To answer, to respond to a dispositive motion within the time provided, or otherwise to defend the proceeding . . . .

*See* 17 C.F.R. § 201.155(a). In discussing the appropriate procedure for issuing a Rule 155(a) default judgment, the Commission has stated:

We generally consider it a prudent practice for a law judge who is considering the issuance of a default order against a respondent to first order that respondent to show cause why a default is not warranted.

*See Vladislav Steven Zubkis*, SEC Release No. 34-51364, 2005 WL 597022, \*2 (Feb. 18, 2005 Commission Order).

Here, Topping was served with the OIP on August 24, 2022. As such and as stated in the OIP, Topping was required to file his answer within 20 days of service of the OIP, *i.e.*, by September 13, 2022. To date, Topping has not filed an answer or any response to the OIP. Accordingly, the Court should enter an order requiring Topping to show cause why he should not be deemed in default and this proceeding not be determined against him.

**IV. Conclusion**

Based on the foregoing, the Division respectfully requests that the Commission enter an Order: (1) deeming that service of the OIP on Topping was completed on August 24, 2022; and (2) requiring Topping to show cause by February 2, 2023 why he should not be deemed in default and this proceeding not determined against him.

January 12, 2023

Respectfully submitted,

**Moot,  
Stephanie**

Digitally signed by  
Moot, Stephanie  
Date: 2023.01.12  
11:10:04 -05'00'

---

Stephanie N. Moot  
Senior Trial Counsel  
Direct Line: (305) 982-6313  
[MootS@sec.gov](mailto:MootS@sec.gov)

DIVISION OF ENFORCEMENT  
SECURITIES AND EXCHANGE COMMISSION  
801 Brickell Avenue, Suite 1950  
Miami, FL 33131  
Telephone: (305) 982-6300  
Facsimile: (703) 813-9526

**CERTIFICATE OF SERVICE**

Pursuant to Rule 150 of the Commission's Rules of Practice, I hereby certify that the foregoing was filed using the eFAP system and that a true and correct copy of said filing has been served on the persons entitled to notice as indicated below on January 12, 2023.

*Via USPS Priority Express Mail and Certified Mail-RRR*

Charles K. Topping 14028-104  
RRM Miami  
Residential Reentry Office  
401 North Miami Avenue  
Miami, FL 33128

Residential Reentry Management Office  
P.O. Box 019118  
Miami, FL 33101

Moot,  
Stephanie

Digitally signed by  
Moot, Stephanie  
Date: 2023.01.12  
11:10:25 -05'00'

---

Stephanie N. Moot  
Senior Trial Counsel

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

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-20817**

<p><b>In the Matter of</b></p> <p><b>CHARLES K. TOPPING</b></p> <p><b>Respondent.</b></p>
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**INDEX OF EXHIBITS**  
**TO THE DIVISION'S MOTION FOR ORDER DEEMING SERVICE OF OIP**  
**COMPLETED AND ORDERING RESPONDENT TO SHOW CAUSE WHY DEFAULT**  
**JUDGMENT SHOULD NOT BE ENTERED AGAINST HIM**

- Exhibit 1 – Inmate Locator report from Bureau of Prison's website regarding Respondent
- Exhibit 2 – U.S. Postal Service Tracking Report regarding August 24, 2022 delivery of OIP to Topping to P.O. Box address via Priority Mail Express

# **EXHIBIT 1**

- [Home](#)
- [About Us](#)
- [Inmates](#)
- [Locations](#)
- [Careers](#)
- [Business](#)
- [Resources](#)
- [Contact Us](#)


# Find an inmate.

Locate the whereabouts of a federal inmate incarcerated from 1982 to the present. Due to the First Step Act, sentences are being reviewed and recalculated to address pending Federal Time Credit changes. As a result, an inmate's release date may not be up-to-date. Website visitors should continue to check back periodically to see if any changes have occurred.

- Find By Number
- Find By Name

First	Middle	Last	Race	Age	Sex
<input type="text" value="Charles"/>	<input type="text"/>	<input type="text" value="Topping"/>	<input type="text" value=""/>	<input type="text" value=""/>	<input type="text" value=""/>

1 Result for search **Charles Topping**, Num: **14028-104**



## CHARLES K TOPPING

Register Number: 14028-104

Age: 45

Race: White

Sex: Male

Located at: Miami RRM

Release Date: 01/15/2025

### Related Links

- [Facility Information](#)
- [Call or email](#)
- [Send mail/package](#)
- [Send money](#)
- [Visit](#)
- [Voice a concern](#)

[About the inmate locator & record availability](#)

#### About Us

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- [About Our Facilities](#)
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- [Statistics](#)

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- [First Step Act](#)
- [Communications](#)
- [Custody & Care](#)
- [Visiting](#)
- [Report a Concern](#)

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- [List of our Facilities](#)
- [Map of our Locations](#)
- [Search for a Facility](#)

#### Careers

- [Life at the BOP](#)
- [Explore Opportunities](#)
- [Current Openings](#)
- [Application Process](#)
- [Our Hiring Process](#)

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- [Acquisitions](#)
- [Solicitations & Awards](#)
- [Reentry Contracting](#)

#### Resources

- [Policy & Forms](#)
- [News Stories](#)
- [Press Releases](#)
- [Publications](#)
- [Research & Reports](#)

#### Resources For ...

- [Victims & Witnesses](#)
- [Employees](#)
- [Volunteers](#)
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- [Media Reps](#)



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# RRM MIAMI

A Residential Reentry Management (RRM) field office.

401 N MIAMI AVENUE  
MIAMI, FL 33128

Email: [CMM-CCM@bop.gov](mailto:CMM-CCM@bop.gov)  
Phone: 305-982-1181  
Fax: 305-536-4024

County: MIAMI-DADE  
Judicial Districts: Southern Florida  
Middle Florida  
Puerto Rico  
United States Virgin Islands  
Region: Southeast Region

- [How to send staff mail](#)
- [RRM Statistics](#)
- [Driving Directions](#)
- [Job Vacancies](#)

## How to send staff mail

Use this address when sending correspondence and parcels to staff:

**STAFF NAME**  
RRM Miami  
RESIDENTIAL REENTRY OFFICE  
401 N MIAMI AVENUE  
MIAMI, FL 33128

## RRM Statistics

**22 total RRM field offices are in operation nationwide.**

- [List all RRM Locations](#)
- [Map all RRM Locations](#)

**14,374 total federal offenders are managed by RRM field offices with a population breakdown that follows:**

No. of Inmates	Population Type
24	Juveniles
6,153	Home Confinement
535	Jail/Short-term
85	Long-term Boarders
7,577	Residential Reentry Centers

**OS Received 01/12/2023**

# **EXHIBIT 2**

# USPS Tracking®

[FAQs >](#)

Tracking Number:

## EI158784772US

[Remove X](#)

[Copy](#)

[Add to Informed Delivery](#)

(<https://informedelivery.usps.com/>)

### Latest Update

Your item was picked up at postal facility at 4:10 pm on August 24, 2022 in MIAMI, FL 33101. Waiver of signature was exercised at time of delivery.

Feedback

#### Delivered

**Delivered, Individual Picked Up at Postal Facility**

MIAMI, FL 33101  
August 24, 2022, 4:10 pm

#### Arrived at Post Office

MIAMI, FL 33101  
August 24, 2022, 7:38 am

#### Departed USPS Regional Facility

MIAMI FL DISTRIBUTION CENTER  
August 24, 2022, 1:54 am

#### Arrived at USPS Regional Facility

MIAMI FL DISTRIBUTION CENTER  
August 23, 2022, 10:13 pm

#### Departed Post Office

HOLLYWOOD, FL 33027  
August 23, 2022, 7:49 pm

#### USPS in possession of item

HOLLYWOOD, FL 33027

OS Received: 01/12/2023

August 23, 2022, 4:54 pm



Hide Tracking History

Text & Email Updates



Proof of Delivery



USPS Tracking Plus®



Product Information



See Less ^

Track Another Package

Enter tracking or barcode numbers

Feedback

## Need More Help?

Contact USPS Tracking support for further assistance.

FAQs

# PRIORITY MAIL EXPRESS<sup>®</sup>

**PRIORITY MAIL** ★  
 UNITED STATES POSTAL SERVICE<sup>®</sup>  
 VISIT US AT USPS.COM<sup>®</sup>  
 ORDER FREE SUPPLIES ONLINE

FROM: *Lorraine Landau  
 for Stephanie Moot, Esq.  
 801 Brickell Avenue  
 Suite 1950  
 Miami, FL 33131*

TO: *Charles K. Topping  
 Register No. 14628-104  
 Residential Reentry Mgmt.  
 Office Room 1111  
 P.O. Box 9118  
 Miami, FL 33131*

GUARANTEED<sup>®</sup> TRACKED<sup>®</sup>

Weight is 70 lbs. For international shipments, the maximum weight is 20 lbs.

UNITED STATES POSTAL SERVICE



EI 158 784 772 US



**PRIORITY MAIL EXPRESS<sup>®</sup>**

CUSTOMER USE ONLY  
 FROM: (PLEASE PRINT) PHONE ( )  
*Lorraine Landau for S. Moot  
 SEC  
 801 Brickell Ave #1950  
 Miami FL 33131*

DELIVERY OPTIONS (Customer Use Only)  
 SIGNATURE REQUIRED Note: The mailer must check the "Signature Required" box if the mailer: 1) Requires the addressee's signature; OR 2) Purchases additional insurance; OR 3) Purchases COD service; OR 4) Purchases Return Receipt service. If the box is not checked, the Postal Service will leave the item in the addressee's mail receptacle or other secure location without attempting to obtain the addressee's signature on delivery.  
 Delivery Options  
 No Saturday Delivery (delivered next business day)  
 Sunday/Holiday Delivery Required (additional fee, where available)  
 \*Refer to USPS.com<sup>®</sup> or local Post Office<sup>™</sup> for availability.

TO: (PLEASE PRINT) PHONE ( )  
*Charles K. Topping  
 Register No. 14628-104  
 Residential Reentry Mgmt. Office  
 P.O. Box 019118  
 Miami, FL  
 ZIP + 4<sup>®</sup> (U.S. ADDRESSES ONLY)  
 33101*

■ For pickup or USPS Tracking<sup>™</sup>, visit USPS.com or call 800-222-1811.  
 ■ \$100.00 insurance included.

PEEL FROM THIS CORNER



MIRAMAR  
 14900 SW 30TH ST  
 MIRAMAR, FL 33027-9997  
 (800)275-8777

08/23/2022 04:56 PM

Product	Qty	Unit Price	Price
PM Express 1-Day Flat Rate Env	1		\$26.95
Miami, FL 33101			
Flat Rate Signature Waiver			
Scheduled Delivery Date			
Wed 08/24/2022 06:00 PM			
Money Back Guarantee			
Tracking #:			
EI158784772US			
Insurance			\$0.00
Up to \$100.00 included			
<b>Total</b>			<b>\$26.95</b>
<b>Grand Total:</b>			<b>\$26.95</b>
Credit Card Remit			\$26.95

Card Name: MasterCard  
 Account #: XXXXXXXXXXXXX3654  
 Approval #: 08314Z  
 Transaction #: 360  
 AID: A0000000041010 Contactless  
 A.: MASTERCARD  
 MASTERCARD



MIAMI  
REGIONAL OFFICE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
801 BRICKELL AVENUE, SUITE 1950  
MIAMI, FLORIDA 33131

Lalaine A. Landau  
Email: LandauL@sec.gov  
(305) 416-6245 Direct Dial  
(703) 813-9526 Direct Fax

August 12, 2022

Via USPS Priority Express Mail and Certified Mail-RRR

Mr. Charles K. Topping – Register No. 14028-104  
Residential Reentry Management Office  
P.O. Box 019118  
Miami, FL 33101

Re: In the Matter of Charles K. Topping, Administrative Proceeding File No. 3-20817

Mr. Topping,

Enclosed please find a copy of the Order Instituting Administrative Proceedings In the Matter of Charles K. Topping. Please confirm receipt of the Order by affixing your signature in the space indicated below and returning a copy of this letter to me in the enclosed self-addressed, prepaid envelope.

Thank you.

Sincerely,

*s/ Lalaine A. Landau*

Senior Paralegal

cc: Stephanie N. Moot, Esq.

RECEIVED BY: \_\_\_\_\_ DATE: \_\_\_\_\_  
Charles K. Topping

OS Received 01/12/2023



OFFICE OF  
THE SECRETARY

UNITED STATES  
**SECURITIES AND EXCHANGE COMMISSION**  
100 F Street, N.E.  
Washington, D.C. 20549

Re: In the Matter of Charles K. Topping

Please find enclosed the Order issued by the Securities and Exchange Commission in the above-referenced matter.

Your attention is directed to Section III of the Order, which requires, among other things, that an answer be filed pursuant to Rule 220 of the Commission's Rules of Practice. The Commission's Rules of Practice include requirements for filing answers, notice of appearance, and other actions. The Rules of Practice can be found at <http://www.sec.gov/about/rulesofpractice.shtml>.

If you have any questions or wish to discuss any aspect of the proceedings, you may communicate with the Division of Enforcement attorney appearing on the service list attached to the enclosed Order.

A handwritten signature in cursive script that reads "Vanessa A. Countryman".

Vanessa A. Countryman  
Secretary

Enclosure

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 94661 / April 8, 2022**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-20817**

**In the Matter of**

**CHARLES K. TOPPING,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDINGS PURSUANT TO SECTION  
15(b) 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 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Charles K. Topping (“Respondent”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A. RESPONDENT**

1. From April 2009 through December 2015, Respondent acted as an unregistered broker by directly soliciting investors to purchase shares of Sanomedics International Holdings Inc. (“Sanomedics”) and Fun Cool Free, Inc. (“FCF”) stock and received commissions, from a telephone sales room located in Miami Lakes, Florida. Sanomedics and FCF were penny stocks. Respondent, 44 years old and a former resident of North Bay Village, Florida, is currently incarcerated in a federal detention facility in Montgomery, Alabama.



B. RESPONDENT'S CRIMINAL CONVICTION

2. On September 22, 2016, Respondent was indicted on two counts of conspiracy to commit mail and wire fraud in violation of Title 18, United States Code, Section 1349, nine counts of mail fraud in violation of Title 18, United States Code, Section 1341, and one count of wire fraud in violation of Title 18, United States Code, Section 1343. On June 22, 2017, after a jury trial, Respondent was convicted of two counts of conspiracy to commit mail and wire fraud in violation of Title 18, United States Code, Section 1349, nine counts of mail fraud in violation of Title 18, United States Code, Section 1341, and one count of wire fraud in violation of Title 18, United States Code, Section 1343 before the United States District Court for the Southern District of Florida, in *United States v. Sizer, et al.*, Case No. 1:16-CR-20715. Respondent was sentenced to a prison term of 113 months followed by three years of supervised release and ordered to make restitution in the amount of \$22,456,000.

3. The counts of the indictment of which Respondent was convicted alleged, among other things, that Respondent knowingly devised and intended to devise a scheme and artifice to defraud others and obtain money and property by means of materially false and fraudulent pretenses, representations and promises, and that he knowingly transmitted and caused to be transmitted mail matter and wire communications in furtherance of the scheme.

4. From April 2009 through August 2015, Respondent acted as an unregistered broker offering and selling securities in Sanomedics to individual investors. Using the alias Charlie Kenn, Respondent made false and fraudulent statements to investors regarding Sanomedics including falsely stating that he was an employee of Sanomedics and that for a limited time only, a "limited number" of shares of Sanomedics stock were available to them at a steep discount; no commissions or fees would be charged to investors; Sanomedics was a "safe investment," "profitable investment," and one where "you won't lose money;" Respondent was an executive at Sanomedics with vast personal wealth; Sanomedics' largest shareholder and board member was the former Chief Executive Officer of Apple Inc. and president of PepsiCo; a television personality known as "the Dog Whisperer" would soon become a spokesperson for Sanomedics' pet thermometer; Sanomedics was developing contracts to sell non-contact thermometers to emergency rooms, telehealth providers, the military, the Transportation Security Administration, and purchasing its own emergency rooms; Sanomedics would be trading on NASDAQ within weeks; and failed to disclose resale restrictions on Sanomedics shares.

5. Additionally, from August 2014 through December 2015, Respondent acted as an unregistered broker offering and selling securities in FCF to individual investors. Using the alias Charlie Kenn, Respondent made false and fraudulent statements to investors regarding FCF including falsely stating that he was an employee of FCF and providing investors a unique opportunity to purchase a "limited number of shares" at a pre-IPO discount; no commissions or fees would be charged to investors; the safety of the investment was guaranteed, or investors would receive their money back; Respondent was an executive at FCF with vast personal wealth who could grant investors access to newly available stock; FCF's largest investor and board member was the former Chief Executive Officer of Apple Inc. and president of PepsiCo; FCF would conduct an Initial Public Offering within a couple of weeks or a month; and failed to disclose

resale restrictions on FCF shares. Respondent received \$1,207,000 in undisclosed commissions for the sale of Sanomedics and FCF stock.

### 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 15(b) 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, 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.

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 service of paper copies, service to the Division of Enforcement of all opinions, orders, and decisions described in Rule 141, 17 C.F.R. § 201.141, and all papers described in Rule 150(a), 17 C.F.R. § 201.150(a), in these proceedings shall be by email to the attorneys who enter an appearance on behalf of the Division, and not by paper service.

Attention is called to Rule 151(a), (b) and (c) of the Commission's Rules of Practice, 17 C.F.R. § 201.151(a), (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 electronically in administrative proceedings using the Commission's Electronic Filings in Administrative Proceedings (eFAP) system access through the Commission's website, [www.sec.gov](http://www.sec.gov), at <http://www.sec.gov/eFAP>. Respondent also must serve and accept service of documents electronically. All motions, objections, or applications will be decided by the Commission.

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 75-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



**BY: Eduardo A. Aleman**  
**Deputy Secretary**

Service List

Rule 141 of the Commission's Rules of Practice provides that the Secretary, or another duly authorized officer of the Commission, shall serve a copy of the Order Instituting Administrative Proceedings ("Order"), on the Respondent and their legal agent.

The attached Order has been sent to the following parties and other persons entitled to notice:

Stephanie N. Moot, Esq.  
Miami Regional Office  
Securities and Exchange Commission  
801 Brickell Avenue, Suite 1950  
Miami, FL, 33131-4901  
(305) 982-6313  
moots@sec.gov

CERTIFIED MAIL  
Mr. Charles K. Topping 14028-104  
RRM Miami  
Residential Reentry Office  
401 North Miami Avenue  
Miami, Florida 33128-1830