

UNITED STATES OF AMERICA  
before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 87530 / November 13, 2019

Admin. Proc. File No. 3-19265

In the Matter of  
  
AMERICAN SMOOTH WAVE VENTURES, INC.

ORDER TO SHOW CAUSE

The Securities and Exchange Commission (“Commission”) issued an order instituting administrative proceedings (“OIP”) on July 23, 2019, pursuant to Section 12(j) of the Securities Exchange Act of 1934, against American Smooth Wave Ventures, Inc.<sup>1</sup>

On August 19, 2019, the Division of Enforcement filed the Declaration of Gina Joyce, which stated that service of the OIP was made on the registered agent of American Smooth Wave Ventures, an administratively dissolved Iowa corporation, on August 1, 2019.<sup>2</sup> On November 7, 2019, the Division filed a motion requesting that the Commission find American Smooth Wave Ventures, Inc., in default for not filing an answer to the OIP and that it revoke the registration of each class of its securities based on the record and the allegations in the OIP.

As stated in the OIP, American Smooth Wave Ventures’ answer was required to be filed within ten days of service of the OIP.<sup>3</sup> As of the date of this order, American Smooth Wave Ventures has not filed an answer. The prehearing conference and the hearing are thus continued indefinitely.

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<sup>1</sup> *Am. Smooth Wave Ventures, Inc.*, Exchange Act Release No. 86445, 2019 WL 3385947 (July 23, 2019).

<sup>2</sup> *See* Iowa Code § 490.1421(4) (stating that “[t]he administrative dissolution of a corporation does not terminate the authority of its registered agent.”); Iowa Code § 490.1421(3) (“A corporation administratively dissolved continues its corporate existence . . .”).

<sup>3</sup> *Am. Smooth Wave Ventures*, 2019 WL 3385947, at \*2.

Accordingly, American Smooth Wave Ventures is ORDERED to SHOW CAUSE by November 27, 2019, why the registration of its securities should not be revoked by default due to its failure to file an answer and to otherwise defend this proceeding. When a party defaults, the allegations in the OIP will be deemed to be true and the Commission may determine the proceeding against that party upon consideration of the record without holding a public hearing.

If American Smooth Wave Ventures fails to respond to this order to show cause, it may be deemed in default, the proceeding may be determined against it, and the registration of its securities may be revoked.<sup>4</sup> Upon review of the filings in response to this order, the Commission will either direct further proceedings by subsequent order or issue a final order resolving the matter.

For the Commission, by the Office of the General Counsel, pursuant to delegated authority.

Vanessa A. Countryman  
Secretary

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<sup>4</sup> Rules of Practice 155, 180, 17 C.F.R. §§ 201.155, .180; *see Am. Smooth Wave Ventures*, 2019 WL 3385947, at \*2 (“If Respondent fails to file the directed Answer, . . . [it] may be deemed in default and the proceedings may be determined against [it] . . .”).