

UNITED STATES OF AMERICA  
before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 90463 / November 19, 2020

Admin. Proc. File No. 3-19451

In the Matter of  
  
AMERICAN RETIREMENT VILLAS PROPERTIES AND  
MCY.COM, INC.

ORDER TO SHOW CAUSE

The Securities and Exchange Commission (“Commission”) issued an Order Instituting Proceedings (“OIP”) on September 13, 2019, pursuant to Section 12(j) of the Securities Exchange Act of 1934, against respondents American Retirement Villas Properties and MCY.com, Inc. (collectively, “Respondents”).<sup>1</sup>

On October 29, 2019, the Division of Enforcement filed a motion for an order entering a default against Respondents and revoking the registration of their securities. The motion included a Declaration of Charles Davis, which stated that, pursuant to Rule 141(a)(2)(ii) of the Commission’s Rules of Practice, service of the OIP was made on American Retirement Villas Properties on September 20, 2019 and service of the OIP was made on MCY.com, Inc. on October 3, 2019.<sup>2</sup>

As stated in the OIP, Respondents’ answers were required to be filed within ten days of service of the OIP.<sup>3</sup> As of the date of this order, Respondents have not filed answers. The prehearing conference and the hearing are thus continued indefinitely.

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<sup>1</sup> *Am. Retirement Villas Props.*, Exchange Act Release No. 86967, 2019 WL 4464028 (Sept. 13, 2019).

<sup>2</sup> 17 C.F.R. § 201.141(a)(2)(ii), .141(a)(2)(iv); *see Water Splash, Inc. v. Menon*, 137 S. Ct. 1504, 1513 & n.7 (2017) (holding that “in cases governed by the Hague Service Convention, service by mail is permissible if two conditions are met: first, the receiving state has not objected to service by mail; and second, service by mail is authorized under otherwise-applicable law” and noting that Canada does not object to service by mail).

<sup>3</sup> Rules of Practice 151(a), 160(b), 220(b), 17 C.F.R. §§ 201.151(a), .160(b), .220(b).

Accordingly, Respondents are ORDERED to SHOW CAUSE by December 3, 2020, why the registrations of their securities should not be revoked by default due to their failures 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 Respondents fail to respond to this order to show cause, they may be deemed in default, the proceeding may be determined against them, and their 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.

The parties' attention is called to the Commission's March 18, 2020 order regarding the filing and service of papers and stating that pending further order of the Commission parties to the extent possible shall submit all filings electronically at [apfilings@sec.gov](mailto:apfilings@sec.gov).<sup>5</sup>

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. Retirement Villas Props.*, 2019 WL 4464028, at \*2 (“If Respondents fail to file the directed Answers, . . . [they] may be deemed in default and the proceedings may be determined against them . . .”).

<sup>5</sup> *See Pending Administrative Proceedings*, Exchange Act Release No. 88415, <https://www.sec.gov/litigation/opinions/2020/33-10767.pdf>.