

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

August 5, 2019

In the Matter of

**American Rare Earths and Materials, Corp.,
PureSafe Water Systems, Inc., and
SpendSmart Networks, Inc.,**

File No. 500-1

**ORDER OF SUSPENSION OF
TRADING**

It appears to the Securities and Exchange Commission (“Commission”) that there is a lack of current and accurate information concerning the securities of American Rare Earths and Materials, Corp. (“AREM¹”) (CIK No. 797662), a revoked Nevada corporation located in Toronto, Ontario, Canada with a class of securities registered with the Commission pursuant to Securities Exchange Act of 1934 (“Exchange Act”) Section 12(g) because it is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended March 31, 2012. On May 24, 2018, the Commission’s Division of Corporation Finance (“Corporation Finance”) sent a delinquency letter to AREM requesting compliance with its periodic filing requirements, but AREM did not receive the delinquency letter due to its failure to maintain a valid address on file with the Commission as required by Commission rules (Rule 301 of Regulation S-T, 17 C.F.R. § 232.301, and Section 5.4 of EDGAR Filer Manual). As of July 17, 2019, the common stock of AREM was quoted on OTC Link operated by OTC Markets Group Inc. (formerly “Pink Sheets”) (“OTC Link”), had seven market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

¹ The short form of each issuer’s name is also its stock symbol.

It appears to the Commission that there is a lack of current and accurate information concerning the securities of PureSafe Water Systems, Inc. (“PSWS”) (CIK No. 764839), a void Delaware corporation located in New York, New York with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g) because it is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended September 30, 2015. On July 30, 2018, Corporation Finance sent a delinquency letter to PSWS requesting compliance with its periodic filing requirements, which was delivered. As of July 17, 2019, the common stock of PSWS was quoted on OTC Link, had six market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

It appears to the Commission that there is a lack of current and accurate information concerning the securities of SpendSmart Networks, Inc. (“SSPC”) (CIK No. 1062273), a delinquent Delaware corporation located in San Luis Obispo, California with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g) because it is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-Q for the period ended March 31, 2017. On April 23, 2019, Corporation Finance sent a delinquency letter to SSPC requesting compliance with its periodic filing requirements, but SSPC did not receive the delinquency letter due to its failure to maintain a valid address on file with the Commission as required by Commission rules (Rule 301 of Regulation S-T, 17 C.F.R. § 232.301, and Section 5.4 of EDGAR Filer Manual). As of July 17, 2019, the common stock of SSPC was quoted on OTC Link, had six market makers, and was eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed companies. Therefore, it is

ordered, pursuant to Section 12(k) of the Exchange Act, that trading in the securities of the above-listed companies is suspended for the period from 9:30 a.m. EDT on August 6, 2019, through 11:59 p.m. EDT on August 19, 2019.

By the Commission.

Vanessa A. Countryman
Secretary