

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**  
**June 17, 2022**

**SECURITIES ACT OF 1933**  
**Release No. 11074 / June 17, 2022**

**In the Matter of**  
  
**American CryptoFed DAO LLC**  
  
**File No. 333-259603**

**ORDER DENYING**  
**WITHDRAWAL OF**  
**REGISTRATION STATEMENT**  
**UNDER THE SECURITIES ACT**  
**OF 1933**

1. American CryptoFed DAO LLC (“American CryptoFed”) filed a Form S-1 registration statement with the Commission on September 17, 2021, File No. 333-259603 (the “Registration Statement”). The Registration Statement is still pending. The Registration Statement was filed to register the offer and sale of two crypto assets, the Ducat token and the Locke token.

2. On November 9, 2021, the Commission issued an order pursuant to Section 8(e) of the Securities Act of 1933 (“Securities Act”) authorizing the making of an examination to determine whether a stop order should be issued against the Registration Statement pursuant to Section 8(d) of the Securities Act.

3. On May 30, 2022, American CryptoFed informed Commission staff that in July 2022 it would “proceed with implementing its business plan as described in . . . the Form S1 [sic]” and begin distributing Locke tokens despite the Form S-1 not yet being effective.

4. On June 6, 2022, American CryptoFed filed an application to withdraw the Registration Statement pursuant to Rule 477 of Regulation C of the Commission’s General Rules and Regulations under the Securities Act, 17 CFR 230.477.

5. After considering American CryptoFed’s application and the ongoing examination, the Commission has determined that the granting of the withdrawal request is not consistent with the public interest and the protection of investors.

Accordingly, it is hereby:

ORDERED that American CryptoFed's application to withdraw its Registration Statement on Form S-1 filed September 17, 2021, is denied in accordance with Rule 477.

By the Commission.

Vanessa A. Countryman  
Secretary