

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 58663 / September 26, 2008**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13241**

**In the Matter of**  
  
**Mitchell Steinberg,**  
  
**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 15(b) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934,**  
**MAKING FINDINGS, AND IMPOSING**  
**REMEDIAL SANCTIONS**

**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 Mitchell Steinberg (“Respondent” or “Steinberg”).

**II.**

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission’s jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III.4 below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions (“Order”), as set forth below.

### III.

On the basis of this Order and Respondent's Offer, the Commission finds that:

1. Steinberg, age 48, a resident of Boca Raton, Florida, was the chairman and chief operating officer of Millennium National Events, Inc. ("Millennium").
2. At all relevant times, Millennium was a Florida corporation purportedly headquartered in Delray Beach, Florida. Millennium's common stock was publicly traded in the Pink Sheets published by the National Quotations Bureau, Inc.
3. Steinberg participated in an offering of Millennium's stock, which is a penny stock.
4. On September 26, 2006, Steinberg pleaded guilty to one count of conspiracy in violation of Title 18 United States Code § 371 before the United States District Court for the Southern District of New York in U.S. v. Steinberg, Crim. Information No. 1:06-CR-852 (JGK).
5. The criminal information to which Steinberg pleaded guilty alleged, *inter alia*, that from at least in or about October 2004 through in or about April 2005, Steinberg defrauded investors by artificially manipulating the market for Millennium's stock. The information alleged that in engaging in the foregoing conduct Steinberg created materially false and misleading press releases concerning Millennium and caused them to be published for the purpose of fraudulently increasing the price of Millennium's stock to defraud the investing public, and that in connection with the foregoing, Steinberg used the means and instrumentalities of interstate commerce, the mails, and the facilities of national securities exchanges.

### IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions agreed to in Respondent Steinberg's Offer.

Accordingly, it is hereby ORDERED:

Pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Steinberg be, and hereby is barred from participating in any offering of a penny stock, including: acting as a promoter,

finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

By the Commission.

Florence E. Harmon  
Acting Secretary