

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 60792 / October 6, 2009

ACCOUNTING AND AUDITING ENFORCEMENT
Release No. 3056 / October 6, 2009

ADMINISTRATIVE PROCEEDING
File No. 3-13640

	:	
	:	
	:	
In the Matter of	:	ORDER INSTITUTING ADMINISTRATIVE
	:	PROCEEDINGS PURSUANT TO RULE
MICHAEL J. MOORE, CPA	:	102(e) OF THE COMMISSION’S RULES OF
AND MOORE & ASSOCIATES	:	PRACTICE, MAKING FINDINGS, AND
CHARTERED,	:	IMPOSING REMEDIAL SANCTIONS
	:	
Respondents	:	
	:	

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted against Michael J. Moore (“Moore”) and Moore & Associates Chartered (“M&A”) (“Respondents”) pursuant to Rule 102(e)(3)(i) of the Commission’s Rules of Practice.¹

II.

In anticipation of the institution of these proceedings, Respondents have submitted an Offer of Settlement (the “Offer”) which the Commission has determined to accept. Solely for the

¹ Rule 102(e)(3)(i) provides, in relevant part, that:

The Commission, with due regard to the public interest and without preliminary hearing, may, by order, . . . suspend from appearing or practicing before it any . . . accountant . . . who has been by name . . . permanently enjoined by any court of competent jurisdiction, by reason of his or her misconduct in an action brought by the Commission, from violating or aiding and abetting the violation of any provision of the Federal securities laws or of the rules and regulations thereunder.

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 them and the subject matter of these proceedings, and the findings contained in Section III.3. below, which are admitted, Respondents consent to the entry of this Order Instituting Administrative Proceedings Pursuant to Rule 102(e) of the Commission's Rules of Practice, 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. Michael J. Moore, age 55, is a resident of Las Vegas, Nevada. Moore is a certified public accountant, currently licensed in Texas (1984 to 1994 and 2000 to present) and Nevada (2000 to present). Moore is the president and majority owner of Moore & Associates Chartered ("M&A"). Moore was M&A's only CPA from its inception through 2008 and the auditor with final responsibility for all M&A audits during those years.

2. M&A is a Nevada corporation and public accounting firm headquartered in Las Vegas, Nevada. M&A is registered with the Public Company Accounting Oversight Board ("PCAOB").

3. On August 27, 2009, the Commission filed a complaint against Moore and M&A in SEC v. Michael J. Moore, et al., Civil Action No. 2:09-cv-01637-LDG-GWF, in the United States District Court for the District of Nevada. On September 25, 2009, the court entered an order permanently enjoining Moore and M&A, by consent, from future violations of Sections 10(b), 10A(a)(1) and 10A(b)(1) of the Securities Exchange Act of 1934 ("Exchange Act") [15 U.S.C. §§ 78j(b), 78j-1(a)(1), and 78j-1(b)(1)] and Rule 10b-5 thereunder [17 C.F.R. § 240.10b-5], and Regulation S-X Rules 2-02(b)(1) and 2-06 [17 C.F.R. §§ 210.2-02(b)(1) and 210.2-06]. Moore and M&A were ordered to pay jointly and severally disgorgement of \$179,750.00 and prejudgment interest of \$10,151.59 for a total of \$189,901.59. Moore was also ordered to pay a civil money penalty of \$130,000.00.

4. The Commission's complaint alleged, among other things, that Moore and M&A issued unqualified audit reports in connection with its audits of Ethos Environmental, Inc. (2007-2008); Tombstone Exploration Corporation (2006-2007); Studio One Media, Inc. (2006-2008); Biocoral, Inc. (2005-2007); Centergistic Solutions, Inc. (2006-2007); and Standard Drilling, Inc. (2006-2008) that falsely stated that their audits were conducted in accordance with PCAOB Standards and that the entities' financial statements were fairly presented in accordance with U.S. Generally Accepted Accounting Principles. The complaint further alleged that, contrary to the representation in the audit reports, Moore and M&A's audits failed to meet numerous PCAOB Standards and were so deficient that they amounted to no audits at all. Among other things, Moore and M&A's employees lacked adequate technical training and proficiency as auditors, and Moore and M&A failed to train or supervise these employees; the audits were not properly planned; and Moore and M&A failed to obtain sufficient competent

evidential matter to afford a reasonable basis for an opinion regarding the financial statements under audit or to perform any meaningful audit procedures, even when there were red flags that the financial statements were materially misstated. The complaint further alleged that Moore and M&A improperly modified audit documentation. By their conduct, Moore and M&A violated Sections 10(b), 10A(a)(1), and 10A(b)(1) of the Exchange Act and Rule 10b-5 thereunder, and Regulation S-X Rules 2-02(b)(1) and 2-06.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanction agreed to in Respondents' Offer.

Accordingly, it is hereby ORDERED, effective immediately, that Respondents are suspended from appearing or practicing before the Commission as accountants.

By the Commission.

Elizabeth M. Murphy
Secretary