

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 61484 / February 3, 2010**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-13775**

**In the Matter of**  
  
**Tostel Corp.,**  
  
**Respondent.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**AND NOTICE OF HEARING**  
**PURSUANT TO SECTION 12(j) OF**  
**THE SECURITIES EXCHANGE ACT**  
**OF 1934**

**I.**

The Securities and Exchange Commission (“Commission”) deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 (“Exchange Act”) against Respondent Tostel Corp.

**II.**

After an investigation, the Division of Enforcement alleges that:

**A. RESPONDENT**

1. Tostel Corp. (CIK No. 721309) is a dissolved Colorado corporation located in New York, New York with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). Tostel is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 10-QSB for the period ended December 31, 1995, which reported a net loss of \$181,001 for the prior three months. As of February 2, 2010, the company’s stock (symbol “TSTLF”) was traded on the over-the-counter markets.

## B. DELINQUENT PERIODIC FILINGS

2. As discussed in more detail above, the Respondent is delinquent in its periodic filings with the Commission (*see* Chart of Delinquent Filings, attached hereto as Appendix 1), has repeatedly failed to meet its obligations to file timely periodic reports, and failed to heed delinquency letters sent to it by the Division of Corporation Finance requesting compliance with their periodic filing obligations or, through its failure to maintain a valid address on file with the Commission as required by Commission rules, did not receive such letters.

3. Exchange Act Section 13(a) and the rules promulgated thereunder require issuers of securities registered pursuant to Exchange Act Section 12 to file with the Commission current and accurate information in periodic reports, even if the registration is voluntary under Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports and Rule 13a-13 requires domestic issuers to file quarterly reports.

4. As a result of the foregoing, Respondent failed to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder.

### III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate for the protection of investors that public administrative proceedings be instituted to determine:

A. Whether the allegations contained in Section II are true and, in connection therewith, to afford the Respondent an opportunity to establish any defenses to such allegations; and,

B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months, or revoke the registration of each class of securities of the Respondent identified in Section II registered pursuant to Section 12 of the Exchange Act.

### IV.

IT IS HEREBY ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice [17 C.F.R. § 201.110].

IT IS HEREBY FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220(b) of the Commission's Rules of Practice [17 C.F.R. § 201.220(b)].

If Respondent fails to file the directed Answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against it upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f), and 310 of the Commission's Rules of Practice [17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f), and 201.310].

This Order shall be served forthwith upon Respondent personally or by certified, registered, or Express Mail, or by other means of verifiable delivery.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Elizabeth M. Murphy  
Secretary

Attachment

## Appendix 1

### Chart of Delinquent Filings *Tostel Corp.*

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
<b><i>Tostel Corp.</i></b>					
	<i>10-QSB</i>	03/31/96	5/15/96	Not filed	165
	<i>10-KSB</i>	06/30/96	9/30/96	Not filed	161
	<i>10-QSB</i>	09/30/96	11/14/96	Not filed	159
	<i>10-QSB</i>	12/31/96	2/14/97	Not filed	156
	<i>10-QSB</i>	03/31/97	5/15/97	Not filed	153
	<i>10-KSB</i>	06/30/97	9/29/97	Not filed	149
	<i>10-QSB</i>	09/30/97	11/14/97	Not filed	147
	<i>10-QSB</i>	12/31/97	2/17/98	Not filed	144
	<i>10-QSB</i>	03/31/98	5/15/98	Not filed	141
	<i>10-KSB</i>	06/30/98	9/28/98	Not filed	137
	<i>10-QSB</i>	09/30/98	11/16/98	Not filed	135
	<i>10-QSB</i>	12/31/98	2/16/99	Not filed	132
	<i>10-QSB</i>	03/31/99	5/17/99	Not filed	129
	<i>10-KSB</i>	06/30/99	9/28/99	Not filed	125
	<i>10-QSB</i>	09/30/99	11/15/99	Not filed	123
	<i>10-QSB</i>	12/31/99	2/14/00	Not filed	120
	<i>10-QSB</i>	03/31/00	5/15/00	Not filed	117
	<i>10-KSB</i>	06/30/00	9/28/00	Not filed	113
	<i>10-QSB</i>	09/30/00	11/14/00	Not filed	111
	<i>10-QSB</i>	12/31/00	2/14/01	Not filed	108
	<i>10-QSB</i>	03/31/01	5/15/01	Not filed	105
	<i>10-KSB</i>	06/30/01	9/28/01	Not filed	101
	<i>10-QSB</i>	09/30/01	11/14/01	Not filed	99
	<i>10-QSB</i>	12/31/01	2/14/02	Not filed	96
	<i>10-QSB</i>	03/31/02	5/15/02	Not filed	93
	<i>10-KSB</i>	06/30/02	9/30/02	Not filed	89
	<i>10-QSB</i>	09/30/02	11/14/02	Not filed	87
	<i>10-QSB</i>	12/31/02	2/14/03	Not filed	84
	<i>10-QSB</i>	03/31/03	5/15/03	Not filed	81
	<i>10-KSB</i>	06/30/03	9/29/03	Not filed	77
	<i>10-QSB</i>	09/30/03	11/14/03	Not filed	75
	<i>10-QSB</i>	12/31/03	2/17/04	Not filed	72
	<i>10-QSB</i>	03/31/04	5/17/04	Not filed	69
	<i>10-KSB</i>	06/30/04	9/28/04	Not filed	65
	<i>10-QSB</i>	09/30/04	11/15/04	Not filed	63
	<i>10-QSB</i>	12/31/04	2/14/05	Not filed	60

Company Name	Form Type	Period Ended	Due Date	Date Received	Months Delinquent (rounded up)
	<i>10-QSB</i>	03/31/05	5/16/05	Not filed	57
	<i>10-KSB</i>	06/30/05	9/28/05	Not filed	53
	<i>10-QSB</i>	09/30/05	11/14/05	Not filed	51
	<i>10-QSB</i>	12/31/05	2/14/06	Not filed	48
	<i>10-QSB</i>	03/31/06	5/15/06	Not filed	45
	<i>10-KSB</i>	06/30/06	9/28/06	Not filed	41
	<i>10-QSB</i>	09/30/06	11/14/06	Not filed	39
	<i>10-QSB</i>	12/31/06	2/14/07	Not filed	36
	<i>10-QSB</i>	03/31/07	5/15/07	Not filed	33
	<i>10-KSB</i>	06/30/07	9/28/07	Not filed	29
	<i>10-QSB</i>	09/30/07	11/14/07	Not filed	27
	<i>10-QSB</i>	12/31/07	2/14/08	Not filed	24
	<i>10-QSB</i>	03/31/08	5/15/08	Not filed	21
	<i>10-KSB</i>	06/30/08	9/29/08	Not filed	17
	<i>10-Q<sup>1</sup></i>	09/30/08	11/14/08	Not filed	15
	<i>10-Q<sup>1</sup></i>	12/31/08	2/17/09	Not filed	12
	<i>10-Q<sup>1</sup></i>	03/31/09	05/15/09	Not filed	9
	<i>10-K<sup>1</sup></i>	06/30/09	09/28/09	Not filed	5
	<i>10-Q<sup>1</sup></i>	09/30/09	11/16/09	Not filed	3
<b>Total Filings Delinquent</b>	<b>55</b>				

<sup>1</sup>Regulation S-B and its accompanying forms, including Forms 10-QSB and 10-KSB, are in the process of being removed from the federal securities laws. See Release No. 34-56994 (Dec. 19, 2007). The removal is taking effect over a transition period that will conclude on March 15, 2009, so by that date, all reporting companies that previously filed their periodic reports on Forms 10-QSB and 10-KSB will be required to use Forms 10-Q and 10-K instead. Forms 10-QSB and 10-KSB will no longer be available, though issuers that meet the definition of a “smaller reporting company” (generally, a company that has less than \$75 million in public equity float as of the end of its most recently completed second fiscal quarter) will have the option of using new, scaled disclosure requirements that Regulation S-K now includes.