

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 78924 / September 23, 2016

ADMINISTRATIVE PROCEEDING
File No. 3-17571

In the Matter of

Matthew T. Mellon, II,

Respondent.

**ORDER INSTITUTING CEASE-
AND-DESIST PROCEEDINGS
PURSUANT TO SECTION 21C OF THE
SECURITIES EXCHANGE ACT OF 1934
AND NOTICE OF HEARING**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that cease-and-desist proceedings be, and hereby are, instituted against Matthew T. Mellon, II (“Respondent” or “Mellon”) pursuant to Section 21C of the Securities Exchange Act of 1934 (“Exchange Act”).

II.

After an investigation, the Division of Enforcement alleges that:

Summary

1. These proceedings arise out of violations of the beneficial ownership reporting requirements of the federal securities laws.

2. While subject to the reporting requirements of Section 16(a) of the Exchange Act as a director of Medient Studios, Inc. (“Medient”), Mellon violated Section 16(a) on multiple occasions by failing to file timely reports of his ownership of and transactions in Medient securities.

Respondent

3. Mellon, age 51, is a resident of New York, New York. Mellon is an experienced businessman who is the former Chairman of the New York Republican Party Finance Committee. He is a graduate of the University of Pennsylvania’s undergraduate Wharton School

of Business and currently serves as an advisor for a digital currency company called Ripple Labs, Inc. He has founded numerous prior businesses in the digital currency, telecommunications, and fashion industries, and he currently serves as the Chairman of the Chamber of Digital Commerce. From approximately November 5, 2012 through approximately January 24, 2014, Mellon was a member of Medient's board of directors.

Issuer

4. Medient, a/k/a Moon River Studios, Inc., is a Nevada corporation with its principal place of business in Georgia. Medient's common stock is (and, at all relevant times, has been) registered with the Commission under Section 12(g) of the Exchange Act.

5. Medient's securities were quoted on the OTC Link (previously, "Pink Sheets") (operated by OTC Markets Group, Inc.) until the Commission suspended trading in Medient's securities on June 25, 2014. After the trading suspension, Medient ceased being quoted on the OTC Link; however, it continues to trade on the grey market. Medient's ticker symbol is (and, at all relevant times, has been) "MDNT."

Applicable Law

6. Section 16(a) of the Exchange Act and the rules promulgated thereunder apply to every person who is the beneficial owner of more than 10% of any class of any equity security registered pursuant to Section 12 of the Exchange Act, and any officer or director of the issuer of any such security (collectively, "insiders").

7. Pursuant to Section 16(a) and Rules 16a-2 and 16a-3, insiders are required to file initial statements of holdings on Form 3 and to keep such information current by reporting subsequent transactions on Forms 4 and 5.

8. Specifically, within ten days after becoming an insider, or on or before the effective date of the Section 12 registration of the class of equity security, an insider must file a Form 3 disclosing his or her beneficial ownership of all securities of the issuer.

9. Insiders must also file Forms 4 to disclose any transactions resulting in a change in beneficial ownership within two business days of the execution date of such transactions, except for limited types of transactions eligible for deferred reporting.

10. Finally, insiders are required to file an annual statement on Form 5 within forty-five days of the issuer's fiscal year-end, in order to report any transactions or holdings that should have been reported on Forms 3 or 4 during the issuer's most recent fiscal year.

11. Section 16 places the responsibility to report changes in securities ownership on insiders themselves. The failure to timely file a required report, even if inadvertent, constitutes a violation.

Violations

12. Mellon served as a Medient director for over a year, from November 5, 2012 through approximately January 24, 2014.

13. On December 7, 2012, Medient filed a Form 8-K with the Commission stating that “[u]pon acceptance of directorship, [Medient]...issued Mr. Mellon one hundred and fifty thousand (150,000) common shares” of Medient stock. Medient’s corporate transfer agent records evidence the issuance of 150,000 shares of Medient stock to Mellon.

14. While a director of Medient between November 5, 2012 and approximately January 24, 2014, Mellon was subject to the reporting requirements of Exchange Act Section 16(a).

15. Mellon’s initial Form 3 was due by November 15, 2012. In addition, Medient’s 2012 fiscal year ended on December 31, 2012, and thus Mellon should have filed a Form 5 by February 16, 2013.

16. Mellon has never filed a Form 3, 4, or 5 with the Commission.

17. As a result of the conduct described above, Mellon violated Section 16(a) of the Exchange Act and Rule 16a-3 thereunder.

18. Given, among other things, the length of Mellon’s noncompliance, the fact that Mellon never filed a Form 3, 4, or 5 (even after being advised of his violation by the staff of the Division of Enforcement), and Mellon’s extensive business experience, he deliberately and/or recklessly disregarded the requirements of Exchange Act 16(a) and Rule 16a-3 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that cease-and-desist proceedings be instituted to determine:

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

B. Whether, pursuant to Section 21C of the Exchange Act, Respondent should be ordered to cease and desist from committing or causing violations of and any future violations of Section 16(a) of the Exchange Act and Rule 16a-3 thereunder and whether Respondent should be ordered to pay a civil penalty pursuant to Section 21B(a)(2) of the Exchange Act.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened not earlier than 30 days and not later than 60 days

from service of this Order 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 FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, Respondent may be deemed in default and the proceedings may be determined against Respondent 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 mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 300 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

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.

Brent J. Fields
Secretary