

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 83215 / May 11, 2018**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-18479**

**In the Matter of**

**STEVEN J. DYKES,**

**Respondent.**

**ORDER INSTITUTING ADMINISTRATIVE  
PROCEEDINGS PURSUANT TO SECTION  
15(b) 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 public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Steven J. Dykes (“Respondent” or “Dykes”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A.     RESPONDENT**

1.       Beginning no later than January 2013 and during the period of the offenses described in Paragraph II.B.2, Dykes acted as an unregistered broker or dealer and participated in an offering of restricted shares of stock in VIP TV, LLC, VIP Television Inc., and The Spongebuddy, LLC (collectively “VIP”), which are penny stocks. Dykes, who has never been registered or associated with a registered broker-dealer, cold called investors and pitched investments in VIP. Dykes received a commission for the investments he successfully solicited. Dykes, 61 years old, is a resident of Fort Lauderdale, Florida.

**B.     RESPONDENT’S CRIMINAL CONVICTION**

2.       On April 26, 2018, Dykes pleaded guilty to one count of conspiracy to commit mail and wire fraud in violation of 18 U.S.C. § 1349, and one count of engaging in a

monetary transaction in property derived from specified unlawful activity in violation of 18 U.S.C. § 1957 before the United States District Court for the District of Colorado, in United States v. Steven Dykes, Criminal Case No. 17-cr-417-RBJ.

3. In connection with his guilty plea, Dykes admitted that he and other co-conspirators (collectively “criminal defendants”) each acted as part of a scheme to (1) use the mails to defraud at least thirty investors of over \$6 million, (2) commit securities fraud, and (3) engage in money laundering. Dykes further admitted in his plea agreement that in or around late 2012 he was hired to work for VIP Television, LLC (“VIP Television”) and tasked, in part, with finding a financial backer for VIP Television. Someone, usually Dykes or a co-conspirator, contacted investors and made false statements about specific business opportunities for VIP Television and/or Spongebuddy, LLC. Dykes or a co-conspirator then directly solicited money from the investors and directed that investments be mailed or wired. Dykes also admitted that the criminal defendants did not disclose to investors that (1) in 2013 and 2014 the criminal defendants were subject of a civil investigation, and resulting consent order by the State of Illinois in connection with the offering of securities related to VIP Television, Spongebuddy, and a third company, and (2) in 2002 certain of the co-conspirators were charged by the Commission with violations of the antifraud and registration provisions of the federal securities laws. They also failed to disclose their criminal histories, including Dykes’ prior convictions for Larceny and Grand Theft Larceny as well as certain of the co-conspirators’ prior convictions for conspiracy to commit racketeering.

### III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative 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. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act; and
- C. Whether, pursuant to Section 15(b) of the Exchange Act, it is appropriate and in the public interest to suspend or bar Respondent from participating in any offering of 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.

### 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 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, the Respondent may be deemed in default and the proceedings may be determined against him 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 as provided for in the Commission's Rules of Practice.

IT IS FURTHER ORDERED that, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice, 17 C.F.R. § 201.360(a)(2), the Administrative Law Judge shall issue an initial decision no later than 75 days from the occurrence of one of the following events: (A) The completion of post-hearing briefing in a proceeding where the hearing has been completed; (B) Where the hearing officer has determined that no hearing is necessary, upon completion of briefing on a motion pursuant to Rule 250 of the Commission's Rules of Practice, 17 C.F.R. § 201.250; or (C) The determination by the hearing officer that a party is deemed to be in default under Rule 155 of the Commission's Rules of Practice, 17 C.F.R. § 201.155 and no hearing is necessary.

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.

For the Commission, by its Secretary, pursuant to delegated authority.

Brent J. Fields  
Secretary