

UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION  
September 12, 2005

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In the Matter of : Order Fixing Time  
the Registration Statement of : And Place Of Public  
 : Hearing And Instituting  
Apollo Publication Corporation : Proceedings Pursuant  
1547 York Street : To Section 8(d) Of The  
Windsor, Ontario N8X 1W5 : Securities Act Of 1933  
CANADA :  
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I

The Commission's public official files disclose that:

On September 8, 2005, Apollo Publication Corporation ("Apollo") filed a registration statement with the Commission, through which Apollo plans to issue 25 million shares of common stock at \$145 per share, for a total offering of \$3.625 billion. Apollo states in its registration statement that it has offices located at 1547 York Street, Windsor, Ontario N8X 1W5, Canada. Under the provisions of Section 8(a) of the Securities Act of 1933 ("Securities Act"), the registration statement will become effective by lapse of time on Wednesday, September 28, 2005, the twentieth day after it was filed.

II

The Division of Enforcement alleges, as set forth in the Statement of Matters of the Division of Enforcement attached hereto and incorporated herein by reference, that the registration statement makes certain materially false and misleading statements and omits to state certain material facts as required by Commission forms and regulations governing the offer and sale of securities to the public.

III

The Commission, having considered the aforesaid information, deems it appropriate and in the public interest that public proceedings pursuant to Securities Act Section 8(d) be instituted with respect to the registration statement to determine whether the allegations of the Division of Enforcement, as set forth in the Statement of Matters of the Division of Enforcement attached hereto and incorporated herein by reference, are true; to afford the registrant an opportunity to establish any defenses to these allegations; and to determine whether a stop order should issue suspending the effectiveness of Apollo's registration statement referred to herein. Accordingly,

IT IS ORDERED that public proceedings be and hereby are instituted under Securities Act Section 8(d), such hearing to be commenced at 10:00 a.m. on September 26, 2005, at the Commission's offices at 100 F Street, NE, Washington, DC 20549, and to continue thereafter at such time and place as the hearing officer may determine.

IT IS FURTHER ORDERED that these proceedings shall be presided over by an Administrative Law Judge to be designated by further order, who is authorized to perform all the duties of an Administrative Law Judge as set forth in the Commission's Rules of Practice or as otherwise provided by law.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, pursuant to 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), 221(f) and 201.310. This Order shall be served forthwith upon Respondent personally.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 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.

Jonathan G. Katz  
Secretary