On December 12, 2012, the Commission instituted administrative proceedings against HIV-VAC, Inc. (n/k/a Grupo International, Inc.) and five other registrants under § 12(j) of the Securities Exchange Act of 1934.1 The Order Instituting Proceedings alleged that Grupo International violated periodic reporting requirements; it ordered a hearing to determine whether these allegations were true and, if so, whether suspension or revocation of the registration of Grupo International's securities was necessary and appropriate for the protection of investors.

Subsequent to the issuance of the OIP, the Division of Enforcement learned that, on January 11, 2013, Grupo International had filed a Form 15, pursuant to Exchange Act Rule 12g-4(a),2 to voluntarily terminate the registration of its securities under Exchange Act § 12(g).3 Under Rule 12g-4(a), an issuer's registration is terminated ninety days after filing Form 15, which in this case was April 11, 2013. The Division filed a motion to dismiss the proceeding against Grupo International, based on the deregistration of its securities. Grupo International has not responded to the Division's motion.

2 17 C.F.R. § 240.12g-4(a) (certification of termination of registration under § 12(g)).
It is appropriate to grant the Division's motion because the respondent does not now have a class of registered securities and because revocation or suspension of registration is the only remedy available in a proceeding instituted under Exchange Act § 12(j).4

Accordingly, IT IS ORDERED that this proceeding be dismissed with respect to HIV-VAC, Inc. (n/k/a Grupo International, Inc.).

By the Commission.

Elizabeth M. Murphy
Secretary

---