

UNITED STATES OF AMERICA  
before the  
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934  
Release No. 95176 / June 29, 2022

Admin. Proc. File No. 3-20747

In the Matter of  OMPHALOS, CORP.
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SUPPLEMENTAL ORDER REGARDING SERVICE

The Securities and Exchange Commission (“Commission”) issued an Order Instituting Proceedings (“OIP”) on February 10, 2022, pursuant to Section 12(j) of the Securities Exchange Act of 1934, against respondent Omphalos, Corp. (“Respondent”).<sup>1</sup> On March 24, 2022, the Division of Enforcement filed a motion for leave to serve Respondent via the Nevada Secretary of State pursuant to Nevada Rule of Civil Procedure (“NRCP”) 4.2(c)(3). On March 30, 2022, the Commission issued an order regarding service, which recognized that Nevada Revised Statute § 14.030 authorized service on Respondent through the Secretary of State without leave, provided that certain procedures specified therein were followed.<sup>2</sup> The order also stated that if leave to serve the Respondent via the Secretary of State were required it was granted, and instructed the Division to file status reports concerning service of the OIP.

On April 6, 2022, the Division filed a status report stating that it had retained a process server to serve the Nevada Secretary of State and that it believed service of the OIP had been accomplished as a result. The status report did not specify if service had been made pursuant to NRCP 4.2(c)(3) or Nevada Revised Statute § 14.030, and did not state if the Division had complied with the procedures specified in those provisions.

Commission Rule of Practice 141(a)(2)(ii) permits service on a corporation by delivering a copy of the OIP to any “agent authorized by appointment or law to receive such notice.”<sup>3</sup> Under Nevada law, if a corporation fails to appoint a registered agent or the registered agent’s office is not staffed service may be accomplished by serving the Nevada Secretary of State and complying with specified procedures.<sup>4</sup> With respect to service pursuant to Nev. Rev. Stat.

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<sup>1</sup> *Omphalos, Corp.*, Exchange Act Release No. 94215, 2022 WL 425232 (Feb. 10, 2022).

<sup>2</sup> *Omphalos, Corp.*, Exchange Act Release No. 94560, 2022 WL 969943 (Mar. 30, 2022).

<sup>3</sup> 17 C.F.R. § 201.141(a)(2)(ii).

<sup>4</sup> Nev. Rev. Stat. § 14.030(4); *see also* Nev. R. Civ. P. 4.2(c)(3)(C) (providing for service through Secretary of State “[i]f, for any reason, service on an entity or association required to

§ 14.030, one of those procedures provides that, if the plaintiff is aware of a last-known address of the corporation or any of its officers, the plaintiff “in addition to and after” serving the Nevada Secretary of State must also send by registered or certified mail a copy of the service papers to the last-known address.<sup>5</sup> NRC 4.2(c)(3)(C) contains a similar provision.<sup>6</sup> The Division has not demonstrated that it has complied with either of these procedures.<sup>7</sup>

To assist the Office of the Secretary in maintaining a record of service that establishes that the OIP has been properly served,<sup>8</sup> IT IS ORDERED that the Division of Enforcement file a status report concerning service of the OIP by July 13, 2022, and every 28 days thereafter until service is accomplished.

The parties’ attention is directed to the most recent amendments to the Commission’s Rules of Practice, which took effect on April 12, 2021, and which include new e-filing requirements.<sup>9</sup>

For the Commission, by the Office of the General Counsel, pursuant to delegated authority.

Vanessa A. Countryman  
Secretary

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appoint a registered agent in this state or to register to do business in this state cannot be made under Rule 4.2(c)(1) or (2)”; *Emarine Glob., Inc.*, Exchange Act Release No. 93842, 2021 WL 6062970 at \*1 (Dec. 21, 2021).

<sup>5</sup> Nev. Rev. Stat. § 14.030(4).

<sup>6</sup> Nev. R. Civ. P. 4.2(c)(3)(C) (“If the plaintiff is aware of the last-known address of any person listed in Rule 4.2(c)(1), the plaintiff must also mail a copy of the summons and complaint to each such person at the person’s last-known address by registered or certified mail.”).

<sup>7</sup> *See ZYQC Corp.*, Exchange Act Release No. 94809, 2022 WL 1288185, at \*1 (Apr. 28, 2022).

<sup>8</sup> *See* Rule of Practice 141(a)(3), 17 C.F.R. § 201.141(a)(3).

<sup>9</sup> *Amendments to the Commission’s Rules of Practice*, Exchange Act Release No. 90442, 2020 WL 7013370 (Nov. 17, 2020), 85 Fed. Reg. 86,464, 86,474 (Dec. 30, 2020), <https://www.sec.gov/rules/final/2020/34-90442a.pdf>; *Instructions for Electronic Filing and Service of Documents in SEC Administrative Proceedings and Technical Specifications*, <https://www.sec.gov/efapdocs/instructions.pdf>. The amendments impose other obligations such as a new redaction and omission of sensitive personal information requirement. *Amendments to the Commission’s Rules of Practice*, 85 Fed. Reg. at 86,465–81.