

SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

STB Chip Corporation; Order of Suspension of Trading

March 28, 2005.

It appears to the Securities and Exchange Commission that the public interest and the protection of investors require a suspension of trading in the securities of STB Chip Corporation ("STB Chip") because of concerns that STB Chip may have unjustifiably relied on Rule 504 of Regulation D of the Securities Act of 1933 in conducting an unlawful distribution of its securities that failed to comply with the resale restrictions of Regulation D. Questions also have been raised regarding potentially manipulative transactions in STB Chip's common stock by certain individuals associated with the company and the accuracy of statements made in STB Chip's publicly available Information Statement concerning the beneficial ownership of its securities by one of its directors and the disciplinary history of its counsel. STB Chip, a company that has made no public filings with the Commission or the NASD, is quoted on the Pink Sheets under the ticker symbol STBX.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, it is ordered, pursuant to section 12(k) of the Securities Exchange Act of 1934, that trading in the above-listed company is suspended for the period from 9:30 a.m. EST, March 28, 2005 through 11:59 p.m. EDT, on April 8, 2005.

By the Commission.

Margaret H. McFarland,*Deputy Secretary.*

[FR Doc. 05-6355 Filed 3-28-05; 1:57 pm]

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SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

Urban Transfer Systems, Inc.; Order of Suspension of Trading

March 28, 2005.

It appears to the Securities and Exchange Commission that the public interest and the protection of investors require a suspension of trading in the securities of Urban Transfer Systems, Inc. ("Urban Transfer") because of concerns that Urban Transfer may have

unjustifiably relied on Rule 504 of Regulation D of the Securities Act of 1933 in conducting an unlawful distribution of its securities that failed to comply with the resale restrictions of Regulation D. Questions also have been raised regarding potentially manipulative transactions in Urban Transfer's common stock by certain individuals associated with the company and the accuracy of statements made in Urban Transfer's publicly available Information Statement concerning the disciplinary history of its counsel. Urban Transfer, a company that has made no public filings with the Commission or the NASD, is quoted on the Pink Sheets under the ticker symbol UBTF.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, it is ordered, pursuant to section 12(k) of the Securities Exchange Act of 1934, that trading in the above-listed company is suspended for the period from 9:30 a.m. EST, March 28, 2005 through 11:59 p.m. EDT, on April 8, 2005.

By the Commission.

Margaret H. McFarland,*Deputy Secretary.*

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SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

Tempo Financial Corporation; Order of Suspension of Trading

March 28, 2005.

It appears to the Securities and Exchange Commission that the public interest and the protection of investors require a suspension of trading in the securities of Tempo Financial Corporation ("Tempo") because of concerns that Tempo may have unjustifiably relied on Rule 504 of Regulation D of the Securities Act of 1933 in conducting an unlawful distribution of its securities that failed to comply with the resale restrictions of Regulation D. Questions also have been raised regarding potentially manipulative transactions in Tempo's common stock by certain individuals associated with the company. Tempo, a company that has made no public filings with the Commission or the NASD, is quoted on the Pink Sheets under the ticker symbol TPOF.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the above-listed company is suspended for the period from 9:30 a.m. EST, March 28, 2005 through 11:59 p.m. EDT, on April 8, 2005.

By the Commission.

Margaret H. McFarland,*Deputy Secretary.*

[FR Doc. 05-6357 Filed 3-28-05; 1:57 pm]

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SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

Lonissoon Communications Corporation; Order of Suspension of Trading

March 28, 2005.

It appears to the Securities and Exchange Commission that the public interest and the protection of investors require a suspension of trading in the securities of Lonissoon Communications Corporation ("Lonissoon") because of concerns that Lonissoon may have unjustifiably relied on Rule 504 of Regulation D of the Securities Act of 1933 in conducting an unlawful distribution of its securities that failed to comply with the resale restrictions of Regulation D. Questions also have been raised regarding potentially manipulative transactions in Lonissoon's common stock by certain individuals associated with the company and the accuracy of statements made in Lonissoon's publicly available Information Statement concerning the disciplinary history of its counsel. Lonissoon, a company that has made no public filings with the Commission or the NASD, is quoted on the Pink Sheets under the ticker symbol LCCP.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, it is ordered, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the above-listed company is suspended for the period from 9:30 a.m. EST, March 28, 2005 through 11:59 p.m. EDT, on April 8, 2005.

By the Commission.
Margaret H. McFarland,
Deputy Secretary.
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SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-51423; File No. SR-Amex-2005-020]

Self-Regulatory Organizations; American Stock Exchange LLC; Notice of Filing and Order Granting Accelerated Approval of Proposed Rule Change and Amendment No. 1 Thereto Relating to Dissemination of Order Imbalances in Tape A and Tape B Securities Admitted to Unlisted Trading Privileges in the Same Manner as Order Imbalances in Tape C Securities Admitted to Unlisted Trading Privileges

March 23, 2005.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934, as amended, (“Act”)¹ and Rule 19b-4 thereunder,² notice is hereby given that on February 11, 2005, the American Stock Exchange LLC (“Amex” or “Exchange”) filed with the Securities and Exchange Commission (“Commission”) the proposed rule change as described in Items I and II below, which Items have been prepared by the Exchange. On March 18, 2005, the Exchange filed Amendment No. 1 to the proposal.³ The Commission is publishing this notice to solicit comments on the proposed rule change, as amended, from interested persons and is approving the proposal, as amended, on an accelerated basis.

I. Self-Regulatory Organization’s Statement of the Terms of Substance of the Proposed Rule Change

The Amex proposes to amend Amex Rule 131A to provide for the dissemination of order imbalances in Tape A and Tape B securities admitted to unlisted trading privileges (“UTP”) in the same manner as order imbalances in Tape C (NASDAQ) securities admitted to UTP.

The text of the proposed rule change, as amended, is available on the Amex’s Web site <http://www.amex.com>, at the Amex’s Office of the Secretary, and at the Commission’s Public Reference Room.

II. Self-Regulatory Organization’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the Amex included statements concerning the purpose of, and basis for, the proposed rule change, as amended, and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item III below. The Amex has prepared summaries, set forth in Sections A, B, and C below, of the most significant aspects of such statements.

A. Self-Regulatory Organization’s Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

1. Purpose

The Exchange’s rules provide for mandatory and discretionary publication of imbalances of market-on-close (“MOC”) and limit-on-close (“LOC”) orders for listed and unlisted stocks. Currently, Amex order imbalances in listed stocks⁴ are published over the Tape B high speed line. Order imbalances in NASDAQ stocks admitted to UTP on the Amex are disseminated in a different manner since the NASDAQ Securities Information Processor (“SIP”) does not support order imbalance dissemination by NASDAQ UTP Plan Participants. Amex specialists in NASDAQ stocks, as the result, currently enter their order imbalances into a PC at the post and this information is transferred to an Amex server that uploads the information at 3:40 and 3:50 p.m. by means of FTP file transfer protocol to market data vendors, firms that have requested the information, and the Amex Web site.⁵

The Exchange recently admitted to UTP the common stock of a particular security reported and quoted over Tape B. On the first day of trading this particular Tape B listed security, the Exchange attempted to disseminate an imbalance of on-close orders but was unable to do so because SIAC, the SIP for Tape A and B, would not permit it. The Amex represents that it currently accounts for more than 50 percent of trade market share in this Tape B listed security, but temporarily does not accept MOC and LOC orders because of

its inability to publish order imbalances as required under Amex Rule 131A. The Amex believes that implementing this rule change would enable the Amex to accept MOC/LOC orders, and conduct robust closings.

The Amex represents that SIAC is of the view that its systems prohibit it from disseminating order imbalances for markets other than the listing market. Because SIAC believes that a Consolidated Tape Association (“CTA”) Plan (“CTA Plan”) amendment and technical systems changes are necessary for it to disseminate order imbalances in stocks where the Exchange is not the listing market, and because the Exchange believes that it would be time consuming and futile to seek a CTA Plan amendment due to the requirement of unanimous approval of such changes, the Exchange is instead proposing an amendment to Amex Rule 131A to permit the dissemination of order imbalances in Tape A and B securities admitted to UTP in the same manner as order imbalances in NASDAQ securities admitted to UTP. The proposed rule change, as amended, would exempt equity derivatives and options from the proposed change, because the Amex does not now disseminate order imbalances in these securities. The proposed rule also would exempt the handful of stocks traded on the Exchange that were admitted to UTP more than half a century ago because, according to the Amex, SIAC has no objection to disseminating order imbalances in these securities over Tape B.

2. Statutory Basis

The proposed rule change, as amended, is consistent with Section 6(b) of the Act,⁶ in general, and furthers the objectives of Section 6(b)(5) of the Act,⁷ in particular, in that it is designed to prevent fraudulent and manipulative acts and practices, to promote just and equitable principles of trade, and, in general, to protect investors and the public interest.

B. Self-Regulatory Organization’s Statement on Burden on Competition

The Exchange believes that the proposed rule change will impose no burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4.

³ Amendment No. 1 replaces and supersedes the Amex’s original 19b-4 filing in its entirety.

⁴ There are nine stocks that were admitted to unlisted trading privileges on the Exchange prior to February 28, 1950. These nine stocks are treated by the Securities Industry Automation Corporation (“SIAC”) as if they were listed on the Amex for purposes of publishing order imbalances.

⁵ See Amex Rule 118.

⁶ 15 U.S.C. 78f(b).

⁷ 15 U.S.C. 78f(b)(5).