UNITED STATES OF AMERICA Before the SECURITIES AND EXCHANGE COMMISSION March 8, 2006

ADMINISTRATIVE PROCEEDING File No. 3-12232

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In the Matter of	:	
	:	ORDER INSTITUTING
	:	ADMINISTRATIVE
GMC Holding Corporation,	:	PROCEEDINGS AND NOTICE
	:	OF HEARING PURSUANT TO
	:	SECTION 12(j) OF THE
Respondent.	:	SECURITIES EXCHANGE ACT
	:	OF 1934
	:	
	:	

I.

The Securities and Exchange Commission ("Commission") deems it necessary and appropriate for the protection of investors that public administrative proceedings be, and hereby are, instituted pursuant to Section 12(j) of the Securities Exchange Act of 1934 ("Exchange Act").

II.

After an investigation, the Division of Enforcement alleges that:

A. <u>RESPONDENT</u>

1. GMC Holding Corporation (CIK No. 0001064522) is a Florida corporation located in Casselberry, Florida. GMC has had a class of securities registered with the Commission since August 29, 1998, pursuant to Section 12(g) of the Exchange Act. The company's common stock (symbol "GMCC") is quoted on the Pink Sheets.

B. <u>DELIQUENT PERIODIC FILINGS</u>

2. Section 13(a) of the Exchange Act and the rules promulgated thereunder require issuers of securities registered pursuant to Section 12 of the Exchange Act to file with the Commission current and accurate information in periodic reports, even if the registration is voluntary under Section 12(g). Specifically, Rule 13a-1 requires issuers to file annual reports (Forms 10-K or 10-KSB), and Rule 13a-13 requires issuers to file quarterly reports (Forms 10-Q or 10-QSB).

3. Since its securities have been registered with the Commission, GMC has failed to make any of its periodic filings required under Section 13(a), and Rules 13a-1 and 13a-13 thereunder. At a minimum, it has failed to file any of its required annual and quarterly reports from August 1998 through the present.

4. Furthermore, on August 13, 2004, the Division of Corporation Finance sent GMC a delinquency letter to its address on file with Edgar, notifying the company of its non-compliance with the periodic filing requirements. The letter was returned as undeliverable. Thus, the company also did not maintain a valid address on file with the Commission.

5. As a result of the foregoing, the Respondent failed to comply with Section 13(a) of the Exchange Act and Rules 13a-1 and 13a-13 thereunder.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate for the protection of investors that public administrative proceedings be instituted to determine:

A. Whether the allegations contained in Section II of this Order are true, and to afford the Respondent an opportunity to establish any defenses to such allegations; and

B. Whether it is necessary and appropriate for the protection of investors to suspend for a period not exceeding twelve months or to revoke the registrations of each class of securities of the Respondent identified in Section II of this Order pursuant to Section 12 of the Exchange Act.

IV.

IT IS HEREBY 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 HEREBY FURTHER ORDERED that the Respondent shall file an Answer to the allegations contained in this Order within ten (10) days after service of this Order, as provided by Rule 220(b) of the Commission's Rules of Practice [17 C.F.R. § 201.220(b)].

If the 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 it 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 personally or by certified or registered mail or by other means of verifiable delivery.

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 120 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice [17 C.F.R. § 201.360(a)(2)].

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.

Nancy M. Morris Secretary