UNITED STATES OF AMERICA Before the SECURITIES AND EXCHANGE COMMISSION

Securities Exchange Act of 1934 Release No. 52530 / September 29, 2005

Admin. Proc. File No. 3-11938

In the Matter of

Thomas Steinbach, Ashley Sosner, Tim Rice, Howard Kerbel, Barry Berman, Vincent Barone, and Bruce Biddick,

ORDER MAKING FINDINGS AND IMPOSING REMEDIAL SANCTIONS PURSUANT TO SECTION 15(b) OF THE SECURITIES EXCHANGE ACT OF 1934 AS TO HOWARD KERBEL

Respondents.

I.

:

Respondent Howard Kerbel ("Kerbel" or "Respondent"), pursuant to Rule 240(a) of the Rules of Practice of the Securities and Exchange Commission ("Commission") [17 C.F.R.§ 201.240(a)], submitted an Offer of Settlement ("Offer") in the above-captioned proceeding instituted against him on June 2, 2005, pursuant to Section 15(b) of the Securities Exchange Act of 1934 ("Exchange Act"). The Commission deems it appropriate to accept the Offer.

II.

Solely for the purpose of these proceedings and any other proceedings brought by or on behalf of the Commission, or to which the Commission is a party, and without admitting or denying the findings herein, except as to the Commission's jurisdiction over him and the subject matter of these proceedings, and the findings contained in Section III. below, which are admitted, Kerbel consents to the entry of this Order Making Findings and Imposing Remedial Sanctions Pursuant to Section 15(b) of the Securities Exchange Act of 1934 as to Howard Kerbel ("Order"), as set forth below.

III.

On the basis of this Order and Kerbel's Offer, the Commission finds that:

- 1. Kerbel was the founder of ThermoElastic Technologies, Inc. ("TMRO") and controlled a significant amount of TMRO stock. Kerbel, a resident of Toronto, Ontario Canada, is 62 years old.
 - 2. Kerbel participated in an offering of TMRO, which is a penny stock.
- 3. On March 14, 2003, Kerbel pled guilty to one count of conspiracy to commit wire fraud, mail fraud and securities fraud in violation of Title 18 United States Code, Section 371 before the United States District Court for the Southern District of Florida, in <u>United States v. Howard E. Kerbel, et al.</u>, Criminal Indictment No. 02-20547-CR-HUCK. On June 25, 2003, a judgment in the criminal case was entered against Kerbel, and he was sentenced to a prison term of 18 months followed by three years of supervised release including community service.
- 4. The count of the criminal indictment to which Kerbel pled guilty alleged, inter alia, that Kerbel and his co-defendants conspired to unjustly enrich themselves by defrauding the fund, by artificially affecting the supply and demand for TMRO stock and by inflating the price of TMRO stock through illegal means. It was also alleged that the purpose and object of the conspiracy for Kerbel and his co-defendants was to unjustly enrich themselves by defrauding the public shareholders of TMRO.

IV.

In view of the foregoing, the Commission deems it appropriate and in the public interest to impose the sanctions specified in Respondent Kerbel's Offer.

Accordingly, it is hereby **ORDERED**:

Pursuant to Section 15(b) of the Exchange Act, that Respondent Kerbel be, and hereby is, barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

For the Commission, by its Secretary, pursuant to delegated authority.

Jonathan G. Katz Secretary