

**UNITED STATES OF AMERICA
BEFORE THE
SECURITIES AND EXCHANGE COMMISSION**

August 3, 2004

**ADMINISTRATIVE PROCEEDING
File No. 3-11573**

In the Matter of	:	
	:	
Harold F. Harris and	:	ORDER INSTITUTING ADMINISTRATIVE
Ronald E. Crews,	:	PROCEEDINGS PURSUANT TO SECTION
	:	15(b) OF THE SECURITIES EXCHANGE
Respondents.	:	ACT OF 1934
	:	
	:	

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Harold F. Harris (“Harris”) and Ronald E. Crews (“Crews”) (collectively “Respondents”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENTS

1. Harris, age 62, was a resident of Jacksonville, Florida, and served as executive vice president and as a director of U.N. Dollars Corp. (“U.N. Dollars”) between 1999 and 2001. During that time, Harris also acted as U.N. Dollars’ stock transfer agent, maintained the common stock registry, and issued stock upon approval of the board of directors.

2. Crews, age 54, was a resident of Jacksonville, Florida and served as chairman, chief executive officer, and president of U.N. Dollars between 1999 and 2001.

3. Respondents participated in an offering of U.N. Dollars common stock, which is a penny stock.

B. THE U.N. DOLLARS CORP. STOCK MANIPULATION AND INJUNCTION AGAINST HARRIS AND CREWS

1. On October 11, 2001, the Commission filed a complaint seeking a permanent injunction against Harris, Crews, the public company they operated then known as U.N. Dollars, and several other individuals and entities. The Commission alleged that Harris and Crews violated Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 (“Securities Act”) and Section 10(b) of the Exchange Act and Rule 10b-5 thereunder. As part of the action, the Commission requested ancillary relief in the form of disgorgement, prejudgment interest, officer and director bars, and penalties.

2. The Commission’s Complaint alleged that, from August 1999 through March 2000, Harris and Crews participated in a scheme to defraud investors when they entered into a contract to artificially inflate the price and trading volume of U.N. Dollars securities. The Complaint alleged that Harris and Crews improperly provided ten million free-trading, unregistered U.N. Dollars shares to a stock manipulator, Edward A. Durante, as payment for increasing U.N. Dollars’ stock price and volume. The complaint alleged that Durante traded these shares among numerous brokerage accounts that he controlled in order to artificially increase the volume and price for U.N. Dollars securities. According to the Commission’s complaint, at Durante’s direction, Harris and Crews issued six materially false and misleading press releases in February 2000 to create a false story to support a rising market for U.N. Dollars securities. As a result of the manipulation, U.N. Dollars securities increased in value from \$0.01 per share (when virtually no shares were traded) to a price of \$1.25 per share (when hundreds of thousands of shares traded daily).

3. On March 13, 2003, the Honorable Allen G. Schwartz, United States District Judge for the Southern District of New York, entered final judgment of default against Harris and Crews, permanently enjoining them from violating the aforementioned provisions of the Securities Act and the Exchange Act, barring them from acting as officers and directors of public companies pursuant to Section 12 of the Exchange Act, and ordering them (jointly and severally) to pay disgorgement and prejudgment interest of \$2,350,566.99, and ordering each of them to pay a civil penalty in the amount of \$110,000.¹

III.

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

¹ Harris and Crews filed an appeal, and after a full set of briefs were filed, the United States Court of Appeals for the Second Circuit affirmed Judge Schwartz’s entry of judgment on May 13, 2004.

A. Whether the allegations set forth in Section II are true, and in connection therewith, to afford Harris and Crews an opportunity to establish any defense(s) to such allegations; and

B. Whether a penny stock bar is appropriate in the public interest against Harris and Crews pursuant to Section 15(b) of the Exchange Act.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof 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 200 of the Commission's Rules of Practice, 17 C.F.R. § 201.200.

IT IS FURTHER ORDERED that Harris and Crews shall file Answers to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If any Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, he may be deemed in default and the proceeding may be determined against him 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 Harris and Crews personally or by certified mail, or by any other means permitted by Rule 141 of the Commission's Rules of Practice [17 C.F.R. § 201.141].

IT IS FURTHER ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 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 the 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 upon this matter, except as a 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 to be subject to the provisions of Section 553 delaying the effective date of any final Commission action.

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

Jonathan G. Katz
Secretary