

INITIAL DECISION RELEASE NO. 460
ADMINISTRATIVE PROCEEDING
FILE NO. 3-14770

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

In the Matter of :
: INITIAL DECISION AS TO AMS
AMERICAN UNITED GOLD CORPORATION, : HOMECARE INC.
AMS HOMECARE INC., : June 14, 2012
AUCXIS CORP., and :
CYOP SYSTEMS INTERNATIONAL INC. :

APPEARANCES: David Frye and Kyle DeYoung for the Division of Enforcement,
Securities and Exchange Commission

Harj Gill for AMS Homecare Inc.

BEFORE: Brenda P. Murray, Chief Administrative Law Judge

The Securities and Exchange Commission (Commission) issued an Order Instituting Proceedings (OIP) on February 24, 2012, pursuant to Section 12(j) of the Securities Exchange Act of 1934 (Exchange Act), alleging that Respondents have securities registered with the Commission, and have failed to comply with Exchange Act Section 13(a) and Exchange Act Rules 13a-1 and 13a-13. The OIP directed that an Initial Decision be issued by June 29, 2012.

On March 21, 2012, the Commission issued an Order Making Findings and Revoking Registration of Securities Pursuant to Section 12(j) of the Exchange Act as to Aucxis Corp., Exchange Act Release No. 66632, and I issued an Order Revoking Registration by Default as to American United Gold Corporation and Cyop Systems International Inc. American United Gold Corporation, Exchange Act Release No. 66633.

I held prehearing conferences on March 19, 2012, and May 16, 2012. At the prehearing conference on March 19, 2012, Harj Gill, (Gill), CEO, President, and the only employee of AMS Homecare Inc. (AMS Homecare), stated he had only recently become aware of the OIP, and he requested additional time to make the required filings, which he was confident that AMS Homecare could do. Tr. 9-12. Over the objections of the Division of Enforcement, I granted AMS Homecare additional time. On March 21, 2012, I ordered a second prehearing conference on May 16, 2012, to determine if AMS Homecare had resolved the allegations in the OIP.

At the May 16, 2012, prehearing conference, Gill stated that the financial statements needed for the audit had not been completed and that AMS Homecare requested an additional few months to make the required filings. Tr. 25. I refused his request.

Findings of Fact and Conclusions of Law

AMS Homecare, Central Index Key No. 1201784, is a British Columbia corporation located in Delta, British Columbia, Canada, with a class of securities registered with the Commission pursuant to Exchange Act Section 12(g). AMS Homecare acknowledged at the prehearing conferences that it is delinquent in its periodic filings with the Commission, having not filed any periodic reports since it filed a Form 20-F for the period ended February 28, 2007, which reported a net loss of \$557,825 Canadian for the prior year. OIP at 2; March 19, 2012, Prehearing at Tr. 5-6; May 16, 2012, Prehearing at Tr. 23-27. As of February 17, 2012, the common shares of AMS Homecare were quoted on OTC Link, had seven market makers, and were eligible for the “piggyback” exception of Exchange Act Rule 15c2-11(f)(3).

Exchange Act Section 13(a) and Exchange Act Rules 13a-1 and 13a-13 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 registered under Section 12 to file annual reports, and Rule 13a-13 requires domestic issuers to file quarterly reports. 17 C.F.R. §§ 240.13a-1, .13a-13. The case law is absolute that accurate periodic financial reports are necessary for the protection of investors. SEC v. Beisinger Indus. Corp., 552 F.2d 15, 18 (1st Cir. 1977) (quoting legislative history):

The reporting requirements of the [Exchange Act are] the primary tool[s] which Congress has fashioned for the protection of investors from negligent, careless, and deliberate misrepresentations in the sale of stock and securities. Congress has extended the reporting requirements even to companies which are “relatively unknown and insubstantial.”

AMS Homecare has failed to comply with Exchange Act Section 13(a) and Exchange Act Rules 13a-1 and 13a-13. In these circumstances, I find it necessary and appropriate for the protection of investors to revoke the registration of each class of its registered securities.

Order

I ORDER that, pursuant to Section 12(j) of the Securities Exchange Act of 1934, the registration of each class of registered securities of AMS Homecare, Inc., is revoked.

This Initial Decision shall become effective in accordance with and subject to the provisions of Rule 360 of the Commission’s Rules of Practice. See 17 C.F.R. § 201.360. Pursuant to that Rule, a party may file a petition for review of this Initial Decision within twenty-one days after service of the Initial Decision. A party may also file a motion to correct a manifest error of fact within ten days of the Initial Decision, pursuant to Rule 111 of the Commission’s Rules of Practice. 17 C.F.R. § 201.111. If a motion to correct a manifest error of fact is filed by a party, then that party shall have twenty-one days to file a petition for review from the date of the undersigned’s order resolving such motion to

correct manifest error of fact. The Initial Decision will not become final until the Commission enters an order of finality. The Commission will enter an order of finality unless a party files a petition for review or motion to correct manifest error of fact or the Commission determines on its own initiative to review the Initial Decision as to a party. If any of these events occur, the Initial Decision shall not become final as to that party.

Brenda P. Murray
Chief Administrative Law Judge