

United States Securities and Exchange Commission

Securities Act of 1933

Release No. 8606 / August 24, 2005

Administrative Proceeding File No. 3-12017

In the Matter Axess Media Group, Ltd. and Michael Dale Grandon

The Commission instituted cease-and-desist proceedings pursuant to Section 8A of the Securities Act of 1933 (Securities Act) against Axess Media Group, Ltd. (Axess), a Nevada corporation, and its president and Chief Executive Officer, Michael Dale Grandon (Grandon).

The Division of Enforcement alleges that Grandon, for Axess, posted on the Internet a false Private Placement Memorandum (PPM) offering 10,000,000 units of Axess stock for sale at \$0.10 per share. The Division of Enforcement also alleges that the PPM was materially false and misleading because it described non-existent revenue and assets, and it identified numerous legal and accounting professionals and company executives who, in reality, had no relationship with Axess. The Division of Enforcement further alleges that, as a result of this conduct, Axess and Grandon violated Sections 17(a)(1) and 17(a)(3) of the Securities Act and that Grandon caused Axess's violations of Sections 17(a)(1) and 17(a)(3) of the Securities Act.

A hearing will be scheduled before an administrative law judge to determine whether the allegations contained in the order are true, to provide Axess and Grandon an opportunity to dispute these allegations, and to determine whether a cease-and-desist order is appropriate. The Commission directed that the Administrative Law Judge issue an initial decision no later than 300 days from the date of service of the order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.