

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 53707 / April 24, 2006

ADMINISTRATIVE PROCEEDING
File No. 3-12153

In the Matter of	:	
	:	
	:	
PAUL D. LEMMON,	:	
MARK VALENTINE, AND	:	ORDER MAKING FINDINGS AND
MICHAEL VLAHOVIC	:	IMPOSING REMEDIAL SANCTIONS
	:	PURSUANT TO SECTION 15(b) OF
Respondents.	:	THE SECURITIES EXCHANGE ACT
	:	OF 1934 AS TO MICHAEL VLAHOVIC
	:	
	:	
	:	
	:	

I.

Michael Vlahovic ("Vlahovic" 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 of Michael Vlahovic ("Offer") in the above-captioned proceeding instituted against him on January 20, 2006 by the Commission, pursuant to Section 15(b) of the Securities Exchange Act of 1934 ("Exchange Act").

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, Vlahovic 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 Michael Vlahovic ("Order"), as set forth below.

III.

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

1. Vlahovic controlled a significant amount of Uncommon Media Group, Inc. ("UMDA") stock. Vlahovic, 52 years old, is a resident of Alberta, Canada.

2. Vlahovic participated in an offering of UMDA, which is a penny stock.

3. On June 24, 2004, Vlahovic pleaded guilty to one count of conspiracy to commit wire fraud, mail fraud and securities fraud in violation of Title 18 of the United States Code, Section 371 before the United States District Court for the Southern District of Florida, in United States v. Michael Vlahovic, et al., Criminal Indictment No. 02-20637-CR-Marra. On October 5, 2004, a judgment in the criminal case was entered against Vlahovic. Vlahovic was sentenced to three years of probation with 180 days home detention, 200 hours of community service and other special conditions of probation and ordered to pay a \$100 assessment to the court and a \$15,000 fine.

4. The count of the criminal indictment to which Vlahovic pleaded guilty alleged, among other things, that Vlahovic and his co-defendants conspired to unjustly enrich themselves by defrauding a fictitious foreign mutual fund (the "Fund") through paying undisclosed kickbacks to certain persons affiliated with the Fund in exchange for causing the Fund to purchase a large amount of overpriced UMDA stock. The count of the criminal indictment also alleged that the object of the conspiracy was for Vlahovic and his co-defendants to unjustly enrich themselves by defrauding the shareholders of UMDA by artificially inflating the market price of its stock through illegal means.

IV.

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

Accordingly, it is hereby **ORDERED**:

Pursuant to Section 15(b) of the Exchange Act, Respondent Michael Vlahovic 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.

Nancy M. Morris
Secretary