

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 11134 / November 18, 2022

ADMINISTRATIVE PROCEEDING
File No. 3-21243

In the Matter of

The Registration Statement of
American CryptoFed DAO LLC

Respondent

RESPONDENT AMERICAN CRYPTO FED
DAO LLC'S REPLY TO THE DIVISION OF
ENFORCEMENT'S OPPOSITION TO
AMERICAN CRYPTO FED'S MOTION TO
CONFIRM THE DIVISION OF
ENFORCEMENT'S OBLIGATION TO
PROVE OIP ALLEGATION #20

American CryptoFed DAO LLC (“American CryptoFed” or “Respondent”) respectfully submits this reply to the DIVISION OF ENFORCEMENT’S OPPOSITION TO AMERICAN CRYPTO FED’S MOTION TO CONFIRM THE DIVISION OF ENFORCEMENT’S OBLIGATION TO PROVE OIP ALLEGATION #20 (the “Opposition”).

The Division of Enforcement (“Division”) states “Disputes regarding what the Division needs to prove to prevail in this matter should be addressed through the post- hearing briefing process, which is underway.” The Division’s statement is false. In accordance with the following plain text of Administrative Procedure Act (APA) codified in *5 U.S. Code § 556*, the Securities and Exchange Commission (“SEC” or “Commission”) and the Division, as a federal government agency or a division of a federal government agency, **has the burden of proof**.

5 U.S. Code § 556 - Hearings; presiding employees; powers and duties; **burden of proof**; evidence; record as basis of decision

OS Received 02/16/2023

(d) Except as otherwise provided by statute, **the proponent of a rule or order has the burden of proof.** (Emphasis added).

RESPONDENT AMERICAN CRYPTO FED DAO LLC'S MOTION TO CONFIRM THE DIVISION OF ENFORCEMENT'S OBLIGATION TO PROVE OIP ALLEGATION #20 ("Motion") requests only that Judge Carol Fox Foelak confirm that the Division or the Commission has the obligation to prove the OIP allegation #20, given that the Division, on February 2, 2023, filed DIVISION OF ENFORCEMENT'S OPPOSITION TO AMERICAN CRYPTO FED'S MOTION TO FILE A NIL FINANCIAL STATEMENT AUDITED BY AN ACCOUNTING FIRM REGISTERED WITH PCAOB ("Opposition"), and stated at page 2, "Further, it is not the Division's obligation to prove that Respondent has assets, revenue, or liabilities." Judge Foelak's confirmation is necessary to clarify and remove the confusion created by the Division's misleading statement "Further, it is not the Division's obligation to prove that Respondent has assets, revenue, or liabilities."

To be clear, American CryptoFed's Motion does not request that the Division fulfill its obligation to prove the OIP allegation #20 prior to the Division's submission of its brief. The Division still has its own choice, at its own discretion, whether they will elect to fulfill their obligation "through the post- hearing briefing process, which is underway."

If the Division chooses not to fulfill its obligation, to prove the OIP allegation #20 below, "through the post- hearing briefing process, which is underway.", American CryptoFed's assertion quoted in allegation #20 below, will prevail.

20. On June 21, 2022, Respondent sent a letter to the Commission staff via e- mail. In that letter, Respondent objected to each request contained in the June 15, 2022 subpoena on the basis that each request:

is not reasonably calculated to lead to the discovery of relevant, admissible evidence which can rebut American CryptoFed's assertion that American CryptoFed has **No Fund Raising, No Revenue, No Costs, No Profits and No Assets** and therefore there is no traditional balance sheet equation of **Assets = Liabilities + Shareholder's Equities** to generate securities subject to the SEC's jurisdiction.

For all the reasons set forth above, American CryptoFed respectfully petitions that Judge Foelak confirm that the Division has the "obligation to prove that Respondent has assets, revenue, or liabilities".

Dated: February 16, 2023

Respectfully submitted

DocuSigned by:

Scott Moeller

A82E97EDD0C44FD...

By /s/ Scott Moeller

Scott Moeller, President

Xiaomeng Zhou, Chief Operating Officer

American CryptoFed DAO LLC

1607 Capitol Ave Ste 327, Cheyenne, WY. 82001

Phone (307) 206-4210

scott.moeller@americancryptofed.org

zhouxm@americancryptofed.org

CERTIFICATE OF SERVICE

I hereby certify that a true copy of this **RESPONDENT AMERICAN CRYPTO FED DAO LLC'S REPLY TO THE DIVISION OF ENFORCEMENT'S OPPOSITION TO AMERICAN CRYPTO FED'S MOTION TO CONFIRM THE DIVISION OF ENFORCEMENT'S OBLIGATION TO PROVE OIP ALLEGATION #20** was filed by eFAP and was served on the following on this 16th day of February 2023, in the manner indicated below:

By Email:
Christopher Bruckmann,
Trial Counsel, Division of Enforcement – Trial Unit
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549-5949
202-551-5986
bruckmannc@sec.gov

By /s/ Scott Moeller

DocuSigned by:

Scott Moeller

A82E97EDD0C44FD...

Scott Moeller

President, American CryptoFed DAO LLC
1607 Capitol Ave Ste 327
Cheyenne, WY. 82001
Phone (307) 206-4210
scott.moeller@americancryptofed.org