

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 8875 / December 19, 2007

SECURITIES EXCHANGE ACT OF 1934
Release No. 56990 / December 19, 2007

ADMINISTRATIVE PROCEEDING
File No. 3-12908

In the Matter of

**MoneyMax Financial
Solutions, Inc. and Todd A.
Martin,**

Respondents.

**ORDER INSTITUTING ADMINISTRATIVE
AND CEASE-AND-DESIST PROCEEDINGS,
MAKING FINDINGS, AND IMPOSING
REMEDIAL SANCTIONS AND A CEASE-
AND-DESIST ORDER PURSUANT TO
SECTION 8A OF THE SECURITIES ACT OF
1933 AND SECTIONS 15(b) AND 21C OF THE
SECURITIES EXCHANGE ACT OF 1934**

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative and cease-and-desist proceedings be, and hereby are, instituted pursuant to Section 8A of the Securities Act of 1933 (“Securities Act”) and Sections 15(b) and 21C of the Securities Exchange Act of 1934 (“Exchange Act”) against MoneyMax Financial Solutions, Inc. (“MoneyMax”) and Todd A. Martin (“Martin”) (Martin and MoneyMax are collectively referred to herein as “Respondents”).

II.

In anticipation of the institution of these proceedings, Respondents have submitted Offers of Settlement (the “Offers”) which the Commission has determined to accept. 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 them and the subject matter of these

proceedings, which are admitted, Respondents consent to the entry of this Order Instituting Administrative and Cease-and-Desist Proceedings, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order Pursuant to Section 8A of the Securities Act of 1933 and Sections 15(b)(6) and 21C of the Securities Exchange Act of 1934, as set forth below.

III.

On the basis of this Order and Respondents' Offers, the Commission finds that:¹

A. RESPONDENTS

1. MoneyMax Financial Solutions, Inc. is a Colorado corporation located in Littleton, Colorado. MoneyMax offers mortgage lending and other financial programs. MoneyMax has never been registered with the Commission.

2. Todd A. Martin, age 37, resides in Littleton, Colorado. Martin has been the president of MoneyMax since its inception in 1997. Martin was associated with a registered broker-dealer from 1998 until 2002 but has not been associated with a registered broker-dealer since that time.

B. FACTS

1. From October 2005 through November 2005, MoneyMax and Martin offered and sold securities issued by Navigators International Management Co., Ltd. ("Navigators") to at least five investors, raising a total of approximately \$1.1 million.

2. MoneyMax and Martin told investors that they were participating in a bond funding program and would receive a 67% to 80% return, plus a return of principal, within 90 days of December 10, 2005. MoneyMax and Martin also told investors that their investments were safe and fully collateralized.

3. MoneyMax and Martin had arranged with Navigators that they would receive transaction-based compensation in connection with their sales of these securities.

4. The time period for payment to investors expired by March 11, 2006. No investors have received the promised returns.

5. Respondents offered the securities through means and instruments of interstate commerce. Respondents used telephonic and Internet communications to offer the securities to prospective investors.

¹ The findings herein are made pursuant to Respondents' Offers of Settlement and are not binding on any other person or entity in this or any other proceeding.

6. No registration statement was filed with the Commission or was in effect as to the transactions in securities issued by Navigators. Moreover, the securities issued by Navigators and sold by Respondents were not exempt from registration.

7. As a result of the conduct described above, Respondents willfully violated Sections 5(a) and 5(c) of the Securities Act and Section 15(a) of the Exchange Act.

8. Respondent MoneyMax has submitted a sworn Statement of Financial Condition dated May 20, 2007 and other evidence and has asserted its inability to pay a civil penalty. Respondent Martin has submitted a sworn Statement of Financial Condition dated May 15, 2007 and other evidence and has asserted his inability to pay a civil penalty.

IV.

In view of the foregoing, the Commission deems it appropriate, in the public interest, to impose the sanctions agreed to in the Offers of Respondents Martin and MoneyMax.

Accordingly, pursuant to Section 8A of the Securities Act and Sections 15(b) and 21C of the Exchange Act, it is hereby ORDERED that:

A. Respondents shall cease and desist from committing or causing any violations and any future violations of Sections 5(a) and 5(c) of the Securities Act and Section 15(a) of the Exchange Act.

B. Respondents be, and hereby are, barred from association with any broker or dealer, with the right to reapply for association after three (3) years to the appropriate self-regulatory organization, or if there is none, to the Commission.

C. Any reapplication for association by Respondents will be subject to the applicable laws and regulations governing the reentry process, and reentry may be conditioned upon a number of factors, including, but not limited to, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) any self-regulatory organization arbitration award to a customer, whether or not related to the conduct that served as the basis for the Commission order; and (d) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

D. Based upon MoneyMax's sworn representations in its Statement of Financial Condition dated May 20, 2007 and other documents submitted to the Commission, the Commission is not imposing a penalty against MoneyMax. Based upon Martin's sworn representations in his Statement of Financial Condition dated May 15, 2007 and other documents submitted to the Commission, the Commission is not imposing a penalty against Martin.

E. The Division of Enforcement ("Division") may, at any time following the entry of this Order, petition the Commission to: (1) reopen this matter to consider whether Respondents provided accurate and complete financial information at the time such representations were made; and (2) seek an order directing payment of the maximum civil penalty allowable under the law. No other issue shall be considered in connection with this petition other than whether the financial information provided by Respondents was fraudulent, misleading, inaccurate, or incomplete in any material respect. Respondents may not, by way of defense to any such petition: (1) contest the findings in this Order; (2) assert that payment of a penalty should not be ordered; (3) contest the imposition of the maximum penalty allowable under the law; or (4) assert any defense to liability or remedy, including, but not limited to, any statute of limitations defense.

By the Commission.

Nancy M. Morris
Secretary