UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES ACT OF 1933
Release No. 9615 / July 16, 2014

SECURITIES EXCHANGE ACT OF 1934
Release No. 72618 / July 16, 2014

ADMINISTRATIVE PROCEEDING
File No. 3-15975

In the Matter of **ERIK H. PERRY,** **Respondent.**	**ORDER INSTITUTING ADMINISTRATIVE AND CEASE-AND-DESIST PROCEEDINGS, PURSUANT TO SECTION 8A OF THE SECURITIES ACT OF 1933 AND SECTIONS 15(b) AND 21C OF THE SECURITIES EXCHANGE ACT OF 1934, MAKING FINDINGS, AND IMPOSING REMEDIAL SANCTIONS AND A CEASE-AND-DESIST ORDER**

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 Erik H. Perry ("Respondent").

II.

In anticipation of the institution of these proceedings, Respondent has submitted an Offer of Settlement (the "Offer") 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 him and the subject matter of these proceedings, which are admitted, Respondent consents to the entry of this Order Instituting Administrative and Cease-and-Desist Proceedings Pursuant to Section 8A of the Securities Act of

1933 and Sections 15(b) and 21C of the Securities Exchange Act of 1934, Making Findings, and Imposing Remedial Sanctions and a Cease-and-Desist Order ("Order"), as set forth below.

III.

On the basis of this Order and Respondent's Offer, the Commission finds[1] that:

Summary

These proceedings arise out of Respondent's conduct, in 2011, as chief executive officer of an issuer that filed periodic and other reports with the Commission. Through that conduct, Respondent both violated the antifraud provisions of the federal securities laws and caused violations of those provisions by others. Respondent directly violated the antifraud provisions by misrepresenting material facts to investors in a company press release, on the company's website, and through oral misstatements made directly to potential investors. Respondent also made misrepresentations and omissions of material fact in the issuer's public filings with the Commission concerning purported outside consultants, including concealing their criminal and/or regulatory histories. In addition, Respondent caused violations of the antifraud provisions by the issuer and the purported consultants by allowing the purported consultants to control and profit from the company while failing to disclose their roles as *de facto* officers and their disciplinary histories.

Respondent

1. Respondent was the chief executive officer and chairman of the board of Natural Blue Resources, Inc. ("Natural Blue") from January 2011 until June 2011. During that period, Natural Blue filed periodic and interim reports with the Commission. Respondent, 47 years old, resided in Beverly, Massachusetts, prior to relocating, in mid-2011, to Sofia, Bulgaria.

2. Respondent participated in an offering of Natural Blue stock, which is a penny stock.

Other Relevant Entities

3. Natural Blue was a Delaware corporation with it principal place of business in Woburn, Massachusetts. Natural Blue's securities formerly traded on the Over-the-Counter Bulletin Board under the ticker symbol NTUR. Natural Blue's corporate charter was declared forfeited by the Delaware Secretary of State in November 2010 due to failure to maintain a registered agent, and the company has not filed a periodic report with the Commission since it filed

[1] The findings herein are made pursuant to Respondent's Offer of Settlement and are not binding on any other person or entity in this or any other proceeding.

a Form 10-Q report for the quarterly period ended September 30, 2010 (originally filed in November 2010 and amended in February 2011).

4. Atlantic Dismantling and Site Contractors Corp. ("Atlantic Dismantling") is a privately held corporation based in Woburn, Massachusetts. Atlantic Dismantling was organized in July 2008 to engage in the business of demolition and sitework, which it did principally as a subcontractor on local construction projects. The company presently is inactive and in bankruptcy proceedings. Respondent was employed by Atlantic Dismantling prior to becoming the chief executive officer and chairman of Natural Blue.

5. Atlantic Acquisitions, LLC was a limited liability company based in Woburn, Massachusetts. It was organized in July 2010 to engage in the business of acquiring rights to defunct industrial buildings for the purpose of salvaging and selling scrap metal. Atlantic Acquisitions, LLC became the parent company of Atlantic Dismantling in January 2011 and was involuntarily dissolved by the Massachusetts Secretary of the Commonwealth in June 2013.

6. JEC Corp., incorporated in Nevada in May 2002, was a privately-held company organized to engage in consulting work. JEC Corp.'s principal place of business was Windermere, Florida, and it was owned by James E. Cohen, who was its president, and his family. JEC Corp.'s corporate status has been revoked by the Florida Secretary of State.

Other Relevant Persons

7. James E. Cohen, age 58, is a resident of Windermere, Florida, and a purported consultant to Natural Blue through JEC Corp. Cohen was a registered representative for various broker-dealer firms from 1987 to 1997 and subsequently was barred from association with broker-dealers by FINRA. On April 5, 2004, the Supreme Court of the State of New York sentenced Cohen to prison for a term of one to three years and ordered him to pay $545,000 in restitution following his guilty pleas to the crimes of attempted enterprise corruption and attempted grand larceny in the first degree.

8. Joseph A. Corazzi, age 63, is a resident of Albuquerque, New Mexico, and a purported consultant to Natural Blue through JEC Corp. From 1990 to 1999, Corazzi served as Chairman and Chief Executive Officer of Las Vegas Entertainment Network, Inc., a public company registered with the Commission that was sued by the Commission for fraudulently overstating its assets. On October 24, 2002, the Commission obtained a final judgment against Corazzi that permanently enjoined him from violating the antifraud provisions of the federal securities laws, imposed a civil penalty of $75,000, and barred him permanently from acting as an officer or director of a public company.[2]

[2] *SEC v. Las Vegas Entertainment, et al.*, 2:02-cv-07852-JFW-FMO (C.D. Cal.), Lit. Rel. 17779 (October 9, 2002).

Background

9. From January 2011 through June 2011 ("the relevant period"), Perry was the chief executive officer and chairman of the board of Natural Blue. Among other things, as chief executive officer, Perry provided content for and approved the publication of Natural Blue's press releases. He also provided information that appeared on Natural Blue's website and approved the content that was published on that website.

10. During the relevant period, on February 11, 2011, Natural Blue issued a press release announcing that the company had incorporated a wholly-owned subsidiary called Natural Blue Steel/Atlantic ("NBS/Atlantic"). The press release further stated that NBS/Atlantic had "entered into two new environmental restoration/demolition contracts totaling $2.5 million" as part of "a major infrastructure project taking place with the transit authority in Boston, MA." In fact, neither NBS/Atlantic nor its parent company, Natural Blue, ever entered into such contracts.

11. The Natural Blue press release, issued on February 11, 2011, also stated that NBS/Atlantic was negotiating another $6 million in contracts in southern Massachusetts and Rhode Island and, if they were obtained, those contracts "would bring NBS/Atlantic's total expected revenue for the year to in excess of $50 million." The press release quoted Perry as saying: "This is a great beginning to our revenue stream and I'm thrilled that our team [has] secured these contracts so quickly." In fact, there was no factual basis for the claim as to expected revenue. NBS/Atlantic had no signed contracts as of that date, and it never had any revenues.

12. During the relevant period, Natural Blue's website, in a section under the heading "Natural Blue Steel," contained a chart listing 19 purported current projects. Two of the projects identified on the chart as "work on hand" were projects of the transit authority in Boston, Massachusetts. The chart also listed the amount of $45,359,068 under the heading "Total Revenue Expected Thus Far for 2011." In fact, neither Natural Blue Steel (a subsidiary of Natural Blue), nor Natural Blue itself, nor any other Natural Blue subsidiary had obtained contracts for any of the projects listed on the chart or any other contracts. As a result, there was no factual basis for the claim as to the total revenue expected.

13. During the relevant period, Perry solicited investments in Natural Blue stock by means of material misrepresentations and omissions. Perry told potential investors, by telephone or in person, that Natural Blue was going to earn millions of dollars in revenues from operating contracts that Atlantic Dismantling had assigned or would assign to the company. Perry told the potential investors that Natural Blue already had contracts worth $45 million and, based on that, its stock should be valued at $0.60 per share, rather than the $0.26 per share it was then trading at. Perry also told the investors that Natural Blue's stock would jump in price and would be worth dollars per share when larger steel contracts were finalized over the next weeks and months. Based on those oral representations by Perry, several investors purchased Natural Blue stock directly from the company. In fact, there was no factual basis for Perry's claims because Natural Blue had no such contracts or revenues.

14. Perry also told the potential investors that Atlantic Dismantling was merging into Natural Blue and funneling money into Natural Blue. Contrary to Perry's representations, there was no merger between those companies, nor did Atlantic, which itself had chronic cash flow problems, funnel any money into Natural Blue.

15. During the relevant period, as Natural Blue's chief executive officer, Perry signed and authorized the filing of the company's amended Form 10-Q report for the quarterly period ended September 30, 2010 ("Amended 10-Q"). The Amended 10-Q disclosed that, in November 2009, Natural Blue had entered into two agreements with JEC Corp. -- an Engagement and Advisory Fee Agreement to provide services to identify and secure future merger and acquisition opportunities, and an Advisory and Management Fee Agreement to assist Natural Blue in creating and managing a new subsidiary that would pursue business in the steel business. The Amended 10-Q also disclosed that JEC Corp. was owned by one of Natural Blue's shareholders and that the shareholder "is related to our consultants." However, Natural Blue made material omissions in that disclosure that concealed the true role of the JEC Corp. consultants Cohen and Corazzi, as well as their disciplinary histories.

16. Natural Blue's Amended 10-Q failed to disclose that Cohen had been convicted on felony charges and incarcerated several years before his association with Natural Blue and that Corazzi had been sued by the Commission for securities fraud and barred permanently from acting as an officer or director of a public company. Perry was substantially aware of their histories at the time the Amended 10-Q was filed with the Commission. The filing also omitted to disclose that Cohen and Corazzi had created Natural Blue as a private company, orchestrated a reverse merger with a public company, and hand-picked all or most of Natural Blue's officers and directors. The Amended 10-Q also failed to disclose that Cohen and Corazzi caused Natural Blue to enter into the two consulting agreements that enabled them to profit financially from the company regardless of whether it succeeded or not, that they exerted substantial control over the company's operations, strategic decisions, and public statements, and that they engineered a January 2011 agreement between Natural Blue and Atlantic Dismantling (together with Atlantic Acquisitions) that created positive publicity although, ultimately, no financial benefit to Natural Blue.

17. As a result of the conduct described above, Perry willfully violated Section 17(a)(2) of the Securities Act and Section 10(b) of the Exchange Act and Rule 10b-5(b) thereunder, which prohibit fraudulent conduct in the offer or sale of securities and in connection with the purchase or sale of securities.

18. As a result of the conduct described above, Perry willfully caused violations by Natural Blue, Cohen, and Corazzi of Section 17(a)(1) and 17(a)(3) of the Securities Act and Section 10(b) of the Exchange Act and Rules 10b-5(a) and 10b-5(c), which prohibit fraudulent conduct in the offer or sale of securities and in connection with the purchase or sale of securities.

IV.

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

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. Respondent Perry cease and desist from committing or causing any violations and any future violations of Section 17(a) of the Securities Act, Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.

B. Respondent Perry be, and hereby is:

> barred from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act [15 U.S.C. § 78l] or that is required to file reports pursuant to Section 15(d) of the Exchange Act [15 U.S.C. § 78o(d)]; and
>
> 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.

C. Respondent shall, within 10 calendar days of the entry of this Order, pay a civil money penalty in the amount of $150,000 to the Securities and Exchange Commission. If timely payment is not made, additional interest shall accrue pursuant to 31 U.S.C. 3717. Payment must be made in one of the following ways:

> (1) Respondent may transmit payment electronically to the Commission, which will provide detailed ACH transfer/Fedwire instructions upon request;
> (2) Respondent may make direct payment from a bank account via Pay.gov through the SEC website at http://www.sec.gov/about/offices/ofm.htm; or
> (3) Respondent may pay by certified check, bank cashier's check, or United States postal money order, made payable to the Securities and Exchange Commission and hand-delivered or mailed to:
>
> Enterprise Services Center
> Accounts Receivable Branch
> HQ Bldg., Room 181, AMZ-341
> 6500 South MacArthur Boulevard
> Oklahoma City, OK 73169

Payments by check or money order must be accompanied by a cover letter identifying Erik H. Perry as a Respondent in these proceedings, and the file number of these proceedings; a copy of the cover letter and check or money order must be sent to John T. Dugan, Associate Regional Director, Division of Enforcement, Boston Regional Office, Securities and Exchange Commission, 33 Arch Street 23rd Floor, Boston, MA 02110-1424.

D. Such civil money penalty may be distributed pursuant to Section 308(a) of the Sarbanes-Oxley Act of 2002, as amended ("Fair Fund distribution"). Regardless of whether any such Fair Fund distribution is made, amounts ordered to be paid as civil money penalties pursuant to this Order shall be treated as penalties paid to the government for all purposes, including all tax purposes. To preserve the deterrent effect of the civil penalty, Respondent agrees that in any Related Investor Action, he shall not argue that he is entitled to, nor shall he benefit by, offset or reduction of any award of compensatory damages by the amount of any part of Respondent's payment of a civil penalty in this action ("Penalty Offset"). If the court in any Related Investor Action grants such a Penalty Offset, Respondent agrees that he shall, within 30 days after entry of a final order granting the Penalty Offset, notify the Commission's counsel in this action and pay the amount of the Penalty Offset to the Securities and Exchange Commission. Such a payment shall not be deemed an additional civil penalty and shall not be deemed to change the amount of the civil penalty imposed in this proceeding. For purposes of this paragraph, a "Related Investor Action" means a private damages action brought against Respondent by or on behalf of one or more investors based on substantially the same facts as alleged in the Order instituted by the Commission in this proceeding.

By the Commission.

Jill M. Peterson
Assistant Secretary