

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 98424 / September 18, 2023

ADMINISTRATIVE PROCEEDING
File No. 3-21488

In the Matter of

VINCENT J. CAPUTO,

Respondent.

**ORDER MAKING FINDINGS
AND IMPOSING REMEDIAL
SANCTIONS PURSUANT TO SECTION
15(b) OF THE SECURITIES EXCHANGE
ACT OF 1934**

I.

On June 12, 2023, the Securities and Exchange Commission (“Commission”) instituted public administrative proceedings pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Vincent J. Caputo (“Respondent” or “Caputo”).

II.

In connection with 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, and the findings contained in Section III.B. below, which are admitted, Respondent 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 (“Order”), as set forth below.

III.

On the basis of this Order and Respondent’s Offer, the Commission finds that:

A. From July 2018 through April 2019, Respondent acted as an unregistered broker or dealer while offering and selling the securities of MediXall Group, Inc. (“MediXall”). From 1992 until 2000, Caputo was registered as an associated person and worked for various introducing brokers registered with the Commodity Futures Trading Commission (“CFTC”) and the National Futures Association (“NFA”). The NFA charged Caputo in 1994 and 1995, alleging he engaged in fraudulent and deceptive sales solicitations. As a result, in March 1998, Caputo was temporarily barred from NFA membership for 1 year, and again, in April 1999, he was temporarily barred for six months. Caputo does not hold any securities licenses and has never been registered as or associated with a Commission registered broker-dealer. Respondent, 55 years old, is a resident of Fort Lauderdale, Florida.

B. On May 30, 2023, a final judgment was entered against Respondent, permanently enjoining him from future violations of Section 15(a)(1) of the Exchange Act, in the civil action entitled *Securities and Exchange Commission v. Caputo*, Civil Action Number 0:22-CV-61693, in the United States District Court for the Southern District of Florida.

C. The Commission’s complaint alleged, among other things, that from July 2018 to April 2019, Caputo served as an unregistered broker on behalf of TBG Holdings Corporation (“TBG”), a South Florida company that claims to assist startups or small public companies with their capital raising efforts. During that time, Caputo offered and sold shares of MediXall, whose securities qualified as a “penny stock” because they did not meet any of the exceptions from the definition of a “penny stock,” as defined by Section 3(a)(51) of the Exchange Act and Rule 3a51-1 thereunder. Caputo personally solicited dozens of investors nationwide and sold over \$500,000 of MediXall stock, advised investors about the merits of the investments, provided investors with offering materials, and directed them on how and where to send payments. For his efforts, Caputo received transaction based compensation, in the form of commissions, of approximately \$25,000 for his sales of MediXall stock.

D. At all relevant times, Caputo was not registered as a broker-dealer with the Commission or associated with a registered broker-dealer.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act, that Respondent Caputo be, and hereby is barred from association with any broker, dealer, investment adviser, municipal securities dealer, municipal advisor, transfer agent, or nationally recognized statistical rating organization.

Any reapplication for association by the Respondent 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, compliance with the Commission’s order and payment of any or all of the following: (a) any disgorgement or civil penalties ordered by a Court against the Respondent in any action brought by the Commission; (b) any disgorgement amounts ordered

against the Respondent for which the Commission waived payment; (c) any arbitration award related to the conduct that served as the basis for the Commission order; (d) 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 (e) any restitution order by a self-regulatory organization, whether or not related to the conduct that served as the basis for the Commission order.

By the Commission.

Vanessa A. Countryman
Secretary