

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, Respondent admits the Commission's jurisdiction over her and the subject matter of these proceedings, and the findings contained in paragraphs III. 2 and III. 4 below, and consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Rule 102(e) of the Commission's Rules of Practice, Making Findings, and Imposing Remedial Sanctions ("Order"), as set forth below.

III.

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

1. Pardo, age 72, is an Israeli citizen and resides in New York, New York. Pardo is a member of the New York State Bar. Pardo has never held any securities licenses and is not registered with the Commission in any capacity. Between August 2017 and 2018, Pardo held herself out as an attorney to potential investors in a digital asset security offering and established an attorney trust account in which the proceeds of the digital asset security offering were deposited.

2. On January 17, 2020, the Commission filed a complaint against Pardo in SEC v. Manor et al. (2: 20-cv-597) (SRC-CLW), in the United States District Court for the District of New Jersey. On June 16, 2023, the court entered an order permanently enjoining Pardo, by consent, from future violations of Sections 5(a), 5(c), and 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934 and Rule 10b-5 thereunder.

3. The Commission's complaint alleged, among other things, that Pardo, with others, conducted a fraudulent and unregistered offering of digital asset securities between approximately August 2017 and September 2018. As alleged, Pardo, with recidivist Boaz Manor and others, raised approximately \$30 million by engaging in a fraudulent scheme and lying to investors about such material matters as Manor's identity, his criminal background, and Manor's and Pardo's respective roles in several businesses.

4. On March 29, 2023, Pardo pled guilty to conspiracy to commit wire fraud (18 U.S.C. §§ 1343, 1349); wire fraud (18 U.S.C. § 1343), and securities fraud (15 U.S.C. §§ 78(j)(b) and 78(ff); 17 C.F.R § 140.10b-5, 18 U.S.C. § 2) before the United States District Court for the District of New Jersey, in United States v. Pardo (2:20-cr-00051 (SRC-2)).

5. The Indictment, unsealed on January 17, 2020, charged Pardo with conspiring with Manor to enrich themselves by making material misrepresentations and omissions concerning their personal and professional backgrounds, their roles in several businesses and the relationship among those businesses, and the use and functionality of the products these businesses were purportedly developing.

IV.

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

Accordingly, it is hereby ORDERED pursuant to Rule 102(e)(3)(i) of the Commission's Rules of Practice, effective immediately, that Pardo is suspended from appearing or practicing before the Commission as an attorney.

By the Commission.

Vanessa A. Countryman
Secretary