

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 62938 / September 20, 2010

ADMINISTRATIVE PROCEEDING
File No. 3-14056

In the Matter of

JEFFREY M. ZAMORSKY

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934,
AND NOTICE OF HEARING

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against Jeffrey M. Zamorsky (“Zamorsky”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

Jeffrey M. Zamorsky, age 32, is the president, secretary, treasurer and sole director of Icon World Corporation (“Icon”) and the manager of SUNCO Resources, LLC (“SUNCO”). Zamorsky is currently a resident of Englewood, Colorado. Zamorsky has never held any securities licenses and has not been affiliated with any broker or dealer registered with the SEC. Zamorsky solicited investors through private offering memoranda from Icon and SUNCO in exchange for commissions and engaged in unregistered broker-dealer conduct in connection with the Icon, SUNCO offerings.

B. ENTRY OF THE INJUNCTION

1. On March 31, 2009, a final judgment was entered against Zamorsky permanently enjoining him from future violations of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 (“Securities Act”), Section 10(b) and 15(a) of the Exchange Act and Rule 10b-5 thereunder, in the civil action entitled SEC v. Icon World Corporation (d/b/a Icon World Resources and Icon Corporation), SUNCO Resources, LLC, Jeffrey M. Zamorsky, Jesse Anthony “Tony” Aguilar, and Christine M. Zamorsky (a/k/a Christine M. Aguilar), Civil Action No. 08-cv-01088-MSK-CBS in the United States District Court for the District of Colorado.

2. According to the Commission’s complaint, in June 2006, Zamorsky incorporated Icon in Nevada and SUNCO in Wyoming. From June 2006 through February 2008, Zamorsky contacted various oil and gas exploration companies on behalf of Icon and SUNCO and purported to be interested in investing in or purchasing some of the oil and gas wells of said companies. Through this process Zamorsky obtained confidential proprietary information about the companies’ oil and gas wells. Zamorsky then put the proprietary confidential information in offering materials called private offering memorandum that contained multiple false and misleading statements. Between May 2007 and March 2008, Zamorsky, through the Icon/SUNCO oil and gas securities offerings, raised \$1,373,995 from 23 investors in at least 11 states. Through this activity, Zamorsky engaged in the business of effecting transactions in securities for the account of others. Zamorsky used the telephone and mail to effect purchases and sales of the interests in Icon and SUNCO, which were securities, for the accounts of the investors. Zamorsky was not affiliated with a broker-dealer registered with the Commission during the time in which he sold interests in Icon and SUNCO to investors. Zamorsky actively solicited investors to purchase securities by telephone conversations with investors.

3. By engaging in the conduct described in paragraph two above, the Commission’s complaint alleged that Zamorsky employed a scheme and artifice to defraud investors in the offer and sale of Icon/SUNCO oil and gas securities offerings, obtained money and property by means of materially false and misleading statements in the offer and sale of the Icon/SUNCO oil and gas securities offerings and engaged in transactions, practices, and courses of business that operated as a fraud and deceit upon purchasers. Zamorsky participated in the offer and sale of securities when no registration statement was in effect and no exemption from registration applied. In addition, Zamorsky acted as an unregistered broker-dealer in connection with the offer and sale of the Icon/SUNCO oil and gas securities offerings.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II are true and, in connection therewith, to afford Respondent an opportunity to establish any defense to such allegations;

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act.

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. §201.110.

IT IS FURTHERED ORDERED that Zamorsky shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice 17 C.F.R. §201.220.

If Zamorsky fails to file the directed answers, or fails to appear at a hearing after being duly notified, Zamorsky may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided in Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Zamorsky personally or by certified mail.

IT IS FURTHERED ORDERED that the Administrative Law Judge shall issue an initial decision no later than 210 days from the date of service of this Order, pursuant to Rule 360(a)(2) of the Commission's Rules of Practice.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceedings will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice.

Since this proceedings is not “rule making” within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy
Secretary

Service List

Rule 141 of the Commission's Rules of Practice provides that the Secretary, or another duly authorized officer of the Commission, shall serve a copy of the Order Instituting Administrative Proceedings Pursuant to Section 15(b) of the Securities Exchange Act of 1934 ("Order") and Notice of Hearing on the Respondent and his legal agents.

The attached Order has been sent to the following parties and other persons entitled to notice:

Honorable Brenda P. Murray
Chief Administrative Law Judge
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