

**UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION**

**SECURITIES EXCHANGE ACT OF 1934  
Release No. 70959 / November 27, 2013**

**ADMINISTRATIVE PROCEEDING  
File No. 3-15628**

**In the Matter of  
DANIEL IMPERATO,  
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 Daniel Imperato (“Respondent” or “Imperato”).

**II.**

After an investigation, the Division of Enforcement alleges that:

**A. RESPONDENT**

1. From at least December 2005 through at least 2008, Imperato controlled a Florida corporation called Imperiali, Inc. During this period, Imperiali sold stock to approximately 60 investors, raising approximately \$2.5 million. Imperato, who is a 55-year-old resident of West Palm Beach, Florida, was a broker in the securities transactions between Imperiali and investors.

**B. ENTRY OF THE INJUNCTION**

1. On November 8, 2013, a final judgment was entered against Imperato, permanently enjoining him from future violations of Sections 5 and 17 of the Securities Act of 1933 (“Securities Act”), Sections 10(b), 13(a), 13(b)(2)(A), 13(b)(2)(B), 13(b)(5), and 15(a) of the Exchange Act, and Rules 10b-5, 12b-20, 13a-1, 13a-11, 13a-13, 13b2-1, 13b2-2, and 13a-14, thereunder, and Section 34(b) of the Investment Company Act of 1940, in the civil action entitled

Securities and Exchange Commission v. Imperali, Inc., et al., Civil Action Number 9:12-cv-80021-KLR, in the United States District Court for the Southern District of Florida.

2. The Commission's complaint alleged that, from at least 2005 through 2008, Imperato used Imperali to carry out a securities-fraud scheme. In documents distributed to investors and in reports filed with the Commission, Imperato portrayed Imperali as a thriving corporation that owned several valuable subsidiaries. In reality, Imperali was just a shell corporation, and its subsidiaries were worthless or non-existent. During the scheme, Imperali sold stock to approximately 60 investors, raising approximately \$2.5 million. Imperato used the offering proceeds for purposes other than those promised, including to pay his travel expenses during his 2008 Presidential campaign. In the offering, Imperato was a broker in the transactions between Imperali and investors, but he was neither registered with the Commission as a broker or dealer nor associated with an entity registered with the Commission as a broker or dealer.

### **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 hereof are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations; and
- 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 FURTHER ORDERED that Respondent 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 Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent 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 by 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 Respondent personally or by certified mail.

IT IS FURTHER 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 proceeding 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 proceeding 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