

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

**INVESTMENT ADVISERS ACT OF 1940**  
**Release No. 3546 / February 5, 2013**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-15200**

In the Matter of

Juno Mother Earth Asset  
Management, LLC,

Respondent.

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 203(e) OF**  
**THE INVESTMENT ADVISERS ACT OF**  
**1940, MAKING FINDINGS, AND**  
**IMPOSING REMEDIAL SANCTIONS**

**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 203(e) of the Investment Advisers Act of 1940 (“Advisers Act”) against Juno Mother Earth Asset Management, LLC (“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 it and the subject matter of these proceedings and the findings contained in Section III.2 below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 203(e) of the Investment Advisers Act of 1940, 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. Juno is a Delaware limited liability company that has been registered as an investment adviser with the Commission since November 2007. During the time period relevant to the Commission's Complaint, Juno's principal place of business was New York, New York. Eugenio Verzili ("Verzili") and Arturo Allan Rodriguez Lopez a/k/a Arturo Rodriguez ("Rodriguez") each own at least 25% of Juno and control the day-to-day operations of Juno.

2. On August 14, 2012, a final judgment was entered by consent against Respondent, permanently enjoining Respondent from violations of Section 17(a) of the Securities Act of 1933, Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder, and Sections 203A, 206(1), 206(2), 206(4) and 207 of the Advisers Act, and Rules 206(4)-2 and 206(4)-8 thereunder, in the civil action entitled Securities and Exchange Commission v. Juno Mother Earth Asset Management, LLC, et al., Civil Action Number 11 Civ. 1778 (TPG), in the United States District Court for the Southern District of New York.

3. The Commission's Complaint alleged that Respondent, Rodriguez and Verzili orchestrated a multi-faceted scheme to defraud a hedge fund under their control, as well as the investors in the fund, and failed to comply with their fiduciary obligations to the hedge fund, through: (a) misappropriating approximately \$1.8 million of assets from a Respondent-advised hedge fund; (b) fraudulently concealing their misappropriation from the fund's independent directors; (c) inflating and misrepresenting Respondent's assets under management by approximately \$40 million; (d) filing false Forms ADV with the Commission that, among other things, failed to disclose transactions between Respondent and the hedge fund; (e) concealing Respondent's precarious financial condition; and (f) misrepresenting the amount of capital certain Respondent partners had invested in a Respondent-advised fund.

### IV.

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

Accordingly, it is hereby ORDERED pursuant to Section 203(e) of the Advisers Act that Respondent's registration as an investment adviser shall be and hereby is revoked.

By the Commission.

Elizabeth M. Murphy  
Secretary