

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 73466 / October 29, 2014**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-16224**

**In the Matter of**  
  
**EHPREN W. TAYLOR II,**  
  
**Respondents.**

**ORDER INSTITUTING**  
**ADMINISTRATIVE PROCEEDINGS**  
**PURSUANT TO SECTION 15(b)(6) OF**  
**THE SECURITIES EXCHANGE ACT OF**  
**1934, 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 15(b)(6) of the Securities Exchange Act of 1934 (“Exchange Act”) against Ephren W. Taylor II (“Respondent” or “Taylor”).

**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 him and the subject matter of these proceedings and the findings contained in Sections III.2. below, which are admitted, Respondent consents to the entry of this Order Instituting Administrative Proceedings Pursuant to Section 15(b)(6) of the Securities Exchange Act of 1934, 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. Taylor, age 31, was the Chairman and Chief Executive Officer of City Capital Corporation (“City Capital”), a now-defunct, OTC Link quoted Nevada corporation which offered various securities in the 2008-2010 time frame.

2. On August 8, 2012, a partial judgment was entered by consent against Taylor, permanently enjoining him from future violations of Sections 5 and 17(a) of the Securities Act of 1933 (“Securities Act”), Sections 10(b) and 15(b) of the Exchange Act, and Rule 10b-5 thereunder, in the civil action entitled *SEC v. City Capital Corp., et al*, Civil Action Number 1:12-CV-1249, in the United States District Court for the Northern District of Georgia, Atlanta Division.

3. The Commission’s complaint alleged that, in connection with the offer and sale of promissory notes allegedly to fund various small businesses and the offer and sale of interests in sweepstakes machines Taylor: misused and misappropriated investor funds; falsely stated to investors that their funds were invested and earning returns and that a portion of investment proceeds would be donated to charity; sent out phantom monthly returns to investors to conceal poor performance; and otherwise engaged in a variety of conduct which operated as a fraud and deceit on investors. The complaint also alleged that Taylor offered and sold unregistered securities, and effected transactions in the purchase or sale of securities without being registered as a broker or dealer, or being associated with a registered broker or 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’s Offer.

Accordingly, it is hereby ORDERED pursuant to Section 15(b)(6) of the Exchange Act, Respondent 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; and

barred from participating in any offering of a penny stock, including: acting as a promoter, finder, consultant, agent or other person who engages in activities with a broker, dealer or issuer for purposes of the issuance or trading in any penny stock, or inducing or attempting to induce the purchase or sale of any penny stock.

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, the satisfaction of any or all of the following: (a) any disgorgement ordered against the Respondent, whether or not the Commission has fully or partially waived payment of such disgorgement; (b) any arbitration award related to the conduct that served as the basis for the Commission order; (c) 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 (d) 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.

Brent J. Fields  
Secretary