

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 76263 / October 26, 2015

ADMINISTRATIVE PROCEEDING
File No. 3-16923

In the Matter of

JOSEPH J. AZZATA,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) 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) of the Securities Exchange Act of 1934 (“Exchange Act”) against Joseph J. Azzata (“Azzata” or “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 him 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 15(b) 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. Azzata, age 55, is the controlling shareholder, Chief Executive Officer, and Chairman of the Board of eCareer Holdings, Inc. He was a registered representative associated with various registered broker-dealers from 1994 to 2004, including several boiler rooms. He has been the subject of FINRA and state disciplinary actions in 2002 and 2006. Respondent participated in the offer and sale of eCareer's stock, which is a penny stock.

2. On October 5, 2015, a judgment was entered by consent against Azzata, permanently enjoining him from future violations of Sections 5(a) and (c) and 17(a) of the Securities Act of 1933, Sections 10(b) and 15(a) of the Exchange Act and Rules 10b-5 and 13a-14 thereunder, and from acting as a control person over any person who violates Section 13(a) of the Exchange Act and from aiding and abetting any violation of Section 13(a) of the Exchange Act, in the civil action entitled *Securities and Exchange Commission v. Joseph J. Azzata, et al.*, Civil Action Number 9:15-cv-80446-JIC-COHN, in the United States District Court for the Southern District of Florida.

3. The Commission's Complaint alleged, *inter alia*, that Azzata took part in a fraudulent scheme, which defrauded more than 400 investors out of more than \$11 million. The Commission has further alleged that investors were defrauded through a boiler room whose brokers and agents were hired by Azzata. In addition, the Commission alleged that to swindle millions of dollars from investors, Azzata carried out a fraudulent scheme, made material misrepresentations and omission to investors, and misappropriated funds.

IV.

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

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

Pursuant to Section 15(b)(6) of the Exchange Act Respondent Azzata be, and hereby is 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.

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

Brent J. Fields
Secretary