

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 53177 / January 25, 2006**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-12160**

**IN THE MATTER OF JEFFREY G. NUNEZ**

The Commission (Commission) announced today that it entered an Order Instituting Administrative Proceedings pursuant to Section 15(b) of the Securities Exchange Act of 1934 (Order) against Jeffrey G. Nunez (Nunez). In the Order, the Division of Enforcement alleges that, on January 9, 2006, a final judgment was entered against Nunez, permanently enjoining him from future violations of Sections 5(a) and 5(c) of the Securities Act of 1933 (Securities Act) in the civil action entitled Securities and Exchange Commission v. Morgan Cooper, et al., Case No. 1:05CV00207 before the United States District Court for the District of Columbia. The final judgment also ordered Nunez to pay a \$55,000 civil penalty. The violations occurred during the Spring and Summer of 2000, during which time Nunez was a registered representative of Providential Securities, Inc., a broker-dealer registered with the Commission.

The Commission's complaint alleged that Nunez participated in an unregistered distribution of securities in violation of Sections 5(a) and 5(c) of the Securities Act. The distribution occurred in connection with a reverse merger of a privately-held company into an existing publicly-held shell and the subsequent sale of hundreds of thousands of shares of the company to the public in transactions that were not registered with the Commission as required by Section 5 of the Securities Act. Nunez attended meetings where fundraising for the public company was discussed and at which he learned about the reverse merger and the plan to distribute shares of the company to the public. Nunez then acted as the securities broker for a brokerage account used as a depository for many of the shares that he, in turn, sold to several of his customers in unregistered transactions.

A hearing will be scheduled before an administrative law judge to determine whether the allegations contained in the Order are true, to provide Nunez an opportunity to dispute these allegations, and to determine what, if any, remedial action is appropriate in the public interest against Nunez pursuant to Section 15(b)(6) of the Exchange Act.

The order requires the administrative law judge to 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.