

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

**SECURITIES EXCHANGE ACT OF 1934**  
**Release No. 55094 / January 12, 2007**

**ACCOUNTING AND AUDITING ENFORCEMENT**  
**Release No. 2539 / January 12, 2007**

**ADMINISTRATIVE PROCEEDING**  
**File No. 3-12534**

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<b>In the Matter of</b>	:	
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<b>CHARLES R. EISENSTEIN,</b>	:	<b>ORDER OF SUSPENSION PURSUANT</b>
	:	<b>TO RULE 102(e)(2) OF THE</b>
<b>Respondent.</b>	:	<b>COMMISSION'S RULES OF PRACTICE</b>
	:	
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**I.**

The Securities and Exchange Commission (“Commission”) deems it appropriate to issue an order of forthwith suspension of Charles R. Eisenstein (“Eisenstein”), pursuant to Rule 102(e)(2) of the Commission’s Rules of Practice [17 C.F.R. §200.102(e)(2)].<sup>1</sup>

**II.**

The Commission finds that:

1. Eisenstein, age 56 of Brooklyn, New York, is not, nor has he ever been at any time relevant to this proceeding, a certified public accountant (“CPA”) licensed to practice in any jurisdiction or before the Commission.<sup>2</sup>
2. On August 12, 2002, Eisenstein pled guilty to one count of securities fraud in

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<sup>1</sup> Rule 102(e)(2) provides in pertinent part: Any . . . person who has been convicted of a felony or a misdemeanor involving moral turpitude shall be forthwith suspended from appearing or practicing before the Commission.”

<sup>2</sup> In an audit report filed with a Form 8-K with the Commission, Eisenstein falsely represented that he was a CPA and that he had audited the financial statements of the public company.

violation of Title 15 of the United States Code, Sections 78j(b) and 78ff before the United States District Court for the Southern District of New York, in United States v. Charles Eisenstein, Crim. Information No. 1:02-CR-905. On March 10, 2003, a judgment in the criminal case was entered against Eisenstein, he was sentenced to 2 years probation and ordered to pay fines in the amount of \$2,500.

### **III.**

In view of the foregoing, the Commission finds that Eisenstein has been convicted of a felony within the meaning of Rule 102(e)(2) of the Commission's Rules of Practice.

Accordingly, IT IS ORDERED, that Eisenstein is forthwith suspended from appearing or practicing before the Commission pursuant to Rule 102(e)(2) of the Commission's Rules of Practice.

By the Commission.

Nancy M. Morris  
Secretary