

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 65597 / October 20, 2011

ADMINISTRATIVE PROCEEDING
File No. 3-14597

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| In the Matter of | : | |
| | : | |
| Jason C. Goldfarb, | : | ORDER OF SUSPENSION PURSUANT |
| | : | TO RULE 102(e)(2) OF THE |
| Respondent. | : | COMMISSION'S RULES OF PRACTICE |
| | : | |
| | : | |

I.

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

II.

The Commission finds that:

1. Goldfarb was licensed to practice law in the State of New York in 2004.
2. The Supreme Court of the State of New York has disbarred Goldfarb from the practice of law effective April 2011.
3. On April 21, 2011 Goldfarb pled guilty to one count of securities fraud, in violation of Title 15, United States Code, Sections 78j(b) and 78ff, Title 17, Code of Federal Regulations, Sections 240.10b-5 and 240.10b5-2, and Title 18, United States Code, Section Two; and one count of conspiracy to commit securities fraud, in violation of Title 18, United States Code, Section 371, before the United States District Court for the Southern District of New York, in *United States v. Jason Goldfarb*, 10 CR 0056. As a result of this conviction, Goldfarb was sentenced to three years in a federal penitentiary and ordered to pay a \$200 assessment and a \$32,500 fine, and to forfeit \$1,103,131.

¹ Rule 102(e)(2) provides in pertinent part: “Any attorney who has been suspended or disbarred by a court of the United States or of any State . . . or 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.”

III.

In view of the foregoing, the Commission finds that Goldfarb has been disbarred by the Supreme Court of the State of New York and has been convicted of a felony, all within the meaning of Rule 102(e)(2) of the Commission's Rules of Practice.

Accordingly, it is ORDERED, that Jason Goldfarb 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.

Elizabeth M. Murphy
Secretary