

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 57091 / January 3, 2008

ACCOUNTING AND AUDITING ENFORCEMENT
Release No. 2764 / January 3, 2008

ADMINISTRATIVE PROCEEDING
File No. 3-12919

In the Matter of

DANIEL J. SKRYPEK, CPA,

Respondent.

:
:
:
:
:
:
:
:
:
:

**ORDER INSTITUTING ADMINISTRATIVE
PROCEEDINGS PURSUANT TO RULE
102(e) OF THE COMMISSION'S RULES OF
PRACTICE, 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 against Daniel J. Skrypek (“Respondent” or “Skrypek”) pursuant to Rule 102(e)(3)(i) of the Commission’s Rules of Practice.¹

II.

In anticipation of the institution of these proceedings, Skrypek 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.3. below, which are admitted, Skrypek consents to the entry of

¹ Rule 102(e)(3)(i) provides, in relevant part, that:

The Commission, with due regard to the public interest and without preliminary hearing, may, by order, . . . suspend from appearing or practicing before it any . . . accountant . . . who has been by name . . . permanently enjoined by any court of competent jurisdiction, by reason of his or her misconduct in an action brought by the Commission, from violating or aiding and abetting the violation of any provision of the Federal securities laws or of the rules and regulations thereunder.

this Order Instituting Administrative Proceedings Pursuant to Rule 102(e) of the Commission's Rules of Practice, 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. Skrypek, age 34, is and has been a certified public accountant licensed to practice in the State of Minnesota. From 1999 until his termination on March 14, 2005, he served as Controller of Buca, Inc. ("Buca"). From 2001 until 2005, Skrypek also acted as a vice president of Buca. In addition, Skrypek was Buca's interim CFO from February 15, 2005 until March 14, 2005.

2. Buca was, at all relevant times, a Minnesota corporation with its principal place of business in Minneapolis, Minnesota. Buca is the holding company for the Buca di Beppo restaurant chain. Buca conducted an initial public offering of its stock in 1999. Since Buca's initial public offering, its common stock has been registered pursuant to Section 12(g) of the Securities Exchange Act of 1934 ("Exchange Act") and traded on NASDAQ.

3. On June 7, 2006, the Commission filed a complaint against Skrypek in the civil action entitled Securities and Exchange Commission v. Greg A. Gadel and Daniel J. Skrypek, Civil Action Number 06-cv-2320, in the United States District Court for the District of Minnesota. On December 21, 2007, the court entered a final judgment against Skrypek, permanently enjoining him from future violations of Section 17(a) of the Securities Act of 1933 ("Securities Act"), Sections 10(b), 13(b)(5), and 14(a) of the Exchange Act and Rules 10b-5, 13b2-1, 13b2-2, 14a-3, and 14a-9 thereunder, and from aiding and abetting violations of Sections 13(a), 13(b)(2)(A), and 13(b)(2)(B) of the Exchange Act and Rules 12b-20, 13a-1, and 13a-13 thereunder. The final judgment also prohibited Skrypek from acting as an officer or director of any issuer that has a class of securities registered pursuant to Section 12 of the Exchange Act, or that is required to file reports pursuant to Section 15(d) of the Exchange Act, for a period of five years after entry of the final judgment.

4. The Commission's complaint alleged, among other things, that Skrypek participated in a course of conduct which resulted in Buca filing materially false and misleading financial statements in the company's annual reports on Form 10-K for the fiscal years ended 2000, 2001, 2002, and 2003, and in the company's quarterly reports for all four quarters in fiscal years 2000 through 2003 and the first three quarters of fiscal year 2004. The complaint alleged that Skrypek facilitated Buca's engaging in improper accounting practices that materially increased its pre-tax income, which was a departure from Generally Accepted Accounting Principles ("GAAP"), including improperly capitalizing expenses. The complaint also alleged that Skrypek failed to ensure the disclosure of two related party transactions involving Buca's Chief Executive Officer and a series of related party transactions in which Buca's Chief Financial Officer was involved. The complaint further alleged that Skrypek signed management representation letters on behalf of Buca that provided false and misleading information to Buca's auditors concerning the

company's financial statements. In addition, the complaint alleged that Skrypek was involved in drafting proxy statements that materially understated the compensation of Buca's Chief Executive Officer and Chief Financial Officer.

IV.

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

Accordingly, it is hereby ORDERED, effective immediately, that:

A. Skrypek is suspended from appearing or practicing before the Commission as an accountant.

B. After five (5) years from the date of this Order, Skrypek may request that the Commission consider his reinstatement by submitting an application (attention: Office of the Chief Accountant) to resume appearing or practicing before the Commission as:

1. a preparer or reviewer, or a person responsible for the preparation or review, of any public company's financial statements that are filed with the Commission. Such an application must satisfy the Commission that Skrypek's work in his practice before the Commission will be reviewed either by the independent audit committee of the public company for which he works or in some other acceptable manner, as long as he practices before the Commission in this capacity; and/or

2. an independent accountant. Such an application must satisfy the Commission that:

(a) Skrypek, or the public accounting firm with which he is associated, is registered with the Public Company Accounting Oversight Board ("Board") in accordance with the Sarbanes-Oxley Act of 2002, and such registration continues to be effective;

(b) Skrypek, or the registered public accounting firm with which he is associated, has been inspected by the Board and that inspection did not identify any criticisms of or potential defects in his or the firm's quality control system that would indicate that he will not receive appropriate supervision;

(c) Skrypek has resolved all disciplinary issues with the Board, and has complied with all terms and conditions of any sanctions imposed by the Board (other than reinstatement by the Commission); and

(d) Skrypek acknowledges his responsibility, as long as he appears or practices before the Commission as an independent accountant, to comply with all requirements of the Commission and the Board, including, but not limited to, all requirements relating to registration, inspections, concurring partner reviews and quality control standards.

C. The Commission will consider an application by Skrypek to resume appearing or practicing before the Commission provided that his state CPA license is current and he has resolved all other disciplinary issues with the applicable state boards of accountancy. However, if state licensure is dependent on reinstatement by the Commission, the Commission will consider an application on its other merits. The Commission's review may include consideration of, in addition to the matters referenced above, any other matters relating to Skrypek's character, integrity, professional conduct, or qualifications to appear or practice before the Commission.

By the Commission.

Nancy M. Morris
Secretary