

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 9:15-cv-80446-JIC-COHN

SECURITIES AND EXCHANGE COMMISSION,	)
	)
Plaintiff,	)
v.	)
	)
ECAREER HOLDINGS, INC., ECAREER, INC.,	)
JOSEPH J. AZZATA, DEAN A. ESPOSITO,	)
JOSEPH DEVITO, and FREDERICK J. BIRKS,	)
	)
Defendants,	)
	)
VIPER ASSET MANAGEMENT, LLC,	)
ESPO CONSULTING, LLC,	)
DJC CONSULTING, LLC,	)
J & D MARKETING, LLC,	)
GRYPHON ASSET MANAGEMENT, LLC, and	)
CARLA AZZATA,	)
Relief Defendants	)
_____	)

**[Proposed] ORDER GRANTING PLAINTIFF SECURITIES AND EXCHANGE  
COMMISSION’S MOTION FOR A JUDGMENT AGAINST RELIEF DEFENDANT  
CARLA AZZATA**

This cause comes before the Court upon the Motion by Plaintiff Securities and Exchange Commission for a Judgment against Relief Defendant Carla Azzata (“Motion for Judgment”). The Court finds that good cause exists for the Court to grant the Commission’s Motion for Judgment. In addition, by the Consent annexed hereto, without admitting or denying any of the allegations in the Complaint filed by the Commission, except she admits the allegation as to the jurisdiction of this Court over her and the subject matter of this action and as otherwise provided herein, Relief Defendant Carla Azzata has agreed to the entry of this Judgment (“Judgment”). Accordingly, the motion is **GRANTED**, and the Court hereby orders as follows:

I.

**ASSET FREEZE**

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED** that until further Order of the Court:

- A. Relief Defendant Carla Azzata, and her directors, officers, agents, servants, employees, attorneys, depositories, banks, and those persons in active concert or participation with him, and each of them, who receive notice of this order by personal service, mail, email, facsimile transmission or otherwise, be and hereby are, restrained from, directly or indirectly, transferring, setting off, receiving, changing, selling, pledging, assigning, liquidating or otherwise disposing of, or withdrawing any assets or property, including but not limited to cash, free credit balances, fully paid for securities, personal property, real property, and/or property pledged or hypothecated as collateral for loans, or charging upon or drawing from any lines of credit, owned by, controlled by, or in the possession of, whether jointly or singly, and wherever located; however, (1) Relief Defendant Carla Azzata's engagement ring that was the subject of a October 30, 2015 Fair Market Value Appraisal done by Duane W. Hutchison, that was provided by counsel for Relief Defendant Carla Azzata to the SEC; and (2) Relief Defendant Carla Azzata's wedding ring that was the subject of a October 11, 2015 Appraisal Report for Estate Purposes done by C. Roger Barnes, that was provided by counsel for Relief Defendant Carla Azzata to the SEC, are hereby released from the asset freeze; and
- B. Any financial or brokerage institution or other person or entity holding any such funds or other assets, in the name, for the benefit or under the control of Relief Defendant Azzata, directly or indirectly, held jointly or singly, and wherever located, and which receives actual notice of this order by personal service, mail, email, facsimile, or otherwise, shall hold and retain within its control and prohibit the withdrawal, removal, transfer, disposition, pledge, encumbrance, assignment, set off, sale, liquidation, dissipation, concealment, or other disposal of any such funds or other assets.

**II.**

**DISGORGEMENT & PREJUDGMENT INTEREST THEREON**

**IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that Relief Defendant Carla Azzata shall pay disgorgement of ill-gotten gains and prejudgment interest thereon. The Court shall determine the amounts of the disgorgement and prejudgment interest thereon upon motion of the Commission. Prejudgment interest shall be calculated from January 1, 2015 through the date of filing the Commission's Motion to set disgorgement and prejudgment interest thereon, based on the rate of interest used by the Internal Revenue Service for the underpayment of federal income tax as set forth in 26 U.S.C. § 6621(a)(2). In connection with the Commission's motion for disgorgement and prejudgment interest thereon, and at any hearing held on such a motion: (a) Relief Defendant Carla Azzata may not challenge the validity of the Consent or this Judgment; (b) solely for the purposes of such motion, the allegations of the Complaint shall be accepted as and deemed true by the Court, except that Relief Defendant Azzata may contest the amount of money she received and the amount of disgorgement; and (c) the Court may determine the issues raised in the motion on the basis of affidavits, declarations, excerpts of sworn deposition or investigative testimony, and documentary evidence, without regard to the standards for summary judgment contained in Rule 56(c) of the Federal Rules of Civil Procedure. In connection with the Commission's motion for disgorgement and/or civil penalties, the parties may take discovery, including discovery from appropriate non-parties.

**III.**

**RECORDS PRESERVATION**

**IT IS HEREBY FURTHER ORDERED, ADJUDGED, AND DECREED** that until further Order of the Court, Relief Defendant Carla Azzata, any of her directors, officers, agents, servants, employees, attorneys, depositories, banks, and those persons in active concert or

participation with him, and each of them, be and they hereby are restrained and enjoined from, directly or indirectly, destroying, mutilating, concealing, altering, disposing of, or otherwise rendering illegible in any manner, any of the books, records, documents, correspondence, brochures, manuals, papers, ledgers, accounts, statements, obligations, files and other property of or pertaining to any of the Defendants or Relief Defendants, wherever located and in whatever form, electronic or otherwise.

**IV.**

**INCORPORATION OF THE CONSENT**

**IT IS FURTHER ORDERED, ADJUDGED, AND DECREED** that the Consent of Relief Defendant Azzata to Judgment is incorporated herein with the same force and effect as if fully set forth herein, and that he shall comply with all of the undertakings and agreements set forth therein.

**V.**

**RETENTION OF JURISDICTION**

**IT IS HEREBY FURTHER ORDERED** that this Court shall retain jurisdiction over this matter and Relief Defendant Carla Azzata in order to implement and carry out the terms of all Orders and Decrees that may be entered and/or to entertain any suitable application or motion for additional relief within the jurisdiction of this Court, and will order other relief that this Court deems appropriate under the circumstances.

**VI.**

**RULE 54(b) CERTIFICATION**

There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil Procedure, the Clerk is ordered to enter this Judgment forthwith and without further notice.

**DONE AND ORDERED** this \_\_\_\_ day of November 2015, at \_\_\_\_\_, Florida.

\_\_\_\_\_  
**UNITED STATES DISTRICT JUDGE  
JAMES I. COHN**

Copy to all counsel and parties of record