

UNITED STATES OF AMERICA
Before the
SECURITIES AND EXCHANGE COMMISSION

SECURITIES EXCHANGE ACT OF 1934
Release No. 70581 / September 30, 2013

ADMINISTRATIVE PROCEEDING
File No. 3-15546

In the Matter of

JAMES L. BRANDOLINO,

Respondent.

ORDER INSTITUTING
ADMINISTRATIVE PROCEEDINGS
PURSUANT TO SECTION 15(b) OF THE
SECURITIES EXCHANGE ACT OF 1934
AND NOTICE OF HEARING

I.

The Securities and Exchange Commission (“Commission”) deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted pursuant to Section 15(b) of the Securities Exchange Act of 1934 (“Exchange Act”) against James L. Brandolino (“Brandolino” or “Respondent”).

II.

After an investigation, the Division of Enforcement alleges that:

A. RESPONDENT

1. Brandolino, 45 years old, was the Senior Managing Partner of Brandolino Investment Group, LLC, an Illinois limited liability company that purported to be a registered investment adviser specializing in managing portfolios with asset classes that include equities and managed futures. Neither Brandolino nor Brandolino Investment Group, LLC, was registered as an investment adviser with the Commission. From October 1999 through January 2001 and from April 2002 through October 2005, Brandolino was a registered representative associated with broker-dealers registered with the Commission. During the relevant period, Brandolino was a resident of Chicago, Illinois. He is currently residing at the Duluth Prison Camp in Duluth, Minnesota.

B. ENTRY OF RESPONDENT'S CRIMINAL CONVICTION

2. On August 9, 2011, Brandolino pled guilty to one count of mail fraud in violation of 18 U.S.C. 1341 before the United States District Court for the Northern District of Illinois, in United States v. James Brandolino, Crim. Complaint No. 11-CR-0033. On May 2, 2013, a judgment in the criminal case was entered against Brandolino. He was sentenced to a prison term of 107 months and ordered to pay approximately \$3.7 million in restitution.

3. The count of the criminal complaint to which Brandolino pled guilty alleged, inter alia, that from 2003 to January 2011, in connection with certain managed accounts and the offer and sale of investment interests in commodity pools, Brandolino knowingly devised a scheme to defraud investors, obtained money and property by means of materially false and fraudulent statements and by material omissions, and delivered false account statements by the United States Mail.

III.

In view of the allegations made by the Division of Enforcement, the Commission deems it necessary and appropriate in the public interest that public administrative proceedings be instituted to determine:

A. Whether the allegations set forth in Section II hereof are true and, in connection therewith, to afford Respondent an opportunity to establish any defenses to such allegations;

B. What, if any, remedial action is appropriate in the public interest against Respondent pursuant to Section 15(b) of the Exchange Act;

IV.

IT IS ORDERED that a public hearing for the purpose of taking evidence on the questions set forth in Section III hereof shall be convened at a time and place to be fixed, and before an Administrative Law Judge to be designated by further order as provided by Rule 110 of the Commission's Rules of Practice, 17 C.F.R. § 201.110.

IT IS FURTHER ORDERED that Respondent shall file an Answer to the allegations contained in this Order within twenty (20) days after service of this Order, as provided by Rule 220 of the Commission's Rules of Practice, 17 C.F.R. § 201.220.

If Respondent fails to file the directed answer, or fails to appear at a hearing after being duly notified, the Respondent may be deemed in default and the proceedings may be determined against him upon consideration of this Order, the allegations of which may be deemed to be true as provided by Rules 155(a), 220(f), 221(f) and 310 of the Commission's Rules of Practice, 17 C.F.R. §§ 201.155(a), 201.220(f), 201.221(f) and 201.310.

This Order shall be served forthwith upon Respondent personally or by certified mail.

IT IS FURTHER ORDERED that the Administrative Law Judge shall 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.

In the absence of an appropriate waiver, no officer or employee of the Commission engaged in the performance of investigative or prosecuting functions in this or any factually related proceeding will be permitted to participate or advise in the decision of this matter, except as witness or counsel in proceedings held pursuant to notice. Since this proceeding is not "rule making" within the meaning of Section 551 of the Administrative Procedure Act, it is not deemed subject to the provisions of Section 553 delaying the effective date of any final Commission action.

By the Commission.

Elizabeth M. Murphy
Secretary