

ORIGINAL



0000094855

**GREENBERG TRAURIG, LLP**

**RECEIVED**

ATTORNEYS AT LAW

SUITE 700

2375 EAST CAMELBACK ROAD

PHOENIX, ARIZONA 85016

(602) 445-8000

2009 MAR 25 P 1:10

AZ CORP COMMISSION  
DOCKET CONTROL

Brian J. Schulman (SBN 015286)  
*Attorney for Citigroup Global Markets, Inc.*

**BEFORE THE ARIZONA CORPORATION COMMISSION**

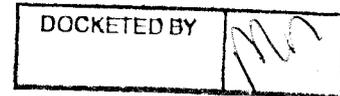
COMMISSIONERS

KRISTIN K. MAYES, Chairman  
GARY PIERCE  
PAUL NEWMAN  
SANDRA D. KENNEDY  
BOB STUMP

Arizona Corporation Commission

**DOCKETED**

MAR 25 2009



In the matter of  
CITIGROUP GLOBAL MARKETS, INC.,  
388 Greenwich Street  
New York, NY 10013

DOCKET NO. S-03538A-09-0096

Respondent.

MOTION AND CONSENT OF LOCAL  
COUNSEL FOR TEMPORARY PRO  
HAC VICE ADMISSION OF HARRY J.  
WEISS

Undersigned counsel, pursuant to Rule 38 of the Rules of the Arizona Supreme Court, moves the Commission, for good cause shown, to temporarily admit Harry J. Weiss as counsel *pro hac vice* in this action. Mr. Weiss desires temporary admission *pro hac vice* to appear on behalf of his client, CitiGroup Global Markets, Inc. at the open meeting before the Arizona Corporation Commission, scheduled for April 14, 2009. Due to unforeseen circumstances, it is necessary for Mr. Weiss to obtain *pro hac vice* admission on short notice.

In support of this motion, the following exhibits are attached hereto:

- 1. the original Verified Application for Appearance *pro hac vice*;

- 1           2.     the original Certificates of Good Standing; and  
2           3.     the State Bar of Arizona Notice of Receipt.

3           Undersigned counsel, Brian J. Schulman, is currently admitted, practices, and is a  
4 member in good standing with the Arizona Bar, and agrees to serve as designated local  
5 counsel for the subject case.

6           DATED this 24<sup>th</sup> day of March, 2009.

7 

8 \_\_\_\_\_  
9 Brian J. Schulman  
10 *Attorney for CitiGroup Global Markets, Inc.*

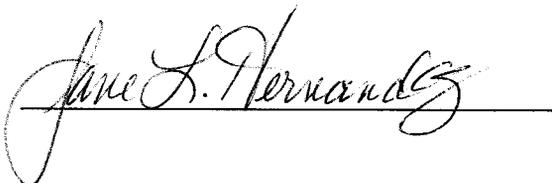
11 ORIGINAL and 13 copies of the foregoing  
12 filed this 24<sup>th</sup> day of March, 2009, with:

13 Arizona Corporation Commission  
14 Docket Control Center  
15 1200 West Washington  
16 Phoenix, AZ 85007-2996

17 COPY of the foregoing hand-delivered  
18 this 24<sup>th</sup> day of March, 2009 to:

19 Matthew J. Neubert, Director  
20 Securities Division  
21 Arizona Corporation Commission  
22 1300 W. Washington, Third Floor  
23 Phoenix, AZ 85007

24 Lyn Farmer  
25 Arizona Corporation Commission  
26 1300 W. Washington, Third Floor  
Phoenix, AZ 85007

27 

# **EXHIBIT 1**



Attn: Pro Hac Vice Dept  
 PO Box 53099  
 Phoenix, AZ 85072-3099  
 Phone: 602-340-7239

For Official Use Only  
 App# 1004549  
 Bar Number# P170511

RECEIVED

MAR 16 2009

**Application for Appearance Pro Hac Vice**

**PART I: Applicant Information**

Name of Applicant: Harry J. Weiss

Firm/Company Name: Wilmer Cutler Pickering Hale and Dorr LLP

Office Address: 1875 Pennsylvania Avenue, NW, Washington, D.C. 20006

Telephone: (202) 663-6993 Fax: (202) 663-6363 Email Address: harry.weiss@wilmerhale.com

Residence Address: 7020 Armat Drive, Bethesda, MD 20817

Title of cause or case where applicant seeks to appear: Order to Cease and Desist, Order for Administrative Penalties, and Consent to Same By: Respondent Citigroup Global Markets, Inc.

Docket Number: S-03538A-09-0096

Court, Board, or Administrative Agency: Arizona Corporations Commission

Party on whose behalf applicant seeks to appear: Citigroup Global Markets, Inc.

**Pursuant to Arizona Supreme Court Rule 38(i)(3), the applicant shall complete the information below:**

Courts to Which Applicant Has Been Admitted: <i>(Attach additional pages if needed)</i>	Date of Admission:	Bar Number:
<u>Commonwealth of Massachusetts, Supreme Judicial Court</u>	<u>1/18/1977</u>	<u>521180</u>
<u>District of Columbia Court of Appeals</u>	<u>10/4/1993</u>	<u>439369</u>
<u>State of New York, Supreme Court</u>	<u>12/10/2008</u>	<u>4629184</u>
_____	_____	_____

Applicant is a member in good standing in such courts.

Applicant is not currently disbarred or suspended in any court.

Applicant  is /  is not (select one) currently subject to any pending disciplinary proceeding or investigation by any court, agency or organization authorized to discipline attorneys at law.

In the preceding three (3) years, applicant has filed applications to appear as counsel under AZ ST S.Ct., Rule 38(a) in the following:

Title of Matter:	Docket #:	Court or Agency:	App Granted? (Y/N)
<u>N/A</u>	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

This case or cause  is /  is not (select one) a related or consolidated matter for which applicant has previously applied to appear pro hac vice in Arizona. If this matter is a related or consolidated with any previous application, Applicant certifies that he/she will review and comply with appropriate rules of procedure as required in the underlying cause.

If applicable, please provide related or consolidated matter application or docket# \_\_\_\_\_



# **EXHIBIT 2**

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

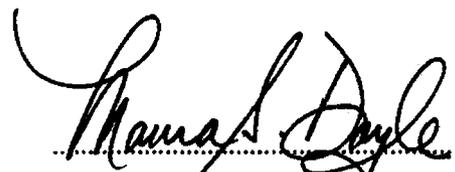
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **eighteenth** day of **January** A.D. **1977**, said Court being the highest Court of Record in said Commonwealth:

Harry J. Weiss

being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court\*.

In testimony whereof, I have hereunto set my hand and affixed the seal of said Court, this **tenth** day of **March** in the year of our Lord **two thousand and nine**.



  
MAURA S. DOYLE, Clerk

\* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.



District of Columbia Court of Appeals  
Committee on Admissions  
500 Indiana Avenue, N.W. — Room 4200  
Washington, D. C. 20001  
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

HARRY J. WEISS

---

was on the 4<sup>TH</sup> day of OCTOBER, 1993

duly qualified and admitted as an attorney and counselor and entitled to practice before this Court and is, on the date indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have hereunto subscribed my name and affixed the seal of this Court at the City of Washington, D.C., on March 5, 2009.

GARLAND PINKSTON, JR., CLERK

By: M. Charles  
Deputy Clerk



*State of New York*  
*Supreme Court, Appellate Division*  
*Third Judicial Department*

---

*I, Michael J. Novack, Clerk of the Appellate Division of the Supreme Court of the State of New York, Third Judicial Department, do hereby certify that*

*Harry Jay Weiss*

*having taken and subscribed the Constitutional Oath of Office as prescribed by law, was duly licensed and admitted to practice by this Court as an Attorney and Counselor at Law in all courts of the State of New York on the 10th day of December, 2008, is currently in good standing and is registered with the Administrative Office of the Courts as required by section four hundred sixty-eight-a of the Judiciary Law.*

*In Witness Whereof, I have hereunto set my hand and affixed the Seal of said Court, at the City of Albany, this 9th day of March, 2009.*



*Michael J. Novack*  
\_\_\_\_\_  
*Clerk*

# **EXHIBIT 3**

**Superior Court  
ARIZONA CORPORATION COMMISSION**

In the Matter of Order of Cease and Desist, )  
 Order for Administrative Penalties, and ) **CASE # S-03538A-09-0096**  
 Consent to Same by Respondent Citigroup )  
 Global Markets, Inc. ) **SBA App # 1004549**  
 )  
 )  
 )

**NOTICE OF RECEIPT OF  
COMPLETE APPLICATION**

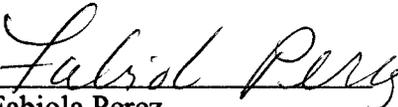
NOTICE IS HEREBY given by THE STATE BAR OF ARIZONA that it has received the verified application and fee from Harry Weiss .

In addition to this application, applicant has made the following applications to appear pro hac vice, pursuant to Rule38 (a), within the previous three (3) years:

Title of Matter	Court/Agency	Date	Granted?	
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	Yes	No
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	Yes	No

Exhibit A, the original verified application and Exhibit B, the original Certificate(s) of Good Standing are attached hereto.

DATED this 20<sup>th</sup> day of March 2009

  
 Fabiola Perez  
 Resource Center  
 State Bar of Arizona

Original Mailed on this 20<sup>th</sup> day of March 2009 to:

Mr Brian Schulman  
 Greenberg Traurig LLP  
 2375 E Camelback Rd Suite 700  
 Phoenix, AZ 85016-9000