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ARIZONA CORPORATION COMM.

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In re Merrill Lynch, Pierce et al,

CASE NO. S-03497A-09-0439

SBA App # 1005016

**MOTION TO APPEAR
PRO HAC VICE**

Merrill Lynch Pierce, Fenner & Smith Incorporated ("Merrill Lynch"), through undersigned counsel Laura M. Kam of DLA Piper LLP (US), respectfully moves the Arizona Corporation Commission for the admission of Christine A. Bruenn of Bingham McCutchen LLP to participate pro hac vice as co-counsel for Merrill Lynch in the above-entitled action. In support of this motion, the undersigned states:

1. Christine A. Bruenn is a member in good standing of the Massachusetts Bar and has been licensed to practice in the Commonwealth of Massachusetts since 2006. Ms. Bruenn is also an active member in good standing of the Maine State Bar and has been licensed to practice in the State of Maine since 1987.

2. Christine A. Bruenn is not now, nor has she ever been, under suspension or subject to any other disciplinary action with respect to the practice of law.

Originals of Ms. Bruenn's Notice of Receipt of Complete Application, Nonresident Attorney Pro Hac Vice Application, and certificates of good standing from the Massachusetts Supreme Judicial Court and the Board of Overseers of the Bar of the State of Maine are attached hereto as Exhibit A.

Arizona Corporation Commission
DOCKETED

OCT 23 2009

DOCKETED BY *MM*

AZ CORP COMMISSION
DOCKET CONTROL

2009 OCT 23 11:17

RECEIVED

1 RESPECTFULLY SUBMITTED this 22nd day of October, 2009.

2 DLA PIPER LLP (US)

3 By 

4 Laura M. Kam (AZ Bar No. 025918)

5 laura.kam@dlapiper.com

6 DLA PIPER LLP (US)

7 2525 East Camelback Road, Suite 1000

8 Phoenix, AZ 85016-4232

9 *Attorneys for Merrill Lynch, Pierce, Fenner*
10 *& Smith, Inc.*

11 **ORIGINAL** and 13 copies of the
12 foregoing filed this 22nd day of
13 October, 2009 with:

14 Arizona Corporation Commission
15 1200 West Washington Avenue
16 Phoenix, AZ 85007-2996

17 **COPY** of the foregoing mailed
18 this 22nd day of October, 2009 to:

19 Christine A. Bruenn
20 Bingham McCutchen LLP
21 85 Exchange Street, Suite 300
22 Portland, ME 04101

23 

EXHIBIT A

1 **Arizona Corporation Commission**

2
3 In the matter of)
4 Merrill Lynch Pierce et al)
5)
6)
7)
8)

CASE # S03497A090439

SBA App # 1005016

NOTICE OF RECEIPT OF COMPLETE APPLICATION

9 NOTICE IS HEREBY given by THE STATE BAR OF ARIZONA that it has
10 received the verified application and fee from Christine Bruenn.

11 In addition to this application, applicant has made the following applications to appear
12 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

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

17 DATED this 9th day of October 2009



18 Mirna A Lerma
19 Resource Center
20 State Bar of Arizona

21 Original Mailed on this 9th day of October 2009 to:

22 Ms Laura Kam
23 DLA Piper LLP
24 2525 E Camelback Rd Suite 1000
25 Phoenix, AZ 85016-4232



For Official Use Only
App# 10080110
Bar Number# P172829

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

Application for Appearance Pro Hac Vice

PART I: Applicant Information

Name of Applicant: Christine A. Bruenn

Firm/Company Name: Bingham McCutchen LLP

Office Address: 85 Exchange Street, Suite 300, Portland, ME 04101

Telephone: (207) 780-8288 Fax: (207)780-8298 Email Address: christine.bruenn@bingham.com

Residence Address: _____

Title of cause or case where applicant seeks to appear: In re Merrill Lynch Pierce, Fenner & Smith Incorporated

Docket Number: S-03497A-09-0439

Court, Board, or Administrative Agency: Arizona Corporation Commission

Party on whose behalf applicant seeks to appear: Merrill Lynch Pierce, Fenner & Smith Incorporated

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>Supreme Judicial Court of Massachusetts</u>	<u>12/19/2006</u>	<u>668284</u>
<u>Maine Supreme Judicial Court</u>	<u>9/17/1987</u>	<u>003708</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)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

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# _____

OCT 2 2009
By 10156589F
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PART II: Local Counsel Information

Name of Arizona Local Counsel: Laura M. Kam

State Bar of Arizona Number: 025918

Address: DLA Piper LLP; 2525 East Camelback Road; Suite 1000; Phoenix, Arizona 85016-4232

Telephone: (480) 606-5118 Fax: (480) 606-5518 Email Address: laura.kam@dlapiper.com

- Local Counsel is a member in good standing.
- Local Counsel associating with a nonresident attorney in a particular cause shall accept joint responsibility with the nonresident attorney to the client, to opposing parties and counsel, and to court, board, or administrative agency in that particular cause.

PART III: Parties and Certification

Name(s) of each party in this cause and name and address of all counsel of record:

Party:	Counsel of Record:	Address:
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Applicant is including with this application a nonrefundable application fee, payable to the State Bar of Arizona, in the amount of \$460.00. Fifteen percent of the non-refundable application fee paid pursuant to this section shall be deposited into a civil legal services fund to be distributed by the Arizona Foundation for Legal Services and Education entirely to approved legal services organizations, as that term is defined in subparagraph (f) of this rule.

Applicant is furnishing a certificate from the state bar or from the clerk of the highest admitting court of each state, territory, or insular possession of the United States in which the nonresident attorney has been admitted to practice law certifying the nonresident attorney's date of admission to such jurisdiction and the current status of the nonresident attorney's membership or eligibility to practice therein. The certificate furnished shall be no more than forty-five (45) days old.

Applicant certifies the following:

1. Applicant shall be subject to the jurisdiction of the courts and agencies of the State of Arizona and to the State Bar of Arizona with respect to the law of this state governing the conduct of attorneys to the same extent as an active member of the State Bar of Arizona, as provided in Rule 46(b) Rules of the Supreme Court.
2. Applicant will review and comply with appropriate rules of procedure as required in the underlying cause.
3. Applicant understands and shall comply with the standards of conduct required of members of the State Bar of Arizona.

Verification

STATE OF Maine
 County of Cumberland) ss.

I, Christine Bruenn, swear that all statements in the application are true, correct and complete to the best of my knowledge and belief.

Dated: September 29, 2009 Applicant's Signature: Christine A. Bruenn

SUBSCRIBED AND SWORN TO before me this 29th day of Sept, 2009, by

Christine Bruenn
 Name of Applicant

Nancy Mackin
 Notary Public

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

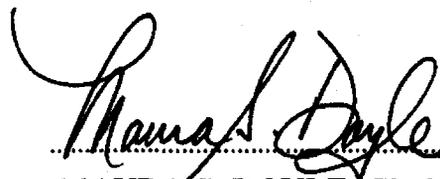
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the nineteenth day of December A.D. **2006**, said Court being the highest Court of Record in said Commonwealth:

Christine A. Bruenn

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 **twenty-eighth** day of **September** 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.

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Established by the Maine Supreme Judicial Court

97 Winthrop Street
P O Box 527
Augusta, ME 04332-0527

Phone 207-623-1121 • Fax 207-623-4175
Email board@mebaroverseers.org • Web www.mebaroverseers.org

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J. Scott Davis

ASSISTANT BAR COUNSEL
Aria Eee
Jacqueline L.L. Gomes

**CERTIFICATE OF GOOD STANDING
AND DISCIPLINARY RECORD SEARCH**

Christine A. Bruenn, Esquire
Bingham McCutchen, LLP
85 Exchange Street, Suite 300
Portland, ME 04101-5045

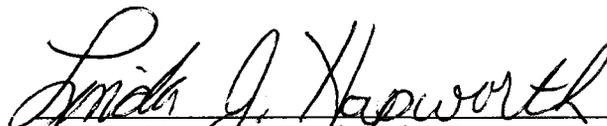
RE: Christine A. Bruenn, Esquire

This is to certify that according to the registration records of Maine's Board of Overseers of the Bar Attorney Christine A. Bruenn, of Portland, State of Maine, Bar #3708) was admitted to the Maine Bar on September 17, 1987 and is presently registered and in good standing with the Board of Overseers of the Bar as an active practitioner.

The Board's records further indicate the following disciplinary record information:

Reprimands: None
Suspensions: None
Disbarments: None

Dated at Augusta, County of Kennebec, State of Maine on September 25, 2009.


Linda J. Hapworth, Registration Secretary

