

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

JAMES A. KNAUER as the Court Appointed)
Receiver for HEARTLAND FINANCIAL)
SERVICES, INC. and JMS INVESTMENT)
GROUP, LLC,)

CAUSE NO. IP01-1168-C T/G

Plaintiffs,)

vs.)

JONATHON ROBERTS FINANCIAL)
GROUP, INC.,)
ALLIANCE CAPITAL MANAGEMENT)
CORP.,)
ANDOVER SECURITIES, INC.,)
FSC SECURITIES CORPORATION, and)
FFP SECURITIES, INC.,)

Defendants.)

VERIFIED MOTION TO ADMIT ATTORNEYS PRO HAC VICE

Comes now Defendant, FFP Securities, Inc., by the undersigned counsel, a member of the Bar of this Court, and respectfully moves the Court to admit Thomas E. Wack and Leo J. Asaro of the law firm Bryan Cave LLP, One Metropolitan Square, 211 N. Broadway, Suite 3600, St. Louis, Missouri 63102-2750, pro hac vice, so that they may participate in the above-captioned action on behalf of Defendant, FFP Securities, Inc., as co-counsel with the law firm of Riley Bennett & Egloff, LLP. In support of this Motion, the undersigned counsel shows the Court as follows:

1. Mr. Wack has been admitted to practice and has been a member in good standing of the Bar of the State of Missouri since 1969; the United States District Court for the Eastern District of Missouri since 1970; the United States Court of Appeals, Eighth Circuit, since 1972; the United States Court of Appeals, Ninth Circuit, since 1993; and the United States Supreme Court since 1980.

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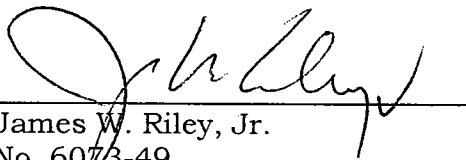
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2. Mr. Asaro has been admitted to practice and has been a member in good standing of the Bar of the State of Illinois since 1979; the Bar of the State of Missouri and the United States District Court, Eastern District of Missouri since 1984; United States Court of Appeals, Seventh Circuit, since 1989; and the United States Court of Appeals, Eighth Circuit, and the United States Supreme Court since 1990.

3. Messrs. Wack and Asaro are familiar with this action, and have been requested by Defendant, FFP Securities, Inc., to be actively involved in its defense in this action.

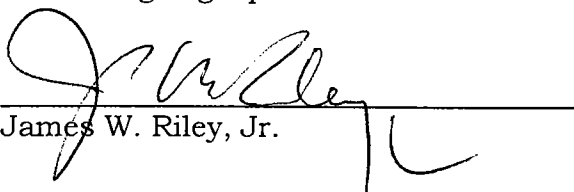
WHEREFORE, Defendant, FFP Securities, Inc., respectfully moves the Court to admit Thomas E. Wack and Leo J. Asaro of the law firm Bryan Cave LLP, pro hac vice, to the Bar of this Court for the purpose of participating in the defense of this matter as co-counsel with the law firm of Riley Bennett & Egloff, LLP and for all other relief proper in the premises.

RILEY BENNETT & EGLOFF, LLP


James W. Riley, Jr.
No. 6073-49
Attorneys for Defendant
FFP Securities, Inc.

VERIFICATION

I, James W. Riley, Jr., one of the attorneys for Defendant, FFP Securities, Inc., do affirm under the penalties for perjury, that the foregoing representations are true.


James W. Riley, Jr.

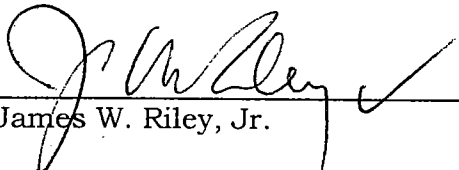
RILEY BENNETT & EGLOFF, LLP
One American Square
Box 82035
Indianapolis, IN 46282
(317) 636-8000
(317) 636-8027 (fax)

CERTIFICATE OF SERVICE

I hereby certify that a true and exact copy of the foregoing Verified Motion to Admit Attorneys Pro Hac Vice has been served this 28th day of September, 2001, via First Class United States Mail, postage prepaid, upon:

William Bock III
Kroger Gardis & Regas
Bank One Center/Circle
111 Monument Circle, #900
Indianapolis, IN 46204

William L. O'Connor
Kightlinger and Gray
151 North Delaware Street
Market Square Center, Suite 660
Indianapolis, IN 46204


James W. Riley, Jr.

JWR/6008.110/rsa/4708-1/client