

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC
RECORDING CORPORATION; BMG MUSIC;
CAPITOL RECORDS, INC.; ELEKTRA
ENTERTAINMENT GROUP INC.; INTERSCOPE
RECORDS; LAFACE RECORDS LLC; MOTOWN
RECORD COMPANY, L.P.; PRIORITY RECORDS
LLC; SONY BMG MUSIC ENTERTAINMENT; UMG
RECORDINGS, INC., VIRGIN RECORDS
AMERICA, INC.; and WARNER BROS. RECORDS
INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK
GORTON; and GREG BILDSON,

Defendants.

**NOTICE OF MOTION FOR
ADMISSION PRO HAC VICE**

CIVIL ACTION NO. 06 CV. 5936
(GEL)

PLEASE TAKE NOTICE that, upon the Affidavit of Lauren E. Handler, submitted
herewith, the undersigned respectfully moves this Court for an Order pursuant to Rule 1.3(c) of
the Local Rules of this Court, admitting Susan K. Hellinger pro hac vice to the Bar of this Court
for the purpose of representing Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton and
Greg Bildson in the above-captioned proceeding.

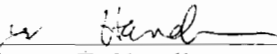
Dated: May 7, 2007.
Morristown, NJ

6/14/06 #25 5 5-07 016

Respectfully submitted,

Of counsel:

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC
RECORDING CORPORATION; BMG MUSIC;
CAPITOL RECORDS, INC.; ELEKTRA
ENTERTAINMENT GROUP INC.; INTERSCOPE
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RECORDINGS, INC., VIRGIN RECORDS
AMERICA, INC.; and WARNER BROS. RECORDS
INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK
GORTON; and GREG BILDSON,

Defendants.

**AFFIDAVIT OF SUSAN K.
HELLINGER IN SUPPORT OF
MOTION FOR ADMISSION PRO
HAC VICE**

CIVIL ACTION NO. 06 CV. 5936
(GEL)

STATE OF TEXAS)
)ss.:
COUNTY OF HARRIS)

SUSAN K. HELLINGER, being duly sworn, deposes and says:

1. I am an attorney duly admitted to practice law in the State of Texas and I am Of Counsel with the law firm of Porter & Hedges LLP, located at Reliant Energy Plaza, 1000 Main Street, 36th Floor, Houston, Texas 77002. I submit this affidavit in support of my application to be admitted *pro hac vice* to practice before this Court as attorney for Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson.

2. I am admitted to practice law in the following venues:

- (a) State of Texas
- (b) United States Court of Appeals for the Fifth Circuit
- (c) United States District Court for the Southern District of Texas

- (d) United States District Court for the Northern District of Texas
- (e) United States District Court for the Western District of Texas

3. No disciplinary proceedings are presently pending, nor have disciplinary proceedings ever been instituted against me, nor has any license, certificate or privilege to appear and practice before any judicial or regulatory administrative body ever been suspended or revoked, nor have I ever resigned, withdrawn, terminated or attempted to terminate my office as an attorney in order to avoid disciplinary or disbarment proceedings. True and accurate copies of the Certificates of Good Standing from the State Bar of Texas and The Supreme Court of Texas are annexed hereto as **Exhibit A**.

4. Due to my attorney-client relationship with the Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson, I have requested that an application be made for my admission before this Court *pro hac vice*, so that I may appear in this action on behalf of Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson for purposes of pretrial proceedings and trial.

5. I have not applied for plenary admission to this Court, thus necessitating the instant application for *pro hac vice* admission. If this application is granted, I subject myself to the jurisdiction of the courts of New York generally, and of this Court specifically, with respect to acts occurring during the course of my participation in this matter.

6. It is respectfully submitted that there is good cause for my admission *pro hac vice* in this matter because of my attorney-client relationship with Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson.

WHEREFORE, I respectfully request that this Court grant the instant application for the purpose of permitting me to appear in this action on behalf of Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson for purposes of pretrial proceedings and trial.

I HEREBY DECLARE and certify under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing statements made by me are true and correct. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

Dated: May 3, 2007


SUSAN K. HELLINGER, Esq.

The Supreme Court of Texas

AUSTIN

CLERK'S OFFICE

I, **BLAKE HAWTHORNE**, Clerk of the Supreme Court of Texas, certify that the records of this office show that

SUSAN KOPECKY HELLINGER

was duly admitted and licensed as an attorney and counselor at law by the Supreme Court of Texas on the 5th day of November, 1993.

I further certify that the records of this office show that, as of this date

SUSAN KOPECKY HELLINGER

is presently enrolled with the State Bar of Texas as an active member in good standing.

IN TESTIMONY WHEREOF witness my hand
and the seal of the Supreme Court of
Texas at the City of Austin, this 16th day
of April, 2007.

BLAKE HAWTHORNE, Clerk

by Andrea King
Andrea King, Deputy Clerk

No. 0664

STATE BAR OF TEXAS



Office of The Chief Disciplinary Counsel

April 18, 2007


RE: **Ms. Susan Kopecky Hellinger**
State Bar Number - **00787855**

To Whom it May Concern:

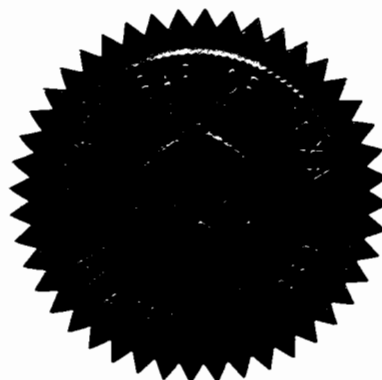
This is to certify that Ms. Susan Kopecky Hellinger was licensed to practice law in Texas on November 05, 1993 and is an active member in good standing with the State Bar of Texas.

Good Standing means that the attorney is current on payment of Bar dues and attorney occupation tax; has met Minimum Continuing Legal Education requirements; and is not presently under either administrative or disciplinary suspension.

No disciplinary action involving professional misconduct has been taken against the attorney's law license. This certification expires 30 days from this date, unless sooner revoked or rendered invalid by operation of rule or law.


John A. Neal
Chief Disciplinary Counsel

JN/ec



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; BMG MUSIC; CAPITOL RECORDS, INC.; ELEKTRA ENTERTAINMENT GROUP INC.; INTERSCOPE RECORDS; LAFACE RECORDS LLC; MOTOWN RECORD COMPANY, L.P.; PRIORITY RECORDS LLC; SONY BMG MUSIC ENTERTAINMENT; UMG RECORDINGS, INC., VIRGIN RECORDS AMERICA, INC.; and WARNER BROS. RECORDS INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK GORTON; and GREG BILDSON,

Defendants.

**DECLARATION OF
LAUREN E. HANDLER IN
SUPPORT OF MOTION FOR
ADMISSION PRO HAC VICE**

CIVIL ACTION NO. 06 CV. 5936
(GEL)

Lauren E. Handler, an attorney duly admitted to practice law before this Court, hereby declares the following to be true under penalty of perjury:

1. I am an attorney admitted to practice law in the State of New York and before the United States District Court for the Southern District of New York. The facts set forth herein are based upon my personal knowledge.

2. This declaration is submitted in support of the undersigned's application for an order pursuant to Local Rule 1.3(c) for *pro hac vice* admission of Susan K. Hellinger, Esq., an attorney in good standing in the State of Texas

3. My firm, Porzio, Bromberg & Newman, P.C., represents Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson, in this action. Our firm has a New

York City office located at 156 West 56th Street, New York, NY 10019-3800. Porzio, Bromberg & Newman, P.C. has been retained by the defendants to conduct this litigation in New York with the advice of Susan K. Hellinger, Esq. of the law firm Porter & Hedges LLP.

4. As shown by the Affidavit of Susan K. Hellinger, Esq., sworn to on April 26, 2007, (submitted simultaneously herewith), Ms. Hellinger is a practicing attorney and Of Counsel of the firm Porter & Hedges LLP, located at Reliant Energy Plaza, 1000 Main Street, 36th Floor, Houston, Texas 77002. Ms. Hellinger has been heavily involved in the defendants' legal affairs, and, as such, is fully familiar with the facts of this case. Based on the extended relationship that the defendants have with Ms. Hellinger and her firm, they have requested that Ms. Hellinger be permitted to assist and represent defendants in this proceeding, including at trial. Ms. Hellinger is admitted to practice law in and is a member in good standing of the Bar of the State of Texas, United States Court of Appeals for the Fifth Circuit, the United States District Court for the Southern District of Texas, the United States District Court for the Northern District of Texas, and the United States District Court for the Western District of Texas.

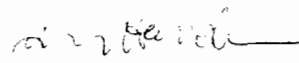
5. I agree to be primarily responsible for the conduct of the within case.

6. As shown in the accompanying affidavit, Susan K. Hellinger, Esq. agrees to be bound by the standards of professional conduct imposed upon members of the United States District Court, Southern District of New York bar and the New York State bar and, if this application is granted, she subjects herself to the jurisdiction of the courts of New York with respect to any acts occurring during the course of their participation in this matter.

7. It is respectfully submitted that good cause exists to admit Susan K. Hellinger, Esq., *pro hac vice* in this matter because of her attorney-client relationship with Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson.

WHEREFORE, it is respectfully requested that this Court specially admit Susan K. Hellinger, Esq. for the purpose of participating in this action as counsel for Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton, and Greg Bildson.

I HEREBY DECLARE and certify under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing statements made by me are true and correct. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.



Lauren E. Handler

Dated: May 7, 2007

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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RECORDING CORPORATION; BMG MUSIC;
CAPITOL RECORDS, INC.; ELEKTRA
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RECORDS; LAFACE RECORDS LLC; MOTOWN
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LLC; SONY BMG MUSIC ENTERTAINMENT; UMG
RECORDINGS, INC., VIRGIN RECORDS
AMERICA, INC.; and WARNER BROS. RECORDS
INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK
GORTON; and GREG BILDSON.

Defendants.

**ORDER GRANTING PRO HAC
VICE ADMISSION TO SUSAN K.
HELLINGER, ESQ.**

CIVIL ACTION NO. 06 CV. 5936
(GEL)

This matter having been opened to the Court by Porzio, Bromberg & Newman, P.C., attorneys for Defendants Lime Wire LLC, Lime Group LLC, Mark Gorton and Greg Bildson on application for the admission *pro hac vice* of Susan K. Hellinger, Esq. of the law firm of Porter & Hedges, L.L.P., 1000 Main Street, 36th Floor, Houston, Texas, and

The Court having considered that application, and for other good cause shown,

It is on this ____ day of _____, 2007,

ORDERED that for the purposes of the above-captioned matter, Susan K. Hellinger is hereby admitted to the Bar of the United States District Court for the Southern District of New York *pro hac vice*.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC
RECORDING CORPORATION; BMG MUSIC;
CAPITOL RECORDS, INC.; ELEKTRA
ENTERTAINMENT GROUP INC.; INTERSCOPE
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RECORD COMPANY, L.P.; PRIORITY RECORDS LLC;
SONY BMG MUSIC ENTERTAINMENT; UMG
RECORDINGS, INC., VIRGIN RECORDS AMERICA,
INC.; and WARNER BROS. RECORDS INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC; MARK GORTON;
and GREG BILDSON,

Defendants.

AFFIDAVIT OF SERVICE

CIVIL ACTION NO. 06 CV. 5936
(GEL)

STATE OF NEW YORK)
)ss.:
COUNTY OF NEW YORK)

Suzanne Hammill, being sworn says: I am not a party to the action, am over 18 years of age and reside in Staten Island, New York.

On May 8, 2007, 2007, I served a true copy of the annexed **NOTICE OF MOTION FOR PRO HAC VICE ADMISSION, DECLARATION OF LAUREN E. HANDLER, ESQ., AFFIDAVIT OF SUSAN K. HELLINGER, ESQ. and PROPOSED ORDER** by mailing the same via The United State Postal Service, First Class Mail in a sealed envelope, addressed to the last known address of the addressee(s) as indicated below:

Katherine B. Forrest
Cravath, Swaine & Moore LLP
825 Eighth Avenue
New York, NY 10019
Attorneys for Plaintiffs


Suzanne Hammill

Sworn to before me this
8th day of May, 2007

NOTARY PUBLIC

ALLAN YOUNG
Notary Public, State of New York
No. 02Y01277218
Qualified in New York County
Commission Expires May 5, 20 **11**