

**STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT**

**IN THE MATTER OF: MARY CATHERINE  
FITZGERALD**

**FILE NO. 0500256**

**ORDER OF DENIAL**

**TO THE RESPONDENT:** Mary Catherine Fitzgerald  
(CRD#: 1943079)  
6000 Rathbone Drive  
Parker, Texas 75002

C/o H.D. Vest Investment Services  
6333 North State Highway 161  
4<sup>th</sup> Floor  
Irving, Texas 75038-2200

WHEREAS, a Summary Order of Denial was issued by the Secretary of State on August 1, 2005, which denied Mary Catherine Fitzgerald's (the "Respondent") application for registration as a salesperson in the State of Illinois until further order from the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Summary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Summary Order final.

WHEREAS, the Respondent has failed to request a hearing on the matters contained in the Summary Order within thirty (30) calendar days of the entry of said Summary Order and the Respondent is hereby deemed to have admitted the facts alleged in the said Summary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the said Summary Order as the Secretary of State's Findings of Fact as follows:

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1. That on October 5, 2004, NASD entered a Letter of Acceptance, Waiver and Consent (AWC) submitted by the Respondent regarding File No. C06040031 which sanctioned the Respondent as follows:
  - a. suspended from association with any NASD member firm in any capacity for thirty (30) days; and
  - b. fined \$61,779, which includes disgorgement of commissions in the amount of \$51,779 and a monetary fine in the amount of \$10,000.
2. That the AWC found from approximately May 2000 through September 2000, the Respondent recommended and effected unsuitable B share transactions on behalf of at least two customers. Specifically, she recommended that customer RE purchase more than \$1.4 million worth of Class B mutual fund shares in four different mutual fund families, including over \$700,000 in one fund family. Additionally, she recommended that customer JA purchase more than \$2.1 million worth of Class B mutual fund shares in four different mutual fund families, including almost \$1 million in one fund family. Her recommendations were unsuitable for each customer in light of the dollar amounts being invested. Had she recommended Class A shares, RE and JA could have: (a) been eligible to receive breakpoints on Class A share purchases and avoided, or minimized, up-front sales charges; (b) paid lower 12b-1 fees throughout the duration of their investments; and (c) avoided being subject to contingent deferred sales charges. Accordingly, RE and JA could have paid significantly less fees and expenses by investing in Class A shares.

Such acts, practice and course of conduct constitute violations of NASD Conduct Rules 2110 and 2310, and IM-2310-2 by the Respondent.
3. That Section 8.E(1)(j) of the Act provides, *inter alia*, that the registration of a salesperson may be denied if the Secretary of State finds that such salesperson has been suspended by any self-regulatory organization registered under the Federal 1934 Act or the Federal 1974 Act arising from any fraudulent or deceptive act or a practice in violation of any rule, regulation or standard duly promulgated by the self-regulatory organization.
4. That the NASDR is a self-regulatory organization as specified in Section 8.E(1)(j) of the Act.
5. That by virtue of the foregoing, the Respondent's registration as a salesperson in the State of Illinois is subject to denial pursuant to Section 8.E(1)(j) of the Act.

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NOW IT IS HEREBY ORDERED THAT: Mary Catherine Fitzgerald's application for registration as a salesperson in the State of Illinois is DENIED.

DATED: This 2nd day of September 2005.

A handwritten signature in black ink that reads "Jesse White" with a stylized flourish at the end.

JESSE WHITE  
Secretary of State  
State of Illinois

NOTICE: This is a final order subject to administrative review pursuant to the Administrative Review Law, [735 ILCS 5/3-101 et seq.] and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. 1., Sec. 130.1123). Any action for judicial review must be commenced within thirty-five days from the date a copy of this Order is served upon the party seeking review.