

STATE OF ILLINOIS  
SECRETARY OF STATE  
SECURITIES DEPARTMENT

IN THE MATTER OF: MAX J. SILBERMAN

FILE NO. 0500100

CONSENT ORDER OF WITHDRAWAL

TO THE RESPONDENT:

Max J. Silberman  
(CRD #: 423803)  
32 Orchard Circle  
Orange Village, Ohio 44022

C/O Oppenheimer & Co., Inc.  
125 Broad Street 16<sup>th</sup> Floor  
New York, New York 10004

C/o Steven L. Wasserman  
Attorney At Law  
Chernett Wasserman  
Yarger Pasternak, LLC.  
The Tower at Erieview  
1301 East 9<sup>th</sup> Street Suite 3300  
Cleveland, Ohio 44114

WHEREAS, Respondent on the 11<sup>th</sup> day of August 2006 executed a certain Stipulation to Enter Consent Order of Withdrawal (the "Stipulation"), which hereby is incorporated by reference herein.

WHEREAS, by means of the Stipulation, Respondent has admitted to the jurisdiction of the Secretary of State and service of the Corrected Notice of Hearing of the Secretary of State, Securities Department, dated May 1, 2006 in this proceeding (the "Notice") and Respondent has consented to the entry of this Consent Order of Withdrawal ("Consent Order").

WHEREAS, by means of the Stipulation, the Respondent acknowledged, without admitting or denying the truth thereof, that the following allegations contained in the Corrected Notice of Hearing shall be adopted as the Secretary of State's Findings of Fact:

1. That at all relevant times, the Respondent was registered with the Secretary of State as a salesperson in the State of Illinois pursuant to Section 8 of the Act.

2. That on January 4, 2005 NASD entered Order Accepting Offer of Settlement (Order) submitted by the Respondent regarding Disciplinary Proceedings No. C8A040028 which sanctioned the Respondent as follows:
  - a. fined \$5, 100 ; and
  - b. suspended from association with any member of NASD in any capacity for five (5) business days.
3. That the Order found:
  - a. During all times mentioned herein, GT was a member of the public who maintained an account with the Member and who died on September 28, 2001. The Respondent was responsible for servicing said account.
  - b. From on or about October 16, 2001, until on or about March 20, 2002, the Respondent exercised discretion in the account of GT by placing 11 securities transactions, after GT had died, without having obtained prior written authorization from GT and prior written acceptance of the account as discretionary by the Member.
  - c. On or about April 10, 2002, the Member and the Respondent were informed that GT had died in September 2001.
  - d. Despite knowing that GT had died, on or about April 26, 2002, the Respondent sold or caused to be sold 4 option call contracts for Chesapeake Energy at a \$10 strike price, which were set to expire on October 19, 2002 at \$45 per option contract for the total principal amount of \$180, and a net amount of \$167.49. The sale was made without the knowledge or consent of the executor of GT's estate and in the absence of written or oral authorization to the Respondent to exercise discretion in said account.
  - e. Based on the foregoing, the Respondent violated NASD Conduct Rule 2110 and 2510.
4. That Section 8.E(1)(j) of the Act provides, inter alia, that the registration of a salesperson may be revoked 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.
5. That NASD is a self-regulatory organization as specified in Section 8.E(1)(j) of the Act.

WHEREAS, by means of the Stipulation Respondent has acknowledged, without admitting or denying the averments, that the following shall be adopted as the Secretary of State's Conclusion of Law:

That by virtue of the foregoing, the Respondent's registration as a salesperson in the State of Illinois is subject to revocation pursuant to Section 8.E(1)(j) of the Act.

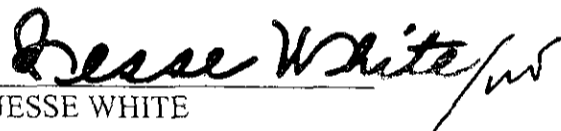
WHEREAS, by means of the Stipulation Respondent has acknowledged and agreed that he shall cause to have his registration as a salesperson in the State of Illinois withdrawn within three (3) days from the entry of this Consent Order and will not re-apply for registration for a period of two (2) years from the entry of this Consent Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has determined that the matter related to the aforesaid formal hearing may be dismissed without further proceedings.

NOW THEREFORE IT SHALL BE AND IS HEREBY ORDERED THAT:

1. The Respondent shall cause to have his registration as a salesperson in the State of Illinois withdrawn within three (3) days from the entry of this Consent Order and will not re-apply for registration for a period of two (2) years from the entry of this Consent Order.
2. The formal hearing scheduled on this matter is hereby dismissed without further proceedings.

ENTERED This 23<sup>rd</sup> day of August 2006.

  
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JESSE WHITE  
Secretary of State  
State of Illinois