

JUL 17 2012

At 11:13 A.M.
Amalia Rodriguez-Mendoza, Clerk

NO. D-1-GV-08-001478

STATE OF TEXAS
Plaintiff,

V.

Guardian Fidelity Title Company, Ltd.,
Guardian Fidelity Title CLR, LLP,
Guardian Fidelity Title NWR, LLP,
Guardian Fidelity Title KTB, Ltd.,
Guardian Fidelity Title SB Ltd., and
Guardian Fidelity Title DFT, Ltd.
Defendants.

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IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

419th JUDICIAL DISTRICT

ORDER APPROVING FIRST AMENDED FINAL ACCOUNTING AND APPLICATION TO TERMINATE RECEIVERSHIP PROCEEDING AND DISCHARGE RECEIVER AND SPECIAL DEPUTY RECEIVER

On the undersigned day, the Court considered the *First Amended Final Accounting and Application to Terminate Receivership Proceeding and Discharge Receiver and Special Deputy Receiver* (the "Application") filed by Cantilo & Bennett, L.L.P., solely in its capacity as the Special Deputy Receiver ("SDR") of Guardian Fidelity Title Company, Ltd.; Guardian Fidelity Title CLR, LLP; Guardian Fidelity Title NWR, LLP; Guardian Fidelity Title KTB, Ltd.; Guardian Fidelity Title SB Ltd.; and Guardian Fidelity Title DFT, Ltd. (each and collectively, "Guardian"). After considering the Application, the evidence submitted, and the recommendation of the Master appointed in this proceeding (the "Master"), the Court finds as follows:

1. The Court has jurisdiction over the Application and the parties in interest;
2. The *Order of Reference to Master* provides that the Application is referred to the Master; and the Application was submitted to the Master in accordance with such Order;
3. Notice of the Application was provided in accordance with TEX. INS. CODE § 443.007 (d) and the *Order of Reference to Master*, and no objections to the Application were filed;
4. The Master has issued a recommendation that the Application should be granted pursuant to Rule 171 of the Texas Rules of Civil Procedure; and
5. The Application should be GRANTED in all respects.

IT IS THEREFORE ORDERED ADJUDGED AND DECREED as follows:

1. The Application is GRANTED in all respects.
2. The SDR's Final Accounting is accepted in all respects.
3. The Commissioner of Insurance is discharged as Receiver of Guardian.
4. Cantilo & Bennett, L.L.P. is discharged as Special Deputy Receiver of Guardian.
5. The Receiver and the SDR are released from any further obligations in this proceeding, provided that they are authorized to take any actions and execute any documents as may be necessary to effectuate this Order.
6. The Guardian receivership proceeding is terminated.
7. The Guardian charters are dissolved and deemed cancelled as a matter of law without further action pursuant to TEX. INS. CODE § 443.153 (e).
8. Pursuant to TEX. INS. CODE § 443.008 (f), the stay of actions against Guardian expires by operation of law upon the entry of this order.
9. The termination of this proceeding does not terminate the immunities available to the Receiver, the SDR, and their assistants and contractors under TEX. INS. CODE § 443.014 (b).
10. This Order constitutes a final judgment fully resolving all issues relating to the Application, provided that this Court shall retain exclusive jurisdiction to enforce the provisions of this Order and the rights and duties of the parties hereunder, or issue further orders pursuant to TEX. INS. CODE Chapter 443.

Signed the 17th day of JULY, 2012.

**PROPER NOTICE GIVEN
ACKNOWLEDGMENT OF NOTICE AND WAIVER
OF OBJECTION PRESENTED**

SUBMITTED
RECOMMENDED
SIGNED ON 16th DAY OF July 2012

Tom Collins
TOM COLLINS, RECEIVERSHIP SPECIAL MASTER

Tim Suckak
PRESIDING JUDGE
TIM SUCKAK