

NOV - 1 2012
9:00 A.M.
At _____
Amalia Rodriguez-Mendoza, Clerk

NO. D-1-GV-08-002014

STATE OF TEXAS,
Plaintiff

v.

AMERITRUST TITLE COMPANY,
Defendant

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IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

261st JUDICIAL DISTRICT

**ORDER APPROVING FINAL REPORT AND APPLICATION TO TERMINATE
AMERITRUST TITLE COMPANY PROCEEDING
AND DISCHARGE RECEIVER AND SPECIAL DEPUTY RECEIVER**

On the undersigned day, the Court considered the *Final Report 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 Ameritrust Title Company ("Ameritrust"). After considering the Application, the evidence submitted, and the recommendation of the Special Master appointed in this proceeding (the "Master"), the Court finds as follows:

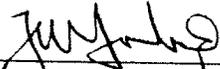
1. The *Order of Reference to Master* (the "Order of Reference") provides that the Application is referred to the Master;
2. The Application was submitted to the Master in accordance with the Order of Reference;
3. The Texas Title Insurance Guaranty Association ("TTIGA") filed its Acknowledgment and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

IT IS THEREFORE ORDERED ADJUDGED AND DECREED that:

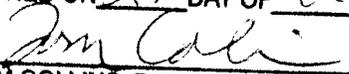
1. The Application is GRANTED in all respects.
2. The SDR's Final Report is accepted in all respects.
3. Exhibits 1A, 1B, 2 and 3 to the Application are accepted and approved.
4. The Report of Claims, Exhibit 4 to the Application, is approved.
5. The reserve for the estimated expenses to administer this proceeding through its termination, as set forth in Exhibit 5 to the Application, is approved.
6. The final statement of expenses is approved.
7. The SDR shall return the unexpended funds loaned from the Abandoned Property Fund remaining after the payment of the final expenses to the Commissioner.
8. The assignment to the Commissioner of all unknown and unliquidated assets of Ameritrust is approved, and the SDR is authorized to execute an assignment in a form substantially similar to Exhibit 6.
9. The SDR is authorized to transfer title to records to TTIGA as described in the Application, and TTIGA is authorized to retain or dispose of such records at its discretion.
10. The SDR is authorized to transfer title to records identified in Exhibit 7 to certain underwriters as described in the Application, and such underwriters are authorized to retain or dispose of such records subject to any applicable legal requirements
11. The SDR is authorized to transfer to the Commissioner all remaining records of Ameritrust in its possession that may be required after the termination of this proceeding pursuant to TEX. INS. CODE § 443.354 (b), and the reserve for the estimated expenses to maintain such records set forth in Exhibit 8 to the Application is approved. The Commissioner is authorized to maintain or dispose of such records at her discretion.

12. The SDR is authorized to dispose of the records listed in Exhibit 9 to the Application.
13. The Commissioner of Insurance, Eleanor Kitzman, is discharged as Receiver of Ameritrust, and is released from any further obligations. The Receiver's predecessor, Commissioner Mike Geeslin, was previously discharged as Receiver as a matter of law.
14. CANTILO & BENNETT, L.L.P., is discharged as Special Deputy Receiver of Ameritrust, and is released from any further obligations in connection with the Ameritrust receivership.
15. The Ameritrust delinquency proceeding is terminated.
16. The Ameritrust Charter is dissolved and deemed cancelled as a matter of law without further action pursuant to TEX. INS. CODE § 443.153 (e).
17. Pursuant to TEX. INS. CODE § 443.008 (f), the stay of actions against Ameritrust under TEX. INS. CODE § 443.008 (c) expires by operation of law upon the entry of this order.
18. The Receiver and the SDR are authorized to take any actions and execute any documents as may be necessary to effectuate this Order.
19. 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).
20. This Order is not intended to and shall not create any third party beneficiaries.
21. This Order constitutes a final judgment fully resolving all issues relating to the Application, provided that this Court shall retain jurisdiction to issue further orders pursuant to TEX. INS. CODE Chapter 443.
22. This Court retains exclusive jurisdiction to enforce the provisions of this Order and the rights and duties of the parties hereunder or any issues relating to this Order.

Signed the 31st day of OCTOBER, 2012.



PRESIDING JUDGE
TIM SUGAR

PROPER NOTICE GIVEN
ACKNOWLEDGMENT OF NOTICE AND WAIVER
OF OBJECTION PRESENTED
SUBMITTED
RECOMMENDED ✓
SIGNED ON 29th DAY OF Oct 2012


TOM COLLINS, RECEIVERSHIP SPECIAL MASTER