

CAUSE NO. D-1-GV-13-000384

THE STATE OF TEXAS, <i>Plaintiff,</i>	§	IN THE DISTRICT COURT OF
	§	
	§	
v.	§	TRAVIS COUNTY, TEXAS
	§	
UNIVERSAL HMO OF TEXAS, INC. <i>Defendants.</i>	§	345th JUDICIAL DISTRICT

**THE COMMISSIONER OF THE TEXAS DEPARTMENT OF INSURANCE’S
MOTION TO DECLARE FUNDS ABANDONED,
APPROVE NOTICE, AND SET HEARING**

The Commissioner of the Texas Department of Insurance (Commissioner) files this Motion to Declare Funds Abandoned, Approve Notice, and Set Hearing, pursuant to Texas Insurance Code section 443.304, and respectfully shows the Court as follows:

RELIEF REQUESTED

1. This case was initially filed as a receivership proceeding under Texas Insurance Code Chapter 443.
2. The receivership proceeding closed January 23, 2020, after all distributions of receivership estate funds had been made and a final accounting was approved by the Court. Funds totaling \$84,551.80 distributed from the receivership were unclaimed as found by the Court’s Order Granting the Special Deputy Receiver’s Application to Make Final Distribution on September 24, 2019. Unclaimed funds totaling \$84,551.80 (Unclaimed Funds) remain unclaimed as of the date of the filing of this Motion.
3. The Commissioner requests the Court direct the notice of this Motion, set the Motion for a hearing, and upon hearing, declare that the Unclaimed Funds have been abandoned and order the funds and the interest earned on those funds be disbursed under Texas Insurance Code section 443.304(b)(1) to the general receivership expense account established by the Commissioner.

BACKGROUND

4. The Court ordered Universal HMO of Texas, Inc. into liquidation in this cause and appointed the Commissioner of Insurance as Receiver, who appointed Prime Tempus, Inc. as Special Deputy Receiver (SDR).

5. The SDR filed its Application to Make Final Distribution (Distribution Application) on September 9, 2019, seeking authority to distribute the remaining receivership funds and proposed to deliver any funds that are unclaimed as of the date of the closing of the estate to the Commissioner and withhold payment of the final distribution to claimants the SDR could not locate or claimants who had either refused payment or not cashed a check previously mailed to them. The SDR proposed that all such unclaimed funds at closing be remitted to the Commissioner as provided by Texas Insurance Code section 443.304 to be placed in a segregated unclaimed funds account. The Distribution Application is attached as **Exhibit 1**.

6. On September 24, 2019, this Court granted all relief sought in the Distribution Application in its Order Granting the Special Deputy Receiver's Application to Make Final Distribution (Distribution Order), attached as **Exhibit 2**.

7. On December 31, 2019, the SDR filed a Verified Application to Terminate Receivership and Discharge Receiver and SDR, which included a final accounting (Final Accounting). The Final Accounting reported that, pursuant to Texas Insurance Code section 443.304, all unclaimed funds had been delivered to the Commissioner. The SDR's Final Accounting is attached as **Exhibit 3**.

8. This Court approved the Final Accounting on January 23, 2020, in its Order Terminating Receivership and Discharging Receiver and Special Deputy Receiver (Closing Order), attached as **Exhibit 4**.

9. In accordance with Texas Insurance Code section 443.304, the SDR remitted unclaimed funds totaling \$84,551.80 to the Commissioner. The persons entitled to these unclaimed funds were permitted to claim their funds as required by Texas Insurance Code section 443.304(a) for a period of two years from the date of the termination of the proceedings. The remaining funds totaling \$84,551.80 were never claimed by persons entitled to those funds, and those funds were placed in a segregated unclaimed funds account held by the Commissioner on or around August 14, 2020. The Unclaimed Funds earned interest, which has also been retained in the segregated unclaimed funds account, as provided by Texas Insurance Code section 443.304.

10. Texas Insurance Code section 443.304 provides for the abandonment of unclaimed funds from closed receiverships and governs the disposition of those funds. The Commissioner requests this Court declare that the Unclaimed Funds and the interest earned on those funds are abandoned and order the abandoned funds deposited in the general receivership expense account established by the Commissioner as provided by Texas Insurance Code section 443.304(b)(1).

AUTHORITY AND EVIDENCE

11. Under Texas Insurance Code section 443.304, the Unclaimed Funds may be declared abandoned upon proof to the satisfaction of this Court that:

- (1) The funds were unclaimed after the final distribution;
- (2) The funds were placed in a segregated unclaimed funds account held by the Commissioner as required by Texas Insurance Code section 443.304(a);
- (3) The funds remain unclaimed in that segregated unclaimed funds account after two years from the date of termination of the proceeding;

- (4) The name of the insurer, the names and last known addresses of the persons entitled to the unclaimed funds, if known, and the amount of the funds are identified in this Motion and attached as **Exhibit 5**; and
- (5) Notice of this Motion will be given as directed by the Court in accordance with Texas Insurance Code section 443.304(b).

12. Documents reflecting that the Unclaimed Funds were placed in a segregated unclaimed funds account held by the Commissioner, and the Unclaimed Funds remaining in that segregated unclaimed funds account are attached as **Exhibit 6**. This exhibit, which has been certified as a government record, demonstrates the following:

- (1) The SDR's Final Accounting identified all unclaimed funds and funds which could not be distributed including the Unclaimed Funds. The Closing Order approved the Final Accounting, which confirmed the funds were unclaimed as provided by Texas Insurance Code section 443.304 and is a final judgment in this proceeding with respect to the distribution.
- (2) Unclaimed Funds totaling \$84,551.80 were placed in a segregated unclaimed funds account held by the Commissioner on August 14, 2020.

13. Texas Insurance Code section 443.304(b) provides that upon this Court's finding of the facts set out in subsections 11(1)-(5) above, the Court shall order the Unclaimed Funds and the interest on those funds abandoned to be disbursed and they may be deposited into the general receivership expense account established by the Commissioner.

NOTICE AND REQUEST FOR HEARING

14. Texas Insurance Code section 443.304(b) provides that notice of this Motion shall be given as directed by this Court. TDI requests that the Court order publication at least ten (10) days prior

to the date of the hearing in a newspaper of general circulation in the county where this Motion is filed.

15. The proposed form of the notice by publication is attached as **Exhibit 7**. The Commissioner requests this Court approve and direct the form of notice and set this Motion for hearing.

CONCLUSION AND PRAYER

WHEREFORE, PREMISES CONSIDERED, the Commissioner respectfully requests that this Court:

1. Direct the form of the Notice for this Motion as attached as **Exhibit 7**;
2. Set this Motion for a hearing;
3. Upon hearing the Motion, order that the Unclaimed Funds are abandoned, and that the abandoned Unclaimed Funds and the past and future interest earned on the funds are to be deposited in the general receivership expense account established by the Commissioner; and
4. Grant the Commissioner such further relief to which she may be entitled.

Date: December 8, 2025.

Respectfully submitted,

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D-1-GV-13-000384

STATE OF TEXAS,	§	IN THE DISTRICT COURT
<i>Plaintiff,</i>	§	
	§	
v.	§	
	§	
UNIVERSAL HMO OF TEXAS, INC.	§	TRAVIS COUNTY, TEXAS
	§	
<i>Defendants.</i>	§	345th JUDICIAL DISTRICT

The Commissioner of Insurance, as the chief administrative and executive officer and custodian of records of the Texas Department of Insurance has delegated to the undersigned the authority to certify the authenticity of documents filed with, maintained by and within the custodial authority of the Receivership and Liquidation Oversight Program of the Texas Department of Insurance.

I certify that Exhibits 1 through 6 attached to the Motion to Declare Funds Abandoned as to Universal HMO of Texas, Inc. in this cause are true and correct copies of documents filed with, maintained by and within the custodial authority of the Receivership and Liquidation Oversight Program of the Texas Department of Insurance, and set out the activities of that office.

IN TESTIMONY WHEREOF, witness my hand and seal of office at Austin, Texas, this
20th _____ day of November, 2025.



COMMISSIONER OF INSURANCE

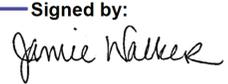
Signed by:

BY: 89789A08C35E43C...
Jamie Walker
Deputy Commissioner
Financial Regulation Division

EXHIBIT 1

CAUSE NO. D-1-GV-13-000384

THE STATE OF TEXAS,	§	IN THE DISTRICT COURT OF
<i>Plaintiff,</i>	§	
	§	
v.	§	TRAVIS COUNTY, TEXAS
	§	
UNIVERSAL HMO OF TEXAS, INC.,	§	
<i>Defendant.</i>	§	345th JUDICIAL DISTRICT

THE SDR’S APPLICATION TO MAKE FINAL DISTRIBUTION

TO THE HONORABLE JUDGE OF THIS COURT

Prime Tempus, Inc., Special Deputy Receiver of Universal HMO of Texas, Inc., (the “SDR” and “Universal Texas” respectively), files this *Application to Make Final Distribution* (the “Application”).

I. INTRODUCTION

1.1 The SDR has completed all claims processing and asset collection activities in this proceeding. The SDR requests this Court to authorize it to make a final distribution of the receivership’s assets and transfer any remaining records of Universal Texas. Following the completion of the final distribution, the transfer of records, and the filing of current tax returns and issuance of any other required tax documents, the SDR will submit an application to dissolve the charter of Universal Texas, discharge the Receiver and the SDR, and terminate this proceeding.

II. AUTHORITY

2.1 The SDR is authorized to file this Application pursuant to Chapter 443 of the Texas Insurance Code (the “Code”).¹ Under § 443.154(a) of the Code, the SDR has all of the Receiver’s powers, except as limited by the Receiver.

¹ All statutory references herein are to the Texas Insurance Code, unless otherwise indicated.

2.2 The subject matter of this Application is referred to the Master appointed in this proceeding in accordance with the *Order of Reference to Master* entered on May 22, 2013.

III. BACKGROUND

A. Company History

3.1 Universal Texas was organized on February 11, 2009 pursuant to the provisions of Chapter 843 of the Code as a Medicare Advantage health maintenance organization. It operated in seven counties in the State of Texas. In March 2013, it had approximately 4,300 members. Commissioner's Order No. 09-0353 granted a certificate of authority to Universal Texas, dated March 14, 2009. As a Medicare Advantage health maintenance organization, Universal Texas had a contract with the Centers for Medicare and Medicaid Services. That contract terminated in May 2013. During the receivership, the SDR succeeded in collecting substantial assets and in resolving substantial claims. As a result, the receivership estate has distributed one hundred cents on the dollar plus interest to approved claimants, and projects a substantial surplus to distribute to equity-holder priority claimants. This Application seeks Court approval for the final distribution of assets as well as related relief.

B. Initiation of Receivership Proceeding

3.2 On April 13, 2013, this proceeding was initiated pursuant to Chapter 443 of the Code. On that same date, the Court entered an *Agreed Order Appointing Rehabilitator and Granting Permanent Injunction*. Subsequently, an *Order of Liquidation* ("Liquidation Order") was entered on May 17, 2013.

C. Appointment of Receivers

3.3 In accordance with § 443.151 of the Code, the Commissioner of Insurance ("Commissioner") was appointed Receiver on April 13, 2013. Kent Sullivan is currently

Receiver of Universal Texas, and all predecessors have been discharged as Receiver as a matter of law.

D. Appointment of Special Deputy Receivers

3.4 On May 1, 2013, Jean G. Johnson was appointed as Special Deputy Receiver of Universal Texas. Ms. Johnson passed away in December 2017. Prime Tempus, Inc. was appointed as Special Deputy Receiver effective February 28, 2018. References to the “SDR” in this Application refer to the prior or current SDR, depending on the relevant time period.

E. Referral to Master

3.5 On May 22, 2013, this Court signed its *Order of Reference to Master* appointing Tom Collins as Special Master in this proceeding.

F. Evidence in Support of this Application

3.6 The SDR presents as Exhibit “A” to this Application the Affidavit of Craig A. Koenig. The SDR moves its admission into evidence, along with its attached Exhibits.

IV. FINANCIAL STATEMENTS

4.1 The Statement of Net Assets and Net Liabilities for the receivership, attached as Exhibit A-1 to the Koenig Affidavit, is incorporated herein by reference, and reflects the financial condition of the receivership as of June 30, 2019. The consolidated Sources and Uses of Cash Statement, which lists all funds received and disbursed from the date of receivership to June 30, 2019, is attached as Exhibit A-2 to the Koenig Affidavit and incorporated herein by reference. These exhibits represent the final financial reports for the receivership in accordance with § 443.016 of the Code.

V. ASSETS

A. Disposition of Assets

5.1 The Disposition of Assets schedule is attached as Exhibit A-3 to the Koenig

Affidavit and incorporated herein by reference. The schedule sets forth all asset transactions since the date of receivership and reflects total assets of Universal Texas as of June 30, 2019. In this receivership, the SDR has processed all claims and paid 100% of the principal and interest on those claims (save and except only some unclaimed property, which has been segregated for handling in accordance with the Texas Insurance Code). The SDR plans to assign all remaining assets after the expense of closing and segregation of unclaimed property, including contingent and uncollected assets, if any, to the Class 11 interest holders in accordance with the *Shareholder, Special Deputy Receiver and BankUnited Agreement regarding Universal HMO of Texas, Inc.* (“Shareholder Agreement”) approved by this Court on or about June 25, 2019. All remaining assets after deduction of the closing budget, unclaimed/abandoned property and other expenses, will be assigned to the Liquidating Agent of Universal Health Care Group, Inc. and the Administrative Agent of a group of its Lenders, in the method and percentages detailed in the Shareholder Agreement.

VI. CLAIMS

A. Notice

6.1 On September 17, 2013, this Court entered an order setting a claims filing deadline of June 30, 2014. In accordance with that order, the SDR provided notice of the claim filing deadline to all persons who may have had claims as shown by Universal Texas’ books and records. In addition, in accordance with the order, notice of the claims filing deadline was published in the following newspapers of general circulation: Austin-American Statesman, San Antonio News Express, Tampa Bay Times, Fort Worth Star Telegram, and Houston Chronicle. Subsequently, at the request of the SDR, on February 12, 2015 the Court entered its Order Granting the SDR’s Application for Alternative Claims Procedure.

B. Filing of Claims

6.2 The SDR sent out approximately 40,000 proof of claim notices. The SDR received the following proofs of claims:

Class 2 Proofs of Claim: 2,008

Class 5 Proofs of Claim: 20

Class 8 Proofs of Claim 67

Class 11 Proof of Claim: 29

Total Number of Proofs of Claims received: 2,124

Dollar amount of claimed amount of proofs of claims: \$ 96,756,258.27 (based on initial filed amount)

C. Claims Processing

6.3 All POCs against the receivership estate were adjudicated pursuant to § 443.253(b) of the Code with respect to their classification and amount. The period of time allowed by § 443.253(c) of the Code to appeal the SDR's action on claims has expired, and the SDR's determination on these claims is final and not subject to review. The member and provider POCs were processed using the alternative claims procedure approved by this Court. The general creditor and shareholder claims were resolved by agreement or by rejection. Exhibit A-4 is a summary of the SDR's determinations on the POCs.

D. Distributions

6.5 During the course of the receivership, there have been distributions of 100% of the principal plus interest to all approved claimants. On March 31, 2017, this Court issued its *Order Granting the SDR's Motion to Approve Class 2 Claims and to Authorize Distributions to Holders of Approved Class 2 Claims*. This order approved the Class 2 claims and authorized payment of 100% of the principal allowed amount of such claims. On December 11, 2017, this

Court issued its *Order Granting the SDR's Motion to Approve Certain Class 5 and Class 8 Claims and to Authorize Distributions to Holders of Approved Class 5 and Class 8 Claims*, which approved the Class 5 and Class 8 claims and authorized payment of 100% of the allowed principal amount of those claims. Certain disputed claims were subsequently approved, with the Court issuing distribution orders as to these claims. These included:

- a. A set of ex-employees of the parent company asserting WARN Act claims, approved by order dated November 30, 2017;
- b. The proof of claim of Integranet and of Milliman, Inc., approved by order of July 2, 2018;
- c. The proof of claim of American Managed Care and of the Florida Department of Financial Services, as Receiver for Universal Healthcare Insurance Company, approved by order of November 7, 2018; and
- d. The proof of claim of Medco Health Solutions, Inc. approved by order of December 14, 2018.

6.6 On December 3, 2018, the Court entered its *Order Approving the SDR's Motion to Approve Plan for Interest on Allowed Claims Pursuant to Texas Insurance Code Section 443.301*. This order allowed interest to approved claimants, except for claimants who had waived any claim for interest.

6.7 The SDR completed distribution of the approved claims, although a small minority of claimants did not claim their distributions.

6.8 On August 5, 2016, this Court issued its Order Granting the SDR's Motion to Approve Agreement with the United States, authorizing the SDR to enter into an agreement with the U. S. Department of Justice for a release of any liability under 31 U.S.C. § 3713.

6.9 This estate has sufficient assets to distribute funds to Class 11. On June 25, 2019, this Court entered the *Order Approving SDR's Motion to Approve Shareholder, Special Deputy Receiver and BankUnited Agreement Regarding Universal HMO of Texas, Inc.*, which defined the mechanism for a Class 11 distribution and which also resolved the BankUnited proof of claim against Universal Texas.

VII. EXPENSES

A. Paid Expenses

7.1 The administrative expenses of the Receiver and SDR have been paid through June 30, 2019. On June 20, 2013, this Court approved the terms of compensation of the SDR's contractors pursuant to § 443.015 of the Code. The compensation and expenses have been paid in accordance with that order through June 30, 2019.

B. Closing Expenses

7.2 The SDR proposes to reserve \$43,287 for the payment of estimated expenses involved in closing the receivership, including some obligations that continue past closing, as reflected on the detailed breakdown of estimated closing expenses, attached as Exhibit A-5. The SDR requests approval of the reserve for closing expenses as reflected on Exhibit A-5.

C. Final Statement of Expenses

7.3 Pursuant to § 443.015 of the Code, the SDR will submit a detailed final statement of the actual expenses incurred when the SDR files the verified application to terminate the estate. If the actual expenses differ from the amount reserved, the excess funds or the shortfall (as applicable) will be handled as described in the Shareholder Agreement. The SDR will file a final accounting including the final distribution schedule and a final statement of expenses that reflects the actual expenses incurred.

VIII. DISTRIBUTION OF ASSETS

8.1 The SDR projects the likely distribution of assets to be as follows:

A. Assets Available for Distribution

As of June 30, 2019

The assets available for distribution are projected to be as follows:

Unrestricted Cash at June 30, 2019	\$ 10,347,777
Restricted Cash at June 30, 2019	<u>\$ 32,654</u>
Total cash:	\$ 10,380,431

B. Claims to be Paid

As of June 30, 2019

Administrative Expenses - SDR & Receiver	(\$ 7,317)
Unclaimed Funds (Class 2)	(\$ 32,653)
Unclaimed Funds (Class 10)	(\$ 47,694)
Closing Budget	(\$ 43,287)

Projected Net Cash Available for Final Distribution-Class 11 Claim \$ 10,249,480

This projected sum of cash is projected per the June 30, 2019 “as of” date to be available for Class 11 distribution pursuant to the Shareholder Agreement.

C. Eligible Claimants

8.2 There were sufficient assets to pay all approved claims in full and to pay interest. There are also projected assets to make payments to the Liquidating Agent of Universal Health Care Group and BankUnited as the Administrative Agent for the lender group, in the proportions set forth in the Shareholder Agreement.

D. Distribution Process

8.3 After the Court approves this Application, distributions will be made by wire transfer, if feasible, or by mailing a check by first class mail to the address provided by the claimant. In the event that a Distribution Notice is returned by the Post Office with an address correction, the SDR will send the distribution check to the corrected address.

E. Transfer of Remaining Funds

8.5 The SDR anticipates executing an assignment of remaining funds and assets (after payment of claims, costs of administration, closing budget, any taxes and other expenses), with such assignment following the mechanism set out in the Shareholder Agreement.

IX. UNCLAIMED FUNDS

A. Unclaimed Distributions

9.1 The SDR will maintain the receivership's distribution account for the earlier of forty-five (45) days after the final distribution or until all distributions have been received by wire transfer or checks cashed, which will provide a reasonable amount of time for claimants to receive their funds and/or deposit their checks. The SDR will deliver any funds which are unclaimed as of the closing of the account to the Commissioner as required by § 443.304(a) of the Code to be placed in a segregated unclaimed funds account.

X. ASSIGNMENTS AND TRANSFERS

A. Assignment of Non-Cash Assets

10.1 Section 443.154 of the Code authorizes the SDR to transfer, abandon, or otherwise dispose of or deal with any property of the insurer upon terms and conditions that are fair and reasonable. Further, § 443.352 of the Code permits the Court to enter any orders in connection with an application to terminate a receivership proceeding. Universal Texas has non-

cash assets, including but not necessarily limited to its rights pursuant to its settlement agreement with Medco Health Benefits, Inc. These non-cash assets shall be handled as set forth in the Shareholder Agreement. The SDR seeks approval of Exhibit A-6 which is the form of assignment proposed to be signed by the SDR. The Court is requested to approve this form.

XI. RECORDS

A. Disposal of Records

11.1 The SDR requests authority under § 443.354(a) of the Code to destroy certain records of Universal Texas which are no longer required for the administration of this receivership and that will not be needed after the termination of this proceeding. A list is attached as Exhibit A-7 to the Koenig affidavit. The SDR requests authority to dispose of such records in accordance with § 443.354(a).

B. Records Transferred to Commissioner

11.2 Certain pertinent records of Universal Texas shall be transferred to the Commissioner pursuant to § 443.354(b) of the Code and maintained in compliance with the Receiver's records retention policy for receivership records. Further, certain records may be transferred to the equity holders. The SDR requests that the Court authorize the Commissioner to retain, transfer or dispose of these records at his discretion.

XII. TAX RETURNS

12.3 Universal Texas is part of a consolidated tax return with Universal Health Care Group, Inc. Pursuant to the Shareholder Agreement, the Liquidating Agent of Universal Health Care Group, Inc. is responsible to file tax returns and ensure proper handling of tax matters for the consolidated group.

XIII. CERTIFICATION OF CLOSING ACTIVITIES

13.1 Before or when the SDR files an application to terminate this proceeding and discharge the Receiver and the SDR, the SDR will file a certification with this Court confirming that all activities necessary to conclude this proceeding have been performed, together with the final accounting of all funds in the estate.

XIV. CHARTER AND LICENSES

14.1 The SDR has determined that a sale of the charter and license of Universal Texas is not feasible. The SDR requests that this Court dissolve the charter pursuant to § 443.153(e) of the Code on the termination of this proceeding.

XV. OFFER OF PROOF

15.1 This Application is verified by the affidavit and certification pursuant to TEX. INS. CODE § 443.017(b) of the Code by Craig A. Koenig, President of Prime Tempus, Inc., acting solely in its capacity as Special Deputy Receiver of Universal HMO of Texas, Inc.

XVI. NOTICE

A. Notice of Application

16.1 In accordance with § 443.007(d) of the Code and the *Order of Reference*, the SDR served this Application at least 14 days before the submission date of this Application on (i) parties that filed an appearance in this proceeding and (ii) other parties as determined by the SDR as shown on the Certificate of Service.

B. Distribution Notices

16.2 Notice of this motion will be emailed to the two distributees at least 14 days before the submission date of the Application.

REQUEST FOR RELIEF

WHEREFORE, PREMISES CONSIDERED, Prime Tempus, Inc., Special Deputy Receiver of Universal HMO of Texas, Inc. respectfully requests that this Court enter an Order:

1. Accepting and approving the final financial statements and the expenditures of funds set forth in the Sources and Uses of Cash exhibit;
2. Approving the estimated expenses through the closing of the receivership pursuant to § 443.015 of the Code;
3. Authorizing the SDR to distribute the cash assets of the receivership as described in the Application and in the Shareholder Agreement.
4. Authorizing the SDR to transfer any residual funds remaining after all distributions are made in accordance with the Shareholder Agreement;
5. Authorizing the SDR to deliver all unclaimed funds to the Commissioner, and finding that any distribution to a claimant for whom the Distribution Notice was returned as undeliverable shall be deemed as unclaimed for purposes of § 443.304 of the Code;
6. Authorizing the assignment of non-cash assets attached as Exhibit A-6 to the Affidavit of Craig A. Koenig;
7. Authorizing the SDR to deliver any remaining records to the Commissioner, and authorizing the Commissioner to maintain or dispose of such records at his or her discretion; and
9. Granting such further relief to which the SDR or Receiver may be entitled.

Respectfully submitted,

Wisener Nunnally Roth L.L.P.

By: _____


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Certificate of Service

I hereby certify that a true and correct copy of the foregoing document has been served on the following interested parties in accordance with Tex. Ins. Code §443.007(d) and the Rehabilitation Order this the 9th day of September, 2019.

Mr. Tom Collins, Receivership Master
by serving his Docket Clerk
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Dripping Springs, TX 78620-4962
cakoenig@primetempus.com
mpblevins@austin.rr.com

Moses Chao
Rehabilitation & Liquidation Oversight
Texas Department of Insurance
333 Guadalupe St., Tower III
5th Floor, MC-305-1C
Austin, Texas 78701
moses.chao@tdi.texas.gov

/s/Michael C. Roth
Michael C. Roth

THE STATE OF TEXAS,
Plaintiff,

v.

UNIVERSAL HMO OF TEXAS, INC.,
Defendant.

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IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

345th JUDICIAL DISTRICT

**AFFIDAVIT OF CRAIG A. KOENIG IN SUPPORT OF
THE SDR'S APPLICATION TO MAKE FINAL DISTRIBUTION**

State of Texas
County of Hays

Came before me, a notary public, Craig A. Koenig, who, being duly sworn, did upon his oath attest:

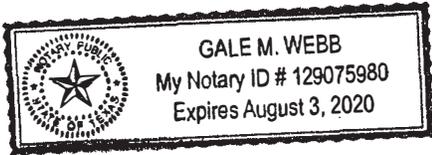
1. I am Craig A. Koenig. I am over the age of 18 years. I am competent to be a witness. I have personal knowledge of the facts to which I attest. I acquired my personal knowledge in my role as President of Prime Tempus, Inc., the successor Special Deputy Receiver of Universal HMO of Texas, Inc. I have been personally involved in this receivership since the date of Prime Tempus, Inc.'s involvement in this estate.
2. I make this Affidavit to support the Application to Approve Report of Claims and Make Final Distribution. I attach to this Affidavit numerous exhibits that were prepared either by my staff or by Tom Petrosewicz, who assists the estate with accounting services. In accordance with Texas Insurance Code Section 443.017, I certify that the exhibits attached to my affidavit are true and correct copies of records maintained by the Special Deputy Receiver's office.

3. I attach as Exhibit A-1 and incorporate into this Affidavit by reference the Statement of Net Assets and Net Liabilities for the receivership, prepared by Tom Petrosewicz at my direction.
4. I attach as Exhibit A-2 and incorporate into this Affidavit by reference the consolidated Sources and Uses of Cash Statement for Universal HMO of Texas, Inc., prepared by Tom Petrosewicz at my direction.
5. I attach as Exhibit A-3 and incorporate into this Affidavit by reference the Disposition of Assets Schedule prepared by Tom Petrosewicz at my direction.
6. I attach as Exhibit A-4 and incorporate into this Affidavit by reference the Report of Determination of Claims prepared by the staff of the Special Deputy Receiver at my direction.
7. I attach as Exhibit A-5 and incorporate into this Affidavit by reference the budget of estimated closing expenses for which I request court approval.
8. I attach as Exhibit A-6 and incorporate into this Affidavit by reference the form of assignment that I seek Court approval to execute.
9. I recommend that the Court grant each item of relief sought by the motion, which will permit distribution of the assets, destruction of records, assignment of non-cash assets, proper handling of unclaimed assets, and the other matters addressed in the application. These steps will facilitate the winding-up and, upon the completion of

these items permit the closing of this estate. I attach a listing of remaining documents pertinent to this request as Exhibit A-7.

S. K.
Craig A. Koenig

Subscribed and sworn to before me, a notary public, on this 9th day of September, 2019.



Gale M. Webb
Notary Public

**Universal HMO of Texas
Statement of Net Assets
EXHIBIT A-1**

**For the Period Ending
06/30/19**

Line		06/30/19
Cash		
1	Cash	
	Cash - Unrestricted	10,347,777
	APF Funds (Loan proceeds)	
Investments		
2	Short-Term Investments	
3	Bonds	
4	Stocks - Preferred & Common	
5	Investments in Subsidiaries, Controlled or Affiliated Entities	
6	Mortgage Loans	
7	Real Estate	
8	Policy Loans	
9	Other Invested Assets	
Restricted Assets		
10	Statutory Deposits	
11	Funds held by or deposited with Reinsured Companies	
12	Restricted Cash	
	Funds Held for Texas Abandoned Property Fund	32,654
	Funds Held for Pre Receivership Outstanding Checks for Escheat	0
Reinsurance Receivable		
13	Reinsurance Recoverables on Paid Losses & LAE (net of allowance)	
14	Reinsurance Recoverables on Unpaid Losses & LAE (net of allowance)	
15	Reinsurance Recoverables on UEP & Contingent Commissions	
Other Receivables		
16	Salvage & Subrogation Recoveries	
17	Premiums Due from Agents & Policyholders	
18	Receivable from Parents, Subsidiaries & Affiliates	
19	Receivable from Guaranty Associations - Early Access Payments	
20	Other Receivables	0
Other Assets		
21	FF&E	
22	Other Assets	
	Total Assets	10,380,431

Universal HMO of Texas
Statement of Net Liabilities
EXHIBIT A-1

For Period Ending
06/30/19

Line

06/30/19

1	Secured Claims	
2	APF Loan	
3	Special Deposit Claims	
Administrative Claims - Class 1		
4	Administrative Claims - State/Receiver	
	Special Deputy Receiver, Subcontractors Fees & Expenses	6,853
	Liquidation Oversight	464
	Special Master's Fees	
5	Administrative Claims - Guaranty Assns	
	Administrative Expense Paid	
	Administrative Expense Reserves	
6	LAE - Guaranty Assns	
	LAE Paid	
	LAE Reserves	
Policy Claims - Class 2		
7	Loss Claims - Guaranty Assns	
	Loss Claims Paid	
	Loss Claims Reserves	
8	Loss Claims - Other	
	Other Loss Claims Paid	
	Other Loss Claims Reserves	26,141
9	LAE - Other	
10	Unearned & Advance Premium Claims - GA	
11	Unearned & Advance Premium Claims - Other	
Other Liabilities		
12	Class 3 Claims	
13	Class 4 Claims	
14	Class 5 General Unsecured Creditor Claims	
15	Class 5 Reinsurance Related Unsecured Claims	
16	Class 6 Claims	
17	Class 7 Claims	
18	Class 8 Claims	
19	Class 9 Claims	
20	Class 10 Interest	47,694
21	Class 11 Claims	10,292,767
22	Other Liabilities:	
	Escheat Liability	0
	Abandoned Property Liability	6,512
	Total Liabilities	10,380,431
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	0
	Total Liabilities & Equity	10,380,431

**Universal HMO of Texas
Sources & Uses of Cash
EXHIBIT A-2**

Inception to June 30, 2019

Income

Premium Receipts	7,311
Salvage & Subrogation Recoveries	26,530
Other Receipts	6,818,024
Investment Sales/Receipts	95,909
Other Asset Receipts	1,505,000
Total Receipts from Assets/Receivables	8,452,774
Interest & Dividend Receipts, EA Interest	59
Cash Deposit Interest	541,200
Total Cash Receipts	8,994,033

Disbursements

SDR Fees & Expenses	534,747
Subcontractor Legal Fees & Expenses	421,146
Subcontractor Other Fees & Expenses	1,503,795
Non-Subcontractor Fees & Expenses	269,309
Other Expenses	715,125
RLO Fees & Expenses	203,529
Total Disbursements for Operations	3,647,651
Loss Claims & LAE Expense Payments	9,933,301
Early Access Payments - GA	0
Refunds & Other Distributions	87,662
Restriction on Cash for Class 2 Claim-Payee Not located	26,141
Total Cash Distributions	10,047,104
Total Cash Disbursements & Distributions	13,694,755
APF Loan Proceeds (Repayment)	0
Net Increase(Decrease) in Cash	(4,700,722)
Cash at Beginning of Period	15,048,499
Cash at End of Period	10,347,777

Universal HMO Texas R555
DISPOSITION OF ASSETS SCHEDULE
EXHIBIT A-3

Inception to June 30, 2019

ASSET DESCRIPTION	ASSET BALANCE 4/18/13	NEW ASSETS	SOURCE OF NEW ASSETS	ASSET RECOVERY	SOURCE OF RECOVERY	DATE OF RECOVERY	AMOUNT OF WRITE OFF	REASON FOR WRITE OFF	DATE OF WRITE OFF	ASSET BALANCE AS OF 6/30/19
CASH										
Beginning Cash	15,048,499		Cash at Inception of Receivership							0
		8,994,033	Recoveries							8,994,033
		(3,647,652)	Operational Expenses							(3,647,652)
		(8,776,140)	Loss Claims and LAE							(8,776,140)
		(449)	Coverage Gap Discount Program Refund to CMS-3/3/16							(449)
		(376,678)	Class 5 Claims Distributions							(376,678)
		(76,836)	Class 6 & Class 8 Claims Distributions							(76,836)
		(784,703)	Class 10 Claims Distributions							(784,703)
		(6,156)	Pre Receivership Outstanding Claims Checks Escheated							(6,156)
		(26,141)	Reclass of Outstanding Claims Checks -Not Located							(26,141)
Subtotal	15,048,499	(4,700,722)		0			0			10,347,777
INVESTMENTS										
US Treasury Note	94,971	938	Change in Valuation							0
Cash Deposit Interest Income		541,200		95,909	Redemption of Treasury note					0
Investment Interest Income		59		541,200	Texas Treasury Investments					0
Subtotal	94,971	542,197		637,168			0			0
REINSURANCE										
Subtotal	0	0		0			0			0
RECEIVABLES										
Premiums Receivable-Medicare Reimbursement (MRA)	5,005,246	1,534,624	Subsequent collections Established at inception of receivership	6,539,870	CMS Reconciliation					0
Premiums Receivable-CMS	166,586		Subsequent collections	166,586	CMS Reconciliation Subsequent collections					0
Subtotal	1,820	5,491		7,311						0

Universal HMO Texas R555
DISPOSITION OF ASSETS SCHEDULE
EXHIBIT A-3

Inception to June 30, 2019

ASSET DESCRIPTION	ASSET BALANCE 4/18/13	NEW ASSETS	SOURCE OF NEW ASSETS	ASSET RECOVERY	SOURCE OF RECOVERY	DATE OF RECOVERY	AMOUNT OF WRITE OFF	REASON FOR WRITE OFF	DATE OF WRITE OFF	ASSET BALANCE AS OF 6/30/19
Allowance for Nonrecovery	(5,173,652)		Established at inception of receivership		CMS Reconciliation		(5,173,652)			0
Pharmacy Rebates Receivable	276,584	485,083	Identified Subsequent to Receivership	61,667	Pharmacy Rebates Recovered/Medco Settlement Agreement Pharmacy Rebates Recovered/Medco Settlement Agreement					700,000
Allowance for Nonrecovery	(276,584)						(423,416)	Doubtful Collection	07/31/18	(700,000)
Prepaid Claims to Third party Administrators	9,642						9,642	Not Collectible	07/20/18	0
Allowance for Nonrecovery	(9,642)						(9,642)	Not Collectible	07/20/18	0
Deferred Tax Asset from Parent Allowance for Nonrecovery	306,687						306,687	Not Collectible	07/20/18	0
Allowance for Nonrecovery	(306,687)						(306,687)	Not Collectible	07/20/18	0
Subrogation Receivable		26,530	Identified Post Receivership	26,530	Receivables Collected					0
Claims Refunds		31,116	Identified Post Receivership	31,116	Receivables Collected					0
Workers Comp Refund		5,465	Identified Post Receivership	5,465	Receivables Collected					0
Office Space Refund		7,214	Return of Security Deposit	7,214	Receivables Collected					0
Other Receivables		6,106	Identified Post Receivership	6,106	Receivables Collected					0
Subtotal	0	2,101,629		6,851,865			(5,597,068)			0
OTHER ASSETS										
Subtotal	0	0		0			0			0
RESTRICTED ASSETS										
Statutory Deposit-Texas	1,505,000	0	Treasury Notes at Inception of Receivership	1,505,000	Release by State of Texas					0
Funds Held-APP Class 2 Not Located		26,141	Reclass of Outstanding Claims Checks							26,141
Funds Held-APP		6,513								6,513
Subtotal	1,505,000	32,654		1,505,000			0			32,654
TOTAL	16,648,470	(2,024,242)		0			(5,597,068)			10,380,431

EXHIBIT A-4

POCs filed	POC approved in whole or in part	POCs Denied	Total Claimed	Amount Approved	Amount Rejected
Class 2	1,158	850	\$26,438,530.60	\$3,007,328.93	\$23,431,201.67
Class 5	9	11	\$1,800,770.35	\$937,133.74	\$863,636.61
Class 8	49	18	\$9,384,622.74	\$3,567,786.11	\$5,816,836.63
Class 11	1	28	\$59,132,334.58	To be determined*	
			\$96,756,258.27		

R-555 Universal HMOT	
Estimated Closing Expenses	
EXHIBIT A-5	
	TOTAL
Estimated SDR Fees	
Administration	4,500
Accounting	3,000
Expenses	750
Claims	6,750
	15,000
Estimated General Admin Expenses	
Bank Charges, Wiring Fees & Treasury Account	690
Records Storage and Disposal	300
Records Shredding	300
IT/Computer Expense	222
Supplies-boxes/labels/folders/forms	150
Copies, Faxes, Postage/Courier	150
Liquidation Oversight Allocated Expenses	1,100
	2,912
Estimated Subcontractor Fees & Expenses	
Accounting Fees	9,000
Accounting Expenses	75
Legal Fees	13,500
Legal Expenses	750
	23,325
Estimated Other Fees & Expenses	
Records Storage by Commissioner	1,300
Class 1 Administrative Expense - Other	750
	2,050
Total Estimated Expenses	43,287

THE STATE OF TEXAS
Plaintiff

v.

UNIVERSAL HMO OF TEXAS, INC.
Defendant

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IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

345th JUDICIAL DISTRICT

ASSIGNMENT OF ASSETS

Background:

1. Prime Tempus, Inc. is the Special Deputy Receiver of Universal HMO of Texas, Inc. (“Universal Texas”).

2. The Special Deputy Receiver is authorized to assign all known and unknown assets to the Commissioner of Insurance (Commissioner) at the closing of the Universal Texas receivership estate, pursuant to Texas Ins. Code Ann. Section 443.352.

The Assignment:

3. This assignment is intended to deal with any unknown, contingent, undistributed or unrecovered assets of Universal Texas. The Special Deputy Receiver, on behalf of the Commissioner as Receiver of Universal Texas, hereby assigns all right, title and interest to any unknown, contingent, undistributed and unrecovered assets of Universal Texas as follows:

1. An undivided 25% interest to Soneet Kapila, Liquidating Agent of Universal Health Care Group, Inc., his heirs, successors and assigns;
2. An undivided 75% interest to BankUnited, N.A. as administrative agent for itself and on behalf of lenders Capital Bank Financial Corporation, Mercantil Commercebank, N.A.,

now known as the Amerant Bank, Banco de Creditors e Inversiones Miami Branch, and Israel Discount Bank.

3. This assignment includes, but is not limited to, an assignment of the SDR's rights under that certain Agreement Regarding Assignment of Proceeds and Settlement of Disputes between the SDR and Medco Health Solutions, Inc., a/k/a Express Scripts.
4. This assignment further includes, without limitation, all contract rights, rights to collect unclaimed property, dividends, tort claims, Medicare Secondary Payer rights, intangible rights, sums owed to Universal Texas, rights under tax sharing agreements, and other rights to tangible property or monies belonging to Universal Texas. The assignment does not include any claims against the SDR or the Receiver of Universal Texas, their attorneys or agents.
5. This assignment is intended to facilitate and not to limit or supersede the terms of the Shareholder, Special Deputy Receiver and BankUnited Agreement Regarding Universal HMO of Texas, Inc. ("Shareholder Agreement"). This assignment does not limit the release and other language contained in the Shareholder Agreement.
6. This assignment is intended to include, but not be limited to, property, cause of action, judgments, claims, unclaimed property deposits, tort claims, contract claims, statutory claims, contract rights, rights to recovery or to distribution, unknown claims, unrecovered claims and as-yet-undiscovered claims and assets. The assignment is to be broadly construed to include even rights and assets not presently known or imagined.
7. This assignment is intended to grant to the assignees hereunder the authority to demand and receive payments, to collect assets, to pursue causes of action, to assert contract and distribution rights, to collect contingent, liquidated and unliquidated assets, and to include

all assets, past, present and future. Nothing in this assignment shall give the assignee the right to pursue any claim against the Receiver, the SDR, their attorneys, employees or agents.

8. This assignment and the Shareholder Agreement together are the final and integrated expression of their agreement. This assignment is made without express or implied warranty, AS IS, and is made without recourse. Nothing in this assignment waives any defense or claim of Universal Texas.

So assigned on _____ day of _____, 2019.

Universal HMO of Texas, Inc.

By Prime Tempus, Inc., Special Deputy Receiver

Signed by: Craig A. Koenig, President of Prime Tempus, Inc. and not individually

Craig A. Koenig

Soneet Kapila, as Liquidating Agent of Universal Health Care Group, Inc.

By: Soneet Kapila, as Liquidating Agent, and not individually

Bank United, as Administrative Agent for the Lenders set forth in this document

By: _____

Its: _____

,

Prefix	Box #	Contents
BXP	100001	Deposit Reports Jan - Apr 2011
BXP	100005	Statutory Financial Reports 2010-2012; Bank Compact Discs
BXP	100011	Statutory Financial Reports
BXP	100014	Accounts Payable; Statutory filings; Payroll reports
BXP	100018	TX Appointment Action Notices; Budgets; Statutory Filings
BXP	100020	Universal Health Care Group reporting, budgets, statutory filings
BXP	100025	Texas HMO marketing forms, policy and procedures manuals, quarterly rpts
BXP	100030	Audit files, Bank Compact Discs statements, call logs
BXP	100033	Personnel Documents, Accounts Payable, Policy & Procedures Manuals
BXP	100034	Personnel Documents
BXP	100035	UHMO Policy & Procedure Manuals and Handbooks, Accounts Payable
BXP	100038	Agent Files
BXP	100114	Post Receivership: subcontractor agreements, SDR work product
BXP	100040	Provider applications 2011
BXP	100041	Provider applications 2011
BXP	100045	Provider applications 2010-2011
BXP	100051	Provider applications 2011
BXP	100052	Provider applications 2011-2012
BXP	100056	Provider applications 2011
BXP	100057	Provider applications 2011-2012
BXP	100058	Provider applications 2011-2012
BXP	100060	Provider applications 2011-2012
BXP	100062	Provider applications 2011
BXP	100063	Provider applications 2010-2011
BXP	100067	Provider applications 2011-2012
BXP	100068	Provider applications 2009-2012
BXP	100070	Provider applications 2012
BXP	100071	Provider applications 2009-2011
BXP	100073	Provider applications 2011
BXP	100074	Marketing materials
BXP	100075	Provider applications
BXP	100076	Provider applications
BXP	100077	Provider applications
BXP	100078	Provider applications 2012
BXP	100079	Pharmacy directory, Credentialing procedures
BXP	100080	Marketing materials
BXP	100081	Provider directories, marketing materials
BXP	100083	Provider applications 2012
BXP	100084	Provider applications
BXP	100086	Marketing materials
BXP	100087	Marketing materials
BXP	100090	Enrollment Guides, Agent Booklet
BXP	100091	Marketing materials

Prefix	Box #	Contents
BXP	100092	Marketing materials
		Attorney Work Product
		SDR & Subcontractors Work Product
		Any further records pertaining to UHMO-TX that the SDR or Receiver elects not to retain
		Any electronic records pertaining to UHMO-TX that the SDR or Receiver elects not to retain

EXHIBIT 2

Filed in The District Court
of Travis County, Texas
SEP 25 2019
At 10:50 a.m.
Velva L. Price, District Clerk

D-1-GV-13-000384

THE STATE OF TEXAS
Plaintiff

v.

UNIVERSAL HMO OF TEXAS, INC.
Defendant

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IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

345th JUDICIAL DISTRICT

**ORDER GRANTING THE SDR'S APPLICATION TO
MAKE FINAL DISTRIBUTION**

On this day came to be heard the Special Deputy Receiver's Application to Make Final Distribution, filed by Prime Tempus, Inc., Special Deputy Receiver ("SDR") of Universal HMO of Texas, Inc. ("Universal Texas"). The Application was submitted to the Special Master appointed in this cause ("Special Master") in accordance with the *Order of Reference to Master* entered on May 22, 2013 ("Order of Reference"). The Special Master issued a report pursuant to Rule 171 of the Texas Rules of Civil Procedure, which is incorporated herein, finding and recommending as follows:

1. This Court has jurisdiction over the subject matter of this Application under TEX. INS. CODE Chapter 443;
2. The *Order of Reference* provides under Section III that the subject matter of this Application is referred to the Special Master;
3. The Application was submitted to the Special Master in accordance with the *Order of Reference*;
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 Motion were filed; and
5. The Application should be granted in all respects.

Having considered the Application, the evidence submitted, and the recommendation of the Special Master, the Court accepts the Special Master's report, and grants the Application.

It is therefore ORDERED, ADJUDGED, and DECREED that:

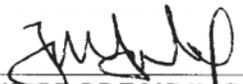
1. The Application is GRANTED in all respects:
2. The Affidavit of Craig A. Koenig and each of the exhibits to that affidavit are admitted into evidence.
3. The Court approves the distribution set forth in the Application.
4. The Court approves the execution of an assignment of assets in substantially the form of that attached as Exhibit A-6 to the Affidavit of Craig A. Koenig.
5. The SDR may deliver all unclaimed funds to the Commissioner. The Court finds that any claimant for whom a Distribution Notice was returned as undeliverable shall be deemed as unclaimed for purposes of Texas Insurance Code Section 443.304.
6. The Court accepts and approves the report of claims and the financial reports set forth in the Application.
7. The Court approves distribution of funds as set forth in the Application. The SDR may condition such distribution upon the provision by the recipient of such wire instructions and other paperwork as the SDR deems reasonably necessary for the distribution. The SDR may transfer any residual funds remaining after all distributions are made in accordance with the Shareholder, Special Deputy Receiver and BankUnited Agreement Regarding Universal HMO of Texas, Inc. previously approved by this Court.
8. The SDR may destroy records in its discretion as set forth in the Application.
9. The SDR may transfer certain records to the Commissioner as set forth in the Application. The SDR may, in its discretion, transfer certain records to the equity holders.

10. The Court hereby dissolves the charter of Universal HMO of Texas, Inc. pursuant to Texas Insurance Code Section 443.153.

11. The Court approves the estimated closing expenses.

12. The SDR may authorize and take such other steps as are reasonably necessary to effectuate the matters set forth in the Application.

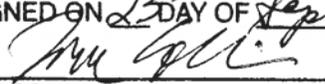
SIGNED this 24th day of September, 2019.



JUDGE PRESIDING
TIM SULAK

PROPER NOTICE GIVEN.
NO OBJECTION FILED.
SUBMITTED

RECOMMENDED
SIGNED ON 23rd DAY OF Sept. 2019



TOM COLLINS, RECEIVERSHIP SPECIAL MASTER

EXHIBIT 3

NO. D1-GV-13-000384

STATE OF TEXAS	§	IN THE DISTRICT COURT OF
<i>Plaintiff,</i>	§	
	§	
v.	§	
	§	TRAVIS COUNTY, TEXAS
	§	
UNIVERSAL HMO OF TEXAS, INC.	§	
<i>Defendant</i>	§	345th JUDICIAL DISTRICT

VERIFIED APPLICATION TO TERMINATE RECEIVERSHIP AND DISCHARGE RECEIVER AND SPECIAL DEPUTY RECEIVER

TO THE HONORABLE JUDGE OF SAID COURT:

Prime Tempus, Inc. Special Deputy Receiver of Universal HMO of Texas, Inc. (the “SDR” and “Universal Texas”, respectively), files its *Verified Application to Terminate Receivership and Discharge Receiver and Special Deputy Receiver* (the “Application”).

RELIEF REQUESTED

1. On September 25, 2019 this Court entered its *Order Approving Application to Make Final Distribution* (“Distribution Order”). The SDR has completed the distribution of assets in accordance with the Distribution Order and submits this final accounting. The SDR requests that the Court terminate this proceeding and discharge the Texas Commissioner of Insurance (“Commissioner”) as Receiver of Universal Texas and Prime Tempus, Inc. as the Special Deputy Receiver of Universal Texas.

AUTHORITY

2. The SDR is authorized to file this Application pursuant to § 443.352 of the Texas Insurance Code (the “Code”). The *Order of Reference to Master* entered on May 22, 2013 refers

to the Special Master appointed in this proceeding any applications submitted to this Court to approve an action by the SDR, and any other specific questions referred by this Court.

FINANCIAL STATEMENTS

3. The following final financial statements are attached to this Application:

- (a) Balance Sheet (Statement of Net Assets and Net Liabilities), Exhibit A; and
- (b) Sources and Uses of Cash, Exhibit B.

EXPENSES

4. The Distribution Order approved a reserve of \$43,287 for the payment of administrative expenses incurred from June 1, 2019 through the termination of the receivership. The actual expenses incurred during this period were \$ 43,287. Attached as Exhibit C is the final statement of expenses submitted pursuant to § 443.015 of the Code.

DISTRIBUTION

5. In accordance with the Distribution Order, the SDR made a distribution of the sum of \$10,300,000 to the Class 11 equity interests, divided 25% / 75% between Soneet Kapila, the Liquidating Agent of Universal Health Care Group, Inc. (entitled to 25% of the distribution) and BankUnited, N.A., individually and as administrative agent for Capital Bank Financial Corporation, Mercantil Commerce Bank. N.A. n/kn/a Amerant Bank, Banco de Creditos e Inversiones Miami Branch and Israel Discount Bank (The Liquidating Agent and the banks shall be referred to as the “Shareholder Interests”), all as set forth in the *Shareholder, Special Deputy Receiver and BankUnited Agreement Regarding Universal HMO of Texas, Inc.* Further, the SDR delivered to counsel for the Shareholder Interests the assignment of other assets, including a recoverable from Medco, which has subsequently made a further distribution to the Shareholder Interests. The SDR anticipates making a final distribution of all remaining funds to the Shareholder

Interests after deduction of the closing budget, unclaimed property funds and other appropriate deductions. The SDR projects that this further and final distribution will be in the amount of \$ 31,786, and will be accomplished before the submission date of this Application.

UNCLAIMED FUNDS

6. There is a total of \$84,551.80 which represents unclaimed funds for which checks were issued and never cashed, or funds that could not be issued due to the identified payees' failure to respond to requests for required payment information. These sums thus remain unclaimed. The checks that were mailed were sent by first class mail to the last known address reflected in the SDR's records. Notices to payees and the checks were sent in envelopes that contained the SDR's mailing address as a return address. The SDR continuously monitored the mail for returned envelopes. In some instances, claimants were not sent checks because the address provided by the claimant was not current or otherwise incorrect. In these instances, the SDR team expended diligent effort to locate the payees, and in many cases was able to locate the payee(s) and distribute the funds. In some cases, though, funds remain unclaimed. The list of unclaimed distributions, including the amount of the distribution, the claim number and the date is submitted as Exhibit D. As the payees include individuals, the names of the payees are redacted. The SDR has delivered an unredacted version of Exhibit D to the Receiver. The SDR delivered the unclaimed funds to the Commissioner. Section 443.304 of the Code provides that these funds shall be placed in a segregated account held by the Commissioner.

FEDERAL INCOME TAX RETURNS

7. Universal Texas is part of a consolidated group for tax return purposes. No federal taxes are believed to be owed by the receivership estate.

CHARTER

8. The SDR requests that this Court dissolve the charter of Universal Texas pursuant to § 443.153(e)(1) of the Code.

ASSIGNMENTS

9. The Distribution Order authorized the SDR to assign remaining assets and intangible rights defined in the assignment previously approved by this Court. This assignment has been delivered to the attorneys for the Shareholder Interests, whom has since the entry of the Distribution Order already collected further funds via their assignment, thus increasing their total distributions.

RECORDS

10. The Distribution Order authorized the SDR to destroy certain records of Universal Texas that were no longer required for the administration of the receivership. A few records have been provided to the attorneys for the Shareholder Interests or their designee(s). The remaining records of Universal Texas have been transferred to the Commissioner, and the Court is requested to order that the Commissioner may dispose of any or all such records at his discretion.

TERMINATION AND DISCHARGE

11. The SDR requests that this Court issue an order terminating the receivership estate and discharging the Receiver and the SDR.

OFFER OF PROOF

12. The attached Affidavit of Craig A. Koenig supports this application. This application contains a certification pursuant § 443.017 of the Code, authenticating Exhibits A through D, which are incorporated herein by reference.

WHEREFORE, the SDR requests that this Court grant this Application and enter an order:

- a) Granting the Application in all respects;
- b) Approving the transfer of the unclaimed distributions shown on Exhibit D to the Commissioner;
- c) Authorizing the Commissioner to destroy the remaining records of Universal HMO of Texas, Inc. at the Commissioner's discretion;
- d) Dissolving the charter of Universal Texas;
- e) Discharging the Receiver and the SDR;
- f) Terminating this proceeding; and,
- g) Granting the Receiver and the SDR other relief to which they may be entitled.

Respectfully submitted,

WISENER, NUNNALLY ROTH, LLP

By:  _____

Robert H. Nunnally, Jr.

State Bar No. 15141600

Michael Roth

State Bar No. 24070531

245 Cedar Sage Drive, Suite 240

Garland, Texas 75040

Tel. (972) 530-2200

Fax. (972) 530-7200

Email: robert@wnrlaw.com

ATTORNEY FOR THE
SPECIAL DEPUTY RECEIVER

Certificate of Service

I hereby certify that a true and correct copy of the foregoing document has been served on the following interested parties in accordance with Tex. Ins. Code §443.007(d) and the Rehabilitation Order this the 31st day of December, 2019.

Mr. Tom Collins, Receivership Master
by serving his Docket Clerk
Texas Department of Insurance
333 Guadalupe, Tower III, 5th Fl., MC-305-1D
Austin, Texas 78701
specialmasterclerk@tdi.texas.gov

Ms. Kathy Gartner
Rehabilitation & Liquidation Oversight
Texas Department of Insurance
333 Guadalupe St., Tower III
5th Floor, MC-305-1C
Austin, Texas 78701
Email: Kathy.Gartner@tdi.texas.gov

Universal Health Care Group, Inc.
c/o Soneet Kapila, Chapter 11 Trustee
1000 South Federal Highway, Ste. 200
Fort Lauderdale, Florida 33316
skapila@kapilamukamal.com

Soneet R. Kapila, Ch. 11 Trustee
c/o Lori Vaughan, Esq.
Trenam Kemker
P.O. Box 1102
Tampa, FL 33601
Lvaughan@trenam.com
mwoods@trenam.com
jstraw@trenam.com
mmosbach@trenam.com

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SDR for Universal HMO of Nevada, Inc.
Cantilo & Bennett LLP
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Garland, Texas 75040
robert@wnrlaw.com

Fifth Third Bank
Attn: Muffin White, Assistant Vice President
201 East Kennedy Blvd, Ste. 1800
MD T201KA
Tampa, Florida 33602
Muffin.White@53.com

Dr. A. K. Desai
drakdesai86@gmail.com

James Kennedy
Margaret Jonon
Texas Department of Insurance
P.O. Box 149104
Austin, Texas 78714
James.Kennedy@tdi.texas.gov
Margaret.Jonon@tdi.texas.gov

Universal Health Care Group, Inc.
c/o Jeff Friedman, Esq.
575 Madison Avenue
New York, New York 10022-2585
jeff.friedman@kattenlaw.com

BankUnited, N.A.
c/o Steven Solomon, Esq.
333 S.E. 2nd Avenue, Suite 3200
Miami, Florida 33131
steven.solomon@gray-robinson.com
Lauren.Rome@gray-robinson.com

Wells Fargo Bank, N.A.
Attn: Tyree B. Bedell
Senior Relationship Associate
150 2nd Avenue North, Ste. 300
St. Petersburg, Florida 33701
tyree.bedell@wellsfargo.com

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Division of Rehabilitation & Liquidation
Florida Department of Financial Services
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Tallahassee, Florida 32399
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The University of Texas System
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Sullins Johnston Rohrbach & Magers, P.C.
3200 Southwest Freeway, Suite 2200
Houston, Texas 77027
Email: DMedearis@sjrm.com

Ryan D. Barack, B.C.S. (L&E)
Kwall Barack Nadeau PLLC
rbarack@employeeerights.com

Prime Tempus, Inc.
c/o Craig A. Koenig
27310 Ranch Road 12
Dripping Springs, TX 78620-4962
cakoenig@primetempus.com
mpblevins@austin.rr.com

Moses Chao
Rehabilitation & Liquidation Oversight
Texas Department of Insurance
333 Guadalupe St., Tower III
5th Floor, MC-305-1C
Austin, Texas 78701
moses.chao@tdi.texas.gov

/s/Michael C. Roth
Michael C. Roth

VERIFICATION

STATE OF TEXAS §
 §
COUNTY OF HAYS §

On this day, Craig A. Koenig, being duly identified to me, appeared before me, the undersigned Notary Public and, after first being duly sworn by me, stated that:

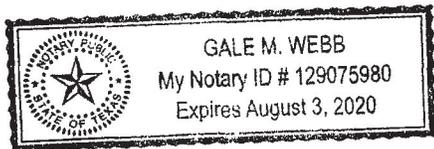
1. I am the President of Prime Tempus, Inc., Special Deputy Receiver of Universal HMO of Texas, Inc. I am duly authorized to make this verification and makes this verification on behalf of Prime Tempus, Inc., Special Deputy of Universal HMO of Texas, Inc.

2. I read the foregoing Verified Application to Terminate Receivership and Discharge Receiver and Special Deputy Receiver, and those allegations are within my personal knowledge, and are true and correct except as to Paragraph 7. As to Paragraph 7, I am informed by the Receiver that these allegations are true and correct and base upon this information and belief make this affidavit. Pursuant to Texas Insurance Code Section 443.17, I certify that Exhibits A through D constitute records of the receivership of Universal HMO of Texas, Inc., and are true and correct copies of records maintained by the Special Deputy Receiver on behalf of the Receiver's office.

3. I recommend and request that the Court issue this order.

S. Koenig
Craig A. Koenig, President,
on behalf of Prime Tempus, Inc.

SUBSCRIBED AND SWORN TO before me on the 30th day of December, 2019.



Gale M. Webb
NOTARY PUBLIC IN AND FOR
THE STATE OF TEXAS.

Universal HMO of Texas, Inc.
Statement of Net Assets
As of December 4, 2019

EXHIBIT A

Cash		
1	Cash	
	Cash - Unrestricted	0
	APF Funds (Loan proceeds)	
Investments		
2	Short-Term Investments	
3	Bonds	
4	Stocks - Preferred & Common	
5	Investments in Subsidiaries, Controlled or Affiliated Entities	
6	Mortgage Loans	
7	Real Estate	
8	Policy Loans	
9	Other Invested Assets	
Restricted Assets		
10	Statutory Deposits	
11	Funds held by or deposited with Reinsured Companies	
12	Restricted Cash	
	Funds Held for Texas Abandoned Property Fund	0
	Funds Held for Pre Receivership Outstanding Checks for Escheat	0
Reinsurance Receivable		
13	Reinsurance Recoverables on Paid Losses & LAE (net of allowance)	
14	Reinsurance Recoverables on Unpaid Losses & LAE (net of allowance)	
15	Reinsurance Recoverables on UEP & Contingent Commissions	
Other Receivables		
16	Salvage & Subrogation Recoveries	
17	Premiums Due from Agents & Policyholders	
18	Receivable from Parents, Subsidiaries & Affiliates	
19	Receivable from Guaranty Associations - Early Access Payments	
20	Other Receivables	0
Other Assets		
21	FF&E	
22	Other Assets	
	Total Assets	0

Universal HMO of Texas, Inc.
Statement of Net Liabilities
As of December 4, 2019

EXHIBIT A

1	Secured Claims	
2	APF Loan	
3	Special Deposit Claims	
Administrative Claims - Class 1		
4	Administrative Claims - State/Receiver	
	Special Deputy Receiver, Subcontractors Fees & Expenses	0
	Liquidation Oversight	0
	Special Master's Fees	0
5	Administrative Claims - Guaranty Assns	
	Administrative Expense Paid	
	Administrative Expense Reserves	
6	LAE - Guaranty Assns	
	LAE Paid	
	LAE Reserves	
Policy Claims - Class 2		
7	Loss Claims - Guaranty Assns	
	Loss Claims Paid	
	Loss Claims Reserves	
8	Loss Claims - Other	
	Other Loss Claims Paid	
	Other Loss Claims Reserves	0
9	LAE - Other	
10	Unearned & Advance Premium Claims - GA	
11	Unearned & Advance Premium Claims - Other	
Other Liabilities		
12	Class 3 Claims	
13	Class 4 Claims	
14	Class 5 General Unsecured Creditor Claims	
15	Class 5 Reinsurance Related Unsecured Claims	
16	Class 6 Claims	
17	Class 7 Claims	
18	Class 8 Claims	
19	Class 9 Claims	
20	Class 10 Interest	0
21	Class 11 Claims	0
22	Other Liabilities	
	Escheat Liability	0
	Abandoned Property Liability	0
	Total Liabilities	0
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	0
	Total Liabilities & Equity	0

**Universal HMO of Texas, Inc.
Sources & Uses of Cash
EXHIBIT B**

Inception to Closing of Receivership

Income

Premium Receipts	7,311
Salvage & Subrogation Recoveries	26,530
Other Receipts	6,818,024
Investment Sales/Receipts	95,909
Other Asset Receipts	1,505,000
Total Receipts from Assets/Receivables	8,452,774
Interest & Dividend Receipts, EA Interest	59
Cash Deposit Interest	623,545
Total Cash Receipts	9,076,378

Disbursements

SDR Fees & Expenses	557,961
Subcontractor Legal Fees & Expenses	434,799
Subcontractor Other Fees & Expenses	1,513,466
Non-Subcontractor Fees & Expenses	269,309
Other Expenses	717,817
RLO Fees & Expenses	204,942
Total Disbursements for Operations	3,698,294
Loss Claims & LAE Expense Payments	9,922,583
Class 11 Distributions	10,331,786
Abandoned Property Fund Distribution	84,552
Refunds & Other Distributions	87,662
Restriction on Cash for Class 2 Claim-Payee Not located	0
Total Cash Distributions	20,426,583
Total Cash Disbursements & Distributions	24,124,877
APF Loan Proceeds (Repayment)	0
Net Increase(Decrease) in Cash	(15,048,499)
Cash at Beginning of Period	15,048,499
Cash at End of Period	0

Universal HMO of Texas, Inc.	
Final Statement of Expenses	
EXHIBIT C	
	TOTAL
SDR Fees	
Administration	15,064
Accounting	3,254
Expenses	158
Claims	1,768
	20,244
General Admin Expenses	
Bank Charges, Wiring Fees & Treasury Account	901
Records Storage and Disposal	614
IT/Computer Expense	66
Liquidation Oversight Allocated Expenses	841
	2,422
Subcontractor Fees & Expenses	
Accounting Fees	4,919
Accounting Expenses	17
Claims Services-Griffin	3,300
Legal Fees	10,402
Legal Expenses	902
	19,540
Other Fees & Expenses	
Records Storage by Commissioner	972
Special Master Fees	110
	1,082
Total Final Expenses	43,287

Universal HMO of Texas, Inc.
 Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund
 EXHIBIT D

Date of Original Check	Check Number	POC number(s)	Claim Class	Amount
4/12/2017	26319	505	2	2,222.91
4/12/2017	26295	107	2	1,313.54
4/12/2017	23616	52	2	770.80
4/12/2017	26098	1608	2	586.50
4/12/2017	26380	766, 1023	2	427.23
4/12/2017	26137	1703	2	255.35
4/12/2017	26298	752	2	136.38
4/12/2017	26554	231, 232, 234	2	799.72
*	*	1931	2	26,141.21
**	**	1	10	4,441.48
**	**	12	10	2,927.46
**	**	16	10	55.52
**	**	17	10	16.52
**	**	24	10	17.46
**	**	42	10	36.35
**	**	52	10	184.36
**	**	107	10	314.17
**	**	113	10	53.60
**	**	114	10	503.04
**	**	220	10	28.40
**	**	238	10	88.94
**	**	278	10	392.91
**	**	292	10	405.41
**	**	297	10	608.16
**	**	302	10	230.33
**	**	306	10	37.47
**	**	328	10	38.29
**	**	354	10	211.62
**	**	355	10	51.48
**	**	505	10	531.67
**	**	516	10	17.13

Universal HMO of Texas, Inc.
Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund
EXHIBIT D

Date of Original Check	Check Number	POC number(s)	Claim Class	Amount
**	**	553	10	2.65
**	**	587	10	1,547.34
**	**	616	10	29.06
**	**	625	10	216.06
**	**	731	10	24.29
**	**	742	10	18.39
**	**	745	10	7.80
**	**	752	10	32.62
**	**	753	10	59.79
**	**	761	10	25.92
**	**	872	10	66.11
**	**	873	10	78.01
**	**	899	10	38.78
**	**	912	10	16.52
**	**	1031	10	145.42
**	**	1037	10	37.84
**	**	1043	10	381.19
**	**	1044	10	334.54
**	**	1058	10	478.49
**	**	1102	10	16.52
**	**	1105	10	34.28
**	**	1117	10	565.78
**	**	1248	10	717.21
**	**	1251	10	297.40
**	**	1258	10	37.47
**	**	1264	10	92.43
**	**	1288	10	6.63
**	**	1313	10	22.89
**	**	1315	10	417.62
**	**	1320	10	221.73
**	**	1348	10	59.15

Universal HMO of Texas, Inc.
Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund
EXHIBIT D

Date of Original Check	Check Number	POC number(s)	Claim Class	Amount
**	**	1362	10	16.52
**	**	1368	10	32.05
**	**	1435	10	43.35
**	**	1436	10	94.36
**	**	1470	10	2.65
**	**	1592	10	58.13
**	**	1608	10	140.28
**	**	1614	10	32.92
**	**	1623	10	44.39
**	**	1630	10	30.29
**	**	1671	10	80.92
**	**	1675	10	33.60
**	**	1697	10	96.49
**	**	1702	10	267.33
**	**	1703	10	61.07
**	**	1717	10	202.14
**	**	1718	10	25.63
**	**	1752	10	30.02
**	**	1794	10	405.50
**	**	1800	10	201.51
**	**	1804	10	75.36
**	**	1806	10	16.52
**	**	1822	10	129.51
**	**	1824	10	104.38
**	**	1854	10	28.35
**	**	1859	10	18.29
**	**	1875	10	681.65
**	**	1877	10	571.09
**	**	1878	10	526.41
**	**	1886	10	1,491.27
**	**	1900	10	39.76

Universal HMO of Texas, Inc.
 Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund
 EXHIBIT D

Date of Original Check	Check Number	POC number(s)	Claim Class	Amount
**	**	1904	10	4,019.21
**	**	1905	10	1,357.29
**	**	1907	10	37.42
**	**	1966	10	21.94
**	**	2063	10	560.07
**	**	2067	10	132.51
**	**	2068	10	50.33
**	**	2070	10	5.71
**	**	2073	10	384.63
**	**	2076	10	111.53
**	**	2086	10	54.46
**	**	2098	10	327.63
**	**	2101	10	19.70
**	**	2110	10	20.39
**	**	2118	10	65.10
**	**	2017, 2018, 2019, 2021, 2023	10	242.95
**	**	1605, 1613	10	113.47
**	**	620, 2104	10	23.11
**	**	934, 1028, 1054, 1056, 1057, 1463	10	447.25
**	**	309, 310, 311, 312	10	200.03
**	**	1152, 1153, 1156	10	51.97
**	**	1465, 1467	10	147.38
**	**	1096, 1096	10	222.77
**	**	1624, 1625, 1626, 1627	10	102.48
**	**	568, 569, 570, 571	10	97.39
**	**	1916, 1918, 1919, 1920, 1921	10	237.87
**	**	1664, 1665, 1666	10	82.14
**	**	3	10	846.23
**	**	1964	10	204.94
**	**	1371, 1373	10	110.68
**	**	1216, 1218	10	282.82

Universal HMO of Texas, Inc.
 Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund
 EXHIBIT D

Date of Original Check	Check Number	POC number(s)	Claim Class	Amount
Summary by Class				
			Class 2	32,653.64
			Class 10	<u>51,898.16</u>
			Totals by Class	84,551.80

* No Class 2 payment made as SDR staff was unable to locate appropriate entity for W-9 data and current
 ** No check date and check number as no check was issued because claimant did not respond to 3 notices advising of interest payments with request to submit current W-9

EXHIBIT 4

JAN 23 2020

At 11:00 a M.
Velva L. Price, District Clerk

NO. D1-GV-13-000384

STATE OF TEXAS

Plaintiff,

v.

UNIVERSAL HMO OF TEXAS, INC.

Defendant

§
§
§
§
§
§
§
§

IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

345th JUDICIAL DISTRICT

**ORDER TERMINATING RECEIVERSHIP AND
DISCHARGING RECEIVER AND SPECIAL DEPUTY RECEIVER**

On this day the Court considered the *Verified Application to Terminate Receivership and Discharge Receiver and Special Deputy Receiver* (“Application”) filed by Prime Tempus, Inc., Special Deputy Receiver (“SDR”) of Universal HMO of Texas, Inc. (“Universal Texas”). The Application requests an order pursuant to Texas Insurance Code §§ 443.153, 443.352, and 443.354 which:

- a) Authorizes the SDR to transfer the remaining assets and unclaimed distributions;
- b) Dissolves the charter of Universal Texas;
- c) Terminates the Receivership;
- d) Authorizes the provision of tax information for the consolidated return;
- e) Discharges the SDR and the Receiver; and
- f) Authorizes the SDR and the Receiver to take such other actions necessary to effectuate the purposes of this Court’s Order.

The Application was submitted to the Special Master appointed in this cause (“Special Master”) in accordance with the Order of Reference to Master entered on May 22, 2013 (“Order of Reference”). The Special Master issued a report pursuant to Rule 171 of the Texas Rules of

Civil Procedure, which is incorporated into this Order by reference, recommending and finding as follows:

1. This Court has jurisdiction over the subject matter of this Application under Texas Insurance Code Chapter 443;
2. The Order of Reference provides under Section III that the subject matter of this Application is referred to the Special Master;
3. The Application was submitted to the Special Master in accordance with the Order of Reference;
4. Notice of the Application was provided in accordance with the Texas Insurance Code § 443.007 and the Order of Reference; and
5. The Application should be granted in all respects.

After considering the pleadings, the evidence submitted, and the recommendation of the Special Master, the Court now grants the Application in all things and ORDERS, ADJUDGES and DECREES that:

1. The Application is approved in all respects;
2. The Affidavit of Craig A. Koenig and each of its exhibits are admitted into evidence. The facts contained in the Application, the Craig A. Koenig Affidavit and the exhibits to the Craig A. Koenig Affidavit are prima facie proof of the matters asserted in those documents;
3. The Court finds that the SDR sought to locate each holder of a claim whose distribution remains unclaimed, and authorizes the unclaimed distributions set forth in Exhibit D to the Application to be transferred to the Commissioner to be placed

into a segregated unclaimed funds account pursuant to Texas Insurance Code § 443.304, to be administered as set forth in that statute,

4. The SDR and the Receiver are authorized to provide any tax information deemed appropriate to the Trustee of Universal Health Care Group, Inc. ("Trustee") for purposes of the consolidated tax return, either before or after the closing;
5. The SDR is entitled to destroy or transfer to the Trustee any documents not deemed necessary to be retained by the Receiver or the SDR;
6. The accounting provided by the SDR is in all things approved;
7. The transfer and distribution of assets set forth in the Application is approved;
8. The charter of Universal HMO of Texas, Inc. is dissolved.
9. The SDR may file a certificate attesting to completion of the acts set forth in this order. The SDR may take such other steps as are reasonably required to implement the steps set forth in the Application.
10. The Receiver and the SDR are discharged from all further responsibility, claim, duty, liability or obligation with regarding to Universal HMO of Texas, Inc. This proceeding is terminated, and the Receiver and the SDR are discharged from any further responsibility, claim, duty, liability or obligation in this proceeding. This is a final and appealable judgment that concludes all matters in this proceeding.

SIGNED THIS 23rd DAY OF January, 2020.



TIM SULAK
DISTRICT JUDGE PRESIDING

PROPER NOTICE GIVEN.
NO OBJECTION FILED.
SUBMITTED

RECOMMENDED
SIGNED ON 20th DAY OF Jan. 2020

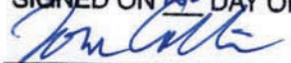

TOM COLLINS, RECEIVERSHIP SPECIAL MASTER

EXHIBIT 5

Universal HMO of Texas, Inc.

Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund

Universal HMO Unclaimed Funds List

Claimant	Address	Amount
Neurological Surgeons of Texas	2800 Hwy 114 Suite 110, Trophy Club, TX 76262	2,222.91
Joseph Meacham MD	9330 Poppy Dr. Suite 400, Dallas TX 75218	1,313.54
A-Plus Home Health Care fka Nations Med HealthCare	4677 Technipler Dr. , Stafford TX 77477	770.80
Cleveland Imaging & Surgical Hospital	1017 S. Travis Avenue , Cleveland TX 77327	586.50
Patricia Sutton	1660 NW Garrett Dr. , Blue Springs MO 64015	427.23
E-Care Emergency McKinney LP	16151 Eldorado Pkwy. Suite 100, Frisco TX 75035	255.35
Medical Center Laboratory	2525 West Bellfort Suite 197, Houston TX 77054	136.38
South Hampton Community Hospital	2929 S. Hampton Rd., Dallas, TX 75224	799.72
Plano Specialty Hospital	1621 Coit Rd. , Plano TX 75075	26,141.21
St. Luke's Patients Medical	4600 E. Sam Houston Pkwy S. , Pasadena TX 77505	4,441.48
Century Radiation Oncology	2610 W. Sam Houston Pkwy. S. , Houston TX 77042	2,927.46
Joseph Pflanzler MD	2801 Bolton Boone Dr. Suite 101, Desoto TX 75115	55.52
Randal W Wade MD	120 S. Central Expwy. Suite 124, McKinney TX 75070	16.52
Mark A Vann MD	16811 Southwest Fwy , Sugarland TX 77479	17.46
Associates in Urology	1300 W. Terrell Ave. Suite 400, Ft. Worth TX 76104	36.35
Nations Med HealthCare	4677 Technipler Dr. , Stafford TX 77477	184.36
Joseph Meacham MD	9330 Poppy Dr. , Dallas TX 75218	314.17
Advanced Women's Healthcare	12201 Merit Dr. Suite 350, Dallas TX 75251	53.60
Chrisette Dharma MD PA	8877 Harry Hines Suite 100, Dallas TX 75235	503.04
Robert W. Farrell, MD	450 Blossom St. , Webster TX 77598	28.40
Trinity Holistic Family Medicine	4794 Benbrook Blvd. , Fort Worth TX 76116	88.94
Ophthalmology Surgery Center	10740 North Central Expwy. Suite 400, Dallas TX 75231	392.91
First Houston Health Care, LLC	509 S. Washington Ave. Suite 140, Cleveland TX 77327	405.41
J&R Medical	4635 Southwest Freeway Suite 800, Houston TX 77027	608.16
Baylor Surgicare Garland	530 Clara Barton Blvd. Suite 100, Garland TX 75042	230.33
Trinity Colon & Rectal Surgery	3450 W. Wheatland Rd. Suite 340, Dallas TX 75237	37.47
Medical Clinic of North Texas	PO Box 650873 , Dallas TX 75265-0873	38.29
Prestige Primary Care	6029 Beltline Suite 105, Dallas TX 75248	211.62
Georgina Loya MD, PA	7825 Hwy 6 North Suite 107, Houston TX 77095	51.48
Neurological Surgeons of Texas	2800 Hwy 114 Suite 110, Trophy Club TX 76262	531.67
Tarrant Nephrology Assoc.	1000 W. Cannon , Ft. Worth TX 76104	17.13
Magaly Murray	c/o 923 Pine Breeze , Friendswood TX 77546	2.65
Solera Transitional Health Care	2101 Greenhouse Rd. , Houston TX 77084	1,547.34
Felix Messina	2602 Seahorse Bend Dr. , Houston TX 77449	29.06
Estate of John C. Lehmann	2900 N. Braeswood Blvd. Apt. 5201, Houston TX 77025	216.06
Texas Inst. Of Pulmonary and SLE	PO Box 259 , Tomball TX 77377	24.29
De Nova Diagnostics	2525 W. Bellport St. Suite 160, Houston TX 77054	18.39
Lela R. Adams	24416 FM 1097 West PO Box 35, Montgomery TX 77356	7.80
Medical Center Laboratory	2525 West Bellfort Suite 197, Houston TX 77054	32.62
Bernard Mladenka	514 Texas Street , South Houston TX 77587	59.79
Victor A. Mediola, MD	7333 N Frwy. Suite 250, Houston TX 77076	25.92
Robert D Bennett MD	6330 LBJ Frwy. Suite 150, Dallas TX 75240	66.11
Doyle I Carson MD	3631 University Blvd. , Dallas TX 75205	78.01
East Texas Eye Center PA	18700 W. Lake Houston Pkwy Suite B-101, Humble TX 77346	38.78
Strahil Atanasov MD, PA	13455 Cutten Road Suite 2K, Houston TX 77069	16.52
City of N. Richland Hills	PO Box 941608 , Houston TX 77094	145.42
Charles A. Hershberger	9999 Spencer Hwy #909 , LaPorte TX 77571	37.84
RCA Advanced Imaging	1750 N. Hampton Road , DeSoto TX 75115	381.19
Bexar Diagnostic Medicine	7622 Louis Pasteur Dr. Suite 100, San Antonio TX 78229	334.54
Nightingale Home Healthcare of N. Texas	598 West Carmel Dr. Suite B, Carmel IN 46032	478.49
Arvind M Pai MD	13406 Medical Complex Dr. Suite 150, Tomball TX 77375	16.52

Universal HMO of Texas, Inc.

Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund

Claimant	Address	Amount
Egret Bay Neurology, PA	18333 Egret Bay Blvd. Suite 650,Houston TX 77058	34.28
UHS Timberlawn, Inc.	4600 Samuell Blvd ,Dallas TX 75228	565.78
Renal Specialists of Houston	11665 Fuqua St. Suite C-301,Houston TX 77034	717.21
Baylor University Medical Center	PO Box 842022 ,Dallas TX 75284	297.40
Cardiovascular Assoc. of Clear Lake PA	17490 Highway 3 Suite A200,Webster TX 77598	37.47
Enayet Rahim MD	13630 Beamer Road Suite 114,Houston TX 77089	92.43
Janet Raye Lytle	418 Clear Creek Ave. ,League City TX 77573	6.63
Community Medicine Assoc.	903 W. Martin ,San Antonio TX 78207	22.89
The Woodlands Healthcare Center LLC	4650 S. Panther Creek Dr. ,The Woodlands TX 77381	417.62
Ikechukwu Osuji MD PA	PO Box 8759 ,Belfast ME 04915	221.73
Ascendant Anesthesia Frisco	25 Highlands Park Village #100765,Dallas TX 75205	59.15
North Dallas Otolaryngology	11970 N. Central Expwy. Suite 400,Dallas TX 75243	16.52
Rafael Delaflor-Weiss MD, PA	705 E. Houston ,Cleveland TX 77327	32.05
Kaveh Samani MD PA	PO Box 144 ,Pearland TX 77588	43.35
Neuroscience Associates of Texas	PO Box 8747 ,Belfast ME 04915	94.36
Lorene W. Wilburn	5209 Spicewood Dr. ,McKinney TX 75070	2.65
James M Smith MD FACS	906 West McDermott Suite 116-371,Allen TX 75013	58.13
Cleveland Imaging & Surgical Hospital	1017 S. Travis Avenue ,Cleveland TX 77327	140.28
Texas Gulf Coast Medical Group	250 Blossom Suite 300 & 400,Webster TX 77598	32.92
Doucet PLLC	P.O. Box 4248 Dept. 289,Houston TX 77210	44.39
Xiaohui Lu MD PA	3413 Spectrum Blvd Suite 100,Richardson TX 75082	30.29
East Houston Orthopedics & Sports	4500 E. Sam Houston Pkwy S Suite 120,Pasadena TX 77505	80.92
North Cypress Medical Center	21214 Northwest Freeway ,Cypress TX 77429	33.60
Christus St John Hospital	PO Box 840663 ,Dallas TX 75284	96.49
Paul M. McCalib	1009 McDonald ,Garland TX 75041	267.33
E-Care Emergency McKinney LP	16151 Eldorado Pkwy. Suite 100,Frisco TX 75035	61.07
Garciela Quintero	600 E. Medical Center Blvd. Apt. 1901,Webster TX 77598	202.14
Coastal Pathology PA	PO Box 733344 ,Dallas TX 75373	25.63
Houston Metropolitan Cardiology	PO Box 844546 ,Dallas TX 75284	30.02
Apria Healthcare	951 Success Lane ,Huffman TX 77336	405.50
Atul T Shah MDPA	4002 Garth Rd. Suite 120,Baytown TX 77521	201.51
Stella Tyler	2116 Woodmere Drive ,Lancaster TX 75134	75.36
Samir K Nath MD PA	4002 Garth Rd. Suite 120,Baytown TX 77521	16.52
Laboratory Physicians Assoc	PO Box 740968 ,Dallas TX 75374	129.51
City of McKinney	PO Box 660074 ,Dallas TX 75266	104.38
Delgado Cardiovascular Associated, PA	PO Box 1759 Dept 1302,Houston TX 77251	28.35
Andrew Civitello MD PA	PO Box 4346 Dept 892,Houston TX 77210	18.29
MCHS San Antonio North	7703 Briaridge ,San Antonio TX 78230	681.65
Total Home Health & Rehab	2550 N Loop W Suite 220,Houston TX 77092	571.09
Millennium Home Health Care	2403 Fredericksburg Rd. ,San Antonio TX 78201	526.41
Texas Health Physicians Group	PO Box 975341 ,Dallas TX 75397	1,491.27
Doctors Hospital at White Rock Lake	9440 Poppy Drive ,Dallas TX 75218	39.76
Centennial Medical Center	c/o Tenet Frisco 1445 Ross Ave., Ste 1400,Dallas TX 75202	4,019.21
Park Plaza Hospital	c/o Tenet Health Care 1445 Ross Ave., Ste 1400,Dallas TX 75202	1,357.29
Peggy H Taylor, MD PA	4511 Oak Hill Circle ,League City TX 77573	37.42
Ronald F. Bearden	1504 West Clay ,Houston TX 77019	21.94
Health Texas Provider Network	PO Box 844128 ,Dallas TX 75284	560.07
Houston Medical Imaging	PO Box 4346 Dept 401,Houston TX 77210	132.51
United Northeast Radiology, LLP	Dept 273 PO Box 4346,Houston TX 77210	50.33
Cleveland Radiology Associates, PA	Dept 216 PO Box 4346,Houston TX 77210	5.71
Inovative Radiology, PA	Dept 486 PO Box 4346,Houston TX 77210	384.63
Mainland Radiology Associates	Dept 573 PO Box 4346,Houston TX 77210	111.53

Universal HMO of Texas, Inc.

Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund

Claimant	Address	Amount
Dr. David S Ho MD PA	6560 Fannin St. Suite 1544,Houston TX 77030	54.46
One Step Diagnostic	17320 Red Oak Dr. ,Houston TX 77070	327.63
Lucy B. Pacheco	1606 NE 34th St ,Ft Worth TX 76106	19.70
Nally Reddy, MD	2727 Bolton Boone Dr. Suite 111,Desoto TX 75115	20.39
Daphne Favroth, MD	189 N. Plano Rd. Suite 150,Richardson TX 75081	65.10
Bay Area Emergency Partners	PO Box 3686, Dept 464, Houston, TX 77210	242.95
Jorge Ontiveros MD, PA	P.O. Box 2024, Addison, TX 75001	113.47
LabCorp/Laboratory Corp of America	PO Box 2270, Burlington, NC 27216-2270	23.11
Bayou Anesthesia & Pain	PO Box 3856, Houston, TX 77253	447.25
Amer Zaheer, MD	6560 Fannin St., Suite 2208, Houston, TX 77030	200.03
Advanced Diagnostics	8305 Knight Rd, Houston, TX 77054	51.97
The Endocrine Center	10837 Katy Freeway, Suite 200, Houston, TX 77079-2212	147.38
Jan Garcia, Jr. MD PA	333 Noth Texas Ave , Suite 2200, Webster, TX 77598-4964	222.77
Fatima Sayeed MD	8190 Barker Cypress, Suite 1500, Cypress, TX 77433	102.48
Jennifer Weatherly DO	3250 W. Pleasant Run Rd. Suite 160, Lancaster, TX 75146-1071.	97.39
Pinnacle Anesthesia Consultants	PO Box 650426, Dallas, TX 75265	237.87
Gustavo H. Day MD PA	PO Box 835808, Richardson, TX 75083	82.14
Texas Oncology PA Plano	PO Box 911230 ,Dallas TX 75319	846.23
Texas Oncology PA	12221 Merit Dr. Suite 500,Dallas TX 75251	204.94
Careflite	PO Box 660911, Dallas, TX 75266	110.68
Cardinal Anesthesia Management	611 Staples Rd., San Marcos, TX 78666	282.82
Concentra Primary Care, PA	1045 Central Parkway North, Suite 200, San Antonio, TX	294.64
Spring Imaging Center LLC	26218 Interstate 45 North, Spring, TX 77386-1024	139.46
Behavioral Health of Bellaire	5314 Dashwood Dr., Houston, TX 77081	3,249.58
Inpatient Infectious Disease Consultant	PO Box 3689, Sugarland, TX 77487-3689	49.36
FamilyWise Healthcare	5100 W. Eldorado Pkwy., Suite 102-820, McKinney, TX 75070	215.31
South Hampton Community Hospital	2929 S. Hampton Rd., Dallas, TX 75224	194.83
Harmony Heart Group	1600 Coit Rd, Suite 304, Plano, TX 75075-6172	200.29
Compass CRH LLC	1701 Directors Blvd., Suite 110, Austin, TX 78744	183.08
Space City Anesthesia PLLC	3200 Wilcrest, Suite 600, Houston, TX 77042	102.66
Viking Enterprises Inc	PO Box 740371, Houston, TX 77274	200.57
University General Hospital	PO Box 678929, Dallas, TX 75267	125.54
NorthStar Anesthesia, PA	PO Box 650252, Dallas, TX 75265	350.67
Excel Anesthesia, PA	PO Box 650035, Dallas, TX 75265	170.94
Woodlands North Houston Heart Center	PO Box 4248, Dept 102, Houston, TX 77210-4248	245.14
Patricia Sutton	1660 NW Garrett Dr. ,Blue Springs MO 64015	102.19
Plano Specialty Hospital	1621 Coit Rd. ,Plano TX 75075	8,173.25
South Arlington Surgical Providers, Inc.	350 East Interstate 20 ,Arlington TX 76018	226.63
Memorial Hermann Health System	909 Frostwood, Suite 3.700 ,Houston TX 77024	166.70
Dallas Eye Care Associates PLLC	350 E. Interstate 20 ,Arlington TX 76018	159.90
Lake Pointe Operating Company, LLC	2001 Bryan St., Suite 2200 ,Dallas TX 75201	123.70
Southwest Asthma & Allergy Associates, PA	9494 SW Freeway, Suite 600 ,Houston TX 77074	17.46
Greater Houston Emergency Physicians, PLLC	PO Box 301039, Dallas, TX 75303	1,719.72
U.S. Anesthesia Partners of Texp, PA	12222 Merit Drive, Suite 700, Dallas, TX 75251	1,168.84
Hospital Inpatient Group, PLLC	211 Highland Cross Dr., Suite 101, Houston, TX 77073	683.21
Medicorp On Call, PA	6969 Gulf Freeway Suite 200B,Houston TX 77087	61.31
Texas Neuroradiology, PA	PO Box 650823 Dept 41332,Dallas TX 75265	8.14
TMH Physician Associates, PLLC	6565 Fannin D-200,Houston TX 77030	180.20
	Total	84,551.80

Universal HMO of Texas, Inc.

Schedule of Outstanding Checks/Funds to Remit to Abandoned Property Fund

Claimant	Address	Amount
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EXHIBIT 6

From: Angela Buck <Angela.Buck@tdi.texas.gov>
Sent on: Thursday, January 2, 2020 6:00:37 PM
To: gmwebb@primetempus.com; cakoenig@primetempus.com
CC: Kathy Gartner <Kathy.Gartner@tdi.texas.gov>; John Alexander <John.Alexander@tdi.texas.gov>; Mary Ramos <Mary.Ramos@tdi.texas.gov>; Christina Ramirez <Christina.Ramirez@tdi.texas.gov>
Subject: RE: R-555 Universal HMO of Texas

Follow up: Follow up
Start date: Thursday, January 2, 2020 12:00:00 AM
Due date: Thursday, January 2, 2020 12:00:00 AM

Gale,

Early next week, RLO will create a wire transfer for R555 from the Treasury RLO Allocation account (where the SDR billing is received) to the Treasury RLO Liquidator Closing account in the amount of \$84,661.46.

We will let you know when the transaction is completed.
Thank you,

Angela Buck
Senior Receivership Oversight Analyst
Texas Department of Insurance
(512) 676-6970
angela.buck@tdi.texas.gov

From: Gale Webb <gmwebb@primetempus.com>
Sent: Thursday, January 02, 2020 11:31 AM
To: Christina Ramirez <Christina.Ramirez@tdi.texas.gov>; Angela Buck <Angela.Buck@tdi.texas.gov>
Cc: Kathy Gartner <Kathy.Gartner@tdi.texas.gov>; John Alexander <John.Alexander@tdi.texas.gov>; cakoenig@primetempus.com
Subject: R-555 Universal HMO of Texas

ATTENTION: This email came from an external source. Do not open attachments or click on links from unknown or unexpected emails.

The attached check, which represents the Universal Unclaimed Funds being transferred to the Commissioner in accordance with the application and court order terminating the Universal receivership, was mailed in error to the Texas Treasury and should have been mailed directly to RLO at TDI.

Please accept my apologies for this error.

Gale Webb

Transfer

Texas Department of Insurance

Request Date: 1/7/2020

Execution Date: 1/7/2020

From

1606	Liquidation Oversight Division-Liquidation Oversight Allocation Fund	\$84,661.46
------	--	-------------

To

3349	Rehabilitation & Liquidation Oversight Liquidator Closing Fund	\$84,661.46
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Total Amount of Transfer: \$84,661.46

Requested By: John O Alexander

Internal Reference:

Report Description: Transfer to Fund 3349/From Fund 1606

Comments:

Entry Details:

Transaction ID: 146502
 Entry Date: 1/7/2020 9:26:32 AM
 Entered By: Jennie Burrow
 Last Update Date: 1/7/2020 9:41:43 AM
 Last Updated By: System User
 Approver: Melissa Gonzales
 Approval Date: 1/7/2020 9:36:21 AM

Memo

Date: August 11, 2020
To: Anthony Infantini, Chief Financial Officer, Financial Services Office
From: John O. Alexander, Director of Supervisory Interventions *JOA* 8-11-20
cc: Jean Sustaita, Mary Ramos, Christina Ramirez, and Kathy Gartner
Subject: Fund 923 Unclaimed Funds

Attached is a copy of the letter of instruction sent to TTSTC to transfer funds from the RLO Liquidator Closing account to Fund 923 with the Texas Comptroller's Office.

These funds represent unclaimed funds following the closure of the estate and will be transferred in accordance with the Texas Insurance Code Section 443.304(a):

<u>Receivership #</u>	<u>Receivership Name</u>	<u>Amount:</u>
555	Universal HMO of Texas, Inc.	\$84,551.80

If you have questions, or need additional information, please contact Angela Buck at 512-676-6970.

Thank you for your assistance.



**LETTER OF INSTRUCTION
TRANSFER TO TREASURY REQUEST**

Request Date: August 11, 2020

Agency Name: Texas Department of Insurance

Trust Company Fund Number: #3349

Trust Company Fund Name: Rehabilitation & Liquidation Oversight Liquidator Closing Fund

Execution Date: August 14, 2020

Transfer Amount: \$84,551.80

APPROVAL BY AUTHORIZED REPRESENTATIVES:

Print Name John O. Alexander **Signature** John O. Alexander 8-11-20

Print Name Jamie Walker **Signature** Jamie Walker 12 Aug 20

(if second representative required) (if second representative required)

DEADLINE:

TRANSFER TO TREASURY REQUESTS MUST BE SUBMITTED BY 10:00 AM
All requests received after deadline will be completed the next business day.

FOR TTSTC USE ONLY
Employee Signature: _____

EXHIBIT 7

CAUSE NO. D-1-GV-13-000384

THE STATE OF TEXAS,
Plaintiff,

v.

UNIVERSAL HMO OF TEXAS, INC.
Defendants.

§
§
§
§
§
§
§

IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

345th JUDICIAL DISTRICT

NOTICE OF PUBLICATION

This Court directed the Commissioner of the Texas Department of Insurance (Commissioner) to give notice of her *Motion to Declare Funds Abandoned* by publication in a newspaper of general circulation in Travis County, Texas for at least 10 days. The Commissioner has complied with this directive and files this Notice of Publication pursuant to Texas Insurance Code section 443.304(b) and Texas Government Code section 313.004.

The Commissioner provided notice of its Motion to Declare Funds Abandoned, consistent with the form approved by this Court, in the Austin Chronicle on _____, 202__. An Affidavit providing proof of publication of the Notice is attached as **Exhibit A**.

Date: _____, 202__.

Respectfully submitted,

KEN PAXTON
Attorney General of Texas

BRENT WEBSTER
First Assistant Attorney General

RALPH MOLINA
Deputy First Assistant Attorney General

AUSTIN KINGHORN
Deputy Attorney General for Civil Litigation

KIMBERLY GDULA
Chief, General Litigation Division

/s/ Stephen DeVinney
STEPHEN DEVINNEY
Texas Bar No. 24138110
Assistant Attorney General
Office of the Attorney General
General Litigation Division
P.O. Box 12548, Capitol Station
Austin, Texas 78711-2548
(737) 224-2365 | FAX: (512) 320-0667
Stephen.DeVinney@oag.texas.gov
COUNSEL FOR PLAINTIFF

Form of Notice by Publication

To owners of unclaimed funds from the UNIVERSAL HMO OF TEXAS, INC. Receivership in CAUSE NO. D-1-GV-13-000384: The Commissioner of Insurance filed a motion in the Travis County District Court for abandonment of unclaimed funds from the UNIVERSAL HMO OF TEXAS, INC. receivership. The motion seeks the court's determination that the unclaimed funds and interest are abandoned and are to be disbursed to an account established by the Commissioner of Insurance to pay general expenses related to the administration of receiverships. The motion lists the names, last known addresses, and amount of unclaimed funds, and is available at www.tdi.texas.gov/receiverships/abandonfunds.html. A hearing on the application is set for _____, **202**, at _____ **o'clock** at the Travis County Civil and Family Courts located at 1700 Guadalupe Street, Austin, Texas 78701. Please note that this case is not specially assigned to a particular judge under the Travis County Local Rules so the parties must check the docket setting prior to each proceeding, either online or in person in order to determine the courtroom assigned for the proceeding. Assignments will be posted on Friday the week before the proceeding. You must be available when your case is called. Questions about case assignments or locations for proceedings should be directed to the office of the Court Administrator for the Civil District Courts at (512) 854-2484, not a particular court.

Automated Certificate of eService

This automated certificate of service was created by the eFiling system. The filer served this document via email generated by the eFiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

Quennette Rose on behalf of Stephen DeVinney

Bar No. 24138110

quennette.rose@oag.texas.gov

Envelope ID: 108889660

Filing Code Description: Motion (No Fee)

Filing Description: THE COMMISSIONER OF THE TEXAS DEPARTMENT OF INSURANCE'S MOTION TO DECLARE FUNDS ABANDONED, APPROVE NOTICE, AND SET HEARING

Status as of 12/10/2025 8:55 AM CST

Case Contacts

Name	BarNumber	Email	TimestampSubmitted	Status
ROBERT NUNNALLY, JR		robert@wnglaw.com	12/9/2025 1:08:58 PM	SENT
HAROLD GOLD		harold@wnglaw.com	12/9/2025 1:08:58 PM	SENT
AMY WELTON		ajwelton@ajweltonlaw.com	12/9/2025 1:08:58 PM	SENT
LEAH STEWART		lstewart@bbsfirm.com	12/9/2025 1:08:58 PM	SENT
PATRICK CANTILO		phcantilo@cb-firm.com	12/9/2025 1:08:58 PM	SENT

Associated Case Party: UNIVERSAL HMO OF TEXAS INC

Name	BarNumber	Email	TimestampSubmitted	Status
Stephen DeVinney		stephen.devinney@oag.texas.gov	12/9/2025 1:08:58 PM	SENT
Peter Christie		Peter.Christie@oag.texas.gov	12/9/2025 1:08:58 PM	SENT
Quennette Rose		Quennette.Rose@oag.texas.gov	12/9/2025 1:08:58 PM	SENT