

JUL - 7 2015

At 9:47 A.M.
Velva L. Price, District Clerk

NO. D-1-GV-03-002024

STATE OF TEXAS	§	IN THE DISTRICT COURT OF
	§	
VS.	§	TRAVIS COUNTY, TEXAS
	§	
WESTERN INDEMNITY INSURANCE	§	
COMPANY	§	261ST JUDICIAL DISTRICT

ORDER APPROVING FINAL REPORT AND APPLICATION TO MAKE FINAL DISTRIBUTION

On this day the Court heard the *Final Report and Application to Make Final Distribution* (“Application”) filed by Resolution Oversight Corporation, Special Deputy Receiver of Western Indemnity Insurance Company (the “SDR” and “Western”, respectively). Having considered the Application and the recommendation of the Master appointed in this proceeding (the “Master”), the Court finds as follows:

1. The Court has jurisdiction over this application under TEX. INS. CODE Chapter 443;
2. The Amended Order of Reference to Master entered by the Court on November 3, 2005 (“Order of Reference”) provides that applications filed pursuant to TEX. INS. CODE §§ 443.258, 302; 352 and 354 are referred to the Master;
3. The Application was submitted to the Master as provided in 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;
5. The Distribution Notice, attached as Exhibit H to the Application, when sent as set forth in the Application, constitutes adequate notice of the hearing of the Application;
6. No objections to the Application were filed;
7. The Master has issued a recommendation that the Application should be granted

pursuant to Rule 171 of the Texas Rules of Civil Procedure; and

7. The recommendation of the Master should be confirmed, and the Application should be GRANTED in all respects.

It is therefore ORDERED, ADJUDGED and DECREED that:

1. Exhibits A, B, C, D, E, F, G, H, I, J and K to the Application are admitted into evidence;

2. The Application is approved in all respects;

3. Western's corporate entity and charter are dissolved;

4. The Final Report of Claims, attached as Exhibit E, in the Application is approved;

5. The SDR is authorized to distribute the cash assets of Western as described in the Application and in Exhibit G and to not pay any distributions of less than \$25;

6. The Statements of Expenses filed in this proceeding pursuant to TEX. INS. CODE art. 21.28, §12 (b) have been approved, and the estimated expense reserve through the termination of this proceeding, shown on Exhibit F, are approved pursuant to TEX. INS. CODE § 443.015;

7. The SDR is authorized to deliver to the Commissioner of The Texas Department of Insurance ("Commissioner") any residual funds remaining after all distributions are made as a payment for the Receiver's expenses that will be incurred in the closing of the receivership;

8. The SDR is authorized to deliver all unclaimed funds to the Commissioner and any distribution to a claimant whose notice is returned as undeliverable is deemed unclaimed;

9. The SDR is authorized to transfer the asset listed on Exhibit D and any unknown assets of Western to the Commissioner and ownership of these assets shall be vested with the Commissioner upon the termination of these proceedings; and the form of the assignment contained in Exhibit I is approved;

10. The SDR is authorized to transfer to the state guaranty associations any records

for which they agree to accept responsibility, and the guaranty associations are authorized to retain or dispose of such records at their discretion;

11. The SDR is authorized to dispose of the records listed in Exhibit J of the Application;

12. The SDR is authorized to deliver to the Commissioner any remaining records of Western that are not transferred to the Guaranty Associations, and the Commissioner is authorized to maintain or dispose of any such records at his discretion;

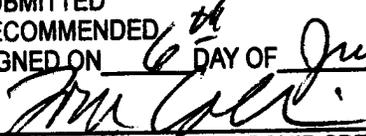
13. The SDR is authorized to file any required tax returns; and

14. The SDR is authorized to execute any documents necessary to effectuate this Order.

SIGNED this 7th day of July, 2015.



JUDGE PRESIDING
TIM SULAK

PROPER NOTICE GIVEN
ACKNOWLEDGMENT OF NOTICE AND WAIVER
OF OBJECTION PRESENTED
SUBMITTED
RECOMMENDED
SIGNED ON 6th DAY OF July 2015


TOM COLLINS, RECEIVERSHIP SPECIAL MASTER