

SEP 22 2015

At 8:55 A.M.
Velva L. Price, District Clerk

Cause No. D-1-GN-15-004065

THE STATE OF TEXAS,	§	IN THE DISTRICT COURT OF
Plaintiff	§	
	§	
v.	§	TRAVIS COUNTY, TEXAS
	§	
ALICOT INSURANCE COMPANY	§	
Defendant	§	345th JUDICIAL DISTRICT

**ORDER APPOINTING LIQUIDATOR, PERMANENT INJUNCTION,
AND NOTICE OF AUTOMATIC STAY**

On this day, the Court heard the *Application for Order Appointing Liquidator and Request for Injunctive Relief* (Application) filed by the State of Texas, at the request of the Texas Commissioner of Insurance (Commissioner). The Application requests an order placing Alicot Insurance Company (Defendant) into liquidation pursuant to Tex. Ins. Code Chapter 443, the *Insurer Receivership Act*, and appointing the Commissioner as Liquidator of Defendant (the Liquidator). The Application also requests a Permanent Injunction pursuant to Tex. Ins. Code § 443.008, restraining Defendant and its agents from conducting Defendant’s business, and restraining other parties from taking any actions against Defendant or its property in violation of the Insurer Receivership Act.

The State of Texas appeared by and through the Office of the Attorney General. Having considered the Plaintiff’s verified petition, the evidence presented and the arguments of counsel, the Court finds that the Application should be GRANTED, and enters this Order.

IT IS, THEREFORE, ORDERED, ADJUDGED, AND DECREED as follows:

I. FINDINGS OF FACT

- 1.1 Defendant is a “Covered Person” as defined in Tex. Ins. Code § 443.003.
- 1.2 Plaintiff has shown that grounds exist to place Defendant into liquidation pursuant to Tex. Ins. Code § 443.057.



- 1.3 Defendant is owned by Centennial Insurance Company (Centennial), which has been placed in liquidation in New York. The Superintendent of Department of Financial Services of the State of New York has been appointed as Liquidator of Centennial. The Liquidator of Centennial has waived service of this petition and consented to the entry of this Order. *See exhibit #1.*

II. CONCLUSIONS OF LAW

- 2.1 This Court has jurisdiction over the parties and the subject matter of this action under Tex. Ins. Code § 443.005(c).
- 2.2 Grounds have been established to place Defendant into liquidation under Tex. Ins. Code § 443.057. These grounds do not include a finding that Defendant is insolvent as that term is defined in Tex. Ins. Code § 443.004(a)(13).
- 2.3 In accordance with Tex. Ins. Code § 443.058, Plaintiff is entitled to an order of liquidation, and the Commissioner must be appointed as Liquidator of Defendant pursuant to Tex. Ins. Code § 443.151.
- 2.4 The court orders the Liquidator be vested by operation of law with title to all of Defendant's property as defined in Tex. Ins. Code § 443.004(a)(20). Such property includes property of any kind or nature, whether real, personal, or mixed, including but not limited to money, funds, cash, stock, bonds, account deposits, statutory deposits, special deposits, contents of safe deposit boxes, funds held in shared, escrow or trust accounts, retainages and retainers, letters of credit, real estate, fixtures, furniture, equipment, books, records, documents and insurance policies, intellectual property, computer software and systems, information technology, internet domain names, patents and intangible assets, whether owned individually, jointly, or severally, wherever located, and all rights, claims or causes of action belonging to Defendant, whether asserted or not, including but not limited to



accounts receivable, notes, premiums, subrogation, insurance and reinsurance proceeds, and all licenses held by Defendant (collectively, "Defendant's Property"). The Liquidator's title extends to Defendant's Property regardless of the name in which such items are held or where such items are located.

- 2.5 Pursuant to Tex. Ins. Code § 443.151(a), the Liquidator is directed to take possession and control of Defendant's Property, wherever located.
- 2.6 The Liquidator may take action as he deems necessary or appropriate to perform his duties pursuant to Tex. Ins. Code § 443.151. The Liquidator has all the powers of Defendant's directors, officers, and managers, and the authority of such persons is suspended except as specifically permitted by the Liquidator or his designees.
- 2.7 Defendant and Defendant's agents are required to cooperate with the Liquidator and his designees pursuant to Tex. Ins. Code § 443.010.
- 2.8 Pursuant to Tex. Ins. Code § 443.008(c), an automatic stay is in effect with respect to actions against Defendant or its property, effective on the commencement of this proceeding. Pursuant to Tex. Ins. Code § 443.008(d), an automatic stay is in effect with respect to actions against insureds of Defendant, commencing on the entry of this Order.
- 2.9 Pursuant to Tex. Ins. Code § 443.008(a), this Court may issue any stay or injunction as necessary or appropriate to carry out the Insurer Receivership Act. It is necessary for this Court to issue a permanent injunction pursuant to Tex. Ins. Code § 443.008(a) to carry out the provisions of Tex. Ins. Code Chapter 443, and prevent irreparable injury, loss, and damage to the general public and Defendant's creditors. A necessity exists to enjoin Defendant and Defendant's agents from conducting Defendant's business, except as specifically permitted by the Liquidator or his designees; to enjoin financial institutions or depositories from taking any actions in connection with Defendant's Property, except as



directed by the Liquidator or his designees; and to enjoin all claimants or creditors from asserting claims or causes of action against Defendant, except as permitted by the Insurer Receivership Act.

- 2.10 Pursuant to Tex. Ins. Code § 443.151(a), this proceeding is exempt from any dormancy requirements.
- 2.11 Tex. Ins. Code § 443.001(b) provides that the Insurer Receivership Act may not be interpreted to limit the powers granted to the Commissioner under other provisions of law. Accordingly, this Order may not be construed as a limitation of the Commissioner's powers granted under such provisions.

III. APPOINTMENT OF LIQUIDATOR

The Commissioner is appointed as Liquidator of Defendant and granted the following powers:

- 3.1 The Liquidator has all powers and authority granted by the Insurer Receivership Act, Tex. Ins. Code Chapter 443, and any and all other powers and authority under applicable statutes and the common law of this state.
- 3.2 Pursuant to Tex. Ins. Code § 443.151(a), title to all of Defendant's Property, including but not limited to all the assets and rights described in this Order, is vested in the Liquidator. The Liquidator is authorized to take possession of Defendant's Property, wherever located.
- 3.3 Pursuant to Tex. Ins. Code § 443.154(w), the Liquidator is vested with all of Defendant's rights.
- 3.4 The Liquidator is authorized to withdraw Defendant's Property from any banks, financial institutions and other depositories, agencies of any state or the federal government, and any other entities, or continue the operation of any accounts of Defendant, at his discretion.



- 3.5 The Liquidator is vested with all legal remedies available to Defendant pursuant to Tex. Ins. Code § 443.154(w). The Liquidator is authorized to file, prosecute, defend, or settle any action as he deems necessary, including any action to enforce the provisions of this Order.
- 3.6 Pursuant to Tex. Ins. Code § 443.154(k), the Liquidator may enter into contracts as necessary to perform his duties and may assume or reject any executory contract or unexpired lease to which Defendant is a party at his discretion pursuant to Tex. Ins. Code § 443.013.
- 3.7 The Liquidator is authorized to take any actions to secure any property owned, leased, or occupied by Defendant.
- 3.8 The Liquidator is authorized to receive, collect, control, open, and review all mail addressed to or intended for Defendant.
- 3.9 Tex. Ins. Code § 443.154(a) authorizes the Liquidator to appoint a Special Deputy and employ or contract with legal counsel and other personnel as he deems necessary. Pursuant to Tex. Ins. Code § 443.015(e), the Liquidator is authorized to set the compensation of any such Special Deputy or other persons as he deems necessary and pay for such services from Defendant's funds. The Liquidator's designees and any Special Deputy appointed under Tex. Ins. Code § 443.154(a) have all the rights and powers of the Liquidator, subject to any limitations imposed by the Liquidator.
- 3.10 Pursuant to Tex. Ins. Code § 443.008(m), the Commissioner is not required to file a bond in connection with this proceeding, in his capacity as Liquidator or otherwise.
- 3.11 In accordance with Tex. Ins. Code § 443.151(a), any successor to the Commissioner will be appointed as Liquidator of Defendant. If a successor is appointed as Commissioner, the



successor will become the Liquidator upon his or her appointment, and the former Commissioner will be discharged as Liquidator as a matter of law.

- 3.12 The enumeration of the Liquidator's powers and authority in this Order may not be construed as a limitation on the Liquidator to take any action authorized by the Insurer Receivership Act or other applicable law that is not specified in this Order.

IV. PERMANENT INJUNCTION

The Clerk of this Court shall issue a Permanent Injunction against the persons and entities named below, with the following force and effect:

TO: Defendant and its agents, including but not limited to:

Defendant, its former officers, directors, managers, employees, agents, servants, representatives, attorneys, adjusters, and other persons or entities acting on behalf of Defendant;

Financial institutions, including but not limited to:

any and all banks, savings and loan associations; trust companies; credit unions; welfare trusts; or any other financial or depository institutions in the possession of any of Defendant's Property (including but not limited to Chase Bank, Chase Financial Services, or any of their affiliates) and any other parties that receive actual notice; and

All other parties, including but not limited to:

creditors, claimants, insurers, intermediaries, attorneys, and all other persons, associations, corporations, or any other legal entities asserting claims or causes of action against Defendant, or in possession of any of Defendant's Property, and the United States Postmaster.

Each of you are hereby RESTRAINED and ENJOINED from taking any and all of the following actions:

- 4.1 Doing, operating, or conducting Defendant's business under any charter, certificate of authority, license, permit, power, or privilege belonging to or issued to Defendant, or exercising any direction, control, or influence over Defendant's business, except through the authority of the Liquidator or his designees;



- 4.2 Transacting any business of Defendant's in any manner except through the authority of the Liquidator or his designees;
- 4.3 Wasting, disposing of, converting, dissipating, or concealing, in any manner, any of Defendant's Property;
- 4.4 Using, releasing, transferring, selling, assigning, canceling, hypothecating, withdrawing, allowing to be withdrawn, offsetting, asserting ownership of, concealing, in any manner, or removing from this Court's jurisdiction or from Defendant's place of business, any of Defendant's Property, or any other items purchased by Defendant, or any items into which such property has been transferred, deposited, or placed, or any other items owned by Defendant's, wherever located, except through the authority of the Liquidator or his designees;
- 4.5 Releasing, transferring, selling, assigning or asserting ownership of, in any manner, any claims, accounts receivable, or causes of action belonging to Defendant, whether asserted or not, except through the authority of the Liquidator or his designees;
- 4.6 Doing anything, directly or indirectly, to prevent the Liquidator or his designees from gaining access to, acquiring, examining, or investigating any of Defendant's Property or any other property, books, documents, records, or other materials concerning Defendant's business, under whatever name they may be found;
- 4.7 Obstructing or interfering in any way with the conduct of this proceeding or any incidental investigation as prohibited by Tex. Ins. Code § 443.010(b);
- 4.8 Interfering with these proceedings or with the lawful acts of the Liquidator or his designees in any way;
- 4.9 Intervening in this proceeding for the purpose of obtaining a payment from the receivership estate of Defendant as prohibited by Tex. Ins. Code § 443.005(i);



4.10 Making any claim, charge or offset, or commencing or prosecuting any action, appeal, or arbitration, including administrative proceedings, or obtaining any preference, judgment, attachment, garnishment, or other lien, or making any levy against Defendant, Defendant's Property, or any part thereof, or against the Liquidator, except as permitted by the Insurer Receivership Act.

EACH OF YOU ARE FURTHER SPECIFICALLY ORDERED to make available and disclose to the Liquidator or his designees the nature, amount, and location of Defendant's Property, and immediately surrender all such property to the Liquidator or his designees.

DEFENDANT AND DEFENDANT'S AGENTS ARE FURTHER ORDERED to cooperate with the Liquidator or his designees as required by Tex. Ins. Code § 443.010(a).

IT IS FURTHER ORDERED that the United States Postmaster and any other delivery services must deliver to the Liquidator any items addressed to or intended for Defendant.

V. STAY OF PROCEEDINGS

5.1 An automatic stay is in effect with respect to actions against Defendant or its property as provided in Tex. Ins. Code § 443.008(c). In accordance with Tex. Ins. Code § 443.008(f), such stay of actions against Defendant is in effect for the duration of this proceeding, and the stay of actions against Defendant's Property is in effect for as long as the property belongs to the receivership estate.

5.2 An automatic stay is in effect with respect to actions against a party insured by Defendant as provided in Tex. Ins. Code § 443.008(d). Such stay will continue for 90 days after the date of this Order or such further time as ordered by this Court.



VI. TERMINATION OF COVERAGE

- 6.1 Any in force reinsurance contracts by which Defendant has assumed obligations are terminated upon entry of this Order pursuant to Tex. Ins. Code § 443.152(a).
- 6.2 Any in force policies, insurance contracts, surety bonds, or surety undertakings issued by Defendant are terminated pursuant to Tex. Ins. Code § 443.152(b) upon the earlier of:
- (a) the 30th day after the date of entry of this Order;
 - (b) the date of expiration of the policy coverage; or
 - (c) the date the insured has replaced coverage or otherwise terminated the policy.

VII. OTHER ORDERS

- 7.1 This Order will issue and become effective immediately and will continue in full force and effect until the entry of an order by this Court terminating liquidation under Tex. Ins. Code § 443.352.
- 7.2 Pursuant to Tex. Ins. Code § 443.055, this Order constitutes a final judgment, provided that this Court retains jurisdiction to issue further orders pursuant to the Insurer Receivership Act.
- 7.3 The State of Texas and the Attorney General of Texas will have a claim for reasonable attorneys' fees and court costs, provided that the amount and payment of such claim are subject to the provisions of Tex. Ins. Code Chapter 443.
- 7.4 In accordance with Tex. Ins. Code § 443.001(b), this Order does not limit the rights of the Commissioner or the Texas Department of Insurance to take any administrative action or issue any administrative order.
- 7.5 Notice of Plaintiff's petition and this Order will be provided under Tex. Ins. Code § 443.052(b) by first class mail or electronic communication.



- 7.6 Pursuant to Tex. Ins. Code § 443.007(e), the Liquidator may provide notice of any application in the time periods prescribed in Rule 21(a) of the Texas Rules of Civil Procedure if he determines that an expedited hearing is necessary. In accordance with Tex. Ins. Code § 443.007(d), the Liquidator may provide notice of any application by first class mail, electronic mail, or facsimile transmission, at his discretion.
- 7.7 Anyone over the age of 18 who is not a party to nor interested in the outcome of this suit may serve all citations, writs, and notices in this cause.
- 7.8 All of the foregoing is subject to further orders of this Court.

SIGNED at Austin, Travis County, Texas, on this the 22nd day of September, 2015, at _____ o'clock A.m.


DISTRICT JUDGE PRESIDING



Cause No. D-1-GN-15-004065

THE STATE OF TEXAS,
Plaintiff

v.

ALICOT INSURANCE COMPANY
Defendant

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IN THE DISTRICT COURT OF

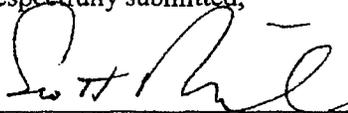
TRAVIS COUNTY, TEXAS

345th JUDICIAL DISTRICT

**WAIVER OF SERVICE
AND CONSENT TO LIQUIDATION**

Alicot Insurance Company, Defendant, has no agent for service, and no directors, officers, or employees. Defendant is wholly owned by Centennial Insurance Company (Centennial), which has been placed in liquidation in New York. The Superintendent of Department of Financial Services of the State of New York has been appointed as Liquidator of Centennial and hereby waives service of citation of the *Plaintiff's Original Petition, Application for Order Appointing Liquidator, and Request for Injunctive Relief* filed in this cause pursuant to TEX. INS. CODE § 443.057 (20) and consents to the entry of the *Order Appointing Liquidator and Permanent Injunction* in this cause.

Respectfully submitted,



Scott D. Fischer, Acting Special Deputy
Superintendent and Agent of Anthony J. Albanese,
Acting Superintendent of Financial Services of the
State of New York as Liquidator of Centennial
Insurance Company

