

NO. D-1-GV-08-002014

STATE OF TEXAS, Plaintiff	§	IN THE DISTRICT COURT OF
	§	
v.	§	TRAVIS COUNTY, TEXAS
	§	
AMERITRUST TITLE COMPANY, Defendant	§	261st JUDICIAL DISTRICT

**SPECIAL DEPUTY RECEIVER'S QUARTERLY FINANCIAL REPORT AND  
SUMMARY STATEMENT OF EXPENSES  
(APRIL 16, 2009 THROUGH MAY 31, 2009)**

**TO THE HONORABLE DISTRICT COURT:**

Cantilo & Bennett, L.L.P., Special Deputy Receiver of Ameritrust Title Company, (the “SDR” and “Ameritrust” respectively), files this Financial Report and Summary Statement of Expenses of the receivership estate for the period of April 16, 2009 to May 31, 2009. The attached report is filed pursuant to TEX. INS. CODE ANN., § 443.015(2)(g) and § 443.016(a).

The Special Deputy Receiver has served this Quarterly Financial Report to all known parties at interest, as shown in the certificate of service.

Respectfully submitted,

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And

By: /Jo Ann Howard/  
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**CERTIFICATE OF SERVICE**

I certify that on June 15, 2009, a true and correct copy of this Report was served pursuant to the Order of Reference, the Texas Rules of Civil Procedure, and TEX. INS. CODE ANN., § 443.007 on the following:

By: /Christopher Fuller/  
Christopher Fuller  
Texas Bar No. 07515500

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**Ameritrust Title  
Summary Statement of Expenses**

**For the Quarter Ending  
5/31/2009**

	Mar	Apr	May	Total 3rd Quarter
<b>SDR</b>				
Cantilo & Bennett, LLP				
Partner/Attorney			10,005.00	10,005.00
Partner/Attorney Travel			510.00	510.00
Partner/Attorney				0.00
Partner/Attorney Travel				0.00
Attorney/Associate			137.50	137.50
Attorney/Associate			500.00	500.00
Attorney/Associate Travel				0.00
Receivership Specialist			342.00	342.00
Receivership Specialist				0.00
Expenses			225.43	225.43
<b>SDR Subcontractors</b>				
Jo Ann Howard & Associates, P.C.				
Senior Legal Specialist			9,920.00	9,920.00
Senior Legal Specialist-Travel			600.00	600.00
Junior Legal Specialist			262.50	262.50
Junior Legal Specialist-Travel				0.00
Junior Legal Specialist				0.00
Paralegal			27.00	27.00
Expenses			574.04	574.04
Petrosewicz & Company, Inc				
Accountant-Principal			375.00	375.00
Accountant-Principal Travel				0.00
Senior Accountant			1,775.00	1,775.00
Senior Accountant-Travel			475.00	475.00
Accountant/Claims Specialist				0.00
Accountant/Claims Specialist-Travel				0.00
Accountant			333.00	333.00
Clerical				0.00
Clerical Travel			22.50	22.50
Expenses			161.49	161.49
ABACI Inc				
Business Analyst			0.00	0.00
Business Analyst Travel				0.00
Application Designer			376.00	376.00
Application Designer Travel			40.00	40.00
Data Analyst				0.00
Data Analyst Travel				0.00
Expenses				0.00
EMKAY Associates				
s&o    Claims Manager			127.50	127.50
Claims Manager				0.00
S&o    Claims Manager Travel				0.00
Claims Representative			2,137.50	2,137.50
Claims Representative Travel			187.50	187.50
Claims Representative				0.00
Claims Representative Travel				0.00
S&O    Claims Representative			297.00	297.00
Claims Representative				0.00

S&O	Claims Representative Travel	22.50	22.50
S&O	Records Management Expenses	739.71	0.00
			739.71

**Receivership Service Providers**

Rosen & Havens			
Attorney Expenses	510.00	510.00	0.00
Operations Bank	7.50	7.50	
Texas Treasury			0.00

**Liquidation Oversight Allocation**

Liquidation Oversight Allocation			0.00
Special Master's Fees			0.00

<b>Total by Month</b>	<b>0.00</b>	<b>0.00</b>	<b>30,690.67</b>
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**Total Expenses for Quarter Ending May 2009** **30,690.67**

May 2009 is the first reporting month for this receivership.

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**Ameritrust Title  
Statement of Net Assets**

**For the Month Ending  
05/31/09**

Line		05/31/09
<b>Cash</b>		
1	Cash - Unrestricted	89,791
<b>Investments</b>		
2	Short-Tem Investments	
3	Bonds, Preferred Stocks & Common Stocks	
4	Investments in Subsidiaries, Controlled or Affiliated Entities	
5	Mortgage Loans	
6	Real Estate	
7	Policy Loans	
8	Other Invested Assets	
<b>Reinsurance</b>		
9.1	Reinsurance Recoverables on Paid Losses & LAE	
9.1A	Allowance for Reinsurance on Paid Losses & LAE	
9.2	Reinsurance Recoverables on Unpaid Losses & LAE	
9.2A	Allowance for Reinsurance on Unpaid Losses & LAE	
9.3	Reinsurance Recoverables on UEP & Contingent Commissions	
<b>Receivables</b>		
10	Salvage & Subrogation Recoveries	
11	Premiums Due & Accrued from Agents & Policyholders	
12	Receivable from Parents, Subsidiaries & Affiliates	
13	Accrued Investment Income	
14	Receivable from Guaranty Associations - Early Access Payments	
<b>Other Assets</b>		
15.1	FF&E	500
15.2	Prepaid Expenses	
16	Other Assets	
<b>Restricted Assets</b>		
17.1	Restricted - Statutory Deposits	
17.2	Restricted - Funds held by or deposited with Reinsured Companies	
17.3	Restricted - Separate Accounts & Protected Cell Accounts	
17.4	Restricted - Other	4,850
18	<b>Total Unrestricted Assets</b>	90,291
19	<b>Total Restricted Assets</b>	4,850
19A	Net Assets not Categorized	
20	<b>Total Assets</b>	95,141

**NOTES**

**Ref No.**

15.1 Represents estimated value of furniture, fixtures & equipment

17.4 Represents amounts held in three escrow accounts at Enterprise Bank

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**Ameritrust Title  
Changes in Net Assets**

**For the Quarter Ending  
05/31/09**

Line		Qtr Ending 02/28/09	Qtr Ending 05/31/09	Change
<b>Cash</b>				
1	Cash - Unrestricted		89,791	89,791
<b>Investments</b>				
2	Short-Tem Investments		0	0
3	Bonds, Preferred Stocks & Common Stocks		0	0
4	Investments in Subsidiaries, Controlled or Affiliated Entities		0	0
5	Mortgage Loans		0	0
6	Real Estate		0	0
7	Policy Loans		0	0
8	Other Invested Assets		0	0
<b>Reinsurance</b>				
9.1	Reinsurance Recoverables on Paid Losses & LAE		0	0
9.1A	Allowance for Reinsurance on Paid Losses & LAE		0	0
9.2	Reinsurance Recoverables on Unpaid Losses & LAE		0	0
9.2A	Allowance for Reinsurance on Unpaid Losses & LAE		0	0
9.3	Reinsurance Recoverables on UEP & Contingent Commissions		0	0
<b>Receivables</b>				
10	Salvage & Subrogation Recoveries		0	0
11	Premiums Due & Accrued from Agents & Policyholders		0	0
12	Receivable from Parents, Subsidiaries & Affiliates		0	0
13	Accrued Investment Income		0	0
14	Receivable from Guaranty Associations - Early Access Payments		0	0
<b>Other Assets</b>				
15.1	FF&E		500	500
15.2	Prepaid Expenses		0	0
16	Other Assets		0	0
<b>Restricted Assets</b>				
17.1	Restricted - Statutory Deposits		0	0
17.2	Restricted - Funds held by or deposited with Reinsured Companies		0	0
17.3	Restricted - Separate Accounts & Protected Cell Accounts		0	0
17.4	Restricted - Other		4,850	4,850
18	<b>Total Unrestricted Assets</b>	0	90,291	90,291
19	<b>Total Restricted Assets</b>	0	4,850	4,850
19A	Net Assets not Categorized		0	0
20	<b>Total Assets</b>	0	95,141	95,141

No amounts are recorded for February as May is the first month of receivership reporting

**Ref No**

15.1 Represents estimated value of furniture, fixtures & equipment

17.4 Represents amounts held in three escrow accounts at Enterprise Bank

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**Ameritrust Title  
Statement of Net Liabilities**

**For the Month Ending  
05/31/09**

Line	Class	05/31/09
1	Secured Claims	4,850
2	Special Deposit Claims	1
<b>Administrative</b>		
3	Administrative Claims - State/Receiver	
	Special Deputy Receiver, Subcontractors Fees & Expenses	20,475
	Liquidation Oversight & Special Master's Fees	1
	Unsecured Loans	100,000
4	Administrative Claims - Guaranty Assns	1
	Claims Paid	
	Reserves	
5	LAE - Guaranty Assns	1
	Claims Paid	
	Reserves	
<b>Loss Claims</b>		
6	Loss Claims - Guaranty Assns	2
	Loss Claims Paid	
	Reserves	1,511,850
7	Loss Claims - Other	2
	Loss Claims Paid	
	Reserves	
8	LAE - Other	2
9	Unearned & Advance Premium Claims (Non Assessable Policies) - GA	2
10	Unearned & Advance Premium Claims (Non Assessable Policies) - Other	2
18	Unearned Premium Claims (Assessable Policies) - GA	2
<b>Other Creditors</b>		
11	Federal Government Claims	3
12	Employee Claims	4
13	General Unsecured Creditor Claims (Other than Reinsurance Related)	5
14	Ceded Reinsurance Related Unsecured Claims	5
14.1	Assumed Reinsurance Related Unsecured Claims	5
15	State & Local Government Claims	
	State & Local Governments/Attorneys	6
	State & Local Governments - Penalties	7
16	Late Filed Claims - Unexcused	8
17	Surplus Notes	9
19	Unearned Premium Claims (Assessable Policies) - Other	9
20	Shareholder Claims	11
21	Other Liabilities	
	Interest	10
	Other	
22	<b>Total Liabilities</b>	<b>1,637,175</b>
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	<b>(1,542,034)</b>
<b>Total Liabilities &amp; Equity</b>		<b>95,141</b>

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**Ameritrust Title  
Statement of Net Liabilities**

**For the Month Ending  
05/31/09**

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**NOTES**

All amounts recorded based on adjudicated claims unless otherwise specified

**Ref. No.**

- 1 Represents amounts held in Escrow bank accounts for funds held on behalf of customers.
- 3 The Unsecured Loan represents amounts received from the Texas Abandoned Property Fund.  
Represents an amount obtained from information provided by the Texas Department of
- 6 Insurance. No amounts have been adjudicated by the Texas Title Insurance Guaranty Association (TTIGA) as of May 31, 2009

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**Ameritrust Title  
Changes in Net Liabilities**

**For the Quarter Ending  
05/31/09**

Line		Qtr Ending 02/28/09	Qtr Ending 05/31/09	Change
1	Secured Claims		4,850	4,850
2	Special Deposit Claims		0	0
<b>Administrative</b>				
3	Administrative Claims - State/Receiver		0	0
	Special Deputy Receiver, Subcontractors Fees & Expenses		20,475	20,475
	Liquidation Oversight & Special Master's Fees		0	0
	Unsecured Loans		100,000	100,000
4	Administrative Claims - Guaranty Assns		0	0
	Claims Paid		0	0
	Reserves		0	0
5	LAE - Guaranty Assns		0	0
	Claims Paid		0	0
	Reserves		0	0
<b>Loss Claims</b>				
6	Loss Claims - Guaranty Assns		0	0
	Loss Claims Paid		0	0
	Reserves		1,511,850	1,511,850
7	Loss Claims - Other		0	0
	Loss Claims Paid		0	0
	Reserves		0	0
8	LAE - Other		0	0
9	Unearned & Advance Premium Claims (Non Assessable Policies) - GA		0	0
10	Unearned & Advance Premium Claims (Non Assessable Policies) - Other		0	0
18	Unearned Premium Claims (Assessable Policies) - GA		0	0
<b>Other Creditors</b>				
11	Federal Government Claims		0	0
12	Employee Claims		0	0
13	General Unsecured Creditor Claims (Other than Reinsurance Related)		0	0
14	Ceded Reinsurance Related Unsecured Claims		0	0
14.1	Assumed Reinsurance Related Unsecured Claims		0	0
15	State & Local Government Claims		0	0
	State & Local Governments/Attorneys		0	0
	State & Local Governments - Penalties		0	0
16	Late Filed Claims - Unexcused		0	0
17	Surplus Notes		0	0
19	Unearned Premium Claims (Assessable Policies) - Other		0	0
20	Shareholder Claims		0	0
21	Other Liabilities		0	0
	Interest		0	0
	Other		0	0
22	<b>Total Liabilities</b>	0	1,637,175	1,637,175
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	0	(1,542,034)	(1,542,034)
	<b>Total Liabilities &amp; Equity</b>	0	95,141	95,141

No amounts are recorded for February as May is the first month of receivership reporting

**Ref No**

1 Represents amounts held in Escrow bank accounts for funds held on behalf of customers.

3 The Unsecured Loan represents amounts received from the Texas Abandoned Property Fund.

6 Represents an amount obtained from information provided by the Texas Department of Insurance. No amounts have been adjudicated by the Texas Title Insurance Guaranty Association (TTIGA) as of May 31, 2009

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**Ameritrust Title  
Change in Cash & Investments**

**For the Quarter Ending  
05/31/09**

Line	Qtr Ending 5/31/09
<b>Income</b>	
1 Premium Receipts	0
2 Settlements	0
3 Policy Loan Receipts	0
4 Proceeds from Sale of Real Property or Personal	0
5 Reinsurance Recoveries	0
6 Salvage & Subrogation Recoveries	0
7 Agents' Balances Received	0
8 Collection of Affiliate Receivables	0
9 Recovery of Taxes Previously Paid	0
10 Other Receipts	100,000
<b>11 Total Operational Receipts</b>	<b>100,000</b>
	0
12 Interest & Dividend Receipts	7
13 Net Cash Provided by Investment Activities	0
<b>14 Total Cash Receipts from Investment Activities</b>	<b>7</b>
<b>15 Total Cash Receipts</b>	<b>100,007</b>
<b>Operational Expenses</b>	
16 Deputy Receiver & Consulting Fees & Expenses	4,049
17 Employee Salaries, P/R Taxes & Employee Benefits	0
18 Rent, Office & Other Facility Expenses	0
19 Legal Fees & Expenses	5,077
20 Accounting & Auditing Fees & Expenses	1,082
21 SGA - Administration Expenses other than LAE	8
22 Ancillary Administration Expenses	0
23 Other Disbursements	0
<b>24 Total Operational Disbursements</b>	<b>10,216</b>
<b>Investment Expenses</b>	
25 Investment Expenses	0
26 Purchase of Invested Assets	0
<b>27 Total Disbursements for Investment Activities</b>	<b>0</b>
<b>Claims Paid</b>	
28.1 Losses/Benefit Payments - SGA	0
28.2 Losses/Benefit Payments - Non SGA	0
28.3 Losses/Benefit & LAE Payments - Special Deposits	0
29.1 LAE Payments - SGA	0
29.2 LAE Payments - non SGA	0
30 Early Access Payments	0
31 Reinsurance Payments	0
<b>32 Total Cash Distributions</b>	<b>0</b>
<b>33 Total Cash Disbursements &amp; Distributions</b>	<b>10,216</b>
<b>34 Net Increase(Decrease) in Cash</b>	<b>89,791</b>
35 <i>Cash at Beginning of Period</i>	0
36 <i>Cash at End of Period</i>	89,791

**Ref No**

10 Loan Proceeds Received from Abandoned Property Fund