

BP AUG 05 2009

At 8:45A AM.  
Amalia Rodriguez-Mendoza, Clerk

NO. D-1-GV-08-002014

STATE OF TEXAS,  
Plaintiff

v.

AMERITRUST TITLE COMPANY  
Defendant

§  
§  
§  
§  
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§  
§

IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

261st JUDICIAL DISTRICT

**ORDER APPROVING APPLICATION FOR APPROVAL OF FEES AND EXPENSES**

On this day came on to be heard the *Application for Approval of Fees and Expenses* (“Application”), as supplemented, filed by Cantilo & Bennett, L.L.P., in its capacity as the Special Deputy Receiver of Ameritrust Title Company (the “SDR” and “Ameritrust” respectively). The SDR appeared by and through its counsel. Having considered the Application, the Court finds as follows:

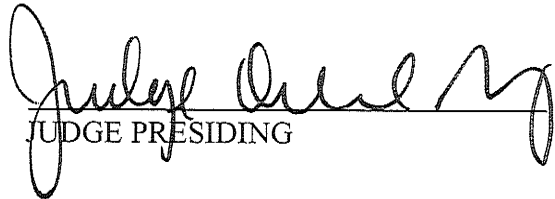
1. The *Order of Reference to Master* (“Order of Reference”) entered by this Court provides that applications filed pursuant to TEX. INS. CODE § 443.007 are referred to the Special Master appointed in this proceeding;
2. The Application was submitted to the Special Master in accordance with the Order of Reference;
3. Notice of the Application was provided in accordance with TEX. INS. CODE §443.007(d) and the Order of Reference, and no objections to the Application were filed;
4. The Special Master has issued a recommendation that the Application should be granted pursuant to Rule 171 of the Texas Rules of Civil Procedure;
5. The Court has jurisdiction over the Application and the parties affected hereunder; and

6. The Application should be GRANTED in all respects.

It is therefore ORDERED, ADJUDGED and DECREED as follows:

1. The Application is GRANTED in all respects.
2. The terms of compensation for the Special Deputy Receiver and the contractors listed on Exhibit A are approved.
3. Pursuant to TEX. INS. CODE § 443.015 (c)(2), the Special Deputy Receiver shall obtain the approval of this Court for any expense that is anticipated to exceed \$25,000.00, and is not required to obtain approval for any expense that is not anticipated to exceed \$25,000.00.
4. The Special Deputy Receiver shall file with this Court a summary of expenses pursuant to TEX. INS. CODE § 443.015 (g) on a quarterly basis as described in Paragraph 3.4.
5. IT IS FURTHER ORDERED, ADJUDGED AND DECREED that this Order constitutes a final order fully resolving all issues relating to the Application, provided that this Court shall retain jurisdiction to issue further orders pursuant to TEX. INS. CODE Chapter 443. This Order does not modify any of the terms or provisions of this Court's *Agreed Order Appointing Liquidator and Permanent Injunction*, dated March 20, 2009.

SIGNED this 5<sup>th</sup> day of AUGUST, 2009.

  
JUDGE PRESIDING

PROPER NOTICE GIVEN.  
NO OBJECTION FILED.  
SUBMITTED

RECOMMENDED  
SIGNED ON 3<sup>rd</sup> DAY OF Aug. 2009

  
TOM COLLINS, RECEIVERSHIP SPECIAL MASTER