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FILED - Big Bear Division
SAN BERNARDINO COUNTY
Superior Court

FEB 08 2000

By TW Deputy

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF SAN BERNARDINO

INSURANCE COMMISSIONER OF THE
STATE OF CALIFORNIA,

Applicant,

v.

UNIVERSAL TITLE COMPANY,

Respondent,

Case No.: BBCH500239

**[PROPOSED] ORDER
APPOINTING CONSERVATOR
AND RESTRAINING ORDER**

The Verified Application of the Insurance Commissioner of the State of California for an Order Appointing Conservator of Respondent Universal Title Company having been filed herein and it appearing to this Court from the Verified Application that the Insurance Commissioner has found Homestead Title Corporation to be in such a condition that its further transaction of business will be hazardous to its creditors and the public,

IT IS HEREBY ORDERED:

1. The Insurance Commissioner of the State of California, is appointed Conservator of Universal Title Company, (Respondent herein), and directed as such to conduct the business of said Respondent or so much thereof as to said Conservator may seem appropriate; the said Conservator is authorized, in his discretion, to pay or defer payment of all claims and

obligations against Respondent accruing prior to or subsequent to Applicant's appointment as conservator;

2. That said Conservator forthwith take possession of all Respondent's assets, books, records and property, both real and personal, wheresoever situated;

3. That there is hereby vested in said Conservator and his successors in office, title to all of the property, assets, books and records of said Respondent and all persons are hereby enjoined from interfering in any manner with the said conservator's possession and title thereto;

4. That said Respondent, its officers, directors, governors, agents and employees are hereby enjoined from transacting any of the business of Respondent, or from disposing of any of its property or assets until further order of this court;

5. That all persons are hereby enjoined from maintaining or instituting any action of law or suit in equity, including but not limited to, matters in arbitration, against said Respondent or against the said Conservator, and from attaching or executing upon or taking any legal proceeding against any of the property of Respondent, and from doing any act interfering with the conduct of said business by the Conservator, except after an order from this court obtained after reasonable notice to the Conservator;

6. That all officers, directors, agents and employees of Respondent deliver to the Conservator all assets, books, records, equipment and other property of Respondent wheresoever situated;

7. That the Conservator is authorized to pay all reasonable costs of operating Respondent as Conservator out of the funds and assets of said Respondent;

8. That all funds including certificates of deposit and bank accounts in the name of Respondent in various banks in the State of California are hereby vested in the Conservator and subject to withdrawal upon his order only;

9. That the Conservator is authorized to initiate such equitable or legal

1 actions or proceedings in this or other states as may appear to him
2 necessary to carry out his function as Conservator;

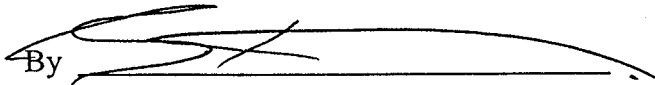
3 10. That the Conservator is authorized to pay for his costs in bringing and
4 maintaining this action, and such other actions as are necessary to carry
5 out his functions as Conservator;

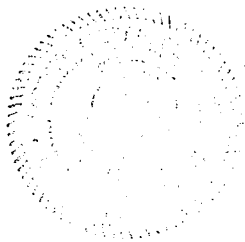
6 11. That all persons who maintain records for Respondent pursuant to written
7 contract or any other agreement to maintain such records, deliver to the
8 Conservator such records upon the Conservator's request;

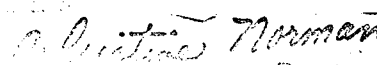
9 12. That Applicant is authorized to appoint and employ special deputies, estate
10 managers, other professionals, clerks and assistants and to give each of
11 them such power and authority as may by him be deemed necessary, and
12 to compensate these persons from the assets of Respondent as to him shall
13 seem appropriate;

14 13. That Applicant is authorized as conservator to invest Respondent's assets
15 in such a manner as to him may seem suitable for the best interests of
16 Respondent's creditors which funds are not immediately distributable to
17 Respondent's creditors.

18 DATED: FEB 08 2000

19 By 
20 JUDGE OF THE SUPERIOR COURT



21 THE CLERK OF THE SUPERIOR COURT OF THE STATE OF NEW JERSEY
22 COUNTY OF [illegible]
23 APR 8 2000
24 [illegible]
25 By  Deputy

26
27 I:ALLRICHELSONUNIVERSAL-ORDER