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By: *[Signature]*

1 KAMALA D. HARRIS  
 Attorney General of California  
 W. DEAN FREEMAN  
 2 FELIX E. LEATHERWOOD  
 Supervising Deputy Attorneys General  
 3 LISA W. CHAO  
 Deputy Attorney General  
 4 State Bar No. 198536  
 300 South Spring Street, Suite 1702  
 5 Los Angeles, CA 90013  
 Telephone: (213) 897-2481  
 6 Fax: (213) 897-5775  
 E-mail: Lisa.Chao@doj.ca.gov  
 7 Attorneys for Applicant Dave Jones,  
 Insurance Commissioner of the State of California,  
 8 in his capacity as Liquidator of Superior National  
 Insurance Company, Superior Pacific Casualty  
 9 Company, California Compensation Insurance  
 Company, Commercial Compensation Casualty  
 10 Company and Combined Benefits Insurance  
 Company

CONFORMED COPY  
ORIGINAL FILED  
Superior Court Of California  
County Of Los Angeles

JUN 27 2013

John A. Clarke, Executive Officer/Clerk  
By: Debra McCullough, Deputy

11 SUPERIOR COURT OF THE STATE OF CALIFORNIA  
 12 COUNTY OF LOS ANGELES  
 13 CENTRAL CIVIL WEST  
 14

15  
16 INSURANCE COMMISSIONER OF THE  
STATE OF CALIFORNIA ,

17 Applicant,

18 v.

19  
20 SUPERIOR NATIONAL INSURANCE  
COMPANY,

21 Respondent.  
22

Case No.: BS061974  
 Consolidated with: BS061675  
 BS062171  
 BS062173  
 BS063746

23 ~~PROPOSED~~ ORDER APPROVING  
 24 LIQUIDATOR'S PROPOSAL TO  
 25 DISBURSE ASSETS TO CERTAIN STATE  
 26 INSURANCE GUARANTEE  
 27 ASSOCIATIONS

Hearing date: ~~FBD~~ 6/27/13  
 Time: ~~FBD~~ 11:00AM  
 Dept: CCW-310  
 Judge: The Honorable Kenneth R.  
 Freeman

1 The Court after reviewing the Application for Order Approving Liquidator's Proposal to  
2 Disburse Assets to Certain State Insurance Guarantee Associations ("Application") and the  
3 Declarations submitted in support thereof, all of which were filed in Department CCW 310 of the  
4 above-entitled Court and served on all parties, and the associations in and the commissioners of  
5 insurance of each of the states by certified United States First Class Mail on or before May 15,  
6 2013,

7 IT IS HEREBY ORDERED that:

- 8 1. The requirements of Insurance Code section 1035.5 have been satisfied;
- 9 2. The Court approves the proposal of the Liquidator of California Compensation  
10 Insurance Company to distribute and pay a total of \$19,263,710 from the assets of California  
11 Compensation Insurance Company to certain insurance guarantee associations as set forth in the  
12 Application;
- 13 3. The Court approves the proposal of the Liquidator of Combined Benefits  
14 Insurance Company to distribute and pay a total of \$1,500,000 from the assets of Combined  
15 Benefits Insurance Company to certain insurance guarantee associations as set forth in the  
16 Application;
- 17 4. The Court approves the proposal of the Liquidator of Superior National Insurance  
18 Company to distribute and pay a total of \$5,798,192 from the assets of Superior National  
19 Insurance Company to certain insurance guaranty associations as set forth in the Application;
- 20 5. The Court approves the proposal of the Liquidator of Superior Pacific Casualty  
21 Company to distribute and pay a total of \$1,000,000 from the assets of Superior Pacific Casualty  
22 Company to certain insurance guarantee associations as set forth in the Application;
- 23 6. The Court approves the proposal of the Liquidator of Commercial Compensation  
24 Casualty Company to distribute and pay a total of \$1,454,747 from the assets of Commercial  
25 Compensation Casualty Company to certain insurance guarantee associations as set forth in the  
26 Application; and

27 ///

28 ///

1           7.     The Liquidator is authorized to take any and all action necessary to accomplish the  
2 purposes of this Order.

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5  
6 Dated:     JUN 27 2013    

**KENNETH R. FREEMAN**  
\_\_\_\_\_  
The Honorable Kenneth R. Freeman  
Judge of the Superior Court

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**DECLARATION OF SERVICE BY U.S. MAIL**

Case Name: **Insurance Commissioner v. Superior National Insurance Co.**  
No.: **BS061974 (Consolidated with BS061675, BS062171, BS062173 & BS063746)**

I declare:

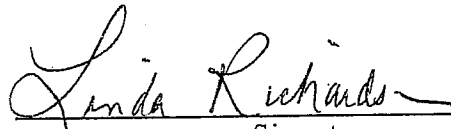
I am employed in the Office of the Attorney General, which is the office of a member of the California State Bar, at which member's direction this service is made. I am 18 years of age or older and not a party to this matter. I am familiar with the business practice at the Office of the Attorney General for collection and processing of correspondence for mailing with the United States Postal Service. In accordance with that practice, correspondence placed in the internal mail collection system at the Office of the Attorney General is deposited with the United States Postal Service with postage thereon fully prepaid that same day in the ordinary course of business.

On May 15, 2013, I served the attached [**PROPOSED**] **ORDER APPROVING LIQUIDATOR'S PROPOSAL TO DISBURSE ASSETS TO CERTAIN STATE INSURANCE GUARANTEE ASSOCIATIONS** by placing a true copy thereof enclosed in a sealed envelope in the internal mail collection system at the Office of the Attorney General at 300 South Spring Street, Suite 1702, Los Angeles, CA 90013, addressed as follows:

**SEE ATTACHED SERVICE LIST**

I declare under penalty of perjury under the laws of the State of California the foregoing is true and correct and that this declaration was executed on May 15, 2013, at Los Angeles, California.

\_\_\_\_\_  
Linda Richardson  
Declarant

  
\_\_\_\_\_  
Signature

**SERVICE LIST**

**CASE: INSURANCE COMMISSIONER v. SUPERIOR NATIONAL  
INSURANCE COMPANY and CONSOLIDATED PROCEEDINGS**  
**CASE NO: BS 061974**

<p><b>Brad R. Godshall, Esq.</b> <b>Iain A.W. Nasatir, Esq.</b> PACHULSKI STANG ZIEHL YOUNG &amp; JONES 10100 Santa Monica Blvd., 11th Floor Los Angeles, CA 90067 Tel: (310) 277-6910 / Fax: (310) 201-0760 <a href="mailto:inasatir@pszvjlaw.com">inasatir@pszvjlaw.com</a></p>	<p><b>Robert E. Nagle</b> General Counsel &amp; Vice President Superior Natl. Ins. Group, Inc. 49 Peregrine Circle Oak Park, CA 91377</p>
<p><b>Peter J. Gurfein, Esq.</b> LANDAU GOTTFRIED &amp; BERGER LLP 1801 Century Park East, Suite 1460 Los Angeles, CA 90067 Tel (310) 557-0050 / Fax: (310) 557-0056 (Centre Insurance Company) <a href="mailto:pgurfein@lqbfirm.com">pgurfein@lqbfirm.com</a></p>	<p><b>Louis J. Cisz, III</b> <b>Matthew A. Richards</b> <b>Gina M. Fornario</b> Nixon Peabody LLP One Embarcadero Center, 18th Flr. San Francisco, CA 94111-3600 <a href="mailto:lcisz@nixonpeabody.com">lcisz@nixonpeabody.com</a> <a href="mailto:mrichards@nixonpeabody.com">mrichards@nixonpeabody.com</a> <a href="mailto:gforario@nixonpeabody.com">gforario@nixonpeabody.com</a></p>
<p><b>Joseph K. Hegedus, Esq.</b> LEWIS, BRISBOIS, BISGAARD &amp; SMITH, LLP 221 N. Figueroa Street, Suite 1200 Los Angeles, CA 90012 Tel: (213) 250-1800 / Fax: (213) 250-7900 <a href="mailto:hegedus@llbslaw.com">hegedus@llbslaw.com</a></p>	<p><b>C. Guerry Collins, Esq.</b> LOCKE LORD BISSELL &amp; LIDDELL 300 S. Grand Avenue, Ste. 800 Los Angeles, CA 90071-3200 Tel: (213) 687-6719 / Fax: (213) 485-1200 (California Insurance Guarantee Association) <a href="mailto:gcollins@lockelord.com">gcollins@lockelord.com</a></p>
<p><b>Terence Kenney</b> WILD CAREY &amp; FIFE 120 Montgomery Street, Suite 1000 San Francisco, CA 94104-4313 Tel: (415) 837-3101 / Fax:(415) 837-3111 (Kitchen Works, Inc.) <a href="mailto:Terencekenney@wcandf.com">Terencekenney@wcandf.com</a></p>	<p><b>Roxanni Gillespie, Esq.</b> BARGER &amp; WOLEN 650 California Street, 9th Floor San Francisco, CA 94108 Tel: (415) 434-2800/ Fax: (415) 434-2533</p>
<p><b>Henry A. Knebel, Esq.</b> The Law Offices of Henry Knebel 28042 Avenue Stanford, Unit E. Valencia, CA 91355 <a href="mailto:knebelh@earthlink.net">knebelh@earthlink.net</a></p>	<p><b>Philip A. O'Connell, Jr., Esq.</b> <b>Katherine Eddy, Esq.</b> SONNENSHEIN NATH &amp; ROSENTHAL 525 Market Street, 26th Floor San Francisco, CA 94105 Tel: (415) 882-5000 / Fax: (415) 543-5472 <a href="mailto:poconnelljr@sonnenschein.com">poconnelljr@sonnenschein.com</a> (Centre Insurance Company)</p>

<p><b>Michael S. Lurey, Esq.</b>  <b>Kimberly A. Posin, Esq.</b>  <b>Lucas R. Bailey</b>  LATHAM &amp; WATKINS  355 S. Grand Avenue  Los Angeles, CA 90071  Tel: (213) 485-1234 / Fax: (213) 891-8763  Michael.lurey@lw.com</p>	<p><b>Gerald C. Pluard Jr., Esq.</b>  Kemper Insurance Companies – Legal  One Temper Drive  Long Grove, Illinois 60049-0001  Tel: (847) 320-2000 / Fax: (847) 320-4202  (Lumberman’s Mutual Casualty Co. or  Kemper Insurance Companies)</p>
<p><b>James Stinson</b>  Sidley Austin LLP  One South Dearborn  Chicago, IL 60603</p>	<p><b>Joel Ross</b>  RISK ENTERPRISE MANAGEMENT LTD.  2540 Route 130, Suite 109  Cranbury, NJ 08512  (Risk Enterprise Management Ltd.)</p>
<p><b>John McPherson</b>  BARGER &amp; WOLEN, LLP  633 W. 5th Street, 47th Floor  Los Angeles, CA 90071  Tel: (213) 680-2800/ Fax: (213) 614-7399  (Risk Enterprise Management Ltd.)  jmcpherson@bargerwolen.com</p>	<p><b>Raymond J. Lester</b>  Vice President &amp; Associate General  Counsel  Trustmark Insurance Company  400 Field Drive  Lake Forest, Illinois 60045</p>
<p><b>Michael C. Zellers, Esq.</b>  <b>Michelle McAloon, Esq.</b>  TUCKER ELLIS &amp; WEST LLP  515 S. Flower Street, 42nd Floor  Los Angeles, CA 90071  Tel: (213) 430-3400 / Fax: (213) 430-3409  Michael.zellers@tuckerellis.com</p>	<p><b>David A. Thompson</b>  REED SMITH LLP  101 Second Street  San Francisco, CA 94105  Tel: (415) 543-8700 / Fax: (415) 391-8269  dthompson@reedsmith.com</p>
<p><b>Wayne Wilson</b>  California Ins. Guarantee Association  101 N. Brand Blvd., Suite 600  Glendale, CA 91203  Tel: (323) 782-0252/ Fax: (323) 782-1489</p>	<p><b>Linda Dakin-Grimm, Esq.</b>  Milbank Tweed Hadley &amp; McCloy LLP  601 S. Figueroa St., 30th Floor  Los Angeles, CA 90017  Ldakin-grimm@milbank.com</p>

<p><b>Andrew S. Amer</b>  Simpson Thacher &amp; Bartlett LLP  425 Lexington Avenue  New York, New York 10017  Tel: (212) 455-2000 /  Fax: (212) 455-2502  aamer@stblaw.com</p>	<p><b>Deborah L. Stein</b>  <b>Christopher A. Sant</b>  Simpson Thacher &amp; Bartlett LLP  1999 Avenue of the Stars, 29th Flr.  Los Angeles, CA 90067  Tel: (310) 407-7500  Fax: (310) 407-7502  dstein@stblaw.com</p>
<p><b>Brian Currey, Esq.</b>  <b>Erick Y. Kizirian, Esq.</b>  O'Melveny &amp; Meyers LLP  400 So. Hope Street  Los Angeles, CA 90071-2899</p>	<p><b>Gary A. Nye, Esq.</b>  <b>Michael B. Adreani, Esq.</b>  Roxborough, Pomerance Nye &amp; Adreani  5820 Canoga Ave., #250  Woodland Hills, CA 91367  gan@rpnalaw.com  nba@rpnalaw.com</p>
<p><b>Christopher Norgaard, Esq.</b>  <b>Nina B. Ries, Esq.</b>  NEWELL, CAMPBELL &amp; ROCHE LLP  633 W. 5th Street, Suite 2600  Los Angeles, CA 90071  Tel: (213) 223-2030 / Fax: (213) 223-2029</p>	<p><b>Ronie M. Schmelz</b>  Sidley Austin LLP  555 West Fifth Avenue  Suite 4000  Los Angeles, CA 90013  rschmelz@sidley.com</p>
<p><b>Linda M. Lasley, Esq.</b>  Lewis Brisbois, Bisgaard &amp; Smith  221 No. Figueroa St., Ste. 1200  Los Angeles, CA 90012  lasley@lbbslaw.com</p>	<p><b>Sharon E. Sonnett</b>  Sonnett &amp; Associates  333 South Grand Ave., Suite 3550  Los Angeles, CA 90071  ssonnett@sonnettingold.com</p>

**DECLARATION OF SERVICE BY CERTIFIED MAIL**

Case Name: **Insurance Commissioner v. Superior National Insurance Co.**

No.: **BS061974 (Consolidated with BS061675, BS062171, BS062173 & BS063746)**

I declare:

I am employed in the Office of the Attorney General, which is the office of a member of the California State Bar at which member's direction this service is made. I am 18 years of age or older and not a party to this matter. I am familiar with the business practice at the Office of the Attorney General for collection and processing of correspondence for mailing with the United States Postal Service. In accordance with that practice, correspondence placed in the internal mail collection system at the Office of the Attorney General is deposited with the United States Postal Service with postage thereon fully prepaid that same day in the ordinary course of business.

On May 15, 2013, I served the attached **[PROPOSED] ORDER APPROVING LIQUIDATOR'S PROPOSAL TO DISBURSE ASSETS TO CERTAIN STATE INSURANCE GUARANTEE ASSOCIATIONS** by placing a true copy thereof enclosed in a sealed envelope as certified mail and return receipt requested, in the internal mail collection system at the Office of the Attorney General at 300 South Spring Street, Suite 1702, Los Angeles, CA 90013, addressed as follows:

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I declare under penalty of perjury under the law of the State of California the foregoing is true and correct and that this declaration was executed on May 15, 2013, at Los Angeles, California.

\_\_\_\_\_  
Linda Richardson  
Declarant

\_\_\_\_\_  
*Linda Richardson*  
Signature



CERTIFIED SERVICE LIST

<p>Ken Vines, Commissioner Wyoming Insurance Department 106 East 6th Avenue Cheyenne, Wyoming 82002-0440</p>	<p>Linda S. Hall, Director Alaska Division of Insurance 550 West 7th Avenue, Suite 1560 Anchorage, Alaska 99501-3567</p>
<p>Jim L. Ridling, Commissioner Alabama Department of Insurance 201 Monroe Street, Suite 502 Montgomery, Alabama 36104</p>	<p>Jay Bradford, Commissioner Arkansas Insurance Department 1200 West 3rd Street Little Rock, Arkansas 72201-1904</p>
<p>Christina Urias, Director Arizona Department of Insurance 2910 North 44th Street, Suite 210 Phoenix, Arizona 85018-7269</p>	<p>John J. Postolowski, Interim Commissioner Colorado Division of Insurance 1560 Broadway, Suite 850 Denver, Colorado 80202</p>
<p>Thomas B. Leonardi, Commissioner Connecticut Department of Insurance 153 Market Street, 7th Floor Hartford, Connecticut 06103</p>	<p>William P. White, Commissioner Dept. of Insurance &amp; Securities Reg. Government of the District of Columbia 810 First Street, N. E., Suite 701 Washington, DC 20002</p>
<p>Karen Weldin Stewart, Commissioner Delaware Department of Insurance 841 Silver Lake Boulevard Dover, Delaware 19904</p>	<p>Jeff Atwater Chief Financial Officer Florida Department of Financial Services State Capitol Plaza Level Eleven Tallahassee, Florida 32399-0300</p>
<p>Kevin McCarty Commissioner of Insurance Regulation Office of Insurance Regulation The Larson Building 200 E. Gaines Street, Room 101 Tallahassee, Florida 32399-0301</p>	<p>Ralph T. Hudgens, Commissioner Georgia Department of Insurance 2 Martin Luther King, Jr. Drive West Tower, Suite 704 Atlanta, Georgia 30334</p>
<p>Gordon I. Ito, Commissioner Hawaii Insurance Division Dept. of Commerce &amp; Consumer Affairs 335 Merchant Street, Room 213 Honolulu, Hawaii 96813</p>	<p>Susan E. Voss, Commissioner Iowa Insurance Division 330 E. Maple Street Des Moines, Iowa 50319-0065</p>
<p>William W. Deal, Director Idaho Department of Insurance 700 West State Street, 3rd Floor Boise, Idaho 83720-0043</p>	<p>Michael T. McRaith, Director Illinois Department of Insurance 320 W. Washington Street Springfield, Illinois 62767-0001</p>
<p>Stephen W. Robertson, Commissioner Indiana Department of Insurance 311 W. Washington Street, Suite 300 Indianapolis, Indiana 46204-2787</p>	<p>Sandy Praeger, Commissioner Kansas Department of Insurance 420 S.W. 9th Street Topeka, Kansas 66612-1678</p>

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<p>Sharon P. Clark, Commissioner  Kentucky Department of Insurance  215 West Main Street  Frankfort, Kentucky 40601</p>	<p>James J. Donelon, Commissioner  Louisiana Department of Insurance  Attn: Chad Brown  1702 N. 3rd Street  Baton Rouge, Louisiana 70802</p>
<p>Joseph G. Murphy, Commissioner  Massachusetts Division of Insurance  1000 Washington Street, 8<sup>th</sup> Floor  Boston, Massachusetts 02118-6200</p>	<p>Elizabeth Sammis, Acting Commissioner  Maryland Insurance Administration  200 St. Paul Place, Suite 2700  Baltimore, Maryland 21202</p>
<p>Mila Kofman, Superintendent  Maine Bureau of Insurance  Dept. of Professional &amp; Financial Reg.  34 State House Station  Augusta, Maine 04333-0034</p>	<p>Ken Ross, Commissioner  State of Michigan  Office of Financial and Insurance Services  Attn: Office of the Commissioner  Ottawa Bldg 3rd Floor,  611 W. Ottawa  Lansing, Michigan 48933</p>
<p>Mike Rothman, Commissioner  Minnesota Department of Commerce  85 7th Place East, Suite 500  St. Paul, Minnesota 55101</p>	<p>John M. Huff, Director  Missouri Department of Insurance  301 West High Street, Suite 530  Jefferson City, Missouri 65102</p>
<p>Mike Chaney, Commissioner  Mississippi Insurance Department  1001 Woolfolk State Office Building  501 N. West Street  Jackson, Mississippi 39201</p>	<p>Monica Lindeen, Commissioner  Montana Department of Insurance  840 Helena Avenue  Helena, Montana 59601</p>
<p>Wayne Goodwin, Commissioner  North Carolina Dept. of Insurance  Dobbs Building  430 N. Salisbury Street  Raleigh, North Carolina 27603-5926</p>	<p>Adam Hamm, Commissioner  North Dakota Dept. of Insurance  State Capitol, Fifth Floor  600 E. Boulevard  Bismarck, North Dakota 58505-0320</p>
<p>Bruce R. Range, Director  Nebraska Department of Insurance  941 'O' Street, Suite 400  Lincoln, Nebraska 68501-2089</p>	<p>Roger A. Sevigny, Commissioner  New Hampshire Insurance Department  21 South Fruit Street, Suite 14  Concord, New Hampshire 03301</p>
<p>Thomas B. Considine, Commissioner  New Jersey Department of Insurance  20 West State Street  Trenton, New Jersey 08625-0325</p>	<p>John Franchini, Superintendent  New Mexico Division of Insurance  PERA Building  1120 Paseo de Peralta  Santa Fe, New Mexico 87501</p>
<p>Brett J. Barratt, Commissioner  Nevada Division of Insurance  1818 East College Pkwy, Suite 103  Carson City, Nevada 89706</p>	<p>James J. Wrynn, Superintendent  New York State Ins. Department  25 Beaver Street  New York, New York 10004</p>

CERTIFIED SERVICE LIST

<p>Mary Taylor, Director Ohio Department of Insurance 50 West Town Street Third Floor, Suite 300 Columbus, Ohio 43215</p>	<p>John D. Doak, Commissioner Oklahoma Department of Insurance Five Corporate Plaza 3625 NW 56<sup>th</sup> Street, Suite 100 Oklahoma City, Oklahoma 73112</p>
<p>Teresa Miller, Insurance Administrator Oregon Insurance Division 350 Winter Street NE, Room 440 Salem, Oregon 97301-3883</p>	<p>Michael F. Consedine, Commissioner Pennsylvania Insurance Department 1326 Strawberry Square Harrisburg, Pennsylvania 17120</p>
<p>Ramon L. Cruz Colón, Commissioner Puerto Rico Department of Insurance B5 Calle Tabonuco Suite 216 PMB356 Guaynabo, Puerto Rico 00968-3029</p>	<p>Joseph Torti, III, Superintendent Rhode Island Insurance Division Dept. of Business Regulation 1511 Pontiac Avenue, Building 69-2 Cranston, Rhode Island 02920</p>
<p>David Black, Director South Carolina Dept. of Insurance 1201 Main Street, Suite 1000 Columbia, South Carolina 29201</p>	<p>Merle D. Scheiber, Director South Dakota Division of Insurance Department of Revenue &amp; Regulation 445 East Capitol Avenue Pierre, South Dakota 57501-3185</p>
<p>Julie Mix McPeak, Commissioner Tennessee Dept. of Commerce &amp; Ins. Davy Crockett Tower, Fifth Floor 500 James Robertson Parkway Nashville, Tennessee 37243-0565</p>	<p>Mike Geeslin, Commissioner Texas Department of Insurance 333 Guadalupe Street Austin, Texas 78701</p>
<p>Neal T. Gooch, Commissioner Utah Department of Insurance State Office Building Room 3110 Salt Lake City, Utah 84114-6901</p>	<p>Jacqueline K. Cunningham, Commissioner State Corporation Commission Virginia Bureau of Insurance 1300 East Main Street Richmond, Virginia 23219</p>
<p>Steve Kimbell, Commissioner Vermont Division of Insurance Dept. of Banking, Ins. &amp; Securities 89 Main Street Montpelier, Vermont 05620-3101</p>	<p>Mike Kreidler, Commissioner Washington State Office of the Insurance Commissioner 5000 Capitol Boulevard, SE Tumwater, Washington 98501</p>
<p>Ted Nickel, Commissioner Office of the Commissioner of Insurance State of Wisconsin 125 South Webster Street Madison, Wisconsin 53703-3474</p>	<p>Jane L. Cline, Commissioner West Virginia Dept. of Insurance State of West Virginia 1124 Smith Street Charleston, West Virginia 25301</p>

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<p>Betty S. Davis Executive Director Alabama Insurance Guaranty Association 2020 Canyon Road, Suite 200 Birmingham, AL 35216</p>	<p>Susan R. Daniels AIC Fund Administrator Alaska Insurance Guaranty Association c/o Northern Adjusters, Inc. 1401 Rudakof Circle, Suite 100 Anchorage, AK 99508</p>
<p>Michael E. Surguine Executive Director Arizona Insurance Guaranty Funds 1110 West Washington, Suite 270 Phoenix, AZ 85007</p>	<p>Steve A. Uhrynowycz, Esq. Administrator Arkansas Property &amp; Casualty Guaranty Fund 1023 West Capitol Avenue, Suite 2 Little Rock, AR 72201</p>
<p>Wayne D. Wilson Executive Director California Insurance Guarantee Association P. O. Box 29066 Glendale, CA 91209-9066</p>	<p>David C. Edwards President Colorado -Western Guaranty Fund Services 1720 South Bellaire Street, Suite 408 Denver, CO 80222</p>
<p>Paul M. Gulko, Esq. President Connecticut -Guaranty Fund Management Services One Bowdoin Square Boston, MA 02114-2916</p>	<p>Barbara Cox Vice President &amp; Corporate Secretary National Conference of Insurance Guaranty Funds 300 N. Meridian Street, Suite 1020 Indianapolis, IN 46204</p>
<p>Paul M. Gulko, Esq. President District of Columbia -Guaranty Fund Management Services One Bowdoin Square Boston, MA 02114-2916</p>	<p>John J. Falkenbach Executive Director Delaware Insurance Guaranty Association 220 Continental Drive, Suite 309 Newark, DE 19713</p>
<p>Sandra Robinson, President Florida Insurance Guaranty Association P.O. Box 14249 Tallahassee, FL 32317</p>	<p>Sandra J. Robinson, President Florida Workers Compensation Insurance Guaranty Association P.O. Box 15159 Tallahassee, FL 32317</p>
<p>Michael C. Marchman Executive Director Georgia Insurers Insolvency Pool 2177 Flintstone Drive, Suite R Tucker, GA 30084</p>	<p>Blake J. Obata, Administrator Hawaii Insurance Guaranty Association 1001 Bishop Street American Savings Bank Tower, Suite 1160 Honolulu, HI 96813</p>
<p>David C. Edwards President Idaho -Western Guaranty Fund Services 1720 South Bellaire Street, Suite 408 Denver, CO 80222</p>	<p>Anne A. Sharp Executive Director Illinois Insurance Guaranty Fund 120 South LaSalle Street, Suite 1910 Chicago, IL 60603</p>

CERTIFIED SERVICE LIST

<p>Janis B. Funk Executive Director Indiana Insurance Guaranty Association 8777 Purdue Road, Suite 360 Indianapolis, IN 46268</p>	<p>Steven M. Augspurger General Counsel Iowa Insurance Guaranty Association 801 Grand Avenue, Suite 3700 Des Moines, IA 50309-8004</p>
<p>David C. Edwards President Kansas -Western Guaranty Fund Services 1720 South Bellaire Street, Suite 408 Denver, CO 80222</p>	<p>A. Scott Webster , Executive Director Kentucky Insurance Guaranty Association 10605 Shelbyville Road, Suite 101 Louisville, KY 40222</p>
<p>John Wells Director of Operations &amp; Logistics Louisiana Insurance Guaranty Association 2142 Quail Run Drive Baton Rouge, LA 70808-4126</p>	<p>Paul M. Gulko, Esq. President Maine -Guaranty Fund Management Services One Bowdoin Square Boston MA 02114-2916</p>
<p>Paul M. Gulko, Esq. President Massachusetts -Guaranty Fund Management Services One Bowdoin Square Boston, MA 02114-2916</p>	<p>Joseph R. Petr, President Maryland Property &amp; Casualty Insurance Guaranty Corporation 305 Washington Avenue, Suite 600 Towson, MD 21204-4715</p>
<p>Thomas R. Kujawa Executive Director Michigan Property &amp; Casualty Guaranty Association 39810 Grand River Avenue, Suite 120 Novi, MI 48375</p>	<p>Paul Steffen Executive Director Minnesota Insurance Guaranty Association 7600 Parklawn Ave., Suite 460 Edina, MN 55435</p>
<p>Arthur Russell Executive Director Mississippi Insurance Guaranty Assn. 713 South Pear Orchard Road, Suite 200 Ridgeland, MS 39157-4823</p>	<p>Charles F. Renn Executive Director Missouri Property &amp; Casualty Insurance Guaranty Association 994 Diamond Ridge, Suite 102 Jefferson City, MO 65109</p>
<p>David C. Edwards, President Montana -Western Guaranty Fund Services 1720 South Bellaire Street, Suite 408 Denver, CO 80222</p>	<p>L. Dean Fletcher, Administrator Nebraska Property &amp; Liability Insurance Guaranty Association 1610 South 70th Street, Suite 100 Lincoln, NE 68506</p>
<p>Bruce W. Gilbert Executive Director Nevada Insurance Guaranty Association 3821 W. Charleston Blvd., Suite 100 Las Vegas, NV 89102-1859</p>	<p>Paul M. Gulko, Esq. President New Hampshire -Guaranty Fund Management Services One Bowdoin Square Boston, MA 02114-2916</p>

CERTIFIED SERVICE LIST

Joseph L. DellaFera , Executive Director New Jersey Property-Liability Insurance Guaranty Association 222 Mount Airy Road Basking Ridge, NJ 07920	Joseph L. Della Fera, Chief Executive Director New Jersey Workers' Compensation Security Fund 222 Mt. Airy Road Basking Ridge, NJ 07920
Gary M. Keenan, Fund Administrator New Mexico Insurance Guaranty Association c/o Keenan & Associates, Inc. 11501 Montgomery Boulevard, N.E. Albuquerque, NM 87111	Dennis J. Hayes Special Deputy Superintendent New York State Insurance Department Liquidation Bureau 110 William Street, 15th Floor New York, NY 10038
Raymond F. Evans, Jr. Managing Secretary North Carolina Insurance Guaranty Association 5401 Six Forks Road Raleigh, NC 27609-4435	Jeffry J. Cahill Managing Secretary North Dakota Insurance Guaranty Association 843 Munich Drive Bismarck, ND 58504
Frank A. Gartland President Ohio/ West Virginia Insurance Guaranty Association 1840 Mackenzie Drive Columbus, OH 43220	Larry W. Fitch, General Manager Oklahoma Property & Casualty Insurance Guaranty Association 2601 Northwest Expressway, Suite 330E Oklahoma City, OK 73112
David C. Johnson Administrator Oregon Insurance Guaranty Association 10700 Southwest Beaverton Highway, Suite 426 Beaverton, OR 97005-3019	Stephen Perrone, Executive Director Pennsylvania Property & Casualty Insurance Guaranty Association 1617 John F. Kennedy Boulevard One Penn Center, Suite 1850 Philadelphia, PA 19103
Laura S. Keller , Claims Manager Pennsylvania Workers' Compensation Security Fund Pennsylvania Insurance Department Bureau of Special Funds 901 North 7th Street Harrisburg, PA 17102	Jose E. Camacho Postigo Executive Director Puerto Rico Property & Casualty Insurance Guaranty Association 789 San Patricio Avenue Las Lomas Development San Juan, PR 00921
Paul M. Gulko, Esq. President Rhode Island -Guaranty Fund Management Services One Bowdoin Square Boston, MA 02114-2916	J. Smith Harrison, Executive Director/Secretary South Carolina Property & Casualty Insurance Guaranty Association 240 Stoneridge Drive One Greystone Building, Suite 101 Columbia, SC 29210

CERTIFIED SERVICE LIST

<p>Edwin E. Evans                  South Dakota Property &amp; Casualty Insurance                  Guaranty Association                  c/o Davenport, Evans, Hurwitz &amp; Smith                  206 West 14th Street                  Sioux Falls, SD, 57104</p>	<p>David Broemel                  Executive Secretary                  Tennessee Insurance Guaranty Association                  1600 Division Street, Suite 680                  Nashville, TN 37203</p>
<p>Marvin Kelly, Executive Director                  Texas Property &amp; Casualty Insurance                  Guaranty Association                  9120 Burnet Road                  Austin, TX 78758</p>	<p>Allen Muhlestein                  Executive Director                  Utah Property &amp; Casualty Insurance                  Guaranty Association                  9065 South 1300 East                  Sandy, UT 84094</p>
<p>Paul M. Gulko, Esq.                  President                  Vermont -Guaranty Fund Management                  Services                  One Bowdoin Square                  Boston, MA 02114-2916</p>	<p>Paul M. Gulko, Esq.                  President                  Virginia -Guaranty Fund Management                  Services                  One Bowdoin Square                  Boston, MA 02114-2916</p>
<p>David C. Edwards                  President                  Washington -Western Guaranty Fund Services                  1720 South Bellaire Street, Suite 408                  Denver, CO 80222</p>	<p>Frank A. Gartland                  President                  West Virginia - Insurance Guaranty                  Association                  1840 Mackenzie Drive                  Columbus, OH 43220</p>
<p>Randy Blumer                  Executive Director                  Wisconsin Insurance Security Funds                  2820 Walton Commons West, Suite 135                  Madison, WI 53718-6797</p>	<p>David Edwards                  President                  Wyoming -Western Guaranty Fund Services                  1720 South Bellaire Street, Suite 408                  Denver, CO 80222</p>