CONFORMED COPY

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`	Insurance Commissioner of the State of Californ	ia,
7	in his capacity as the Liquidator of Fremont Indemnity Company	
8	SUPERIOR COURT OF TH	E STATE OF CALIFORNIA
9		
10		LOS ANGELES
11	SPRING STREE	T COURTHOUSE
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13	INSURANCE COMMISSIONER OF THE STATE OF CALIFORNIA,	Case No. BS083582
14	Applicant,	[PROPOSED] ORDER:
15		(1) SETTLING AND APPROVING FINAL
16	V.	RÉPORT AND ACCOUNT OF LIQUIDATOR OF FREMONT
17	FREMONT INDEMNITY COMPANY, a	INDEMNITY COMPANY;
	California corporation,	(2) AUTHORIZING DISBURSEMENT OF FUNDS;
18	Respondent.	
19		(3) APPROVING PAYMENT OF EXPENSES; AND
20		(4) TERMINATING LIQUIDATION
21		PROCEEDING AND DISCHARGING
22		INSURANCE COMMISSIONER AS LIQUIDATOR
23		Date: August 16, 2019
24		Time: 10:00 a.m. Dept: 10
25	• •	Judge: The Honorable William F. Highberger
26		Action Filed: June 3, 2003
	<u> </u>	Action Fried. Julie 5, 2005
27		Action Fried. Julie 3, 2003

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13	INSURANCE COMMISSIONER OF THE STATE OF CALIFORNIA,	Case No. BS083582
14	Applicant,	[PROPOSED] ORDER:
15 16	v.	(1) SETTLING AND APPROVING FINAL REPORT AND ACCOUNT OF LIQUIDATOR OF FREMONT
17	FREMONT INDEMNITY COMPANY, a	INDEMNITY COMPANY;
18	California corporation,	(2) AUTHORIZING DISBURSEMENT OF FUNDS;
19	Respondent.	(3) APPROVING PAYMENT OF EXPENSES; AND
20		(4) TERMINATING LIQUIDATION
21 22		PROCEEDING AND DISCHARGING INSURANCE COMMISSIONER AS LIQUIDATOR
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I

1	The Application of the Insurance Commissioner of the State of California (Commissioner		
2	or Liquidator), in his capacity as the Liquidator of Fremont Indemnity Company (Fremont) for		
3	Orders: 1) Settling and Approving Final Report and Account of Liquidator of Fremont		
4	Indemnity Company; (2) Authorizing Disbursement of Funds; (3) Approving Payment of		
5	Expenses; and (4) Terminating Liquidation Proceeding and Discharging Insurance		
6	Commissioner as Liquidator (Application) came on for hearing on August 16, 2019, at 10:00		
7	a.m. in Department 10 of the above-entitled court, the Honorable William F. Highberger,		
8	presiding.		
9	The Court, after reviewing the Application, the Memorandum of Points and Authorities,		
10	the supplemental brief, declarations and argument having been heard and good cause appearing,		
11	IT IS HEREBY ORDERED that:		
12	1. The Report and Account of Liquidator for the period from June 4, 2003, through		
13	March 31, 2019, is settled and approved.		
14	2. The Liquidator is authorized to distribute approximately \$83,444,525 to the		
15	approved Class 2 claimants set forth in Exhibit A to the Application based on a distribution rate		
16	of 43.25% of the approved claim amount. The amount available for distribution is subject to		
17	adjustment for investment income and changes in market value of investments that have been		
18	posted as of the date the investments are withdrawn from the investment pool. The distributions		
19	shall be made within forty-five (45) days of the entry of the Court's order.		
20	3. The Liquidator is authorized to retain a reserve of \$1,218,666 for payment of		
21	administrative closing expenses incurred by the Liquidator from and after April 1, 2019. A report		
22	to the Court of the expenditure of these funds shall not be required. The Liquidator is further		
23	authorized to distribute pro rata any surplus amount of the closing reserve to the approved Class 2		
24	claimants based on the approved overall projected distribution rate of 43.25% of the approved		
25	claim amount.		
26	4. Without further court order, the Commissioner is further authorized to distribute		
27	any annuity collections or other post-distribution proceeds, once those amounts collected reach or		
28	exceed \$5 million, to the approved Class 2 claimants based on each claimant's equitable (pro		

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1	rata) share of the remaining approved unpaid portion of the Class 2 liability. The Commissioner
2	shall not be required to pay any distribution amount less than \$10. The Commissioner is further
3	authorized to retain a \$100,000 administrative reserve to pay all costs and maintenance expenses
4	associated with the anticipated distributions. Once all collections have been deemed complete,
5	any remaining funds held in reserve will be distributed to approved Class 2 claimants at the time
6	of the final distribution.
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5. In accordance with the six month waiting period of Code of Civil Procedure
section 1517, the Commissioner, as to disbursements which are either undeliverable or as to
which issued checks have not then been negotiated, is authorized to void such checks as have not
then been negotiated and escheat all undeliverable amounts and amounts of non-negotiated
checks to the Insurance Fund pursuant to Insurance Code section 12937.

6. The Liquidator is authorized to destroy all records of Fremont in his custody and
control, except for those records necessary for examination by the Department of Finance or other
auditor of the Liquidator's books and records pursuant to Insurance Code section 1061.

15 7. The Liquidator is authorized to take any action necessary to accomplish the16 purpose of this Order.

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Dated:

17 8. The estate of Fremont Indemnity Company will be closed and the Commissioner
18 shall be discharged as liquidator upon the filing of a declaration that the Commissioner has
19 distributed the assets in accordance with this Court's order.

The Honorable William F. Highberger Judge of the Superior Court

DECLARATION OF SERVICE BY U.S. MAIL

Case Name: Insurance Commissioner v. Fremont Indemnity Company Case No.: BS083582

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 July 15, 2019, I served the attached [PROPOSED] ORDER: (1) SETTLING AND APPROVING FINAL REPORT AND ACCOUNT OF LIQUIDATOR OF FREMONT INDEMNITY COMPANY; (2) AUTHORIZING DISBURSEMENT OF FUNDS; (3) APPROVING PAYMENT OF EXPENSES; AND (4) TERMINATING LIQUIDATION PROCEEDING AND DISCHARGING INSURANCE COMMISSIONER AS LIQUIDATOR 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:

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 July 15, 2019, at Los Angeles, California.

SEE ATTACHED SERVICE LIST

C. Adams Declarant

Fignature

LA2003CV0857 53575068.docx

SERVICE LIST

Case Name: Insurance Commissioner v. Fremont Indemnity Company L. A. S. C. Case No.: BS083582

Debra Underwood c/o Alphonso Manns, Esq. PO Box 1914 Bloomington, IN 47402

Kittle's Home Furnishings c/o Ogletree Deakins Attn: Michelle R. Maslowski, Esq. 111 Monument Circle, Suite 4600 Indianapolis, IN 46204

Assmann Corporation of America Attn: David L. Crager, President 300 North Taylor Rd Garrett, IN 46738

Kirkorian Enterprises c/o Sheuerman Martini Tabari Zenere Attn: Allen L. Martini, Esq. 1033 Willow St. San Jose, CA 95125-2346

Channahon School District 17 24920 S. Sage St. Channahon, IL 60410-8670

Kenai Peninsula Borough Kenai Penin Borough School District 144 N. Binkley St. Soldotna, AK 99669-7520

R.E. Staite Engineering, Inc. c/o Cox Wootton, et al. Attn: C. Kieliger 900 Front St, Suite 350 San Francisco, CA 94111

Northland Service, Inc. Attn: Rheagan Sparks PO Box 24348 Seattle, WA 98124-0348 ARC Construction Co. Inc. c/o KDDK Attn: Stephen S. Lavallo, Esq. PO Box 3646 Evansville, IN 47735

Azusa Land Reclamation Co., Inc. c/o Lathrop & Gage 2345 Grand Blvd., Suite 2200 Kansas City, MO 64108-2612

T.S.V.P. Janitorial Service Inc. PO Box 1352 Jackson, NJ 08527-0352

James Marine. Inc. Nienhuis & Settergren, for James Marine 1 S Memorial Dr., Suite 1000 St. Louis, MO 63102-2449

Liquidity Solutions Inc. 1 University Plaza, Suite 312 Hackensack, NJ 07601

City of Olney 300 S Whittle Ave Olney, IL 62450-2252

Greenball Corporation Attn: Chris Tsai, President 222 S Harbor Blvd., Suite 700 Anaheim, CA 92805

Manson Construction Co. Attn: Gary Hendricks PO Box 24067 Seattle, WA 98124-0067

Sunstate Equipment Co. LLC Attn: Garth Price, CFO 5552 East Washington St. Phoenix, AZ 85034 Sarens USA Attn: Rafael Boza, Esq. 10855 John Ralston Rd. Houston, TX 77044

Alaska Insurance Guaranty Association c/o Northern Adjusters Attn: Dane Harvard 1401 Rudakof Circle, Suite 100 Anchorage, AK 99508-3108

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Arkansas P&C Guaranty Association Attn: Steve Uhrynowycz 1023 W. Capitol Ave., Suite 2 Little Rock, AR 72201-3003

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APCIGF & ICA Special Fund 800 W Washington St. #307 Phoenix, AZ 85007-2922

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Oregon Insurance Guaranty Association Attn: Catherine Braughton-Bazant, Admin. 10700 SW Beaverton Hwy, #426 Beaverton, OR 97005-3019

Pennsylvania Worker's Comp. Security Fund Dept. of Insurance Bureau of Special Funds Attn: Sue Pease 901 North 7th St, 3rd Floor Harrisburg, PA 17102-1413

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Tennessee Insurance Guaranty Association Attn: David Broemel, Executive Secretary 3100 West End Ave., Suite 670 Nashville, TN 37203-5805 New Mexico P&C Ins. Guaranty Assoc. c/o Integrion Group Attn: Debbie Luera PO Box 27815 Albuquerque, NM 87125

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Adjustable Clamp Company c/o High Ridge Partners Attn: P. Cavanaugh 140 S. Dearborn, Suite 420 Chicago, IL 60603

Gotfresh Logisitcs, LLC Attn: Jeff Nicholson 24958 County Rd 101A Davis, CA 95616

Bechtel Corporation Attn: Roger Ewald 12011 Sunset Hills Rd. Suite 110 Reston, VA 20190

Kaiser Aluminum & Chemical c/o Morgan Lewis & Bockius One Market, Spear Street Tower San Francisco, CA 94105

Nichols Bros. Boat Builders c/o Bryan Nichols PO Box 580 Freeland, WA 98249-0580 Texas P&C Insurance Guaranty Association Attn: Marvin Kelly, Exec. Director 9120 Burnett Rd. Austin, TX 78758-5204

Equity Trust Co. FBO Liquidity Solutions Inc. Attn: 401K David Fishel Trustee 1 Equity Way Westlake, OH 44145

Corn Island Shipyard, Inc. Attn: Debbie Neighbors PO Box 125 Lamar, IN 47550

Vigor Shipyards, Inc. Attn: Dawn Cartwright, Dir. HR & Risk Mgmt. 5555 N Channel Ave Portland, OR 97217

Culver-Stockton College 1 College HL Canton, MO 63435-1299

Madison County Government Attn: Stacy J. Perjack, Arm., Sfty & Risk Mgmt. 157 N Main St, Suite 159 Edwardsville, IL 62025

Universal Metal Services 16655 S Canal St South Holland, IL 60473-2780

Schaumburg CCS #54 524 E Schaumburg Rd Schaumburg, IL 600194-3510

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Portillo's Hot Dogs Attn: Susan B. Shelton 2001 Spring Rd., Suite 400 Oak Brook, IL 60523-3930

Finish Line Ford Attn: Jeffrey J. Green 2100 W. Pioneer Pkwy Peoria, IL 61615-1856

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O C Tanner & Company Attn: Paula Harding 1930 S State St Salt Lake City, UT 84115-2385

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Artisan's Inc. PO Box 278 Glen Flora, WI 54526-0278 Tractor & Equipment Co. PO Box 30158 Billings, MT 59107-0158

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J W Speaker Corporation N120W19434 Fristadt Rd Germantown, WI 53022-9761

Lake Geneva School District Attn: Administrative Offices 208 South Street Lake Geneva, WI 53147

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Pierce County Treasurer-Admin c/o Wanda Kinneman PO Box 128 Ellsworth, WI 54011

Racine Unified School District Attn: David Hazen, COO 3109 Mount Pleasant St Racine, WI 53404-1511

Rainfair Inc. c/o Lacrosse Footwear Attn: Brian O'Banion 17634 NE Airport Way Portland, OR 97230 Barron County 335 E Monroe Ave, Rm 2412 Barron, WI 54812-1489

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