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FILED
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 FEB 24 1987
 CLERK
 BY E. MATHEWS, DEPUTY

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 6 Attorneys for Applicant

7
 8 SUPERIOR COURT OF THE STATE OF CALIFORNIA

9 FOR THE COUNTY OF LOS ANGELES

10
 11 INSURANCE COMMISSIONER OF THE)
 STATE OF CALIFORNIA,)
 12)
 Applicant,)
 13)
 v.)
 14)
 15 MISSION INSURANCE COMPANY,)
 a California corporation,)
 16)
 Respondent.)
 17

NO. C572724

ORDER APPOINTING LIQUIDATOR
 AND RESTRAINING ORDER

18 The verified Application for Order of Liquidation of
 19 Respondent, Mission Insurance Company came on regularly for hearing
 20 on February 24, 1987, in Department 86 at 9:00 a.m., the Honorable
 21 Ricardo Torres, judge presiding. Applicant appeared by his counsel,
 22 John K. Van De Kamp, Attorney General of the State of California, by
 23 Raymond Jue, Deputy Attorney General, there was no other appearance.

24 IT IS HEREBY ORDERED THAT:

- 25 1. The Insurance Commissioner of the State of
 26 California is appointed in his official capacity as Liquidator of
 27 Respondent, Mission Insurance Company and directed to liquidate and
 28 wind up the affairs of Respondent in California and to act in

1 all ways and exercise all powers necessary for the purpose of
2 carrying out this order;

3 2. Title to all assets of Respondent now in the
4 possession of the Insurance Commissioner as Conservator hereof, as
5 well as title to any assets of said Respondent discovered
6 hereafter is hereby vested in said liquidator;

7 3. Said Liquidator, as such, is hereby authorized to
8 pay as expenses of administration, all expenses heretofore
9 incurred by the conservator of Respondent and presently unpaid and
10 is hereby authorized to pay the full amount of any checks or
11 drafts which have been issued by the conservator of Respondent and
12 which are presently outstanding and unpaid, when said checks or
13 drafts are presented for payment;

14 4. The rights and liabilities of creditors,
15 policyholders, shareholders, and all other persons interested in
16 the assets of Respondent, including the State of California, are
17 fixed as of the date of entry of this order;

18 5. Respondent and its officers, directors, agents and
19 employees and all other persons are hereby enjoined and restrained
20 from transacting any of the business of Respondent in California
21 or the disposition of any of its assets or property;

22 6. All persons are hereby enjoined and restrained from
23 interfering with the possession, title and rights of Applicant as
24 liquidator, in and to the assets of Respondent, and from
25 interference with the conduct of the liquidation in the winding up
26 of the business of Respondent;

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1 7. All persons are hereby enjoined from the waste of
2 assets of Respondent;

3 8. All persons are hereby enjoined from instituting
4 or prosecuting any action or proceedings against Respondent, or
5 Applicant as Liquidator of Respondent, without the consent of this
6 court obtained after reasonable notice to said Liquidator;

7 9. All persons are hereby enjoined from obtaining
8 preferences, judgments, attachments or other liens, or making any
9 levy against Respondent or its assets without the consent of this
10 court obtained after reasonable notice to said Liquidator;

11 10. All officers, directors, agents and employees of
12 Respondent are hereby ordered to deliver to said Liquidator all
13 assets, books, records, equipment and other property of said
14 Respondent;

15 11. All funds and bank accounts in the name of
16 Respondent, or Applicant as Conservator, are hereby vested in said
17 Liquidator and said funds shall be subject to withdrawal from said
18 banks upon the order of said Liquidator only;

19 12. All insurance agents and brokers are hereby
20 ordered to account to the Liquidator of Respondent for all funds
21 of Respondent held by them in their fiduciary capacity, as
22 specified in Sections 1733, 1734 and 1735 of the Insurance Code,
23 or due to Respondent, and directed to forward said funds to
24 Applicant as Liquidator, and said funds are vested in Applicant as
25 Liquidator; and

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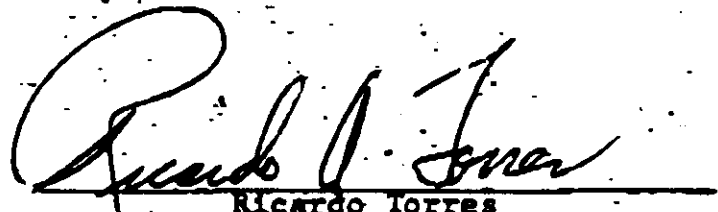
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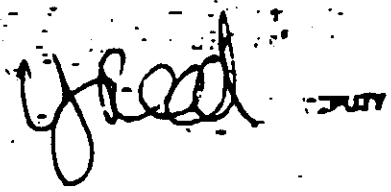
13. Said Liquidator is hereby authorized to initiate such equitable or legal actions or proceedings in this or other states as may appear to him necessary to carry out his function as Liquidator.

DATED: February __, 1987.

FEB 24 1987


Ricardo Torres
Judge of the Superior Court

THE DOCUMENT TO WHICH THIS CERTIFICATE IS ATTACHED IS A FULL, TRUE, AND CORRECT COPY OF THE ORIGINAL ON FILE AND OF RECORD IN MY OFFICE. FEB 24 1987



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19 Special Deputy Insurance Commissioner

FILED

MAR 5 - 1987

no fee

File in 2-2000
Mr. Mathews
MATHIEWS, DEPUTY

12 SUPERIOR COURT OF THE STATE OF CALIFORNIA
13 FOR THE COUNTY OF LOS ANGELES

14 Insurance Commissioner of the)
15 State of California,)
16 Applicant,)
17 v.)
18 Mission Insurance Company, a)
19 California corporation,)
20 Respondent.)

Case No.: C 572 724

SUPPLEMENTAL ORDER REGARDING
ORDER APPOINTING LIQUIDATOR
AND RESTRAINING ORDER

HEARING TO CONFIRM
DATE: APRIL 6, 1987
TIME: 9 AM
PLACE: DBB

21 Insurance Commissioner of the)
22 State of California,)
23 Applicant,)
24 v.)
25 Mission Reinsurance Corporation,)
26 a Missouri corporation,)
27 Respondent.)

Case No.: C 576 416

28

1 Insurance Commissioner of the) Case No.: C 576 324
 State of California,)
 2)
 Applicant,)
 3)
 v.)
 4)
 Mission National Insurance)
 5 Company, a California corporation,)
 6 Respondent.)
 -----)

7 Insurance Commissioner of the) Case No.: C 576 325
 8 State of California,)
 9)
 Applicant,)
 10 v.)
 11 Enterprise Insurance Company, a)
 California corporation,)
 12)
 Respondent.)
 13 -----)

14 Insurance Commissioner of the) Case No.: C 576 323
 15 State of California,)
 16)
 Applicant,)
 17 v.)
 18 Holland-America Insurance)
 19 Company, a Missouri corporation,)
 Respondent.)
 20 -----)

21 The Receiver's Motion for Supplemental Order Regarding
 22 Order Appointing Liquidator and Restraining Order came on for
 23 consideration on March 5, 1987, in Department 86 at 130p.m. The
 24 Receiver appeared by her counsel of record and there were no other
 25 appearances.

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1 **IT IS ORDERED THAT:**

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3 **The Order Appointing Liquidator and Restraining Order**
4 **entered in each of the above-captioned matters on February 24,**
5 **1987 (the "Liquidation Order") is hereby in all things reconfirmed**
6 **and shall in all things remain in full force and effect;**

7 **It is hereby found and declared that the above-captioned**
8 **companies (the "Respondent Companies") are and were as of the**
9 **entry of the Liquidation Order insolvent and that the Liquidation**
10 **Order constitutes an order of insolvency and finding of insolvency**
11 **with respect to each of the Respondent Companies;**

12 **There is hereby vested in the Liquidator herein and her**
13 **successors in office exclusive and sole title to all of the**
14 **property and assets of each of the Respondent Companies , of any**
15 **kind or nature wherever situated, and all persons and other legal**
16 **entities are enjoined from asserting dominion and control over**
17 **same and from interfering with the said Liquidator's dominion,**
18 **control, possession or title thereto; provided further, however,**
19 **that with respect to Mission Reinsurance Corporation and**
20 **Holland-America Insurance Company, both of which are domiciled in**
21 **the State of Missouri this injunction shall relate only to**
22 **property of such companies located within the State of California;**

23 **Subject to the rights of the Domicillary Receiver, if any,**
24 **of the said Missouri companies, all persons are enjoined from**
25 **instituting or maintaining any action at law or suit in equity**
26 **including, but not limited to matters in arbitration, against said**
27 **Respondents or against said Liquidator of said Respondent**
28 **companies or proceeding against any of the assets or property of**

1 Respondents, including interfering with the Liquidator, or the
2 exclusive jurisdiction of this court as provided for above, except
3 after an order from this court obtained on good cause shown after
4 reasonable notice to the Liquidator;

5 Subject to the limitation above concerning the Missouri
6 Domiciled Companies, this court hereby continues its assumption of
7 sole exclusive and continuing jurisdiction over all assets and
8 property of Respondents and hereby asserts and assumes sole and
9 exclusive jurisdiction over same to the exclusion of all others
10 and further continues to assert and assume sole and exclusive
11 jurisdiction to administer the said assets and property of the
12 Respondents through the Liquidator, and to determine the validity
13 or invalidity of any and all claims to or affecting such assets;

14 The Order Approving Appointment, Retention Agreement and
15 Fee Agreement entered herein or or about October 8, 1987 relating
16 to Karl L. Rubinstein is hereby reaffirmed with respect to the
17 Liquidation proceedings affecting Respondents and Karl L.
18 Rubinstein shall continue to serve as Special Deputy Insurance
19 Commissioner herein pursuant to such Order.

20 The Order Approving Appointment and Fee Agreement entered
21 herein on or about February 2, 1987 relating to William Price is
22 hereby reaffirmed with respect to the Liquidation proceedings
23 affecting Respondents and William Price shall continue to serve as
24 Special Deputy Insurance Commissioner herein pursuant to such
25 Order;

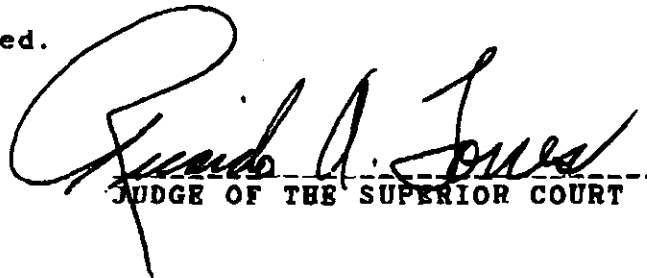
26 The said Special Deputies and any of their partners,
27 associates, employees or others associated with them shall, in the
28 performance of any of their duties herein, be deemed to be a

1 public officer acting in their official capacity on behalf of the
 2 state, and shall have no personal liability for or arising out of
 3 their acts or omissions performed in good faith in connection with
 4 their services performed in connection with Respondents or these
 5 Liquidation proceedings.

6 A hearing is hereby set for 9:00 a.m. on the 6~~th~~ day of
 7 April, 1987 in Department 86 at which time any and all persons or
 8 other legal entities desiring to object to, comment upon, present
 9 evidence or comments with respect to or in any other way deal with
 10 the Liquidator's said Motion or this Order must do so. Any such
 11 objections, comments or other matter relating to the subject
 12 matter hereof must be made at such hearing or the same shall
 13 irrevocably be deemed waived.

14 It is further ordered that twenty (20) days Notice of this
 15 Order and the Hearing shall be given to the Shareholders of the
 16 Respondents, to the California Insurance Guaranty Association and
 17 to such other persons or other legal entities, if any, who shall,
 18 as of the date hereof, have entered their Request for Notice
 19 herein. It is hereby determined and decreed that such notice is
 20 fair, reasonable and sufficient and that no other or further
 21 notice is necessary or required.

22
 23 DATED: March 5, 1987

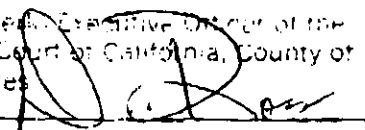

 JUDGE OF THE SUPERIOR COURT

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THE DOCUMENT TO WHICH THIS CERTIFICATE IS
ATTACHED IS A FAITHFUL, TRUE AND CORRECT COPY
OF THE ORIGINAL ON FILE AND OF RECORD IN
MY OFFICE **FEB 22 1990**
ATTEST _____

FRANK S. ZOLIN

Court Clerk, Executive Director of the
Superior Court of California, County of
Los Angeles



DEPUTY