

**IN THE COURT OF COMMON PLEAS
FRANKLIN COUNTY, OHIO**

J. LEE COVINGTON, II, :
 Superintendent of Insurance, :
 State of Ohio, Liquidator of :
 The Proprietors' Insurance Company :
 :
 Plaintiff, :
 :
 v. :
 :
 THE PROPRIETORS' INSURANCE :
 COMPANY :
 :
 Defendant. :

Case No. 81CV-07-3941

Judge Beverly Y. Pfeiffer

FILED
 COMMON PLEAS COURT
 FRANKLIN CO. OHIO
 2000 MAY 18 AM 9:30
 CLERK OF COURTS

JOURNAL ENTRY AND ORDER

Upon consideration of the Motion of the Liquidator of the Proprietors' Insurance Company ("PIC") for approval of the final distribution of assets from PIC, and after a hearing, the Court finds the Motion is well taken and hereby ORDERS, ADJUDGES and DECREES as follows:

It is hereby ORDERED that the final distribution of assets from PIC as described in the Motion is APPROVED and the Liquidator is hereby ORDERED to disburse the sum of Fourteen Million Seven Hundred Twenty-Five Thousand One Hundred Twelve and 34/100 Dollars (\$14,725,112.34) pro rata to Class 5 claimants as identified in Exhibit A attached to the Motion;

It is further ORDERED that the Liquidator accordingly abandon all known or unknown assets of PIC, which the Liquidator has not yet marshaled or liquidated, and the abandonment of said assets by the Liquidator is hereby APPROVED;

It is further ORDERED that the Report of Claims attached to the Motion as Exhibit B is hereby APPROVED;

It is further ORDERED the Liquidator's obligation to determine and pay claims made in the PIC estate is limited only to claims known, filed, and documented as of December 31, 1992,

the final bar date established by this Court, and the Liquidator has fully determined and paid all such allowed or allowable claims subject to the final disbursement approved by this Order;

It is further ORDERED that the Liquidator take no further action with respect to timely filed claims below Class 5 as there are not sufficient assets in the PIC estate for a distribution to such classes;

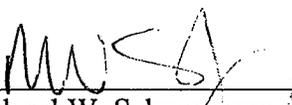
It is further ORDERED that any and all claims against PIC and/or the Liquidator, which were not filed or asserted on or before December 31, 1992, including claims of the United States government, are foreclosed and barred;

It is further ORDERED that, on a date three years on or after the date of this Order, the Liquidator, as he deems appropriate, destroy any and all PIC records;

It is further ORDERED that the Liquidator reserve Ninety-One Thousand Nine Hundred Seventy and 65/100 Dollars (\$91,970.65), as detailed in Exhibit C attached to the Motion, for the payment of administrative expenses incurred but not yet paid, or incurred after the date this Order is entered.

Judge Beverly Y. Pfeiffer

Approved:


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Attorneys for J. Lee Covington, II, in his capacity
as Liquidator of The Proprietors' Insurance Company