

FINAL APPEALABLE ORDER

IN THE COURT OF COMMON PLEAS
FRANKLIN COUNTY, OHIO

MARY TAYLOR,
Superintendent of Insurance
in her Capacity as Liquidator of
The Guarantee Title and Trust Company,

Plaintiff,

vs.

The Guarantee Title and Trust Company,

Defendant.

CASE NO. 08CVH07-10725

JUDGE GUY L. REECE, II

FILED COURT
COMMON PLEAS CO. OHIO
FRANKLIN CO. OHIO
2011 SEP 27 AM 8:53
CLERK OF COURTS - C

TERMINATION NO. 88
BY: ad 9-27-11

FINAL CLOSING ORDER GRANTING PLAINTIFF'S MOTION AND APPLICATION FOR ORDER APPROVING LIQUIDATOR'S SUPPLEMENTAL REPORT OF CLASS 2 CLAIMS AND AUTHORIZING FINAL DISTRIBUTION, AND TERMINATING THE LIQUIDATION PROCEEDINGS OF THE GUARANTEE TITLE AND TRUST COMPANY

This matter came to be heard upon the Liquidator's Motion and Application for Order Approving Liquidator's Supplemental Report of Class 2 Claims for Order Terminating the Liquidation Proceedings of The Guarantee Title and Trust Company ("GTT") Insurance Company ("Liquidator's Motion and Application"). Upon consideration of the Liquidator's Motion and Application and Memorandum in Support, as well as the record of proceedings in this case, the Court finds that the Motion and Application is well taken and it is hereby:

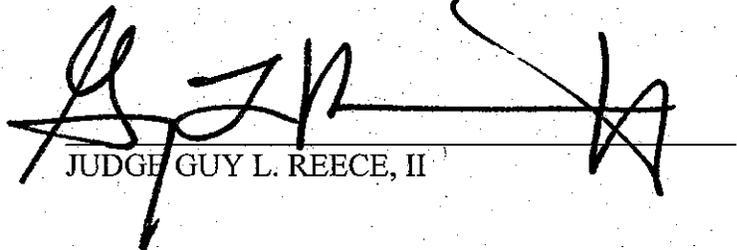
ORDERED, ADJUDGED and DECREED as follows:

1. The Liquidator's Motion and Application is GRANTED.
2. Pursuant to R.C. 3903.43(A) and 3903.44, the Liquidator's Supplemental Report of Class 2 Claims attached to the Motion and Application as Exhibit A, including the determinations of the amounts and class of each claim as set forth therein, is APPROVED. The Liquidator is ORDERED to make a final distribution of GTT's remaining assets via cashier's check in the amounts set forth in Exhibit A issued and mailed to each of those claimants or their designees.

3. Pursuant to R.C. 3903.42 and R.C. 3903.46(A), approving, as of the time of closing, the Liquidator's pre-payment of the remaining GTT reserve at the time of closing to LMI for the GTT estate's unpaid administrative expenses related to the closure of the GTT estate. The payment and receipt of these funds shall be reported respectively in the GTT final accounting and the LMI periodic accountings, but the expenditure of it will not be separately tracked, accounted for or reported as provided in which the provisions of paragraph 3 on page 8 of the AOP approved by this Court on January 12, 2011 which applies to Closed and Closing Estates.
4. The unclaimed funds of this estate are uneconomic to redistribute. The Liquidator shall transfer all unclaimed funds representing returned or uncashed distribution checks exclusively to the Ohio Department of Commerce, Division of Unclaimed Funds to hold and to allow the claimants to search for, identify, and claim funds. Upon closure of the GTT Estate, the Liquidator shall have no obligation to report unclaimed funds of the GTT estate or the absence thereof.
5. Pursuant to R.C. 3903.46(A), the Liquidator and her designee are authorized to retain limited authority for the following purposes: (a) filing a final accounting with the Court; (b) filing a final audit report with the Court; (c) executing the GTT 2011 and 2012 tax returns and filing the returns with the Internal Revenue Service in the manner provided by law; and (d) taking all related actions as authorized or as deemed necessary and appropriate by the Liquidator to close the GTT liquidation estate and carry out various sections of R.C. Chapter 3903 and the orders of this Court.
6. Pursuant to R.C. 3903.46(A) and related sections, the Liquidator shall proceed to close GTT's bank accounts following the final distribution as authorized in this order.
7. Pursuant to 3903.20, the corporate entity of GTT is hereby dissolved.
8. Pursuant to R.C. 3903.46(A) and 3903.48, the Court hereby approves, authorizes and ORDERS the destruction of the GTT and Liquidator books, records and documents as follows: (a) all remaining pre-liquidation books and records in any medium, shall be immediately destroyed; (b) all remaining post-liquidation books and records in any medium that the Liquidator determines are no longer essential, or that are not required to be maintained shall be immediately destroyed; (c) all other books, records and documents in any medium shall be destroyed on or after the date three (3) years following the date of this order; and (d) finding that the Liquidator has no duty or obligation to preserve books, records or documents in any medium or anything else related to GTT as possible discovery or evidence in any litigation or contested matter.
9. Pursuant to R.C. 3903.46(A), the Court finds that GTT's remaining physical assets are uneconomic to liquidate or distribute, and ORDERS that such physical assets are hereby abandoned.

10. Pursuant to R.C. 3903.46(A), the Court finds that all open recoupment and other collection claims are uneconomic to collect, and ORDERS the abandonment of uncollected claims and authorizes that the Liquidator to execute any releases or papers necessary to effectuate such abandonment.
11. Pursuant to R.C. 3903.46(A) and R.C. 3903.07, the Liquidator is hereby discharged and all protections afforded under R.C. 9.86, 9.87, 109.36 to 109.366 [109.36.6] are afforded to the Liquidator, her predecessors and successors, any and all former and current deputy liquidators, any former and current employee of the Ohio Department of Insurance, any former or current employee appointed by the Superintendent as Liquidator, and any former or current employee who serves under the Liquidator.
12. Pursuant to R.C. 3903.46(A) and R.C. 3903.07, the Liquidator her predecessors, successors and any and all deputy rehabilitators, deputy liquidators, agents or employees of the Liquidator and employees of the Ohio Department of Insurance, are hereby released of all claims and liability of any nature whatsoever and whenever incurred (including but not limited to costs, expenses and attorneys' fees) relating to, involving or arising out of any and all actions, decisions, conduct, transactions, or events that were alleged or that could have been alleged in the GTT rehabilitation and liquidation proceedings or in any other litigation that in any way relates to or involves GTT, the GTT rehabilitation and liquidation proceedings, or any proceedings related to GTT or the GTT rehabilitation and liquidation proceedings.
13. All other matters regarding the liquidation of GTT have been finalized in accordance with the Orders of this Court, and effective immediately following the final distribution authorized herein, the GTT liquidation estate is closed and this case is terminated.

Date: September 27, 2011


JUDGE GUY L. REECE, II

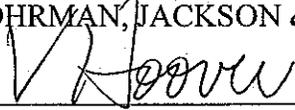
APPROVED:

MIKE DEWINE

Attorney General State of Ohio

By Outside Counsel:

KOHRMAN, JACKSON & KRANTZ, PLL



Valoria C. Hoover (0059596)

655 Metro Place South, Suite 600

Dublin, OH 43016

Telephone: (614) 408-9700

Facsimile: (216) 621-6536

Attorneys for the Liquidator of

The Guarantee Title and Trust Company