

IN THE COURT OF COMMON PLEAS OF FRANKLIN COUNTY, OHIO

Mary Jo Hudson, Superintendent, Ohio  
Department of Insurance, in her capacity as  
Rehabilitator of Builders & Contractors  
Employee Benefit Association Trust,

Case No. 02CVH02-2010

Plaintiff,

Judge Schneider

v.

Builders & Contractors Employee Benefit  
Association Trust,

Defendant.

COPY

**PLAINTIFF'S MOTION FOR A FINAL ORDER OF NO ASSET LIQUIDATION  
OF BUILDERS & CONTRACTORS EMPLOYEE BENEFIT ASSOCIATION  
TRUST AND APPOINTMENT OF LIQUIDATOR**

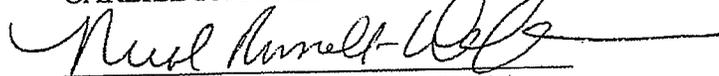
Plaintiff, Mary Jo Hudson, Ohio Superintendent of Insurance, in her capacity as  
Rehabilitator of Builders & Contractors Employee Benefit Association Trust ("Defendant  
BCEBAT"), pursuant to R.C. 3903.16(A), hereby moves this Court for a Final Order of  
No Asset Liquidation and Appointment of Liquidator with respect to Defendant  
BCEBAT. A Memorandum in Support follows.

Respectfully Submitted,

MARC DANN  
Attorney General, State of Ohio

FILED  
COMMON PLEAS COURT  
FRANKLIN CO. OHIO  
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By Outside Counsel:  
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Attorneys for Mary Jo Hudson,  
Superintendent of the Ohio Department of  
Insurance, in her capacity as Rehabilitator of  
Builders & Contractors Employee Benefit  
Association Trust

**MEMORANDUM IN SUPPORT**

**I. INTRODUCTION**

The Builders & Contractors Employee Benefit Association Trust (“BCEBAT” or the “Trust”) is a Multiple Employer Welfare Arrangement (“MEWA”) governed by R.C. Chapter 1739. On March 4, 2002, in the case captioned *J. Lee Covington, II, Superintendent, Ohio Department of Insurance v. Builders & Contractors Employee Benefit Association Trust*, Case No. 02CVH02-2010, this Court placed BCEBAT in rehabilitation and appointed the Superintendent of the Ohio Department of Insurance as its Rehabilitator, pursuant to the Agreed Order Appointing Rehabilitator, attached as Exhibit I (the “Rehabilitation Order”).

Pursuant to the Rehabilitation Order and R.C. § 3903.14(B), the Rehabilitator attempted to reform BCEBAT, but could not due to increasing claims and declining membership in the Trust. Under a Plan of Rehabilitation filed September 4, 2003 and approved by the Court November 20, 2003, the Rehabilitator began working to run-off the Trust while it was in Rehabilitation. To do this, the Rehabilitator attempted to collect assessments due from members of the Trust so that creditors, mainly medical providers, could be paid and the estate closed. To that end, litigation was filed against more than 400 non-paying members (the “Defendants”). Those Defendants that did not answer were defaulted and collection actions were instituted. Unfortunately, many members vigorously defended the assessment litigation, which included at least one partial

summary judgment motion. In an effort to end the litigation and bring enough money into the estate to pay medical providers, this Court approved a First Amended Plan for Rehabilitation on May 15, 2006. See Amended Plan, attached as Exhibit 2. The Amended Plan met with partial success, but in the end estate funds depleted to a point where the assessment lawsuit could not be continued.

As of December 31, 2007, assets of BCEBAT totaled \$138,794.94, while liabilities were \$884,668.23. See Comparative Balance Sheet, Exhibit 3, hereafter "Balance Sheet". Deputy Rehabilitator James M. Young has confirmed that BCEBAT is insolvent as is defined by R.C. 3903.01(K) and no assets exist to pay creditors. See James M. Young Affidavit, attached hereto as Exhibit 4 at ¶10. Each month, a reduction of BCEBAT's assets continues as administrative expenses well exceed asset recoveries by the Rehabilitator. See Balance Sheet Monthly Variance Report December 31, 2006 through December 31, 2007, attached as Exhibit 5, hereafter "Monthly Variance Report".

In the one year period from December 31, 2006 to December 31, 2007, total assets fell from \$1,034,511.88 to \$138,794.94, while liabilities increased from \$851,024.19 to \$884,668.23. See Monthly Variance Report, Exhibit 5, pp. 1 and 5. The dramatic asset drop occurred because a significant write down of \$731,039.20 in receivables was necessary after the Rehabilitator had exhausted collection efforts as to the assessments. Young Affidavit, Exhibit 4, at ¶8. The remaining assessment defendants would not pay without litigation forcing them to do so and the estate could not afford continued protracted litigation. Furthermore, as no money is expected to be recovered by BCEBAT in the future, a financial projection shows a downward trend that will continue

until assets are totally depleted. This is expected to occur within a few months. Young Affidavit, Exhibit 4, at ¶8.

Based on his knowledge of BCEBAT and the financial statements, Young has stated as a basis for liquidation that further rehabilitation would be futile and possibly harmful to the members, creditors and the public generally. Young Affidavit, Exhibit 4, at ¶10. Accordingly, an Order of No Asset Liquidation is both proper and necessary pursuant to R.C.3903.16(A), and is in the best interests of members, creditors, and the public generally.

## **II. LAW AND ARGUMENT**

Under R.C. 3903.16(A), a motion for order of liquidation may be filed, and implicitly an order granted, “[w]henever the superintendent of insurance believes rehabilitation of an insurer would substantially increase the risk of loss to creditors, policyholders, or the public, or would be futile...”. A motion under this division has the same effect as a complaint under section R.C. 3903.17.

After a period of attempted rehabilitation, it appears that Defendant BCEBAT is in such hazardous financial condition that further rehabilitation of the company would be futile. BCEBAT cannot satisfy the balance of its obligations to various claimants and creditors. In fact, there are no assets with which to pay any creditors at all because all efforts at asset recovery and collection have been exhausted. See Balance Sheet, Exhibit 3. The limited assets remaining, which primarily exist as \$137,815.91 in cash and investments, will be needed for current administrative expenses to wind down the BCEBAT liquidation. See Balance Sheet, Exhibit 3. Accordingly, Plaintiff is requesting a Final Order of No Asset Liquidation.

As part of the Court's Order, Plaintiff seeks a judicial declaration of insolvency pursuant to R.C. 3903.18(D). Under that section of the Revised Code, the court may make the declaration after "providing such notice and hearing as it considers proper...". As there are no estate assets for distribution, objections to a declaration of insolvency would be pointless, time-consuming and further squander the few remaining estate funds. Accordingly, because of the state of BCEBAT this Court may and should find that no notice or hearing is necessary before finding that BCEBAT is insolvent. An expedited finding of insolvency allows for the dissolution of the corporate entity pursuant to R.C. 3903.20 upon the discharge of the Liquidator. Because of the lack of assets in this estate, this is the appropriate course of action here. The Liquidator will be applying at a future date to this Court for a further Order to discharge the Liquidator and close the estate pursuant to R.C. 3903.46 and related sections.

Further, all approved provider creditors and other known creditors as of December 31, 2007 will be given notice of this Motion for a Final Order of No Asset Liquidation.<sup>1</sup> As such, plaintiff requests this Court waive the notice requirements under R.C. 3903.22, which provides that the Liquidator give notice of the liquidation order "[u]nless the court otherwise directs..." R.C. 3903.22. Notice of the order is unnecessary because after payment of administrative expenses incurred in the BCEBAT liquidation proceeding, there will be no assets available for distribution to creditors. Young Affidavit, Exhibit 4 at ¶9. Therefore, there is no proof of claim procedure of which to notify claimants.

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<sup>1</sup> See Notice of Motion for a Final Order of No Asset Liquidation and Appointment of Liquidator, Exhibit 6. The Notice will also be posted on the Liquidator's website at [www.ohinsliq.com](http://www.ohinsliq.com).

Likewise, notice to former BCEBAT members, including assessment defendants, is not required because they are shielded from any adverse legal action by the permanent injunction provided in the Amended Rehabilitation Plan, in which BCEBAT was determined to be responsible for all legal obligations. See Amended Plan, attached as Exhibit 2. By virtue of the Liquidation Order, R.C. 3903.24 will also shield BCEBAT and the Liquidator from all civil actions based on those claims. Plaintiff requests that the Court enjoin any legal action against the Liquidator, BCEBAT, employer-members, or participants (those using the health care benefits) of BCEBAT.

Pursuant to a Final Order of No Asset Liquidation and Appointment of Liquidator, the Plaintiff in her capacity as Liquidator will assume all those powers granted to the Liquidator under Chapter 3903 of the Revised Code, including but not limited to those in R.C. 3903.21(A)(1)-(23). As part of her duties, she will destroy the records of BCEBAT according to the Liquidator's standard destruction schedule.

### **CONCLUSION**

For the foregoing reasons, Plaintiff respectfully requests this Court to:

- 1) find sufficient cause exists for the liquidation of Defendant BCEBAT because: 1) the grounds of Rehabilitation found in this Court's earlier Order of Rehabilitation continue to exist and therefore form a basis for liquidation under R.C. 3903.17(A); 2) BCEBAT is insolvent and is therefore subject to liquidation under R.C. 3903.17(B); and 3) BCEBAT is in such condition that the further transaction of business would be hazardous financially or otherwise to its members, creditors

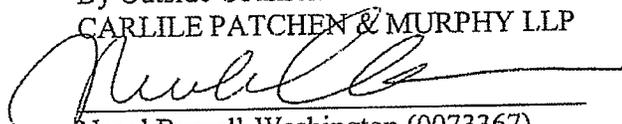
and/or public and is therefore subject to liquidation under R.C. 3903.17(C).

- 2) find a Final Order of No Asset Liquidation for Defendant BCEBAT as being in the best interests of members, creditors and the public generally, and appoint the Ohio Superintendent of Insurance as Liquidator;
- 3) waive notice of the Liquidation Order because after payment of current administrative expenses to wind down the BCEBAT liquidation there will be no funds available to pay creditors;
- 4) enjoin all civil actions pursuant in part to R.C. 3903.24 against BCEBAT, the Liquidator, or any employer-members or participants of BCEBAT;
- 5) order the Liquidator to close BCEBAT as soon as practicable after obtaining a federal release; and
- 6) enter such further relief as the Court deems necessary or appropriate.

Respectfully Submitted,

MARC DANN  
Attorney General, State of Ohio

By Outside Counsel:  
CARLILE PATCHEN & MURPHY LLP



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Attorneys for Mary Jo Hudson,  
Superintendent of the Ohio Department of  
Insurance, in her capacity as Rehabilitator of  
Builders & Contractors Employee Benefit  
Association Trust

IN THE COURT OF COMMON PLEAS  
FRANKLIN COUNTY, OHIO

J. LEE COVINGTON, II,  
Superintendent of Insurance  
Ohio Department of Insurance  
2100 Stella Court  
Columbus, Ohio 43215,

Plaintiff,

vs.

BUILDERS AND CONTRACTORS  
EMPLOYEE BENEFIT ASSOCIATION TRUST,  
2858 West Market Street, Suite N  
Akron, Ohio 44333,

Defendant.

CASE NO. 02CVH-02-2010

JUDGE Pfeiffer

FILED  
COMMON PLEAS COURT  
FRANKLIN CO. OHIO  
02 MAR -4 PM 12:10  
CLERK OF COURTS

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AGREED ORDER APPOINTING REHABILITATOR

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This cause came before this Court on the complaint of J. Lee Covington, II, Superintendent of Insurance of the State of Ohio, pursuant to R.C. 3903.12(A) and (L). Plaintiff appeared by and through the Ohio Attorney General, Betty D. Montgomery.

After having heard and considered the facts set forth in Plaintiff's complaint, this Court finds that the law and facts are as Plaintiff has alleged in his complaint and that there exists a present and urgent necessity for the immediate entry of this order. This Court further finds that:

1. Defendant Builders and Contractors Employee Benefit Association Trust (hereinafter referred to as "Builders And Contractors") is in such condition that its further transaction of business would be financially hazardous to its policyholders, creditors or the public, as described under R.C. 3903.12(A).

2. Defendant Builders and Contractors, its members, officers, directors, agents, employees, partners, representatives and those acting in concert with it should be enjoined and restrained from conducting, operating or engaging in the business of insurance or any other business of Defendant under any charter, permit, license, registration, certificate of authority, power or privilege of Defendant, and that any banks, savings and loan association, corporation, depositors, employers' welfare trusts, unions, agents, or other legal entities should be enjoined and restrained from removing or disposing of any of the assets, books, records, or property of Defendant, or of any debt or claim owed to, by or for said Defendant, without the express written authorization of the Rehabilitator.

3. Without the appointment of a Rehabilitator, Defendant is not in a condition to continue the insurance business and may cause harm to the interests of its policyholders, creditors or the public in general, and that unless restrained, Defendant will be forced to operate in a condition contrary to the best interests of Defendant's policyholders, creditors and the general public.

4. Without the appointment of a Rehabilitator, the assets of Defendant may become dissipated, causing irreparable and immediate injury of the policyholders, Defendant creditors and the general public.

5. Defendant, on February 13, 2002, consented to the appointment of a Rehabilitator in accordance with R.C. 3903.12(L) and waived both service of process and the holding of a formal hearing to show cause in connection with said appointment.

It is hereby ORDERED, ADJUDGED and DECLARED as follows:

1. Sufficient cause exists for the rehabilitation of Defendant.
2. J. Lee Covington, II, Superintendent of Insurance for the State of Ohio, and his successors in office, is appointed Rehabilitator of Defendant Builders and Contractors for the purpose of rehabilitation of defendant pursuant to the provisions of R.C. Chapter 3903.
3. The Rehabilitator may appoint a Chief Deputy Rehabilitator and other such Deputy Rehabilitators as he deems necessary for purposes of rehabilitation of Defendant pursuant to the provisions of R.C. Chapter 3903.
4. The Rehabilitator shall forthwith take and secure possession of all assets and property of Defendant, including, but not limited to, all property, contracts, deposits, securities, rights of action, accounts, safe deposit boxes and books and records of Defendant, wherever located, and administer them under the general supervision of the Court.
5. The Rehabilitator is vested by operation of law with the title to all property, deposits, securities, contracts, rights of action, books, records and other assets of Defendant as of the date of the entry of this Order directing Rehabilitation, and is authorized to deal with same in his own name as Rehabilitator.

6. As soon as practical after the Entry of this Order, the Rehabilitator shall prepare an inventory of all property of Defendant and shall submit an accounting to this Court at such intervals as ordered by this Court.

7. The Rehabilitator is authorized to take such action as he considers necessary or appropriate to reform and revitalize Defendant, including, but not limited to, the following:

(a) The Rehabilitator shall have all the powers of the directors, officers, and managers of Defendant, whose authorities are hereby suspended, except those powers as are specifically redelegated by the Rehabilitator.

(b) The Rehabilitator shall have full power to direct and manage to hire and discharge employees subject to any contract rights they may have, and to deal with the property and business of Defendant.

(c) The Rehabilitator shall collect all claims, accounts receivable, agents' balances, reinsurance proceeds and other amounts owing to Defendant, and shall bring such actions as are necessary, in his discretion, to collect the same and shall settle and compromise any of such claims, or other amounts owing to Defendant whenever he shall deem it advisable to do so, upon such terms and conditions as appear to him to be justifiable. The Rehabilitator shall also have the power to compromise any obligation of Defendant where it appears appropriate or necessary.

(d) The Rehabilitator may make transfers and sales of any assets or property of Defendant, enter into contracts, incur and discharge obligations and make expenditures from the income and receipts of the business of Defendant for labor,

insurance, equipment, inventory and supplies required, and to do any and every other act necessary to enable him to perform the duties imposed upon him by this Order.

(e) The Rehabilitator shall take all steps necessary to place all bank accounts, stock certificates, securities, certificates of deposit and other financial instruments of Defendant into his own name, and shall use any accounts of Defendant as an operating fund for the business of the rehabilitation of Defendant, and shall keep a true and correct account of any and all receipts or expenditures which he shall make as Rehabilitator in the course of the operation of said business.

(f) The Rehabilitator may, in his discretion, withhold or discontinue the payment of any pending claims against or involving Defendant until such time as the Rehabilitator has sufficient time to evaluate the claims and the overall financial condition of the Defendant.

8. If it appears to the Rehabilitator that there has been criminal or tortious conduct, wrongful sequestration or diversion of Defendant Builders and Contractors's assets, or breach of any contractual or fiduciary obligation detrimental to Defendant by any officer, manager, agent, director, trustee, broker, employee of Defendant or other person, he may pursue all appropriate legal remedies on behalf of Defendant.

9. If the Rehabilitator determines that reorganization, consolidation, conversion, reinsurance, merger or other transformation of Defendant is appropriate, he shall prepare a plan to effect such changes. Upon application of the Rehabilitator for approval of the plan, and after such notice and hearings as this Court may prescribe, the Court may either approve or disapprove the plan proposed, or may

modify it and approve it as modified. Any plan approved under this section shall be, in the judgment of this Court, fair and equitable to all parties concerned. If the plan is approved, the Rehabilitator shall carry out the plan.

10. The Rehabilitator shall have the power and authority under Sections 3903.26 and 3903.27 of the Revised Code to avoid fraudulent or preferential transfers. The Rehabilitator shall review all transactions, agreements, contracts, transfers of property or other actions agreed upon, entered into, made or incurred by Defendant within one year immediately prior to the filing of the complaint for rehabilitation. The Rehabilitator is hereby authorized to withhold or suspend any payments on any such transaction, agreement, contract, transfer of property or any other obligation of Defendant that may be due or owing for a period of ninety days or until such time as is necessary for the Rehabilitator to properly review such debt or claim. No legal action shall be taken or filed by a creditor or other person for any such amounts due against Defendant on any such transaction, agreement, contract, transfer of property or other action incurred or made within one year of the filing of the complaint for rehabilitation, and no delivery of or furnishing of services required thereby shall be suspended, discounted or terminated by such creditors or other persons during the ninety-day period of time that the Rehabilitator is reviewing such debt or claim, without further order of this Court.

11. The Rehabilitator is hereby granted and given all powers and authority under any and all statutes and under the common laws of this state authorizing the appointment of Rehabilitators, and, particularly, is granted and given all powers and

authority contained in R.C. Chapter 3903, including, without limitation, those enumerated herein.

12. All officers, directors, trustees, employees or agents of Defendant, or any other person, firm, association, partnership, corporation or other entity in charge of any aspect of Defendant's affairs, including, but not limited to, banks, savings and loan associations, financial or lending institutions, brokers, stock or mutual associations, or any parent, holding company, subsidiary or affiliated corporation or any other representative acting in concert with Defendant, shall cooperate with the Rehabilitator in the performance of his duties. The definition of "to cooperate" shall include, but not be limited to, a duty to do both of the following:

(a) Rely promptly in writing to any inquiry from the Rehabilitator requesting such a reply; and

(b) Immediately deliver to, and immediately make available to, the Rehabilitator any books, accounts, documents, records, information, computers, tapes, discs, writings, any other recording of information, pertaining to, or the property of, Defendant in his possession, custody or control.

(c) Disclose verbally or in writing, in the transmission requested by the Rehabilitator, the exact whereabouts of such items and information referenced in paragraph (b) above, if not in possession, custody or control of the officers, directors, trustees, employees or agents of Defendant, or any other person, firm, association, partnership, corporation or other entity in charge of any aspect of Defendant's affairs.

13. No member, officer, director, employee, partner, agent, representative of Defendant, or any other person acting in concert with Defendant, shall obstruct or interfere with the Rehabilitation in the conduct of his duties as Rehabilitator, and these persons are hereby restrained, except under the express authorization of the Rehabilitator or by the further order of this Court, from doing, operating and conducting the business of insurance of Defendant under any charter, permit, license, power or privilege, belonging to or heretofore issued by or to said Defendant, and from in any manner conducting, doing or engaging in the business of insurance; from disposing of, using, transferring, selling, assigning, canceling, hypothecating or concealing in any manner or in any way, any books, records, equipment, money, accounts receivable, stocks (including the stock of Defendant), bonds, assets, notes, funds or any property or other assets of Defendant, whether real, personal or mixed or of any kind or nature, wherever situated including any claims or cause of action that Defendant might have against any person, firm association or corporation, belonging to, owned by, in the possession of, or claimed by Defendant; and disposing of any account, debt, deposit, share account, trust account, or any other asset owned, owned to, or held for the benefit of Defendant or under any other name.

14. All officers, directors, employees, agents, servants, representatives of Defendant and those acting in concert with Defendant, shall, by sworn written statement, inform the Rehabilitator of the nature, description and location of all assets or other property of Defendant not located on the premises of Defendant, including, but not limited to, all bank accounts, safe deposit boxes, safes, stock certificates,

13. No member, officer, director, employee, partner, agent, representative of Defendant, or any other person acting in concert with Defendant, shall obstruct or interfere with the Rehabilitation in the conduct of his duties as Rehabilitator, and these persons are hereby restrained, except under the express authorization of the Rehabilitator or by the further order of this Court, from doing, operating and conducting the business of insurance of Defendant under any charter, permit, license, power or privilege, belonging to or heretofore issued by or to said Defendant, and from in any manner conducting, doing or engaging in the business of insurance; from disposing of, using, transferring, selling, assigning, canceling, hypothecating or concealing in any manner or in any way, any books, records, equipment, money, accounts receivable, stocks (including the stock of Defendant), bonds, assets, notes, funds or any property or other assets of Defendant, whether real, personal or mixed or of any kind or nature, wherever situated including any claims or cause of action that Defendant might have against any person, firm association or corporation, belonging to, owned by, in the possession of, or claimed by Defendant; and disposing of any account, debt, deposit, share account, trust account, or any other asset owned, owned to, or held for the benefit of Defendant or under any other name.

14. All officers, directors, employees, agents, servants, representatives of Defendant and those acting in concert with Defendant, shall, by sworn written statement, inform the Rehabilitator of the nature, description and location of all assets or other property of Defendant not located on the premises of Defendant, including, but not limited to, all bank accounts, safe deposit boxes, safes, stock certificates,

bonds, certificates of deposit, cash, security or any other property, real personal or mixed, and these persons are specifically ordered and enjoined from disposing of, records or reports of Defendant, except under the express authorization of the Rehabilitator or by the further order of this Court.

15. All officers, directors, trustees, managers, employees or agents of Defendant, or any other person, firm, association, partnership, corporation or other entity in charge of any aspect of Defendant's affairs, including, but not limited to, banks, savings and loan associations, trust companies, financial or lending institutions, brokers, stock or mutual associations, any parent, holding company, subsidiary or affiliated corporation, or any other persons, firms, corporations, associations, depositories, employers, unions, welfare trusts, or other legal entities or any other representative acting in concert with Defendant, are hereby restrained as follows, except with the written consent of the Rehabilitator:

(a) From disposing of, using, releasing, transferring, withdrawing, allowing to be withdrawn or concealing in any manner or in any way the property or assets of Defendant, of any kind or nature whatsoever, wherever situated, or from disposing of any account, or any other assets owned, owed to or held for the benefit of defendant, or any account, debt, share account, trust account, or other assets owned or held individually, jointly, or severally, for Defendant, whether such account, debt, deposit, share account, trust account, or any other assets owned or held for such Defendant, or under any other name, except under the express written authorization of the Rehabilitator or by the further order of this Court.

(b) From doing anything, directly or indirectly, to prevent the Rehabilitator from gaining access to, acquiring, examining or investigating any books, documents or records pertaining to or concerning Defendant or its affairs, under whatever name such books, documents or records may be filed or found or wheresoever such books, documents or records may be found or situated.

(c) From interfering in any way with the lawful acts of the Rehabilitator who has been appointed herein or from disposing of, converting, dissipating, or concealing in any manner or in any way any of the assets, books, property, records, or reports of Defendant.

16. Any action or proceeding pending in any Court in which Defendant is a party or is obligated to defend a party, is hereby stayed for a period of ninety days and such additional time as is necessary for the Rehabilitator to obtain proper representation and prepare for further proceedings. The Rehabilitator shall take such action respecting such pending litigation as he considers necessary in the interests of justice and for the protection of policyholders, creditors and the public. The Rehabilitator shall immediately consider all litigation pending outside this state and shall petition the Courts having jurisdiction over such litigation for stays wherever necessary to protect the estate of Defendant.

17. Any action by or against Defendant that might have been commenced when the complaint for rehabilitation was filed may be continued for at least ninety days after this order of rehabilitation is entered.

18. All third persons dealing with interests in real property or other property of Defendants are charged with notice of this order as provided in R.C. 3903.13(A).

19. The Rehabilitator may appoint one or more special deputies, who shall have the powers and responsibilities of the Rehabilitator granted under this order, and may employ such clerks and assistants or security personnel as he considers necessary, such persons serving at the pleasure of the Rehabilitator.

20. The compensation of the Chief Deputy Rehabilitator, the Deputy Rehabilitators and any other special deputies, clerks, and assistants and all expenses of taking and securing possession of the property and affairs of Defendant and of conducting the rehabilitation of Defendant shall be fixed by the Rehabilitator, with the approval of this Court and shall be paid out of the funds or assets of Defendant. In the event that the property of Defendant does not contain sufficient cash or liquid assets to defray the costs incurred, the Superintendent of Insurance may advance the costs so incurred out of any appropriation for the maintenance of the Department of Insurance. Any amounts so advanced for expenses of administration shall be repaid

to the Superintendent for the use of the Department out of the first available money of Defendant.

*Beverly H. Pfeiffer*  
JUDGE

APPROVED:

BETTY D. MONTGOMERY (0007102)  
Attorney General

*Lawrence D. Pratt*  
LAWRENCE D. PRATT (0021870)

SCOTT MYERS (0040686)  
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30 East Broad Street, 26th Flr.  
Columbus, Ohio 43215-3428  
(614) 466-8600

BUILDERS AND CONTRACTORS EMPLOYEE  
BENEFIT ASSOCIATION TRUST

BY: *Jane M. Naper*  
Trustee & Secretary

Builders and Contractors.org

THE STATE OF OHIO Franklin County, ss	JOHN O'GRADY, Clerk OF THE COURT OF COMMON PLEAS, WITHIN AND FOR SAID COUNTY.
HEREBY CERTIFY THAT THE ABOVE AND FORE- GOING IS TRULY TAKEN AND COPIED FROM THE ORIGINAL <i>agreed order</i> NOW ON FILE IN MY OFFICE.	
WITNESS MY HAND AND SEAL OF SAID COUNTY THIS <i>4</i> DAY OF <i>May</i> A.D. 20 <i>02</i> JOHN O'GRADY, Clerk	
By <i>[Signature]</i>	Deputy

to the Superintendent for the use of the Department out of the first available money of Defendant.

*Beverly H. Pfeiffer*  
JUDGE

APPROVED:

BETTY D. MONTGOMERY (0007102)  
Attorney General

*Lawrence D. Pratt*  
LAWRENCE D. PRATT (0021870)

SCOTT MYERS (0040686)  
Assistant Attorneys General  
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30 East Broad Street, 26th Fl.  
Columbus, Ohio 43215-3428  
(614) 466-8600

BUILDERS AND CONTRACTORS EMPLOYEE  
BENEFIT ASSOCIATION TRUST

BY: *Gene M. Naper*  
Trustee & Secretary

Builders and Contractors.org

THE STATE OF OHIO Franklin County, ss	} I, JOHN O'GRADY, Clerk OF THE COURT OF COMMON PLEAS, WITHIN AND FOR SAID COUNTY.
HEREBY CERTIFY THAT THE ABOVE AND FORE- GOING IS TRULY TAKEN AND COPIED FROM THE ORIGINAL <i>agreed order</i>	
NOW ON FILE IN MY OFFICE.	
WITNESS MY HAND AND SEAL OF SAID COUNTY	
THIS <i>4</i> DAY OF <i>May</i> A.D. 20 <i>02</i>	JOHN O'GRADY, Clerk
By <i>[Signature]</i>	Deputy

IN THE COURT OF COMMON PLEAS OF FRANKLIN COUNTY  
COLUMBUS, OHIO  
CIVIL DIVISION

Ann H. Womer Benjamin, Superintendent,  
Ohio Department of Insurance, in her  
capacity as Rehabilitator of Builders &  
Contractors Employee Benefit Association  
Trust,

Plaintiff,

v.

Builders & Contractors Employee Benefit  
Association Trust,

Defendant.

Case No. 02CVH02-2010

Judge Schneider

FILED  
JUL 17 2010  
CLERK OF COURT  
FRANKLIN COUNTY, OHIO

**PLAINTIFF'S MOTION FOR APPROVAL OF THE FIRST AMENDED PLAN OF  
REHABILITATION**

Plaintiff, by and through counsel, hereby moves this Court for an Order approving  
the First Amended Plan of Rehabilitation.

A brief memorandum in support of this Motion is attached.

Respectfully submitted,

JIM PETRO  
Attorney General, State of Ohio

By:   
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*Special Counsel for the Attorney General, State  
of Ohio, representing Ann H. Womer  
Benjamin, Superintendent of the Ohio  
Department of Insurance, as Rehabilitator For  
Builders and Contractors Employee Benefit  
Association Trust*

## MEMORANDUM IN SUPPORT

On March 4, 2002, this Court journalized an Agreed Order Appointing Rehabilitator placing Defendant, Builders & Contractors Employee Benefit Association Trust ("BCEBAT"), into rehabilitation pursuant to R.C. 3903.01 *et. seq.* The Rehabilitation Order appointed Plaintiff, Ann H. Womer Benjamin, Superintendent, Ohio Department of Insurance (the "Rehabilitator"). For a period of time, the Rehabilitator worked to restructure BCEBAT so that it could continue ongoing operations. In the summer of 2003, it was determined that BCEBAT could not continue as a going concern and the decision was made to wrap up its obligations. On September 4, 2003, the Rehabilitator filed a Motion to Approve Rehabilitation Plan of Builders & Contractors Employee Benefit Association Trust. The Rehabilitation Plan submitted to the Court with that motion provided, among other things, that the Rehabilitator would find another insurer for the remaining members and would pursue assessments of current or former members as necessary to pay all of the liabilities of BCEBAT. The Court granted that motion and approved the Rehabilitation Plan on November 20, 2003.

The Rehabilitator was successful in finding another insurer for all of BCEBAT's members, Medical Mutual of Ohio, and all of the coverage provided by BCEBAT was moved to Medical Mutual of Ohio (or another carrier of the members choice) on or prior to December 1, 2003. By doing so, the Rehabilitator stopped the accruing of additional claim liability for BCEBAT.

To recover assets sufficient, to pay the remaining expenses and claims against BCEBAT, the Rehabilitator determined that an additional assessment of the members was necessary. That assessment was made in November 2003. As with prior assessments, there were a large number of members who did not timely pay the assessed amounts. On

September, 2003, the Rehabilitator initiated litigation to collect all unpaid assessment as of that date (the "Assessment Litigation"). After the time expired for the timely payment of the November 2003 assessment, the complaint in the Assessment Litigation was amended to add claims for all unpaid amounts owing on the November 2003 assessment.

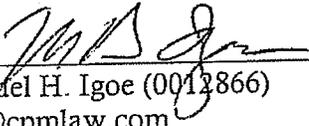
On May 19, 2005, this Court granted, in part, the Rehabilitator's motion for summary judgment in the Assessment Litigation. Despite that decision by the Court, the Rehabilitator and most of the defendants in the Assessment Litigation have not been able to settle the disputed issues and it appears that there will be substantial additional costs and delay in fully litigating all of the issues in the Assessment Litigation. The Rehabilitator has prepared the Amended Plan with the hope of finding some way to avoid some or all of the expense and delay of fully litigating the Assessment Litigation.

Further, on the 6<sup>th</sup> day of January, 2006, this Court ordered the Rehabilitator to submit an Amended Plan of Rehabilitation. Attached to this Motion and marked as Exhibit A is the First Amended Plan of Rehabilitation. Based on all of the foregoing, the Rehabilitator believes that the First Amended Plan of Rehabilitation is fair and equitable to

all parties concerned and respectfully requests that pursuant to ORC §3903.14(D), the Court approve the First Amended Plan of Rehabilitation.

Respectfully submitted,

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Department of Insurance, as Rehabilitator For  
Builders and Contractors Employee Benefit  
Association Trust*

IN THE COURT OF COMMON PLEAS OF FRANKLIN COUNTY  
COLUMBUS, OHIO  
CIVIL DIVISION

Ann H. Womer Benjamin, Superintendent,  
Ohio Department of Insurance, in her  
capacity as Rehabilitator of Builders &  
Contractors Employee Benefit Association  
Trust,

Case No. 02CVH02-2010

Plaintiff,

Judge Schneider

v.

Builders & Contractors Employee Benefit  
Association Trust,

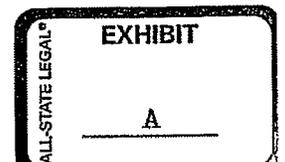
Defendant.

**BUILDERS & CONTRACTORS EMPLOYEE BENEFIT ASSOCIATION TRUST,  
IN REHABILITATION, FIRST AMENDED PLAN OF REHABILITATION**

Introduction and History of Rehabilitation

Builders & Contractors Employee Benefit Association Trust ("Builders & Contractors" or the "Trust") is a Multiple Employer Welfare Arrangement, which is governed by R.C. Chapter 1739. On March 4, 2002, this Court (the "Rehabilitation Court") placed Builders & Contractors in rehabilitation and appointed the Superintendent of the Ohio Department of Insurance as the Rehabilitator, pursuant to the Agreed Order Appointing Rehabilitator (the "Rehabilitation Order").

Pursuant to paragraph 7(c) of the Rehabilitation Order and R.C. § 3903.14(B), the Rehabilitator was vested with authority to take such action as she considers necessary or appropriate to reform or revitalize Builders & Contractors, including, but not limited to, collecting all claims, accounts receivables, agents' balances, reinsurance proceeds and other amounts owing to the Trust. On September 4, 2003, the Rehabilitator moved for approval



of a Rehabilitation Plan, which provided, among other things, that “[t]he Rehabilitator will also levy further assessments as necessary to fund the run-off of the Trust.” The Rehabilitation Court approved this Plan on November 20, 2003 (the “Plan Confirmation Date”). The authority vested in Plaintiff to levy assessments on behalf of Builders & Contractors against its members for the legal obligations of the Trust is codified in R.C. § 1739.15. In accordance with R.C. § 1739.15, the members were issued three separate assessments. Some members paid their assessments while many others did not. The Rehabilitator has been prosecuting an action against those members that have not paid their assessments in an action also filed in this Court entitled *Ann H. Womer Benjamin, Superintendent, Ohio Department of Insurance, in her capacity as Rehabilitator of Builders & Contractors Employee Benefits Association Trust, v. A Day in the Country, et al*, Case No. 03 CVH09-10020 (the “Assessment Litigation”).

Since the Plan Confirmation Date, in addition to pursuing the Assessment Litigation, the Rehabilitator has been administering the Rehabilitation Plan as approved by the Rehabilitation Court. The Rehabilitator has reviewed and valued all of the claims against Builders & Contractors, it has made some payments on claims as assets have been available and it has pursued collection of assessments from former members to provide the additional funds necessary to pay all remaining claims against Builders & Contractors. Since the Plan Confirmation Date, the Rehabilitator has paid \$1,069,296.88 to medical service providers on their claims. As of this date, however, there remains over \$1.6 million in unpaid claims owing to medical service providers. This amount is based on the amount that the Rehabilitator believes to be owing after reviewing all of the claims and the applicable contracts.

Additionally, there are claims asserted by non-medical provider creditors against Builders & Contractors totaling \$513,120.00. The Rehabilitator disputes some of these claims in their entirety and believes that a portion of these claims should be allowed in the total amount of \$180,234.77. Currently, Builders & Contractors has cash and investments totaling \$242,227.77 and has unpaid administrative expenses of \$183,919.05.

The Rehabilitator believes that the only remaining significant asset in this case is the assessment obligations owed by the members of Builders & Contractors and most particularly, the pending Assessment Litigation. In the Assessment Litigation, the Rehabilitator is seeking to collect from non-paying members amounts that were assessed in 2001, 2002 and 2003 (the "Assessments"). Currently, the remaining amount that the Rehabilitator is pursuing in the Assessment Litigation totals \$1,994,619.12, plus interest and costs. Additionally, there remains \$314,919.56 in unpaid default judgments that have already been entered in the Assessment Litigation. While the Rehabilitator has been awarded a partial summary judgment finding that she has the ability to assess, due to the nature and status of the Assessment Litigation, it is anticipated that the final resolution will be obtained only after substantial additional time and expense are incurred.

Since the ultimate resolution of this Rehabilitation is tied to the ultimate resolution of the Assessment Litigation, the Rehabilitator can foresee two potential outcomes for this Rehabilitation if the dispute is resolved only through the full course of protracted litigation. In such event, either (a) the Rehabilitator will be entitled to fully recover the amount owing on the Assessments and to issue and collect additional assessments necessary to pay in full all claims against Builders & Contractors, or (b) the Rehabilitator will not be able to collect

prior and future assessments, in which case there will almost certainly be no available assets for distribution to any remaining unpaid creditors of Builders & Contractors.

While the Rehabilitator believes that the ultimate resolution of the Assessment Litigation will result in the first scenario, the costs incurred by Builders & Contractors, even if it fully prevails in the Assessment Litigation, will be substantial and would almost certainly necessitate another assessment against members to fully pay all creditors of Builders & Contractors. The Rehabilitator would like to avoid the time and expense incurred in fully litigating this matter and additionally, to avoid making additional assessments against members, which itself could lead to more litigation. Likewise, the Rehabilitator would like to find some resolution that would get the creditors of Builders & Contractors paid sooner than if this matter must be fully litigated. For that reason, the Rehabilitator believes that this First Amended Rehabilitation Plan (the "Amended Plan"), if approved, will allow for a final resolution of Builders & Contractors' claims and liabilities for a vast majority of its former members and its creditors.

In developing this Amended Plan, the Rehabilitator is also cognizant of the fact that a large number of Builders & Contractors former members have fully paid their share of the Assessments. Since September 2003, Members who have fully paid their Assessments have paid a total of \$1,358,869.00 to Builders & Contractors to meet its obligations as required by statute. Additionally, those members who have paid the Assessments have done so without being given a full release from any future liability to Builders & Contractors, because it has

been the position of Builders & Contractors and the Rehabilitator thus far that until all claims are paid, no members can be released of potential assessment liability.<sup>1</sup>

#### Summary of Amended Plan

Under the Amended Plan, the remaining defendants in the Assessment Litigation will be offered an opportunity to obtain a complete settlement of any current or future assessment liability if they pay 90% of the current amount owing as calculated by the Rehabilitator.<sup>2</sup> At the same time, creditors of the Builders & Contractors will be offered an opportunity to have their claims paid now from the funds collected from the remaining defendants, if they agree to take a reduced payment of 70% of the amount of their claim as determined by the Rehabilitator. If sufficient numbers of defendants choose this option, then the Rehabilitator will promptly pay the creditors who elect to accept a reduced payment. Those defendants that elect the reduced payment option will, upon payment, receive a complete release from any present or future assessment claims. The Rehabilitator will continue to pursue the Assessment Litigation against the defendants who do not elect the reduced payment option. If the Rehabilitator is ultimately successful in the Assessment Litigation, those defendants, who do not elect the reduced payment option, will be responsible to pay not only their full share of the Assessments, but also additional assessments as necessary for Builders & Contractors to pay in full all of its remaining

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<sup>1</sup> The one exception to this is Skyway Park, who entered an agreement with the Rehabilitator, paid \$6,189.25(x2), double the amount of the 2002 assessment and obtained a release from all future liability to Builders & Contractors. That same offer has been made to many other members, who have wanted to obtain a release, but to date, Skyway Park is the only member that has accepted the offer, paid the double assessment and obtained a release.

<sup>2</sup> The Rehabilitator believes that Builders & Contractors is entitled to interest on the unpaid assessments. With interest, the current balance due on the unpaid assessments is \$2,245,143.28, substantially more than the \$1,994,619.12 amount used for purposes of calculating the settlement proposal under this Amended Plan. If this balance with interest is considered, the actual proposed discount being offered to the remaining defendants under this Amended Plan is approximately 20%.

creditors and expenses of the rehabilitation, including the expenses incurred in the Assessment Litigation. More details of this Amended Plan are provided below.

#### Provisions Regarding Members

Under this Amended Plan, except those against whom a default judgment has already been entered, all members who currently remain as defendants in the Assessment Litigation (the "Indebted Members") shall have an opportunity to elect to settle in full their Assessment liability and all other obligations to Builders & Contractors by paying 90% of their unpaid balance assessed by Builders & Contractors (the "Settlement Amount"). Exhibit A attached hereto lists all of the Indebted Members, the total amount of unpaid Assessments owing by each and the Settlement Amount for each. The unpaid Assessment and the Settlement Amount as set forth in Exhibit A shall not be negotiable. The Indebted Members' only choice shall be to either accept or reject the Settlement Amount.

Those defendants in the Assessment Litigation, against whom default judgments have already been entered (the "Default Members"), shall have an opportunity to settle their liability on the default judgments and receive a full release of their liability to Builders & Contractors by paying 95% of their unpaid default judgment balance (including interest as ordered in the default judgment entry). Exhibit B attached hereto lists all of the Default Members, the total current amount of unpaid default judgments owing by each and the amount necessary to settle each default judgment. The current amount of the unpaid default judgments and the amount necessary to settle each default judgment as set forth in Exhibit B shall not be negotiable. The Default Members' only choice shall be to either accept or reject the default judgment settlement amount. There are a few defendants, who have a default judgment entered against some but not all of their liability to Builders &

Contractors. To obtain a full release of their liability to Builders & Contractors, they must settle both the default judgment and the non-default liability in accordance with the settlement amounts set forth on Exhibits A and B.

Upon Court approval of this Amended Plan, the Rehabilitator will send each Indebted Member and Default Member notice (the "Settlement Notice") of the amount that it must pay if it chooses to accept this settlement of the Assessment Litigation and its obligations to Builders & Contractors, and each Indebted Member and Default Member will have 30 days from the date the Rehabilitator mails the Settlement Notice, to accept the settlement by returning such acceptance in writing to the Rehabilitator. Further, to complete acceptance, each Indebted Member and/or Default Member must then forward the full Settlement Amount to the Rehabilitator within 60 days following the Rehabilitator's mailing of the Settlement Notice. Upon receipt of the Settlement Amount from an Indebted Member and/or a Default Member, the Rehabilitator shall provide the Indebted Member and/or the Default Member with a release of all liability to Builders & Contractors in the form of Exhibit C attached hereto and each settling Indebted Member and Default Member will be dismissed from the Assessment Litigation, with prejudice.

As to those Indebted Members who choose not to accept the settlement approved by this Amended Plan, the Rehabilitator shall proceed with the Assessment Litigation against those Indebted Members. As to those Default Members who choose not to accept the settlement approved by this Amended Plan, the Rehabilitator shall proceed with appropriate efforts to fully collect the default judgments. If ultimately, the Rehabilitator prevails in whole or in part in that Assessment Litigation, such that it is determined that the members of Builders & Contractors are liable for assessments in amounts sufficient to pay all unpaid

creditors of Builders & Contractors, then those non-settling Indebted Members and Default Members, shall be jointly and severally liable for the full amount necessary to pay all remaining creditors of Builders & Contractors along with all administrative and legal expenses of the Rehabilitation, including the costs of pursuing the Assessment Litigation.

Upon approval of this Amended Plan, all members, who have fully paid their share of the Assessments prior to that approval date, shall be fully released from any further obligations to Builders & Contractors. The Order approving this Amended Plan shall also provide Court approval of that release. If such members request an Exhibit C written release, the Rehabilitator shall be authorized to provide such release.

#### Claims by Providers and Other Creditors

All claims against Builders & Contractors shall be classified and paid as follows:

1. Class 1 – Administrative Expenses. There shall be a class of claimants referred to as Class 1 claimants, which class is composed of all claims for administrative expenses of the rehabilitation of Builders & Contractors, including the expenses incurred by the Rehabilitator in pursuing the Assessment Litigation. The Rehabilitator shall continue to pay on a current basis all administrative expenses related to the Rehabilitation and shall reserve sufficient funds to meet all future anticipated administrative expenses as they arise.

2. Class 2 – Member & Employee Medical Claims. There shall be a class of claimants referred to as Class 2 claimants, which class is composed of all claims by members or employees of members, who have paid medical service providers on claims for which Builders & Contractors was liable, and who believe they have claims against Builders & Contractors for reimbursement of those amounts. Class 2 claimants shall have 60 days after the approval of this Amended Plan, to advise the Rehabilitator of their claim. After

payment and reserves are made for all unpaid and anticipated Class 1 claims, all Class 2 claims that are timely presented and determined by the Rehabilitator to be appropriate shall be paid 100% of the allowed amount of the claims out of the funds received from Indebted Members who accept the Settlement Amount. Only those members, who have fully paid all Assessments prior to the approval of this Amended Plan shall be allowed as Class 2 claimants. All other Indebted Members or Default Members, who have paid claims on behalf of their employees, shall be treated as Class 3 claimants.

3. Class 3 – Medical Providers and Other Creditors Claims. There shall be a class of claimants referred to as Class 3 claimants, which class is composed of all claims of medical providers and all other creditors, which do not qualify as Class 1 or 2 claimants (collectively, the “General Creditors”). The Rehabilitator will individually notify each of the known General Creditors (the “Compromise Notice”) of the determined amount of its claim and offer to fully satisfy that claim by the payment of 70% of the claim (the “Compromise Amount”) from the assets of Builders & Contractors. A list of all of the known General Creditors, the Rehabilitator’s determination of the full amount of each General Creditor’s claim, and the Compromise Amount for each General Creditor is attached hereto as Exhibit D. The determined claim amount and the Compromise Amount as set forth in Exhibit D shall not be negotiable. The General Creditors’ only choice shall be to accept or reject the Compromise Amount.

A. Each General Creditor will have 30 days from the date the Rehabilitator mails the Compromise Notice to accept the Compromise Amount and return a written acceptance to the Rehabilitator. If the Rehabilitator receives funds from the Indebted Members, who accept the Settlement Amount, such that there are sufficient funds to

pay and fully reserve for all Class 1 and Class 2 claims and to pay all claims of those General Creditors who have accepted, the Rehabilitator shall pay all accepting General Creditors the full Compromise Amount within 120 days of receipt of the General Creditor's acceptance of the Compromise Amount. If the Rehabilitator does not receive sufficient funds from the Indebted Members, who accept the Settlement Amount, to pay and fully reserve for all Class 1 and Class 2 claims and to pay all claims of those General Creditors who have accepted, the Rehabilitator shall determine which of the accepting General Creditors should be paid from the funds collected and shall pay those General Creditors at the Compromise Amount. In making this determination, the Rehabilitator shall take into consideration, among other things, the following factors: A) the size of the accepting claims; B) whether the members for whom the accepting claims are owing have paid their assessments; C) the dates of the services provided by the claimants; D) the number of claims by a particular claimant; E) the timeliness of the acceptance of the Compromise Amount; and F) the financial strength of the claimants. Each General Creditor, who accepts and is paid the Compromise Amount, shall be deemed to accept such as full payment of all of its claims against the Rehabilitator and Builders & Contractors and to fully release any and all other parties, including employees of members, from any further liability on the claims. Any General Creditor who accepts the Compromise Amount, but is not paid that amount by the Rehabilitator due to the insufficiency of the funds received from the Indebted Members, shall be entitled to full payment of its claim as if it had not accepted the Compromise Amount.

B. All General Creditors, who do not accept the Compromise Amount, shall be entitled to payment of the full amount of their determined claims, if and when the Rehabilitator is successful in recovering sufficient assets to pay such claims. If a General Creditor chooses not to accept the Compromise Amount and disputes the determined classification or amount of its claim as set forth in the Compromise Notice, the General Creditor must notify the Rehabilitator in writing of its objection within 60 days from the date the Rehabilitator mails the Compromise Notice to the General Creditor. If no such objection is timely received by the Rehabilitator, the General Creditor may not further object to the determined classification or amount of its claim. If a General Creditor does file a timely objection and the Rehabilitator and General Creditor cannot agree on the classification and/or the amount of the claim, the dispute shall be submitted to and resolved by the Rehabilitation Court through the procedures set forth under R.C. 3903.39(B).

C. Upon approval of this Amended Plan by the Rehabilitation Court, all General Creditors, regardless of whether they accept or reject the Compromise Amount, shall be permanently enjoined from pursuing collection of their claims from any individuals or entity other than from the funds collected by the Rehabilitator as set forth in this Amended Plan. The General Creditors' exclusive source for payment on their claims shall be from amounts paid under this Amended Plan. The Order approving this Amended Plan shall enjoin the General Creditors from pursuing collection of their claims from any individuals or entity other than Builders & Contractors.

Any persons or entities not listed on Exhibit D, who believes that they are owed any amount from Builders & Contractors, shall have 60 days after the approval of this Amended Plan, to advise the Rehabilitator of their claim, or they will be enjoined from making any further claim against the Rehabilitator or Builders & Contractors. The Rehabilitator shall determine the classification and value of such claim that is timely received and advise the claimants accordingly by sending a Compromise Notice. The claim will then be treated according to the provisions above.

#### Final Closure of Rehabilitation

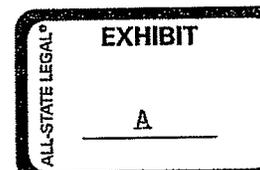
If after all claims and expenses of Classes 1, 2 and 3 are paid pursuant to this Amended Plan, there remains additional funds of Builders & Contractors, such funds shall be distributed to the members in the order as follows until all assets are disbursed:

- 1) Skyway Park, which paid 200% of its share of the 2003 assessment, shall receive \$6,189.25;
- 2) All members who paid 100% or more of their share of the 2003 assessment shall receive a pro rata distribution of the amount they paid on the 2003 assessment in excess of 90% of that assessment;
- 3) All members who paid any amounts on the 2003 assessment shall receive a pro rata distribution of the amount they paid on the 2003 assessment up to 90% of that assessment.

#### Miscellaneous Provisions

The provisions of this Amended Plan, once approved by the Rehabilitation Court, shall be promptly implemented by the Rehabilitator and there shall be no stay of the provisions pending any appeal of the approval.

Member Name	Unpaid Assessments	Settlement Percentage	Settlement Amount
A DAY IN THE COUNTRY	\$17.39	90.0%	\$15.65
ABC PLASTICS	\$11,763.69	90.0%	\$10,587.32
ADF LAND DESIGN GROUP	\$952.68	90.0%	\$857.42
AINSLEY & SON HEATING	\$4,906.66	90.0%	\$4,415.99
AIRFASCO INDUSTRIES INC.	\$3,122.75	90.0%	\$2,810.47
ALLEN FARMS	\$546.79	90.0%	\$492.11
AMERICAN TOOL & MFG. CO.	\$834.11	90.0%	\$750.70
ANGELA BLINN	\$275.81	90.0%	\$248.23
ASSOCIATED TOOL & DIE INC	\$10,819.52	90.0%	\$9,737.57
ASSOCIATION PLAN ADMIN.	\$16,095.11	90.0%	\$14,485.60
AUTUMN HILLS CARE CENTER	\$33,493.13	90.0%	\$30,143.82
AVON TURF FARMS INC.	\$702.02	90.0%	\$631.82
B.T. RAMSAY & CO.	\$8,461.30	90.0%	\$7,615.17
BARBARA KING	\$283.08	90.0%	\$254.77
BEARD INSURANCE AGENCY	\$444.04	90.0%	\$399.64
BENNETT/DOVER HOME REMOD.	\$20,066.28	90.0%	\$18,059.65
BERRSFORD ENTERPRISES	\$16,095.42	90.0%	\$14,485.88
BEVERLY SHELLEY	\$274.85	90.0%	\$247.37
BLUE STAR MATERIAL	\$409.46	90.0%	\$368.52
BOB MILLER LANDSCAPING	\$668.78	90.0%	\$601.90
BOB WITSAMA LANDSCAPE	\$878.70	90.0%	\$790.83
BOLLIN LABEL SYSTEMS	\$11,494.53	90.0%	\$10,345.08
BRUCE TIMS CONTRACTING	\$341.82	90.0%	\$307.63
BUCKEYE TROPHY, INC	\$8,682.77	90.0%	\$7,814.49
BUSINESS EQUIPMENT CO	\$8,777.31	90.0%	\$7,899.58
CALDWELL LUMBER & SUPPLY	\$6,773.65	90.0%	\$6,096.29
CALLOS PROF. EMPLOYMENT	\$75,366.93	90.0%	\$67,830.24
CAMBRIDGE MACH. & SUPPLY	\$350.00	90.0%	\$315.00
CAMBRIDGE RENTAL & SALES	\$1,033.24	90.0%	\$929.92
CAMBRIDGE SENIOR COMM	\$542.89	90.0%	\$488.60
CENTER TWNSP/NOBLE COUNTY	\$776.20	90.0%	\$698.58
CENTRAK LASERS	\$103.86	90.0%	\$93.48
CENTURY SMALL BUS. SOL.	\$4,903.97	90.0%	\$4,413.57
CHARLANNE FARMS	\$5,085.09	90.0%	\$4,576.58
CHRIS HAULING	\$719.13	90.0%	\$647.22
CHUCK FOSTER TRUCKING INC	\$27,161.78	90.0%	\$24,445.60
CLEVELAND EXPRESS	\$33,575.54	90.0%	\$30,217.99
COLUMBIANA SERVICE, LLC	\$12,722.23	90.0%	\$11,450.00
COMBI PKG. SYS., LLC.	\$24,208.91	90.0%	\$21,788.02
COMMAND PLASTIC	\$35,238.26	90.0%	\$31,714.44
COMMERCIAL TRUCK/TRAILER	\$14,206.73	90.0%	\$12,786.06
CONGRESS INSURANCE AGENCY	\$1,835.29	90.0%	\$1,651.76
CONSULTANTS MORTGAGE GROU	\$299.62	90.0%	\$269.65
CUSTOM POLY BAG	\$22,632.82	90.0%	\$20,369.54
DAN'S LANDSCAPING	\$182.06	90.0%	\$163.85
DAN'S REFRIGERATION	\$5,430.63	90.0%	\$4,887.56
DASHER DECORATIVE ARTS	\$467.20	90.0%	\$420.48
DAVID C. ZANGMEISTER, MD	\$1,725.75	90.0%	\$1,553.18
DAVIDSON INDUSTRIES	\$3,741.31	90.0%	\$3,367.18



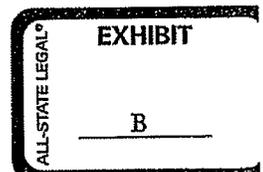
DE MARCO FLOORS & WALLS	\$1,320.48	90.0%	\$1,188.44
DEAN & RITTER CARPENTRY	\$473.40	90.0%	\$426.06
DEBORAH LIGOTTI	\$401.64	90.0%	\$361.48
DISTRIBUTION RESULTS, INC	\$2,091.87	90.0%	\$1,882.68
DODSON FURNITURE INC.	\$16,062.22	90.0%	\$14,456.00
DOMINIC'S LANDSCAPING	\$2,458.09	90.0%	\$2,212.28
DUNCAN PLUMBING	\$5,897.41	90.0%	\$5,307.67
E & E NAMEPLATES INC.	\$3,252.47	90.0%	\$2,927.23
E.L. STONE COMPANY, INC.	\$11,613.29	90.0%	\$10,451.96
EDGEWATER TOWERS CONDO	\$1,380.74	90.0%	\$1,242.67
EDKO COMPANY	\$5,100.90	90.0%	\$4,590.81
EMPIRE CORPORATION	\$12,062.57	90.0%	\$10,856.31
ESTERLE MOLD & MACHINE	\$65,944.10	90.0%	\$59,349.69
F & S FOODS INC	\$8,026.05	90.0%	\$7,223.45
F.A. MAKOSKI CONSTRUCTION	\$758.91	90.0%	\$683.02
F.A.P. INDUSTRIES	\$10,819.42	90.0%	\$9,737.48
F.M. MACHINE COMPANY	\$34,640.07	90.0%	\$31,176.06
FEHRMAN TOOL & DIE	\$11,042.60	90.0%	\$9,938.34
FGM LANDSCAPING	\$2,390.30	90.0%	\$2,151.27
FIRST QUALITY COLLISION	\$4,718.84	90.0%	\$4,246.95
FLOHR MACHINE COMPANY	\$13,269.48	90.0%	\$11,942.54
FREIGHT SHAKERS	\$2,483.01	90.0%	\$2,234.71
GALLUCCI LANDSCAPING	\$134.28	90.0%	\$120.83
GARY M. CRIM, INC.	\$6,780.03	90.0%	\$6,102.03
GAUER SERVICE & SUPPLY CO	\$9,362.52	90.0%	\$8,426.27
GAYMONT NURSING HOME	\$6,454.59	90.0%	\$5,809.13
GESCHWIND CONSIGNMENT CO	\$6,571.65	90.0%	\$5,914.48
GEZZAR LANDSCAPING	\$318.85	90.0%	\$286.96
GLEN'S SURPLUS INC.	\$6,639.77	90.0%	\$5,975.80
GLOBAL GLASS BLOCK	\$2,376.69	90.0%	\$2,139.02
GLOBAL SERVICES	\$4,293.64	90.0%	\$3,864.28
GOAL TENDERS ENTERPRISE	\$1,091.38	90.0%	\$982.25
GRINDING EQUIPMENT	\$1,447.38	90.0%	\$1,302.65
Guemsey Motel Corp.	\$3,205.35	90.0%	\$2,884.81
HARTVILLE PLASTICS	\$11,360.20	90.0%	\$10,224.18
HEARN PAPER COMPANY	\$14,069.93	90.0%	\$12,662.94
HEATHER DOUGLAS	\$39.03	90.0%	\$35.13
HELTON ENTERPRISES INC.	\$5,996.01	90.0%	\$5,396.41
HILL T FARM INC	\$1,191.69	90.0%	\$1,072.52
HOLMES TRUCKING	\$434.24	90.0%	\$390.81
HOMES FOR KIDS OF OHIO	\$17,928.61	90.0%	\$16,135.75
IMPERIAL TRAILER PARK	\$4,455.77	90.0%	\$4,010.20
INSERVCO, INC.	\$2,102.18	90.0%	\$1,891.96
INTEGRITY PETROLEUM SERV	\$1,992.30	90.0%	\$1,793.07
INTERLOCK PAVING	\$782.90	90.0%	\$704.61
INTERNATIONAL EQUIPMENT	\$602.27	90.0%	\$542.04
J.A. ROCCO, D.D.S.	\$2,234.12	90.0%	\$2,010.71
J.R.'S LANDSCAPING	\$376.09	90.0%	\$338.48
JANET LEACH	\$140.01	90.0%	\$126.01
JENNINGS HEATING COMPANY	\$21,780.94	90.0%	\$19,602.85
JOY-WAGNER RENTAL	\$2,720.17	90.0%	\$2,448.15

KAREN SMITH	\$313.66	90.0%	\$282.29
KATHRYN Y. PARKS	\$78.07	90.0%	\$70.27
KBZ ELECTRIC, INC.	\$3,453.93	90.0%	\$3,108.54
KEHLER LANDSCAPING	\$319.00	90.0%	\$287.10
KEVIN SCHWENDEMAN CONST.	\$1,297.70	90.0%	\$1,167.93
King Expediting	\$913.77	90.0%	\$822.39
KLINGSTEDT BROS. INC.	\$4,278.57	90.0%	\$3,850.72
KLYN NURSERIES	\$14,097.79	90.0%	\$12,688.01
KRALJEVIC CONSTRUCTION CO	\$1,345.70	90.0%	\$1,211.13
LABRINTH IMAGIN SYSTEMS	\$2,236.80	90.0%	\$2,013.12
LAKES HEATING & AIR COND.	\$29,397.97	90.0%	\$26,458.17
LAWN & ORDER	\$345.62	90.0%	\$311.06
LAWYERS PROP. DEVE. CORP.	\$2,356.11	90.0%	\$2,120.50
LEASCO EQUIPMENT SERVICES	\$3,561.22	90.0%	\$3,205.10
LOIS BLACKBURN	\$1,223.19	90.0%	\$1,100.87
LONG BAR TRANSPORTATION	\$10,152.91	90.0%	\$9,137.62
LUBES, INC.	\$1,298.34	90.0%	\$1,168.51
LUCAS DISTRIBUTING	\$720.13	90.0%	\$648.12
LUKE ENGINEERING & MFG.	\$29,202.53	90.0%	\$26,282.28
M & B ASPHALT, INC.	\$11,077.28	90.0%	\$9,969.55
M & B Interior Construction	\$615.64	90.0%	\$554.08
M.J. BROWN COMPANY, INC.	\$5,638.14	90.0%	\$5,074.33
MACRITCHIE MATERIALS	\$18,151.48	90.0%	\$16,336.33
MARION TILE & CARPET	\$1,060.40	90.0%	\$954.36
MARK SHACKLEFORD FORD	\$12,402.96	90.0%	\$11,162.67
MASON COLOR WORKS, INC.	\$14,952.95	90.0%	\$13,457.66
MATKOZ INC.	\$3,357.76	90.0%	\$3,021.98
MCQUAID'S DISTRIBUTING	\$17,870.03	90.0%	\$16,083.02
MCWHORTER'S LANDSCAPE	\$342.88	90.0%	\$308.59
MEDINA SOD FARMS	\$1,848.67	90.0%	\$1,663.81
MICHAEL DAY ENTERPRISES	\$64,622.90	90.0%	\$58,160.61
MICHAELS MOBILE MEALS	\$444.19	90.0%	\$399.77
MIDLAKE PRODUCTS	\$1,897.69	90.0%	\$1,707.92
Milton Brooks	\$49.69	90.0%	\$44.72
MP3 PLAYER.COM	\$989.88	90.0%	\$890.90
MRI - II	\$4,886.77	90.0%	\$4,398.09
MRI- SPECIALTY GROUP	\$89,146.83	90.0%	\$80,232.15
N & S CUISINE, INC.	\$1,028.19	90.0%	\$925.37
NATURESCAPE	\$3,361.82	90.0%	\$3,025.64
NESCOR PLASTICS CORP.	\$32,577.95	90.0%	\$29,320.15
NILEY'S SERVICE, INC.	\$152.39	90.0%	\$137.15
NORTHCOAST HEALTH CARE	\$10,639.66	90.0%	\$9,575.69
OH EYE ASSOCIATES, INC.	\$8,486.95	90.0%	\$7,638.25
OHIO GOVERNMENTAL FINANCI	\$869.37	90.0%	\$782.43
OSGAR'S RUSTPROOFING	\$1,318.77	90.0%	\$1,186.89
PACE MASON CONTRACTORS	\$1,395.48	90.0%	\$1,255.93
PAINESVILLE TIRE & AUTO	\$3,623.57	90.0%	\$3,261.21
PALMER BROS. CONCRETE	\$25,194.36	90.0%	\$22,674.93
PATIERNO CONTRACTING INC.	\$1,936.47	90.0%	\$1,742.82
PATRICIA KINZBACH	\$367.82	90.0%	\$331.04
PAUL JAY SLATER	\$138.99	90.0%	\$125.09

PAULLINS MILK CARTAGE	\$2,313.26	90.0%	\$2,081.93
PERFORMANCE TIRE MOLD INC	\$2,513.37	90.0%	\$2,262.03
PERSONAL GARDEN DESIGN	\$561.62	90.0%	\$505.45
PINNACLE TECHNOLOGY	\$420.80	90.0%	\$378.72
PLASTICARDS, INC.	\$7,589.63	90.0%	\$6,830.67
PLEASANTVIEW NURSING HOME	\$11,243.78	90.0%	\$10,119.40
POHL TRANS/HAROLD J. POHL	\$33,973.81	90.0%	\$30,576.43
POLAND CONCRETE PRODUCTS	\$14,345.79	90.0%	\$12,911.21
PORTAGE PACKAGING	\$9,721.19	90.0%	\$8,749.07
PROACH LANDSCAPE	\$426.02	90.0%	\$383.42
PRODUCTION PACKAGING	\$4,000.34	90.0%	\$3,600.30
PROGRESSIVE LANDSCAPE	\$452.31	90.0%	\$407.08
QUALITY BUILDERS	\$1,108.95	90.0%	\$998.06
R & R ENTERPRISES OF OH	\$548.71	90.0%	\$493.84
R.B.THOMAS ELECTRIC, INC.	\$20,875.15	90.0%	\$18,787.63
REPUBLIC MILLS INC.	\$16,261.48	90.0%	\$14,635.33
RIXAN ASSOCIATES, INC	\$12,479.08	90.0%	\$11,231.17
ROBERT DEFIGORE	\$1,238.22	90.0%	\$1,114.40
ROGENE LOCKWOOD	\$659.45	90.0%	\$593.50
ROGERS INDUSTRIAL PROD.	\$18,664.57	90.0%	\$16,798.11
ROSE MARAN	\$479.74	90.0%	\$431.77
ROSE RUN DRILLING, INC.	\$12,140.33	90.0%	\$10,926.30
S & S HEALTHCARE STRAT.	\$15,755.51	90.0%	\$14,179.96
S & S PROCESSING, INC.	\$8,990.13	90.0%	\$8,091.12
S. ZANESVILLE FAM MED CTR	\$5,175.90	90.0%	\$4,658.31
S.J.P. LANDSCAPE	\$552.02	90.0%	\$496.82
SANDY'S TIRE SALES	\$2,413.64	90.0%	\$2,172.27
SEWARD PLUMBING & HEATING	\$1,129.36	90.0%	\$1,016.43
SGF MANAGEMENT INC.	\$12,021.76	90.0%	\$10,819.59
SKINNER FIRESTONE, INC.	\$2,406.56	90.0%	\$2,165.90
SLATS & NAILS INC.	\$23,741.73	90.0%	\$21,367.56
SMITH-LUSTIG PAPER BOX CO	\$30,078.70	90.0%	\$27,070.83
SMITH'S CLASSIC MACHINE	\$4,138.80	90.0%	\$3,724.92
SORRENTO FAMILY RESTAURAN	\$2,478.01	90.0%	\$2,230.21
SPARKS & ASSOCIATES	\$126.15	90.0%	\$113.54
STANDRING AUTO SERVICES	\$289.58	90.0%	\$260.62
STANFORD TRUCKING, LLC	\$2,458.39	90.0%	\$2,212.55
Steven Downer DPM	\$1,186.47	90.0%	\$1,067.82
SUPERIOR MAINTENCE	\$666.49	90.0%	\$599.84
SUPERIOR QUALITY MFG.	\$2,470.87	90.0%	\$2,223.78
T & C LANDSCAPING	\$422.91	90.0%	\$380.61
T.A. LANDSCAPING	\$1,072.54	90.0%	\$965.29
T.J. FARINACCI LANDSCAPE	\$847.17	90.0%	\$762.45
TARESHAWTY COMPUTER SERV.	\$1,134.46	90.0%	\$1,021.01
TAVENS CONTAINER	\$21,819.99	90.0%	\$19,637.99
TAYLOR TELE-COMMUNICATION	\$9,727.91	90.0%	\$8,755.12
TEWEL CORPORATION	\$16,177.56	90.0%	\$14,559.80
THE A.G. STAFFORD CO.	\$9,083.80	90.0%	\$8,175.42
THE GRAND ROCK CO.,INC.	\$14,201.99	90.0%	\$12,781.79
THE MEMORY STUDIO	\$232.98	90.0%	\$209.68
THE MOCHA HOUSE INC.	\$4,516.85	90.0%	\$4,065.16

THE MURRAY COMPANY	\$257.09	90.0%	\$231.38
THE RHEL SUPPLY CO	\$4,716.38	90.0%	\$4,244.74
THE ROEKEL COMPANY	\$21,304.27	90.0%	\$19,173.84
THE TREE FARM	\$1,788.59	90.0%	\$1,609.73
THERM-O-LINK	\$61,412.81	90.0%	\$55,271.53
THOMAS HALL/EXCAVATING	\$4,785.43	90.0%	\$4,306.88
Thomas Stephan	\$66.25	90.0%	\$59.63
TIFFIN TIRE & RETREAD	\$218.07	90.0%	\$196.26
TOM DUMA'S JEWELERS	\$1,709.44	90.0%	\$1,538.49
TONY PESCE CHRYSLER-PLYMO	\$14,698.85	90.0%	\$13,228.96
TREEMEN INDUSTRIES INC.	\$3,434.67	90.0%	\$3,091.20
TRI-COUNTY EMERGENCY MED	\$7,262.64	90.0%	\$6,536.37
TRUMBULL COUNTY DRY KILN	\$3,058.74	90.0%	\$2,752.86
UNITY PRESBYTERIAN CHURCH	\$455.57	90.0%	\$410.01
UNIVERSAL TIRE MOLDS INC	\$47,225.60	90.0%	\$42,503.04
VENTURE PRODUCTS, INC.	\$11,502.28	90.0%	\$10,352.05
VILLAGE OF CALDWELL	\$3,681.36	90.0%	\$3,313.22
VILLAGE OF NEW WATERFORD	\$3,425.80	90.0%	\$3,083.22
W.R.H. INSULATION, INC.	\$2,044.27	90.0%	\$1,839.85
W.T. PETTIT & SONS CO INC	\$9,106.31	90.0%	\$8,195.68
WARREN G JONES CONST.	\$2,778.41	90.0%	\$2,500.57
WAYNE'S TRUCK & AUTO REP.	\$1,080.97	90.0%	\$972.88
WELLS, INC.	\$9,733.00	90.0%	\$8,759.70
WEST BRANCH NURSING HOME	\$14,611.25	90.0%	\$13,150.13
WESTERN RESERVE RAQUET	\$3,347.99	90.0%	\$3,013.19
WILLIAM R. DORSEY DO INC.	\$1,470.38	90.0%	\$1,323.34
William T. Stark	\$56.44	90.0%	\$50.79
WISE CHEVROLET, INC.	\$9,185.28	90.0%	\$8,266.75
X-PRESS GRAPHIC DESIGN	\$190.27	90.0%	\$171.25
ZEIGER INDUSTRIES	\$7,835.35	90.0%	\$7,051.82
ZIEGLER COMPANIES	\$135,217.04	90.0%	\$121,695.34
<b>TOTAL</b>	<b>\$1,994,619.12</b>		<b>\$1,795,157.21</b>

Member Name	Default Amount	Default Balance	Settlement Percentage	Settlement Amount
A. SISSER JEWELERS. INC.	\$1,065.78	\$1,108.78	95%	\$1,053.34
A.D. KASAMIAS, M.D.	\$4,136.01	\$4,309.39	95%	\$4,093.92
AIRPORT CHEVROLET	\$7,064.57	\$7,489.39	95%	\$7,114.92
ALCO MUSIC / ALCO LAND	\$4,482.11	\$3,095.64	95%	\$2,940.86
AMADCO / CARROLL GLASS	\$1,706.76	\$755.54	95%	\$717.76
APR TOOL, INC.	\$2,755.80	\$1,947.76	95%	\$1,850.37
Armandos Inc	\$5,641.27	\$3,764.28	95%	\$3,576.07
AUTHORIZED FACTORY SERV.	\$3,704.99	\$8,105.37	95%	\$7,700.10
B.R.'S LANDSCAPE CONSTR.	\$308.39	\$308.39	95%	\$292.97
BRIAR HILL. LANDSCAPING	\$965.36	\$1,005.83	95%	\$955.54
CAPITOL INTERNATIONAL	\$6,015.20	\$4,768.34	95%	\$4,529.92
CHAMPION CREEK LANDSCAPE	\$96.45	\$96.45	95%	\$91.83
COUNTRY SIDE LANDSCAPING	\$1,990.39	\$2,174.38	95%	\$2,065.66
CRANE SERVICES, INC.	\$1,566.45	\$1,717.34	95%	\$1,631.47
DAN'S AUTO REPAIR	\$1,996.26	\$1,996.26	95%	\$1,896.45
DAN'S LANDSCAPING	\$443.29	\$443.29	95%	\$421.13
DEALERS SUPPLY CO.	\$21,006.21	\$23,161.45	95%	\$22,003.38
DESIGNING WITH NATURE	\$961.65	\$694.07	95%	\$659.37
DIGITAL COLOR IMAGING	\$7,869.37	\$8,627.42	95%	\$8,196.05
DLM PROPERTIES	\$92.45	\$92.45	95%	\$87.83
ELECTRIC MOTOR REPAIR	\$7,782.50	\$8,108.73	95%	\$7,703.29
ERMCO, INC.	\$25,469.61	\$27,106.96	95%	\$25,751.61
FAIR SALES CONSULTANTS	\$1,269.55	\$1,269.55	95%	\$1,206.07
FALLS LANDSCAPE	\$1,505.08	\$1,505.08	95%	\$1,429.83
GEZZAR LANDSCAPING	\$26.27	\$26.27	95%	\$24.96
GLENVIEW MANOR	\$17,896.65	\$18,352.52	95%	\$17,434.89
GOODBYE CHARLIE	\$136.56	\$136.56	95%	\$129.73
HARMONY LANDSCAPING	\$477.76	\$477.76	95%	\$453.87
HEAVENER ENTERPRISE	\$260.98	\$260.98	95%	\$247.93
HONEY CREEK CONTRACTING	\$11,554.47	\$10,924.90	95%	\$10,378.66
Internet Computing Serv.	\$320.47	\$320.47	95%	\$304.45
Kilar Mfg, Inc.	\$21,114.85	\$450.45	95%	\$427.93
LANDSCAPE CREATIONS	\$447.50	\$447.50	95%	\$425.13
MADHU ASSET MANAGEMENT	\$588.69	\$588.69	95%	\$559.26
MP3 PLAYER.COM	\$489.18	\$489.18	95%	\$464.72
MRI - II	\$29,899.87	\$29,899.87	95%	\$28,404.88
MRI- SPECIALTY GROUP	\$83,528.07	\$83,528.07	95%	\$79,351.67
NATIONAL MANUFACTURING	\$6,687.59	\$6,687.59	95%	\$6,353.21
NATURE'S WAY LANDSCAPING	\$1,720.91	\$1,720.91	95%	\$1,634.86
NM OF EL PASO	\$4,356.26	\$4,356.26	95%	\$4,138.45
PERFECT CUT-OFF INC	\$27,219.41	\$26,974.07	95%	\$25,825.37
PROGRESSIVE LANDSCAPE	\$115.40	\$115.40	95%	\$109.63
Rodeway Inn	\$153.35	\$153.35	95%	\$145.68
SCENIC-FX INC	\$535.00	\$557.43	95%	\$529.56
SIDOTI	\$2,105.89	\$2,194.17	95%	\$2,084.46
SUPERS LANDSCAPE INC	\$1,766.99	\$1,841.06	95%	\$1,749.01
TIMMANN JOB SERV.	\$433.15	\$433.15	95%	\$411.49
TRIPLE S. MACHINE, INC.	\$8,381.49	\$8,732.85	95%	\$8,296.21
WILSON & SONS LANDSCAPING	\$154.43	\$154.43	95%	\$146.71



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WORKING WITH NATURE	\$1,385.46	\$1,443.53	95%	\$1,371.35
TOTAL	\$331,652.15	\$314,919.56		\$299,173.58

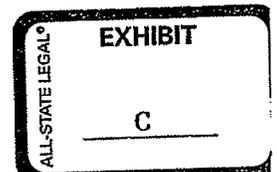
RELEASE

Pursuant to the First Amended Rehabilitation Plan approved by the Court in the Rehabilitation Case of Builders & Contractors Employee Benefit Association Trust ("Builders & Contractors"), Case No. 02 CVH-2010, pending in the Court of Common Pleas of Franklin County, Ohio, the Rehabilitator acknowledges that \_\_\_\_\_ (the "Member") fully paid the settlement amount required under the First Amended Plan of Rehabilitation and thus, the Rehabilitator hereby releases and forever discharges the Member from any and all current and future liability to Builders & Contractors, including liability for any assessments made before or after the date of this Release.

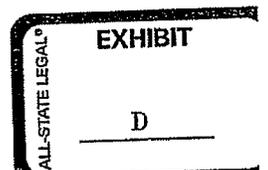
Ann H. Womer Benjamin, Superintendent  
Of the Ohio Department of Insurance, in her  
Capacity as Rehabilitator of the Builders &  
Contractors Employee Benefit Association Trust

By: \_\_\_\_\_  
Douglas L. Hertlein  
Chief Deputy Rehabilitator

Dated: \_\_\_\_\_



Creditor Name	Determined		Compromise
	Amount of Claim	Percentage	Amount
CHILDRENS HOSP MED CENTER	409,028.81	70.0%	\$286,320.17
Summa Health System	80,405.40	70.0%	\$56,283.78
GENESIS HEALTHCARE GSMC	68,662.09	70.0%	\$48,063.46
ST JOSEPHS HOSPITAL	54,373.06	70.0%	\$38,061.14
PHYSICIANS DIALYSIS CENTER	52,739.74	70.0%	\$36,917.82
THE MEDICAL CENTER ER PHY	52,655.44	70.0%	\$36,858.81
UPMC PRESBYTERIAN	51,137.40	70.0%	\$35,796.18
AKRON GENERAL HOSPITAL	49,313.91	70.0%	\$34,519.74
MARIETTA MEMORIAL HOSPITAL	47,507.02	70.0%	\$33,254.91
WESTERN RESERVE CARE	41,221.11	70.0%	\$28,854.78
Cleveland Clinic Foundation	39,857.33	70.0%	\$27,900.13
LATROBE AREA HOSPITAL	37,154.79	70.0%	\$26,008.35
SE OHIO REGIONAL MED CTR	25,239.36	70.0%	\$17,667.55
St. Elizabeth Medical Center	23,584.95	70.0%	\$16,509.47
SALEM COMM HOSPITAL	21,768.28	70.0%	\$15,237.80
MERIDIA HEALTH SYSTEM	20,273.35	70.0%	\$14,191.35
METROHEALTH RADIOLOGY	18,326.52	70.0%	\$12,828.56
TRUMBULL MEMORIAL HOSPITAL	18,012.32	70.0%	\$12,608.62
MIAMI VALLEY HOSPITAL	17,811.28	70.0%	\$12,467.90
KETAN SHAH MD	17,114.11	70.0%	\$11,979.88
HILLMED DIALYSIS ROCKY RIVER	16,716.96	70.0%	\$11,701.87
CHILDRENS HOSPITAL	15,848.30	70.0%	\$11,093.81
UNIVERSITY HOSPITALS-CLEVELAND	15,811.85	70.0%	\$11,068.30
SAMARITAN REGIONAL HEALTH	15,511.04	70.0%	\$10,857.73
WADSWORTH RITTMAN HOSPITAL	9,952.44	70.0%	\$6,966.71
WILSON MEMORIAL HOSPITAL	9,518.06	70.0%	\$6,662.64
HAMOT MEDICAL CENTER	8,878.66	70.0%	\$6,215.06
MERCY MEDICAL CENTER	8,641.71	70.0%	\$6,049.20
East Liverpool City Hospital	8,273.44	70.0%	\$5,791.41
THREE RIVERS OPTION CARE	7,190.98	70.0%	\$5,033.69
SURGERY CENTER ATSOUTHWOOD	6,754.80	70.0%	\$4,728.36
MICHAEL SHANNON, MD	6,018.06	70.0%	\$4,212.64
WEIRTON MEDICAL CTR	5,962.48	70.0%	\$4,173.74
DAVIS REGIONAL MEDICAL CT	5,823.70	70.0%	\$4,076.59
GOLD	4,961.00	70.0%	\$3,472.70
GRANT MEDICAL CENTER	4,847.17	70.0%	\$3,393.02
MARYMOUNT HOSPITAL	4,795.63	70.0%	\$3,356.94
WYANDOT MEMORIAL HOSPITAL	4,786.10	70.0%	\$3,350.27
ST CHARLES HOSPITAL	4,568.79	70.0%	\$3,198.15
DOCTORS HOSPITAL LABORATORIE	4,490.16	70.0%	\$3,143.11
ASSOC IN ANESTHESIOLOGY	4,436.50	70.0%	\$3,105.55
NORTH RIDGE MEDICAL CTR	4,433.56	70.0%	\$3,103.49
GALION COMMUNITY HOSPITAL	4,272.31	70.0%	\$2,990.62
ERMG-St. Rose Dominican	4,247.66	70.0%	\$2,973.36
CAMDEN CLARK MEMORIAL HOSPITAL	4,201.09	70.0%	\$2,940.76
VANDERBILT UNIV MED CTR	3,993.78	70.0%	\$2,795.65
KALISH R KEDIA MD	3,844.15	70.0%	\$2,690.91
UNION HOSPITAL	3,801.08	70.0%	\$2,660.76
ANESTHESIA & PAIN SPEC. O	3,740.00	70.0%	\$2,618.00



THE SURGERY CENTER	3,464.54	70.0%	\$2,425.18
ANESTHESIA FOR CHILDREN	3,181.14	70.0%	\$2,226.80
WEST VIRGINIA UNIVERSITY HOSPT	3,107.71	70.0%	\$2,175.40
HAYNE	3,003.00	70.0%	\$2,102.10
CHILDRENS MEDICAL CENTER	2,962.59	70.0%	\$2,073.81
Option Care of NE Ohio	2,900.52	70.0%	\$2,030.36
T Ebner & Associates	2,795.93	70.0%	\$1,957.15
MEMORIAL HOSPITAL OF SOUTHBEND	2,786.20	70.0%	\$1,950.34
ANESTHESIOLOGY SERV NETWORK	2,777.30	70.0%	\$1,944.11
MERCY HOSPITAL TIFFIN	2,718.09	70.0%	\$1,902.66
CLINIC PHYSICIAN SERV	2,538.00	70.0%	\$1,776.60
CJ CRITICAL CARE HOSP	2,500.00	70.0%	\$1,750.00
MEADVILLE MEDICAL CENTER	2,441.39	70.0%	\$1,708.97
THORACIC & CARDIOVAS ASSOC	2,416.66	70.0%	\$1,691.66
WVU MEDICAL CORP DBA UHA	2,380.78	70.0%	\$1,666.55
GREGORY A KIDWELL MD	2,295.35	70.0%	\$1,606.75
West Penn Hospital	2,223.35	70.0%	\$1,556.35
HEALTHCARE DYNAMICS	2,196.40	70.0%	\$1,537.48
CAROLYN KERCSMAR MD	2,186.32	70.0%	\$1,530.42
SOUTHWEST GENERAL HOSPITAL	2,119.59	70.0%	\$1,483.71
FORUM HEALTH ENTERPRISES/AUS	2,117.27	70.0%	\$1,482.09
ROBERT W HOSTOFFER	2,008.23	70.0%	\$1,405.76
CARDIAC SURGERY OF SOUTH C	1,993.25	70.0%	\$1,395.28
PARKERSBURG CARDIOLOGY AS	1,980.76	70.0%	\$1,386.53
THE KIDNEY GROUP, INC.	1,980.33	70.0%	\$1,386.23
JOHN W STEWART, JR, MD,	1,895.54	70.0%	\$1,326.88
WILLIAM C WOJNO MD	1,882.36	70.0%	\$1,317.65
WILLIAM HARSTON	1,873.00	70.0%	\$1,311.10
JENNIFER R BAIRD DO	1,846.54	70.0%	\$1,292.58
CHILDRENS SURGERY CENTER	1,844.37	70.0%	\$1,291.06
RICHARD W HERTLE MD	1,825.80	70.0%	\$1,278.06
PAIN MANAGEMENT CENTER	1,823.76	70.0%	\$1,276.63
PROF ANESTHESIA SERVICE	1,804.18	70.0%	\$1,262.93
AMAND KANTAK, MD	1,797.74	70.0%	\$1,258.42
JAMES K HORLACHER MD	1,757.12	70.0%	\$1,229.98
WAYNE HOSPITAL GREENVILL	1,746.48	70.0%	\$1,222.54
D/B/A/UHHS/CSAHS-CUYAHOG	1,703.89	70.0%	\$1,192.72
ST VINCENT MERCY MEDICAL	1,660.49	70.0%	\$1,162.34
ANDREW WINNEFELD, MD	1,646.42	70.0%	\$1,152.49
FOSTORIA COMMUNITY HOSPI	1,606.80	70.0%	\$1,124.76
BOB J BOWDEN DO	1,596.77	70.0%	\$1,117.74
DESMOND J STUTZMAN DO	1,524.48	70.0%	\$1,067.14
BIGGS DO	1,460.52	70.0%	\$1,022.36
DRS CE MALLOY & MK SMITH, INC.	1,446.22	70.0%	\$1,012.35
ZANESVILLE SURGERY CENTER	1,442.91	70.0%	\$1,010.04
MEDICOR ASSOCIATES, INC.	1,429.60	70.0%	\$1,000.72
MEDINA GENERAL HOSPITAL	1,428.72	70.0%	\$1,000.10
THOMAS L STOVER & BARRY J FISH	1,417.05	70.0%	\$991.94
SHAWI MD	1,404.81	70.0%	\$983.37
CAMBRIDGE AREA CANCER CENTER	1,402.88	70.0%	\$982.02
STEPHEN GUY MD	1,389.64	70.0%	\$972.75

REGIONAL DIAGNOSTIC IMAGING	1,375.11	70.0%	\$962.58
DIGESTIVECARE INC	1,337.37	70.0%	\$936.16
SELBY GENERAL HOSPITAL	1,331.14	70.0%	\$931.80
NEWARK HEALTH IMAGING	1,290.76	70.0%	\$903.53
JOSEPH T KERPASACK	1,280.00	70.0%	\$896.00
MICHAEL S SILVERMAN	1,274.45	70.0%	\$892.12
AMINE ABDUL AAL MD	1,266.41	70.0%	\$886.49
OAKTREE CLINIC INC	1,216.77	70.0%	\$851.74
VLADIMIR VEKSTEIN	1,184.43	70.0%	\$829.10
ELIZABETH A BENDER	1,117.18	70.0%	\$782.03
GREGORY C BERLET MD	1,102.26	70.0%	\$771.58
NORTH FLORIDA REHAB	1,093.40	70.0%	\$765.38
DEAN J MAYORS MD	1,080.97	70.0%	\$756.68
PREFERRED ASSOC OF PATHOLGY	1,040.99	70.0%	\$728.69
FINDLAY SURGERY CENTER	1,034.32	70.0%	\$724.02
NETWORK HEALTH GROUP	1,033.20	70.0%	\$723.24
MINIMED DISTRIBUTION CORP	1,025.03	70.0%	\$717.52
Central Ohio Primary Care	1,020.64	70.0%	\$714.45
RICHARD A MEMO MD	1,005.62	70.0%	\$703.93
THOMPSON MD	1,000.99	70.0%	\$700.69
UHHS LAURELWOOD HOSPITAL	986.24	70.0%	\$690.37
PERRY KALIS, MD	977.59	70.0%	\$684.31
MEMORIAL HOSP OF UNION	964.57	70.0%	\$675.20
OHIO HEART CARE, INC	961.58	70.0%	\$673.11
MEMORIAL HOSPITAL FREMONT	944.99	70.0%	\$661.49
STEVEN R. SUTHERIN MD	943.92	70.0%	\$660.74
VALLEY PATHOLOGISTS, INC	901.84	70.0%	\$631.29
ADEL ARMANIOUS MD, INC	875.00	70.0%	\$612.50
CHARLESTON AREA MEDICAL CTR	840.00	70.0%	\$588.00
MID AMERICAN IMAGING	831.48	70.0%	\$582.04
ASHOK G BUDDHADEV MD	816.79	70.0%	\$571.75
MAZEN MAHIOUB MD	808.43	70.0%	\$565.90
WOOSTER CLINIC LLC	804.08	70.0%	\$562.86
SEJAL PEDERSEN MD	800.46	70.0%	\$560.32
TSAI MD	796.83	70.0%	\$557.78
Advanced Cardiology	795.69	70.0%	\$556.98
R.L. COLLINS, M.D.	793.66	70.0%	\$555.56
SOUTHERN OPEN MRI INC	765.00	70.0%	\$535.50
ROOZBEH TAEED MD	750.22	70.0%	\$525.15
SAMMY A HAMWAY MD	740.81	70.0%	\$518.57
AKRON PED SURG ASSOC INC	740.40	70.0%	\$518.28
RADIOLOGY & IMAGING SERVICES	739.61	70.0%	\$517.73
SUNG AND WARD INC.	725.00	70.0%	\$507.50
OHIO HOSP BASED PHYSICIAN	720.00	70.0%	\$504.00
TRUMBULL RADIOLOGISTS, INC	711.09	70.0%	\$497.76
UNIV ANESTHESIOLOGIST	704.00	70.0%	\$492.80
DUNLAP MEMORIAL HOSPITAL	702.84	70.0%	\$491.99
MEDICAL TRANSPORT SYSTEMS	686.94	70.0%	\$480.86
Yankee Bionics	684.36	70.0%	\$479.05
WEIRTON RADIOLOGIC ASSC	647.73	70.0%	\$453.41
JOHN VISGER PT	632.21	70.0%	\$442.55

APRIA HEALTHCARE, INC.	631.04	70.0%	\$441.73
ANESTHESIOLOGIST INC	630.00	70.0%	\$441.00
RADIOLOGY INC	623.54	70.0%	\$436.48
MOUNT CARMEL HEALTH SYSTEM	620.81	70.0%	\$434.57
LIFELINE COUNSELING CENTER	620.40	70.0%	\$434.28
JEANETTE PORUBOVICH MD	619.39	70.0%	\$433.57
ANESTHESIA ASSOCIATES OF WADS	612.00	70.0%	\$428.40
RONALD KALCHIK, DO	610.63	70.0%	\$427.44
HERITAGE RADIOLOGY OF SEBRING	607.49	70.0%	\$425.24
MICHAEL E GRILLIS DO	604.01	70.0%	\$422.81
GUERNSEY RADIOLOGY ASSOC	600.31	70.0%	\$420.22
NEW CUMBERLAND AMBULANCE	600.00	70.0%	\$420.00
PAUL V DELAMATER MD	597.41	70.0%	\$418.19
ZANESVILLE ANESTHIA PHYSICIANS	594.00	70.0%	\$415.80
WOOSTER COMMUNITY HOSPITAL	593.98	70.0%	\$415.79
OASIS	593.16	70.0%	\$415.21
ASSOCIATED PHYSICIANS	586.18	70.0%	\$410.33
Bryan Medical Group	584.89	70.0%	\$409.42
MEADVILLE AREA AMBULANCE	584.00	70.0%	\$408.80
Institute of Jaw & Facial Surg	578.00	70.0%	\$404.60
JOSEPH D BULLOCK	572.67	70.0%	\$400.87
RAYMOND A BOLOGNA MD	570.85	70.0%	\$399.60
BEL-PARK ANESTHESIA	567.98	70.0%	\$397.59
ERNESTO PINZON REYES	558.00	70.0%	\$390.60
PETER M DEVITO MD	555.13	70.0%	\$388.59
GIERNSEY ANESTHESIA ASSOC	554.40	70.0%	\$388.08
DAVID A HOFFMAN DO	552.70	70.0%	\$386.89
PIONEER PHYSICIANS NETWORK, IN	535.17	70.0%	\$374.62
DOCTORS ANESTHESIA SERVICE	528.00	70.0%	\$369.60
KRISTOFER SANDLUND, MD	524.68	70.0%	\$367.28
MOHAMAD SALKA MD	515.87	70.0%	\$361.11
MARIETTA GYN ASSOCIATES INC	514.90	70.0%	\$360.43
HILLCREST RADIOLOGY ASSOC	508.10	70.0%	\$355.67
TRINITY HEALTH SYSTEM	504.07	70.0%	\$352.85
LABABIDI ENTERPRISES	504.00	70.0%	\$352.80
Joe Booth & J Mackal MD's	501.80	70.0%	\$351.26
ANESTHESIOLOGY ASSOC OF AKRON	492.00	70.0%	\$344.40
AMRIK S. CHATTHA MD	490.18	70.0%	\$343.13
WASHINGTON HOSPITAL	489.65	70.0%	\$342.76
Centre Medical Surgical	480.00	70.0%	\$336.00
MYRON KNELL, MD	472.94	70.0%	\$331.06
CLIFFORD B MAXIMO MD	468.82	70.0%	\$328.17
DAVID A TINGLEY MD	468.00	70.0%	\$327.60
ISIDRO A AMIGO MD	460.35	70.0%	\$322.25
ORTHOPEDIC ASSOC OF N OHIO	457.41	70.0%	\$320.19
JANE V BISSLER LPCC	455.40	70.0%	\$318.78
AMBULATORY SURG CNTR OF N	454.30	70.0%	\$318.01
EASTRIVER ANESTHESIA	451.00	70.0%	\$315.70
MALA APPACHI MD	447.18	70.0%	\$313.03
American Health Network	444.56	70.0%	\$311.19
MICHAEL SAALOUKE MD	442.62	70.0%	\$309.83

MARIETTA HEALTH CARE SYSTEMS	437.18	70.0%	\$306.03
CHARLES MERRILL DO	436.43	70.0%	\$305.50
EXTREMITY IMAGING PARTNERS	435.47	70.0%	\$304.83
NYDIC OPEN MRI OF AM	435.47	70.0%	\$304.83
WIDE OPEN MRI OF FIND	435.47	70.0%	\$304.83
THE MEDICAL CENTER	432.00	70.0%	\$302.40
KETTERING MEMORIAL HOSPITAL	431.85	70.0%	\$302.30
JOSEPH D STOKES	426.94	70.0%	\$298.86
CHARLES H PAVLUK MD	425.88	70.0%	\$298.12
MEDICAL COLLEGE OF OHIO	425.72	70.0%	\$298.00
JAMES P JAMISON MD	425.55	70.0%	\$297.89
MARIETTA IMAGING INC	420.58	70.0%	\$294.41
CHARLES S GRIFFIN MD	420.35	70.0%	\$294.25
BRADFORD A. YOUNG M.D.	413.40	70.0%	\$289.38
BARBERTON CITIZENS	411.09	70.0%	\$287.76
Tri State Emergency Phys	407.62	70.0%	\$285.33
DONN R CHASE MD	407.57	70.0%	\$285.30
SOUTHWOODS ANESTHESIA	401.42	70.0%	\$280.99
GEISINGER MEDICAL CENTER	401.20	70.0%	\$280.84
City of Strongsville	400.00	70.0%	\$280.00
GOLD CROSS AMBULANCE	396.00	70.0%	\$277.20
OSTI DPM	390.72	70.0%	\$273.50
THOR & CARDIO ASSOC., INC.	388.93	70.0%	\$272.25
CITY OF CLEVELAND EMS	383.00	70.0%	\$268.10
UNIVERSITY PATHOLOGY SVCS, INC	382.74	70.0%	\$267.92
CAMDEN CLARK AMBULANCE SERV	382.50	70.0%	\$267.75
JOHN MASKARINEC DO	380.19	70.0%	\$266.13
BRIAN CARR MD	380.00	70.0%	\$266.00
AULTMAN HOSPITAL	379.86	70.0%	\$265.90
GEORGE TOKODI DO	378.70	70.0%	\$265.09
EMP OF WOOD COUNTY	375.61	70.0%	\$262.93
STEELE MD	371.70	70.0%	\$260.19
WM BEAUMONT HOSPITAL	370.69	70.0%	\$259.48
ACTION PHYSICAL THERAPY & REH	368.42	70.0%	\$257.89
DONALD B. HEBB DPM	366.48	70.0%	\$256.54
QUEST DIAGNOSTICS INC	365.69	70.0%	\$255.98
ROBINSON MEMORIAL HOSP.	362.39	70.0%	\$253.67
IBANGA EKANEM	362.08	70.0%	\$253.46
KEVIN L MUISE MD	358.68	70.0%	\$251.08
VICTOR SZEMETYLO, MD	356.41	70.0%	\$249.49
Banyan Tree	354.05	70.0%	\$247.84
CLINLAB INC	353.65	70.0%	\$247.56
Non Profit Emergency Srvs	350.00	70.0%	\$245.00
Oncology Network Ent	350.00	70.0%	\$245.00
HIGHLANDS COUNTY EMS	345.00	70.0%	\$241.50
FAIRVIEW HOSPITAL	339.38	70.0%	\$237.57
East Liverpool Radiology Assoc	335.74	70.0%	\$235.02
Muskingum Emergency Physician	334.29	70.0%	\$234.00
LAKELAND EMERGENCY ASSOC INC	333.98	70.0%	\$233.79
TIFFIN EYE CENTER	333.51	70.0%	\$233.46
OSBORNE MD	332.88	70.0%	\$233.02

SUMMIT MENTAL HEALTH	332.38	70.0%	\$232.67
GREGORY J FACEMYER, MD	328.86	70.0%	\$230.20
GHANI, SMITH & CHUNG MD	325.53	70.0%	\$227.87
EMP OF WADSWORTH LTD	322.53	70.0%	\$225.77
ROBERT L. RUDOLPH II, MD	321.35	70.0%	\$224.95
ROBERT THOMPSON, MD	316.42	70.0%	\$221.49
ROMENA I MOORJANI MD	315.58	70.0%	\$220.91
BLANCHARD VALLEY REGIONA	314.15	70.0%	\$219.91
SATELLITE LABORATORY	307.78	70.0%	\$215.45
PARKWAY SURGERY CENTER	307.66	70.0%	\$215.36
CHRISTOPHER W THOMAS	306.00	70.0%	\$214.20
GHULAM N MIR MD	303.78	70.0%	\$212.65
JEFFREY D HAMMONS	300.00	70.0%	\$210.00
NYDIC-BOARDMAN	298.18	70.0%	\$208.73
HIRA L KHANNA MD	298.03	70.0%	\$208.62
LABCORP OF AMERICA HOLDINGS	296.01	70.0%	\$207.21
Northern Hills Radiology	292.00	70.0%	\$204.40
AMERIPATH YOUNGSTOWN, INC	288.72	70.0%	\$202.10
DIAGNOSTIC PATHOLOGY SVCS	287.47	70.0%	\$201.23
JOHN B MCELROY MD	286.80	70.0%	\$200.76
HILL DO	286.06	70.0%	\$200.24
MICHAEL D SARAP MD	285.67	70.0%	\$199.97
GOOD SAMARITAN HEALTH CT	277.68	70.0%	\$194.38
JOHN HIBLER, DO	277.17	70.0%	\$194.02
NEENA BHARGAVA MD	272.76	70.0%	\$190.93
CHARLESTON CARDIOLOGY GROUP	272.60	70.0%	\$190.82
EVAN STATHULIS MD	271.66	70.0%	\$190.16
DANNY E SANKOVIC MD	268.94	70.0%	\$188.26
BANKIM DALAL	265.13	70.0%	\$185.59
Louisville Medical Ctr Phys	264.18	70.0%	\$184.93
ROBERT E MARSICO SR MD	263.57	70.0%	\$184.50
PM&R NORTH INC	263.24	70.0%	\$184.27
CHRISTOPHER D. MASONER DDS	260.20	70.0%	\$182.14
KEVIN ALTEN MD	259.62	70.0%	\$181.73
CHARLES MICHALAK D.D S.	259.43	70.0%	\$181.60
DAVID A KATZ DO	258.97	70.0%	\$181.28
OHIO ANESTHESIOLOGY SERVICES	256.00	70.0%	\$179.20
MARY K HEPHNER DO	255.52	70.0%	\$178.86
REID HOSPITAL & HEALTHCARE	255.20	70.0%	\$178.64
REGIONAL PATHOLOGY	252.32	70.0%	\$176.62
UNITED ANESTHESIA INC	252.00	70.0%	\$176.40
MEADVILLE MEDICAL CENTER	250.00	70.0%	\$175.00
MARK J AKERS MD	249.23	70.0%	\$174.46
TENDERCARE PEDIATRICS	249.00	70.0%	\$174.30
CLINIC MEDICAL SERVICES	248.64	70.0%	\$174.05
TIFFIN EMERGENCY SERVICES	246.80	70.0%	\$172.76
TIMOTHY C. MURRAY MD	246.30	70.0%	\$172.41
STEEL VALEY EMERGENCY	244.50	70.0%	\$171.15
BARTLEY PT	243.31	70.0%	\$170.32
ANESTHESIOLOGY CONSUL	240.00	70.0%	\$168.00
RONALD P. LINEHAN	240.00	70.0%	\$168.00

THOMAS L. BOWERS DDS	240.00	70.0%	\$168.00
SHREVE EMERGENCY SQUAD	240.00	70.0%	\$168.00
CONSULTANTS IN LAB MEDICINE	239.90	70.0%	\$167.93
ARTHUR P WOOD MD	239.64	70.0%	\$167.75
GARY E. GIBSON MD	235.63	70.0%	\$164.94
CHARLES H SHAW MD	234.54	70.0%	\$164.18
RAJEEV KISHORE MD	233.76	70.0%	\$163.63
HENRY EISENBERG MD, INC.	232.00	70.0%	\$162.40
SALEM RADIOLOGISTS	230.80	70.0%	\$161.56
JEFFREY DOWNING, MD	230.00	70.0%	\$161.00
GENERAL ER MEDICAL SPEC	230.00	70.0%	\$161.00
ALLIANCE COMMUNITY HOSP	225.34	70.0%	\$157.74
VICE	224.35	70.0%	\$157.05
UPPER VALLEY MEDICAL CEN	224.02	70.0%	\$156.81
HOSPICE ALLIANCE OF OHIO	224.00	70.0%	\$156.80
CLEVE ANES GROUP	224.00	70.0%	\$156.80
LAKESWOOD ANESTHESIA ASSOC. INC	224.00	70.0%	\$156.80
LAKESWOOD HOSPITAL	221.54	70.0%	\$155.08
CHRISTOPHER C CHUIRAZZI, M	221.04	70.0%	\$154.73
LAURENCE E. NASH	220.00	70.0%	\$154.00
STARK COUNTY ANESTHESIA	218.17	70.0%	\$152.72
JAMES K SALEM MD	218.16	70.0%	\$152.71
MARK N ROOD MD	218.02	70.0%	\$152.61
SOUTHSIDE RADIOLOGY ASSOC.	217.99	70.0%	\$152.59
SUMMIT PATHOLOGY ASSOC	216.80	70.0%	\$151.76
ALLIANCE MEDICAL ASSOC INC	216.08	70.0%	\$151.26
EMERG MED PHY OF GUERNSEY CTY	212.50	70.0%	\$148.75
GENERAL ANESTHESIA SERVICES	211.84	70.0%	\$148.29
DARRELL SMITH, MD	211.02	70.0%	\$147.71
FLORIDA PHYSICIANS MEDICAL GRP	210.00	70.0%	\$147.00
SUSAN RADBOURNE	209.72	70.0%	\$146.80
MC DONNELL MD	208.93	70.0%	\$146.25
RADIOLOGY CONSULTANT	208.23	70.0%	\$145.76
HEALTHQUEST OF HIGHLAND CNTY	207.96	70.0%	\$145.57
GEORGE TOKODI DO	207.17	70.0%	\$145.02
JEANNE SCHWANER LPCC	204.70	70.0%	\$143.29
E F COSENTINO DPM	204.02	70.0%	\$142.81
STEVEN KUTNICK MD	201.36	70.0%	\$140.95
FRANKEL MD	201.24	70.0%	\$140.87
AKRON RADIOLOGY	201.16	70.0%	\$140.81
JOHN J PETRUS MD	199.91	70.0%	\$139.94
RADIOLOGY ASSOC OF CANTON	198.76	70.0%	\$139.13
MARK D. ROMER MD	198.00	70.0%	\$138.60
S S GROVER MD & ASSOC	197.48	70.0%	\$138.24
WADSWORTH EMS	193.50	70.0%	\$135.45
RADIOLOGY INC	192.77	70.0%	\$134.94
ASHIS K RAKHIT MD	192.56	70.0%	\$134.79
RICHARD I TAPPER MD	191.62	70.0%	\$134.13
BANARIKAM BHAT MD	189.73	70.0%	\$132.81
ADIL M KARAMALI MD	189.56	70.0%	\$132.69
A. ROMEO CRACIUN MD, INC.	188.77	70.0%	\$132.14

KRIEGLER MD	188.77	70.0%	\$132.14
AMERIPATH YOUNGSTOWN LABS	187.47	70.0%	\$131.23
BARY SPAHIHA MD	185.16	70.0%	\$129.61
X RAY ASSOCIATES INC	184.82	70.0%	\$129.37
FRANK A LUKEZ MD, INC.	184.82	70.0%	\$129.37
NORTHWEST OHIO INTEGRATED LAB	183.59	70.0%	\$128.51
PETE E KONDOLIOS MD	183.27	70.0%	\$128.29
PARAGON HEALTH ASSOCIATES LLC	182.84	70.0%	\$127.99
Radiology Associates of Western PA	182.54	70.0%	\$127.78
SCHLEGEL MD	181.71	70.0%	\$127.20
K BRIAN WILLIAMS DO	181.14	70.0%	\$126.80
JOHN LEPI, MD	180.14	70.0%	\$126.10
RANDALL S SLAYBAUGH MD	177.52	70.0%	\$124.26
RADIOLOGIC CONSULTANTS LT	177.00	70.0%	\$123.90
SHELLY DUNMYER, MD	176.60	70.0%	\$123.62
STEPHEN S CRANE MD	175.84	70.0%	\$123.09
SUSAN VARGO	174.11	70.0%	\$121.88
UNIVERSITY PEDIATRICS INC	172.68	70.0%	\$120.88
JAMES MYERS MD INC	170.21	70.0%	\$119.15
Charles Perry DPM	169.91	70.0%	\$118.94
MARY T SIVIK MD	169.71	70.0%	\$118.80
KENDRA K ESSER	169.47	70.0%	\$118.63
BRENDAN W BAUER MD	168.19	70.0%	\$117.73
East Liverpool Radiology Assoc	167.44	70.0%	\$117.21
HAROLD THOMAS DO	166.67	70.0%	\$116.67
PETER WHITIE	165.97	70.0%	\$116.18
BRUCE C URBANC DO	164.95	70.0%	\$115.47
RANDALL H SMITH MD INC	164.58	70.0%	\$115.21
SOLOMON E ERULKAR MD	162.57	70.0%	\$113.80
MUKESH R RANGWANI MD	162.00	70.0%	\$113.40
BOBBY C LENOX	161.63	70.0%	\$113.14
SYEDA S AHMED MD	161.43	70.0%	\$113.00
AJITKUMAR M DESAI MD	161.28	70.0%	\$112.90
AYMAN COUDSI MD	161.15	70.0%	\$112.81
MAHONING VALLEY EMERGENCY	159.04	70.0%	\$111.33
DANIEL AILES, MD	159.00	70.0%	\$111.30
OB GYN ASSOCIATES LLC	158.64	70.0%	\$111.05
EDWARD PARISI MD	157.80	70.0%	\$110.46
ANTHONY J RICH MD	157.78	70.0%	\$110.45
SHARON REG HLTH SY	156.80	70.0%	\$109.76
SOUTHWEST UROLOGY INC	155.97	70.0%	\$109.18
MICHAEL J MANUEL MD	154.88	70.0%	\$108.42
SMITH PT	154.75	70.0%	\$108.33
RAJINI S SESHACHARY	152.00	70.0%	\$106.40
CHRISTOPH CARTELLONE	151.42	70.0%	\$105.99
MOHAMMAD RASHID MD	151.41	70.0%	\$105.99
ALJABERI MD	150.72	70.0%	\$105.50
UNIVERSITY HOSP LAB FOUN	150.70	70.0%	\$105.49
FINDLAY RADIOLOGY ASSOCIATES	149.83	70.0%	\$104.88
IBRAHIM BSHARA MD	149.57	70.0%	\$104.70
CUYAHOGA FALLS GENERAL HOSP	148.47	70.0%	\$103.93

EMERGENCY MEDICINE PHYSICIANS	148.42	70.0%	\$103.89
RICHARD D ARNOTT DO	148.38	70.0%	\$103.87
DANIEL MODARELLI DO	148.38	70.0%	\$103.87
SURGICAL SERVICES INC	148.30	70.0%	\$103.81
JOHN R MADISON MD	145.78	70.0%	\$102.05
FAMILY PRACTICE CTR OF SALEM	145.23	70.0%	\$101.66
RONALD L. MCGILTON JR., MD	144.90	70.0%	\$101.43
DARLENE J. BARNES PHD	143.52	70.0%	\$100.46
THOMAS N DETESCO MD	143.43	70.0%	\$100.40
FRANK A RICH	143.43	70.0%	\$100.40
LAURIANNE SCOTT LLC	143.43	70.0%	\$100.40
MARY B TOTH MD	143.25	70.0%	\$100.28
FAMILY CARE CENTERS, INC.	142.00	70.0%	\$99.40
ROBERT V SIBILIA MD	141.70	70.0%	\$99.19
CORNERSTONE HEALTH CARE	141.41	70.0%	\$98.99
NORTHSIDE URGENT CARE LL	141.00	70.0%	\$98.70
THOMAS A ROSSI MD	140.85	70.0%	\$98.60
MAYCON MD	140.85	70.0%	\$98.60
NORTHWEST SURGICAL SPECIALIST	140.85	70.0%	\$98.60
ALEJANDRO SOS MD	140.85	70.0%	\$98.60
THAN M JAIN MD	140.85	70.0%	\$98.60
JOSEPH C LAMANCUSA MD	140.85	70.0%	\$98.60
H B MAGRUDER MEMORIAL HOSP	140.35	70.0%	\$98.25
MIAMI VALLEY EMERG SPECIALIST	140.30	70.0%	\$98.21
RADIOLOGICAL ASSOC INC.	139.48	70.0%	\$97.64
ATUL GOSWAMI MD	138.03	70.0%	\$96.62
MARIETTA UROLOGY INC	137.32	70.0%	\$96.12
RICHARD A GUNOVICH DO	137.32	70.0%	\$96.12
RAJIV GUPTA MD	135.48	70.0%	\$94.84
REGIONAL ORTHOPEDIC	135.25	70.0%	\$94.68
SHANI VATURI MD	134.82	70.0%	\$94.37
CARDIOLOGY ONE INC	134.80	70.0%	\$94.36
VIOLET DO	134.78	70.0%	\$94.35
TERESA L KOELLER MD	134.40	70.0%	\$94.08
EBERHART MD	133.87	70.0%	\$93.71
HEALTH PRO AMBULANCE	132.95	70.0%	\$93.07
TARIF M ZAIM MD	132.53	70.0%	\$92.77
ABNER CORDERO	132.30	70.0%	\$92.61
CHIROPRACTIC CLINIC SOLON	131.14	70.0%	\$91.80
Carlos Ricotti MD	131.07	70.0%	\$91.75
ADENA REGIONAL MEDICAL CENTE	128.24	70.0%	\$89.77
RESULTS CHIROPRACTIC	127.79	70.0%	\$89.45
DAVID M COLA MD	127.35	70.0%	\$89.15
NEW CENTURY EMER PHYS	125.83	70.0%	\$88.08
BAYLESS PATHMARK ALLIANCE	125.13	70.0%	\$87.59
STEVEN JOHNSON MD	124.91	70.0%	\$87.44
HOFFMAN BIRMINGHAM ASSOC	123.52	70.0%	\$86.46
NEIL KENNEDY RECOVERY CLI	123.20	70.0%	\$86.24
RICHARD LEHRER MD	122.68	70.0%	\$85.88
DENNIS C MCCLUSKEY MD ASSOC	121.03	70.0%	\$84.72
Howard Senter	120.50	70.0%	\$84.35

PANG HSIUNG HUANG MD	120.46	70.0%	\$84.32
SAMIEC MD	119.89	70.0%	\$83.92
ROBERT C MCCLUSKY M.D.	119.36	70.0%	\$83.55
SOLYMOS MD	119.08	70.0%	\$83.36
RADIOLOGY ASSOC OF WARREN INC	118.98	70.0%	\$83.29
KEVIN G WIETecha DO	118.83	70.0%	\$83.18
Brian Hawthorne	118.56	70.0%	\$82.99
PARESH G MEHTA MD	117.59	70.0%	\$82.31
THE DAYTON HEART CENTER, INC	116.68	70.0%	\$81.68
ANKLE & FOOT CARE CENTERS	116.19	70.0%	\$81.33
HEALTHSOUTH HOLDINGS INC.	115.52	70.0%	\$80.86
CHRISTOPH A STIFF MD	115.48	70.0%	\$80.84
INTERPATH, INC.	114.63	70.0%	\$80.24
BOARDMAN MEDICAL SUPPLY CO	114.60	70.0%	\$80.22
BIOMEDICAL LABORATORY	114.49	70.0%	\$80.14
LAWRENCE K LIEF	114.16	70.0%	\$79.91
GEISINGER CLINIC	114.04	70.0%	\$79.83
EYE CARE ASSOCIATES INC	113.30	70.0%	\$79.31
THOMAS E. DOWNS DDS	113.00	70.0%	\$79.10
CLAUDIA METZ MD	112.80	70.0%	\$78.96
EDWARD L COLBY DO	112.74	70.0%	\$78.92
MARJORIE MOYAR PHD	112.00	70.0%	\$78.40
PATRICIA A KITSON MD	110.62	70.0%	\$77.43
STEPHEN P SUTTON MD	110.61	70.0%	\$77.43
JENNIFER L KUNGLE MD	110.07	70.0%	\$77.05
Dr Ash Inc DDS	110.00	70.0%	\$77.00
Primary Care Physician Assoc	109.84	70.0%	\$76.89
ALBERT T DOMINGO MD	109.64	70.0%	\$76.75
DAVID J EVANS MD	109.64	70.0%	\$76.75
DAVID N FREDERICKA	109.44	70.0%	\$76.61
HILL AND THOMAS	108.17	70.0%	\$75.72
GEORGE S WILSON DO	107.95	70.0%	\$75.57
MICHAEL J JURENOVICH	107.95	70.0%	\$75.57
NORMAN E ARMSTRONG DO	107.95	70.0%	\$75.57
WARREN OTOLOGIC GROUP	107.95	70.0%	\$75.57
HERSHNER OD	107.95	70.0%	\$75.57
EMMANUEL O. TUFFUOR MD	107.95	70.0%	\$75.57
PAUL F TUROWSKI DO	107.95	70.0%	\$75.57
BETH A BOYLES MD	106.64	70.0%	\$74.65
CITINO MD	106.58	70.0%	\$74.61
Subhash Mahajan MD	106.58	70.0%	\$74.61
REFLECTIONS BREAST CE	106.24	70.0%	\$74.37
KENNETH D JONES	106.00	70.0%	\$74.20
STARK COUNTY MEDICAL GROUP	105.69	70.0%	\$73.98
MARIA L RYHAL MD	105.46	70.0%	\$73.82
JADALLAH MD	105.00	70.0%	\$73.50
ANDREW N RITZ MD	104.81	70.0%	\$73.37
NILA Z SAYAT MD INC	104.39	70.0%	\$73.07
HEALTHWORKS REHAB & FITNESS	103.50	70.0%	\$72.45
AKRON CHILDRENS RADIOLOGY	102.90	70.0%	\$72.03
WILLIAM L WASHINGTON MD	102.56	70.0%	\$71.79

NICHOLAS J SPIRTOS DO	101.22	70.0%	\$70.85
GRAND CENTRAL FAMILY	100.80	70.0%	\$70.56
BES OF OHIO LLC DBA MEDGROUP	100.24	70.0%	\$70.17
AKRON PATHOLOGY ASSOCIATES	100.10	70.0%	\$70.07
Prasad Bikkani	\$57,079.36	70.0%	\$39,955.55
Quality Care	\$0.00	70.0%	\$0.00
MMO	\$117,838.37	70.0%	\$82,486.86
TOTAL	\$1,775,063.06	70.0%	\$1,242,544.14

**BUILDERS & CONTRACTORS EMPLOYEE BENEFIT ASSOCIATION TRUST in  
Rehabilitation  
Comparative Balance Sheets  
As of December 31, 2007 and December 31, 2006**

	Sch.	12-31-2007	12-31-2006
<b>ASSETS</b>			
<b>Current Assets</b>			
<b>Checking/Savings</b>			
<b>100 · BANK</b>			
111 · Repo Account - National City	1	132,000.00	295,000.00
112 · Operating - National City	2	5,024.70	5,623.81
115 · Claims - First Merit	3	791.21	890.52
<b>Total 100 · BANK</b>		<b>137,815.91</b>	<b>301,514.33</b>
<b>Total Checking/Savings</b>		137,815.91	301,514.33
<b>Other Current Assets</b>			
<b>120 · RECEIVABLES</b>			
149 · Allownce D/A-Assessment 2000 #2	4	(573,276.86)	(90,500.00)
148 · Allowance D/A- Assesement 2002	5	(238,122.96)	(36,221.00)
121 · Receivables - Premium	6	0.00	1,541.70
123 · Receivables - APA	7	55,934.43	55,934.43
128 · Receivables - Assessment 2000	8	136,739.26	136,944.52
128A · Receivables-Assessment 2000 #2	4	573,276.86	603,336.94
129 · Receivables - Subrogation	9	104,972.92	104,972.92
130 · Receivables - Claims Recov-2001	10	551,759.15	551,759.15
133 · Receivables - Assessment 2001	11	220,289.82	220,289.82
134 · Allowance for D/A - Subrogation	9	(104,972.92)	(104,972.92)
135 · Allowance D/A - Assessment 2000	8	(136,739.26)	(136,944.52)
136 · Allowance D/A - Assessment 2001	11	(220,289.82)	(220,289.82)
137 · Allowance D/A-Claims/Fees Recov	10	(571,135.21)	(559,730.00)
138 · Allowance D/A - Congress Ins	12	(450,574.00)	(450,574.00)
139 · Allow D/A-Congress Construction	13	(128,250.00)	(128,250.00)
140 · Allowance for D/A - APA	7	(55,934.43)	(55,934.00)
142 · Receivables-Congress Insurance	12	450,574.00	450,574.00
143 · Receivables-Congress Construct	13	128,250.00	128,250.00
144 · Receivables-Claims Recov 2002	10	19,376.06	19,376.06
145 · Receivables - Assessment 2002	5	238,122.96	241,475.92
<b>Total 120 · RECEIVABLES</b>		<b>0.00</b>	<b>731,039.20</b>
<b>Total Other Current Assets</b>		0.00	731,039.20
<b>Total Current Assets</b>		137,815.91	1,032,553.53
<b>Fixed Assets</b>			
<b>200 · FIXED ASSETS</b>			
208 · Equipment (Cost less Accum. Depr.)	14	979.03	1,958.35
<b>Total 200 · NBV - FIXED ASSETS</b>		<b>979.03</b>	<b>1,958.35</b>
<b>Total Fixed Assets</b>		979.03	1,958.35
<b>TOTAL ASSETS</b>		<b>138,794.94</b>	<b>1,034,511.88</b>

**BUILDERS & CONTRACTORS EMPLOYEE BENEFIT ASSOCIATION TRUST in  
Rehabilitation  
Comparative Balance Sheets  
As of December 31, 2007 and December 31, 2006**

	Sch.	12-31-2007	12-31-2006
<b>LIABILITIES &amp; EQUITY</b>			
<b>Liabilities</b>			
<b>Current Liabilities</b>			
<b>Accounts Payable</b>			
303 · Accounts Payable-System	15	182,450.77	183,739.08
<b>Total Accounts Payable</b>		182,450.77	183,739.08
<b>Other Current Liabilities</b>			
<b>300 · CURRENT LIABILITIES</b>			
301 · Accounts Payable - Accrual	16	14,913.28	27,179.70
302 · Salaries\Taxes Payable	17	1,066.32	1,339.51
312 · Estimated Health Claims-Medical	18	686,237.86	591,191.90
325 · Unpaid Claims Adj. Liability	19	0.00	46,000.00
350 · Suspense	20	0.00	1,574.00
<b>Total 300 · CURRENT LIABILITIES</b>		702,217.46	667,285.11
<b>Total Other Current Liabilities</b>		702,217.46	667,285.11
<b>Total Current Liabilities</b>		884,668.23	851,024.19
<b>Total Liabilities</b>		884,668.23	851,024.19
<b>Equity</b>			
3900 · Retained Earnings		(836,902.20)	(803,814.84)
<b>480 · EQUITY</b>			
485 · Surplus		1,020,389.89	1,020,389.89
<b>Total 480 · EQUITY</b>		1,020,389.89	1,020,389.89
<b>Net Income</b>		(929,360.98)	(33,087.36)
<b>Total Equity</b>		(745,873.29)	183,487.69
<b>TOTAL LIABILITIES &amp; EQUITY</b>		<b>138,794.94</b>	<b>1,034,511.88</b>
		0.00	0.00

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

Mary Jo Hudson, Superintendent, Ohio  
Department of Insurance, in her capacity as  
Rehabilitator of Builders & Contractors  
Employee Benefit Association Trust,

Case No. 02CVH02-2010

Plaintiff,

Judge Schneider

v.

Builders & Contractors Employee Benefit  
Association Trust,

Defendant.

**AFFIDAVIT OF JAMES M. YOUNG**

**STATE OF OHIO**

)

**COUNTY OF FRANKLIN**

)

)

ss:

**NOW COMES**, the affiant who, being duly sworn, states upon personal knowledge.

I, James M. Young, being duly sworn, state upon my oath the following facts, which are known by me to be true and correct and of my own personal knowledge, except those that I have expressed as being based upon my information and belief or as a matter of my opinion.

1. I am a Deputy Rehabilitator of the rehabilitation estate of Builders & Contractors Employee Benefit Association Trust ("BCEBAT"), having been so appointed by the Superintendent of the Ohio Department of Insurance, in the Superintendent's capacity as Rehabilitator. In my capacity as Deputy Rehabilitator, I am familiar with the day-to-day activities of the BCEBAT Rehabilitation and supervise certain employees of the Rehabilitator who are responsible for the rehabilitation.
2. On March 4, 2002, the Court of Common Pleas for Franklin County, Ohio found BCEBAT was in such condition that its further transaction of business would be financially hazardous to its policyholders (members), creditors or

the public, as described under R.C. 3903.12(A), and as such, entered an Agreed Order Appointing Rehabilitator in *J. Lee Covington, II, Superintendent of Insurance Ohio Department of Insurance v. Builders and Contractors Employee Benefit Association Trust*, Case No. 02CVH02-2010 (the "Order"). Mary Jo Hudson has since been named the Superintendent of the Department of Insurance and was substituted as plaintiff.

3. Pursuant to the Order, BCEBAT was placed into rehabilitation and the Superintendent of Insurance was appointed as the Rehabilitator for BCEBAT.
4. On February 20, 2003, the Rehabilitator filed a Plan of Reorganization for BCEBAT, but by September 2003 found such continuing financial deterioration that a Plan for Rehabilitation was necessary. This plan was filed on September 4, 2003. The goal of that Plan was to runoff the Trust. The Court approved the Rehabilitation Plan on November 20, 2003.
5. The cornerstone of the Rehabilitation Plan was pursuit of BCEBAT members for unpaid assessments. By collecting the assessments owed, it was projected that the debts of BCEBAT could be paid and the company wound down. A complaint for unpaid assessments, *Ann H. Womer Benjamin, Superintendent, Ohio Department of Insurance, in her capacity as Rehabilitator of BCEBAT v. A Day in the Country, et al.*, Case No. 03 CVH 10020, Judge Schneider, was filed against members on September 12, 2003, in Franklin County Common Pleas Court. An amended complaint followed on April 5, 2004 for those that did not pay an additional assessment.
6. Many of the defendants would not pay the assessments and protracted litigation resulted, including one partial summary judgment motion wherein the court found that members were liable for assessments. In an attempt to

move forward, gain more cooperation from assessment defendants, and receive additional money to pay creditors, the Rehabilitator filed a *First Amended Plan of Rehabilitation* on January 19, 2006. The Amended Plan allowed for a slight reduction in assessments for a full release from possible future assessments and gave creditors who accepted the plan 70 percent of their claims.

7. Although the Amend Plan brought in another nearly \$1 million in assessments and more than \$700,000 was paid to creditors in compromised claims, BCEBAT no longer has the resources to continue in rehabilitation. As of December 31, 2007, assets were \$138,794.94 and liabilities \$884,668.23, as shown on the Comparative Balance Sheet ("Balance Sheet"), Exhibit 3, attached to the Motion for Final Order of No Asset Liquidation.
8. The dire financial condition of BCEBAT is evident from a Balance Sheet Monthly Variance Report December 31, 2006 through December 31, 2007, attached as Exhibit 5. As shown in the exhibit, the assets of BCEBAT decreased every month over a 12 month period while liabilities remained steady or increased. Furthermore, because collection efforts had been exhausted, \$731,039.20 in assessment receivables had to be written off. See Balance Sheet, Exhibit 3. The assets will continue to decrease each month the Rehabilitation estate is kept open with likely depletion projected within a few months.
9. Based on my 30 years of experience in insurance liquidations and rehabilitations, and the financial records of BCEBAT, it is no longer feasible to continue operating the rehabilitation as a run off. In fact, funds simply do not exist to continue operating the estate in any capacity and after payment of

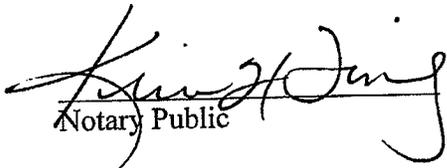
current administrative expenses to wind down the BCEBAT liquidation; no funds will remain for distribution to creditors.

10. In my opinion, BCEBAT is insolvent, as defined under R.C. 3903.01(K) and because there are no assets with which to pay creditors, it is in such hazardous financial condition that further attempts at rehabilitation would be futile. Pursuant to R.C. 3903.16(A) and R.C. 3903.17 it is essential that BCEBAT be placed in a No Asset Liquidation proceeding without further delay so that the Liquidator can move to close the estate as quickly as possible for the protection of members, creditors and the public at large.

FURTHER AFFIANT SAYETH NAUGHT.

  
James M. Young  
Deputy Rehabilitator  
Office of the Ohio Insurance Liquidator

Personally appeared before me, the aforesaid James M. Young, who swore to the truth of the foregoing Affidavit on the 28<sup>th</sup> day of January, 2008.

  
Notary Public



**KIM H. FINLEY**  
Attorney At Law  
Notary Public, State of Ohio  
My Commission Has No Expiration Date  
Section 147.03 R.C.

**Builders and Contractors Employee Benefit  
Association Trust , In Rehabilitation (BCEBAT)  
Monthly Variance Report  
December 31, 2006 through December 31, 2007**

	Dec 31, 06	Jan. 31, 07	Increase (Decrease) Monthly Net Change	Feb. 28, 07	Increase (Decrease) Monthly Net Change
<b>ASSETS</b>					
<b>Current Assets</b>					
Checking/Savings					
100 · BANK					
Total 100 · BANK	<u>301,514.33</u>	<u>290,193.04</u>	<u>(11,321.29)</u>	<u>282,959.12</u>	<u>(7,233.92)</u>
Total Checking/Savings	301,514.33	290,193.04	11,321.29	282,959.12	(7,233.92)
Other Current Assets					
Total 120 · RECEIVABLES	<u>731,039.20</u>	<u>731,039.20</u>	<u>0.00</u>	<u>731,039.20</u>	<u>0.00</u>
Total Other Current Assets	731,039.20	731,039.20	0.00	731,039.20	0.00
<b>Total Current Assets</b>	<u>1,032,553.53</u>	<u>1,021,232.24</u>	<u>(11,321.29)</u>	<u>1,013,998.32</u>	<u>(7,233.92)</u>
<b>Fixed Assets</b>					
Total 200 · FIXED ASSETS	<u>1,958.35</u>	<u>1,958.35</u>	<u>0.00</u>	<u>1,958.35</u>	<u>0.00</u>
<b>Total Fixed Assets</b>	1,958.35	1,958.35	0.00	1,958.35	0.00
<b>TOTAL ASSETS</b>	<u>1,034,511.88</u>	<u>1,023,190.59</u>	<u>(11,321.29)</u>	<u>1,015,956.67</u>	<u>(7,233.92)</u>
<b>LIABILITIES &amp; EQUITY</b>					
<b>Liabilities</b>					
<b>Current Liabilities</b>					
Accounts Payable					
303 · Accounts Payable-System	183,739.08	182,206.78	(1,532.30)	182,507.38	300.60
Total Accounts Payable	183,739.08	182,206.78	(1,532.30)	182,507.38	300.60
Other Current Liabilities					
300 · CURRENT LIABILITIES					
301 · Accounts Payable	27,179.70	27,179.70	0.00	27,179.70	0.00
302 · Salaries Payable	1,339.51	1,339.51	0.00	1,339.51	0.00
312 · Estimated Health Claims-Medical	591,191.90	591,191.90	0.00	591,191.90	0.00
325 · Unpaid Claims Adj. Liab.	46,000.00	46,000.00	0.00	46,000.00	0.00
350 · Suspense	1,574.00	1,574.00	0.00	1,574.00	0.00
Total 300 · CURRENT LIABILITIES	<u>667,285.11</u>	<u>667,285.11</u>	<u>0.00</u>	<u>667,285.11</u>	<u>0.00</u>
Total Other Current Liabilities	667,285.11	667,285.11	0.00	667,285.11	0.00
<b>Total Current Liabilities</b>	<u>851,024.19</u>	<u>849,491.89</u>	<u>(1,532.30)</u>	<u>849,792.49</u>	<u>300.60</u>
<b>Total Liabilities</b>	851,024.19	849,491.89	(1,532.30)	849,792.49	300.60
<b>Equity</b>					
3900 · Retained Earnings	(836,902.20)	(836,902.20)	0.00	(836,902.20)	0.00
480 · EQUITY					
485 · Surplus	1,020,389.89	1,020,389.89	0.00	1,020,389.89	0.00
Total 480 · EQUITY	<u>1,020,389.89</u>	<u>1,020,389.89</u>	<u>0.00</u>	<u>1,020,389.89</u>	<u>0.00</u>
Net Income (Loss)	0.00	(9,788.99)	(9,788.99)	(17,323.51)	(7,534.52)
<b>Total Equity</b>	<u>183,487.69</u>	<u>173,698.70</u>	<u>(9,788.99)</u>	<u>166,164.18</u>	<u>(7,534.52)</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u>1,034,511.88</u>	<u>1,023,190.59</u>	<u>(11,321.29)</u>	<u>1,015,956.67</u>	<u>(7,233.92)</u>

**Builders and Contractors Employee Benefit  
Association Trust , In Rehabilitation (BCEBAT)  
Monthly Variance Report  
December 31, 2006 through December 31, 2007**

	Increase (Decrease) Monthly Net Change	Increase (Decrease) Monthly Net Change	Increase (Decrease) Monthly Net Change	Increase (Decrease) Monthly Net Change
	Mar. 31, 07	Apr. 30, 07	May 31, 07	May 31, 07
<b>ASSETS</b>				
<b>Current Assets</b>				
<b>Checking/Savings</b>				
100 · BANK				
<b>Total 100 · BANK</b>	<b>276,214.05</b>	<b>(6,745.07)</b>	<b>263,051.33</b>	<b>(13,162.72)</b>
	276,214.05	(6,745.07)	263,051.33	(13,162.72)
				197,072.22
<b>Total Checking/Savings</b>				
	276,214.05	(6,745.07)	263,051.33	(13,162.72)
				197,072.22
<b>Other Current Assets</b>				
<b>Total 120 · RECEIVABLES</b>	731,039.20	0.00	731,039.20	0.00
	731,039.20	0.00	731,039.20	0.00
				731,039.20
<b>Total Other Current Assets</b>				
	731,039.20	0.00	731,039.20	0.00
				731,039.20
<b>Total Current Assets</b>				
	1,007,253.25	(6,745.07)	994,090.53	(13,162.72)
				928,111.42
<b>Fixed Assets</b>				
<b>Total 200 · FIXED ASSETS</b>	1,713.52	(244.83)	1,631.91	(81.61)
	1,713.52	(244.83)	1,631.91	(81.61)
				1,550.30
<b>Total Fixed Assets</b>				
	1,713.52	(244.83)	1,631.91	(81.61)
				1,550.30
<b>TOTAL ASSETS</b>				
	<b>1,008,966.77</b>	<b>(6,989.90)</b>	<b>995,722.44</b>	<b>(13,244.33)</b>
				<b>929,661.72</b>
<b>LIABILITIES &amp; EQUITY</b>				
<b>Liabilities</b>				
<b>Current Liabilities</b>				
<b>Accounts Payable</b>				
303 · Accounts Payable-System	182,651.38	144.00	186,917.46	4,266.08
<b>Total Accounts Payable</b>	182,651.38	144.00	186,917.46	4,266.08
				185,668.28
<b>Other Current Liabilities</b>				
<b>300 · CURRENT LIABILITIES</b>				
301 · Accounts Payable	27,179.70	0.00	27,179.70	0.00
302 · Salaries Payable	1,339.51	0.00	1,339.51	0.00
312 · Estimated Health Claims-Medical	591,191.90	0.00	591,191.90	0.00
325 · Unpaid Claims Adj. Liab.	46,000.00	0.00	46,000.00	0.00
350 · Suspense	1,574.00	0.00	1,574.00	0.00
<b>Total 300 · CURRENT LIABILITIES</b>	667,285.11	0.00	667,285.11	0.00
	667,285.11	0.00	667,285.11	0.00
				667,285.11
<b>Total Other Current Liabilities</b>				
	667,285.11	0.00	667,285.11	0.00
				667,285.11
<b>Total Current Liabilities</b>				
	849,936.49	144.00	854,202.57	4,266.08
				852,953.39
<b>Total Liabilities</b>				
	849,936.49	144.00	854,202.57	4,266.08
				852,953.39
<b>Equity</b>				
3900 · Retained Earnings	(836,902.20)	0.00	(836,902.20)	0.00
<b>480 · EQUITY</b>				
485 · Surplus	1,020,389.89	0.00	1,020,389.89	0.00
<b>Total 480 · EQUITY</b>	1,020,389.89	0.00	1,020,389.89	0.00
	1,020,389.89	0.00	1,020,389.89	0.00
				1,020,389.89
<b>Net Income (Loss)</b>				
	(24,457.41)	(7,133.90)	(41,967.82)	(17,510.41)
	(24,457.41)	(7,133.90)	(41,967.82)	(17,510.41)
				(106,779.36)
<b>Total Equity</b>				
	159,030.28	(7,133.90)	141,519.87	(17,510.41)
				76,708.33
<b>TOTAL LIABILITIES &amp; EQUITY</b>				
	<b>1,008,966.77</b>	<b>(6,989.90)</b>	<b>995,722.44</b>	<b>(13,244.33)</b>
				<b>929,661.72</b>

**Builders and Contractors Employee Benefit  
Association Trust , In Rehabilitation (BCEBAT)  
Monthly Variance Report  
December 31, 2006 through December 31, 2007**

	Increase (Decrease) Monthly Net Change		Increase (Decrease) Monthly Net Change		Increase (Decrease) Monthly Net Change	
		June 30, 07		July 31, 07		
<b>ASSETS</b>						
<b>Current Assets</b>						
<b>Checking/Savings</b>						
100 · BANK						
Total 100 · BANK	(65,979.11)	180,660.82	(16,411.40)	175,224.27	(5,436.55)	
Total Checking/Savings	(65,979.11)	180,660.82	(16,411.40)	175,224.27	(5,436.55)	
<b>Other Current Assets</b>						
Total 120 · RECEIVABLES	0.00	731,039.20	0.00	731,039.20	0.00	
Total Other Current Assets	0.00	731,039.20	0.00	731,039.20	0.00	
Total Current Assets	(65,979.11)	911,700.02	(16,411.40)	906,263.47	(5,436.55)	
<b>Fixed Assets</b>						
Total 200 · FIXED ASSETS	(81.61)	1,468.69	(81.61)	1,387.08	(81.61)	
Total Fixed Assets	(81.61)	1,468.69	(81.61)	1,387.08	(81.61)	
<b>TOTAL ASSETS</b>	<b>(66,060.72)</b>	<b>913,168.71</b>	<b>(16,493.01)</b>	<b>907,650.55</b>	<b>(5,518.16)</b>	
<b>LIABILITIES &amp; EQUITY</b>						
<b>Liabilities</b>						
<b>Current Liabilities</b>						
<b>Accounts Payable</b>						
303 · Accounts Payable-System	(1,249.18)	186,184.45	516.17	183,232.06	(2,952.39)	
Total Accounts Payable	(1,249.18)	186,184.45	516.17	183,232.06	(2,952.39)	
<b>Other Current Liabilities</b>						
<b>300 · CURRENT LIABILITIES</b>						
301 · Accounts Payable	0.00	27,179.70	0.00	27,179.70	0.00	
302 · Salaries Payable	0.00	1,339.51	0.00	1,339.51	0.00	
312 · Estimated Health Claims-Medical	0.00	591,191.90	0.00	591,191.90	0.00	
325 · Unpaid Claims Adj. Liab.	0.00	46,000.00	0.00	46,000.00	0.00	
350 · Suspense	0.00	1,574.00	0.00	1,574.00	0.00	
Total 300 · CURRENT LIABILITIES	0.00	667,285.11	0.00	667,285.11	0.00	
Total Other Current Liabilities	0.00	667,285.11	0.00	667,285.11	0.00	
Total Current Liabilities	(1,249.18)	853,469.56	516.17	850,517.17	(2,952.39)	
Total Liabilities	(1,249.18)	853,469.56	516.17	850,517.17	(2,952.39)	
<b>Equity</b>						
3900 · Retained Earnings	0.00	(836,902.20)	0.00	(836,902.20)	0.00	
<b>480 · EQUITY</b>						
485 · Surplus	0.00	1,020,389.89	0.00	1,020,389.89	0.00	
Total 480 · EQUITY	0.00	1,020,389.89	0.00	1,020,389.89	0.00	
Net Income (Loss)	(64,811.54)	(123,788.54)	(17,009.18)	(126,354.31)	(2,565.77)	
Total Equity	(64,811.54)	59,699.15	(17,009.18)	57,133.38	(2,565.77)	
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>(66,060.72)</b>	<b>913,168.71</b>	<b>(16,493.01)</b>	<b>907,650.55</b>	<b>(5,518.16)</b>	

**Builders and Contractors Employee Benefit  
Association Trust , In Rehabilitation (BCEBAT)  
Monthly Variance Report  
December 31, 2006 through December 31, 2007**

	Aug. 31, 07	Increase (Decrease) Monthly Net Change	Sept. 30, 07	Increase (Decrease) Monthly Net Change	Oct. 31, 07
<b>ASSETS</b>					
<b>Current Assets</b>					
<b>Checking/Savings</b>					
100 · BANK					
<b>Total 100 · BANK</b>	<b>169,282.31</b>	<b>(5,941.96)</b>	<b>158,508.17</b>	<b>(10,774.14)</b>	<b>148,981.20</b>
<b>Total Checking/Savings</b>	169,282.31	(5,941.96)	158,508.17	(10,774.14)	148,981.20
<b>Other Current Assets</b>					
<b>Total 120 · RECEIVABLES</b>	<b>729,313.44</b>	<b>(1,725.76)</b>	<b>729,313.44</b>	<b>0.00</b>	<b>729,023.85</b>
<b>Total Other Current Assets</b>	729,313.44	(1,725.76)	729,313.44	0.00	729,023.85
<b>Total Current Assets</b>	898,595.75	(7,667.72)	887,821.61	(10,774.14)	878,005.05
<b>Fixed Assets</b>					
<b>Total 200 · FIXED ASSETS</b>	<b>1,305.47</b>	<b>(81.61)</b>	<b>1,223.86</b>	<b>(81.61)</b>	<b>1,142.25</b>
<b>Total Fixed Assets</b>	1,305.47	(81.61)	1,223.86	(81.61)	1,142.25
<b>TOTAL ASSETS</b>	<b>899,901.22</b>	<b>(7,749.33)</b>	<b>889,045.47</b>	<b>(10,855.75)</b>	<b>879,147.30</b>
<b>LIABILITIES &amp; EQUITY</b>					
<b>Liabilities</b>					
<b>Current Liabilities</b>					
<b>Accounts Payable</b>					
303 · Accounts Payable-System	183,232.06	0.00	183,232.06	0.00	183,443.43
<b>Total Accounts Payable</b>	<b>183,232.06</b>	<b>0.00</b>	<b>183,232.06</b>	<b>0.00</b>	<b>183,443.43</b>
<b>Other Current Liabilities</b>					
<b>300 · CURRENT LIABILITIES</b>					
301 · Accounts Payable	27,179.70	0.00	27,179.70	0.00	281.20
302 · Salaries Payable	1,339.51	0.00	1,339.51	0.00	1,339.51
312 · Estimated Health Claims-Medical	591,191.90	0.00	591,191.90	0.00	591,191.90
325 · Unpaid Claims Adj. Liab.	46,000.00	0.00	46,000.00	0.00	46,000.00
350 · Suspense	1,574.00	0.00	1,574.00	0.00	1,574.00
<b>Total 300 · CURRENT LIABILITIES</b>	<b>667,285.11</b>	<b>0.00</b>	<b>667,285.11</b>	<b>0.00</b>	<b>640,386.61</b>
<b>Total Other Current Liabilities</b>	667,285.11	0.00	667,285.11	0.00	640,386.61
<b>Total Current Liabilities</b>	850,517.17	0.00	850,517.17	0.00	823,830.04
<b>Total Liabilities</b>	850,517.17	0.00	850,517.17	0.00	823,830.04
<b>Equity</b>					
3900 · Retained Earnings	(836,902.20)	0.00	(836,902.20)	0.00	(836,902.20)
<b>480 · EQUITY</b>					
485 · Surplus	1,020,389.89	0.00	1,020,389.89	0.00	1,020,389.89
<b>Total 480 · EQUITY</b>	<b>1,020,389.89</b>	<b>0.00</b>	<b>1,020,389.89</b>	<b>0.00</b>	<b>1,020,389.89</b>
<b>Net Income (Loss)</b>	<b>(134,103.64)</b>	<b>(7,749.33)</b>	<b>(144,959.39)</b>	<b>(10,855.75)</b>	<b>(128,170.43)</b>
<b>Total Equity</b>	49,384.05	(7,749.33)	38,528.30	(10,855.75)	55,317.26
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>899,901.22</b>	<b>(7,749.33)</b>	<b>889,045.47</b>	<b>(10,855.75)</b>	<b>879,147.30</b>

**Builders and Contractors Employee Benefit  
Association Trust , In Rehabilitation (BCEBAT)  
Monthly Variance Report  
December 31, 2006 through December 31, 2007**

	Increase (Decrease) Monthly Net Change	Nov. 30, 07	Increase (Decrease) Monthly Net Change	Dec. 31, 07	Increase (Decrease) Monthly Net Change
<b>ASSETS</b>					
<b>Current Assets</b>					
<b>Checking/Savings</b>					
100 · BANK					
<b>Total 100 · BANK</b>	<b>(9,526.97)</b>	<b>155,953.42</b>	<b>6,972.22</b>	<b>137,815.91</b>	<b>(18,137.51)</b>
<b>Total Checking/Savings</b>	(9,526.97)	155,953.42	6,972.22	137,815.91	(18,137.51)
<b>Other Current Assets</b>					
<b>Total 120 · RECEIVABLES</b>	(289.59)	701,556.91	(27,466.94)	0.00	(701,556.91)
<b>Total Other Current Assets</b>	(289.59)	701,556.91	(27,466.94)	0.00	(701,556.91)
<b>Total Current Assets</b>	(9,816.56)	857,510.33	(20,494.72)	137,815.91	(719,694.42)
<b>Fixed Assets</b>					
<b>Total 200 · FIXED ASSETS</b>	(81.61)	1,060.64	(81.61)	979.03	(81.61)
<b>Total Fixed Assets</b>	(81.61)	1,060.64	(81.61)	979.03	(81.61)
<b>TOTAL ASSETS</b>	<b>(9,898.17)</b>	<b>858,570.97</b>	<b>(20,576.33)</b>	<b>138,794.94</b>	<b>(719,776.03)</b>
<b>LIABILITIES &amp; EQUITY</b>					
<b>Liabilities</b>					
<b>Current Liabilities</b>					
<b>Accounts Payable</b>					
303 · Accounts Payable-System	211.37	180,341.93	(3,101.50)	182,450.77	261.34
<b>Total Accounts Payable</b>	211.37	180,341.93	(3,101.50)	182,450.77	261.34
<b>Other Current Liabilities</b>					
300 · CURRENT LIABILITIES					
301 · Accounts Payable	(26,898.50)	281.20	0.00	14,913.28	16,479.58
302 · Salaries Payable	0.00	1,339.51	0.00	1,066.32	(273.19)
312 · Estimated Health Claims-Medical	0.00	686,237.86	95,045.96	686,237.86	0.00
325 · Unpaid Claims Adj. Liab.	0.00	0.00	(46,000.00)	0.00	0.00
350 · Suspense	0.00	0.00	(1,574.00)	0.00	0.00
<b>Total 300 · CURRENT LIABILITIES</b>	(26,898.50)	687,858.57	47,471.96	702,217.46	16,206.39
<b>Total Other Current Liabilities</b>	(26,898.50)	687,858.57	47,471.96	704,064.96	16,206.39
<b>Total Current Liabilities</b>	(26,687.13)	868,200.50	44,370.46	884,668.23	16,467.73
<b>Total Liabilities</b>	(26,687.13)	868,200.50	44,370.46	884,668.23	16,467.73
<b>Equity</b>					
3900 · Retained Earnings	0.00	(836,902.20)	0.00	(836,902.20)	0.00
480 · EQUITY					
485 · Surplus	0.00	1,020,389.89	0.00	1,020,389.89	0.00
<b>Total 480 · EQUITY</b>	0.00	1,020,389.89	0.00	1,020,389.89	0.00
<b>Net Income (Loss)</b>	16,788.96	(193,117.22)	(64,946.79)	(929,360.98)	(736,243.76)
<b>Total Equity</b>	16,788.96	(9,629.53)	(64,946.79)	(745,873.29)	(736,243.76)
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>(9,898.17)</b>	<b>858,570.97</b>	<b>(20,576.33)</b>	<b>138,794.94</b>	<b>(719,776.03)</b>

**Builders and Contractors Employee Benefit  
Association Trust , In Rehabilitation (BCEBAT)  
Monthly Variance Report  
December 31, 2006 through December 31, 2007**

	<b>Increase (Decrease)</b>
	<u>YTD - Change</u>
<b>ASSETS</b>	
<b>Current Assets</b>	
Checking/Savings	
100 · BANK	
Total 100 · BANK	<u>(163,698.42)</u>
Total Checking/Savings	(163,698.42)
Other Current Assets	
Total 120 · RECEIVABLES	<u>(731,039.20)</u>
Total Other Current Assets	<u>(731,039.20)</u>
Total Current Assets	(894,737.62)
Fixed Assets	
Total 200 · FIXED ASSETS	<u>(979.32)</u>
Total Fixed Assets	<u>(979.32)</u>
<b>TOTAL ASSETS</b>	<u><u>(895,716.94)</u></u>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts Payable	
303 · Accounts Payable-System	<u>(3,135.81)</u>
Total Accounts Payable	(3,135.81)
Other Current Liabilities	
300 · CURRENT LIABILITIES	
301 · Accounts Payable	(10,418.92)
302 · Salaries Payable	(273.19)
312 · Estimated Health Claims-Medical	95,045.96
325 · Unpaid Claims Adj. Liab.	(46,000.00)
350 · Suspense	<u>(1,574.00)</u>
Total 300 · CURRENT LIABILITIES	<u>36,779.85</u>
Total Other Current Liabilities	<u>36,779.85</u>
Total Current Liabilities	<u>33,644.04</u>
Total Liabilities	33,644.04
Equity	
3900 · Retained Earnings	0.00
480 · EQUITY	
485 · Surplus	<u>0.00</u>
Total 480 · EQUITY	0.00
Net Income (Loss)	<u>(929,360.98)</u>
Total Equity	<u>(929,360.98)</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>(895,716.94)</u></u>

**BUILDERS & CONTRACTORS EMPLOYEE BENEFIT ASSOCIATION TRUST  
NOTICE OF FILING OF  
MOTION FOR NO ASSET LIQUIDATION  
ON MARCH 7, 2008**

**MOTION FOR NO ASSET LIQUIDATION ORDER**

On March 7, 2008, pursuant to O.R.C. 3903.16(A), Ohio Superintendent of Insurance Mary Jo Hudson, in her capacity as Rehabilitator of Builders & Contractors Employee Benefit Association Trust ("BCEBAT") filed a Motion for an Order of No Asset Liquidation of BCEBAT with the Court of Common Pleas, Franklin County, Ohio (the "Liquidation Court"). The Rehabilitator filed the Motion because further actions to rehabilitate BCEBAT were futile due to a lack of assets and continuing the rehabilitation would increase the risk of loss to creditors, members, and the public.

The Motion requests of the Court to: (1) declare BCEBAT insolvent and without assets to pay any claimants other than administrative expenses to close the estate and appoint Liquidator (2) waive Notice of the Order of Liquidation due to a lack of funds; (3) permanently enjoined all persons from instituting or continuing to prosecute any civil action or claim against the Liquidator, BCEBAT, its members or any of those who used BCEBAT benefit coverage and (4) direct the Liquidator to move quickly to close BCEBAT upon obtaining a federal release.

Due to the dire financial condition of BCEBAT, it is anticipated that the Court will sign the Order for Liquidation.

**NO FURTHER NOTICE REGARDING LIQUIDATION OF BCEBAT**

Pursuant to the Liquidation Court's Order, this Notice of Filing of the Motion for the No Asset Liquidation of BCEBAT will be the only notice issued by the Liquidator regarding the liquidation of BCEBAT due to insufficient funds to provide further notice. You may obtain additional information regarding the issuance of the BCEBAT Liquidation Order by the Liquidation Court by visiting the Liquidator's website at [www.ohinsliq.com](http://www.ohinsliq.com) and viewing the information posted regarding the BCEBAT liquidation, or by contacting the Office of the Ohio Insurance Liquidator in writing at 1366 Dublin Road, Columbus, OH 43215 or by phone at (614) 487-9200.

Because the Liquidation Court will find that there are no assets available for distribution to claimants when it issues the BCEBAT Liquidation Order, the Liquidator will not issue Proof of Claim forms or accept claims against the BCEBAT estate. Should the status of the estate change, you will be notified and allowed at that time to file a claim. It is not anticipated that this will occur.