

**FILED IN DISTRICT COURT
OKLAHOMA COUNTY**

**IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA**

MAR - 3 2016

TIM RHODES
COURT CLERK

STATE OF OKLAHOMA, ex rel. JOHN D.)
 DOAK, Insurance Commissioner)
)
 Plaintiff,)
)
 v.)
)
 RED ROCK INSURANCE COMPANY,)
 a licensed insurer in the State of Oklahoma,)
)
 Defendant.)

30 _____

Case No. CJ-2014-4353

**ORDER APPROVING IN PART RECEIVER'S SECOND REPORT ON CLAIMS
EVALUATION AND CONFIRMING RECEIVER'S RECOMMENDATIONS**

On this 3rd day of March, 2016, comes on for consideration the Receiver's Second Report on Claims Evaluation and Request for Confirmation of Receiver's Recommendations filed on December 22, 2015 ("Receiver's Second Report"). The Receiver was present through counsel, Jason A. Reese, of the law firm of Meyer, Leonard & Edinger, PLLC, and no one appears in opposition. Having examined the Receiver's Second Report, the Court finds as follows:

1. The Receiver's Second Report informs the Court that 84 Class 3 claims, 13 Class 5 claims, 21 Class 6 claims, and 2 untimely-filed claims are ready for adjudication.
2. One timely objection was filed to the Receiver's Second Report (POC No. 1065, filed by The Surety & Fidelity Association of America). The Court by separate Order has provided for a briefing and hearing schedule with respect to POC No. 1065.
3. The Receiver withdrew its recommendation for POC No. 1304 filed by Foley & Lardner, PLLC.

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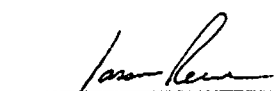
4. The FDIC, as Receiver for various banking institutions, requested and was granted an extension of time to file an objection to 23 claims recommended for denial in the Receiver's Second Report. By separate Order, the Court granted the FDIC until March 7, 2016, to file its objections.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the Receiver's Second Report and the recommendations made therein are hereby approved, excluding with respect to POC Nos. 1065, 1304, and the 23 claims filed by the FDIC addressed in the Receiver's Second Report, which shall be adjudicated by separate Order(s).

IT IS SO ORDERED this 3rd day of March, 2016.

THOMAS E. PRINCE
THE HONORABLE THOMAS E. PRINCE
JUDGE OF THE DISTRICT COURT

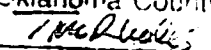
Approved as to form:



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OKLAHOMA, EX REL.
JOHN DOAK, INSURANCE
COMMISSIONER**

**CERTIFIED COPY
AS FILED OF RECORD
IN DISTRICT COURT**

MAR - 3 2016

TIM RHODES, Clerk
Oklahoma County


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CERTIFICATE OF SERVICE

This is to certify that on March 3rd, 2016, a true and correct copy of this pleading was mailed first class, U.S. Mail, to:

<p>Rachel Lawrence Mor, OBA#1140 Dan M. Peters, OBA#7073 3037 N.W. 63rd Street, Suite 205 Oklahoma City, OK 73116 <i>Attorneys for BancInsure, Inc., now known as Red Rock Insurance Company</i></p> <p>Robert Nance George Emerson Riggs, Abney, Neal, Turpen Orbison & Lewis 528 N.W. 12th Street Oklahoma City, OK 73103</p> <p>Julie Meaders Susan Dobbins Oklahoma Insurance Department 3625 N.W. 56th Street, Suite 101 Oklahoma City, OK 73112 <i>Attorneys for Insurance Commissioner</i></p> <p>J. Angela Ables Ker, Irvine, Rhodes & Ables, P.C. 201 Robert S. Kerr Ave., Suite 600 Oklahoma City, OK 73102 <i>Attorney for Red Rock Ins. Co.</i></p> <p>David L. Bryant Thomas W. Gruber GABLEGOTWALS One Leadership Square, 15th Floor 211 North Robinson Oklahoma City, OK 73102 <i>Attorneys for Federal Deposit Insurance Corporation</i></p>	<p>Warren F. Bickford Terry W. Tippens Fellers Snider Blankenship Bailey & Tippens, P.C. 100 N. Broadway, Suite 1700 Oklahoma City, OK 73102 <i>Attorneys for Red Rock Holdings Group, LLC and Scott Hartman</i></p> <p>Nester Romero Assistant Receiver Regulatory Consultants, Inc. 10433 Montgomery Parkway Loop, NE Albuquerque, NM 87111</p> <p>Debra Crowe Oklahoma Receivership Office, Inc. Three Corporate Plaza 3613 N.W. 56th Street, Suite 330 Oklahoma City, OK 73112</p> <p>Larry Fitch Oklahoma Property & Casualty Insurance Guaranty Association 2601 NW Expressway, Suite 330E Oklahoma City, OK 73112</p> <p>Andrew M. Reidy Catherine Serafin Michael M. McGaughey Courtney E. Alvarez LOWENSTEIN SANDLER LLP 2200 Pennsylvania Avenue NW Washington, D.C. 20037 <i>Attorneys for Federal Deposit Insurance Corporation</i></p>
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<p>John T. Palter Palter Stokley Sims PLLC 8115 Preston Road, Suite 600 Dallas, TX 75225 <i>Attorney for Zahara A. Makhani, Trustee of the AZM Trust, et. al.</i></p>	<p>Ryan Allen 427 S. Boston Ave., Suite 520 Tulsa, OK 74104 <i>Attorney for Zahara A. Makhani, Trustee of the AZM Trust, et. al.</i></p>
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Jason A. Reese

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