

NO. D-1-GV-08-000050

STATE OF TEXAS,	§	IN THE DISTRICT COURT OF
Plaintiff	§	
VS.	§	TRAVIS COUNTY, TEXAS
	§	
WEBB COUNTY TITLE	§	
& ABSTRACT COMPANY, INC.,	§	201st JUDICIAL DISTRICT
Defendant		

APPLICATION TO PROVIDE NOTICE OF LIQUIDATION, SET CLAIMS FILING DEADLINE, AND ESTABLISH A CLAIMS PROCESSING PROCEDURE

To the Honorable District Court:

Comes now Cantilo & Bennett, L.L.P., Special Deputy Receiver of Webb County Title & Abstract Company, Inc. (the “SDR” and “WCTA” respectively), and files this *Application to Provide Notice of Liquidation, Set Claims Filing Deadline, and Establish a Claims Processing Procedure* (the “Application”).

I. INTRODUCTION

1. This Application is filed pursuant to TEX. INS. CODE ANN. §443.155 seeking Receivership Court authority for the SDR to provide notice of the liquidation to potential claimants against the estate, to establish a deadline by which all claims must be filed, to approve the form of the proofs of claim, and to process such claims that are filed.

II. BACKGROUND

2. WCTA was placed in receivership in this proceeding on January 11, 2008. The Court entered an Agreed Order Appointing Liquidator and Permanent Injunction on January 11, 2008 appointing the Texas Commissioner of Insurance as Permanent Receiver. The Receiver designated Cantilo & Bennett, L.L.P., as SDR of Webb County effective as of May 2, 2008.

3. WCTA was declared an “impaired agent” on January 11, 2008. As of that date, the Texas Title Insurance Guaranty Association (“TTIGA”) became responsible for the payment of “covered claims” as defined by Chapter 2602 of the Insurance Code. On April 24, 2008, this Court entered an order granting the TTIGA’s application for the transfer of escrow funds and request for claims filing deadline. See Ex. A. The court established October 14, 2008 as the deadline to file claims with TTIGA.

4. WCTA was a title insurance agency with its offices in Laredo, Webb County, Texas. Its insolvency is directly related to the embezzlement of trust and other funds. WCTA is not an insurance company; it acted as an agent for several solvent title insurance companies. The title insurance companies continue to process and pay claims on title insurance policies issued by WCTA. As an agency, WCTA did not have any reserves, any reinsurance or any significant assets. Pursuant to this court’s order of April 24, 2008, the SDR has transferred all escrow funds to the TTIGA. As of the date of this Application, the Statement of Assets reflects \$21,361 in cash/liquid assets. See Ex. B. Administration of the estate has largely been financed by loans by the Department of Insurance from the Abandoned Property Fund in accordance with Tex. Ins. Code §443.304(c).

5. The subject matter of this Application has been referred to the Special Master appointed in this proceeding in accordance with Paragraph III of the Order of Reference to Master entered on April 10, 2008.

III. RELIEF SOUGHT

A. NOTICE OF LIQUIDATION AND CLAIM FILING DEADLINE

6. Section 443.155 requires that the SDR give or cause to be given notice of the entry of the order of liquidation by first class mail *or electronic means* to guaranty associations, agents, all

persons or entities known or reasonably expected to have claims against the insurer, and all state and federal agencies with an interest in the proceeding. The SDR has reviewed the books and records of WCTA to ascertain what persons may have a claim against WCTA and proposes to provide notice in the manner described below.

Electronic Notice to Known Claimants

7. At the time of receivership, WCTA had no obligations that were covered under policies of insurance. Instead, as an agency, it has only non-policy claimants such as vendors, creditors, taxing and regulatory authorities. The SDR proposes to give notice of the liquidation and claims filing deadline by email to agents, brokers or producers and all persons or entities known or reasonably expected to have a claim against the insurer in the form set out in the attached Exhibit C aside from escrow claimants who have been noticed by TTIGA. The SDR requests that a claim for escrow funds filed with TTIGA constitutes filing with the WCTA receivership estate for the purpose of fixing rights to claims that may exceed the TTIGA statutory limits. TTIGA will provide the SDR with a list of claims, including the amounts claimed, on a regular basis in order for the SDR to maintain an updated claims record.

8. The SDR requests that this Court approve the manner of notice as described above. The SDR submits that the costs of mailing the notice of known claimants is not in the best interests of the estate and would only serve to deplete the very limited resources of the estate. It is unlikely that any claimant with a priority of Class 2 or below will receive any distribution. The SDR further requests that this Court find that the emailing of notice in such manner constitutes prima facie evidence of receipt by the recipient to whom the notice is addressed.

Notice to Guaranty Association

9. TTIGA will have claims against the receivership estate for certain expenses and claims payments. TEX. INS. CODE ANN. §443.252(d) provides that an IGA may submit a single POC combining all claims and related administrative expenses. The SDR proposes that the notice and POC form attached as Exhibit C, or a substantially similar form, be provided by email to TTIGA.

Notice by Publication

10. In order to provide notice to parties who do not have email addresses or may have changed addresses as well as notice to unknown parties who may have claims against WCTA, the SDR proposes to publish notice of the appointment of a receiver and the liquidation, the claims filing deadline, and notice procedures at least once in newspaper of general circulation in Laredo, Texas. The SDR requests the Court enter an order authorizing the SDR to notice claimants as described herein and deeming that such notice by publication to unknown claimants and to parties with changed addresses is sufficient to comply with the notice provisions of the Insurance Receivership Act.

Internet Notice

11. In order to facilitate communication with claimants and other interested persons, the SDR proposes to post all notices, claims filing information, POC forms and other relevant information on the SDR's website at <http://www.webbcountytitlesdr.com>.

Late Claims

12. The SDR proposes to comply with the statutory requirements for late claims under the Insurance Receivership Act and requests the Court to so order.

Additional Notice

13. The SDR reserves the right to issue additional notice if, in its sole discretion with approval from the Receiver, it finds there are additional assets to distribute.

Form of Notice and POC

14. Section 443.155 requires that a proof of claim must be in a form designated by the SDR. As described above, the SDR proposes to use the Instructions and POC form attached to this Application as Exhibit C. The SDR requests this Court to approve the notices and claim forms that are attached as Exhibit C or forms that are substantially similar.

B. CLAIMS PROCESSING

Referral of Claims

15. The SDR shall refer all claims that may be “covered claims” to TTIGA for processing.

Claims Filing Deadline

16. In accordance with Section 443.155, this Court shall specify a period of time within which all proofs of claim (“POCs”) must be filed. The SDR requests that this Court set a claims filing deadline of **October 14, 2008**, requiring that all POCs be received at the address designated by the SDR on or before 11:59 p.m. C.D.T. on that date. October 14, 2008 is also the deadline to file claims with TTIGA, and establishing the same deadline will avoid confusion among the different groups of creditors. All POCs submitted after the claims filing deadline shall be barred from sharing in the assets of the estate, if any, until after all timely filed claims have been paid in full.

Processing Claims

17. The SDR seeks authority to process POCs under the provisions of the Insurance Receivership Act. The statute requires the SDR to pay each class of creditors in full or retain

adequate funds for such payment before paying any other class of creditors. TEX. INS. CODE ANN §443.301(a).

Processing Class 1 and Class 2 Claims

18. The SDR proposes to adjudicate all claims with a priority of Class 1 and Class 2 under TEX. INS. CODE ANN § 443.301 (a) (b) in the manner specified in TEX. INS. CODE ANN. § 443.253. It is unlikely that the estate will be able to pay its Class 1 claims in full. WCTA was not an insurance company and, accordingly, does not have any policyholder claims. TTIGA shall be the sole Class 2 claimant.

Class 3 and Lower Class Claims

19. In order to preserve the very limited assets of this estate, the SDR proposes that it not be required to adjudicate claims with a priority of Class 3 or lower. Section 443.253(k) provides that “[t]he liquidator is not required to process claims for any class until it appears reasonably likely that property will be available for a distribution to that class. If there are insufficient assets to justify processing all claims for any class listed in § 443.301, the liquidator shall report the facts to the receivership court and make such recommendations as may be appropriate for handling the remainder of the claims.” Until such time as the SDR reasonably believes that there may be sufficient assets to pay all Class 2 claims in full, the SDR proposes to classify all claims with a priority of Class 3 or lower, notify the claimant of the classification and take no further action.

Late Claims

20. The SDR shall comply with the provisions of Chapter 443 regarding late claims.

IV. NOTICE

21. Pursuant to § 443.007(d), this Application has been served on the entire service list for

this proceeding, including TTIGA, in the manner shown on the Certificate of Service. Service of the Application and the Notice of Submission complies with § 443.303(e).

V. OFFER OF PROOF

22. Cantilo & Bennett, L.L.P., as Special Deputy Receiver, through its authorized representative, Susan Salch, submits its certificate pursuant to § 443.017(b) verifying the statements in this Application and authenticating the attached exhibits.

VI. CONCLUSION

23. The SDR requests that this Court approve this Application.

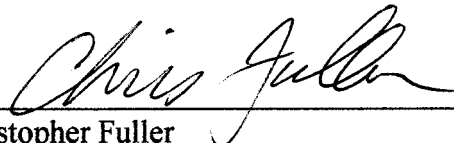
VII. PRAYER

WHEREFORE, PREMISES CONSIDERED, the SDR respectfully requests that this Court enter an Order:


1. Approving this *Application* in all respects;
2. Approving the manner and form of notice of liquidation and the opportunity to file claims set out in the *Application*;
3. Approving the proof of claim forms set out in the *Application*;
4. Approving the SDR's proposal concerning the processing of proofs of claim set out in the *Application*;
5. Authorizing the SDR to e-mail the Notice and Proof of Claim form to the known claimants identified from review of the electronic and physical records of WCTA, and finding that the e-mailing of the notice in such a manner constitutes prima facie evidence of receipt of notice;

6. Authorizing the SDR to provide notice by publication to unknown claimants and finding that the publication in such manner constitutes prima facie evidence of receipt of notice;
7. Approving the SDR's plan for addressing late claims as set out in the *Application*;
8. Establishing a claims filing deadline of 11:59 p.m. C.D.T, October 14, 2008;
9. Granting the SDR such other and further relief to which it may be justly entitled.

Respectfully submitted,

By: 
Christopher Fuller
Texas Bar No. 07515500
4612 Ridge Oak Drive
Austin, Texas 78731
Tel. (512) 470-9544
Fax. (512) 374-0957
cfuller@fullerlaw.org
Attorney for Cantilo & Bennett, L.L.P.,
Special Deputy Receiver of Webb County Title &
Abstract Company, Inc.

And

By: 
Jo Ann Howard
Texas Bar No. 10072310
Jo Ann Howard & Associates, P.C.
P.O. Box 160130
Austin, Texas 78716
Tel. (512) 791-0911
Fax (512) 329-6612
iamanrd3@aol.com
Attorney for Cantilo & Bennett, L.L.P.,
Special Deputy Receiver of Webb County Title &
Abstract Company, Inc.

CERTIFICATE OF SERVICE

I certify that on August 11, 2008, a true and correct copy of this Application was served pursuant to the Order of Reference, the Texas Rules of Civil Procedure, and TEX. INS. CODE ANN. §§ 443.007 (d) and 443.303(e) on the following.



Chris Fuller / Jo Ann Howard

Tom Collins, Special Master
c/o Ms. Jean Sustaita
P.O. Box 149104
Mail Code 305-1D
Austin, TX 78701
Jean.Sustaita@tdi.state.tx.us

Kurt L. Lyn
Attorney for Xerox
Lam, Lyn, Robinson & Philip, P.C.
3555 Timmons Lane, Ste. 790
Houston, TX 77027
Fax (713)772-7085
klyn@llrplaw.com

H.C. Hall III
Attorney for Riverol claimants
Hall, Quintanilla & Alarcon
P.O. Box 207
Laredo, TX 78042
Tel (956)723-5527
Fax (956)723-8168
hchall@sbcglobal.net

Albert F. Muller, III
Attorney for A. F. Muller Company & La Bota Development Co, Inc.
6911 Chevy Chase Drive
Sugarland, TX 77479
Fax (281)602-4079
albertmuller@comcast.net

John Villarreal
International Bank of Commerce
P.O. Drawer 1359
Laredo, TX 78042-1359
john_villarreal@iboc.com

*Application to Provide Notice, Set Claims Filing Deadline,
and Establish Claims Processing Procedure*

Jon D. Lowe
Attorney for IBC Bank
Martin & Drought, P.C.
300 Convent St., 25th Floor
San Antonio, TX 78205
jlowe@mdtlaw.com

D. Ronald Reneker
Attorney for Fidelity National Title Insurance Company
Munsch, Hardt, Kopf & Harr, P.C.
3800 Lincoln Plaza
500 N Akard Street
Dallas, TX 75201-6659
Fax (214)978-4384
rreneker@munsch.com

Ricardo de Anda
Attorney for City of Laredo
Plaza de San Agustin
212 Flores Ave.
Laredo, TX 78040
Fax (956)726-0030
arceliap@gmail.com

R. Christopher Clark
Glast, Phillips & Murray, P.C.
219 E. Houston Street, Suite 400
San Antonio, TX 78205
Fax (210)244-4199
cclark@gpm-law.com

Carl Barto
Attorney for Raquel Gonzalez
Law Offices of Carl M. Barto
611 Hidalgo
Laredo, TX 78040
Fax (956)722-6739
cmblaw@netcorp.net

Javier Montemayor
1814 Victoria Street
Laredo, TX 78040
lawjm@sbcglobal.net

Burnie Burner
Texas Title Insurance Guaranty Association
Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C.
P.O. Box 2212
106 E. Sixth Street, Suite 300
Austin, TX 78768-2212
bburner@mws gw.com

CNA Surety/ Western Surety Company
Leann Niebuhr
P.O. Box 5077
Sioux Falls, SD 57117-5077
lea.niebuhr@cna surety.com

Jenny Jackson
Assistant Attorney General
Financial Litigation Division
P.O. Box 12548
Austin, TX 78711-2548
jennifer.jackson@oag.state.tx.us

Alamo Title Insurance
ATTN: Betsy Thompson
10010 San Pedro, Suite 440
San Antonio, TX 78216
Tel (800)292-5320
betsy.thompson@fnf.com

United General Title Insurance Company
ATTN: Sally Vettters
13750 San Pedro, Suite 715
San Antonio, TX 78232
Fax (800)204-6614
svettters@ugtic.com

Laredo FBI Field Office
ATTN: Aaron Ackland
109 Shiloh Drive, Suite 430
Laredo, TX 78045
aaron.ackland@ic.fbi.gov

Webb County District Attorney
ATTN: Veronica Molina
110 Victoria St. Suite 401
Laredo, TX 78040

*Application to Provide Notice, Set Claims Filing Deadline,
and Establish Claims Processing Procedure*

Tel (956)523-4900
Fax (956)523-5054

Roy Ibanez
Attorney for Patricia Garcia
Law Firm of Roy Ibanez
1410 Dove
McAllen, TX 78504
ribanez@ribanez.com

Ilyse Lerner
Attorney for Continental Homes of Texas, LP
Armbrust & Brown, LLP
100 Congress Avenue, Suite 1300
Austin, TX 78701
ilerner@abaustin.com

Daniel Meyers
1776 Powder Mill Road
Silver Spring, MD 20903
Fax (301)434-0157
danielmeyers@verizon.net

Internal Revenue Service
P.O. Box 145595, MC 8420G
Cincinnati, OH 45250-5595

James Lee, Jr.
Attorney for General Electric
919 Congress, Suite 1300
Austin, TX 78701
info@mcginnislaw.com

Kenneth A. Valls
Wilson, Trevino, Freed, Valls & Trevino, L.L.P.
600 San Bernardo, Suite 800
Laredo, TX 78040
kennyvalls@wtfcv.com

Anthony C. McGettric
Assistant City Attorney
City of Laredo
1110 Houston
Laredo, TX 78040
Tel (956)791-7318

*Application to Provide Notice, Set Claims Filing Deadline,
and Establish Claims Processing Procedure*

Fax (956)791-7494
amcgettric@ci.laredo.tx.us

Webb County Tax Collector
1110 Victoria St., Suite 107
P.O. Box 420128
Laredo, TX 78042
Tel (956)523-4200
Fax (956)523-5050

L.I.S.D. Tax Office
820 Main Ave.
Laredo, TX 78040
Tel (956)795-3300
Fax (956)795-3477

Sigifredo Perez, III
Kazen, Meurer & Perez, L.L.P.
P. O. Box 6237
919 Washington St.
Laredo, Texas 78042
Tel (956)712-1600
Fax (956)712-1628
sperez@kmp-law.com

Texas Workforce Commission
Regulatory Enforcement Division
101 E. 15th Street
Austin, TX 78778-0001

Angel Garrett
Texas Department of Insurance
Financial/Rehabilitation & Liquidation Oversight Division
333 Guadalupe, Mail Code 305-1D
Austin, TX 78701
Angel.Garrett@tdi.state.tx.us

Rachel Giani
Texas Department of Insurance
Financial/Rehabilitation & Liquidation Oversight Division
333 Guadalupe Mail, Code 305-1D
Austin, TX 78701
Rachel.Giani@tdi.state.tx.us

Leanne Layne
Texas Department of Insurance
Financial/Rehabilitation & Liquidation Oversight Division
333 Guadalupe, Mail Code 305-1D
Austin, TX 78701
Leanne.Layne@tdi.state.tx.us

John Walker
Texas Department of Insurance
Financial/Rehabilitation & Liquidation Oversight Division
333 Guadalupe, Mail Code 305-1D
Austin, TX 78701
John.Walker@tdi.state.tx.us

Jemie Russell
Texas Department of Insurance
Financial/Rehabilitation & Liquidation Oversight Division
333 Guadalupe, Mail Code 305-1D
Austin, TX 78701
Jemie.Russell@tdi.state.tx.us

Susan E. Salch
Cantilo & Bennett, L.L.P.
Special Deputy Receiver
11401 Century Oaks Terrace, Ste. 300
Austin, TX 78758
sesalch@cb-firm.com

Christopher Fuller
Fuller Law Group
4612 Ridge Oak Drive
Austin, TX 78731
cfuller@fullerlaw.org

Jo Ann Howard
Jo Ann Howard & Associates, P.C.
P.O. Box 160130
Austin, TX 78716
iamanrd3@aol.com

**SPECIAL DEPUTY RECEIVER'S CERTIFICATION PURSUANT TO TEX. INS.CODE ANN.
§443.017(b)
AFFIDAVIT OF SUSAN SALCH**

State of Texas

County of Travis

BEFORE ME, the undersigned authority appeared Susan E. Salch, who after being by me duly sworn, stated the following under oath:

1. "My name is Susan E. Salch. I am competent to make this affidavit. The statements of fact set forth herein are true and correct, and are within my personal knowledge.

2. "I am a partner in Cantilo & Bennett, L.L.P., Special Deputy Receiver of Webb County Title & Abstract Company, Inc. (the "SDR" and "WCTA"). I am duly authorized to make this Certification and Affidavit on behalf of the SDR.

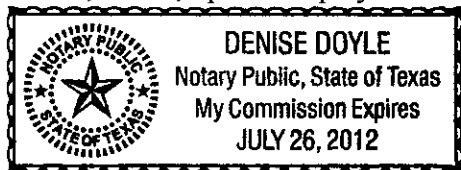
3. I certify that the exhibits, books, accounts, records, papers, correspondence, and/or other records and documents attached hereto were produced pursuant to TEX. INS. CODE ANN. §443.017(b), are true and correct copies of records created by and filed with the Receiver's office in connection with the receivership of this delinquent insurer, and are held by the Special Deputy Receiver in its official capacity.

4. I further state that I have read the statements contained in the attached Application and that they are true and correct based on my personal knowledge, my review of estate records and my consultation with my staff and sub-contractors.

5. Further affiant sayeth not.

By: *Susan E. Salch*
Susan E. Salch

SUBSCRIBED AND SWORN TO BEFORE ME on August 11, 2008, by Susan E. Salch, on behalf of Cantilo & Bennett, L.L.P., Special Deputy Receiver of Webb County Title & Abstract Company, Inc. in receivership.




Denise Doyle
Notary Public

APPLICANT'S NOTICE OF SUBMISSION

Pursuant to the terms of the Order of Reference to Master entered by the District Court in this cause, the SDR's *Application to Provide Notice, Establish a Claims Processing Procedure, and Set A Claim Filing Deadline* is hereby set for written submission before the Special Master, Tom Collins, on August 25, 2008.

The Special Master has asked that the following rules be provided you:

1. Any objection must be filed with the Travis County District Clerk at least three (3) calendar days before the submission date.
2. A copy of any objection shall be served by such date on:
 - (a) The Special Master's Docket Clerk, Ms. Jean Sustaita, Texas Department of Insurance, **(Hand Delivery)** 333 Guadalupe, Hobby Tower 3, Room 550, Austin, Texas; or **(Mail To)** P. O. Box 149104, Austin, Texas 78714-9104
 - (b) All interested parties, including the undersigned counsel and those listed on the Applicant's Certificate of Service.
3. The written objection must specifically list all reasons for objection with supporting references to and discussion of statutory and case authorities. Reasons not stated in writing will not be considered orally.
4. If a matter is set for submission, an objecting party shall expeditiously coordinate with Applicant's counsel and the master's docket clerk [(512) 463-6450] to obtain an oral hearing, unless the master determines that an oral hearing is not necessary. The objecting party shall serve a Notice of Oral Hearing on applicant's counsel and all interested parties, including those listed on the Applicant's Certificate of Service.
5. Failure to file timely a written objection before the Special Master constitutes a waiver of the right to object to the Special Master's recommendation to the District Court.
6. Any Acknowledgment of Notice and Waiver to be filed by the Guaranty Association or other interested party should be filed at least three (3) calendar days before the submission or hearing date.



Christopher Fuller

Exhibit A

Filed in The District Court
of Travis County, Texas

LM APR 24 2008

At 2:08p M.
Amalia Rodriguez-Mendoza, Clerk

CAUSE NO. D-1-GV-08-000050

THE STATE OF TEXAS
Plaintiff

IN THE DISTRICT COURT

VS.

OF TRAVIS COUNTY, TEXAS

WEBB COUNTY TITLE
& ABSTRACT COMPANY, INC.
Defendant

§
§
§
§
§
§
§
§
§

201ST JUDICIAL DISTRICT

**ORDER GRANTING AMENDED APPLICATION FOR TRANSFER OF ESCROW
FUNDS AND REQUEST FOR CLAIMS FILING DEADLINE**

On this day, the Court considered the *Amended Application for Transfer of Escrow Funds and Request for Claims Filing Deadline* (the "Application") filed by the Texas Title Guaranty Association (the "Guaranty Association"). The Guaranty Association appeared by and through its counsel of record. No objection to the Application was filed by any party in interest. Based on the argument of counsel and the evidence presented, the Court finds that the Application should be granted.

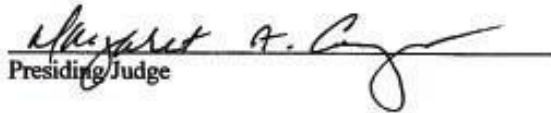
IT IS THEREFORE ORDERED, ADJUDGED, AND DECREED as follows:

1. The Application is GRANTED in all respects;
2. The Guaranty Association is authorized to accept from the Liquidator the escrow accounts of Webb County Title & Abstract Company, Inc. (the "Escrow Accounts" and "Webb Title");
3. The Guaranty Association may transfer any Escrow Account to another bank or banks, and may hold all Escrow Account funds in a consolidated escrow account for the purpose of paying claims;
4. The Guaranty Association is authorized to proceed and to distribute the funds in the Escrow Accounts in accordance with the applicable escrow agreements and the Claim Payment Plan attached hereto as Exhibit B;



5. The Guaranty Association shall return any unclaimed funds in the Trust Account to the Liquidator for handling in accordance with TEX. INS. CODE § 443.304;
6. The Guaranty Association is entitled to any records of Webb Title necessary to fulfill its obligations; and
7. A claims filing deadline of October 14, 2008 is established for "covered claims" against Webb Title.

SIGNED and ENTERED on this 24 day of April, 2008.



Presiding Judge

I, AMALIA RODRIGUEZ-MENDOZA, District Clerk,
Travis County, Texas, do hereby certify that this is
a true and correct copy as same appears of
record in my office. Witness my hand and seal of
office on 4-24-08.



AMALIA RODRIGUEZ-MENDOZA

DISTRICT CLERK

By 



R-536

Webb County Title & Abstract Co., Inc.
Statement of Net Assets

Exhibit B

For the Period Ending
07/21/2008

Line		07/21/08
Cash		
1	Cash - Unrestricted	21,361
Investments		
2	Short-Term Investments	
3	Bonds, Preferred Stocks & Common Stocks	
4	Investments in Subsidiaries, Controlled or Affiliated Entities	
5	Mortgage Loans	
6	Real Estate	
7	Policy Loans	
8	Other Invested Assets	
Reinsurance		
9.1	Reinsurance Recoverables on Paid Losses & LAE	
9.1A	Allowance for Reinsurance on Paid Losses & LAE	
9.2	Reinsurance Recoverables on Unpaid Losses & LAE	
9.2A	Allowance for Reinsurance on Unpaid Losses & LAE	
9.3	Reinsurance Recoverables on UEP & Contingent Commissions	
Receivables		
10	Salvage & Subrogation Recoveries	
11	Premiums Due & Accrued from Agents & Policyholders	
12	Receivable from Parents, Subsidiaries & Affiliates	
13	Accrued Investment Income	
14	Receivable from Guaranty Associations - Early Access Payments	
Other Assets		
15.1	FF&E	19,989
15.2	Prepaid Expenses	
16	Other Assets	0
Restricted Assets		
17.1	Restricted - Statutory Deposits	
17.2	Restricted - Funds held by or deposited with Reinsured Companies	
17.3	Restricted - Separate Accounts & Protected Cell Accounts	
17.4	Restricted - Other	58,047
18	Total Unrestricted Assets	41,350
19	Total Restricted Assets	58,047
19A	Net Assets not Categorized	
20	Total Assets	99,397

Filing Deadline:
11:59 P.M. October 14, 2008

PROOF OF CLAIM INSTRUCTIONS

Webb County Title & Abstract Company, Inc. (“WCTA”) was placed in receivership for liquidation by order of the Travis County District Court on January 11, 2008. On May 2, 2008, Cantilo & Bennett, L.L.P. (“C&B”) was appointed by the Liquidator, the Commissioner of Insurance of the State of Texas, to serve as Special Deputy Receiver of WCTA (“SDR”). Accordingly, C&B now oversees the day-to-day operations of WCTA which, among other things, authorized the SDR to establish a deadline (the “Bar Date”) and procedure for the filing of claims against WCTA not covered by the Texas Title Insurance Guaranty Association. Therefore, all parties wishing to assert claims against WCTA must complete and return the Proof of Claim form so that it is received by the SDR no later than **11:59 PM CDT October 14, 2008** (the Bar Date). The Proof of Claim form must be received by the SDR at the address below:

Cantilo & Bennett, L.L.P.
Special Deputy Receiver
Webb County Title & Abstract Company, Inc.
c/o EMKAY Associates, Inc.
P.O. Box 870
McDade, Texas 78650

Unless exempt from the Bar Date as described further below, all claims against WCTA (including contingent or unliquidated claims) must be filed with the SDR before the Bar Date by using the Proof of Claim form and by following these instructions. All applicable blanks on the form must be completed. The form must be notarized, include sufficient information, and be accompanied by the necessary supporting documents. Any claim asserting a secured interest must include documentation of the security agreement. Questions regarding claims may be sent to the address indicated above.

You should keep a copy of your Proof of Claim and proof of its timely mailing. If you want proof that your claim was received, you should send your claim via registered or certified mail, return receipt requested, but you must assure that the Proof of Claim is received at the above address by the Bar Date. All claims received after the Bar Date will be precluded from sharing in the distribution of available assets, if any, from the WCTA estate in any manner until the timely-filed approved claims of all other creditors have been paid in full.

Claims that have previously been approved, resolved, or paid by the SDR should **NOT** be re-filed with WCTA. Claims will be deemed to have been “approved” or “resolved” only if they have been approved in writing by the SDR, settled pursuant to a written settlement agreement between the

SDR and the claimant, or adjudicated by a final and binding determination of the Travis County District Court, or other court of competent jurisdiction.

Only the following claims are exempt from the final Bar Date and should not be filed with the SDR of WCTA:

1. Claims that have previously been approved, resolved, or paid by the SDR as described above. However, if a percentage of your claim has been previously paid by WCTA, but you believe that additional amounts are still due on the claim, you must still file a claim for the remaining portion; and
2. Proper administrative expense claims (*i.e.*, claims for payment of services rendered, or goods supplied, to WCTA at the request of the Liquidator or the SDR after January 11, 2008).

As described in this notice, late filed claims will be barred from sharing in the distribution of available WCTA assets, if any, until timely approved claims are fully paid, unless the claims are exempted from the claims Bar Date as explained above. Claims payments made by the SDR that cannot be delivered properly and are not claimed before closure of the receivership, will be governed by applicable laws governing the disposition of unclaimed property.

Each person making the claim must be identified clearly and a separate Proof of Claim form submitted for each person or claim, where practical. If this form is completed on behalf of another person, evidence of the authority to file the claim must be attached. This Proof of Claim form may be duplicated. This form should not be used to assert claims against any entity other than WCTA. Additional information about the WCTA receivership is available on WCTA's internet web site: www.webbcountytitlesdr.com.

POC# _____
GF or Claim# _____
Date Received _____

Filing Deadline 11:59 P.M.
October 14, 2008

**WEBB COUNTY TITLE & ABSTRACT COMPANY, INC. ("WCTA")
IN RECEIVERSHIP FOR LIQUIDATION**

PROOF OF CLAIM

Return this completed Proof of Claim form with necessary supporting documentation **no later than 11:59 P.M. CDT on October 14, 2008**, to:

Cantilo & Bennett, L.L.P.
Special Deputy Receiver
Webb County Title & Abstract Company, Inc.
c/o EMKAY Associates, Inc.
P.O. Box 870
McDade, Texas 78650
ATTENTION: CLAIMS

**Please carefully read the Proof of Claim Instructions prior to completing this Proof of Claim.
Please print or type.**

Name of Claimant

\$ Total Amount of Claim

Street Address

Soc. Sec. or Tax ID Number

City State Zip

Telephone Number

E-mail Address

Facsimile Number

Tracking No. (Provide Tracking Number from Notice document if you received one.)

If the claimant is represented by an attorney, please complete the following section:

Name of Attorney

Bar Card No.

Name of Law Firm

Tax ID Number

Street Address

Telephone Number

City State Zip

Facsimile Number

E-mail Address

NOTE: Attach copy of Power of Attorney

FOR AN INDIVIDUAL:

Signature

Print Name

State of _____

County of _____

The foregoing instrument was acknowledged before me this _____ day of _____, 20____, by _____, who has executed this instrument on such individual's own behalf, who G is personally known to me or who G has produced a driver's license or other information as identification.

Notary Public
Printed Name: _____
My Commission Expires: _____

(NOTARY SEAL)

CONTINUE TO NEXT PAGE IF THIS CLAIM IS FILED OTHER THAN IN AN INDIVIDUAL CAPACITY.

FOR A CORPORATION OR LIMITED LIABILITY COMPANY:

Signature

Print Name

Title

State of _____

County of _____

The foregoing instrument was acknowledged before me this _____ day of _____, 20____, by _____ (name of officer or member/manager), as _____ (title of officer or member/manager) of _____ (name of corporation or limited liability company), a _____ (describe state of incorporation or legal organization), who executed this instrument on behalf of the said entity, who G is personally known to me or who G has produced a driver's license or other information as identification.

Notary Public
Printed Name: _____
My Commission Expires: _____

(NOTARY SEAL)

CONTINUE TO NEXT PAGE IF THIS CLAIM IS NOT FILED FOR A CORPORATION OR LIMITED LIABILITY COMPANY.

FOR A PARTNERSHIP:

Signature

Print Name

Title

State of _____

County of _____

The foregoing instrument was acknowledged before me this _____ day of _____, 20____, by _____ (name of partner), as partner of _____ (describe name of partnership), a _____ (state jurisdiction in which partnership is legally organized) partnership, who executed this instrument on behalf of the partnership, who G is personally known to me or who G has produced a driver's license or other information as identification.

Notary Public

Printed Name: _____

My Commission Expires: _____

(NOTARY SEAL)

CONTINUE TO NEXT PAGE IF THIS CLAIM IS NOT FILED FOR A PARTNERSHIP.

FOR AN UNINCORPORATED BUSINESS ASSOCIATION OR TRUST:

Signature

Print Name

Title

State of _____

County of _____

The foregoing instrument was acknowledged before me this _____ day of _____, 20____, by _____ (name of representative), on behalf of _____ (describe the name of the unincorporated business association or trust), a _____ (state jurisdiction in which unincorporated business association or trust is legally organized), who executed this instrument on behalf of the said entity, who G is personally known to me or who G has produced a driver's license or other information as identification.

Notary Public
Printed Name: _____
My Commission Expires: _____

(NOTARY SEAL)

CONTINUE TO NEXT PAGE IF THIS CLAIM IS NOT FILED FOR AN UNINCORPORATED BUSINESS ASSOCIATION OR TRUST.

**FOR A PUBLIC OFFICER, TRUSTEE, EXECUTOR, ADMINISTRATOR, GUARDIAN,
OR OTHER AUTHORIZED REPRESENTATIVE:**

Signature

Print Name

Title

State of _____

County of _____

The foregoing instrument was acknowledged before me this _____ day of _____, 20____, by _____ (name of representative), as _____ (title of representative) of _____ (describe name of entity or person represented), who executed this instrument on behalf of the said entity or person represented, who G is personally known to me or who G has produced a driver's license or other information as identification.

Notary Public
Printed Name: _____
My Commission Expires: _____

(NOTARY SEAL)

END OF PROOF OF CLAIM FORM