

MAY - 8 2013 *Jay*
at 5:00 P.M.

Amalia Rodriguez-Mendoza, Clerk

CAUSE NO. D-1-GV-13-000204

THE STATE OF TEXAS,
Plaintiff

v.

SANTA FE AUTO INSURANCE
COMPANY
Defendant

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IN THE DISTRICT COURT OF

TRAVIS COUNTY, TEXAS

419th JUDICIAL DISTRICT

ORDER APPROVING APPLICATION FOR APPROVAL OF FEES AND EXPENSES

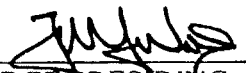
The Court considered the *Application for Approval of Fees and Expenses* (the "Application"), filed by CANTILO & BENNETT, L.L.P., solely in its capacity as Special Deputy Receiver of Santa Fe Auto Insurance Company, (the "SDR" and "SFAIC" respectively).

1. The *Amended Order of Reference to Master* ("Order of Reference") entered by this Court provides that applications filed pursuant to TEX. INS. CODE § 443.007 are referred to the Special Master appointed in this proceeding;
2. The Application was submitted to the Special Master in accordance with the Order of Reference;
3. Notice of the Application was provided in accordance with TEX. INS. CODE §443.007 (d) and the Order of Reference, and no objections to the Application were filed;
4. The Special Master has issued a recommendation that the Application should be granted pursuant to Rule 171 of the Texas Rules of Civil Procedure;
5. The Court has jurisdiction over the Application and the parties affected hereunder; and
6. The Application should be GRANTED in all respects.

IT IS ORDERED, ADJUDGED, AND DECREED as follows:

1. The Application is GRANTED.
2. The terms of compensation of the Special Deputy Receiver and the contractors listed on Exhibit A to the Application are approved.
3. The anticipated expenses described in the Application are approved.
4. The Special Deputy Receiver shall file with this Court a summary of expenses incurred pursuant to TEX. INS. CODE § 443.015 (g) on a quarterly basis.
5. The SDR is authorized to take any action necessary to carry out this Order.
6. This Order constitutes a final judgment fully resolving all issues relating to the Application, provided that this Court shall retain jurisdiction to issue further orders pursuant to TEX. INS. CODE Chapter 443. This Order shall not affect, in any way, the Receiver's and SDR's immunities from suit and shall not give rise to any right to sue or create any causes of action against the Receiver or the SDR. The automatic stay, the permanent injunction and the other provisions of the Receivership Order remain in affect unless expressly modified herein.

SIGNED this 5TH day of MAY, 2013.



JUDGE PRESIDING
TIM SULA

PROPER NOTICE GIVEN
NO OBJECTION FILED.
SUBMITTED

RECOMMENDED MS
SIGNED ON 7 DAY OF May 2013



TOM COLLINS, RECEIVERSHIP SPECIAL MASTER