

COPY

Filed in The District
of Travis County, Texas
on JUN 28 2005
at 10:00 A.M.
Amalia Rodriguez-Mendoza, Clerk

GV 204523

THE STATE OF TEXAS	§	IN THE DISTRICT COURT OF
	§	
v.	§	TRAVIS COUNTY, TEXAS
	§	
AMCARE HEALTH PLANS OF TEXAS,	§	
INC. and AMCARE MANAGEMENT, INC.	§	200th JUDICIAL DISTRICT

**ORDER GRANTING APPLICATION FOR AUTHORITY TO
SETTLE AN ASSET RECOVERY CLAIM
(M. Lee Pearce, M.D.)**

On this day came on to be heard the Application for Authority to Settle an Asset Recovery Claim filed by Jean Johnson, Special Deputy Receiver under contract to the Permanent Receiver of AmCare Health Plans of Texas, Inc. and AmCare Management, Inc. ("AmCare-TX"), requesting authority to settle an asset recovery claim in the AmCare-TX receivership proceedings. The Special Deputy Receiver represented to the Court that it is in the best interest of the receivership estate and its creditors and claimants of AmCare-TX to settle this claim on the terms set out in the Application. Having considered the Application, the evidence presented and the arguments of counsel, the Court is of the opinion and finds that the Application is in all things well taken and the settlement as proposed is in the best interest of the receivership estate and its creditors and claimants.

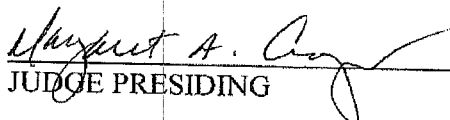
It is therefore ORDERED, ADJUDGED and DECREED that:

1. the settlement agreement in substantially the form of the copy attached to the Application as Exhibit A is approved and the Special Deputy Receiver is authorized to settle this asset recovery claim as described in the Application;
2. the Special Deputy Receiver is authorized to execute any and all documents necessary in her sound discretion to effect settlement, and to

adjust the estate's balance sheet and other financial statements and reports to reflect this settlement; and

- 3. all creditors, claimants and interested persons to the receivership estate are bound by this settlement.

SIGNED this 27 day of June, 2005.



 JUDGE PRESIDING

PROPER NOTICE GIVEN.
NO OBJECTION FILED.
HEARING HELD

RECOMMENDED
SIGNED ON 27 DAY OF June 2005



 TOM COLLINS, RECEIVERSHIP SPECIAL MASTER