

COPY

filed in the District
of Travis County, Texas
on 7-19-2005
at 10:00 A.M.
Amalia Rodriguez-Mendoza, Clerk

GV 204523

THE STATE OF TEXAS

v.

AMCARE HEALTH PLANS OF TEXAS,
INC. and AMCARE MANAGEMENT, INC.

§
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IN THE DISTRICT COURT OF
TRAVIS COUNTY, TEXAS

200th JUDICIAL DISTRICT

**ORDER GRANTING APPLICATION FOR AUTHORITY TO
SETTLE AN ASSET RECOVERY CLAIM
(Proskauer Rose LLP and Stuart L. Rosow)**

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. Having considered the Application, the Court is of the opinion and finds that settlement as proposed is fair and equitable and in the best interest of the receivership estate, its claimants, creditors and interested parties and that the Application is in all things well taken.

It is therefore ORDERED, ADJUDGED and DECREED that:

1. The settlement agreement substantially in the form of the copy attached to the Application as Exhibit A is approved;
2. The Special Deputy Receiver is authorized to execute the settlement agreement substantially in the form of the copy attached to the Application as Exhibit A and to take any and all steps necessary to implement this Court's order,
3. The Special Deputy Receiver is authorized to release all claims as provided in the settlement agreement and dismiss the Texas and Louisiana actions with prejudice;
4. All creditors, claimants and interested persons are bound by the settlement; and

5. The Special Deputy Receiver is authorized to adjust the estate's balance sheet and other financial statements and reports to reflect this settlement.

SIGNED this 19 day of July, 2005.

Margaret A. Casey
JUDGE PRESIDING

PROPER NOTICE GIVEN.
NO OBJECTION FILED.
SUBMITTED

RECOMMENDED th
SIGNED ON 18 DAY OF July 2005

Tom Collins
TOM COLLINS, RECEIVERSHIP SPECIAL MASTER