

NINETEENTH JUDICIAL DISTRICT COURT  
THE PARISH OF EAST BATON ROUGE  
STATE OF LOUISIANA

STATE

OCT 09 2013 JS

BY DEPUTY CLERK OF COURT

NUMBER: 025219

DIVISION: 025219

JAMES J. DONELON, COMMISSIONER OF INSURANCE  
FOR THE STATE OF LOUISIANA

VERSUS

SEC. 22

GERTRUDE GEDDES WILLIS LIFE INSURANCE COMPANY  
\*\*\*\*\*  
PETITION FOR REHABILITATION AND INJUNCTIVE RELIEF

The petition of James J. Donelon, Commissioner of Insurance for the State of Louisiana (the "Commissioner"), respectfully represents that:

1.

Made defendant herein is Gertrude Geddes Willis Life Insurance Company, a Louisiana corporation, authorized to do and doing business in the State of Louisiana.

2.

Gertrude Geddes Willis Life Insurance Company maintains its corporate registered office at 2128 Jackson Avenue, New Orleans, Louisiana.

3.

Gertrude Geddes Willis Life Insurance Company is engaged in the business of insurance within the State of Louisiana as defined by LSA-R.S. 22:46, LSA-R.S. 22:47 and other applicable law and is deemed an insurer pursuant to LSA-R.S. 22:2002 and LSA-R.S. 22:2003.

4.

After a review of the financial condition and affairs of Gertrude Geddes Willis Life Insurance Company, the Commissioner has determined that Gertrude Geddes Willis Life Insurance Company is financially troubled and insolvent and in violation of the minimum capital surplus requirements of the Louisiana Insurance Code, as shown in the affidavit attached hereto and incorporated herein as Exhibit A. This provides sufficient grounds to justify the issuance of an order of rehabilitation and injunctive relief under LSA-R.S. 22:2006 and other applicable law.

5.

The current operations of Gertrude Geddes Willis Life Insurance Company

1

EBR2059864



16 Certified True and Correct Copy  
cCertID: 000107564

REC'D C.P.

OCT 09 2013

Tracy Bradley  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:31 AM

endanger the interests of the creditors, policyholders and the public, as shown in the affidavit attached hereto and incorporated herein as **Exhibit A**. Therefore, the Commissioner has the power and authority to place Gertrude Geddes Willis Life Insurance Company, in rehabilitation.

6.

The further transaction of business by Gertrude Geddes Willis Life Insurance Company would be hazardous to its policyholders, its creditors and/or to the public, and any delay in action by the Commissioner would endanger the interests of its policyholders, creditors, and/or the public, as shown in the affidavit attached hereto and incorporated herein as **Exhibit A**.

7.

Inasmuch as Gertrude Geddes Willis Life Insurance Company is deemed a domestic insurer in accordance with Louisiana law, for the foregoing reason the Commissioner desires and is entitled to have this Court declare that Gertrude Geddes Willis Life Insurance Company is in need of rehabilitation under the Louisiana Insurance Code and appoint the Commissioner, and any other person which he may designate, as rehabilitator of Gertrude Geddes Willis Life Insurance Company.

8.

It is therefore necessary that this Court, pursuant to LSA-R.S. 22:2006, issue forthwith, upon contradictory hearing, an order directing the Commissioner to take possession and control of the property, business, affairs, transactions, bank accounts, safety deposit boxes, computers, all primary and secondary storage media, documents, claims files, software, electronic data, e-mail, websites, copyrights, trademarks, patents, books, records, accounts, reinsurance recoverables, contracts and rights of action, and all other assets of Gertrude Geddes Willis Life Insurance Company and all of the property, real and personal, whether in the possession of Gertrude Geddes Willis Life Insurance Company, or its officers, directors, employees, consultants, attorneys, or agents, affiliates and subsidiaries or any other person, and of the premises occupied by Gertrude Geddes Willis Life Insurance Company for its business, and enjoining Gertrude Geddes Willis Life Insurance Company and Gertrude Geddes Willis Life

2



Certified True and Correct Copy  
 eCertID: 000107564

*Tracy Bradley*  
 East Baton Rouge Parish  
 Deputy Clerk of Court

Generated Date:  
 10/10/2013 10:31 AM

Insurance Company's policyholders, shareholders, officers, directors, agents, attorneys, actuaries, servants, third party contractors or administrators and employees, and any others acting on its behalf or any other person, from disposing of the property, business, affairs, transactions, bank accounts, safety deposit boxes, computers, all primary and secondary storage media, documents, claim files software, electronic data, e-mail, websites, copyrights, trademarks, patents, books, records, accounts, and all other assets of Gertrude Geddes Willis Life Insurance Company, including all real property, and from the transaction of business by Gertrude Geddes Willis Life Insurance Company, except with the concurrence of the Commissioner until further order of this Court.

9.

The Commissioner further shows that he is entitled to be vested by operation of law with the title to all property, business, affairs, accounts, bank accounts, all keys to Gertrude Geddes Willis Life Insurance Company premises and real estate properties, keys to safety deposit boxes, to advise the Receiver of the combinations to any safes, safe-keeping devices or restricted access entries, any passwords to electronic information or online accounts with vendors, records and all other assets of Gertrude Geddes Willis Life Insurance Company as of the date of the order of rehabilitation entered herein.

10.

The Commissioner further shows that he is entitled, under the provisions of LSA-R.S. 22:2006, to an injunction staying any person from obtaining preferences, judgments, attachments or other like liens or the making of any levy against Gertrude Geddes Willis Life Insurance Company, its property and assets while in his possession and control.

11.

The Commissioner further shows that he is entitled to the right to enforce contract performance by any party who has a contract with Gertrude Geddes Willis Life Insurance Company and to permit such further operation of Gertrude Geddes Willis Life Insurance Company and for such other relief as he may deem necessary to be in the

3



Certified True and  
Correct Copy  
cCrtID: 000107564

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:

10/10/2013 10:31 AM

best interests of the policyholders of the company.

12.

The Commissioner further requests an order that:

- (1) He be appointed statutory Rehabilitator of Gertrude Geddes Willis Life Insurance Company and Cara Bostick be appointed Receiver of Gertrude Geddes Willis Life Insurance Company;
- (2) He be allowed and authorized to employ and authorize the compensation of accountants, clerks, and such assistants as he deems necessary, and authorize the payment of the expenses of these proceedings and the necessary incidents thereof, as approved by the Court, to be paid out of the funds or assets of Gertrude Geddes Willis Life Insurance Company in the possession of the Receiver and/or Rehabilitator or coming into Gertrude Geddes Willis Life Insurance Company's possession;
- (3) Any officer, director, manager, employee, trustee or agent of Gertrude Geddes Willis Life Insurance Company and any person who possesses or possessed any executive authority over, or who exercises or exercised any control over any segment of Gertrude Geddes Willis Life Insurance Company affairs is required to fully cooperate with the Receiver and/or Rehabilitator, notwithstanding their dismissal pursuant to the order entered herein.
- (4) The Rehabilitator and/or Receiver may conduct an investigation of Gertrude Geddes Willis Life Insurance Company and its subsidiaries and affiliates to uncover and make fully available to the Court the true state of Gertrude Geddes Willis Life Insurance Company's financial affairs. In furtherance of this investigation, Gertrude Geddes Willis Life Insurance Company and its parent corporations, its subsidiaries, its affiliates, its current or former owners, officers, directors, managers, trustees, agents, adjusters, employees, or independent contractors of Gertrude Geddes Willis Life Insurance Company and its third party administrators, shall make all books, documents, accounts, records and affairs, which either belong to or pertain to Gertrude Geddes Willis Life Insurance Company available for full, free and unhindered inspection and examination by the Commissioner or his designee during normal business hours (8:00 a.m. to 5:00 p.m.) Monday through Friday, from the date of the order entered herein. Gertrude Geddes Willis Life Insurance Company and its affiliated entities shall fully cooperate with the Rehabilitator. Such cooperation shall include, but not be limited to, the taking of oral testimony under oath of Gertrude Geddes Willis Life Insurance Company's owners, officers, directors, managers, trustees, agents, adjusters, employees, or independent contractors of Gertrude Geddes Willis Life Insurance Company its affiliates and subsidiaries and any other person or entity who possesses any executive authority over, or who exercises any control over, any segment of the affairs of Gertrude Geddes Willis Life Insurance Company in both their official, representative, and individual capacities and the production of all documents that are calculated to disclose the true state of Gertrude Geddes Willis Life Insurance Company's affairs.
- (5) That during the period of Rehabilitation, Gertrude Geddes Willis Life Insurance Company is prohibited from doing any of the following acts without prior approval from the Commissioner or his appointed representative:

4



Certified True and  
Correct Copy  
cCertID: 000107564

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:

10/10/2013 10:31 AM

- a. Make any disbursements;
- b. Make any disbursements to affiliated entities, including but not limited to Gertrude Geddes Willis Funeral Home and Pocte Corporation;
- c. Dispose of, convey or encumber any of the insurer's assets, property, liabilities, or its business in force;
- d. Withdraw or transfer any funds from the insurer's bank accounts or other depositories;
- e. Lend any of the Insurer's funds or assets;
- f. Invest any of the Insurer's property;
- g. Incur any debt, obligation or liability, either directly or contingently except for reasonable and necessary expenses incurred in the ordinary course of business;
- h. Enter into or renew any contract, including reinsurance contracts or treaty, except in the ordinary course of business;
- i. Terminate, surrender, forfeit, convert, and/or lapse any insurance policy, certificate or contract. Except in the ordinary course of business;
- j. Release, pay or refund premium deposits, accrued cash or loan values, unearned premiums, or other reserves on any insurance policy, or certificate or contract except in the ordinary course of business;
- k. Make any material change in management;
- l. Increase salaries and benefits of officers or directors or the payment of bonuses, dividends or other payments deemed preferential;
- m. Pay any dividends, either cash or stock, or in kind, nor make any other distribution to shareholders.
- n. Enter, occupy, use or destroy any properties owned by the Company.

(6) That Rudolph "Rudy" Babin, a compliance investigator of the Louisiana Department of Insurance is appointed as private process server for service of pleadings due to the particular nature of time constraints herein.

13.

The Commissioner further requests that a Rule Nisi issue herein directed to Gertrude Geddes Willis Life Insurance Company ordering them to show cause why:

- 1) Gertrude Geddes Willis Life Insurance Company should not be declared insolvent and be placed into rehabilitation and why the Commissioner, should not be appointed Rehabilitator and Cara Bostick should not be appointed Receiver.
- 2) The Commissioner as Rehabilitator should not be vested by operation of law with the title to all property, business, affairs, accounts, bank accounts, safety deposit boxes, records and other assets of Gertrude Geddes Willis Life Insurance Company as of the date of the order of rehabilitation entered herein.
- 3) Pursuant to LSA-R.S. 22:2006 an order should not be issued forthwith directing the Rehabilitator, his agents and/or employees to take possession and control of the property, business, affairs, bank accounts, safety deposit boxes, computers, all primary and secondary storage media, documents, claims files, software, electronic data, e-mail, websites, books, records, accounts, copyrights, trademarks, patents and all other assets of Gertrude Geddes Willis Life Insurance Company, including all real property, whether in the possession of Gertrude Geddes Willis Life Insurance Company or its current or former officers, directors, employees, consultants, attorneys, subsidiaries, affiliates or agents, and of

5



Certified True and  
Correct Copy  
cCrtID: 000107564

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:31 AM

the premises occupied by the of Gertrude Geddes Willis Life Insurance Company for its business, enjoining Gertrude Geddes Willis Life Insurance Company and its current or former shareholders, officers, directors, agents, attorneys, servants, and employees, and any others acting on its behalf, from disposing of property or assets and from the transaction of the business of Gertrude Geddes Willis Life Insurance Company except with the concurrence of the Rehabilitator and/or Receiver until further order of this Court.

- 4) An order should not be issued that directs Gertrude Geddes Willis Life Insurance Company and its current or former shareholders, officers, directors, agents, attorneys, accountants, actuaries, servants, employees, banks, savings and loan associations, and any other partnership, company, or entity controlled by same and/or persons acting for or on behalf of said individuals and companies, and/or any others acting on its behalf, to immediately surrender and turn over to the Rehabilitator and/or the Receiver all property, business, affairs, documents, computers, all primary and secondary storage media, bank accounts, safety deposit boxes, software, electronic data, e-mail, websites, books, records, accounts, and other assets of Gertrude Geddes Willis Life Insurance Company, including all real property, and the premises occupied by Gertrude Geddes Willis Life Insurance Company and be enjoined from the transaction of the business of Gertrude Geddes Willis Life Insurance Company, except with the concurrence of the Rehabilitator and/or Receiver until further order of this Court.
  
- 5) An injunction should not be issued herewith enjoining Gertrude Geddes Willis Life Insurance Company, its current or former shareholders, officers, directors, agents, accountants, attorneys, servants, employees, banks, savings and loan associations, actuaries and any other partnership, company or entity controlled by same and/or other persons acting for or on behalf of Gertrude Geddes Willis Life Insurance Company, from disposing of the property or assets of Gertrude Geddes Willis Life Insurance Company and from the transaction of its business except with the concurrence of the Rehabilitator, and/or Receiver until further order of this Court.
  
- 6) An injunction should not be issued herewith enjoining and staying all persons and entities from obtaining preferences, judgments, attachments or other like liens or the making of any levy against Gertrude Geddes Willis Life Insurance Company, its property and assets while in the Rehabilitator's and/or Receiver's possession and control and until further orders of this Court.
  
- 7) An injunction should not be issued herewith enjoining Gertrude Geddes Willis Life Insurance Company, its current or former shareholders, officers, directors, agents, accountants, attorneys, servants, employees, actuaries and any other partnership, company or entity controlled by same and/or other persons acting for or on behalf of Gertrude Geddes Willis Life Insurance Company, or subject to their control, and all other persons or entities who have access to, control or possession of the property, assets, and affairs of Gertrude Geddes Willis Life Insurance Company as follows:
  - a) from disposing of or encumbering any of the property or assets of Gertrude Geddes Willis Life Insurance Company;
  - b) from disposing of any records or other documents belonging of Gertrude Geddes Willis Life Insurance Company or relating to the business and affairs of Gertrude Geddes Willis Life Insurance Company;



- c) from the transaction of any business by, for, or on behalf of Gertrude Geddes Willis Life Insurance Company, including, but not limited to:
  - i) the writing, issuance or renewal of any certificate of coverage, insurance policy, binder, or endorsement to an existing policy or certificate of coverage;
  - ii) the payment of claims and of any policy or certificate of coverage benefits;
  - iii) the incurring of any claim or loss adjustment expense;
  - iii) the incurring of any debt or liability, except with the concurrence of the Rehabilitator until further order of this Court;
  - iv) the interfering with the acquisition of possession by the exercise of dominion and control over the property of Gertrude Geddes Willis Life Insurance Company by the Rehabilitator and/or Receiver or the Rehabilitator's and/or Receiver's conduct of the business and affairs of Gertrude Geddes Willis Life Insurance Company
  
- 8) The Rehabilitator should not be entitled to permit such further operation of Gertrude Geddes Willis Life Insurance Company as he may deem necessary to be in the best interests of policyholders and creditors of Gertrude Geddes Willis Life Insurance Company
  
- 9) The Rehabilitator and/or Receiver be allowed and authorized to:
  - a) Employ and authorize the compensation of accountants, clerks, and such assistants as he deems necessary, and authorize the payment of the expenses of these proceedings and the necessary incidents thereof, as approved by the Court, to be paid out of the funds or assets of Gertrude Geddes Willis Life Insurance Company in the possession of the Rehabilitator or coming into its possession;
  - b) Defend or not defend legal actions wherein Gertrude Geddes Willis Life Insurance Company or the Rehabilitator and/or Receiver is a party defendant, commenced prior to or subsequent to the entry of the order herein, without the authorization of the Court, except, however, in actions where Gertrude Geddes Willis Life Insurance Company is a nominal party, as in certain foreclosure actions and the action does not affect a claim against or adversely affect the assets of Gertrude Geddes Willis Life Insurance Company, the Rehabilitator and/or Receiver may file appropriate pleadings in his discretion;
  - c) Commence and maintain all legal actions necessary, wherever necessary, for the proper administration of this receivership proceeding;
  - d) Collect all debts, which are economically feasible to collect and which are due and owing to Gertrude Geddes Willis Life Insurance Company;
  - e) Take possession of all Gertrude Geddes Willis Life Insurance Company's securities and certificates of deposit on deposit with the Commissioner of Insurance of the State of Louisiana or any other



person or entity, if any, and convert to cash so much of the same as may be necessary, in his judgment, to pay the expenses of administration of this receivership; and

- f) Issue endorsements on existing policies, subscriber agreements, or certificates of coverage.
- 10) Any officer, director, manager, trustee, employee, agent or adjustor of Gertrude Geddes Willis Life Insurance Company and any person who possesses or possessed any executive authority over, or who exercises or exercised any control over any segment of the affairs of Gertrude Geddes Willis Life Insurance Company be required to fully cooperate with the Rehabilitator and/or the Receiver, notwithstanding their dismissal pursuant to the order entered herein.
- 11) All attorneys employed by Gertrude Geddes Willis Life Insurance Company as of the date of the order entered herein be required within ten (10) days notice of this order, to report to the Rehabilitator and/or the Receiver on the name, company, claim number and status of each file they are handling on behalf of Gertrude Geddes Willis Life Insurance Company. Said report shall also include an account of any funds received from or on behalf of Gertrude Geddes Willis Life Insurance Company; all attorneys described herein should be discharged as of the date of the order entered herein unless the Rehabilitator and/or Receiver retains their services in writing; all attorneys employed by Gertrude Geddes Willis Life Insurance Company who are in possession of litigation files or other material, documents or records belonging to or relating to work performed by the attorney on behalf of Gertrude Geddes Willis Life Insurance Company be required deliver such litigation files, material, documents or records intact and without purging to the Rehabilitator and/or Receiver notwithstanding any claim of a retaining lien, which, if otherwise valid, shall not be extinguished by such turn-over of documents.
- 12) Reinsurance premiums due to or payable by Gertrude Geddes Willis Life Insurance Company be remitted to, or disbursed by the Rehabilitator or to another party at the Rehabilitator's discretion; the Rehabilitator and/or Receiver shall handle reinsurance losses recoverable or payable by Gertrude Geddes Willis Life Insurance Company, Inc. and all correspondence concerning reinsurance be between the Rehabilitator and the reinsuring company or intermediary unless otherwise requested by the Rehabilitator.
- 13) Upon request by the Rehabilitator and/or Receiver, any company providing telephone services to Gertrude Geddes Willis Life Insurance Company shall provide a referral of calls from the number presently assigned to Gertrude Geddes Willis Life Insurance Company to any such number designated by the Rehabilitator and/or Receiver or perform any other services or changes necessary to the conduct of the receivership of Gertrude Geddes Willis Life Insurance Company.
- 14) Any bank, savings and loan association, financial institution, and any other person which has on deposit, in its possession, custody or control any funds, accounts and any other assets of Gertrude Geddes Willis Life Insurance Company, shall immediately transfer title, custody and control of all such funds, accounts, or assets to the Rehabilitator and/or Receiver, and be instructed that the Rehabilitator and/or Receiver has absolute control over such funds, accounts and other assets; the Rehabilitator

8



Certified True and  
Correct Copy  
eCertID: 000107564

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:

10/10/2013 10:31 AM

and/or Receiver may change the name of such accounts and other assets, withdraw them from such bank, savings and loan association or other financial institution or take such lesser action necessary for the proper conduct of this receivership. No bank, savings and loan association, or other financial institution shall exercise any form of set-off, alleged set-off, lien, any form of self help whatsoever, or refuse to transfer any funds or assets to the Rehabilitator's and/or Receiver's control without the permission of this Court.

- 15) Any entity furnishing telephone, water, electric, sewage, garbage or trash removal services to Gertrude Geddes Willis Life Insurance Company shall maintain such service and transfer any such accounts to the Rehabilitator and/or Receiver as of the date of the order entered herein, unless instructed to the contrary by the Rehabilitator and/or Receiver.
- 16) Any data processing service which has custody or control of any data processing information and records, including, but not limited to, source documents, data processing cards, input tapes, all types of storage information, master tapes or any other recorded information relating to Gertrude Geddes Willis Life Insurance Company shall transfer custody and control of such records to the Rehabilitator and/or Receiver.
- 17) United States Postal Service be directed to provide any information requested by the Rehabilitator regarding Gertrude Geddes Willis Life Insurance Company and to handle future deliveries of Gertrude Geddes Willis Life Insurance Company's mail as directed by the Rehabilitator and/or Receiver.
- 18) The Rehabilitator and/or Receiver may conduct an investigation of Gertrude Geddes Willis Life Insurance Company and its subsidiaries and affiliates to uncover and make fully available to the Court the true state of Gertrude Geddes Willis Life Insurance Company's financial affairs. In furtherance of this investigation, Gertrude Geddes Willis Life Insurance Company and its parent corporations, its subsidiaries, its affiliates, its third party administrators, its current or former owners, officers, directors, managers, attorneys, accountants, trustees, agents, adjusters, employees and independent contractors shall make all books, documents, accounts, records and affairs, which either belong to or pertain to Gertrude Geddes Life Insurance Company, Inc. , available for full, free and unhindered inspection and examination by the Rehabilitator and/or Receiver during normal business hours (8:00 a.m. to 5:00 p.m.) Monday through Friday, from the date of the order entered herein. Gertrude Geddes Willis Life Insurance Company and the above-specified entities shall fully cooperate with the Rehabilitator and the Receiver. Such cooperation shall include, but not be limited to, the taking of oral testimony under oath of the above-specified entities and any other person or entity who possesses any executive authority over, or who exercises any control over, any segment of the affairs of Gertrude Geddes Willis Life Insurance Company in both their official, representative, and individual capacities and the production of all documents that are calculated to disclose the true state of Gertrude Geddes Willis Life Insurance Company 's affairs.
- 19) Any and all individuals and entities be enjoined from instituting and/or taking further action in any suits, proceedings, and seizures against Gertrude Geddes Willis Life Insurance Company, the Rehabilitator in his capacity as rehabilitator of Gertrude Geddes Willis Life Insurance Company, and any affiliates, subsidiaries, insurers, officers, directors, representatives, agents, employees, accountants, or attorneys of same, to prevent any preference, judgment, seizure, levy, attachment, or lien being rendered against Gertrude Geddes Willis Life Insurance Company, its estate and assets, and/or its members, subscribers, enrollees, and



Certified True and  
 Correct Copy  
 cCertID: 000107564

*Tracy Bradley*  
 East Baton Rouge Parish  
 Deputy Clerk of Court

Generated Date:  
 10/10/2013 10:31 AM

policyholders, the Commissioner in his capacity as Rehabilitator, any affiliates, subsidiaries, insurers, officers, directors, representatives, agents, employees, or attorneys of same, and the making of any levy against Gertrude Geddes Willis Life Insurance Company, its property or assets until further order of this Court.

- 20) Except with the concurrence of the Rehabilitator and/or Receiver or until further written order of this Court, all suits, proceedings, and seizures against Gertrude Geddes Willis Life Insurance Company and/or its respective policyholders be stayed in order to prevent the obtaining of any preference, judgment, seizure, levy, or lien, and to preserve the property and assets of Gertrude Geddes Willis Life Insurance Company, including, but not limited to, suits and proceedings and all litigation where:
  - a) Gertrude Geddes Willis Life Insurance Company is a party;
  - b) A policyholder or any other person who is named as a party to the litigation or claims insurance coverage under any policy of insurance, or certificate of coverage issued or assumed by Gertrude Geddes Willis Life Insurance Company;
  - c) The litigation involves or may involve the adjudication of liability or determines any possible rights or obligations of any policyholder or person as to any insurance policy, subscriber agreement, or certificate of coverage issued or assumed by Gertrude Geddes Willis Life Insurance Company, or determines any possible future liability of Gertrude Geddes Willis Life Insurance Company with regard to any insurance policy or certificate of coverage issued or assumed by Gertrude Geddes Willis Life Insurance Company;
  - d) Where Gertrude Geddes Willis Life Insurance Company would otherwise be obligated to provide a defense to any party in any court pursuant to any policy of insurance or certificate of coverage issued or assumed by Gertrude Geddes Willis Life Insurance Company;
  - e) Where the ownership, operations, management and/or control of Gertrude Geddes Willis Life Insurance Company is at issue; and
  - f) Any party is seeking to create, perfect or enforce any preference, judgment, attachment, lien or levy against Gertrude Geddes Willis Life Insurance Company or its assets or against any policyholder of Gertrude Geddes Willis Life Insurance Company
  
- 21) There shall be no liability on the part of, and that no cause of action of any nature shall exist against the Rehabilitator and/or regulator of Gertrude Geddes Willis Life Insurance Company, the Receiver of Gertrude Geddes Willis Life Insurance Company, and/or the Attorney General of the State of Louisiana in his capacity as attorney for the Rehabilitator and/or regulator and/or Receiver of Gertrude Geddes Willis Life Insurance Company, and/or their representatives, agents, employees, or attorneys, for any action taken by them when acting in accordance with the orders of this Court and/or as Rehabilitator, and/or regulator and/or Receiver of Gertrude Geddes Willis Life Insurance Company and that such actions shall be barred.
  
- 22) After the payment of all administrative expenses of rehabilitation and all obligations of Gertrude Geddes Life Insurance Company, Inc. will be paid pursuant to the orders of this Court according to the applicable law.



Certified True and Correct Copy  
cCertID: 000107564

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:31 AM

RESPECTFULLY SUBMITTED,

BY ATTORNEYS FOR  
James J. Donelon,  
Commissioner of Insurance  
for the State of Louisiana

JAMES D. CALDWELL  
ATTORNEY GENERAL

*[Handwritten signature]*

Michael Charles Guy, #25406  
P O Box 94005  
Baton Rouge, LA 70804-9005  
Tel: (225) 326-6400  
Fax: (225) 326-6498

FILED  
EAST BATON ROUGE PARISH LA

2013 OCT -5 AM 10:39

*[Handwritten signature]*  
DEPUTY CLERK OF COURT

- 11-CRIMINAL JUSTICE DISTRICTS
- 12-FUNCTIONAL COMMA.
- 13-OTHER PLANNINGS
- 14-OTHER
- 15-B.E.O.
- 16-
- 17-
- 18-
- 19-
- 20-
- 21-



Certified True and  
Correct Copy  
eCertID: 000107564

*[Handwritten signature]*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:31 AM

**NINETEENTH JUDICIAL DISTRICT COURT  
THE PARISH OF EAST BATON ROUGE  
STATE OF LOUISIANA**

**NUMBER:**

**DIVISION:**

**JAMES J. DONELON, COMMISSIONER OF INSURANCE  
FOR THE STATE OF LOUISIANA**

**VERSUS**

**GERTRUDE GEDDES WILLIS LIFE INSURANCE COMPANY**

\*\*\*\*\*

**ORDER**

**CONSIDERING** the foregoing verified Petition for Rehabilitation filed under the provisions of LSA-R.S. 22:2001, et seq., and the law and the evidence entitling the parties to the relief sought and stipulated to herein, and the Court being satisfied from the allegations therein and finding that the defendant named herein is an insurer as defined in and under Louisiana law and that the interests of creditors, policyholders, and the public will probably be endangered by delay, and the Court finding that the law and the evidence is in favor of granting the relief prayed for herein,

**IT IS ORDERED, ADJUDGED AND DECREED** the Commissioner be appointed Rehabilitator and Cara Bostick appointed as Receiver.

**IT IS ORDERED, ADJUDGED AND DECREED** that pursuant to LSA-R.S. 22:2006, the Commissioner, his agents and/or employees are directed to immediately take and/or maintain possession and control of the property, business, affairs, transactions, bank accounts, safety deposit boxes, computers, all primary and secondary storage media, documents, claims files, software, electronic data, e-mail, websites, copying rights, trademarks, patents, books, records, accounts, contracts, and rights of action and all other assets of Gertrude Geddes Willis Life Insurance Company, including all of the property real or personal, whether in the possession of Gertrude Geddes Willis Life Insurance Company, or its officers, directors, employees, consultants, attorneys, subsidiaries, affiliates, or agents, and any other person, and of the premises occupied by Gertrude Geddes Willis Life Insurance Company for its business, conduct all of the business and affairs of Gertrude Geddes Willis Life Insurance Company or so much thereof as he may deem appropriate, manage the

EBR2059665



**Certified True and  
Correct Copy**  
cCertID: 000107577

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:33 AM

affairs of Gertrude Geddes Willis Life Insurance Company, and rehabilitate Gertrude Geddes Willis Life Insurance Company, until further order of the Court.

**IT IS ORDERED, ADJUDGED AND DECREED** that all authority of all officers, directors, and managers of Gertrude Geddes Willis Life Insurance Company, is hereby suspended and vested with the Commissioner until further written order of this Court.

**IT IS ORDERED, ADJUDGED AND DECREED** that Gertrude Geddes Willis Life Insurance Company, shall not engage in any advertising or solicitation whatsoever.

**IT IS ORDERED, ADJUDGED AND DECREED** that Gertrude Geddes Willis Life Insurance Company, and its policyholders, shareholders, officers, directors, agents, attorneys, accountants, actuaries, servants, employees, banks, savings and loan associations, and any other partnership, company, or entity controlled by same and/or persons acting for or on behalf of said individuals and companies, and/or any others acting on its behalf, and any other person be and are hereby ordered to immediately surrender and turn over to the Commissioner property, business, affairs, transactions, bank accounts, all keys to Gertrude Geddes Willis Life Insurance Company premises and to safety deposit boxes, to advise the Receiver of the combinations to any safes, safe-keeping devices or restricted access entries, any passwords to electronic information or online accounts with vendors, computers, all primary and secondary storage media, documents, claim files, software, electronic data, e-mail, websites, copyrights, trademarks, patents, books, records, accounts, contracts and rights of action, and all other assets of Gertrude Geddes Willis Life Insurance Company, including all real property, and the premises occupied by Gertrude Geddes Willis Life Insurance Company and are hereby enjoined from the transaction of the business of Gertrude Geddes Willis Life Insurance Company, except with the concurrence of the Commissioner and/or until further order of this Court.

**IT IS ORDERED, ADJUDGED AND DECREED** that all persons and entities are enjoined and stayed from obtaining preferences, judgments, attachments or other like liens or the making of any levy against Gertrude Geddes Willis Life Insurance Company, its property and assets while in the Commissioner's possession and control as of this date of this Order until further orders.



**Certified True and Correct Copy**  
cCertID: 000107577

*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:33 AM

**IT IS ORDERED, ADJUDGED AND DECREED** that Gertrude Geddes Willis Life Insurance Company, its policyholders, shareholders, officers, directors, agents, attorneys, accountants, actuaries, servants, employees, banks, savings and loan associations and any other partnership, company or entity controlled by same and/or other persons acting for or on behalf of said individuals and companies, or subject to their control, and all other persons or entities who have access to, control or possession of the property, assets, and affairs of Gertrude Geddes Willis Life Insurance Company, be and hereby are enjoined further as follows:

- 1) from disposing of or encumbering any of the property or assets of Gertrude Geddes Willis Life Insurance Company
- 2) from disposing of any records or other documents belonging to Gertrude Geddes Willis Life Insurance Company, or relating to the business and affairs of Gertrude Geddes Willis Life Insurance Company
- 3) from the transaction of any business by, for, or on behalf of Gertrude Geddes Willis Life Insurance Company including, but not limited to:
  - a) the writing, issuance or renewal of any certificate of coverage, insurance policy, binder, or endorsement to an existing policy or certificate of coverage;
  - b) the payment of claims and of any policy or certificate of coverage benefits;
  - c) the incurring of any claim or loss adjustment expense;
  - d) the incurring of any debt or liability, except with the concurrence of the Commissioner or the Receiver or until further order of this Court;
  - e) the interfering with the acquisition of possession by the exercise of dominion and control over the property of Gertrude Geddes Willis Life Insurance Company by the Commissioner or the Receiver, or the Commissioner's or the Receiver's conduct of the business and affairs of Gertrude Geddes Willis Life Insurance Company

**IT IS ORDERED, ADJUDGED AND DECREED** that the Commissioner or the Receiver be and hereby is entitled to permit such further operation of Gertrude Geddes Willis Life Insurance Company, as he may deem necessary to be in the best interests of the policyholders and creditors of Gertrude Geddes Willis Life Insurance Company

**IT IS ORDERED, ADJUDGED AND DECREED** that the Receiver be allowed and authorized to:

- 1) Employ and authorize the compensation of accountants, clerks, and such assistants as he deems necessary, and authorize the payment of the expenses of these proceedings and the necessary incidents thereof, as



**Certified True and Correct Copy**  
 eCertID: 000107577

*Tracy Bradley*  
 East Baton Rouge Parish  
 Deputy Clerk of Court

Generated Date:  
 10/10/2013 10:33 AM

approved by the Court, to be paid out of the funds or assets of Gertrude Geddes Willis Life Insurance Company in the possession of the Receiver or coming into the possession of the Receiver or Gertrude Geddes Willis Life Insurance Company and;

- 2) Defend or not defend legal actions wherein Gertrude Geddes Willis Life Insurance Company or the Receiver is a party defendant, commenced prior to or subsequent to the entry of the order herein, without the authorization of the Court, except, however, in actions where Gertrude Geddes Willis Life Insurance Company is a nominal party, as in certain foreclosure actions and the action does not affect a claim against or adversely affect the assets of Gertrude Geddes Willis Life Insurance Company, the Receiver may file appropriate pleadings in her discretion;
- 3) Commence and maintain all legal actions necessary, wherever necessary, for the proper administration of this receivership proceeding;
- 4) Collect all debts, which are economically feasible to collect and which are due and owing to Gertrude Geddes Willis Life Insurance Company;
- 5) Take possession of all Gertrude Geddes Willis Life Insurance Company's securities and certificates of deposit on deposit with the Treasurer of the State of Louisiana or any other person or entity, if any, and convert to cash as may be necessary, in her judgment, to pay the expenses of administration of this receivership; and
- 6) Issue endorsements on existing policies, agreements, or certificates of coverage.

**IT IS ORDERED, ADJUDGED AND DECREED** that any officer, director, manager, trustee, agent or adjustor of Gertrude Geddes Willis Life Insurance Company and any person who possesses or possessed any executive authority over, or who exercises or exercised any control over any segment of Gertrude Geddes Willis Life Insurance Company's affairs is required to fully cooperate with the Receiver and the Commissioner, notwithstanding their dismissal pursuant to the order entered herein.

**IT IS ORDERED, ADJUDGED AND DECREED** that any bank, savings and loan association, financial institution, and any other person which has on deposit, in its possession, custody or control any funds, accounts and any other assets of Gertrude Geddes Willis Life Insurance Company, shall immediately transfer title, custody and control of all such funds, accounts, or assets to the Receiver, and are hereby instructed that the Receiver has absolute control over such funds, accounts and all other assets. The Receiver may change the name of such accounts and other assets, withdraw them from such bank, savings and loan association or other financial institution or take such action necessary for the proper conduct of this receivership. No bank, savings and loan association, or other financial institution shall exercise any form of set-off, alleged set-



**Certified True and Correct Copy**  
 eCcertID: 000107577

30  
*Tracy Bradley*  
 East Baton Rouge Parish  
 Deputy Clerk of Court

Generated Date:  
 10/10/2013 10:33 AM

off, lien, any form of self help whatsoever, or refuse to transfer any funds or assets to the Receiver's control without the permission of this Court.

**IT IS ORDERED, ADJUDGED AND DECREED** that the Receiver may conduct an investigation of Gertrude Geddes Willis Life Insurance Company and its subsidiaries and affiliates to uncover and make fully available to the Court the true state of Gertrude Geddes Willis Life Insurance Company's financial affairs. In furtherance of this investigation, Gertrude Geddes Willis Life Insurance Company and its parent corporations, its subsidiaries, its affiliates and its third party administrators, and any other persons shall make all books, documents, accounts, records and affairs, which either belong to or pertain to Gertrude Geddes Willis Life Insurance Company, available for full, free and unhindered inspection and examination by the Receiver during normal business hours (8:00 a.m. to 5:00 p.m.) Monday through Friday, from the date of the order entered herein. Gertrude Geddes Willis Life Insurance Company and the above-specified entities shall fully cooperate with the Commissioner and the Receiver. Such cooperation shall include, but not be limited to, the taking of oral testimony under oath of Gertrude Geddes Willis Life Insurance Company's policyholders, shareholders, officers, directors, agents, accountants, actuaries, attorneys, servants, managers, trustees, adjusters, employees, or independent contractors of Gertrude Geddes Willis Life Insurance Company, its parent, affiliates and subsidiaries and any other person or entity who possesses or possessed any authority over, or who exercises or exercised any control over, any segment of the affairs of Gertrude Geddes Willis Life Insurance Company in either their official, representative, or individual capacities and the production of all documents needed to disclose the true state of Gertrude Geddes Willis Life Insurance Company's affairs.

**IT IS ORDERED, ADJUDGED AND DECREED** that any and all individuals and entities be and hereby are enjoined from instituting and/or taking further action in any suits, proceedings, and seizures against Gertrude Geddes Willis Life Insurance Company, the Commissioner in his capacity as rehabilitator of Gertrude Geddes Willis Life Insurance Company, the Receiver, and any affiliates, subsidiaries, insurers, officers, directors, representatives, agents, employees, accountants, or attorneys of same, to prevent any preference, judgment, seizure, levy, attachment, or lien being



Certified True and  
Correct Copy  
cCertID: 000107577

<sup>30</sup>  
*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:

10/10/2013 10:33 AM

rendered against Gertrude Geddes Willis Life Insurance Company, its estate and assets, and/or its and policyholders, the Commissioner in his capacity as rehabilitator, the Receiver, any affiliates, subsidiaries, insurers, officers, directors, representatives, agents, employees, or attorneys of same, and the making of any levy against Gertrude Geddes Willis Life Insurance Company, its property or assets until further order of this Court.

IT IS ORDERED, ADJUDGED AND DECREED that, except with the concurrence of the Commissioner or Receiver or until further written order of this Court, all suits, proceedings, and seizures against Gertrude Geddes Willis Life Insurance Company and/or its respective policyholders are hereby stayed in order to prevent the obtaining of any preference, judgment, seizure, levy, or lien, and to preserve the property and assets of Gertrude Geddes Willis Life Insurance Company, including, but not limited to, suits and proceedings and all litigation where:

- 1) Gertrude Geddes Willis Life Insurance Company is a party;
- 2) A policyholder or any other person who is named as a party to the litigation or claims insurance coverage under any policy of insurance, issued or assumed by Gertrude Geddes Willis Life Insurance Company;
- 3) The litigation involves or may involve the adjudication of liability or determines any possible rights or obligations of any member, , policyholder or person as to any insurance policy, issued or assumed by Gertrude Geddes Willis Life Insurance Company, or determines any possible future liability of Gertrude Geddes Willis Life Insurance Company with regard to any insurance policy, issued or assumed by Gertrude Geddes Willis Life Insurance Company;
- 4) Where Gertrude Geddes Willis Life Insurance Company would otherwise be obligated to provide a defense to any party in any court pursuant to any policy of insurance, issued or assumed by Gertrude Geddes Willis Life Insurance Company;
- 5) Where the ownership, operations, management and/or control of Gertrude Geddes Willis Life Insurance Company is at issue; and
- 6) Any party is seeking to create, perfect or enforce any preference, judgment, attachment, lien, or levy against Gertrude Geddes Willis Life Insurance Company or its assets or against any member, policyholder of Gertrude Geddes Willis Life Insurance Company

IT IS ORDERED, ADJUDGED AND DECREED that there shall be no liability on the part of and that no cause of action of any nature shall exist against the Commissioner in his capacity as rehabilitator, receiver and/or regulator of Gertrude Geddes Willis Life Insurance Company and/or the Attorney General of the State of



Certified True and  
Correct Copy  
eCertID: 000107577

<sup>30</sup>  
*Tracy Bradley*  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:33 AM

Louisiana in his capacity as attorney for the Commissioner, and/or the Receiver, their representatives, agents, employees, or attorneys, for any action taken by them when acting in accordance with the orders of this Court and/or as rehabilitator, receiver, liquidator and/or regulator of Gertrude Geddes Willis Life Insurance Company, and that such actions shall be barred.

**IT IS ORDERED, ADJUDGED AND DECREED** that any and all individuals and entities be and hereby are enjoined from interfering with these proceedings, or with the Commissioner's or Receiver's possession and control or title, rights or interest; from interfering with the conduct of the business of Gertrude Geddes Willis Life Insurance Company by the Commissioner or Receiver; from wasting the assets of Gertrude Geddes Willis Life Insurance Company, and from obtaining preferences, judgments, attachments or other like liens or the making of any levy against Gertrude Geddes Willis Life Insurance Company or its property and assets while in the possession and control of the Commissioner or Receiver, until further order of this Court.

**IT IS ORDERED, ADJUDGED AND DECREED** that all authority of all officers, directors, and managers of Gertrude Geddes Willis Life Insurance Company is hereby suspended and is vested in the Commissioner and Receiver until further written order of this Court.

**IT IS ORDERED, ADJUDGED AND DECREED** that Gertrude Geddes Willis Life Insurance Company, and its respective officers, directors, policyholders, shareholders, agents, attorneys, accountants, actuaries, servants, adjusters, employees, independent contractors, its parent, affiliates and subsidiaries and all those acting in concert with or in participation with them or subject to their control, and all other persons or entities who have access to control or possession of the property, assets and affairs of Gertrude Geddes Willis Life Insurance Company be and hereby are enjoined further, as follows:

- 1) from disposing of or encumbering any of the property or assets of Gertrude Geddes Willis Life Insurance Company;
- 2) from disposing of any records or other documents belonging to Gertrude Geddes Willis Life Insurance Company or relating to the business and affairs of Gertrude Geddes Willis Life Insurance Company;
- 3) from the transaction of any business by, for, or on behalf of or relating to Gertrude Geddes Willis Life Insurance Company, including, but not limited to:



- a) the writing, issuance, or renewal of any insurance policy, subscriber agreement and/or certificate of coverage, binder, or endorsement to an existing policy, subscriber agreement, or certificate; and
- b) the incurring of any debt or liability of Gertrude Geddes Willis Life Insurance Company except with the concurrence of the Commissioner or the Receiver.

IT IS ORDERED, ADJUDGED AND DECREED that the Commissioner shall be granted all legal and equitable relief as may be necessary to fulfill his duties as rehabilitator and for such other relief as the nature of the case and the interest of Gertrude Geddes Willis Life Insurance Company's policyholders, creditors, or the public, may require.

IT IS FURTHER ORDERED that Gertrude Geddes Willis Life Insurance Company and any and all other interested parties appear and show cause on the 24<sup>th</sup> day of OCTOBER, 2012<sup>13</sup>, at 1:30 o'clock p.m. why this Court should not find and order that sufficient cause exists for the placing of Gertrude Geddes Willis Life Insurance Company in Rehabilitation, why the Court should not direct the Commissioner of Insurance and his court appointed Receiver, agents and/or employees to continue in possessions of the property, business and affairs of Gertrude Geddes Willis Life Insurance Company and to rehabilitate same and why all other relief prayed for in the Petition for Rehabilitation, Injunctive Relief and Rule to Show Cause and granted herein should not continue in force and effect.

IT IS FURTHER ORDERED that Rudolph "Rudy" Babin, a compliance investigator with the Louisiana Department of Insurance is appointed as private process server for the service of the pleadings herein.

Baton Rouge, Louisiana, this 9<sup>th</sup> day of Oct., 2013.

FILED  
 EAST BATON ROUGE PARISH, LA  
 2013 OCT -9 AM 9:39  
*Alexandra*  
 DEPUTY CLERK OF COURT

  
 \_\_\_\_\_  
 JUDGE, NINETEENTH JUDICIAL DISTRICT COURT



Certified True and  
 Correct Copy  
 cCertID: 000107577

  
 \_\_\_\_\_  
 East Baton Rouge Parish  
 Deputy Clerk of Court

Generated Date:  
 10/10/2013 10:33 AM

Alteration and subsequent re-filing of this certified copy may violate La. R.S. 14:132, 133, and/or RPC Rule 3.3(a)(3).

NINETEENTH JUDICIAL DISTRICT COURT  
THE PARISH OF EAST BATON ROUGE  
STATE OF LOUISIANA

NUMBER:

DIVISION:

JAMES J. DONELON, COMMISSIONER OF INSURANCE  
FOR THE STATE OF LOUISIANA

VERSUS

GERTRUDE GEDDES WILLIS LIFE INSURANCE COMPANY

\*\*\*\*\*

AFFIDAVIT

STATE OF LOUISIANA  
PARISH OF EAST BATON ROUGE

BEFORE ME, the undersigned notary, and in the presence of the undersigned competent witnesses, personally came and appeared:

CAROLINE BROCK

a competent major, who after being duly sworn, did depose and state:

I am the Deputy Commissioner of Insurance, Office of Financial Solvency, Department of Insurance, State of Louisiana, duly appointed by the Commissioner of Insurance.

In connection with my duties, I have reviewed the financial statements filed by Gertrude Geddes Willis Life Insurance Company ("GGWLIC"), which were filed with the Commissioner of Insurance, including, but not limited to the company's annual statements and quarterly reports, and the records of GGWLIC.

**CLERK OF COURT**

The information contained in this affidavit is based on my personal knowledge derived from my review of the financial statement and records of GGWLIC and my conversations with my staff.

FILING DATE: \_\_\_\_\_  
ATTORNEY: \_\_\_\_\_

My review of the balance sheet and financial records of GWLLC reveals that GGWLIC has not maintained the minimum capital and surplus requirements required by the Louisiana Insurance Code and further reflects that GWLLC is insolvent and has obligations or claims exceeding its assets.

My review has revealed that GWLLC is in such condition that its further transaction of business would be hazardous to its policyholders and creditors because GWLLC does not meet the capital surplus required under Louisiana law.

DEPUTY CLERK

That the above is true and correct to the best of my knowledge and belief.

WITNESSES:

Sheri Smith  
Sheri Smith

Caroline Brock  
Caroline Brock

Callie C. Rodrigue  
Callie C. Rodrigue

Sworn to and Subscribed before me on this 24 day of OCTOBER 2013.

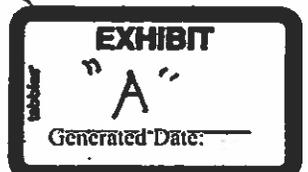
[Signature]  
NOTARY PUBLIC

EBR2059666



Certified True and Correct Copy  
eCertID: 000107601

Tracy Bradley  
East Baton Rouge Parish  
Deputy Clerk of Court



NINETEENTH JUDICIAL DISTRICT COURT  
THE PARISH OF EAST BATON ROUGE  
STATE OF LOUISIANA

NUMBER:

DIVISION:

JAMES J. DONELON, COMMISSIONER OF INSURANCE  
FOR THE STATE OF LOUISIANA

VERSUS

GERTRUDE GEDDES WILLIS LIFE INSURANCE COMPANY

AFFIDAVIT AND VERIFICATION

STATE OF LOUISIANA  
PARISH OF EAST BATON ROUGE

BEFORE ME, the undersigned notary, and in the presence of the undersigned competent witnesses, personally came and appeared:

CAROLINE BROCK

a competent major, who after being duly sworn, did depose and state:

She is the Deputy Commissioner of Insurance Office of Financial Solvency, Department of Insurance, State of Louisiana, duly appointed by the Commissioner of Insurance.

She has read the foregoing petition for rehabilitation and injunctive relief and the allegations contained therein are true and correct to the best of her knowledge, information and belief.

WITNESSES:

Sheri Smith  
Sheri Smith

Caroline Brock  
Caroline Brock

Callie C. Rodrigue  
Callie C. Rodrigue

Sworn to and Subscribed before me this 8<sup>th</sup> day of OCTOBER, 2013.



FILED  
EAST BATON ROUGE PARISH, LA  
2013 OCT -9 AM 9:40  
DEPUTY CLERK OF COURT

[Signature]  
NOTARY PUBLIC



Certified True and  
Correct Copy  
eCertID: 000107621

Tracy Bradley  
East Baton Rouge Parish  
Deputy Clerk of Court

Generated Date:  
10/10/2013 10:34 AM