

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

NUMBER: 633 396

DIVISION: D

POSTED
OCT 07 2014

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

VERSUS

MOTHE LIFE INSURANCE COMPANY
AND ITS WHOLLY OWNED SUBSIDIARY, DLE LIFE INSURANCE COMPANY

FILED: _____

DEPUTY CLERK

PERMANENT ORDER OF REHABILITATION AND INJUNCTIVE RELIEF

This matter came for hearing on October 1, 2014 pursuant to the order entered in this matter on September 11, 2014.

PRESENT: Assistant Attorney General Michael Charles Guy and Sue Buser, attorneys for JAMES J. DONELON, Commissioner of Insurance for the State of Louisiana as Rehabilitator of Mothe Life Insurance Company and its wholly owned subsidiary, DLE Life Insurance Company

Dennis Necaise, individually, and as President, Treasurer and Director of Mothe Life Insurance Company and DLE Life Insurance Company

And the Court, considering the verified petition, the verification and testimony of William Werner, Assistant Chief Examiner for the Louisiana Department of Insurance, and the finding that the requirements for rehabilitation under the provision of LSA-R.S. 22:2001, et seq., have been met, and the law and the evidence entitling the plaintiff to the relief sought 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, members, subscribers, enrollees, 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 that sufficient cause exists for the permanent rehabilitation of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY.

EBR2509997

REC'D C.P.
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IT IS FURTHER ORDERED, ADJUDGED AND DECREED that MOTHE LIFE INSURANCE COMPANY be and hereby is declared insolvent and MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and are hereby placed in rehabilitation under the direction and control of the Commissioner of Insurance for the State of Louisiana, his successors and assigns in his office and his agents, designees, and/or employees (the "Rehabilitator"), subject to the further written orders of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Commissioner, or any designated deputy, be and hereby is confirmed as Rehabilitator.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Cara Bostick be and hereby is confirmed as Receiver of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Commissioner of Insurance as Rehabilitator is permanently vested by operation of law with the title to all property, business, affairs, accounts, bank accounts, safety deposit boxes, records and other assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and he is ordered to direct the rehabilitation of same, until further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Commissioner as Rehabilitator or his appointees and/or the Receiver or Deputy Receiver be allowed and is authorized to appoint a Receiver and/or Deputy Receiver 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, to be paid out of the funds or assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, in the possession of the Receiver and/or Rehabilitator or coming into MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's possession.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that pursuant to La R.S. 22:2002 the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, his agents and/or

employees are directed to immediately take and/or maintain 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, including all real property, whether in the possession of MOTHE LIFE INSURANCE COMPANY and/or its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and/or its/their current or former shareholders, officers, directors, employees, servants, consultants, trustees, adjusters, independent contractors, actuaries, accountants, attorneys, subsidiaries, affiliates or agents, 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/their behalf, and of the premises occupied by the MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, for its/their business.

IT IS FURTHER ORDERED ADJUDGED AND DECREED that any officer, director, manager, employee, trustee or agent of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's, affairs be required to fully cooperate with the Receiver and/or Deputy Receiver and/or Rehabilitator or his appointees, notwithstanding their dismissal pursuant to the order entered herein.

IT IS FURTHER ORDERED ADJUDGED AND DECREED that the Rehabilitator or his appointees and/or Receiver and/or Deputy Receiver be and hereby are authorized to conduct an investigation of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and its/their subsidiaries and affiliates to uncover and make fully available to the Court the true state of MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's, financial affairs. In furtherance of

this investigation, MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY and its/their parent corporations, subsidiaries, affiliates, current or former owners, shareholders, officers, directors, managers, trustees, agents, adjusters, third party administrators, actuaries, accountants, attorneys, consultants, employees, independent contractors, 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/their behalf and/or subject to its/their control, be and hereby are required to make all books, documents, accounts, records and affairs, which either belong to or pertain to MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, available for full, free and unhindered inspection and examination by the Commissioner, the Receiver, or his designee during normal business hours (9:00 a.m. to 5:00 p.m.) Monday through Friday, from the date of the order entered herein. MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and the above-specified entities shall fully cooperate with the Rehabilitator or his appointees and/or Receiver and/or Deputy Receiver. Such cooperation shall include, but not be limited to, the taking of oral testimony under oath of MOTHE LIFE INSURANCE COMPANY's, and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's, owners, officers, directors, managers, trustees, agents, adjusters, employees, or independent contractors of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, its/their 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's affairs.

IT IS FURTHER ORDERED ADJUDGED AND DECREED that MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and/or

its/their current or former shareholders, officers, directors, employees, servants, consultants, trustees, adjusters, independent contractors, trustees, adjusters, independent contractors, actuaries, accountants, attorneys, subsidiaries, affiliates or agents, banks, savings and loan association, financial institutions, 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/their behalf, be and hereby are enjoined from disposing of the property or assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and from the transaction of its/their business except with the concurrence of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, until further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver may permit such further operation of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, as he may deem necessary and appropriate and as he may find to be in the best interest of the policyholders of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that all authority of all officers, directors, and managers of MOTHE LIFE INSURANCE COMPANY and DLE LIFE INSURANCE COMPANY, is hereby suspended and vested with the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver until further written order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that MOTHE LIFE INSURANCE COMPANY and DLE LIFE INSURANCE COMPANY shall not engage in any solicitation or marketing whatsoever without the prior consent of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver until further written order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and/or its/their current or former shareholders, officers, directors, employees, servants, consultants, trustees, adjusters, independent contractors, actuaries, accountants, attorneys, subsidiaries,

affiliates or agents, banks, savings and loan association, financial institutions, 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/their behalf, be and hereby are ordered to immediately surrender and turn over to the Rehabilitator or his appointees and/or the Receiver or Deputy 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, including all real property, and the premises occupied by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY and be and hereby is enjoined from the transaction of the business of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, except with the concurrence of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver until further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and/or its/their current or former shareholders, officers, directors, employees, servants, consultants, trustees, adjusters, independent contractors, actuaries, accountants, attorneys, subsidiaries, affiliates or agents, 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/their behalf and/or subject to its/their control, and all other persons or entities who have access to, control or possession of the property, assets, and affairs of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary , DLE LIFE INSURANCE COMPANY be and hereby are enjoined as follows:

- a) from disposing of or encumbering any of the property or assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY;
- b) from disposing of any records of or other documents belonging to MOTHE LIFE INSURANCE COMPANY and its wholly solvent owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, or relating to the business and affairs of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE

COMPANY;

- c) from transaction of any business by, for, or on behalf of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, including, but not limited to:
- i) the writing, issuance or renewal of any insurance policy, binder, or endorsement to an existing policy or certificate of coverage, except with the concurrence of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver until further order of this Court;
 - ii) the payment of claims and of any policy benefits;
 - iii) the incurring of any claim or loss adjustment expense;
 - iv) the incurring of any debt or liability, except with the concurrence of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver until further order of this Court; or
 - v) the interfering with the acquisition of possession by the exercise of dominion and control over the property of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver or interfering with the conduct of the business and affairs of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver;

except with the concurrence of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, until further order of this Court.

IT IS FURTHER 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, its property and assets while in the Rehabilitator's or his appointees' and/or the Receiver or Deputy Receiver's possession and control as of this date of this Order until further orders of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver be and hereby are allowed and authorized to:

- a) Employ and authorize the compensation of accountants, clerks, attorneys, actuaries, and such assistants as he deems necessary, and authorize the payment of the expenses of these proceedings and the necessary incidents thereof, to be paid out of the funds or assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, in the possession of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver or coming into their possession;

- b) Defend or not defend legal actions wherein MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, or the Rehabilitator and/or his appointees and/or the Receiver or Deputy 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, the Rehabilitator and/or his appointees and/or the Receiver or Deputy Receiver may file appropriate pleadings in his/their 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY;
- e) Take possession of all MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE 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.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that any officer, director, manager, trustee, employee, servant, adjustor, consultant, actuary, accountant, attorney, agent, and/or any person acting for or on behalf of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby is required to fully cooperate with the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, notwithstanding their dismissal pursuant to the order entered herein.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that all attorneys employed by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, as of the date of the order entered herein be and hereby are required within ten (10) days' notice of this order, to report to the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver on the name, company, claim number and status of each file

they are handling on behalf of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY. Said report shall also include an account of any funds received from or on behalf of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY; and that all attorneys described herein be and hereby are discharged as of the date of the order entered herein unless the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver retains their services in writing; that all attorneys employed by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby are required to deliver such litigation files, material, documents or records intact and without purging to the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, notwithstanding any claim of a retaining lien, which, if otherwise valid, shall not be extinguished by such turn-over of documents.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that reinsurance premiums due to or payable by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be remitted to, or disbursed by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver or to another party at the discretion of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver; that the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver shall handle reinsurance losses recoverable or payable by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and all correspondence concerning reinsurance be between the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver and the reinsuring company or intermediary unless otherwise requested by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that upon request by the Rehabilitator or his appointees and or the Receiver or Deputy Receiver, any company providing telephone services to MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent

subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby is required to provide a referral of calls from the number presently assigned to MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY to any such number designated by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver or perform any other services or changes necessary to the conduct of the receivership of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that any bank, savings and loan association, financial institution, and any other person or entity which has on deposit, and/or in its possession, custody or control any funds, accounts and any other assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby is required to immediately transfer title, custody and control of all such funds, accounts, or assets to the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, and are hereby instructed that the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver has absolute control over such funds, accounts and other assets; and that the Rehabilitator or his appointees and/or the Receiver or Deputy 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.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that 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 or his appointees and/or the Receiver or Deputy Receiver's control without the permission of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that any entity furnishing telephone, water, electric, internet, cable, sewage, garbage or trash removal services to MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby is required to maintain such service and transfer any such accounts

to the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver as of the date of the order entered herein, unless instructed to the contrary by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby is required to transfer custody and control of such records to the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver. The Rehabilitator or his appointees and/or the Receiver or Deputy Receiver shall compensate any such entity for the actual use of hardware and software, which the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver finds to be necessary to this proceeding. Compensation shall be based upon the monthly rate provided for in contracts or leases with MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, which were in effect when this proceeding was instituted, or based upon such contracts as may be negotiated by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, for the actual time such equipment and software is used by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the United States Postal Service be and hereby is directed to provide any information requested by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver regarding MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and to handle future deliveries of MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's mail as directed by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver.

IT IS FURTHER 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver in his capacity as Rehabilitator or his appointees and/or the Receiver or Deputy Receiver of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and its/their officers, directors, subsidiaries, affiliates, insurers, representatives, third party administrators, employees, servants, consultants, trustees, adjusters, actuaries, accountants, attorneys, to prevent any preference, judgment, seizure, levy, attachment, or lien being rendered against MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, its estate and assets, and/or its Insureds and policyholders, the Commissioner in his capacity as Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, any affiliates, subsidiaries, insurers, officers, directors, representatives, agents, employees, or attorneys of same, and the making of any levy against MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, its/their property or assets, until further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that, except with the concurrence of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver or until further written order of this Court, all suits, proceedings, and seizures against MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY and/or its/their respective policyholders and insured be and hereby are stayed in order to prevent the obtaining of any preference, judgment, seizure, levy, or lien, and to preserve the property and assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, including, but not limited to, suits and proceedings and all litigation where:

- a) MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 issued or assumed by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY;

- c) The litigation involves or may involve the adjudication of liability or determines any possible rights or obligations of any insured, policyholder or person as to any insurance policy issued or assumed by MOTHE LIFE INSURANCE COMPANY and its wholly solvent owned subsidiary, DLE LIFE INSURANCE COMPANY, or determines any possible future liability of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, with regard to any insurance policy issued or assumed by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY;
- d) Where MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY;
- e) Where the ownership, operations, management and/or control of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY or its/their assets or against any policyholder or insured of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY.

IT IS FURTHER 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 Rehabilitator or his appointees and/or the Receiver or Deputy Receiver of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and/or the Attorney General of the State of Louisiana in his capacity as attorney for the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE 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 or his appointees and/or the Receiver or Deputy Receiver of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and that such actions shall be barred.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that after payment of all administrative expenses of rehabilitation, receivership, and/or liquidation, all obligations of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, will be paid pursuant to the orders of this Court according to the

applicable law.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that all contracts between MOTHE LIFE INSURANCE COMPANY and DLE LIFE INSURANCE COMPANY and any and all persons or entities providing services to MOTHE LIFE INSURANCE COMPANY and DLE LIFE INSURANCE COMPANY and its policyholders remain in full force and effect, until further order of this Court or unless otherwise notified by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that any and all individuals and entities be and hereby are enjoined from interfering with these proceedings, or with the Rehabilitator's or his appointees and/or the Receiver or Deputy Receiver's possession and control or title, rights or interest; from interfering with the conduct of the business of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, by the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver; from wasting the assets of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and from obtaining preferences, judgments, attachments or other like liens or the making of any levy against MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, or its/their property and assets while in the possession and control of the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, until further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that all premiums and all other debts and payables due to MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be paid to the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver, until further order of this Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver shall notify every holder of a certificate of coverage or contract of insurance issued by MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, and every known creditor of MOTHE LIFE INSURANCE COMPANY and its wholly owned solvent subsidiary, DLE LIFE INSURANCE

COMPANY, of the order of rehabilitation and injunction entered herein within sixty (60) days of the date of this order, notwithstanding the provisions of La R.S. 22:2011.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the provisions of the Louisiana Insurance Code and any contractual agreement as to late payment penalties, interest, attorneys fees, adjustments, or other such charges be and hereby are suspended. La. R.S. 22: 1811, and 1973.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that an immediate moratorium be and hereby is placed on policy loans, cash surrenders, sick claims, death claims, and coupon payments on all policies issued by MOTHE LIFE INSURANCE COMPANY and/or its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY until further order of the Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the employees and/or directors, and/or agents of MOTHE LIFE INSURANCE COMPANY and/or its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, be and hereby are barred from attempting to sell the book of business of MOTHE LIFE INSURANCE COMPANY and/or its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY, without the consent of the Commissioner as Rehabilitator or his appointees and/or the Receiver or Deputy Receiver and the Louisiana Life and Health Insurance Guaranty Association ("LLHIGA").

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Rehabilitator or his appointees and/or the Receiver or Deputy Receiver shall be granted all legal and equitable relief as may be necessary to fulfill duties as Rehabilitator or as his appointees and/or as Receiver or Deputy Receiver and for such other relief as the nature of the case and the interest of MOTHE LIFE INSURANCE COMPANY's and its wholly owned solvent subsidiary, DLE LIFE INSURANCE COMPANY's, policyholders, creditors, or the public, may require.

Baton Rouge, Louisiana, this 2 day of Feb, 2014.

Jamie Clark

JUDGE, NINETEENTH JUDICIAL DISTRICT COURT, DIVISION D

{00346454 - v1}

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RESPECTFULLY SUBMITTED,

BURGLASS & TANKERSLEY, LLC



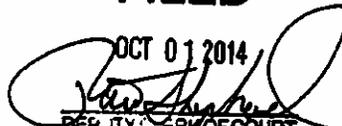
DENNIS J. PHAYER, ESQ. (#10408)
SUE BUSER, ESQ. (#18151)
5213 Airline Drive
Metairie, Louisiana 70001-5602
Phone: (504) 836-2220
Telefax: (504) 836-2221

*Attorneys for JAMES J. DONELON, Commissioner of Insurance for the State of Louisiana as
Rehabilitator of Mothe Life Insurance Company and its wholly owned subsidiary, DLE Life
Insurance Company*

JAMES D. "BUDDY" CALDWELL
LOUISIANA ATTORNEY GENERAL


By: _____

MICHAEL CHARLES GUY, ESQ. (#25406)
Assistant Attorney General
P.O. Box 94005
Baton Rouge, LA 70904
(225) 326-6400

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

NUMBER: 633 396

DIVISION: D

JAMES J. DONELON, COMMISSIONER OF INSURANCE
FOR THE STATE OF LOUISIANA
VERSUS
MOTHE LIFE INSURANCE COMPANY
AND ITS WHOLLY OWNED SUBSIDIARY, DLE LIFE INSURANCE COMPANY

FILED: _____

DEPUTY CLERK

VERIFICATION

STATE OF LOUISIANA

COUNTY/PARISH OF EAST BATON

BEFORE ME, the undersigned authority, duly commissioned and qualified within and for the State and Parish aforesaid personally came and appeared:

WILLIAM WERNER

a person known by me, Notary Public, to be a competent major, who, after first being duly sworn by me, did depose and say:

That he is the Assistant Chief Examiner for the Louisiana Department of Insurance and is familiar with Mothe Life Insurance Company and its wholly owned subsidiary, DLE Life Insurance Company, in Rehabilitation.

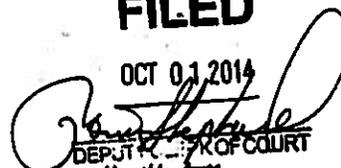
That he has read the foregoing Consent Permanent Order for Rehabilitation and Injunctive Relief, and the allegations contained therein are true and correct to the best of his personal knowledge.


WILLIAM WERNER
Assistant Chief Examiner for the
Louisiana Department of Insurance

EBR2509998

Sworn to and subscribed before me,
Notary, this 1st day of October, 2014.


NOTARY PUBLIC Schabus
Bar Roll Number: 18151

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