

Moran, ¶4.

4. On October 25, 2002, the Conservator filed his Motion for Order Approving Sale of Conservatorship Assets (the "Motion to Sell").

5. Following a hearing on the Motion to Sell, the Court entered its ruling on December 23, 2002, approving the sale of Conservatorship Assets to Infinity Capital Services, Inc. ("Infinity"). The order approving the sale was entered by the Court on January 16, 2003 and subsequently modified by the Court on January 24, 2003.

6. Following the Court's ruling on the Motion to Sell, the Conservator began negotiations with Infinity on the purchase contracts setting forth the terms and conditions of the sale (the "Purchase Contracts"). See Exhibit "A," Affidavit of H. Thomas Moran, ¶7.

7. On February 18, 2003, the Conservator filed his application for instructions from the Court and sought approval of the Conservator's proposed plan of distribution of the proceeds of the sale.

8. On March 12, 2003, the Court entered its order approving the Purchase Contracts which had been negotiated.

9. On March 18, 2003, the Court entered its order approving the Conservator's proposed plan of distribution.

10. On March 24, 2003, pursuant to the Court's order approving the Purchase Contracts, the Conservator and Infinity executed a Closing Acknowledgement in order to acknowledge and evidence the closing of the sale. See Exhibit "A," Affidavit of H. Thomas Moran, ¶11.

11. To date, Infinity has tendered to the Conservator all sums due under the Purchase Contracts as set forth in the Closing Acknowledgement, and made payment of monthly premiums

and servicing costs as required under the terms of the Purchase Contracts. See Exhibit "A," Affidavit of H. Thomas Moran, ¶12.

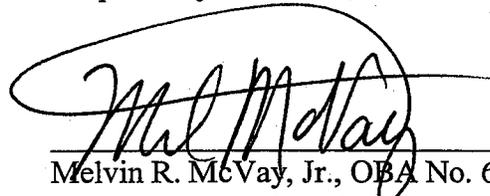
12. The Conservator has previously disbursed to investors the amount of \$804,713.09 in premium reimbursements from funds resulting from the sale to Infinity. See Exhibit "A," Affidavit of H. Thomas Moran, ¶13.

13. On October 13, 2003, under the plan of distribution approved by the Court, the Conservator processed and disbursed to investors the amount of \$8,987,983.82 in additional sale proceeds. See Exhibit "A," Affidavit of H. Thomas Moran, ¶14.

14. As of the date of this report, the total amount of funds disbursed to investors from the sale to Infinity is \$9,792,696.91. See Exhibit "A," Affidavit of H. Thomas Moran, ¶15.

15. As of the date of this report, no investor has refused to accept the disbursements made by the Conservator from the proceeds of the sale to Infinity. See Exhibit "B," Affidavit of Sheri Townsend, ¶7.

Respectfully submitted,



Melvin R. McVay, Jr., OBA No. 6096
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211 North Robinson
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ATTORNEYS FOR CONSERVATOR,
H. THOMAS MORAN

CERTIFICATE OF MAILING

The undersigned certifies that on the 14th day of October, 2003, a true and correct copy of the foregoing document was sent postage prepaid by first-class mail, to:

Patricia A. Labarthe, Esq.
Oklahoma Department of Securities
First National Center, Suite 860
120 North Robinson
Oklahoma City, OK 73102
Attorney for Plaintiff

Dino E. Viera, Esq.
Fellers, Snider, Blankenship,
Bailey & Tippens, P.C.
100 North Broadway Avenue, Suite 1700
Oklahoma City, Oklahoma 73102
Attorney for Defendants,
Accelerated Benefits Corporation and
American Title Company of Orlando

A handwritten signature in black ink, appearing to read "Mark McStay", is written over a horizontal line. The signature is cursive and somewhat stylized.

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

Oklahoma Department of Securities,)
 ex rel. Irving L. Faught, Administrator,)
)
 Plaintiff,)
)
 vs.)
)
 Accelerated Benefits Corporation, a Florida)
 corporation, et al.,)
)
 Defendants.)

Case No. CJ-99-2500-66
Judge Daniel L. Owens

AFFIDAVIT

STATE OF OKLAHOMA)
) SS:
 COUNTY OF OKLAHOMA)

The undersigned, H. Thomas Moran, of lawful age, being first duly sworn, deposes and states as follows:

1. That I am the Conservator of certain assets of Accelerated Benefits Corporation pursuant to an Order Appointing Conservator and Transferring Assets entered in the above-styled action by the Court on February 6, 2002 (the "Conservatorship Order").

2. I have personal knowledge of the matters set forth herein.

3. Under the Conservatorship Order, I was appointed Conservator of certain assets of Accelerated Benefits Corporation ("ABC") and its agents, including American Title Company of Orlando ("ATCO") and David Piercefield (the AConservatorship Assets@).

4. Pursuant to the directives of the Conservatorship Order, I sought offers from various institutional buyers for the sale of certain Conservatorship Assets, which consisted of viatical life settlement insurance policies owned by ABC.

5. On October 25, 2002, the Conservator's Motion for Order Approving Sale of



Conservatorship Assets (the "Motion to Sell") was filed with the Court.

6. Following a hearing on the Motion to Sell, the Court entered its ruling on December 23, 2002, approving the sale of Conservatorship Assets to Infinity Capital Services, Inc. ("Infinity"). The order approving the sale was entered by the Court on January 16, 2003 and subsequently modified by the Court on January 24, 2003.

7. Following the Court's ruling on the Motion to Sell, I began negotiations with Infinity on the purchase contracts setting forth the terms and conditions of the sale (the "Purchase Contracts").

8. On February 18, 2003, through application I sought instructions from the Court and approval of a proposed plan of distribution of the proceeds of the sale.

9. On March 12, 2003, the Court entered its order approving the Purchase Contracts which had been negotiated.

10. On March 18, 2003, the Court entered its order approving the Conservator's proposed plan of distribution.

11. On March 24, 2003, pursuant to the Court's order approving the Purchase Contracts, a Closing Acknowledgement was executed by Infinity and I in order to acknowledge and evidence the closing of the sale.

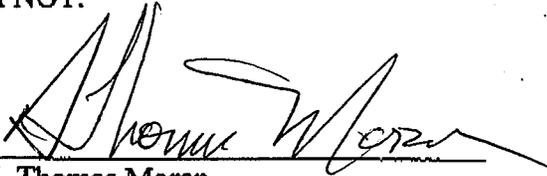
12. To date, Infinity has tendered to me all sums due under the Purchase Contracts as set forth in the Closing Acknowledgement, and made payment of monthly premiums and servicing costs as required under the terms of the Purchase Contracts.

13. I have previously disbursed to investors the amount of \$804,713.09 in premium reimbursements from funds resulting from the sale to Infinity.

14. On October 13, 2003, under the plan of distribution approved by the Court, I processed and disbursed to investors the amount of \$8,987,983.82 in additional sale proceeds.

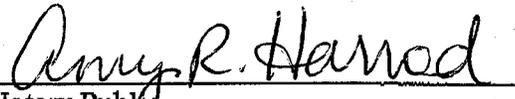
15. As of the date of this report, the total amount of funds disbursed to investors from the sale to Infinity is \$9,792,696.91.

FURTHER AFFIANT SAYITH NOT.

By: 
H. Thomas Moran

Subscribed and Sworn to before me this 13th day of October, 2003, by H. Thomas Moran.

(SEAL)


Notary Public

My Commission Expires: 01/17/2006
Commission #: 02001064

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

Oklahoma Department of Securities,)
ex rel. Irving L. Faught, Administrator,)
)
Plaintiff,)
)
vs.)
)
Accelerated Benefits Corporation, a Florida)
corporation, et al.,)
)
Defendants.)

Case No. CJ-99-2500-66
Judge Daniel L. Owens

AFFIDAVIT

STATE OF OKLAHOMA)
) SS:
COUNTY OF OKLAHOMA)

The undersigned, Sheri Townsend, of lawful age, being first duly sworn, deposes and states as follows:

1. That I am an employee of H. Thomas Moran, the Conservator of certain assets of Accelerated Benefits Corporation pursuant to an Order Appointing Conservator and Transferring Assets entered in the above-styled action by the Court on February 6, 2002 (the "Conservatorship Order").
2. I have personal knowledge of the matters set forth herein.
3. As part of my duties with the Conservator, I oversee the disbursement of funds to Investor from the Conservatorship.
4. The Conservatorship has previously disbursed to investors the amount of \$804,713.09 in premium reimbursements from funds resulting from the sale to Infinity Capital Services, Inc.



5. On October 13, 2003, under the plan of distribution approved by the Court, the Conservator's office processed and disbursed to investors the amount of \$8,987,983.82 in additional sale proceeds.

6. As of the date of this report, the total amount of funds disbursed to investors from the sale to Infinity is \$9,792,696.91.

7. As of the date of this report, no investor has refused to accept the disbursements made by the Conservator from the proceeds of the sale to Infinity.

FURTHER AFFIANT SAYITH NOT.

By: *Sheri D. Townsend*
Sheri Townsend

Subscribed and Sworn to before me this 14th day of October, 2003, by Sheri Townsend.

(SEAL)

Twila S. Bow
Notary Public

My Commission Expires _____

