

**IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA**

Oklahoma Department Securities,)	
<u>Ex rel.</u> Irving L. Faught, Administrator,)	
)	
Plaintiff,)	
)	Case No. CJ-99-2500-66
vs.)	Judge Daniel L. Owens
)	
Accelerated Benefits Corporation, a Florida)	
Corporation, et al.,)	
)	
Defendants.)	

**SUPPLEMENT TO THE EXHIBITS LISTED IN MOTION FOR AN ORDER
APPROVING SALE OF CONSERVATORSHIP ASSETS AND BRIEF IN SUPPORT**

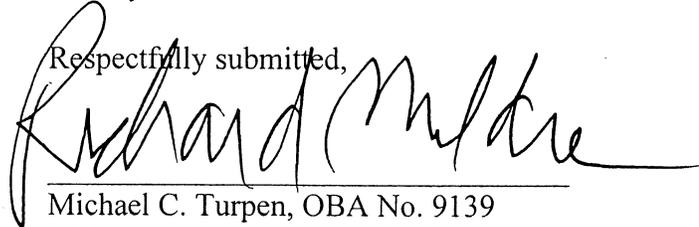
Acheron Portfolio Trust (“Acheron”), by and through its attorneys Riggs, Abney, Neal, Turpen, Orbison & Lewis and Stroock & Stroock & Lavan LLP, respectfully submits this Supplement to the Exhibits Listed in Acheron’s Motion for Order Approving Sale of Conservatorship Assets and Brief in Support

1. On January 15, 2010, Acheron filed its Motion for Order Approving Sale of Conservatorship Assets and Brief in Support (“Acheron’s Brief”) along with the Affidavit of Richard A. Mildren as to the Exhibits Listed in Acheron Portfolio Trust’s Motion for Order Approving Sale of Conservatorship Assets and Brief in Support.

2. While preparing for the hearing on Acheron’s Brief, which is set for Friday, March 12, 2010, Asheron realized that the exhibit mentioned on page 15 of its Brief was not included in Affidavit of Richard A. Mildren as to the Exhibits Listed in Acheron Portfolio Trust’s Motion for Order Approving Sale of Conservatorship Assets and Brief in Support.

3. Included in this Supplement to the Exhibits Listed in Acheron's Motion for Order Approving Sale of Conservatorship Assets and Brief in Support is the missing exhibit, Exhibit 18, Opinion from William Scott Page dated, January 7, 2010.

Respectfully submitted,



Michael C. Turpen, OBA No. 9139
Richard Mildren, OBA No. 6182
RIGGS, ABNEY, NEAL, TURPEN,
ORBISON & LEWIS
5801 Broadway Extension, Suite 101
Oklahoma City, OK 73118
Telephone: (405) 843-9909
Facsimile: (405) 842-2913

and

Claude G. Szyfer
Boris Ziser
STROOCK & STROOCK & LAVAN LLP
180 Maiden Lane
New York, New York 10038-4982
Telephone : (212) 806-5400
Central Facsimile: (212) 806-6006

CERTIFICATE OF SERVICE

I hereby certify that on the 12th day of February, 2010 a copy of the above and forgoing document was mailed via U.S. Mail postage prepaid to:

Patricia A. Labarthe, Esq.
Oklahoma Department of Securities
120 North Robinson Ave., Suite 600
Oklahoma City, OK 73102
ATTORNEY FOR PLAINTIFF

Melvin R. McVay, Jr.
Sahnon K. Emmons
Kenneth A. Tilotson
PHILLIPS MURRAH, P.C.
Corporate Tower/Thirteenth Floor
101 North Robinson
Oklahoma City, OK 73102
ATTORNEYS FOR CONSERVATOR
THOMAS MORAN, II



Richard A. Mildren