

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

OCT 31 2008

PATRICIA PRESLEY, COURT CLERK
by _____
DEPUTY

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

NOTICE OF HEARING

Please be advised that a hearing on the (1) Interim Application for Order Approving Conservator's Fees and Expenses for the Period of September 1, 2008 through September 30, 2008, and (2) Interim Application for Order Approving Attorney's Fees for the Period of September 1, 2008 through September 30, 2008, has been set for the 21 day of November, 2008, at 9:00 a.m., before the Honorable Judge Daniel L. Owens.

Respectfully submitted,



Melvin R. McVay, Jr., OBA No. 06096
Kenneth A. Tillotson, OBA No. 19237
PHILLIPS MURRAH P.C.
Corporate Tower / Thirteenth Floor
101 North Robinson
Oklahoma City, Oklahoma 73102
Telephone: (405) 235-4100
Facsimile: (405) 235-4133

ATTORNEYS FOR CONSERVATOR,
H. THOMAS MORAN, II

CERTIFICATE OF MAILING

The undersigned certifies that on the 31st day of October, 2008, a true and correct copy of the foregoing Notice of Hearing was mailed, first-class with postage prepaid, to:

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

William H. Whitehill, Jr., 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*



Kenneth A. Tillotson

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

OCT 31 2008

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

PATRICIA PRESLEY, COURT CLERK
by _____
DEPUTY

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

**INTERIM APPLICATION FOR ORDER APPROVING
CONSERVATOR'S FEES AND EXPENSES FOR THE PERIOD
OF SEPTEMBER 1, 2008 THROUGH SEPTEMBER 30, 2008**

Conservator, Tom Moran, hereby respectfully applies to this Court for entry of an Order approving the interim application for Conservator's fees and expenses for the period of September 1, 2008 through September 30, 2008. In support thereof, Conservator would show the Court as follows:

1. On February 6, 2002, the Court appointed Tom Moran as Conservator of certain assets of Defendant, Accelerated Benefits Corporation ("ABC"), and its agents, including American Title Company of Orlando and David Piercefield ("Conservatorship Assets"), including:

- a. All life insurance policies owned or held beneficially, directly or indirectly, by or for the benefit of ABC and/or ABC Investors, that were purchased prior to October 1, 2000 "the "Policies");
- b. All assets of ABC necessary to accomplish the objectives of the Conservatorship, ...;
- c. All premium reserve accounts and bank accounts into which ABC Investor funds or proceeds from the Policies have been deposited; and,

d. The right to recoup from the proceeds of the Policies all funds advanced by ABC to finance the payment of premiums on the Policies.

2. The Conservator was given the direction and authority to accomplish the following:

a. To take custody, possession and control of the Conservatorship Assets as they are transferred to the Conservator;

b. To manage all Conservatorship Assets pending further action by the Court including, but not limited to, the evaluation of the Policies, and to take necessary steps to protect the ABC Investors' interests including, but not limited to, the liquidation or sale of the Policies to institutional buyers and the assessment to ABC Investors of the future premium payments;

c. Receive and collect any and all sums of money due or owing on the Policies to ABC or its agents;

d. Seek the return of any cash, bond or guarantee on deposit with any regulatory agency or other entity on behalf of ABC or its agents;

e. Make such payments and disbursements as may be necessary and advisable for the preservation of the Conservatorship Assets and as may be necessary and advisable in discharging his duties as Conservator including, but not limited to, the timely payment of all premiums for Policies that have not yet matured;

f. Monitor the viators of the Policies by tracking the location of the viators and periodically checking the health of the viators;

g. Receive notice of the death of viators, file death claims on the viators, and collect the proceeds paid on the Policies as such mature;

h. Disburse to each ABC Investor his proportionate share of the proceeds, after deducting premiums advanced, paid in matured Policies;

i. Establish open communication with ABC Investors with proper disclosure of available options and consequences including, but not limited to, notice to ABC Investors of the Conservatorship Order within 30 days;

j. Retain and employ attorneys, accountants, computer consultants and other persons as may be advisable or necessary to the

exercise of the duties of the Conservator, and compensate such persons, subject to application and approval by the Court;

k. Open and inspect any and all mail and/or deliveries related to the existence, location, identity and/or collection, preservation, maintenance or operation of Conservatorship Assets, and to notify any insurance company or third party administrator and the United States Postal Service to effect the forward delivery of any mail related to the Conservatorship Assets to a mail depository under the control of the Conservator;

l. Institute, prosecute, defend, intervene in or become a party to such actions or proceedings in any state court, federal court or United States Bankruptcy Court as may in the Conservator's opinion be necessary or proper for the protection, maintenance and preservation of Conservatorship Assets, or the carrying out of the Conservatorship Order; and,

m. Exercise those powers necessary to implement the Conservator's conclusions with regard to the disposition of the Conservatorship pursuant to the orders and directives of the Court.

3. On February 21, 2002, the Court granted Conservator's application to approve the hourly rates of Conservator and his employees.

4. Conservator seeks interim compensation at the hourly rates approved by the Court for work performed, plus reimbursement of Conservator's actual and necessary expenses, for the period of September 1, 2008 through September 30, 2008.

5. The amount of compensation to be allowed rests within the sound discretion of the court. *Hudson v. Hubbell*, 1935 OK 138, 41 P.2d 844, (see, also, *Brann v. Harris*, 1935 OK 298, 47 P.2d 876).

6. Conservator and his employees have devoted substantial time and effort in the execution of Conservator's duties and seek compensation as detailed in the statement attached hereto as Exhibit "A".

7. Conservator and his employees have expended the time set forth in this application in the execution of Conservator's duties to the preclusion of other employment, and the charges set forth therein were reasonable and necessary.

8. This Application covers allowance of compensation for services and expenses for the period of September 1, 2008 through September 30, 2008. During the period covered by this Application, Conservator and his employees expended a total of 121.25 hours at hourly rates ranging from \$25.00 to \$110.00 per hour for a total fee of \$4,842.50. Exhibit "A" details the hours spent rendering the services and descriptions of the services rendered.

WHEREFORE, premises considered, Conservator, Tom Moran, respectfully requests this Court approve payment of interim compensation to Conservator in the amount of \$4,842.50 for the period of September 1, 2008 through September 30, 2008.

Respectfully submitted,



Melvin R. McVay, Jr., OBA No. 06096

Kenneth A. Tillotson, OBA No. 19237

PHILLIPS MURRAH P.C.

Corporate Tower / Thirteenth Floor

101 North Robinson

Oklahoma City, Oklahoma 72902

Telephone: (405) 235-4100

Facsimile: (405)235-4133

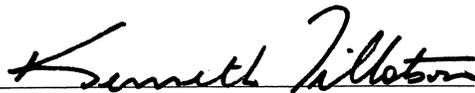
ATTORNEYS FOR CONSERVATOR,
TOM MORAN

CERTIFICATE OF MAILING

The undersigned certifies that on the 31st day of October, 2008, a true and correct copy of the foregoing was mailed via First Class Mail, postage prepaid, to the following:

Patricia A. Labarthe, Esq.
OKLAHOMA DEPARTMENT OF SECURITIES
First National Center, Suite 860
120 North Robinson
Oklahoma City, OK 72902
Attorney for Plaintiff

William H. Whitehill, Jr., Esq.
FELLERS, SNIDER, BLANKENSHIP,
BAILEY & TIPPENS, P.C.
100 North Broadway Avenue, Suite 1700
Oklahoma City, Oklahoma 72902
*Attorney for Defendants,
Accelerated Benefits Corporation and
American Title Company of Orlando*


Kenneth A. Tillotson

The Heritage Group
 521 W. Wilshire Blvd., Suite 200
 Oklahoma City, OK 73116
 405-753-9100

Invoice No. ABC 9-08

INVOICE

Customer

Name Tom Moran, Conservator
 Address P. O. Box 14541
 City Oklahoma City State OK ZIP 73113
 Phone 405-753-9100

Misc

Date 9/30/2008
 Order No.
 Rep
 FOB

Qty	Description	Unit Price	TOTAL
6.75	September Time - Tom Moran, Conservator	\$ 110.00	\$ 742.50
2.90	September Time - Sheri Townsend	\$ 40.00	\$ 116.00
91.00	September Time - Patty Kositzky	\$ 25.00	\$ 2,275.00
18.50	September Time - Tom Russell	\$ 85.00	\$ 1,572.50
2.10	September Time - Misty Bradley	\$ 65.00	\$ 136.50

Payment

Select One...

Comments

Name
 CC #
 Expires

Tax Rate(s)

Subtotal \$ 4,842.50
 Shipping

TOTAL \$ 4,842.50

Office Use Only

Thank You

DATE	ACTIVITY	HOURS
9/2/2008	Phone call with Mel McVay regarding disclosure statement and projections. Meet with Tom Russell regarding accounting issues.	0.75
9/3/2008	Meet with Patty Labarthe and Mel McVay regarding investor disclosure and investor questions. Meet with Mel McVay to review information to investors.	1.25
9/4/2008	Meet with Mel McVay and Sally Hasenfratz regarding client questions and service agreement.	0.50
9/5/2008	Phone call with Mel McVay regarding investor disclosure letter.	0.25
9/8/2008	Email with portfolio purchaser regarding offer for investor interest. Discuss various issues with Sheri Townsend.	0.50
9/9/2008	Phone call with Mel McVay regarding conservatorship issues and matters.	0.50
9/10/2008	Correspondence with Patty Kositzky and Mel McVay regarding investor change requests. Review investor agreements.	0.75
9/16/2008	Meet with Patty Kositzky regarding change requests. Meet with Sheri Townsend regarding investor trading. Phone call with Mel McVay regarding disclosure language to investor. Meet with Patty Kositzky regarding investor time frames.	1.50
9/17/2008	Discussion with Patty Kositzky regarding motion for investors.	0.75

Total hours for September 2008 6.75
Hourly Rate \$110.00

TOTAL for September 2008 \$742.50

DATE	ACTIVITY	HOURS
9/5/2008	Phone calls with Sally Hasenfratz regarding request to change premium payments and surrender policies.	0.50
9/8/2008	Discuss miscellaneous issues with Conservator.	0.50
9/9/2008	Phone call with Mel McVay regarding servicing policies.	0.25
9/12/2008	Discuss call from Texas Department of Insurance (TX DOI) with Patty Kositzky and Kim Hinkle. Return call to TX DOI.	0.25
9/15/2008	Review and sign distribution checks.	0.50
9/16/2008	Review correspondece from Patty Kozitsky regarding investor issues; discuss same; email Conservator.	0.50
9/18/2008	Review and sign distribution checks.	0.25
9/19/2008	Review and sign distribution checks.	0.15

Total hours for September 2008 2.90
 Hourly Rate \$40.00

TOTAL for September 2008 \$116.00

DATE	ACTIVITY	HOURS
9/2/2008	Open Conservator mail. Process address changes and TPA changes. Sent confirmation to TPA. Issue check requests for several accounts that were previously held in escrow. Investor phone calls.	4.00
9/3/2008	Start project for investors with outstanding checks. Check for updated addresses and deaths online. Start spreadsheet to be used for mail merge. Research several accounts with special circumstances. Phone conference with Jennifer Golden regarding investor issues. Investor phone calls. Investor email correspondence.	7.50
9/4/2008	Continue research regarding investors with outstanding checks. Send letters to investors discovered to have invalid taxpayer identification numbers. Do research to locate next of kin for deceased investors with outstanding checks. Prepare correspondence if next of kin located. Email correspondence with Jennifer Golden regarding relative that has been cashing checks of deceased investor. Other investor phone calls. Open investor mail.	6.75
9/5/2008	Prepare mail merge to about 80 living investors with outstanding checks from one or more distributions. Filing. Investor phone calls.	6.25
9/8/2008	Mail letters regarding outstanding checks. More discussion with Jennifer Golden about deceased investor issue. Prepare correspondence in response to requests for information or account summaries. Prepare correspondence regarding deceased investors. Investor phone calls. Open mail, process address changes.	6.50
9/9/2008	Prepare August timesheet. Review notes, allocate time. Investor phone calls. Phone conference with Jennifer Golden regarding miscellaneous investor issues. Prepare draft of letter to relative of deceased investor that has been cashing checks, demand return of money. Contact daughter of deceased investor, send letter to request documentation to properly transfer account. Investor phone call with daughter of deceased investor frustrated over time and cost necessary to transfer ownership.	6.50
9/10/2008	Prepare letter to spouse of deceased investor where ownership was held as tenants in common with sister living in another city. Miscellaneous investor correspondence. Phone call with investor having difficulty transferring IRA to new custodian. Send new letter to investor regarding multiple outstanding checks for joint account, joint owner deceased. Investor phone calls.	5.25
9/11/2008	Phone call with deceased investor's son regarding multiple escrowed payments for account. Investor phone calls. Investor email correspondence. Open Conservatorship mail.	1.00
9/12/2008	Investor phone calls. Filing.	1.75
9/15/2008	Review pending issues, send letters as follow-up. Miscellaneous investor correspondence. Prepare letters to next of kin regarding documentation necessary to transfer ownership. Investor phone calls. Have large number of re-issue checks signed.	6.25
9/16/2008	Mail out re-issue checks, some with letters if necessary. Email correspondence to Tom Moran and Sheri Townsend about upcoming project. Receive responses to letters about outstanding checks, begin completing check requests. Update spreadsheet to track responses. Investor phone calls.	6.00

DATE	ACTIVITY	HOURS
9/17/2008	Prepare fax to TPA regarding missing distribution check. Provide documentation and copy of check. Investor phone calls. Open investor mail. Answer investor email.	4.75
9/18/2008	Have large number of replacement checks signed. Mail out checks. Filing. Investor phone calls.	4.75
9/19/2008	Mail out checks with letters if appropriate. Talk to Jennifer Golden about tenants in common issue. Prepare draft of detailed summary letter to joint tenant. Investor phone calls.	5.00
9/22/2008	Email to Kirkpatrick Bank to request copies needed to confirm improper endorsements. Prepare check requests in response to letters returned from investors with outstanding checks. Miscellaneous investor correspondence. Issue check requests for investor with multiple outstanding checks after she contacted our office. Investor phone calls. Open investor mail.	6.75
9/23/2008	Prepare correspondence as follow-up to pending issues. Investor phone calls.	5.50
9/30/2008	Answer investor email. Open large volume of mail. Return investor phone calls. Email correspondence with Jennifer Golden regarding deceased investor issues.	6.50

Total hours for September 2008 91.00

Hourly Rate \$25.00

TOTAL for September 2008 \$2,275.00

DATE	ACTIVITY	HOURS
9/2/2008	Discuss with Tom Moran the distributions to investors and the amount still owed investors on the sale, emails with Rick Goranson regarding same.	0.75
9/15/2008	Create accounts for multiple heirs of several deceased investors, reverse original entries to decess investor and split to heirs, print checks out of escrow to heirs, update escrow tracking spreadsheet. Review investor list for any obvious errors and correct accordingly.	5.25
9/16/2008	Update investor data in accounting software as noted by Patty Kositzky.	1.25
9/17/2008	Void staledated investor checks, issue checks from escrow, update escrow spreadsheet.	2.25
9/18/2008	Issue checks from escrow, update escrow spreadsheet.	0.75
9/19/2008	Issue checks from escrow, update escrow spreadsheet.	0.50
9/20/2008	Review investor distribution checks which have cleared the bank for endorsement issues. Booked general journal entries.	0.75
9/22/2008	Discussion with Patty Kositzky regarding a particular investor with two accounts with outstanding checks.	0.25
9/25/2008	Print and review financial statements and bank statements.	0.75
9/26/2008	Phone call with investor regarding letter received about outstanding checks.	0.25
9/29/2008	Review investor distribution checks which have cleared the bank for endorsement issues. Finish reconciling investor escrow spreadsheet to accounting software.	3.50
9/30/2008	Post and pay payables and legal and reciever billings. Deposit repayment check from family of investor.	2.25

Total hours for September 2008 18.50

Hourly Rate \$85.00

TOTAL for September 2008 \$1,572.50

MISTY BRADLEY

ABC TIMESHEET

SEPTEMBER 2008

DATE	ACTIVITY	HOURS
9/2/2008	Reconcile the HTM bank statements	2.10

Total hours for September 2008 2.10
Hourly Rate \$65.00

TOTAL for September 2008 \$136.50

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

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OCT 31 2008

Oklahoma Department of Securities,)
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 Accelerated Benefits Corporation, a Florida)
 corporation, et al.,)
)
 Defendants.)

PATRICIA PRESLEY, COURT CLERK
 by _____
 DEPUTY

Case No. CJ-99-2500-66
 Judge Dan Owens

INTERIM APPLICATION FOR ORDER APPROVING ATTORNEY'S FEES
FOR THE PERIOD OF SEPTEMBER 1, 2008 THROUGH SEPTEMBER 30, 2008

Conservator, Tom Moran, hereby respectfully applies to this Court for entry of an Order approving the interim application for attorney's fees of Phillips Murrah P.C. f/k/a Phillips McFall McCaffrey McVay and Murrah, P.C. ("Phillips Murrah"), counsel for Conservator for the period of September 1, 2008 through September 30, 2008. In support of his application, Conservator would show the Court as follows:

1. On February 6, 2002, the Court appointed Tom Moran as Conservator of certain assets of Defendant, Accelerated Benefits Corporation ("ABC"), and its agents, including American Title Company of Orlando and David Piercefield ("Conservatorship Assets"), including:
 - a. All life insurance policies owned or held beneficially, directly or indirectly, by or for the benefit of ABC and/or ABC Investors, that were purchased prior to October 1, 2000 (the "Policies");
 - b. All assets of ABC necessary to accomplish the objectives of the Conservatorship, including, but not limited to, computer hardware, databases, software, ABC Investor and viator files relating to the Policies, accounting and financial records pertaining to premium payments and receipt and distribution

of proceeds on the Policies, any deposit of cash, bond or guarantee, filing cabinets, office supplies, the lease to office space at 105 East Robinson Street, Suite 320, Orlando, Florida, and telephone systems;

- c. All premium reserve accounts and bank accounts into which ABC Investor funds or proceeds from the Policies have been deposited; and,
- d. The right to recoup from the proceeds of the Policies all funds advanced by ABC to finance the payment of premiums on the Policies.

2. The Conservator was given the direction and authority to accomplish the following:

- a. To take custody, possession and control of the Conservatorship Assets as they are transferred to the Conservator;
- b. To manage all Conservatorship Assets pending further action by the Court including, but not limited to, the evaluation of the Policies, and to take necessary steps to protect the ABC Investors' interests including, but not limited to, the liquidation or sale of the Policies to institutional buyers and the assessment to ABC Investors of the future premium payments;
- c. Receive and collect any and all sums of money due or owing on the Policies to ABC or its agents;
- d. Seek the return of any cash, bond or guarantee on deposit with any regulatory agency or other entity on behalf of ABC or its agents;
- e. Make such payments and disbursements as may be necessary and advisable for the preservation of the Conservatorship Assets and as may be necessary and advisable in discharging his duties as Conservator including, but not limited to, the timely payment of all premiums for Policies that have not yet matured;
- f. Monitor the viators of the Policies by tracking the location of the viators and periodically checking the health of the viators;

- g. Receive notice of the death of viators, file death claims on the viators, and collect the proceeds paid on the Policies as such mature;
- h. Disburse to each ABC Investor his proportionate share of the proceeds, after deducting premiums advanced, paid in matured Policies;
- i. Establish open communication with ABC Investors with proper disclosure of available options and consequences including, but not limited to, notice to ABC Investors of the Conservatorship Order within 30 days;
- j. Retain and employ attorneys, accountants, computer consultants and other persons as may be advisable or necessary to the exercise of the duties of the Conservator, and compensate such persons, subject to application and approval by the Court;
- k. Open and inspect any and all mail and/or deliveries related to the existence, location, identity and/or collection, preservation, maintenance or operation of Conservatorship Assets, and to notify any insurance company or third party administrator and the United States Postal Service to effect the forward delivery of any mail related to the Conservatorship Assets to a mail depository under the control of the Conservator;
- l. Institute, prosecute, defend, intervene in or become a party to such actions or proceedings in any state court, federal court or United States Bankruptcy Court as may in the Conservator's opinion be necessary or proper for the protection, maintenance and preservation of Conservatorship Assets, or the carrying out of the Conservatorship Order; and,
- m. Exercise those powers necessary to implement the Conservator's conclusions with regard to the disposition of the Conservatorship pursuant to the orders and directives of the Court.

3. On February 21, 2002, the Court granted Conservator's application to employ Phillips Murrah as counsel and approved its hourly rates.

4. Since its employment as counsel, Phillips Murrah has performed certain tasks, which include:

- a. Representation of Conservator's interests in matters and proceedings arising in, or relating to, this case;
- b. Advising Conservator concerning the administration of the Conservatorship and Conservator's rights and duties, and the claims of investors and other parties in interest;
- c. Investigation of possible causes of action belonging to the Conservatorship; and,
- d. Assisting with such other matters as the Conservator has requested from time to time.

5. Conservator seeks to compensate Phillips Murrah at its regular hourly rates, plus Phillips Murrah's actual and necessary expenses for work performed for the period of September 1, 2008 through September 30, 2008.

6. Conservator did not pay Phillips Murrah a retainer. While Phillips Murrah would normally have requested a retainer, Phillips Murrah agreed to accept employment on the basis that it would be provided interim compensation.

7. The standards for evaluating this application are set forth in *State, ex rel. Burk v. City of Oklahoma City*, 1979 OK 115, 598 P.2d 659; and *Oliver's Sports Center, Inc. v. National Standard Ins. Co.*, 1980 OK 120, 615 P.2d 291. Those standards include the following:

- a. **Time and Labor Required.** Phillips Murrah has devoted substantial time and effort in its representation of Conservator and seeks compensation for services which are detailed in the statement attached hereto as Exhibit "A".
- b. **Novelty and Difficulty of Questions Involved.** Phillips Murrah has provided representation of the Conservator on numerous issues and tasks relating to the preservation of assets, pending litigation, potential litigation and applications to the Court for approval of Conservator's actions.

- c. **Skill Requisite to Perform Services Properly.** The Court previously approved the retention of Phillips Murrah as general counsel because of the firm's experience and qualifications to render the services required by the Conservator.
- d. **Preclusion of Other Employment.** Phillips Murrah has expended the time set forth in this application in representation of Conservator to the preclusion of other employment.
- e. **Fees Customarily Charged.** Phillips Murrah has billed for its time on an hourly basis which is well within the professional rates customarily charged in this jurisdiction and which were previously approved by the Court on February 21, 2002.
- f. **Whether the Fee is Fixed or Contingent.** The fees charged by Phillips Murrah are well within the professional rates customarily charged in this jurisdiction. The attorney's fees are neither fixed nor contingent, but are based upon the reasonableness of such fees in relation to the work performed as a result of the representation.
- g. **Experience, Reputation and Ability of the Applicant.** The Court previously approved the retention of Phillips Murrah as general counsel because of the firm's experience and qualifications to render the services required by the Conservator.

8. All professional services for which allowance of compensation is requested were performed by Phillips Murrah for and on behalf of the Conservator.

9. This Application covers allowance of compensation for services performed from September 1, 2008 through September 30, 2008. During the period covered by this Application, Phillips Murrah expended a total of 21.60 hours for services rendered on behalf of Conservator at hourly rates ranging from \$45.00 to \$225.00 per hour for a total fee of \$4,315.00, and has accrued \$274.31 in expenses. Exhibit "A" details the dates services were rendered, hours spent rendering the services and descriptions of the services rendered.

WHEREFORE, premises considered, Conservator, Tom Moran, respectfully requests this Court approve the payment of interim compensation to Phillips Murrah in the amount of \$4,589.31 for the period of September 1, 2008 through September 30, 2008.

Respectfully submitted,



Melvin R. McVay, Jr., OBA No. 06096

Kenneth A. Tillotson, OBA No. 19237

PHILLIPS MURRAH P.C.

Corporate Tower / Thirteenth Floor

101 North Robinson

Oklahoma City, Oklahoma 73102

Telephone: (405) 235-4100

Facsimile: (405) 235-4133

Attorneys for Conservator Tom Moran

CERTIFICATE OF SERVICE

The undersigned certifies that on the 31st day of October, 2008, a true and correct copy of the above and foregoing was served, via U.S. First-Class Mail, postage prepaid, to the following:

Patricia A. Labarthe, Esq.
OKLAHOMA DEPARTMENT OF SECURITIES
120 North Robinson, Suite 600
Oklahoma City, OK 73102
Attorney for Plaintiff

William H. Whitehill, Jr., Esq.
FELLERS SNIDER BLANKENSHIP BAILEY
& TIPPENS, P.C.
100 North Broadway, Suite 1700
Oklahoma City, OK 73102
*Attorney for Defendants, Accelerated Benefits
Corporation and American Title Company of Orlando*



Kenneth A. Tillotson

PHILLIPS MURRAH P.C.
Attorneys and Counselors at Law

Corporate Tower | Thirteenth Floor | 101 N. Robinson
 Oklahoma City, Oklahoma | 73102 405.235.4100 | Fax 405.235.4133
 www.phillipsmurrah.com | Tax ID #73-1288529

BILLING STATEMENT

Accelerated Benefits Corporation (ABC)
 521 W. Wilshire Blvd
 Suite 200
 Oklahoma City, OK 73116

Statement Date: September 30, 2008
 Statement No. 85
 Account No. 20861.12201

Attn: Conservatorship

RE: Conservator

		HOURS
09/02/2008		
MRM	Legal Services Prepare for meeting with Oklahoma Department of Securities; conferences with Tom Moran re: same; conference with SAH re: servicing issues.	1.60
SAH	Legal Services Review of letter from Steve Schreckinger; review of Option Purchase Agreement and Service and Escrow Agreement.	1.40
09/03/2008		
JKG	Legal Services Receive/review email from Patty Kositzky re: deceased investor issues; discussion with Patty re: same and motion to court about TOD designations; update research re: TOD designations in Oklahoma.	1.60
MRM	Legal Services Final preparation for meeting with Oklahoma Department of Securities to discuss various conservatorship matters; meeting with Tom Moran re: same; meeting with the Department; conferences with SAH re: servicing issues.	1.90
SAH	Legal Services Review of Service Agreement regarding Buyer's rights with respect to Policies.	0.40

Conservator

HOURS

09/04/2008

MRM

Legal Services
Meeting with Tom Moran re: servicing matters; conference with SAH re: same; follow up with Steve Shreckinger re: investor issues.

0.80

SAH

Legal Services
Brief conference call with T.Moran regarding comments to S.Schreckinger letter, and review provisions of Service and Escrow that address issues.

0.80

09/05/2008

MRM

Legal Services
Prepare for conference call with Steve Shreckinger re: investor issues; attend conference call to discuss same; telephone conferences with client re: same.

1.70

SAH

Legal Services
Conference call with S.Schreckinger and 2 telephone conferences with S.Townsend regarding request to change premium payments and surrender such policies.

1.30

09/08/2008

JKG

Legal Services
Review emailed memo from Patty Kositzky re: deceased investor account with improper endorsement issues; discussion with Patty re: same; review various outstanding issues for discussion with Mel McVay.

0.70

MRM

Legal Services
Review correspondence from portfolio purchaser re: pre-purchase of the portfolio; conference with Tom Moran re: same; work on various conservatorship matters.

0.80

(CONTINUED)

09/30/2008

Accelerated Benefits Corporation (ABC)

ACCOUNT NO: 20861-12201M

85

Conservator

HOURS

09/09/2008

JKG

Legal Services

Discussion with Mel McVay re: application to court for TOD beneficiary designation, update on account status and demand letter procedures; update attorney notes re: same; discussion with Kenneth Tillotson re: application to court; phone discussion with Patty Kositzky re: TOD beneficiary and demand letter issues; update attorney notes re: same.

1.30

MRM

Legal Services

Meeting with JKG re: conservatorship matters and issues; conferences with Tom Moran re: same; review documentation re: insurance policy portfolio; conference with Sheri Townsend re: policies and servicing.

1.30

09/10/2008

MRM

Legal Services

Review policy spreadsheet from client.

0.40

09/16/2008

MRM

Legal Services

Review of additional investor documentation and assignments; follow up with Tom Moran re: same; telephone conference with Patty LaBarthe re: same and related issues.

0.90

09/19/2008

JKG

Legal Services

Call with Patty Kositzky to discuss deceased investor account with tenancy in common issues and appropriate follow-up; update attorney notes re: same.

0.50

09/25/2008

KAT

Legal Services

Receipt and review of e-mail correspondence from Amy Harrod regarding billing invoices; review documents to forward to Amy Harrod.

0.40

Conservator

HOURS

09/26/2008

KAT	Legal Services Draft and revision of Orders for approval of conservator's report, conservator's fees and attorney fees; attend hearing regarding same; draft e-mail correspondence to Harrod regarding billing reports; receipt and review of documents from Harrod for filing.	1.20
DC	Legal Services File Order Approving Conservator's Report and Order approving Conservator's fees and Expenses for July 1, 2008 through July 31, 2008; Oklahoma County Court Clerk.	0.50
DC	Legal Services File Order Approving Attorney's fees and Expenses for July 1, 2008 through July 31, 2008; Oklahoma County Court Clerk.	0.50

09/29/2008

KAT	Legal Services Draft and revision of Motions for approval of attorney's fees, conservator's fees and conservator's report; draft e-mail correspondence to Harrod regarding additional documents needed.	0.50
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09/30/2008

JKG	Legal Services Email correspondence with Patty Kositzky re: follow-up on deceased investor account matter.	0.30
KAT	Legal Services Receipt and review of documents from conservator regarding conservator's report; finalize same and prepare for filing; draft and revision of notice of hearing.	0.30
DC	Legal Services File Interim Applications for Conservator's Fees and Attorney Fees, deliver copy of both to and set for Hearing with Judge Owens. File Notice of Hearing; Oklahoma County Court Clerk.	0.50
	FOR CURRENT SERVICES RENDERED	21.60

4,315.00

Accelerated Benefits Corporation (ABC)

(CONTINUED)

09/30/2008

ACCOUNT NO:

20861-12201M

85

Conservator

		RECAPITULATION			
<u>TIMEKEEPER</u>	<u>Title</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>TOTAL</u>	
Melvin R. McVay	Partner	9.40	\$225.00	\$2,115.00	
David Carter, Jr.	Staff	1.50	45.00	67.50	
Kenneth A. Tillotson	Associate	2.40	200.00	480.00	
Jennifer K. Golden	Associate	4.40	185.00	814.00	
Sally A. Hasenfratz	Partner	3.90	215.00	838.50	
09/30/2008	Photocopies			30.15	
	Photocopies			30.15	
09/30/2008	Postage			4.88	
	Postage			4.88	
	TOTAL EXPENSES THROUGH 09/30/2008			35.03	
08/31/2008	Check to Westlaw Invoice #816640740 re: online research.			119.64	
08/31/2008	Check to Westlaw Invoice #816640740 re: online research.			119.64	
	TOTAL ADVANCES			239.28	
	PREVIOUS BALANCE			\$8,816.67	
	CURRENT ACTIVITY			4,589.31	
09/30/2008	Payment received from HTM Conservator (Ck #1307). Thank you.			-58.71	
09/30/2008	Payment received from HTM Conservator (Ck #1307). Thank you.			-2,569.53	
	TOTAL PAYMENTS			-2,628.24	
	BALANCE DUE			<u>\$10,777.74</u>	