

FILED IN THE DISTRICT COURT
IN THE DISTRICT COURT OF OKLAHOMA OKLAHOMA COUNTY, OKLA.
STATE OF OKLAHOMA

JUN - 7 2006

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

PATRICIA PRESLEY, COURT CLERK
by _____
Deputy

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

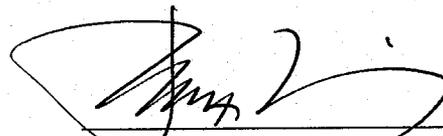
**CONSERVATOR'S SUPPLEMENT TO MOTION FOR APPROVAL OF NEW
PURCHASE AND SERVICING AGREEMENTS**

COMES NOW Tom Moran, Conservator of Certain Assets of Accelerated Benefits Corporation (the "Conservator") and pursuant to the Court's request, hereby submits the following supplement to his Motion for Approval of New Purchase and Servicing Agreements (the "Conservator's Motion"), which came on for hearing on June 2, 2006. At the hearing, the Court requested additional information regarding the proposed purchaser of the viatical portfolio, Lorenzo Tonti, Ltd. and in response thereto, the Conservator offers the following:

1. Lorenzo Tonti, Ltd. ("Tonti") is a private company formed under the laws of Ireland. It was incorporated on January 7, 2005, and is registered by the Registrar of Companies in Ireland under company number 396028. See Exhibit "A," Lorenzo Tonti Limited Company Information.
2. Tonti currently has investment assets in excess of \$14,000,000.00 and has a goal of having assets between \$50,000,000.00 and \$100,000,000.00 by the end of 2006. See Exhibit "A," Lorenzo Tonti Limited Company Information.

3. Tonti's investment assets are managed by Acheron Capital Limited ("Acheron") located in London, England. *See Exhibit "A," Lorenzo Tonti Limited Company Information.*
4. Acheron is registered in the UK Financial Services Authority Registry under number 443685 and is licensed to control but not hold client money. *See Exhibit "B," Financial Services Authority Register.*
5. Tonti currently has on deposit in its attorney's trust account the sum of \$3,640,000.00 in uncommitted funds for use in consummating transactions. *See Exhibit "C," Letter from Steven L. Schreckinger, dated June 2, 2006.*
6. Counsel for Lorenzo Tonti, Ltd. has recently wired funds to the Conservator in the amount of \$50,000.00 representing the earnest money under the purchase agreement. *See Exhibit "C," Letter from Steven L. Schreckinger, dated June 2, 2006.*
7. Acheron currently controls trust accounts on deposit with the Bank of New York totaling \$7,684,686.95. *See Exhibit "D," Letter from Joseph Constantino, Asst. V.P., Securities Servicing, dated June 2, 2006.*

Respectfully submitted,



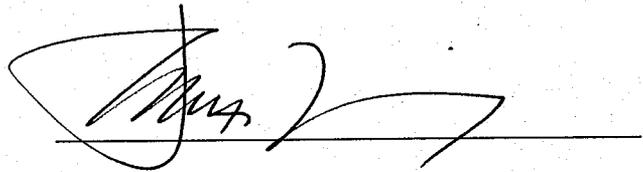
Melvin R. McVay, Jr., OBA No. 6096
Thomas P. Manning, OBA No. 16117
Sally A. Hasenfratz, OBA No. 11853
PHILLIPS McFALL McCAFFREY
McVAY & MURRAH, P.C.
Twelfth Floor, One Leadership Square
211 North Robinson
Oklahoma City, Oklahoma 73102
Telephone: (405) 235-4100
Facsimile: (405) 235-4133
ATTORNEYS FOR CONSERVATOR,
TOM MORAN

CERTIFICATE OF MAILING

The undersigned certifies that on the 7th day of June, 2006, 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

William H. Whitehill, Jr., Esq.
Fellers, Snider, Blankenship,
Bailey & Tippens, P.C.
100 North Broadway Avenue, Suite 1700
Oklahoma City, OK 73102
*Attorney for Defendants,
Accelerated Benefits Corporation and
American Title Company of Orlando*

A handwritten signature in black ink, appearing to read "Patricia A. Labarthe", is written over a horizontal line.

LORENZO TONTI LIMITED

COMPANY INFORMATION

Lorenzo Tonti Limited ("Lorenzo Tonti") is a private company limited by shares formed under the laws of Ireland pursuant to the memorandum and articles of association of Lorenzo Tonti dated December 23, 2004). It was incorporated on January 7, 2005 and is registered by the Registrar of Companies in Ireland under company number 396028.

INVESTMENT OBJECTIVE

Lorenzo Tonti's investment objective is to achieve capital appreciation by arbitraging the demographic risk in the life settlement business.

MANAGEMENT

The Directors of Lorenzo Tonti control its affairs and are responsible for its overall investment policy, which will be determined by them and provided to the Investment Manager (see below) from time to time. The Directors may from time to time cause Lorenzo Tonti to enter into agreements and arrangements with third parties for the provision of services to Lorenzo Tonti in connection with these activities.

The Directors

Biographical information regarding the members of the board of directors of Lorenzo Tonti is set forth below. The Directors are all non-executive Directors of Lorenzo Tonti.

Donald Bergin M.Ed, Hdip.Ed. Dip.ACCA. Mr. Bergin acts as an independent financial/business consultant having resigned from the Irish Department of Finance after 25 years in public service, including a period as head of the unit dealing with the International Financial Services Center. He is currently non-executive director of a number of companies, mainly in the financial services sector and is a director of Public Affairs Ireland, a bi-monthly periodical, for which he contributes articles on matters of public interest.

Tom Geary. Mr. Geary's career in financial services spans 40 years, much of it in senior roles within the Allied Irish Bank Group, most recently as a Director of AIB International Financial Services Ltd. responsible for securitization and transaction management. He is a Fellow of the Chartered Institute of Management Accountants, a Fellow of the Chartered Institute of Secretaries and Administrators and a member of the Institute of Bankers. He acts as non-executive director for a number of companies.

EXHIBIT

A

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Dr. Robert Edelstein. Dr. Edelstein is Co-Chairman of the Fisher Center for Real Estate and Urban Economics at the University of California at Berkeley. He is an acclaimed expert in real estate economics and finance, securitization, economic forecasting and money and banking. Dr. Edelstein graduated in Economics cum laude from Harvard College and has a Ph.D. in capital markets and urban allocation problems from Harvard University. Dr. Edelstein is also a member of the Advisory Committee.

Eric Kalfon. Mr. Kalfon has been the Chief Executive Officer of the Datops Group, a large information technology company based in several countries, since 2000. He has a degree from the Universite Paris Dauphine in financial management, and has spent 13 years working in capital markets, in particular in fixed income activities in London and Paris. He worked successively at Warburg, Paribas and Rabobank, where he was responsible for foreign exchange derivatives activities and for those firms' proprietary trading.

The Investment Manager

Pursuant to an investment management agreement (the "**Investment Management Agreement**"), the Directors have delegated the responsibility for the investment and re-investment of Lorenzo Tonti's assets to the Acheron Capital Limited ("the **Investment Manager**"). The Investment Manager is responsible for managing the assets and investments of Lorenzo Tonti in accordance with the investment objectives, policies and strategies described in Lorenzo Tonti's Offering Memorandum, subject to the supervision and direction of the Directors. The Investment Manager may appoint such advisors and consultants as it in its sole discretion shall deem appropriate.

The board of directors of Acheron Capital Limited:

Jean-Michel Paul

Peter Swete

Biographical information regarding the members of the board of directors of Acheron Capital Limited is set forth below.

Dr. Jean-Michel Paul, CFA. Dr. Paul was the Senior Analyst responsible for fixed income, life settlement and credit strategies at Atlas Capital Group. He joined Atlas in 2002 having previously worked on assignments for a number of institutions including Rabobank International. He has a Ph.D. in Finance and Real Estate from the University of California at Berkeley and is a Chartered Financial Analyst. Dr. Paul is been primarily responsible for devising and modeling the investment strategy and the management of the life settlement strategies of Lorenzo Tonti.

Peter G. Swete, FCA. Mr. Swete has been a director or manager of, or consultant to, various hedge funds since co-founding Sabre Ltd. in 1982. He was most recently a director of Meridian Global Gold and Resources Fund Ltd, a hedge fund managed by US Global Investors Inc., and before that Chairman of Traderserve Ltd., a developer of

algorithmic trading platforms for quantitative fund managers. Mr. Swete is a Fellow of the Institute of Chartered Accountants.

The Advisory Committee

Due to the specialist nature of Lorenzo Tonti's investment objectives and the limited redemption rights available to investors, especially during the Lock-Up Period, the Investment Manager has appointed a board of advisors (the "Advisory Committee") to provide additional independent oversight of the investments made by Lorenzo Tonti. Each member of the Advisory Committee will provide specialist advice to Lorenzo Tonti, the Investment Manager and its advisors to aid understanding of the life settlement market and therefore reduce the risks associated with the Investment Objectives.

Biographical information regarding the members of the Advisory Committee is set forth below.

Dr. Marc Faber. Dr. Marc Faber is the founder of Marc Faber Limited which acts as an investment advisor, fund manager and broker/dealer. Dr. Faber publishes a widely read monthly investment newsletter "The Gloom Boom & Doom Report" which highlights unusual investment opportunities, and is the author of the book "The Great Money Illusion - The Confusion Of The Confusions." Between 1970 and 1978, Dr. Faber worked for White, Weld & Company Limited in New York, Zurich and Hong Kong. From 1978 to February 1990, he was the Managing Director of Drexel Burnham Lambert (HK) Ltd. Dr. Marc Faber holds a degree in Economics and obtained a Ph.D. in Economics magna cum laude from the University of Zurich.

Dr. Robert Edelstein. Dr. Edelstein is Co-Chairman of the Fisher Center for Real Estate and Urban Economics at the University of California at Berkeley. He is an acclaimed expert in real estate economics and finance, securitization, economic forecasting and money and banking. Dr. Edelstein graduated in Economics cum laude from Harvard College and has a Ph.D. in capital markets and urban allocation problems from Harvard University. Dr. Edelstein is also a Director of Lorenzo Tonti.

Dr. Edwin H. Cabrera, MD. Dr. Cabrera is a practicing Family Practice physician in San Diego, California. He is a diplomat of the American Board of Family Practice and has been an approved supervisor for physician assistants, x-ray technicians and laboratory technicians. He has also served as a Medical Director and consultant for Ambulatory Care Clinics for the last 10 years. Dr. Cabrera holds a Bachelor of Science degree from the University of California, San Diego in the field of biochemistry and pre-medicine studies. He also holds a medical degree from the Medical College of Wisconsin.

Steven L. Schreckinger. Steven Schreckinger is a partner at the Massachusetts law firm of Lynch, Brewer, Hoffman & Fink LLP. His practice has involved representing insured persons and insurance companies in insurance coverage, bad-faith claims handling, and insurance regulation litigation for over twenty years. He is a member of professional associations including the American Bar Association and the

Tort and Insurance Practice Section. Before joining Lynch, Brewer, Hoffman & Fink LLP in 2005, Mr. Schreckinger was a partner in the firm of Palmer & Dodge LLP where he practiced for 27 years. Mr Schreckinger was head of Palmer Dodge's insurance practice from 1986 until 2005. Steven L. Schreckinger holds a BA (with distinction) from the University of Rochester and holds a JD cum laude from Boston College Law School.

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443685 Acheron Capital Ltd

Basic Details

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Names

Contact

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Discipline

Inc

Basic Details

Current Status:	Authorised	Phone:
Effective Date:	16/02/2006	Fax:
Address:	4th Floor 47 Charles Street London.	Email:
Post Code:	W1J 5EL	Website:

Notices: Unable to hold client money.

Requirements

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443685 Acheron Capital Ltd

Basic Details	Permissions	Pe
Names	Contact	Appo
Rule Waivers	Discipline	Inc

View: Surnames beginning:

FSA Ind. Ref. No.	Name
JJP01054	Dr Jean-Michel Jean-Marie Louis Sebastien Paul
PGS01050	Mr Peter Gerald Swete

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To ensure compliance with requirements imposed by the IRS, we inform you that any U.S. tax advice contained in this communication is not intended or written to be used, and cannot be used by any

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TELEPHONE (617) 951-0800
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<http://www.lynchbrewer.com>

* ALSO ADMITTED IN CT
* ALSO ADMITTED IN FL
* ALSO ADMITTED IN ME
* ALSO ADMITTED IN NH
* ALSO ADMITTED IN NJ
* ALSO ADMITTED IN NY
* ALSO ADMITTED IN SC

June 2, 2006

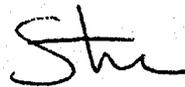
Jean-Michel Paul
Acheron Capital Ltd
47 Charles Street
Fourth Floor
London W1J-5EL
United Kingdom

Dear Dr. Paul:

This will confirm that The Lorenzo Tonti Fund has from time to time kept funds on deposit with this law firm for the purposes of consummating certain transactions. In that regard we recently wired \$50,000 USD to Mr. Moran in connection with the ABC Portfolio transaction. That leaves a balance of \$3,640,000 in uncommitted funds that you are free to use for any purpose or which we will wire back to you upon request.

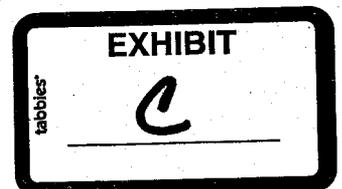
Please let me know if I can provide you with further information.

Very truly yours,

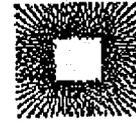


Steven L. Schreckinger

SLS/dcb



Securities Servicing
The Bank of New York
101 Barclay Street
New York, NY 10286



The BANK
of NEW YORK.

June 2, 2006

ACHERON CAPITAL LTD
ATTN ILANN DWEK
47 CHARLES STREET FOURTH FLOOR
LONDON W1J-SBL

Re: Proof of funds

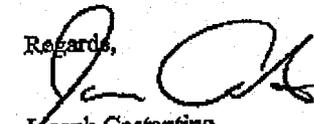
Dear Ilann:

Please find attached requested information pertaining to the above matter.

CASH AND CASH EQUIVALENT AS OF 06/02/06

ACT-NO AMOUNT	TITLE	INC AMOUNT	PRIN AMOUNT
455316 88,246.63	LORENZO TONTI EXPENSE COLL A/C THE BANK OF NEW YORK CASH RES	460.16	87,786.47
455313 6,590,468.86	LORENZO TONTI INITIAL ISSUER A/C THE BANK OF NEW YORK CASH RES	63,568.38	6,526,900.48
455314 584,009.43	LORENZO TONTI 2006 TRUST COLL A/C THE BANK OF NEW YORK CASH RES	4,009.43	580,000.00
455315 493,637.37	LORENZO TONTI LIQUIDITY RESERVE A/C THE BANK OF NEW YORK CASH RES	3,637.37	490,000.00

Regards,


Joseph Costantino
Assistant Vice President
(212) 815-8127

