

FILED IN THE DISTRICT COURT
OKLAHOMA COUNTY, OKLA.

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

JUN - 7 2006

PATRICIA PRESLEY, COURT CLERK
by _____
Deputy

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

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

**ORDER APPROVING OPTION PURCHASE AGREEMENT AND SERVICE
AND ESCROW AGREEMENT WITH LORENZO TONTI, LTD.**

This matter came on for hearing this 2nd day of June, 2006 before the undersigned Judge of the District Court in and for Oklahoma County, State of Oklahoma, on Conservator's Motion for Approval of New Purchase and Servicing Agreements ("Conservator's Motion"). Conservator, Tom Moran, appeared in person and through counsel of record, Melvin R. McVay, Jr. and Sally A. Hasenfratz. Plaintiff appeared by and through counsel of record, Patricia A. Labarthe. Defendant Accelerated Benefits Corporation, appeared by and through counsel of record, William H. Whitehill, Jr., and objected to the Conservator being entitled to a termination, annual and other fees pursuant to the Service and Escrow Agreement and the Option Purchase Agreement, and reserved the right to object to the same in the future. The Court having reviewed the pleadings and being fully advised in the premises finds that the Conservator's Motion should be granted for good cause shown.

IT IS THEREFORE ORDERED ADJUDGED AND DECREED by the Court that the Option Purchase Agreement, and the Service and Escrow Agreement with Lorenzo Tonti, Ltd. (collectively the "Tonti Purchase Contracts") are hereby approved and the Conservator is

directed to execute the Tonti Purchase Contracts. Accelerated Benefits Corporation's reservation of rights to object to the Conservator being entitled to a termination, annual and other fees pursuant to the Service and Escrow Agreement and the Option Purchase Agreement is hereby allowed.

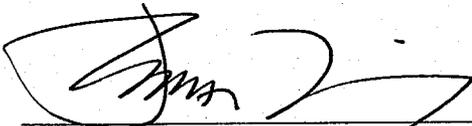
IT IS FURTHER ORDERED ADJUDGED AND DECREED that Lorenzo Tonti, Ltd. shall be relieved of all liability for any claims or causes of action by viators or investors arising from acts or omissions of any owners or purchasers of the viatical policies or any persons or entities acting or purporting to act on their behalf, which acts or omissions occurred or failed to occur prior to the closing date under the Tonti Purchase Contracts.

Dated this 7th day of June, 2006.

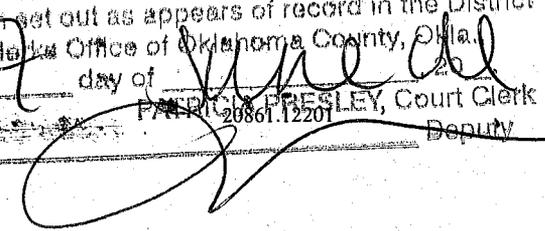
DANIEL L. OWENS.

JUDGE OF THE DISTRICT COURT

APPROVED:



Melvin R. McVay, Jr., OBA #6096
Thomas P. Manning, OBA #16117
PHILLIPS McFALL McCAFFREY
McVAY & MURRAH, P.C.
Twelfth Floor, One Leadership Square
211 N. Robinson
Oklahoma City, OK 73102
Telephone: (405) 235-4100
Facsimile: (405) 235-4562
*Attorneys for Conservator,
H. Thomas Moran*

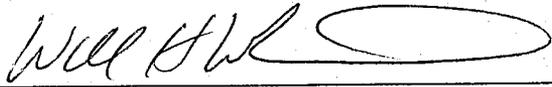
PATRICIA PRESLEY, Court Clerk for Oklahoma County, Okla., Hereby certify that the foregoing is a true, correct and complete copy of the instrument herewith set out as appears of record in the District Court Clerk's Office of Oklahoma County, Okla.
This 7th day of June, 2006.
By  PATRICIA PRESLEY, Court Clerk Deputy

APPROVED:



Patricia A. Labarthe, OBA No. 10391
Oklahoma Department of Securities
First National Center, Suite 860
120 North Robinson
Oklahoma City, OK 73102
Telephone: (405) 280-7735
Attorney for Plaintiff

APPROVED:



William H. Whitehill, Jr., OBA No. 12038

Fellers, Snider, Blankenship,

Bailey & Tippens, P.C.

100 North Broadway Avenue, Suite 1700

Oklahoma City, OK 73102-8820

Telephone: (405) 232-0621

Facsimile: (405) 232-9659

Attorneys for Defendants,

Accelerated Benefits Corporation and

American Title Company of Orlando

CERTIFICATE OF MAILING

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

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