

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

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

JUN 25 2004

PATRICIA PRESLEY, COURT CLERK
 by _____
 Deputy

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

**SECOND SUPPLEMENT TO CONSERVATOR'S MOTION TO
 ENFORCE CONSERVATORSHIP ORDER AND BRIEF IN SUPPORT**

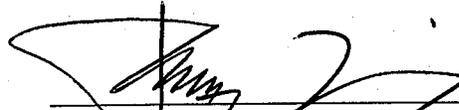
Conservator, Tom Moran ("Conservator"), hereby supplements his Motion To Enforce Conservatorship Order and Brief in Support filed May 21, 2004 (the "Conservator's Motion"). Hearing on the Conservator's Motion is set for July, 2, 2004.

The Conservator's Motion requests that Accelerated Benefits Corporation and American Title Company of Orlando be required to disclaim any interest in the Akin Policy. The Conservator hereby supplements the Conservator's Motion to include the proposed Disclaimer attached hereto as Exhibit "D."

WHEREFORE, premises considered, Conservator, Tom Moran, respectfully requests that the Court make a judicial determination of his ownership of the 16.82699896 percent beneficiary interest in the Akin Policy, or proceeds thereof, held by ATCO on behalf of ABC, and requests that ABC and ATCO be ordered to disclaim and relinquish any such interest, and execute any

and all documents or pleadings necessary to affect such disclaimer. The Conservator further respectfully requests this Court enter an Order enforcing the terms of the Conservatorship Order and ordering ABC and ATCO to cease and desist from taking any position adverse to the ownership of the 16.82699896 percent beneficiary interest in the Akin Policy, or proceeds thereof, by the Conservator, and in any and all efforts to further undermine the Conservatorship, or otherwise interfere with the Conservator's duties and the exercise, possession and control of the Conservatorship Assets, including, but not limited to, the Akin Policy.

Respectfully submitted,



Melvin R. McVay, Jr., OBA No. 6096

Thomas P. Manning, OBA No. 16117

PHILLIPS McFALL McCAFFREY

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ATTORNEYS FOR CONSERVATOR,

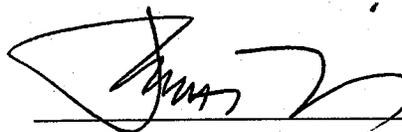
TOM MORAN

CERTIFICATE OF MAILING

The undersigned certifies that on the 25th day of June, 2004, a true and correct copy of the foregoing Application was mailed, via First Class Mail, postage pre-paid, to:

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

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Fellers, Snider, Blankenship,
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Accelerated Benefits Corporation,
American Title Company of Orlando,
C. Keith LaMonda and
David S. Piercefield*



UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF OKLAHOMA

THE PRUDENTIAL INSURANCE)
COMPANY OF AMERICA,)

Plaintiff,)

vs.)

CASE NO. CIV-03-1444-HE

BROWN JAMES AKIN III, et al.)

Defendants.)

DISCLAIMER

American Title Company of Orlando and Accelerated Benefits Corporation hereby disclaim any right, title and interest in and to Policy No. 61 018 766, or proceeds thereof, issued on or about November 22, 1985, by The Prudential Insurance Company of America, insuring the life of Jean Marie Akin.

Executed this _____ day of July, 2004.

By: _____

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