

At IAS Part 16 of the Supreme Court of the State of New York, County of New York, at the courthouse, 60 Centre Street, in the County, City and State of New York, on the 31 day of October, 2011.

PRESENT **ALICE SCHLESINGER**

HON. \_\_\_\_\_, J.S.C.

MS - 4

In the Matter of

Index No. 402610/11

the Application of

**ORDER TO SHOW CAUSE**

James J. Wrynn, Superintendent of Insurance of the State of New York, for an order to take possession of, liquidate the business and affairs of and dissolve the corporate charter of

AUTOGLASS INSURANCE COMPANY.  
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Based on the verified petition of James J. Wrynn, Superintendent of Insurance of the State of New York (the "Superintendent"), duly verified the 14th day of September, 2011, the affidavit of Eugene Bienskie, sworn on September 13, 2011, and exhibits attached thereto, and it appearing that the relief sought for should be granted;

NOW, on motion of Eric T. Schneiderman, Attorney General of the State of New York, attorney for the Superintendent, and after due deliberation having been had thereon;

LET Autoglass Insurance Company ("Autoglass") or counsel, <sup>appear and</sup> show cause before this Court at IAS Part 16 Room 222, thereof, at the Courthouse located at 60 Centre Street in the County, City and State of New York, on the 30<sup>th</sup> day of November, 2011, at 9:30 o'clock A.m., or as soon thereafter as counsel can be heard ("Return Date"), why an order should not be made, pursuant to Article 74 of the New York Insurance Law ("Insurance Law"), *inter alia*:

(1) appointing the Superintendent (and his successors in office) as liquidator ("Liquidator") of Autoglass; (2) directing the Liquidator to take possession of Autoglass' property, to liquidate Autoglass' business and affairs, and to dissolve Autoglass' corporate charter; (3) vesting title to all of Autoglass' property, contracts and rights of action with the Liquidator and his successors; (4) requiring that all claims against Autoglass be presented to the Liquidator within four months of the date of entry of an order of liquidation; (5) granting the injunctions provided for in Insurance Law Section 7419, permanently enjoining and restraining all persons from wasting the assets of Autoglass, and permanently enjoining and restraining all persons, except as authorized by the Liquidator, from transacting Autoglass' business or disposing of Autoglass' property, interfering with the Liquidator or this proceeding, obtaining any preferences, judgments, attachments or other liens, or making any levy against Autoglass, its assets or any part thereof; (6) granting the injunctions provided for in Insurance Law Section 7419, permanently enjoining and restraining all parties from commencing or prosecuting any actions or proceedings against Autoglass, the Liquidator or the New York Liquidation Bureau, their present or former employees, attorneys or agents, with respect to any claims against Autoglass; (7) granting the injunctions enjoining and restraining all parties to actions, lawsuits and special or other proceedings in which Autoglass, its policyholders or insureds, are obligated to defend a party or to provide a defense of any matter against insured pursuant to an insurance policy, bond, contract or otherwise, from proceeding with any discovery, court proceedings or other litigation tasks or procedures, including, but not limited to, conferences, trials, applications for judgment or proceedings on settlement or judgment, for a period of 180 days from the date of entry of an order of liquidation; (8) granting the injunctions enjoining and restraining all persons who have first party policyholder loss claims against Autoglass from presenting and filing claims with the Liquidator for a period of 90 days from the date of entry of an order of liquidation;

(9) terminating all contracts and agreements, unless otherwise expressly assumed by the Liquidator, and fixing liability thereunder as of the date of entry of an order of liquidation; (10) requiring that any bank, savings and loan association, other financial institution or any other entity or person, which has on deposit or in its possession, custody or control of any of Autoglass' funds, accounts or assets shall immediately, upon the Liquidator's request and direction: (a) turn over custody and control of such funds, accounts or assets to the Liquidator; (b) transfer title of such funds, accounts or assets to the Liquidator; (c) change the name of such accounts to the name of the Liquidator; (d) transfer funds from such bank, savings and loan association or other financial institution; or (e) take any other action necessary for the proper conduct of the liquidation proceeding; (11) requiring that all persons or entities having property and/or information, including, but not limited to, insurance policies, underwriting data, reinsurance policies, claims files (electronic or paper), software programs and/or bank records owned by, belonging to or relating to Autoglass shall preserve such property and/or information and immediately, upon the Liquidator's request and direction, assign, transfer, turn over and deliver such property and/or information to the Liquidator; (12) authorizing, permitting and allowing the Liquidator to sell, assign, or transfer any and all stocks, bonds, securities and any real or other property of Autoglass at market price or at the best price obtainable at private sale, and to take such steps as may be necessary to effect and carry out such sales, transfers and assignments; (13) authorizing the Liquidator to pay administrative costs, expenses and other obligations of Autoglass out of the assets of Autoglass; (14) extending immunity to the Superintendent in his capacity as Liquidator of Autoglass, and his successors in office and their agents and employees, for any cause of action of any nature against them, individually or jointly, for any act or omission when acting in good faith, in accordance with the orders of this Court, or

in the performance of their duties pursuant to Insurance Law Article 74; and (15) granting such other and further relief as the Court may deem just and proper;

AND, sufficient cause having been ~~shown~~ <sup>alleged</sup> therefor, let service of a copy of this order to show cause and the papers upon which it is granted be made by: (i) <sup>by October 5, 2011 by</sup> certified mail return receipt

requested, upon John F. Cadwallader, President of Autoglass, located at 200 Latta Brook Park, Horseheads, New York 14845; and (ii) posting on the Internet web page maintained by the New

York Liquidation Bureau at <http://www.nylb.org>; and let such service be made at least <sup>twenty-one</sup> ~~fifteen~~

<sup>(21)</sup> ~~(15)~~ days prior to the Return Date, and such service shall be deemed good and sufficient service; <sup>and mailing to Keyser, Malmey and Winner, LLP by Oct 5, 2011</sup>

and it is hereby

ORDERED, that all answering papers and supporting documentation ("Answering Papers") be served on the Superintendent so as to be received <sup>by the Superintendent</sup> at least seven days prior to the Return Date, and that service on the Superintendent shall be made by first class mail at the following address:

New York Liquidation Bureau  
110 William Street  
New York, New York 10038  
Attention: John Pearson Kelly, Esq.  
General Counsel

and Answering Papers shall be submitted to this Court at IAS Part <sup>Room 222</sup> ~~16~~ at the courthouse located at 60 Centre Street in the County, City and State of New York, on or before <sup>November 16</sup> ~~the Return~~ <sup>2011</sup>

~~Date~~; and it is further

ORDERED, that any person or entity that fails to serve Answering Papers as provided herein shall be deemed to have waived any objections to the relief sought in the Petition and shall be barred from raising objections in this or any other proceeding concerning the matters set forth herein; and it is further

35C-  
ALICE SCHLESINGER

AS  
5-5-58  
ORDERED, that any person or entity that has served Answering Papers as provided herein shall be deemed to have waived any objections that are not set forth in the Answering Papers; and it is further

PL  
5-5-58  
ORDERED, that pending the hearing ~~and determination~~ of this motion, Autoglass, its officers, directors, shareholders, members, trustees, agents, servants, employees, policyholders, attorneys and managers, and all other persons are hereby restrained from obtaining preferences, judgments, attachments or other liens, or making any levy or commencing or prosecuting any actions or proceedings against Autoglass or its assets; and it is further

PL  
5-5-58  
ORDERED, that pending the hearing ~~and determination~~ on this motion, all actions or proceedings against Autoglass and all actions or proceedings in which Autoglass is obligated to defend a party are stayed; and it is further

PL  
5-5-58  
ORDERED, that pending the hearing ~~and determination~~ on this motion, Autoglass, its officers, directors, shareholders, members, trustees, agents, servants, employees, policyholders, attorneys and managers, and all other persons are restrained from wasting the assets of Autoglass, or, except as authorized by the Superintendent, from transacting of Autoglass' business or disposing of Autoglass' property.

Oral Argument  
Directed

JSC

AS  
5-5-58  
ALICE SCHLESINGER

ENTER

Alice Schlesinger  
J. S. C.  
ALICE SCHLESINGER

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

-----X  
In the Matter of

Index No.

the Application of

**VERIFIED PETITION**

James J. Wrynn, Superintendent of Insurance  
of the State of New York, for an order to take  
possession of, liquidate the business and affairs of  
and dissolve the corporate charter of

AUTOGLASS INSURANCE COMPANY.  
-----X

James J. Wrynn, Superintendent of Insurance of the State of New York (the "Superintendent") respectfully petitions this Court for an order appointing the Superintendent and his successors in office as liquidator ("Liquidator") of Autoglass Insurance Company ("Autoglass"), and directing the Liquidator to liquidate the business and affairs of Autoglass and to dissolve its corporate charter on the grounds that: (a) Autoglass is insolvent; and (b) Autoglass' Board of Directors unanimously consented to the entry of an order of liquidation pursuant to New York Insurance Law Article 74 ("Insurance Law").

**Background**

1. As set forth in the Affidavit of Eugene Bienskie, Assistant Deputy Superintendent and Chief of the Property Bureau at the New York State Insurance Department ("Insurance Department"), dated September 13, 2011 ("Bienskie Aff."), which is submitted herewith in support of this petition, Autoglass was incorporated in New York State on or about May 1, 1997. Bienskie Aff. ¶ 2.

2. On March 18, 1998, Autoglass was licensed to transact the business of insurance only in the State of New York. Autoglass is licensed to provide glass insurance in accordance with paragraph 8 of Section 1113(a) of the Insurance Law. Bienskie Aff. ¶¶ 2, 3.

3. The principal office of Autoglass is located at 200 Latta Brook Park, Horseheads, New York 14845. Bienskie Aff. ¶ 4.

4. Autoglass has not written any premiums since 2009. Bienskie Aff. ¶ 6.

5. On July 31, 2009, Autoglass' board of directors ("Board") unanimously approved resolutions consenting to an order of liquidation and the filing of an application for such an order in the Supreme Court of the State of New York, County of New York. Bienskie Aff. ¶ 7.

6. As set forth in the Bienskie Affidavit, based upon the line of business for which Autoglass is licensed, Autoglass is required to maintain a minimum surplus to policyholders in the amount of \$200,000. Bienskie Aff. ¶ 5.

7. The last complete statutory financial statement filed by Autoglass with the Insurance Department was its Quarterly Statement as of March 31, 2010 ("March 2010 Quarterly Statement"). The March 2010 Quarterly Statement showed that Autoglass' liabilities of \$266,265 exceeded its admitted assets of \$223,310, resulting in a negative surplus to policyholders of \$42,955, and its required minimum surplus to policyholders was impaired in the total amount of \$242,955. Bienskie Aff. ¶ 8. Accordingly, the Superintendent has determined that Autoglass is insolvent and that it should be liquidated. Bienskie Aff. ¶ 9.

#### **Grounds for Liquidation**

8. Insurance Law Sections 7402(1) and 7404 provide that a domestic insurer may be placed into liquidation if it consents to such through a majority of its directors, shareholders or members.

9. Based upon the Board's unanimous consent to the entry of an order of liquidation through resolutions dated July 31, 2009, Autoglass should be placed into liquidation. Bienskie Aff. ¶ 7.

10. Additionally, under Insurance Law Section 7404, the Superintendent may apply for an order directing the Superintendent to liquidate the business of an insurer if sufficient grounds exist pursuant to Insurance Law Section 7402.

11. Insurance Law Section 7402(a) provides that an insurer may be placed into liquidation if it is insolvent within the meaning of Insurance Law Section 1309, which states, in pertinent part:

Whenever the superintendent finds from a financial statement or report on examination that an authorized insurer is unable to pay its outstanding lawful obligations as they mature in the regular course of business, as shown by an excess of required reserves and other liabilities over admitted assets, or by its not having sufficient assets to reinsure all outstanding risks with other solvent authorized assuming insurers after paying all accrued claims owed, such insurer shall be deemed insolvent and the superintendent may proceed against it pursuant to the provisions of article seventy-four of this chapter.

12. Based upon the March 2010 Quarterly Statement and in accordance with Insurance Law Section 1309, the Insurance Department has determined that Autoglass is insolvent, and should be placed into liquidation. *Bienskie Aff.* ¶¶ 8, 9.

13. As outlined above, sufficient grounds exist to place Autoglass into liquidation.

#### **Relief Requested**

14. In light of the foregoing, I respectfully request that the Court issue an order of liquidation, *inter alia*: (a) appointing the Superintendent, and his successors in office, as Liquidator of Autoglass; (b) directing the Liquidator to take possession of Autoglass' property, to liquidate Autoglass' business and affairs, and to dissolve Autoglass' corporate charter; and (c) vesting title to all of Autoglass' property, contracts and rights of action with the Liquidator and his successors.



15. I further respectfully request that pursuant to Insurance Law Section 7432(b), the Court order all claims against Autoglass be presented to the Liquidator within four months of the date of entry of the Liquidation Order.

16. I further respectfully request that the Court grant the injunctions provided for by Insurance Law Section 7419. Under Section 7419(a) the Court may issue an injunction permanently enjoining and restraining the insurer, its officers, directors, shareholders, members, trustees, agents, servants, employees, policyholders, attorneys, managers, and all other persons from wasting the assets of Autoglass, and, except as authorized by the Liquidator, from transacting Autoglass' business or disposing of Autoglass' property. Under Section 7419(b) the Court may issue such other permanent injunctions or orders as it deems necessary to prevent interference with the Superintendent or the proceeding, or the commencement or prosecution of any actions or proceedings (i) against the Liquidator, Autoglass or the New York Liquidation Bureau or their present or former employees, attorneys or agents, with respect to any claims against Autoglass or (ii) to assert preferences, judgments, attachments, liens, or any levy against Autoglass, its assets or any part thereof.

17. I further respectfully request that the Court, pursuant to Insurance Law Section 7419, enjoin and restrain, for a period of 180 days from the date of entry of an order of liquidation, all parties to actions, lawsuits and special or other proceedings in which Autoglass, its policyholders or insureds, or a property and casualty guaranty association triggered by Autoglass' liquidation, are obligated to defend a party or to provide a defense of any matter against insured pursuant to an insurance policy, bond, contract or otherwise from proceeding with any discovery, court proceedings or other litigation tasks or procedures, including, but not limited to, conferences, trials, applications for judgment or proceedings, including, but not

limited to, conferences, trial, applications for judgments or proceedings on settlement or judgment.

18. Moreover, I respectfully request that the Court enjoin, for a period of 90 days from the date of entry of an order of liquidation, all persons who have first party policyholder loss claims against Autoglass from presenting and filing claims with the Liquidator.

19. I further respectfully request that, in accordance with Insurance Law Section 7405, the Court vests all rights in Autoglass' contracts and agreements, including all leases, tax agreements, insurance policies and employment contracts, however described, with the Liquidator, unless the Liquidator expressly terminates such contracts or agreements, in which case all liability under such contracts or agreements shall cease and be fixed as of the date of termination.

20. I further respectfully request that any bank, savings and loan association, other financial institution or any other entity or person, which has on deposit or in its possession, custody or control of any of Autoglass' funds, accounts (including escrow accounts) or assets shall immediately, upon the Liquidator's request and direction: (i) turn over custody and control of such funds, accounts or assets to the Liquidator; (ii) transfer title of such funds, accounts or assets to the Liquidator; (iii) change the name of such accounts to the name of the Liquidator; (iv) transfer funds from such bank, savings and loan association or other financial institution; or (v) take any other action necessary for the proper conduct of the liquidation proceeding.

21. I further respectfully request that the Court order that all persons and entities having any property and/or information, including, but not limited to, insurance policies, underwriting data, reinsurance policies, claims files (electronic or paper), software programs and/or bank records owned by, belonging to or relating to Autoglass shall preserve such property

and/or information and immediately, upon the Liquidator's request and direction, assign, transfer, turn over and deliver such property and/or information to the Liquidator.

22. I further respectfully request that, in accordance with Insurance Law 7405, the Court authorize, permit and allow the Liquidator to sell, assign or transfer any and all stocks, bonds, securities and any real or other property of Autoglass at market price or better, or if there is no market price, at the best price obtainable at private sale at such times and upon such terms and conditions as, in his discretion, he deems is in the best interest of the creditors of Autoglass, and to take such steps and to make and execute such agreements and other papers as may be necessary to effect and carry out such sales, transfers and assignments.

23. I further respectfully request that the Court, authorize the Liquidator to pay administrative costs, expenses and other obligations of Autoglass out of the assets of Autoglass.

24. I further respectfully request that the Court order that there be no liability on the part of the Superintendent as Liquidator of Autoglass, and his successors in office and their agents and employees, for any cause of action of any nature against them, individually or jointly, for any act or omission when acting in good faith, in accordance with the orders of this Court, or in the performance of their duties pursuant to Insurance Law Article 74. The Liquidator acts in a private capacity under the supervision of the Court pursuant to Article 74 of the Insurance Law.

25. In accordance with Insurance Law Section 7417, this proceeding is being commenced by order to show cause.

26. A prior application to place Autoglass into liquidation was commenced by the Superintendent on February 1, 2010 in the Supreme Court, County of New York. Thereafter, a potential buyer was identified and the liquidation application was discontinued by Order and Stipulation of Discontinuance, dated April 7, 2010. However, the purchase of Autoglass was

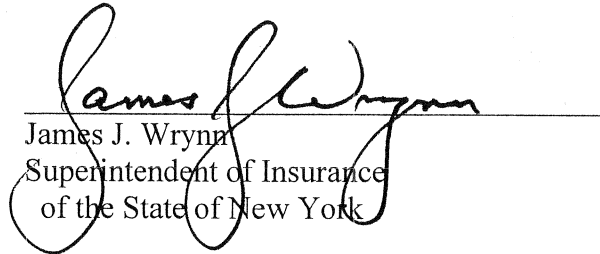
never effected and Autoglass remains insolvent. Therefore, it is necessary to liquidate Autoglass. Bienskie Aff. ¶ 10.

WHEREFORE, it is respectfully requested that Autoglass be required to show cause why an order should not be made and entered pursuant to Article 74 of the Insurance Law, *inter alia*: (1) appointing the Superintendent (and his successors in office) as Liquidator of Autoglass; (2) directing the Liquidator to take possession of Autoglass' property, to liquidate Autoglass' business and affairs, and to dissolve Autoglass' corporate charter; (3) vesting title to all of Autoglass' property, contracts and rights of action with the Liquidator and his successors; (4) requiring that all claims against Autoglass be presented to the Liquidator within four months of the date of entry of an order of liquidation; (5) granting the injunctions provided for in Insurance Law Section 7419, permanently enjoining and restraining all persons from wasting the assets of Autoglass, and permanently enjoining and restraining all persons, except as authorized by the Liquidator, from transacting Autoglass' business or disposing of Autoglass' property, interfering with the Liquidator or this proceeding, obtaining any preferences, judgments, attachments or other liens, or making any levy against Autoglass, its assets or any part thereof; (6) granting the injunctions provided for in Insurance Law Section 7419, permanently enjoining and restraining all parties from commencing or prosecuting any actions or proceedings against Autoglass, the Liquidator or the New York Liquidation Bureau, their present or former employees, attorneys or agents, with respect to any claims against Autoglass; (7) granting the injunctions enjoining and restraining all parties to actions, lawsuits and special or other proceedings in which Autoglass, its policyholders or insureds, are obligated to defend a party or to provide a defense of any matter against insured pursuant to an insurance policy, bond, contract or otherwise, from proceeding with any discovery, court proceedings or other litigation tasks or procedures, including, but not limited to, conferences, trials, applications for judgment or

proceedings on settlement or judgment, for a period of 180 days from the date of entry of an order of liquidation; (8) granting the injunctions enjoining and restraining all persons who have first party policyholder loss claims against Autoglass from presenting and filing claims with the Liquidator for a period of 90 days from the date of entry of an order of liquidation; (9) terminating all contracts and agreements, unless otherwise expressly assumed by the Liquidator, and fixing liability thereunder as of the date of entry of an order of liquidation; (10) requiring that any bank, savings and loan association, other financial institution or any other entity or person, which has on deposit or in its possession, custody or control of any of Autoglass' funds, accounts or assets shall immediately, upon the Liquidator's request and direction: (a) turn over custody and control of such funds, accounts or assets to the Liquidator; (b) transfer title of such funds, accounts or assets to the Liquidator; (c) change the name of such accounts to the name of the Liquidator; (d) transfer funds from such bank, savings and loan association or other financial institution; or (e) take any other action necessary for the proper conduct of the liquidation proceeding; (11) requiring that all persons or entities having property and/or information, including, but not limited to, insurance policies, underwriting data, reinsurance policies, claims files (electronic or paper), software programs and/or bank records owned by, belonging to or relating to Autoglass shall preserve such property and/or information and immediately, upon the Liquidator's request and direction, assign, transfer, turn over and deliver such property and/or information to the Liquidator; (12) authorizing, permitting and allowing the Liquidator to sell, assign, or transfer any and all stocks, bonds, securities and any real or other property of Autoglass at market price or at the best price obtainable at private sale, and to take such steps as may be necessary to effect and carry out such sales, transfers and assignments; (13) authorizing the Liquidator to pay administrative costs, expenses and other obligations of Autoglass out of the assets of Autoglass; (14) extending immunity to the

Superintendent in his capacity as Liquidator of Autoglass, and his successors in office and their agents and employees, for any cause of action of any nature against them, individually or jointly, for any act or omission when acting in good faith, in accordance with the orders of this Court, or in the performance of their duties pursuant to Insurance Law Article 74; and (15) granting such other and further relief as the Court may deem just and proper.

Dated: New York, New York  
September 14, 2011



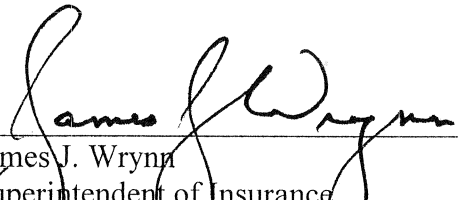
James J. Wynn  
Superintendent of Insurance  
of the State of New York

STATE OF NEW YORK     )  
  ) ss.:  
COUNTY OF NEW YORK    )

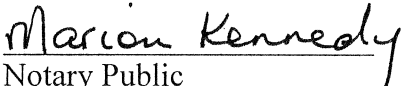
James J. Wrynn, being duly sworn, deposes and says:

That he is the Superintendent of Insurance of the State of New York and that he executed the foregoing petition; that he is acquainted with the facts therein stated; that he knows the contents of the petition and that the same is true to his own knowledge, except as to the matters therein stated to be alleged upon information and belief and that as to those matters he believes them to be true.

Deponent says that the sources of information and the grounds of his belief as to the matters stated in said petition to be alleged upon information and belief are the records of the New York State Insurance Department.

  
James J. Wrynn  
Superintendent of Insurance  
of the State of New York

Sworn to before me this  
14th day of September, 2011

  
Notary Public

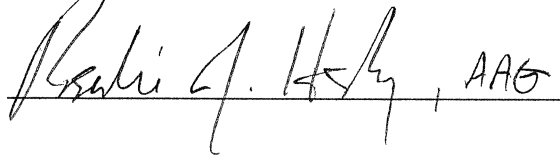
**MARION KENNEDY**  
**Notary Public, State of New York**  
**Qualified in Kings County**  
**No. KE6137029**  
**Expires: November 14, 2013**

In accordance with Part 130, I advise that the following papers are attached:

Order to Show Cause  
Verified Petition  
Affidavit

Eric T. Schneiderman  
Attorney General of the State of New York  
120 Broadway  
New York, New York 10271  
(212) 416-8000

By:

A handwritten signature in black ink, appearing to read "Paul J. H. AAG", is written over a horizontal line.



In accordance with Part 130, I advise that the following papers are attached:

Order to Show Cause  
Verified Petition  
Affidavit

Eric T. Schneiderman  
Attorney General of the State of New York  
120 Broadway  
New York, New York 10271  
(212) 416-8000

By: \_\_\_\_\_

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

-----X

In the Matter of

Index No.

the Application of

**AFFIDAVIT**

James J. Wrynn, Superintendent of Insurance  
of the State of New York, for an order to liquidate  
the business and affairs and dissolve the  
corporate charter of

AUTOGLASS INSURANCE COMPANY.

-----X

STATE OF NEW YORK    )  
                                  ) ss:  
COUNTY OF NEW YORK)

Eugene Bienskie, being duly sworn, deposes and says:

1.     I am employed at the New York State Insurance Department ("Insurance Department") as Assistant Deputy Superintendent and Chief of the Property Bureau. I submit this affidavit in support of the petition of the Superintendent of Insurance of the State of New York ("Superintendent") for an order appointing the Superintendent and his successors in office as liquidator of Autoglass Insurance Company ("Autoglass") as authorized by Article 74 of the New York Insurance Law ("Insurance Law"). This affidavit is based upon personal knowledge, and information and belief, the sources of which are the records maintained by the Insurance Department.

2.     On or about May 1, 1997, Autoglass was incorporated in the State of New York. On March 18, 1998, Autoglass was licensed to transact the business of insurance only in New York State.

3. Autoglass is licensed to provide glass insurance as set forth in paragraph 8 of Section 1113(a) of the Insurance Law.

4. The principal office of Autoglass is located at 200 Latta Brook Park, Horseheads, New York 14845.

5. Based upon the line of business for which Autoglass is licensed, its current capital structure, and the requirements of Articles 13 and 41 of the Insurance Law, Autoglass is required to maintain a minimum surplus to policyholders in the amount of \$200,000.

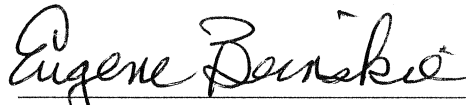
6. Autoglass has not written any premiums since 2009.

7. On July 31, 2009, Autoglass' Board unanimously approved resolutions consenting to an order of liquidation and the filing of an application for such an order in the Supreme Court of the State of New York, County of New York. Copies of the cover letter by John F. Cadwallader, President of Autoglass, and resolutions are attached hereto collectively, as Exhibit A.

8. The last complete statutory financial statement filed by Autoglass with the Insurance Department was its Quarterly Statement as of March 31, 2010 ("March 2010 Quarterly Statement"), a copy of which is attached hereto as Exhibit B. The March 2010 Quarterly Statement showed that Autoglass' liabilities of \$266,265 exceeded its admitted assets of \$223,310, resulting in a negative surplus to policyholders of \$(42,955), and its required minimum surplus to policyholders was impaired in the total amount of \$(242,955).

9. Accordingly, the Superintendent has determined that Autoglass is insolvent and that it should be liquidated.

10. A prior application to place Autoglass into liquidation was commenced by the Superintendent on February 1, 2010 in the Supreme Court, County of New York. Thereafter, a potential buyer of the company was identified and the liquidation application was discontinued by Order and Stipulation of Discontinuance, dated April 7, 2010 (attached hereto as Exhibit C). However, the purchase of Autoglass was never effected and Autoglass remains insolvent. Therefore, it is necessary to liquidate Autoglass.



Eugene Bienskie  
Assistant Deputy Superintendent and  
Chief of the Property Bureau

Sworn to before me this  
13<sup>th</sup> day of September, 2011

  
Notary Public

JON G. ROTHBLATT  
Notary Public, State of New York  
No. 30-8877110  
Qualified in Nassau County  
Commission Expires December 31, 2014

# EXHIBIT A



## AUTOGLASS INSURANCE COMPANY

200 Latta Brook Park  
Horseheads, NY 14845

July 31, 2009

Honorable Kermitt J. Brooks  
Acting Superintendent of Insurance  
New York State Insurance Department  
25 Beaver Street  
New York, New York 10004

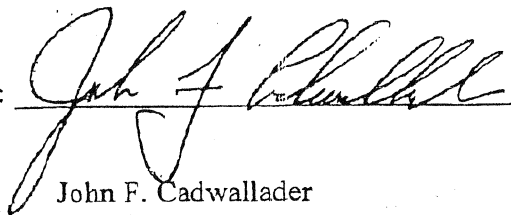
Dear Mr. Brooks:

Pursuant to the authority vested in me by the Board of Directors of Autoglass Insurance Company ("Autoglass"), I hereby confirm that Autoglass consents to the entry of an order of liquidation pursuant to Article 74 of the New York Insurance Law. Autoglass also consents to the Acting Superintendent filing an application for such order in the Supreme Court of the State of New York, County of New York, at any time after July 31, 2009.

Attached hereto is a certified copy of the resolutions of the Board of Directors which authorized the undersigned to make this consent.

Autoglass Insurance Company

By:



John F. Cadwallader  
President

## AUTOGLASS INSURANCE COMPANY

Upon motion duly made, seconded and carried the following resolutions were adopted by unanimous affirmative vote of the directors present at the time of the vote at a duly called meeting of the board with a quorum being present:

**RESOLVED**, that the corporation by action of an appropriate officer, consents to the entry of an Order of Liquidation for Autoglass Insurance Company, and it is further

**RESOLVED**, that the corporation consents to said proceeding being brought in the Supreme Court of the State of New York, County of New York, at any time after July 31, 2009, and it is further

**RESOLVED**, that the President be and hereby is authorized and directed to execute and deliver to the Superintendent such further documents as may be necessary or desirable to carry out the purpose and intent of the foregoing resolutions.

I have compared the foregoing with the resolutions adopted by the Board of Directors of Autoglass Insurance Company at a special meeting held at Horseheads, New York, a quorum being present on this 31<sup>st</sup> day of July, 2009 as recorded in the minute book of said company, and I hereby certify that the same is a true, correct, and complete copy thereof and that the same has not been rescinded or modified.

Dated:

*July 31, 2009*

*Thomas K. Rader*  
Secretary

# EXHIBIT B



**QUARTERLY STATEMENT**  
**OF THE**  
**Autoglass Insurance Company**  
**Of**  
**HORSEHEADS**  
**in the state of NY**

**to the Insurance Department**  
**of the State of New York**

For the Period Ended  
March 31, 2010

**2010**



# QUARTERLY STATEMENT

As of March 31, 2010  
of the Condition and Affairs of the

## Autoglass Insurance Company

NAIC Group Code..... (Current Period) (Prior Period)  
Organized under the Laws of NEW YORK  
Incorporated/Organized..... May 1, 1997  
Statutory Home Office  
Main Administrative Office  
Mail Address  
Primary Location of Books and Records  
Internet Web Site Address  
Statutory Statement Contact

NAIC Company Code..... 10923  
State of Domicile or Port of Entry NEW YORK  
Commenced Business..... March 1, 1998  
200 LATTA BROOK PARK..... HORSEHEADS ..... NY ..... 14895  
(Street and Number) (City or Town, State and Zip Code)  
200 LATTA BROOK PARK..... HORSEHEADS ..... NY ..... 14895  
(Street and Number) (City or Town, State and Zip Code)  
200 LATTA BROOK PARK..... HORSEHEADS ..... NY ..... 14895  
(Street and Number or P. O. Box) (City or Town, State and Zip Code)  
200 LATTA BROOK PARK..... HORSEHEADS ..... NY ..... 14895  
(Street and Number) (City or Town, State and Zip Code)  
www.autoglassinsurance.com  
JOHN F. CADWALLADER SR  
(Name)  
(E-Mail Address)

Employer's ID Number..... 16-1534165  
Country of Domicile US  
607-734-000  
(Area Code) (Telephone Number)  
607-734-000  
(Area Code) (Telephone Number)  
607-734-000  
(Area Code) (Telephone Number) (Extension)  
607-796-6654  
(Fax Number)

### OFFICERS

Name	Title	Name	Title
1. JOHN F. CADWALLADER SR	PRESIDENT	2. THOMAS K. RUTAN	SECRETARY
3. T. MICHAEL SEARSON	TREASURER	4.	

### OTHER

### DIRECTORS OR TRUSTEES

J. FELL CADWALLADER	JANE H. CADWALLADER	KATHLEEN L. CAROZZA	T. MICHAEL SEARSON
DONNA C. MENNER	GEORGIA REYNOLDS	GERALD F. SCHICHTEL	J.A. HIRES CADWALLADER
JOHN F. CADWALLADER SR.	J. MICHAEL ERVIN	ROBERT A. GRAFF	GREGORY S. OLSON
THOMAS K. RUTAN			

State of..... New York  
County of..... Chemung

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature)	(Signature)	(Signature)
JOHN F. CADWALLADER SR	THOMAS K. RUTAN	T. MICHAEL SEARSON
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	SECRETARY	TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me  
This \_\_\_\_\_ day of \_\_\_\_\_

a. Is this an original filing?  
b. If no: 1. State the amendment number  
2. Date filed  
3. Number of pages attached

Yes [X] No [ ]

## ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds.....	165,107		165,107	165,107
2. Stocks:				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....			0	
3. Mortgage loans on real estate:				
3.1 First liens.....			0	
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....			0	
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....3,005), cash equivalents (\$.....0) and short-term investments (\$.....53,654).....	56,660		56,660	59,169
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....			0	
9. Receivables for securities.....			0	
10. Aggregate write-ins for invested assets.....	0	0	0	0
11. Subtotals, cash and invested assets (Lines 1 to 10).....	221,767	0	221,767	224,276
12. Title plants less \$.....0 charged off (for Title insurers only).....			0	
13. Investment income due and accrued.....	1,543		1,543	1,543
14. Premiums and considerations:				
14.1 Uncollected premiums and agents' balances in the course of collection.....			0	
14.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....			0	
14.3 Accrued retrospective premiums.....			0	
15. Reinsurance:				
15.1 Amounts recoverable from reinsurers.....			0	
15.2 Funds held by or deposited with reinsured companies.....			0	
15.3 Other amounts receivable under reinsurance contracts.....			0	
16. Amounts receivable relating to uninsured plans.....			0	
17.1 Current federal and foreign income tax recoverable and interest thereon.....			0	
17.2 Net deferred tax asset.....			0	
18. Guaranty funds receivable or on deposit.....			0	
19. Electronic data processing equipment and software.....			0	
20. Furniture and equipment, including health care delivery assets (\$.....0).....			0	
21. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
22. Receivables from parent, subsidiaries and affiliates.....			0	
23. Health care (\$.....0) and other amounts receivable.....			0	
24. Aggregate write-ins for other than invested assets.....	0	0	0	0
25. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 11 through 24).....	223,310	0	223,310	225,819
26. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
27. Total (Lines 25 and 26).....	223,310	0	223,310	225,819

## DETAILS OF WRITE-INS

1001 .....			0	
1002 .....			0	
1003 .....			0	
1098. Summary of remaining write-ins for Line 10 from overflow page.....	0	0	0	0
1099. Totals (Lines 1001 thru 1003 plus 1098) (Line 10 above).....	0	0	0	0
2401. ....			0	
2402. ....			0	
2403. ....			0	
2498. Summary of remaining write-ins for Line 24 from overflow page.....	0	0	0	0
2499. Totals (Lines 2401 thru 2403 plus 2498) (Line 24 above).....	0	0	0	0

## LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$.....0).....	5,000	16,705
2. Reinsurance payable on paid losses and loss adjustment expenses.....		
3. Loss adjustment expenses.....	257	257
4. Commissions payable, contingent commissions and other similar charges.....		
5. Other expenses (excluding taxes, licenses and fees).....	13,010	5,611
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....		
7.1 Current federal and foreign income taxes (including \$.....0 on realized capital gains (losses)).....		
7.2 Net deferred tax liability.....		
8. Borrowed money \$.....0 and interest thereon \$.....0.....	134,648	134,648
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....0 and including warranty reserves of \$.....0).....	24,140	24,140
10. Advance premium.....		
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....		
12. Ceded reinsurance premiums payable (net of ceding commissions).....		
13. Funds held by company under reinsurance treaties.....		
14. Amounts withheld or retained by company for account of others.....		
15. Remittances and items not allocated.....		
16. Provision for reinsurance.....		
17. Net adjustments in assets and liabilities due to foreign exchange rates.....		
18. Drafts outstanding.....		
19. Payable to parent, subsidiaries and affiliates.....	89,210	77,179
20. Derivatives.....		
21. Payable for securities.....		
22. Liability for amounts held under uninsured plans.....		
23. Capital notes \$.....0 and interest thereon \$.....0.....		
24. Aggregate write-ins for liabilities.....	0	0
25. Total liabilities excluding protected cell liabilities (Lines 1 through 24).....	266,265	258,540
26. Protected cell liabilities.....		
27. Total liabilities (Lines 25 and 26).....	266,265	258,540
28. Aggregate write-ins for special surplus funds.....	0	0
29. Common capital stock.....	215,000	215,000
30. Preferred capital stock.....		
31. Aggregate write-ins for other than special surplus funds.....	0	0
32. Surplus notes.....		
33. Gross paid in and contributed surplus.....	135,000	135,000
34. Unassigned funds (surplus).....	(389,455)	(379,221)
35. Less treasury stock, at cost:		
35.1 .....0.000 shares common (value included in Line 29 \$.....0).....	3,500	3,500
35.2 .....0.000 shares preferred (value included in Line 30 \$.....0).....		
36. Surplus as regards policyholders (Lines 28 to 34, less 35).....	(42,955)	(32,721)
37. Totals.....	223,310	225,819

## DETAILS OF WRITE-INS

2401. ....		
2402. ....		
2403. ....		
2498. Summary of remaining write-ins for Line 24 from overflow page.....	0	0
2499. Totals (Lines 2401 thru 2403 plus 2498) (Line 24 above).....	0	0
2801. ....		
2802. ....		
2803. ....		
2898. Summary of remaining write-ins for Line 28 from overflow page.....	0	0
2899. Totals (Lines 2801 thru 2803 plus 2898) (Line 28 above).....	0	0
3101. ....		
3102. ....		
3103. ....		
3198. Summary of remaining write-ins for Line 31 from overflow page.....	0	0
3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above).....	0	0

## STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>UNDERWRITING INCOME</b>			
1. Premiums earned:			
1.1 Direct..... (written \$.....0).....		15,869	38,183
1.2 Assumed..... (written \$.....0).....		7,035	48,386
1.3 Ceded..... (written \$.....0).....			
1.4 Net..... (written \$.....0).....	0	22,904	86,569
DEDUCTIONS:			
2. Losses incurred (current accident year \$.....0):			
2.1 Direct.....	477	4,656	22,819
2.2 Assumed.....	17,094	8,026	30,104
2.3 Ceded.....			
2.4 Net.....	17,571	12,682	52,923
3. Loss adjustment expenses incurred.....	186	3,738	9,186
4. Other underwriting expenses incurred.....	559	36,633	86,713
5. Aggregate write-ins for underwriting deductions.....	0	0	0
6. Total underwriting deductions (Lines 2 through 5).....	18,316	53,053	148,822
7. Net income of protected cells.....			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	(18,316)	(30,149)	(62,253)
<b>INVESTMENT INCOME</b>			
9. Net investment income earned.....	71	(235)	3,404
10. Net realized capital gains (losses) less capital gains tax of \$.....0.....			258
11. Net investment gain (loss) (Lines 9 + 10).....	71	(235)	3,662
<b>OTHER INCOME</b>			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$.....8,921 amount charged off \$.....0).....	8,921		(4,599)
13. Finance and service charges not included in premiums.....			
14. Aggregate write-ins for miscellaneous income.....	0	0	12,310
15. Total other income (Lines 12 through 14).....	8,921	0	7,711
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	(9,324)	(30,384)	(50,880)
17. Dividends to policyholders.....			
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17).....	(9,324)	(30,384)	(50,880)
19. Federal and foreign income taxes incurred.....	910		
20. Net income (Line 18 minus Line 19) (to Line 22).....	(10,234)	(30,384)	(50,880)
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
21. Surplus as regards policyholders, December 31 prior year.....	(32,721)	18,159	18,159
22. Net income (from Line 20).....	(10,234)	(30,384)	(50,880)
23. Net transfers (to) from Protected Cell accounts.....			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$.....0.....			
25. Change in net unrealized foreign exchange capital gain (loss).....			
26. Change in net deferred income tax.....			
27. Change in nonadmitted assets.....			
28. Change in provision for reinsurance.....			
29. Change in surplus notes.....			
30. Surplus (contributed to) withdrawn from protected cells.....			
31. Cumulative effect of changes in accounting principles.....			
32. Capital changes:			
32.1 Paid in.....			
32.2 Transferred from surplus (Stock Dividend).....			
32.3 Transferred to surplus.....			
33. Surplus adjustments:			
33.1 Paid in.....			
33.2 Transferred to capital (Stock Dividend).....			
33.3 Transferred from capital.....			
34. Net remittances from or (to) Home Office.....			
35. Dividends to stockholders.....			
36. Change in treasury stock.....			
37. Aggregate write-ins for gains and losses in surplus.....	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37).....	(10,234)	(30,384)	(50,880)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	(42,955)	(12,225)	(32,721)
<b>DETAILS OF WRITE-INS</b>			
0501. ....			
0502. ....			
0503. ....			
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above).....	0	0	0
1401. OTHER INCOME.....			12,310
1402. ....			
1403. ....			
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	0	0	12,310
3701. Lines 23 and 29 from 2000 Annual Statement.....			
3702. ....			
3703. ....			
3798. Summary of remaining write-ins for Line 37 from overflow page.....	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above).....	0	0	0

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## NOTES TO FINANCIAL STATEMENTS

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### Note 1 - Summary of Significant Accounting Policies

A. NOTE: This disclosure is required in every filing of the Quarterly Statement.

### Note 2 - Accounting Changes and Corrections of Errors

No significant change.

### Note 3 - Business Combinations and Goodwill

No significant change.

### Note 4 - Discontinued Operations

No significant change.

### Note 5 - Investments

D. NOTE: This disclosure is required in every filing of the Quarterly Statement.

### Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

### Note 7 - Investment Income

No significant change.

### Note 8 - Derivative Instruments

No significant change.

### Note 9 - Income Taxes

No significant change.

### Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant change.

### Note 11 - Debt

No significant change.

### Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No significant change.

### Note 13 - Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

No significant change.

### Note 14 - Contingencies

No significant change.

### Note 15 - Leases

No significant change.

## CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>CASH FROM OPERATIONS</b>			
1. Premiums collected net of reinsurance.....		22,656	69,173
2. Net investment income.....	71	214	4,518
3. Miscellaneous income.....	8,921		7,711
4. Total (Lines 1 through 3).....	8,992	22,870	81,402
5. Benefit and loss related payments.....	29,276	12,682	38,218
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	(6,654)	7,381	132,406
8. Dividends paid to policyholders.....			
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	910		
10. Total (Lines 5 through 9).....	23,532	20,063	170,624
11. Net cash from operations (Line 4 minus Line 10).....	(14,540)	2,807	(89,222)
<b>CASH FROM INVESTMENTS</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....		50,000	275,619
12.2 Stocks.....			
12.3 Mortgage loans.....			
12.4 Real estate.....			
12.5 Other invested assets.....			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....			
12.7 Miscellaneous proceeds.....			
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	0	50,000	275,619
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....		50,820	189,749
13.2 Stocks.....			
13.3 Mortgage loans.....			
13.4 Real estate.....			
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....			
13.7 Total investments acquired (Lines 13.1 to 13.6).....	0	50,820	189,749
14. Net increase (decrease) in contract loans and premium notes.....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	0	(820)	85,870
<b>CASH FROM FINANCING AND MISCELLANEOUS SOURCES</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....			
16.2 Capital and paid in surplus, less treasury stock.....			
16.3 Borrowed funds.....		1,221	(18,685)
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....			
16.5 Dividends to stockholders.....			
16.6 Other cash provided (applied).....	12,031	1	43,176
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	12,031	1,222	24,491
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(2,509)	3,209	21,139
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	59,169	38,030	38,030
19.2 End of period (Line 18 plus Line 19.1).....	56,660	41,239	59,169
Note: Supplemental disclosures of cash flow information for non-cash transactions:			
20.0001 .....			

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## NOTES TO FINANCIAL STATEMENTS

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**Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk**

No significant change.

**Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

C. NOTE: This disclosure is required in every filing for the Quarterly Statement.

**Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**

No significant change.

**Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators**

No significant change.

**Note 20 - Other Items**

No significant change.

**Note 21 - Events Subsequent**

No significant change.

**Note 22 - Reinsurance**

No significant change.

**Note 23 - Retrospectively Rated Contracts & Contracts Subject to Redetermination**

No significant change.

**Note 24 - Change in Incurred Losses and Loss Adjustment Expenses**

NOTE: This disclosure is required in every filing for the Quarterly Statement.

**Note 25 - Intercompany Pooling Arrangements**

No significant change.

**Note 26 - Structured Settlements**

No significant change.

**Note 27 - Health Care Receivables**

No significant change.

**Note 28 - Participating Policies**

No significant change.

**Note 29 - Premium Deficiency Reserves**

No significant change.

**Note 30 - High Deductibles**

No significant change.



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## NOTES TO FINANCIAL STATEMENTS

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**Note 31 - Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses**

No significant change.

**Note 32 - Asbestos/Environmental Reserves**

No significant change.

**Note 33 - Subscriber Savings Accounts**

No significant change.

**Note 34 - Multiple Peril Crop Insurance**

No significant change.

**Note 35 - Financial Guaranty Insurance**

No significant change.

## GENERAL INTERROGATORIES

## PART 1 - COMMON INTERROGATORIES

## GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes ☐ No ☒
- 1.2 If yes, has the report been filed with the domiciliary state? Yes ☐ No ☐
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes ☐ No ☒
- 2.2 If yes, date of change: .....
3. Have there been any substantial changes in the organizational chart since the prior quarter end?  
If yes, complete the Schedule Y-Part 1 - Organizational chart. Yes ☐ No ☒
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes ☐ No ☒
- 4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.
- | 1<br>Name of Entity | 2<br>NAIC<br>Company Code | 3<br>State of<br>Domicile |
|---------------------|---------------------------|---------------------------|
|                     |                           |                           |
5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?  
If yes, attach an explanation. Yes ☐ No ☐ N/A ☒
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. ....
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. ....
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). ....
- 6.4 By what department or departments? .....
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes ☒ No ☐ N/A ☐
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes ☒ No ☐ N/A ☐
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes ☐ No ☒
- 7.2 If yes, give full information: .....
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes ☐ No ☒
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company. ....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes ☐ No ☒
- 8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency (i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)) and identify the affiliate's primary federal regulator.
- | 1<br>Affiliate Name | 2<br>Location (City, State) | 3<br>FRB | 4<br>OCC | 5<br>OTS | 6<br>FDIC | 7<br>SEC |
|---------------------|-----------------------------|----------|----------|----------|-----------|----------|
|                     |                             |          |          |          |           |          |
- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code. Yes ☒ No ☐
- 9.11 If the response to 9.1 is No, please explain: .....
- 9.2 Has the code of ethics for senior managers been amended? Yes ☐ No ☒
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s). .....
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes ☐ No ☒

## GENERAL INTERROGATORIES

## PART 1 - COMMON INTERROGATORIES

## GENERAL

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

## FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [ ] No [X]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:

## INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [ ] No [X]

11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$ .....0

13. Amount of real estate and mortgages held in short-term investments:

\$ .....0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [ ] No [X]

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds.....	\$ .....0	\$ .....0
14.22 Preferred Stock.....	\$ .....0	\$ .....0
14.23 Common Stock.....	\$ .....0	\$ .....0
14.24 Short-Term Investments.....	\$ .....0	\$ .....0
14.25 Mortgage Loans on Real Estate.....	\$ .....0	\$ .....0
14.26 All Other.....	\$ .....0	\$ .....0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$ .....0	\$ .....0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....	\$ .....0	\$ .....0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [ ] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?  
If no, attach a description with this statement.

Yes [ ] No [ ]

16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III. Conducting Examinations, F-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes [X] No [ ]

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter?

Yes [ ] No [X]

16.4 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

16.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes [X] No [ ]

17.2 If no, list exceptions:

## GENERAL INTERROGATORIES (continued)

## PART 2

## PROPERTY &amp; CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change?  
If yes, attach an explanation.

Yes [ ] No [ ] N/A [X]

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured?  
If yes, attach an explanation.

Yes [ ] No [X]

- 3.1 Have any of the reporting entity's primary reinsurance contracts been canceled?  
3.2 If yes, give full and complete information thereto:

Yes [ ] No [X]

- 4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation liabilities tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero?

Yes [ ] No [X]

- 4.2 If yes, complete the following schedule:

1 Line of Business	2 Maximum Interest	3 Disc. Rate	Total Discount				Discount Taken During Period			
			4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 Total
Total.....	XXX...	XXX.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0

5. Operating Percentages:

5.1 A&H loss percent

0.0 %

5.2 A&H cost containment percent

0.0 %

5.3 A&H expense percent excluding cost containment expenses

0.0 %

- 6.1 Do you act as a custodian for health savings accounts?

Yes [ ] No [X]

- 6.2 If yes, please provide the amount of custodial funds held as of the reporting date.

0

- 6.3 Do you act as an administrator for health savings accounts?

Yes [ ] No [X]

- 6.4 If yes, please provide the amount of funds administered as of the reporting date.

0

**SCHEDULE F - CEDED REINSURANCE**

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Location	5 Is Insurer Authorized? (YES or NO)
------------------------------	------------------------------	------------------------	---------------	---

**NONE**

**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama.....AL	N						
2. Alaska.....AK	N						
3. Arizona.....AZ	N						
4. Arkansas.....AR	N						
5. California.....CA	N						
6. Colorado.....CO	N						
7. Connecticut.....CT	N						
8. Delaware.....DE	N						
9. District of Columbia.....DC	N						
10. Florida.....FL	N						
11. Georgia.....GA	N						
12. Hawaii.....HI	N						
13. Idaho.....ID	N						
14. Illinois.....IL	N						
15. Indiana.....IN	N						
16. Iowa.....IA	N						
17. Kansas.....KS	N						
18. Kentucky.....KY	N						
19. Louisiana.....LA	N						
20. Maine.....ME	N						
21. Maryland.....MD	N						
22. Massachusetts.....MA	N						
23. Michigan.....MI	N						
24. Minnesota.....MN	N						
25. Mississippi.....MS	N						
26. Missouri.....MO	N						
27. Montana.....MT	N						
28. Nebraska.....NE	N						
29. Nevada.....NV	N						
30. New Hampshire.....NH	N						
31. New Jersey.....NJ	N						
32. New Mexico.....NM	N						
33. New York.....NY	L		11,919	477	4,643	4,000	1,000
34. North Carolina.....NC	N						
35. North Dakota.....ND	N						
36. Ohio.....OH	N						
37. Oklahoma.....OK	N						
38. Oregon.....OR	N						
39. Pennsylvania.....PA	N						
40. Rhode Island.....RI	N						
41. South Carolina.....SC	N						
42. South Dakota.....SD	N						
43. Tennessee.....TN	N						
44. Texas.....TX	N						
45. Utah.....UT	N						
46. Vermont.....VT	N						
47. Virginia.....VA	N						
48. Washington.....WA	N						
49. West Virginia.....WV	N						
50. Wisconsin.....WI	N						
51. Wyoming.....WY	N						
52. American Samoa.....AS	N						
53. Guam.....GU	N						
54. Puerto Rico.....PR	N						
55. US Virgin Islands.....VI	N						
56. Northern Mariana Islands.....MP	N						
57. Canada.....CN	N						
58. Aggregate Other Alien.....OT	XXX	0	0	0	0	0	0
59. Totals.....	(a) 1	0	11,919	477	4,643	4,000	1,000

**DETAILS OF WRITE-INS**

5801. ....	XXX						
5802. ....	XXX						
5803. ....	XXX						
5898. Summary of remaining write-ins for Line 58 from overflow page...	XXX	0	0	0	0	0	0
5899. Totals (Lines 5801 thru 5803 + Line 5898) (Line 58 above).....	XXX	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;  
 (E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

**SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
PART 1 – ORGANIZATIONAL CHART

---

**NONE**

**PART 1 - LOSS EXPERIENCE**

Lines of Business	Current Year to Date			Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire.....			0.0	
2. Allied lines.....			0.0	
3. Farmowners multiple peril.....			0.0	
4. Homeowners multiple peril.....			0.0	
5. Commercial multiple peril.....			0.0	
6. Mortgage guaranty.....			0.0	
8. Ocean marine.....			0.0	
9. Inland marine.....			0.0	
10. Financial guaranty.....			0.0	
11.1. Medical professional liability - occurrence.....			0.0	
11.2. Medical professional liability - claims made.....			0.0	
12. Earthquake.....			0.0	
13. Group accident and health.....			0.0	
14. Credit accident and health.....			0.0	
15. Other accident and health.....			0.0	
16. Workers' compensation.....			0.0	
17.1 Other liability-occurrence.....			0.0	
17.2 Other liability-claims made.....			0.0	
17.3 Excess workers' compensation.....			0.0	
18.1 Products liability-occurrence.....			0.0	
18.2 Products liability-claims made.....			0.0	
19.1, 19.2 Private passenger auto liability.....			0.0	
19.3, 19.4 Commercial auto liability.....			0.0	
21. Auto physical damage.....		477	0.0	29.3
22. Aircraft (all perils).....			0.0	
23. Fidelity.....			0.0	
24. Surety.....			0.0	
26. Burglary and theft.....			0.0	
27. Boiler and machinery.....			0.0	
28. Credit.....			0.0	
29. International.....			0.0	
30. Warranty.....			0.0	
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0.0	
35. Totals.....	0	477	0.0	29.3
<b>DETAILS OF WRITE-INS</b>				
3401. ....			0.0	
3402. ....			0.0	
3403. ....			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0.0	

**PART 2 - DIRECT PREMIUMS WRITTEN**

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire.....			
2. Allied lines.....			
3. Farmowners multiple peril.....			
4. Homeowners multiple peril.....			
5. Commercial multiple peril.....			
6. Mortgage guaranty.....			
8. Ocean marine.....			
9. Inland marine.....			
10. Financial guaranty.....			
11.1. Medical professional liability - occurrence.....			
11.2. Medical professional liability - claims made.....			
12. Earthquake.....			
13. Group accident and health.....			
14. Credit accident and health.....			
15. Other accident and health.....			
16. Workers' compensation.....			
17.1 Other liability-occurrence.....			
17.2 Other liability-claims made.....			
17.3 Excess workers' compensation.....			
18.1 Products liability-occurrence.....			
18.2 Products liability-claims made.....			
19.1 19.2 Private passenger auto liability.....			
19.3 19.4 Commercial auto liability.....			
21. Auto physical damage.....			11,919
22. Aircraft (all perils).....			
23. Fidelity.....			
24. Surety.....			
26. Burglary and theft.....			
27. Boiler and machinery.....			
28. Credit.....			
29. International.....			
30. Warranty.....			
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0
35. Totals.....	0	0	11,919
<b>DETAILS OF WRITE-INS</b>			
3401. ....			
3402. ....			
3403. ....			
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0



## PART 3 (000 omitted)

## LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2010 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2010 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2010 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2007 + Prior.....			0			0				0	0	0	0
2. 2008.....			0			0				0	0	0	0
3. Subtotals 2008 + Prior.....	0	0	0	0	0	0	0	0	0	0	0	0	0
4. 2009.....	12	5	17			0				0	(12)	(5)	(17)
5. Subtotals 2009 + Prior.....	12	5	17	0	0	0	0	0	0	0	(12)	(5)	(17)
6. 2010.....	XXX	XXX	XXX	XXX	29	29	XXX		5	5	XXX	XXX	XXX
7. Totals.....	12	5	17	0	29	29	0	0	5	5	(12)	(5)	(17)
8. Prior Year-End's Surplus As Regards Policyholders (33)											Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
										1. ....(100.0)%	2. ....(100.0)%	3. ....(100.0)%	
													Col. 13, Line 7
													Line 8
													4. ....52.0 %

**SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES**

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Trustee Surplus Statement be filed with the state of domicile and the NAIC with this statement?	<u>NO</u>
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	<u>NO</u>
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	<u>NO</u>

**Explanation:**

- 1.
- 2.
- 3.

**Bar Code:**

**NONE**

## SCHEDULE A - VERIFICATION

## Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Current year change in encumbrances.....		
4. Total gain (loss) on disposals.....		
5. Deduct amounts received on disposals.....		
6. Total foreign exchange change in book/adjusted carrying value.....		
7. Deduct current year's other than temporary impairment recognized.....		
8. Deduct current year's depreciation.....		
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	0	0
10. Deduct total nonadmitted amounts.....		
11. Statement value at end of current period (Line 9 minus Line 10).....	0	0

## SCHEDULE B - VERIFICATION

## Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Capitalized deferred interest and other.....		
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and mortgage interest points and commitment fees.....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....		
10. Deduct current year's other than temporary impairment recognized.....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Total valuation allowance.....		
13. Subtotal (Line 11 plus Line 12).....	0	0
14. Deduct total nonadmitted amounts.....		
15. Statement value at end of current period (Line 13 minus Line 14).....	0	0

## SCHEDULE BA - VERIFICATION

## Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Capitalized deferred interest and other.....		
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and depreciation.....		
9. Total foreign exchange change in book/adjusted carrying value.....		
10. Deduct current year's other than temporary impairment recognized.....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....	0	0

## SCHEDULE D - VERIFICATION

## Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	165,107	250,538
2. Cost of bonds and stocks acquired.....		189,749
3. Accrual of discount.....		344
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		260
6. Deduct consideration for bonds and stocks disposed of.....		275,619
7. Deduct amortization of premium.....		165
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	165,107	165,107
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	165,107	165,107

## SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity  
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. Class 1 (a).....	218,761				218,761			218,761
2. Class 2 (a).....								
3. Class 3 (a).....								
4. Class 4 (a).....								
5. Class 5 (a).....								
6. Class 6 (a).....								
7. Total Bonds.....	218,761	0	0	0	218,761	0	0	218,761
<b>PREFERRED STOCK</b>								
8. Class 1.....								
9. Class 2.....								
10. Class 3.....								
11. Class 4.....								
12. Class 5.....								
13. Class 6.....								
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	218,761	0	0	0	218,761	0	0	218,761

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:  
NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

**SCHEDULE DA - PART 1**

## Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals.....	53,654	XXX	51,085		

**SCHEDULE DA - VERIFICATION**

## Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	53,654	36,557
2. Cost of short-term investments acquired.....		70,751
3. Accrual of discount.....		
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		
6. Deduct consideration received on disposals.....		53,654
7. Deduct amortization of premium.....		
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	53,654	53,654
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	53,654	53,654

Sch. DB-Pt A-Verification  
NONE

Sch. DB-Pt B-Verification  
NONE

Sch. DB-Pt C-Sn 1  
NONE

Sch. DB-Pt C-Sn 2  
NONE

Sch. DB-Verification  
NONE

Sch. E-Verification  
NONE

Sch. A-Pt 2  
NONE

Sch. A-Pt 3  
NONE

Sch. B-Pt 2  
NONE

Sch. B-Pt 3  
NONE

Sch. BA-Pt 2  
NONE

Sch. BA-Pt 3  
NONE

Sch. D-Pt 3  
NONE

Sch. D-Pt 4  
NONE

Sch. DB-Pt A-Sn 1  
NONE

Sch. DB-Pt A-Sn 1  
NONE

Sch. DB-Pt B-Sn 1  
NONE

Sch. DB-Pt B-Sn 1  
NONE

Sch. DB-Pt B-Sn 1B  
NONE

Sch. DB-Pt D  
NONE

## SCHEDULE E - PART 1 - CASH

## Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
CCTC - CHECKING.....							.....245	XXX..
HSBC - CHECKING.....							.....852	XXX..
CCTC - SAVINGS.....							.....808	XXX..
HSBC - SAVINGS.....					.....1,300	.....1,300	.....1,300	XXX..
0199999. Total Open Depositories.....	XXX	XXX	.....0	.....0	.....1,300	.....1,300	.....3,005	XXX..
0399999. Total Cash on Deposit.....	XXX	XXX	.....0	.....0	.....1,300	.....1,300	.....3,005	XXX..
0599999. Total Cash.....	XXX	XXX	.....0	.....0	.....1,300	.....1,300	.....3,005	XXX..



**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
------------------	-----------	-----------------------	--------------------------	-----------------------	--------------------------------------	--	-------------------------------------

**NONE**

# EXHIBIT C

SUPREME COURT OF THE STATE OF NEW YORK — NEW YORK COUNTY

PRESENT: HON. JOAN M. KENNEY  
*Justice*

PART 3

*Wrynn*

- v -

*Autoglass Insur Co.*

INDEX NO. 400235/10  
MOTION DATE \_\_\_\_\_  
MOTION SEQ. NO. 001  
MOTION CAL. NO. \_\_\_\_\_

The following papers, numbered 1 to \_\_\_\_\_ were read on this motion to/for \_\_\_\_\_

Notice of Motion/ Order to Show Cause — Affidavits — Exhibits ...

Answering Affidavits — Exhibits \_\_\_\_\_

Replying Affidavits \_\_\_\_\_

PAPERS NUMBERED

Cross-Motion: ☐ Yes ☒ No

Upon the foregoing papers, it is ordered that this motion

*to discontinue the action  
is granted as per the  
terms of the attached  
stipulation.*

**FILED**

APR 07 2010  
NEW YORK  
COUNTY CLERK'S OFFICE

Dated: MAR 25 2010

*[Signature]*  
HON. JOAN M. KENNEY

J.S.C.

Check one: ☒ FINAL DISPOSITION ☐ NON-FINAL DISPOSITION

Check if appropriate: ☒ DO NOT POST ☐ REFERENCE

MOTION/CASE IS RESPECTFULLY REFERRED TO JUSTICE  
FOR THE FOLLOWING REASON(S):

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

-----X  
In the Matter of

Index No. 400235/10

the Application of

**STIPULATION OF  
DISCONTINUANCE**

James J. Wynn, Superintendent of Insurance  
of the State of New York, for an order to  
liquidate the business and affairs and  
dissolve the corporate charter of

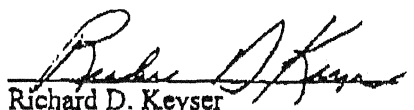
AUTOGLASS INSURANCE COMPANY  
-----X

IT IS HEREBY STIPULATED AND AGREED by counsel to the undersigned  
parties that the above entitled action be, and the same hereby is, discontinued, regarding an  
order appointing the Superintendent and his successors in office as liquidator of Autoglass  
Insurance Company and directing the Superintendent to take possession of Autoglass  
Insurance Company.

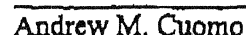
IT IS FURTHER stipulated and agreed that a facsimile signature shall serve as an  
original.

Dated: March 24, 2010

Dated: March 24, 2010

  
Richard D. Keyser  
Keyser, Maloney and Winner, LLP  
150 Lake Street  
Elmira, New York 14901

*Attorney for  
Autoglass Insurance Company*

  
Andrew M. Cuomo  
Attorney General of the State of New York  
120 Broadway  
New York, New York 10271

*Attorneys for the Superintendent of  
Insurance of the State of New York*

**FILED**

APR 07 2010

NEW YORK  
COUNTY CLERK'S OFFICE

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

-----X  
In the Matter of

Index No. 400235/10

the Application of

**STIPULATION OF  
DISCONTINUANCE**

James J. Wrynn, Superintendent of Insurance  
of the State of New York, for an order to  
liquidate the business and affairs and  
dissolve the corporate charter of

AUTOGLASS INSURANCE COMPANY  
-----X

IT IS HEREBY STIPULATED AND AGREED by counsel to the undersigned parties that the above entitled action be, and the same hereby is, discontinued, regarding an order appointing the Superintendent and his successors in office as liquidator of Autoglass Insurance Company and directing the Superintendent to take possession of Autoglass Insurance Company.

IT IS FURTHER stipulated and agreed that a facsimile signature shall serve as an original.

Dated: March 24, 2010

Dated: March 24, 2010

\_\_\_\_\_  
Richard D. Keyser  
Keyser, Maloney and Winner, LLP  
150 Lake Street  
Elmira, New York 14901

*Attorney for  
Autoglass Insurance Company*

By: Neal S. Mann  
Andrew M. Cuomo  
Attorney General of the State of New York  
120 Broadway  
New York, New York 10271

*Attorneys for the Superintendent of  
Insurance of the State of New York*

Index No.:

**SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK**

Sir:

Please take notice that the within is a true  
copy of  
duly filed and entered in the office of the clerk  
of  
the                      day of                      20                      County, on

Yours, etc.,  
**ERIC T. SCHNEIDERMAN**  
Attorney General,

Attorney for  
  
Office and Post Office Address  
120 Broadway, New York, N.Y. 10271  
To  
Attorney for

---

Sir  
Please take notice that the within

will be presented for settlement and signature  
herein to the Hon.  
one of the judges of the within named Court, at  
in the Borough of  
City of New York, on the                      day of                      , 20                      , at                      M.

Date, N.Y.,  
Yours, etc.,  
**ERIC T. SCHNEIDERMAN**  
Attorney General,

Attorney for  
  
Office and Post Office Address  
120 Broadway, New York, N.Y. 10271  
To  
Attorney for

In the Matter of  
  
the Application of

JAMES J. WRYNIN, Superintendent of Insurance of  
the State of New York, for an order to take possession of,  
liquidate the business and affairs of  
and dissolve the corporate charter of

AUTOGLASS INSURANCE COMPANY.

---

**ORDER TO SHOW CAUSE and VERIFIED PETITION**

**ERIC T. SCHNEIDERMAN**  
Attorney General  
Attorney for the Superintendent of Insurance  
Office and Post Office Address  
120 Broadway, New York, N.Y. 10271  
Tel. (212) 416-8658  
Personal service of a copy of

within.....  
is admitted this ..... day of  
.....20