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EX PARTE MOTION OFFICE

APPROVED  
FOR THE PAYMENT  
OF MOTION FEE  
ONLY

At IAS Part 55 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 15 day of April, 2011.

008068

PRESENT:

HON. JANE S. SOLOMON, J.S.C.

X

In the Matter of

the Liquidation of

HEALTH PARTNERS OF NEW YORK, LLC

Index No.: 402965/08

FILED

ORDER TO SHOW CAUSE

APR 01 2011

NEW YORK COUNTY CLERK'S OFFICE

Upon reading the annexed verified petition ("Verified Petition") of Dennis J. Hayes, Agent of James J. Wrynn, Superintendent of Insurance of the State of New York, as liquidator (the "Liquidator") of Health Partners of New York, LLC ("HPNY"), duly verified the 28th day of March, 2011, and the exhibits attached thereto, upon all other papers previously submitted and all proceedings heretofore had herein, and it appearing that the relief sought be granted;

NOW, on motion of John Pearson Kelly, attorney for the Liquidator, and after due deliberation having been had thereon,

or counsel appear and

Let all claimants and parties interested in the affairs of HPNY show cause before this Court at IAS Part 55 thereof, at the Courthouse located at 60 Centre Street in the County, City and State of New York, on the 6<sup>th</sup> day of June, 2011 (the "Return Date") at 10 o'clock A.m., or as soon thereafter as counsel can be heard, why an order should not be made, pursuant to Article 74 of the New York Insurance Law ("Insurance Law"), *inter alia* (i) approving the Liquidator's initial report on the status of the liquidation of HPNY and the financial transactions

July 31,

delineated therein; (ii) establishing ~~June 30~~, 2011 as the bar date (the "Bar Date") for presentment of all claims other than claims for administrative costs and expenses; (iii) authorizing and directing the Liquidator to consider only those claims for actual losses arising under policies issued by HPNY that are presented to the Liquidator on or before the Bar Date; (iv) barring and discharging all claims for losses reported after the Bar Date; (v) authorizing the continued payment of administrative costs and expenses; (vi) authorizing the Liquidator to distribute HPNY's assets, consistent with this Court's orders and the priorities set forth in Insurance Law Section 7434, to those creditors of HPNY with allowed claims, to the extent that, in the Liquidator's discretion, sufficient funds are available; (vii) releasing and discharging the Liquidator, his predecessors and successors in office, their agents, attorney and employees, from any and all liability arising from their acts or omissions in connection with the liquidation proceeding; and (viii) granting such other relief as this Court deems appropriate and just.

AND, sufficient cause having been alleged therefore, and this Court having found the form and method of notice specified herein to be the best notice practicable, it is hereby

ORDERED, that notice of the Verified Petition and this Order to Show Cause shall be substantially in the form attached hereto and service shall be made by: (i) posting on the Internet web page maintained by the New York Liquidation Bureau at <http://www.nylb.org> at least 15 business days before the Return Date; (ii) by mailing same by United States first class mail at least 15 days prior to the Return Date to all of HPNY's known creditors with allowed or unadjudicated claims; and (iii) by publication in *The New York Post*, Long Island Edition, or a newspaper of similar circulation, once a week for two consecutive weeks commencing within four weeks of the issuance of this Order to Show Cause; and it is further

ORDERED, that the form and methods of service of notice specified herein are hereby approved as in accordance with the law and as the best notice practicable and shall therefore constitute due and sufficient notice of this Order to Show Cause and scheduled Return Date herein and the Verified Petition and the relief sought therein to all persons and entities entitled to receive such notice; and it is further

ORDERED, that the approved form of notice shall direct that all answering papers and supporting documentation ("Answering Papers") be served on the Superintendent so as to be received at least seven days prior to the above-scheduled Return Date, and that service on the Superintendent shall be made by first class mail at the following address:

Superintendent of Insurance of the State of New York as  
Liquidator of Health Partners of New York LLC  
110 William Street  
New York, New York 10038  
Attention: John Pearson Kelly  
General Counsel

and by submitting copies of the Answering Papers, with affidavit of service on the Superintendent as above, to this Court at IAS Part ~~10~~<sup>55</sup> at the Courthouse located at 60 Centre Street in the County, City and State of New York, seven days before the Return Date; and it is further

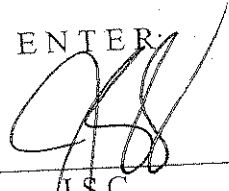
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ORDERED, that in the absence of Answering Papers filed pursuant to the previous paragraph on or prior to the date specified, the Court may enter relief without hearing and no party shall be entitled to be heard thereon; and it is further

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

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.

ENTER:



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J.S.C.

**JANE S. SOLOMON  
J.S.C.**