

**JAMES J. DONELON,  
COMMISSIONER OF INSURANCE  
FOR THE STATE OF LOUISIANA**

**VERSUS**

**AMERICAS INSURANCE  
COMPANY, INC.**

**NUMBER: C-714982 SEC: 23**

**19th JUDICIAL DISTRICT COURT**

**PARISH OF EAST BATON ROUGE**

**STATE OF LOUISIANA**

**ORDER OF ANCILLARY RECEIVERSHIP,  
REDOMESTICATION, CONVERSION TO REHABILITATION, AND  
INJUNCTIVE RELIEF**

**CONSIDERING** the Verified Petition for Ancillary Receivership and Conservation, Injunctive Relief, Redomestication for Domestic Rehabilitation, and Alternative Rule to Show Cause filed by James J. Donelon, Commissioner of Insurance for the State of Louisiana (the "Commissioner") pursuant to La. R.S. 22:2001 *et seq.*, the Affidavit and Verification and other Exhibits attached thereto, the law and evidence entitling the Commissioner to the relief sought therein, and the Court being satisfied from the allegations of the Petition and finding that the Defendant named therein is an insurer as defined by Louisiana law, and that the interests of creditors, policyholders, and the public are likely to be endangered by delay, and the Court finding that the law and evidence is in favor of granting the relief requested;

**IT IS ORDERED ADJUDGED AND DECREED** that Americas Insurance Company ("AIC") is hereby placed in Ancillary Receivership under the direction and control of the Commissioner, his successors and assigns in his office and his agents, designees, or employees, subject to the further written orders of this Court;

**IT IS FURTHER ORDERED ADJUDGED AND DECREED** that the Commissioner is appointed Ancillary Receiver of AIC and that Billy Bostick is appointed Deputy Ancillary Receiver of AIC;

**IT IS FURTHER ORDERED ADJUDGED AND DECREED** that, considering the concurrence and consent of the Commissioner of the Department of Insurance, Securities and Banking ("DISB") in the District of Columbia, and of the Board of Directors of AIC, that AIC be and is hereby redomesticated from the District of Columbia to the State of Louisiana for the purpose of conducting a domestic rehabilitation proceeding in Louisiana pursuant to La. R.S. 22:2005 and 2008, and for related injunctive relief pursuant to La. R.S. 22:2006, and other related actions under other applicable legal provisions;



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**IT IS FURTHER ORDERED ADJUDGED AND DECREED** that, in light of the redomestication of AIC from the District of Columbia to the State of Louisiana, and further based on the Affidavit and Verification and other Exhibits to the Petition, and applicable law and evidence entitling the Commissioner to such relief, that AIC be and is hereby placed in rehabilitation under the direction and control of the Commissioner of Insurance for the State of Louisiana, his successors and assigns in office and his agents, designees, or employees, subject to the further written orders of this Court, thereby converting the above-ordered Ancillary Receivership to Rehabilitation;

**IT IS FURTHER ORDERED ADJUDGED AND DECREED** that, upon the conversion of the Ancillary Receivership to a Rehabilitation, the Commissioner is appointed Rehabilitator of AIC and Billy Bostick is appointed Receiver of AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Commissioner as Rehabilitator is vested by operation of law with the title to all property, contracts, and rights of action of AIC, including without limitation all accounts, bank accounts, safety deposit boxes, statutory deposits, real property, computers, all primary and secondary storage media, websites, social media, documents and other writings, claims files, software, electronic data, e-mail, websites, copyrights, trademarks, patents, books, records, keys, codes, combinations, logins, or passwords necessary to gain or secure access to all property or premises, and all other assets of AIC (collectively, "AIC Assets") as of the date of this order of rehabilitation ("Order"); the Commissioner as Rehabilitator, his agents and employees, including Billy Bostick as Receiver, shall immediately take and maintain possession and control of, and conserve, all such assets of AIC, conduct all of the business and affairs of AIC or so much thereof as he may deem appropriate, and rehabilitate AIC until further order of the Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that AIC and its current and former policyholders, owners, shareholders, officers, directors, parents, subsidiaries, affiliates, managing general agents, agents, attorneys, accountants, actuaries, third-party contractors and administrators, consultants, service providers, employees, banks, savings and loan associations and other financial institutions, and any other similarly situated individuals or entities who have or had any authority to act for or on behalf of AIC, or who have or had control over or possession of any aspect of AIC's property, business, assets or affairs in any capacity, or anyone acting for or on behalf of such individuals and entities (collectively, "AIC-Related Individuals and Entities")

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shall immediately surrender and turn over all AIC Assets to the Rehabilitator or Receiver and are hereby enjoined from the transaction of the business of AIC, except with the concurrence of the Rehabilitator or Receiver or until further order of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all authority of all owners, officers, directors, and managers of AIC, or others acting on their behalf, is hereby suspended and such authority is vested with the Rehabilitator and Receiver until further written order of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that any bank, savings and loan association, financial institution, and any other person which has on deposit, or otherwise has in its possession, custody or control any funds, accounts and any other assets of AIC, shall transfer title, custody and control of all such funds, accounts, or assets to the Receiver immediately upon presentation of this Order, without hinderance or delay, and all such persons are hereby instructed that the Receiver has absolute control over such funds, accounts and all other assets; the Receiver may change the name of such accounts and other assets, withdraw them from such bank, savings and loan association or other financial institution or take such action deemed necessary for administering this receivership; no bank, savings and loan association, or other financial institution shall exercise any form of set-off, alleged set-off, lien, any form of self-help whatsoever, or refuse, hinder or delay the transfer of any funds or assets of AIC or the Receiver's control thereof without the permission of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that AIC, all AIC-Related Individuals and Entities and all other persons are enjoined as follows until further order of this Court:

1. from disposing of or encumbering any of the property or assets of AIC;
2. from disposing of any records or other documents belonging to AIC or relating to the business and affairs of AIC;
3. from the transaction of any business by, for, or on behalf of AIC, including, but not limited to:
  - a. the writing, issuance, or renewal of any certificate of coverage, insurance policy, binder, or endorsement to an existing policy or certificate of coverage;
  - b. the payment of claims and of any policy or certificate of coverage benefits;
  - c. the incurring of any claim or loss adjustment expense; and

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- d. the incurring of any debt or liability, except with the concurrence of the Rehabilitator or Receiver until further order of this Court; and
4. the interfering with the acquisition of possession by the exercise of dominion and control over the property of AIC by the Rehabilitator or Receiver or their conduct of the business and affairs of AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all individuals and entities are enjoined and stayed from obtaining preferences, judgments, attachments, or other like liens or the making of any levy against AIC, its property or assets while in the Rehabilitator or Receiver's possession and control as of this date of this Order until further order of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all individuals and entities are enjoined from instituting or taking further action in any suit or proceeding against AIC, the Commissioner in his capacity as Rehabilitator of AIC, the Receiver, any affiliates, subsidiaries, insurers, officers, directors, representatives, agents, employees, or attorneys of the Commissioner, AIC, its policyholders and any AIC Assets, and from pursuing, obtaining or executing a judgment against AIC, its assets, policyholders, the Commissioner in his capacity as Rehabilitator, the Receiver, any affiliates, subsidiaries, insurers, officers, directors, representatives, managing general agents, agents, employees, or attorneys of same until further order of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that, except with the concurrence of the Rehabilitator or Receiver or until further written order of this Court, all suits, proceedings, seizures and any other legal actions against AIC or its policyholders in any court, wherever located, are hereby stayed in order to prevent the obtaining of any preference, judgment, seizure, levy, or lien, and to preserve the property and assets of AIC, including, but not limited to, suits and proceedings and all litigation involving:

1. AIC as a party;
2. a policyholder or any other person who is named as a party to the litigation for claims relating to insurance coverage under any policy of insurance, or certificate of coverage issued or assumed by AIC;
3. the possible adjudication of liability or determination of any possible rights or obligations of any policyholder or person as to any insurance policy, or certificate of coverage issued or assumed by AIC, or the determination of any possible future liability of AIC or its policyholders with regard to any insurance policy, or certificate of

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coverage issued or assumed by AIC;

4. AIC's possible obligation to provide a defense to any party in any court pursuant to any policy of insurance, or certificate of coverage issued or assumed by AIC;
5. the ownership, operations, management, or control of AIC; and
6. any party seeking to create, perfect or enforce any preference, judgment, attachment, lien, or levy against AIC or their assets or against any policyholder of AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that there shall be no liability on the part of, and no cause of action of any nature shall exist against, the Commissioner in his capacity as Rehabilitator or Regulator of AIC, the Receiver, or the Attorney General of the State of Louisiana in his capacity as attorney for the Commissioner in his capacity as Rehabilitator, Receiver or Regulator of AIC, or the Receiver, their representatives, managing general agents, agents, employees, accountants, or attorneys, for any action taken by them when acting in accordance with the orders of this Court or as Rehabilitator, Receiver, or Regulator of AIC; such actions are hereby barred;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that any and all individuals and entities are enjoined from interfering with these proceedings, the conduct of the business of AIC by the Rehabilitator or Receiver, and their management, possession and control of AIC or any title, rights or interest therein, and from wasting the assets of AIC, until further order of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Rehabilitator or Receiver may permit such further operation of AIC as he may deem necessary and appropriate;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Rehabilitator or Receiver is entitled to permit such further operation of AIC as he may deem necessary to be in the best interests of the policyholders and creditors of AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Rehabilitator or Receiver is allowed and authorized to:

1. employ and authorize the compensation of accountants, clerks, professionals, and such assistants as he deems necessary, and authorize the payment of the expenses of these proceedings and the necessary incidents thereof, as approved by the Commissioner, to be paid out of the funds or assets of AIC in the possession of the Rehabilitator or Receiver or coming into the possession of the Rehabilitator or Receiver or AIC;

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2. defend or not defend legal actions wherein AIC or the Rehabilitator or Receiver is a party defendant, commenced prior to or subsequent to the entry of this Order, without the authorization of the Court; except, however, in actions where AIC is a nominal party, as in certain foreclosure actions and where the action does not affect a claim against or adversely affect the assets of AIC, the Rehabilitator or Receiver may file appropriate pleadings in his discretion;
3. commence and maintain all legal actions necessary, wherever necessary, for the proper administration of this receivership proceeding;
4. collect all debts that are economically feasible to collect and which are due and owing to AIC;
5. take possession of all of AIC's securities and certificates of deposit on deposit with the Treasurer of the State of Louisiana or any other person or entity, if any, and convert to cash so much of the same as may be necessary, in his judgment, to pay the expenses of administration of this receivership; and
6. issue endorsements on existing policies or certificates of coverage;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that AIC shall not engage in any advertising or solicitation whatsoever;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that reinsurance premiums due to or payable by AIC shall be withheld from, remitted to, or disbursed by the Receiver or to another party at the Receiver's discretion; the Receiver shall handle reinsurance losses recoverable or payable by AIC; all correspondence concerning reinsurance shall be between the Receiver and the reinsuring company or intermediary unless requested by the Receiver;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that after payment of all administrative expenses of Rehabilitation or Receivership, all obligations of AIC will be paid pursuant to the orders of this Court, according to the applicable law;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all contracts between AIC, and any and all persons or entities providing services to AIC and their policyholders, remain in full force and effect unless cancelled by the Receiver, and that the Rehabilitator and Receiver are hereby authorized and empowered to enforce or modify contract performance by any

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party to a contract with AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all premiums and other debts due to AIC shall be paid to the Rehabilitator or Receiver as directed, until further order of this Court;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Rehabilitator or Receiver shall notify every holder of a certificate of coverage, or contract of insurance issued by AIC and every known provider and other creditor of AIC of this order of rehabilitation and injunction within sixty (60) days of the date of this Order, notwithstanding the provisions of La. R.S. 22:2011;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that upon request by the Receiver, any company providing telephone services to AIC shall provide a reference of calls from the number presently assigned to AIC to any such number designated by the Receiver or perform any other services or changes necessary to the conduct of the receivership of AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that any entity furnishing telephone, water, electric, cable, internet, sewage, garbage, or trash removal services to AIC shall maintain such service and transfer any such accounts to the Receiver as of the date of the order entered herein, unless instructed to the contrary by the Receiver;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the United States Postal Service is directed to provide any information requested by the Receiver regarding AIC and to handle future deliveries of AIC;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that AIC and all AIC-Related Individuals and Entities shall immediately provide the following to the Rehabilitator, the Receiver, or their designee:

1. **All administrator-level UserIDs and passwords and Systems:** This includes a complete and up-to-date secure list of all administrator-level accounts, UserIDs, passwords, and encryption keys (collectively, "Admin Accounts") that provide full and complete control of all active and inactive systems and services that capture, store, archive, delete, update, communicate, scan, or transmit "Data" or provide communications of any kind, herein referred to as "Systems." In lieu of providing existing Admin Accounts, new administrator-level Admin Accounts may be added and provided at the discretion of the Rehabilitator, the Receiver, or their designee that

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deliver parallel administrator-level control for each of the Systems. For each Admin Account and System combination, the location, URL, IP Address, link, portal, vendor, or device that provides the entry of Account information to control access to the System must be produced. This also includes a description of the business purpose or use for each Admin Account and System combination and a list of authorized administrators (Admins) by System. The Rehabilitator, the Receiver, or their designee must be notified immediately via email of all future revisions to administrative-level access or control to a Systems or Admin Accounts as defined above. Only the Rehabilitator, the Receiver, or their designee is authorized to access or make revisions to the Admin Accounts unless the request for such access or revisions is made in writing, and the request is approved in advance and in writing by the Rehabilitator, the Receiver, or their designee. AIC and all AIC-Related Individuals and Entities must ensure all emails (past, present, future, deleted, sent, saved, archived, etc.) are permanently retained. The Rehabilitator, the Receiver, and their designee are authorized to verify and/or configure all emails to be held permanently, sometimes referred to as a "Legal Hold." All configuration additions and revisions implemented by the Rehabilitator, the Receiver, or their designee shall not be altered or removed by AIC or its respective Information Technology ("IT.") contractors. "Systems" as used herein includes all servers, virtual hosts, virtual machines, appliances, desktops, laptops, tablets, smartphones, storage devices (of any kind), proprietary devices, telephone systems, cellular services, network devices (of any kind), firewalls, routers, wireless access points, wireless bridges, hotspots, remote desktop servers, remote access services (such as Virtual Private Networks or "VPNs," Citrix, TeamViewer, Log Me In, etc.), software, applications, third-party administrative services, application service providers, cloud services, cloud storage, multifactor authentication services, encryption services, backup and restoration services, shared storage, removable storage (of any kind), hosting services, hosted applications, domain services, domain name registries, web sites, Internet service providers, application service providers, email systems (including email archives, email archive services, email scrubbing services, email gateways, email service providers, all email transport services and systems including in-house email and vender email systems such as Microsoft Office 365, Gmail, Barracuda, Mimecast,




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etc.), messaging systems, conferencing systems, purchasing portals (including Amazon, Google, Office Depot, etc.), banking and credit card portals, employee benefit portals, etc., facilities security / access control systems, security alarm systems, and all work-at-home devices. "Data" includes (1) all data (Company or personal) stored on Company owned or Company leased devices, (2) all data (Company or personal) stored on Company paid-for services, (3) all data (Company or personal) captured, stored, deleted, updated, or communicated during business hours or on Company paid time or on behalf of the Company stored on Company-owned or Company leased devices or stored on personally owned devices, such as personal computers, personal smartphones, and personal storage devices. Examples of Data include policy, claims, reinsurance, payables, receivables, financials, agents, commissions, customer service systems, management meeting information, board agendas and minutes, human resource information, payroll, bonus data, spreadsheets, documents, presentations, diagrams, files, lists, emails, email attachments, text messages, etc.;

2. **All data back-ups:** This includes a complete and up-to-date Backup of each of the Systems and all Data as defined above as of the date of this Order. "Backups" include readable, full bare metal restorable, complete, and full copy of each System and all Data as defined above. All past, present, or future backup media and storage must be retained until further notice or until released in writing by the Rehabilitator, the Receiver, or their designee. A complete list of Backups, including System name or Data name, backup software, backup device(s), backup media, backup type (full, incremental, partial, etc.), backup frequency, backup retention schedule, backup rotation (onsite-to-offsite) schedule, onsite backup locations, and offsite backup locations must be provided, as well as a list of Systems or Data not backed up. Any revisions to backups are prohibited unless requested from and approved in writing by the Rehabilitator, the Receiver, or their designee;
3. **A disaster recovery plan:** This includes a complete and up-to-date Disaster Recovery /Business Continuity Plan and the date and outcome of the last Disaster Recovery test;
4. **Security incidents or system outages:** This includes a complete and up-to-date list and description of all Security Incidents that occurred in the past year impacting any Systems or Data as defined above. "Security Incidents" include unauthorized Systems

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access or breach; communications breach, facilities breach, unauthorized network device, unauthorized software (program, macro, etc.), compromised "Accounts," compromised UserIDs, compromised credit cards, compromised bank accounts, non-prevented viruses, malware, or ransomware, etc., loss of Data, or System outages. The Rehabilitator, the Receiver, or their designee must be notified immediately via email of all future Security Incidents as defined above;

- 5. **All IT. policies, procedures, and maintenance task lists:** This includes complete and up-to-date policies, procedures, and operations and maintenance task lists for Information Technology; and
- 6. **24/7 access to Systems, Data and Backups:** Unrestricted, continuous physical access to all Systems, Data, Backups, wherever located, must be provided 24 hours/day, seven days/week;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that any document storage or data processing service which has custody or control of any documents, records, data, data processing information or any other information relating to AIC shall transfer custody and control of same to the Receiver; the Receiver shall compensate any such entity for the actual use of hardware and software that the Receiver deemed necessary to this proceeding; compensation shall be based upon the monthly rate provided for in contracts or leases with AIC which were in effect when this proceeding was instituted, or based upon such contracts as may be negotiated by the Receiver, for the actual time such equipment and software is used by the Receiver;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all AIC-Related Individuals and Entities are required to fully cooperate with the Rehabilitator and the Receiver, notwithstanding their dismissal from AIC pursuant to this Order;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that all attorneys employed or retained by AIC as of the date of the Order entered herein shall, within ten (10) day notice of this Order, report to the Receiver the name, company, claim number and status of each file they are handling on behalf of AIC; said report shall also include an account of any funds received from or on behalf of AIC; all attorneys described herein are hereby discharged as of the date of this Order unless the Receiver retains their services in writing; all attorneys employed by AIC who are in possession of litigation files or other material, documents or records belonging to or relating to work performed by the attorney on behalf of AIC shall deliver such litigation files,

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material, documents or records intact and without purging to the Receiver notwithstanding any claim of a retaining lien, which, if otherwise valid, shall not be extinguished by such turn-over of such documents;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Rehabilitator or Receiver may conduct an investigation of AIC and its parents, subsidiaries and affiliates to uncover and make fully available to the Court the true state of AIC's financial affairs; in furtherance of this investigation, AIC, all AIC-Related Individuals and Entities, and any other persons shall make all books, documents, accounts, records and affairs that either belong to or pertain to AIC available for full, free and unhindered inspection and examination by the Receiver during normal business hours (9:00 a.m. to 5:00 p.m.) Monday through Friday, or such other times as the Receiver deems necessary, from the date of the Order entered herein; all such individuals and entities shall fully cooperate with the Rehabilitator and the Receiver; such cooperation shall include, but not be limited to, the giving of oral testimony under oath and the production of documents requested by the Receiver or required by this Order;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that the Commissioner as Rehabilitator and the Receiver shall be granted all legal and equitable relief as may be necessary to fulfill their duties and for such other relief as the nature of the case and the interest of AIC's policyholders, creditors, or the public, may require; and except as expressly provided herein, nothing in this Order shall limit the powers, authority and protections granted to the Rehabilitator or Receiver in connection with this proceeding under Louisiana law;

**IT IS FURTHER ORDERED, ADJUDGED AND DECREED** that, pursuant to the Louisiana Insurance Code and as needed in the interests of justice, the Court will consider specific motions to maintain certain documents and records related to this matter as confidential, under seal in compliance with the Rules of this Court;

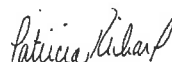
**SO ORDERED, READ AND SIGNED** at Baton Rouge, Louisiana, this 14th day of January, 2021.

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JUDGE, 19<sup>th</sup> JUDICIAL DISTRICT COURT  
**Judge Pro Tempore Martin E. Coady**

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