

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

VERSUS

**AMERICAS INSURANCE
COMPANY**

NUMBER: _____ SEC: ____

19th JUDICIAL DISTRICT COURT

PARISH OF EAST BATON ROUGE

STATE OF LOUISIANA

**VERIFIED PETITION FOR ANCILLARY RECEIVERSHIP AND
CONSERVATION, INJUNCTIVE RELIEF, REDOMESTICATION FOR
DOMESTIC REHABILITATION, AND ALTERNATIVE RULE TO SHOW CAUSE**

The verified petition of James J. Donelon, Commissioner of Insurance for the State of Louisiana (the “Commissioner” or “Louisiana Commissioner” as needed to differentiate from other regulators), respectfully represents:

1.

Made defendant in this matter is Americas Insurance Company (“AIC” or “Insurer”), an insurance company licensed and domesticated under the laws of the District of Columbia, with a statutory home office located at 1401 Eye Street N.W., Suite. 600, Washington, D.C. 20005. AIC is authorized to do business and doing business in the State of Louisiana.

2.

AIC is engaged in the business of insurance within the State of Louisiana as defined by La. R.S. 22:46, La. R.S. 22:47, and other applicable law, and deemed an insurer pursuant to La. R.S. 22:2002 and La. R.S. 22:2003. Therefore, AIC is subject to the jurisdiction of the Commissioner and this Court, and venue is proper in this Court pursuant to La. R.S. 22:2004.

INTRODUCTION

3.

Because AIC is currently domesticated in the District of Columbia, and because its insolvent financial condition renders the further transaction of business immediately hazardous to its policyholders, creditors, and/or the public, the Commissioner seeks an immediate order, without hearing, appointing him and/or his designee as Ancillary Receiver for AIC pursuant to La. R.S. 22:2035, 2036, 2039, and 2005. Such an order will allow the Commissioner to take possession and control of AIC’s assets, business, books, records and accounts, and of the premises where AIC transacts business, so they may be conserved, and so that the transaction of business of the Insurer can be conducted in the best interests of policyholders, creditors, and the public, until further order

of the Court. Additionally, after appointment of the Ancillary Receiver, and with the consent of the District of Columbia Commissioner and the Board of Directors of AIC, the Commissioner seeks an order for redomestication of AIC from the District of Columbia to the State of Louisiana so that this proceeding may be immediately converted to one for rehabilitation of a domestic insurer pursuant to La. R.S. 22:2005 and related provisions. The goal of redomestication is for the Louisiana Commissioner to then be named Rehabilitator of AIC, to be vested with additional authority and title to the assets of the Insurer, and to transact the Insurer's business in accordance with the Louisiana Insurance Code and in the best interests of policyholders, creditors, and the public, subject to further orders of the Court.

4.

As demonstrated below and by the attached Exhibits, the Board of Directors of AIC and the District of Columbia Commissioner are in agreement with and consent to the proposed procedures and relief as set out in this Verified Petition and addressed in the proposed Order.

REQUEST FOR IMMEDIATE APPOINTMENT OF ANCILLARY RECEIVER

5.

As an insurance company domesticated and licensed under the laws of the District of Columbia, AIC is regulated as a domestic company under the Department of Insurance, Securities and Banking ("DISB") in the District of Columbia.

6.

The Commissioner of DISB, the Board of Directors of AIC, and the Louisiana Commissioner all acknowledge that AIC has no in-force insurance policies in the District of Columbia. Additionally, the vast majority of AIC's in-force policies are written in the State of Louisiana. The property owned by AIC is largely situated in Louisiana. The vast majority of the claims on AIC policies originate in Louisiana. In fact, on August 29, 2021, Hurricane Ida hit southeast Louisiana as one of the most damaging and intense storms ever to make landfall in this State. AIC received approximately 13,000 claims from its approximately 25,000 Louisiana policyholders. The estimated amount of loss to AIC's policyholders from Hurricane Ida is in a range of \$220 million to \$230 million. See attached Exhibit A (Affidavit and Verification of Stewart Guerin, Deputy Commissioner for the Office of Financial Solvency, Louisiana Department of Insurance ("LDOI"); Exhibit B (Verification of Philip Barlow, as Associate Commissioner for Insurance, representing DISB); and Exhibit C (Unanimous Written

Resolution/Consent of Board of Directors of AIC).

7.

Additionally, AIC has only \$180 million of Catastrophe (“CAT”) reinsurance, which is insufficient to cover the estimated loss from Hurricane Ida as described in the previous paragraph. AIC reported a second quarter 2021 surplus of only \$8,189,372 and a third quarter 2021 surplus of negative \$40,394,881. See Exhibits A, B, and C.

8.

Based on the information stated above, and a review of the financial condition and business affairs of AIC, the Commissioner has determined that AIC is in such insolvent financial condition that its further transaction of business would be immediately hazardous to its policyholders, creditors, and/or the public, as demonstrated by the Affidavit and Verification of Stewart Guerin, Deputy Commissioner for the Office of Financial Solvency of LDOI, attached as Exhibit A. The Commissioner of DISB and the Board of AIC do not contest the determination by the Louisiana Commissioner, as demonstrated by Exhibits B and C.

9.

Considering the substantial assets, policies, and claims located in or originating from the State of Louisiana, the hazardous financial condition of AIC, and the concurrence of DISB as AIC’s domestic regulator, as well as the concurrence of the AIC Board, the Commissioner is entitled and therefore requests that this Court issue a declaration that AIC is insolvent and in need of ancillary receivership for conservation of AIC’s assets under the Louisiana Insurance Code, and appoint the Commissioner and any other deputy he may designate as Ancillary Receiver and conservator of AIC, its assets and business operations. See La. R.S. 22:2035, 2036, 2039, and 2005, as well as other applicable law.

10.

Additionally, the circumstances described above and the hazardous financial condition of AIC provide ample grounds to justify injunctive relief under La. R.S. 22:2006 and related provisions, in further particulars set out below.

11.

Based on the foregoing, the Commissioner petitions the Court to issue an immediate order, without hearing, pursuant to La. R.S. 22:2035 and 2036, declaring that AIC is insolvent and otherwise in need of conservation under an Ancillary Receivership in the State of Louisiana; that

the interests of creditors, policyholders, or the public will be endangered by delay in addressing the condition of AIC; that the Commissioner be appointed Ancillary Receiver and that Mr. Billy Bostick be appointed Deputy Ancillary Receiver for AIC; that the Ancillary Receiver is to take possession and control of AIC's property, business, affairs, bank accounts, safety deposit boxes, software, electronic data, e-mail, websites, books, records, and accounts, and other assets of AIC, including all real property, whether in the possession of AIC or its officers, directors, employees, consultants, attorneys, or agents, and of the premises where AIC transacts its business, and conserve such assets, property and business for the benefit of the Insurer's policyholders and creditors; and enjoining the company and its officers, directors, agents, servants, attorneys, and employees, and any others acting on AIC's behalf, from disposition of AIC's property, business, and affairs, and from the transaction of its business except with the concurrence of the Commissioner as Ancillary Receiver until further order of the Court; and for such other relief as the nature of the cause and the interests of AIC's policyholders, creditors, members, stockholders, and/or the public may require.

12.

In connection with an immediate Order of Ancillary Receivership, and further Court orders as hereafter deemed appropriate, the Commissioner requests that additional provisions be included in the Order as set out further in this Petition, below, to allow the Commissioner to carry out his powers, authority, duties and responsibilities under the Louisiana Insurance Code related to the Ancillary Receivership of AIC and future procedures as the Court deems appropriate.

REDOMESTICATION FOR REHABILITATION

13.

Once the Court has accepted this matter as an Ancillary Receivership, and appointed the Commissioner as Ancillary Receiver, so as to have jurisdiction over this matter and AIC, the Commissioner requests that the Court order redomestication of AIC from the District of Columbia to the State of Louisiana, for reasons stated above and further below.

14.

As noted above, AIC is currently licensed and domesticated under the laws of the District of Columbia. However, the vast majority of insurance policies written by AIC are for insureds who reside in the State of Louisiana. In fact, as acknowledged by DISB and AIC's Board, there are no in-force insurance policies for properties located in the District of Columbia. See Exhibits

A, B, and C. Moreover, most of the assets of AIC are located in Louisiana, and 99.8% of the claims on AIC policies have originated from insureds in Louisiana, according to AIC's most recent financial statements.

15.

Considering the circumstances described, and the need to protect policyholders, creditors, and the citizens of Louisiana, the Louisiana Commissioner requests that the Court issue an order that AIC be redomesticated from the District of Columbia to Louisiana, so that the Louisiana Commissioner and his designees may be appointed Rehabilitator to manage AIC's assets, transact AIC's business, process claims, and maximize resources to repay claimants, policyholders, and other creditors of AIC, to the most efficient extent possible. See attached Exhibit A.

16.

As shown by Exhibit B, the Commissioner of DISB in the District of Columbia consents to the redomestication of AIC from the District of Columbia to Louisiana, and to the Louisiana Commissioner being appointed as domestic Rehabilitator of AIC. Moreover, Exhibit A demonstrates that the AIC Board also consents to redomestication to Louisiana, and to appointment of the Louisiana Commissioner as domestic Rehabilitator.

17.

Based on the circumstances described above, the Louisiana Commissioner requests an order from the Court that AIC be re-domesticated from the District of Columbia to the State of Louisiana for purposes 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 appropriate actions/relief under other applicable legal provisions.

18.

Additionally, once the Court orders the redomestication of AIC from the District of Columbia to the State of Louisiana, the Louisiana Commissioner is entitled to orders converting the Ancillary Receivership to a domestic Rehabilitation and placing AIC into rehabilitation; appointing the Louisiana Commissioner and his designee(s) as Rehabilitator; transferring title of the assets of AIC to the Commissioner as Rehabilitator; and providing such additional authority and remedies as granted under the Louisiana Insurance Code, including but not limited to La. R.S. 22:2005 through 2009, including injunctive relief under §2006, based on the insolvent and hazardous financial condition of AIC as described more particularly above, to protect the interests

of AIC's policyholders, creditors, members, stockholders, and/or the public.

**ORDERS ON FURTHER SPECIFIC AUTHORITY OF COMMISSIONER
AS ANCILLARY RECEIVER AND/OR REHABILITATOR**

19.

Whether for purposes of the immediate order appointing the Commissioner as Ancillary Receiver of AIC, and/or for purposes of appointing the Commissioner as domestic Rehabilitator after redomestication, if allowed by the Court, the Commissioner is entitled to an order confirming the specifics of his powers, authority, and duties as Ancillary Receiver and/or as Rehabilitator, as set out hereafter.

20.

The Commissioner is entitled to an order of this Court, pursuant to La. R.S. 22:2006, immediately enjoining AIC's owners, current or former shareholders, officers, directors, managing general agents, agents, accountants, attorneys, actuaries, servants, third-party contractors or administrators, employees, and any other person or entity acting on its or their behalf, from disposing of or encumbering any 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"), and from the transaction of business by, for or on behalf of AIC, except with the concurrence of the Commissioner as Ancillary Receiver and/or Rehabilitator, until further order of this Court.

21.

The Commissioner further shows that, as Ancillary Receiver, he is entitled to an Order that he be placed in possession and control of all property, contracts, and rights of action of AIC, including without limitation all AIC Assets, to conserve such assets until further order of the Court pursuant to La. R.S. 22:2035, and that the authority of all owners, officers, directors, and managers of AIC, or others acting on their behalf, must be suspended and such authority vested with the Commissioner as of the date of the order of Ancillary Receivership entered herein.

22.

The Commissioner further shows that he is entitled, under the provisions of La. R.S.

22:2006, to an order enjoining any person from obtaining preferences, judgments, attachments or other like liens or the making of any levy against AIC, its property or assets, and staying all actions against AIC and its policyholders, while in the Commissioner's possession and control.

23.

The Commissioner further shows that he is entitled to an order declaring his right to enforce contract performance by any party who has a contract with AIC, or to terminate or modify the contract of any party with AIC. Further, the Commissioner may permit such further operation of AIC and may seek such other relief as he may deem necessary to be in the best interests of the policyholders and creditors of the Insurer.

24.

The Commissioner requests entry of an order that provides all relief to which he is entitled for the Ancillary Receivership of AIC, as alleged throughout this Petition and as follows:

- A. That the Commissioner is appointed statutory Ancillary Receiver of AIC, and that Billy Bostick is appointed Deputy Ancillary Receiver of AIC.
- B. That the Ancillary Receiver or Deputy Ancillary Receiver be allowed and authorized to employ and authorize the compensation of accountants, clerks, professionals, and such assistants as deemed necessary, and to authorize the payment of the expenses of these proceedings and the necessary incidents thereof, as approved by the Commissioner of Insurance, to be paid out of the funds or assets of AIC in the possession of the Ancillary Receiver or coming into AIC's possession.
- C. That any officer, director, manager, employee, trustee, managing general agent, or agent of AIC, and any person who possesses or possessed any executive authority over, or who exercises or exercised any control over any segment of AIC's affairs, is required to fully cooperate with the Ancillary Receiver notwithstanding their dismissal and/or suspension of their authority pursuant to the order entered herein.
- D. That the Ancillary Receiver or Deputy Ancillary 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, and its parent corporations, subsidiaries, affiliates, current or former owners, officers, directors, managers, trustees, managing general agents, agents, adjusters, employees, or independent contractors of AIC, and its third-party administrators, shall make all books, documents, accounts, records and affairs, which either belong to or pertain to AIC available for full, free and unhindered inspection and examination by the Commissioner or his designee during normal business hours (9:00 a.m. to 5:00 p.m.) Monday through Friday, from the date of the order entered herein, or such other times as the Commissioner deems necessary. AIC and the above-specified individuals and entities shall fully cooperate with the Ancillary Receiver and Deputy Ancillary Receiver. Such cooperation shall include, but not be limited to, the taking of oral testimony under oath of AIC's owners, officers, directors, managers, trustees, managing general agents, agents, adjusters, employees, or independent contractors, its affiliates and subsidiaries and any other person or entity who possesses any executive authority over, or who exercises any control over, any segment of the affairs of AIC, in both their official, representative, and individual capacities, and the production of all documents that are calculated to disclose the true state of AIC's affairs.
- E. That AIC's current or former shareholders, officers, owners, directors, managing

general agents, agents, accountants, attorneys, actuaries, servants, and employees, and any others acting on their behalf, shall not dispose of property, business, affairs, bank accounts, safety deposit boxes, software, electronic data, e-mail, websites, copyrights, trademarks, patents, books, records, accounts, or any other assets of AIC, including all real property, and shall not transact any business on behalf of AIC, except with the concurrence of the Commissioner or until further order of this Court as per any orders or agreements currently in effect.

- F. That AIC's owners, current or former shareholders, officers, directors, managing general agents, agents, accountants, attorneys, actuaries, servants, third-party contractors or administrators, employees, and any other person or entity acting on its or their behalf, shall immediately provide to the Ancillary Receiver all administrator-level user IDs, passwords, administrator accounts, systems, data back-ups, disaster recovery plans, records and logs of any security incidents and system outages, IT policies, procedures, and maintenance task lists, and unrestricted access to all systems, data and backups.
- G. That during the period of Receivership, AIC or its current or former shareholders, officers, owners, directors, managing general agents, agents, accountants, attorneys, actuaries, servants, and employees, and any others acting on their behalf, are prohibited from doing any of the following acts without prior approval from the Commissioner or his appointed representative:
- (1) Make any disbursements;
 - (2) Dispose of, convey or encumber any of AIC's assets, property, liabilities, or its business in force;
 - (3) Withdraw or transfer any funds from AIC's bank accounts or other depositories;
 - (4) Lend any of AIC's funds or assets;
 - (5) Invest any of AIC's property;
 - (6) Incur any debt, obligation, or liability, either directly or contingently;
 - (7) Enter into or renew any contract, including reinsurance contracts or treaties;
 - (8) Terminate any insurance policy;
 - (9) Release, pay or refund premium;
 - (10) Make any change in management;
 - (11) Increase salaries and benefits of the officers or directors of AIC or the payment of bonuses, dividends or other payments deemed preferential by the Ancillary Receiver;
 - (12) Pay any amounts, nor make any other distribution to the officers or directors of AIC;
 - (13) Enter, occupy, use or destroy any properties owned or leased by AIC;
 - (14) Alter the website of AIC in any way;
 - (15) Alter, edit, change, modify or destroy any keys, codes, logins, or passwords necessary to gain or to secure access to any assets or documents of AIC, including, but not limited to access to their business premises, means of communication, accounts, computer systems, or other property.

25.

For the reasons stated above, including the consents of the Commissioner of DISB and the

AIC Board, the Louisiana Commissioner is further entitled to an order redomesticating AIC from the District of Columbia to the State of Louisiana, so that this proceeding may be converted to one for rehabilitation of AIC as a domestic insurance company, under the powers, authority, and duties of the Commissioner as Rehabilitator under the Louisiana Insurance Code and other applicable law.

26.

In connection with redomestication of AIC to Louisiana and conversion of the Ancillary Receivership of AIC to a domestic Rehabilitation, the Commissioner is entitled to further orders of this Court to include the following:

- A. That AIC shall be redomesticated from the District of Columbia to the State of Louisiana to allow rehabilitation of AIC pursuant to the laws of Louisiana and the authority of the Louisiana Commissioner.
- B. That the Commissioner, after redomestication, shall be appointed as domestic Rehabilitator of AIC, and Mr. Billy Bostick shall be appointed as Receiver, and as such be vested by operation of law with the title to all property, business, affairs, accounts, bank accounts, safety deposit boxes, records and other assets of AIC as of the date of the Order of Rehabilitation entered herein.
- C. That, pursuant to La. R.S. 22:2006, 2008, and other provisions, the Commissioner as Rehabilitator, his agents or employees are to take possession and control of the property, business, affairs, bank accounts, safety deposit boxes, computers, all primary and secondary storage media, documents, claims files, software, electronic data, e-mail, websites, books, records, accounts, copyrights, trademarks, patents and all other assets of AIC, including all real property, whether in the possession of AIC or its current or former officers, owners, directors, employees, consultants, attorneys, parent, subsidiaries, affiliates, managing general agents, agents, or any other person, and of the premises occupied by AIC for transaction of business; and enjoining AIC, and its current or former shareholders, officers, directors, managing general agents, agents, attorneys, servants, and employees, and any others acting on its behalf from disposing of property or assets and from the transaction of the business of AIC except with the concurrence of the Rehabilitator or Receiver until further order of this Court.
- D. Directing AIC and its current or former shareholders, owners, officers, directors, managing general agents, agents, attorneys, accountants, actuaries, servants, employees, banks, savings and loan associations, and any other person, partnership, company, or entity controlled by same, or persons acting for or on behalf of said individuals and companies, or any others acting on their behalf, to immediately surrender and turn over to the Rehabilitator or the Receiver all property, business, affairs, documents, computers, all primary and secondary storage media, bank accounts, safety deposit boxes, software, electronic data, e-mail, websites, books, records, accounts, and other assets of AIC, including all real property, and the premises occupied by AIC, and to be enjoined from the transaction of the business of AIC, except with the concurrence of the Rehabilitator or Receiver until further order of this Court.
- E. Enjoining AIC, its current or former shareholders, owners, officers, directors, managing general agents, agents, accountants, attorneys, servants, employees, banks, savings and loan associations, actuaries and any other person, partnership, company or entity controlled by same, or other persons acting for or on behalf of AIC, or said individuals, companies or persons from disposing of the property or assets of AIC and from the transaction of its business except with the concurrence of the Rehabilitator or Receiver until further order of this Court.

- F. Enjoining and staying all persons and entities from obtaining preferences, judgments, attachments or other like liens, or the making of any levy, against AIC, its property and assets while in the Rehabilitator's or Receiver's possession and control and until further orders of this Court.
- G. Enjoining AIC, its current or former shareholders, owners, officers, directors, managing general agents, agents, accountants, attorneys, servants, employees, actuaries and any other partnership, company or entity controlled by same, or other persons acting for or on behalf of AIC, or subject to its control, and all other persons or entities who have access to, control or possession of the property, assets, and affairs of AIC, as follows:
- (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:
 - i. the writing, issuance or renewal of any certificate of coverage, insurance policy, binder, or endorsement to an existing policy or certificate of coverage;
 - ii. the payment of claims and of any policy or certificate of coverage benefits;
 - iii. the incurring of any claim or loss adjustment expense;
 - iv. the incurring of any debt or liability, except with the concurrence of the Rehabilitator or Receiver until further order of this Court; and
 - v. 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.
- H. The Rehabilitator or Receiver shall be entitled to permit such further operation of AIC as he may deem necessary in the best interests of the policyholders and creditors of AIC.
- I. The Rehabilitator or Receiver shall be 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 of Insurance, to be paid out of the funds or assets of AIC in the possession of the Rehabilitator or Receiver or coming into his possession;
 - (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 the order herein, without the authorization of the Court, except, however, in actions where AIC is a nominal party, as in certain foreclosure actions and in which the action does not affect a claim against or adversely affect the assets of AIC, and 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 Rehabilitation proceeding;
 - (4) Collect all debts which are economically feasible to collect and which are due and owing to AIC;
 - (5) Take possession of all AIC's securities and certificates of deposit on deposit with the Commissioner of Insurance 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 Rehabilitation; and

- (6) Issue endorsements on existing policies or certificates of coverage.
- J. Requiring all owners, officers, directors, managers, trustees, employees, managing general agents, agents or adjustors of AIC, and any person who possesses or possessed any executive authority over, or who exercises or exercised any control over, any segment of the affairs of AIC to fully cooperate with the Rehabilitator or the Receiver, notwithstanding their dismissal and/or suspension of their authority pursuant to the order entered herein, and that such cooperation shall include but not be limited to actions needed to carry out the orders of the Court, such as execution of documents as necessary and customary to administratively complete the redomestication of AIC.
- K. Requiring all attorneys employed by AIC, as of the date of the order entered herein, within ten (10) day notice of this order, to report to the Receiver on 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 shall be discharged as of the date of the order entered herein unless the Rehabilitator or 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, 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 documents.
- L. Authorizing that reinsurance premiums due to or payable by AIC be withheld by, remitted to, disbursed by the Rehabilitator or Receiver or to another party at their discretion; the Rehabilitator or Receiver is authorized to handle reinsurance losses recoverable or payable by AIC, and all correspondence concerning reinsurance be between the Rehabilitator or Receiver and the reinsuring company or intermediary unless otherwise requested by the Rehabilitator or Receiver.
- M. That, upon request by the Rehabilitator or Receiver, any company providing telephone services to AIC shall provide a referral of calls from the number presently assigned to AIC to any such number designated by the Rehabilitator or Receiver or perform any other services or changes necessary to the conduct of the Rehabilitation of AIC.
- N. That any bank, savings and loan association, financial institution, and any other person which has on deposit, in its possession, custody or control any funds, accounts and any other assets of AIC, shall immediately transfer title, custody and control of all such funds, accounts, or assets to the Rehabilitator or Receiver and be instructed that the Rehabilitator or Receiver has absolute control over such funds, accounts and other assets; the Rehabilitator or 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 lesser action necessary for the proper conduct of this Rehabilitation. 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 to transfer any funds or assets to the Rehabilitator or Receiver's control without the permission of this Court.
- O. That any entity furnishing telephone, water, electric, sewage, garbage or trash removal services to AIC shall maintain such service and transfer any such accounts to the Rehabilitator or Receiver as of the date of the order entered herein, unless instructed to the contrary by the Rehabilitator or Receiver.
- P. That AIC's owners, current or former shareholders, officers, directors, managing general agents, agents, accountants, attorneys, actuaries, servants, third-party contractors or administrators, employees, and any other person or entity acting on its or their behalf, shall immediately provide to the Rehabilitator or Receiver all administrator-level user IDs, passwords, administrator accounts, systems, data backups, disaster recovery plans, records and logs of any security incidents and system outages, IT. policies, procedures, and maintenance task lists, and unrestricted access to

all systems, data and backups.

- Q. 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 Rehabilitator or Receiver;
- R. That the United States Postal Service shall be directed to provide any information requested by the Rehabilitator or Receiver regarding AIC and to handle future deliveries of AIC's mail as directed by the Rehabilitator or Receiver.
- S. That the Rehabilitator or Receiver shall be allowed to conduct an investigation of AIC and its 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, and its parent corporations, its subsidiaries, its affiliates, its third party administrators, its current or former owners, officers, directors, managers, attorneys, accountants, trustees, managing general agents, agents, adjusters, employees and independent contractors shall make all books, documents, accounts, records and affairs, which either belong to or pertain to AIC, available for full, free and unhindered inspection and examination by the Rehabilitator or Receiver during normal business hours (9:00 a.m. to 5:00 p.m.) Monday through Friday, or such other times as the Commissioner deems necessary, from the date of the order entered herein. AIC and the above-specified persons and entities shall fully cooperate with the Rehabilitator and the Receiver. Such cooperation shall include, but not be limited to, the taking of oral testimony under oath of the above-specified entities and any other person or entity who possesses any executive authority over, or who exercises any control over, any segment of the affairs of AIC in both their official, representative, and individual capacities, and the production of all documents that are calculated to disclose the true state of AIC's affairs.
- T. That any and all individuals and entities shall be enjoined from instituting or taking further action in any suits, proceedings, and seizures against AIC, the Rehabilitator or the Receiver, and any affiliates, subsidiaries, insurers, officers, directors, owners, representatives, managing general agents, agents, employees, accountants, or attorneys of same, to prevent any preference, judgment, seizure, levy, attachment, or lien being rendered against AIC, its assets, members, enrollees, and policyholders, the Commissioner in his capacity as Rehabilitator, the Receiver, any affiliates, subsidiaries, insurers, officers, directors, representatives, owners, managing general agents, agents, employees, or attorneys of same, and the making of any levy against AIC, its property or assets until further order of this Court.
- U. That except with the concurrence of the Rehabilitator or Receiver or until further written order of this Court, all suits, proceedings, and seizures against AIC, or its respective policyholders in any court shall be 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 where:
- (1) AIC is a party;
 - (2) A policyholder or any other person is named as a party to the litigation or claims insurance coverage under any policy of insurance, or certificate of coverage issued or assumed by AIC;
 - (3) The litigation involves or may involve the adjudication of liability or determines 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 determines any possible future liability of AIC, with regard to any insurance policy or certificate of coverage issued or assumed by AIC;
 - (4) AIC would otherwise be obligated 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 is at issue; and/or
 - (6) Any party is seeking to create, perfect or enforce any preference, judgment, attachment, lien or levy against AIC, or its assets or against any policyholder of AIC.
- V. That there shall be no liability on the part of, and that no cause of action of any nature shall exist against the Rehabilitator or Receiver, or the Attorney General of the State of Louisiana in his capacity as attorney for the Rehabilitator or Receiver of AIC, or their representatives, agents, employees, or attorneys, for any action taken by them when acting in such capacity or in accordance with the orders of this Court and that such actions shall be barred.
- W. That, after the payment of all administrative expenses of rehabilitation, all obligations of AIC shall be paid pursuant to the orders of this Court according to applicable law.
- X. That any and all individuals and entities are hereby enjoined from interfering with these proceedings, or with the Rehabilitator or Receiver's possession and control or title, rights or interest in the assets, property or business of AIC; from interfering with the conduct of the business of AIC by the Rehabilitator or Receiver; from wasting the assets of AIC, and from obtaining preferences, judgments, attachments or other like liens or the making of any levy against AIC, or its property or assets while in the possession and control of the Rehabilitator or Receiver, until further order of this Court.
- Y. That all authority of all officers, owners, directors, and managers of AIC shall be suspended and vested in the Rehabilitator or Receiver until further written order of this Court.
- Z. That all other debts and payables due to AIC shall be paid to the Rehabilitator or Receiver until further order of this Court.
- AA. That the Rehabilitator or Receiver shall be permitted to notify every holder of a certificate of coverage or contract of insurance issued by AIC, and every known creditor of AIC, of the order of rehabilitation and injunction entered herein within sixty (60) days of the date of this order, notwithstanding the provisions of LSA-R.S. 22:2011.
- BB. That the Commissioner shall be granted all legal and equitable relief as may be necessary to fulfill his duties as Rehabilitator and for such other relief as the nature of the case and the interests of AIC's policyholders, creditors, or the public, may require.

27.

In the alternative, to any extent the Court finds it necessary for the parties to have an opportunity to be heard in advance of granting any relief requested in this Verified Petition, even taking into account the consent to relief provided by the Verification of the Commissioner of DISB and by the Resolution/Consent provided by the Board of AIC, the Louisiana Commissioner requests that any such issues be determined with the Court and that a Rule to Show Cause issue to the parties to appear and address such issues as may be directed by the Court, so the Court may act on the requests for relief as stated by the Commissioner herein.

WHEREFORE, James J. Donelon, Commissioner of Insurance for the State of Louisiana, prays that the Verified Petition for Ancillary Receivership and Conservation, Injunctive Relief, Redomestication for Domestic Rehabilitation, and Alternative Rule to Show Cause be accepted

and filed and that this Court grant the relief requested herein and as agreed according to Exhibits B and C to the Petition, and issue an immediate order providing all relief as sought, including but not limited to the following:

- A. A declaration that AIC is insolvent and in hazardous financial condition and shall be placed into Ancillary Receivership, with the Commissioner appointed Ancillary Receiver and Billy Bostick appointed Deputy Ancillary Receiver;
- B. That the Commissioner as Ancillary Receiver take possession and control of the property, business, books, records, and accounts of AIC in Louisiana, and of the premises occupied by AIC for the transaction of its business, and conserve such assets and transact the further business of AIC in the best interests of its policyholders, creditors, members, stockholders, or the public pending further order of the Court;
- C. Enjoining AIC and its shareholders, owners, parent companies, officers, directors, managing general agents, agents, attorneys, servants, and employees from disposition of AIC's property and from transaction of AIC's business except with the concurrence of the Commissioner until further order of the Court;
- D. Ordering that AIC be redomesticated from the District of Columbia to the State of Louisiana for purposes of domestic rehabilitation of AIC under the authority of the Louisiana Commissioner of Insurance and the laws of the State of Louisiana;
- E. That, after redomestication of AIC to Louisiana, the initial Ancillary Receivership be converted to a domestic Rehabilitation in this Court, and that the Commissioner be appointed as Rehabilitator of AIC, and Billy Bostick be appointed Receiver, and be vested by operation of law with the title to all property, business, affairs, accounts, bank accounts, safety deposit boxes, records and other assets of AIC, wherever located, as of the date of the Order of Rehabilitation entered herein;
- F. That the Rehabilitator or Receiver, their agents or employees, are directed to take possession and control of the property, business, affairs, bank accounts, safety deposit boxes, computers, all primary and secondary storage media, documents, claims files, software, electronic data, e-mail, websites, books, records, accounts, copyrights, trademarks, patents and all other assets of AIC, including all real property, whether in the possession of AIC or its current or former officers, directors, employees, consultants, attorneys, subsidiaries, affiliates or agents, and of the premises occupied by AIC for transaction of its business, and enjoining AIC and its current or former shareholders, officers, directors, managing general agent, agents, attorneys, servants, and employees, and any others acting on its behalf, from disposing of property or assets and from the transaction of the business of AIC except with the concurrence of the Rehabilitator or Receiver, until further order of this Court; and
- G. That AIC, and their current or former shareholders, owners, parent companies, officers, directors, managing general agents, agents, attorneys, accountants, actuaries, servants, employees, banks, savings and loan associations, and any other partnership, company, or entity controlled by same or persons acting for or on behalf of said individuals and companies, or any others acting on their behalf, shall immediately surrender and turn over to the Louisiana Commissioner, initially as Ancillary Receiver and upon conversion as Rehabilitator, all property, business, affairs, documents, computers, all primary and secondary storage media, bank accounts, safety deposit boxes, software, electronic data, e-mail, websites, books, records, accounts, and other assets of AIC, including all real property and the premises occupied by AIC, and be enjoined from the transaction of the business of AIC, except with the concurrence of the Ancillary Receiver or the Deputy Ancillary Receiver, and upon conversion of the Rehabilitator or Receiver, until further order of this Court;
- H. That the Commissioner as Ancillary Receiver and/or Rehabilitator be granted all relief requested in this Petition, and to which he is entitled under applicable law.

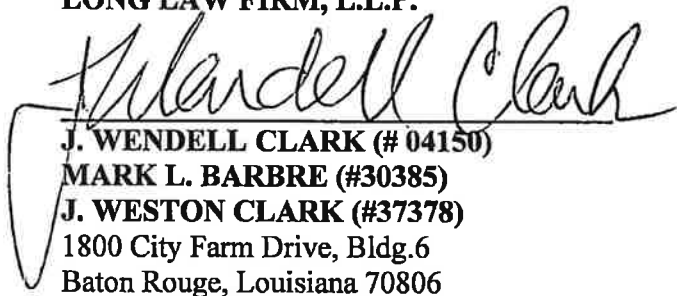
RESPECTFULLY SUBMITTED,

BY ATTORNEYS FOR
James J. Donelon
Commissioner of Insurance
for the State of Louisiana

JEFF LANDRY
ATTORNEY GENERAL

BY:
Michael Guy
Bar Roll # 25406
Assistant Attorney General
1885 North Third Street
Post Office Box 94005
Baton Rouge, LA 70804-9005
(225) 326-6174

LONG LAW FIRM, L.L.P.


J. WENDELL CLARK (# 04150)
MARK L. BARBRE (#30385)
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1800 City Farm Drive, Bldg.6
Baton Rouge, Louisiana 70806
Telephone: (225) 922-5110
Facsimile: (225) 922-5105
*Counsel for James J. Donelon,
Commissioner of Insurance for the
State of Louisiana*

PLEASE SERVE:

Americas Insurance Company
Through its Agent for Service of Process,
The Louisiana Secretary of State
8585 Archives Ave.
Baton Rouge, LA 70809

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

NUMBER: _____ SEC.: _____

19TH JUDICIAL DISTRICT COURT

VERSUS

PARISH OF EAST BATON ROUGE

**AMERICAS INSURANCE
COMPANY**

STATE OF LOUISIANA

AFFIDAVIT AND VERIFICATION

STATE OF LOUISIANA

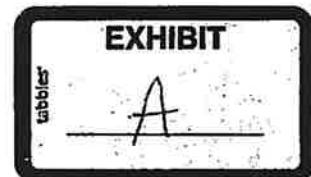
PARISH OF EAST BATON ROUGE

BEFORE the undersigned Notary Public, and in the presence of the undersigned competent witnesses, personally came and appeared:

STEWART GUERIN

a competent person of the full age of majority who, after being duly sworn, did depose and state:

- (1) Affiant is the Deputy Commissioner of Insurance for the Office of Financial Solvency for the Department of Insurance, State of Louisiana, duly appointed by the Commissioner of Insurance ("Louisiana Commissioner").
- (2) The information contained in this Affidavit is based on my personal knowledge derived from my review of the financial condition and records of Americas Insurance Company ("AIC") and my investigation and conversations with representatives of AIC, the Department of Insurance, Securities and Banking ("DISB") in the District of Columbia, staff of the Louisiana Department of Insurance ("LDOI"), and others.
- (3) In connection with my regular duties and responsibilities, I have reviewed the financial and other records of AIC to evaluate its financial condition.
- (4) AIC is an insurance company currently licensed and domesticated in the District of Columbia. AIC is also licensed to do and doing insurance business in the State of Louisiana.
- (5) AIC has no in-force insurance policies in the District of Columbia. The vast majority of AIC's in-force insurance policies are written in Louisiana. The vast majority of the claims on AIC policies originate in Louisiana. The property owned by AIC is largely situated in Louisiana.
- (6) On August 29, 2021, Hurricane Ida hit southeast Louisiana as one of the most damaging and intense storms ever to make landfall in the State. As a result, AIC received approximately 13,000 claims from its approximately 25,000 Louisiana policyholders. The estimated amount of loss to AIC's policyholders from Hurricane Ida is in a range of \$220 million to \$230 million.



- (7) AIC has only \$180 million of Catastrophe reinsurance, which is insufficient to cover the estimated losses from Hurricane Ida as described above. Also, AIC reported a third quarter 2021 surplus of negative \$40,394,881.
- (8) My review of the financial and other records of AIC has revealed that AIC has obligations and claims that exceed its assets, which condition is grounds for rehabilitation pursuant to La. R.S. 22:2005.
- (9) My review has also revealed that due to inadequate capital and surplus and a lack of liquidity caused by substantial claims incurred in connection with Hurricane Ida, in excess of available reinsurance, AIC is in a hazardous financial condition such that further transaction of business would be imminently hazardous to its policyholders, creditors, and the public, and any delay in action by the Louisiana Commissioner to conserve the assets of AIC would endanger the interests of AIC's policyholders, creditors, and the public.
- (10) Representatives of the Louisiana Commissioner have been in contact with the Commissioner of DISB in the District of Columbia, where AIC is currently domesticated, and with authorized representatives of AIC, to address the hazardous financial condition of AIC, and reached agreement that the best course of action is for the Louisiana Commissioner to file a Petition in Louisiana for appointment as Ancillary Receiver, and to request and obtain Court authority for redomestication of AIC from the District of Columbia to the State of Louisiana, and thereafter to obtain an appointment as Rehabilitator of AIC under applicable laws of Louisiana to conserve AIC's assets and transact AIC's business in the best interests of its policyholders, creditors, and the public.
- (11) The statements made herein are true and correct to the best of my knowledge. Additionally, I have read the foregoing Verified Petition for Ancillary Receivership and Conservation, Injunctive Relief, Redomestication for Domestic Rehabilitation, and Alternative Rule to Show Cause as to Americas Insurance Company, and the allegations contained therein are true and correct to the best of my knowledge.

(12) This concludes my Affidavit.

Signed this 12th day of January, 2022.

WITNESSES:

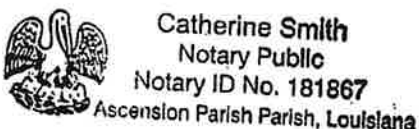
Melissa Gibson
 Print: Melissa Gibson
William L. Wyrup, Jr.
 Print: William L. Wyrup, Jr.

AFFIANT:

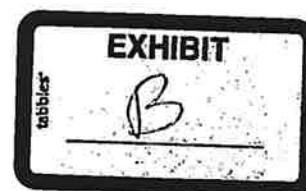
Stewart Guerin
STEWART GUERIN

SWORN TO AND SUBSCRIBED before me this 12 day of January, 2022.

Catherine Smith
 NOTARY PUBLIC
181867 (Bar Roll # 40053)
 My commission expires at death.



VERIFICATION



DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA

Now Appears **PHILIP BARLOW**, a competent person of the full age of majority, to declare and verify that:

- (1) I am the Associate Commissioner for Insurance for the Department of Insurance, Securities and Banking ("DISB") in the District of Columbia, under the auspices of the Commissioner of DISB.
- (2) The information contained in this Verification is based on my personal knowledge derived from my review of the financial and other records of Americas Insurance Company ("AIC") and my investigation with DISB staff, representatives of the Louisiana Department of Insurance, representatives of AIC, and others.
- (3) AIC was first licensed on December 22, 1993, and is currently an insurance company licensed and domesticated in the District of Columbia (NAIC No. 27898). AIC is also licensed to do and doing insurance business in the State of Louisiana.
- (4) AIC has no in-force insurance policies in the District of Columbia. The majority of AIC's in-force insurance policies are written in Louisiana. The majority of the claims on AIC policies originate in Louisiana. The property owned by AIC is largely situated in Louisiana.
- (5) On August 29, 2021, Hurricane Ida hit southeast Louisiana. As a result, AIC received approximately 13,000 claims from its approximately 25,000 Louisiana policyholders. The estimated amount of loss to AIC's policyholders from Hurricane Ida is in a range of \$220 million to \$230 million.
- (6) AIC has only \$180 million of Catastrophe reinsurance, which is insufficient to cover the estimated losses from Hurricane Ida as described above. Also, AIC reported a second quarter 2021 surplus of only \$8,189,372 and a third quarter 2021 surplus of negative \$40,394,881.
- (7) The Commissioner of DISB in consultation with the Louisiana Commissioner of Insurance ("Louisiana Commissioner") has determined that AIC is insolvent, and is in

a hazardous financial condition which could immediately adversely impact the interests of AIC's policyholders, creditors, and the public.

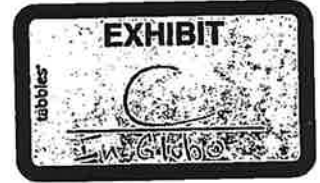
- (8) I and others in DISB have been in contact with officials of the Louisiana Department of Insurance and authorized representatives of AIC, to address the hazardous financial condition of AIC and the imminent risks of loss of additional assets, inability to pay claims and other creditors, and the general transaction of AIC's business. There is an agreement among DISB, the Louisiana Department of Insurance, and AIC that rehabilitation of AIC, and conservation of its assets, is in the best interests of AIC's policyholders, creditors, and the public.
- (9) Considering that the majority of the policies, claims, and AIC's property arise out of and/or are situated in the State of Louisiana, and that AIC Management and the Board of Directors agree and have consented, the Commissioner of DISB agrees that the best course is for redomestication of AIC from the District of Columbia to the State of Louisiana and, thereafter, for AIC to be placed in domestic Rehabilitation in the State of Louisiana, with the Louisiana Commissioner as Rehabilitator, for further action under applicable law and in the best interests of AIC policyholders, creditors, and the public.
- (10) The Louisiana Commissioner has assured the Commissioner of DISB that he and his representatives will keep DISB informed of events related to the Rehabilitation of AIC in Louisiana.
- (11) This concludes my Verification.

I declare and verify under penalty of perjury that the foregoing is true and correct. Executed this 11th day of January, 2022.



Philip Barlow
Associate Commissioner for Insurance
Department of Insurance, Securities and
Banking, District of Columbia

**UNANIMOUS WRITTEN RESOLUTION/CONSENT
OF THE BOARD OF DIRECTORS OF
AMERICAS INSURANCE COMPANY**



January 14, 2022

Americas Insurance Company ("AIC") is an insurance company licensed and domicated in the District of Columbia. AIC is also licensed to do and doing insurance business in the State of Louisiana.

The current members of the Board of Directors of Americas Insurance Company are as follows: R. Ray Pate, Jr. and Anne K. Missett.

AIC has no in-force insurance policies in the District of Columbia. The vast majority of AIC's in-force insurance policies are written in Louisiana. The vast majority of the claims on AIC policies originate in Louisiana. The property owned by AIC is largely situated in Louisiana.

On August 29, 2021, Hurricane Ida hit southeast Louisiana as one of the most damaging and intense storms ever to make landfall in the State. As a result, AIC received approximately 13,000 claims from its approximately 25,000 Louisiana policyholders. The estimated amount of loss to AIC's policyholders from Hurricane Ida is in a range of \$220 million to \$230 million.

Additionally, AIC has only \$180 million of Catastrophe reinsurance, which is insufficient to cover the estimated losses from Hurricane Ida as described above. Also, AIC reported a second quarter 2021 surplus of only \$8,189,372 and a third quarter 2021 surplus of negative \$40,394,881.

The Management and the Board of Directors of AIC have reviewed all the relevant facts, including those stated herein, and applicable law regarding AIC's present financial situation. Additionally, the Management and the Board have been in contact with the District of Columbia Department of Insurance, Securities and Banking ("DISB"), the Louisiana Department of Insurance, and the Louisiana Insurance Guaranty Association for the purpose of determining actions that will be in the best interests of the policyholders of AIC.

The Commissioner of DISB and the Louisiana Commissioner have determined that AIC is insolvent, and is in a hazardous financial condition which could immediately adversely impact the interests of AIC's policyholders, creditors, and others. The Management and the Board of AIC do not contest this determination as to its financial situation.

Considering the foregoing, and the financial situation of AIC, the Board of Directors, and each Director, unanimously resolve and consent to a Petition to be filed by the Louisiana Commissioner in State Court in Louisiana, to result in a court order appointing the Louisiana

Commissioner as Ancillary Receiver of AIC; and thereafter for a court order of redomestication of AIC from the District of Columbia to the State of Louisiana; and thereafter for a court order converting the Ancillary Receivership in Louisiana to a domestic Rehabilitation in Louisiana; and for the Commissioner and the Department of Insurance in Louisiana to take such further actions as requested in detail in the Petition and as contemplated by law in fulfillment of the Commissioner's role as Rehabilitator of AIC.

This Resolution/Consent may be executed in any number of counterparts, each of which shall be an original, but all of which together shall constitute one instrument.



R. Ray Pate, Jr., DIRECTOR OF AMERICAS INSURANCE COMPANY

Anne K. Missett, DIRECTOR OF AMERICAS INSURANCE COMPANY

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OF THE BOARD OF DIRECTORS OF
AMERICAS INSURANCE COMPANY**

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R. Ray Pate, Jr., DIRECTOR OF AMERICAS INSURANCE COMPANY



Anne K. Missett; DIRECTOR OF AMERICAS INSURANCE COMPANY