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IN THE CHANCERY COURT OF THE STATE OF TENNESSEE  
TWENTIETH JUDICIAL DISTRICT, DAVIDSON COUNTY

CHLORA A. LINDLEY-MYERS, )  
Special Deputy Commissioner of )  
Commerce and Insurance for the )  
State of Tennessee, )

Petitioner, )

v. )

SMART DATA SOLUTIONS, LLC )  
a Tennessee limited liability company, )  
AMERICAN TRADE ASSOCIATION, )  
INC, an Indiana nonprofit corporation with )  
its principal place of business in Tennessee, )  
AMERICAN TRADE ASSOCIATION, )  
LLC, an Arkansas limited liability company, )  
SERVE AMERICA ASSURANCE, )  
a corporation with an unknown location, )  
BART S. POSEY SR., ANGIE POSEY )  
OBED W. KIRKPATRICK, RICHARD )  
H. BACHMAN, WILLIAM M. WORTHY )  
and COLIN YOEUELL )

Respondents. )

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MAY - 3 2012

Davidson Co. Chancery Court

NF  
No. 10-507-III

2012 MAY 29 PM 1:13  
DAVIDSON CO. CHANCERY CT.  
D.C. & M.

FILED

ORDER APPROVING FEES OF SPECIAL DEPUTY RECEIVER,  
SPECIAL COUNSEL, AND THIRD PARTY CONTRACTORS

Pending before the Court is the Liquidator's Motion for Approval of Fees of Special Deputy Liquidator, Special Counsel, and Third Party Contractors (filed April 18, 2012) for the period July 1, 2011 through December 31, 2011. There has been no filing of opposition to this motion pursuant to Rule 26.04 (d) and (e) of the Local Rules of

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Practice. *Tenn. Code Ann. § 56-9-310(a)(4) and Xentus Healthplan of Tennessee, Inc. 2000 WL 630858 (Tenn. Ct. App. May 17, 2000)* require the court to defer to and rely upon

The motion is accompanied by affidavits from Special Deputy Commissioner  
→ As required by *Xentus*,  
Chlora A. Lindley-Myers, Special Deputy Liquidator Paul Eggers, General Counsel for

→ The commissioner's discretion. The court is not required to "undertake a detailed review of the invoices before approving the information." *Id.* at ¶ 14. Instead, the court is to determine if "adequate information" as been submitted for the court to "intelligently evaluate." The basis of the commissioner's determination. *Id.*

the Tennessee Department of Commerce and Insurance Elizabeth Martin, Director of Receiverships for the Tennessee Department of Commerce and Insurance Mark Jaquish, and Director of Internal Audit for the Tennessee Department of Commerce and Insurance John Williams. These affiants attest to the necessity of the services performed, the reasonableness of the fees incurred, the adherence to the Department's fee review process and protocol, and the assurance that there is no duplication, no excessive time, no contradiction between the invoices, and no mathematical inaccuracies. The motion also is accompanied by the certifications of the Special Deputy Liquidator, which describe the rate, the hours worked, the amount charged, and the person performing the work, and by the certifications of the Special Deputy Commissioner, which support the Special Deputy Commissioner's determination to approve payment of the fees for services performed

EHL

from July 1, 2011 through December 31, 2011. *As to the fees for attorneys, the court has conducted numerous hearings, received numerous filings and requested work of the attorneys. As to special duties (Eggers), he has performed work to facilitate the court's orders and complete a proof of claims process. As to the other fees, the court has listed below the kinds of tasks performed.*

Upon review of these submissions, and without objection, the Court is satisfied that the Liquidator has performed her duty to protect the interests of the estate and approves the Liquidator's determination to approve the following fees, which are set forth in the motion, as reasonable and appropriate:

Fees of Special Deputy Paul Eggers	\$65,510.40
Fees of Receivership Management Inc. - <i>claims processing, accounting, financial reporting assistance, general office management, support services for liquidation activities</i>	\$13,691.50
Fees of Third Party Contractor Natalie Henley - <i>processing of proof of claims</i>	\$72,873.00
Fees of Third Party Contractor Kristy Wright	\$28,881.00
Fees of Third Party Contractor Stephanie Waltz	\$29,685.00
Fees of Third Party Contractor Savannah McClung	\$13,596.00
Fees of Garfinkle, McLemore & Young, PLLC - <i>attorneys' fees</i>	\$154,077.54

→ administrative support services, liquidation activities, proof of claim processing, financial services

ETC

Fees of Luna Law Group, PLLC - *attorney's fees* \$50,104.42

Accordingly, the motion is GRANTED, and the fees set forth therein are APPROVED.

It is SO ORDERED.

*Ellen Hobbs Lyle*  
\_\_\_\_\_  
CHANCELLOR ELLEN HOBBS LYLE

Approved for Entry:

*Jennifer L. Brundige*  
\_\_\_\_\_  
Jennifer L. Brundige, Esq. (No. 020673)  
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333 Union Street, Suite 300  
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(615) 254-9146

*Special Counsel for Special Deputy  
Commissioner Chlora A. Lindley-  
Myers in her Capacity as Statutory  
Liquidator and for Special Deputy  
Liquidator Paul Eggers*

**CERTIFICATE OF SERVICE**

I hereby certify this 3rd day of May, 2012, that a true and exact copy of the foregoing has been served by U.S. mail, postage pre-paid, and/or via email as indicated, to the parties and interested entities listed on the attached service list.

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**Respondent Serve America Assurance, Ltd.:**

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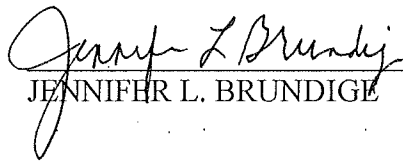
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