IN THE SECOND CIRCUIT OF THE SECOND JUDICIAL CIRCUIT
IN AND FOR LEON COUNTY, FLORIDA

In Re: The Receivership of SOUTHEASTERN CASUALTY AND INDEMNITY INSURANCE COMPANY	Case No. 1989-CA-002856
In Re: The Receivership of GREAT OAKS CASUALTY INSURANCE COMPANY	Case No. 1991-CA-004746
In Re: The Receivership of TRANS-FLORIDA CASUALTY INSURANCE COMPANY	Case No. 1992-CA-002583

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AMENDED FINAL ORDER

These cases came before the Court on May 27 and 28, 2014, for a final evidentiary hearing on the Receiver's Claim Report Pursuant to October 17, 2013 Order on Case Management (the "Claim Report") and the Amended Owners' Responses and Objections to the Claim Report, which was filed January 22, 2014. Having heard the evidence and being duly advised in the premises, the Court makes the following findings of fact and law:

1. Southeastern Insurance Group, Inc. ("Southeastern Group") wholly owned Southeastern Casualty and Indemnity Insurance Company ("Southeastern Casualty") when Southeastern Casualty was ordered into liquidation under Chapter 631, Florida Statutes, and still remains the owner of Southeastern Casualty. Southeastern Group wholly owned Southeastern Reinsurance Company, Inc., ("Southeastern Re") when Southeastern Re was ordered into liquidation under Chapter 631, Florida Statutes, and still remains the owner of Southeastern Re. The liquidations of Southeastern Casualty and Southeastern Re under Chapter 631, Florida Statutes, were consolidated. Southeastern Group is also the holder of and payee of a surplus note

issued by Southeastern Re on August 11, 1986, in the unpaid principal amount of $20 million. Southeastern Group is the debtor in bankruptcy proceedings pending in the United States Bankruptcy Court for the Southern District of Florida. *In re: Southeastern Insurance Group, Inc.*, Case No. 90-10114-RAM (Bankr. S.D. Fla.), *petition filed* Jan. 5, 1990, *reopened* Aug. 31, 2012). The current bankruptcy Trustee for Southeastern Group is Jacqueline Calderin. Jacqueline Calderin, in her capacity as Trustee, authorized Mr. Joel S. Mutnick, of Fiske & Company, to make claims on behalf of Southeastern Group for distribution of the remaining assets of the Southeastern Casualty liquidation estate. Joel Mutnick made claim on behalf of Southeastern Group, as owner, for distribution of the remaining assets of Southeastern Casualty and Southeastern Re. Joel Mutnick made claim on behalf of Southeastern Group, as surplus note payee of the Southeastern Re surplus note, for distribution of the remaining assets of Southeastern Casualty and Southeastern Re.

2. Mitchell F. Green is the Personal Representative of the Estate of Mr. Harry Gampel. The Harry Gampel Estate is the majority shareholder of Great Oaks Financial Corporation ("Great Oaks Financial"), directly owning 50.1% of Great Oaks Financial's outstanding shares, and indirectly owning, through C.D. Acquisition Corporation, a wholly owned corporation, 17.5% of Great Oaks Financial's outstanding shares, and through Great Oaks Financial Holding Company, a wholly owned corporation, 9.6% of Great Oaks Financial's outstanding shares, bringing the Estate of Harry Gampel's ownership interest in Great Oaks Financial to seventy-seven percent (77.2%) of its outstanding shares. Great Oaks Financial, C.D. Acquisition Corporation, and Great Oaks Financial Holding Company are dissolved corporations. Harry Gampel was a director or officer of each of them. Great Oaks Financial, in turn, owned Great Oaks Casualty Insurance Company ("Great Oaks"), when Great Oaks was

ordered into liquidation under Chapter 631, Florida Statutes. Great Oaks Financial continues to own Great Oaks. Great Oaks Financial is also the holder of and payee of a surplus note issued by Great Oaks on December 15, 1989, in the unpaid principal amount of $3.4 million. Mitchell F. Green authorized Mr. Alan Fiske, of Fiske & Company, to file claims for the remaining assets of the Great Oaks liquidation estate. Fiske and Company did so.

3. Indalecio F. Patallo, James J. Burke, Justo M. Sanz, Mario J. Rodriguez, and Leopoldo Pino each owned twenty percent of the outstanding shares of Trans-Florida Casualty Insurance Company ("Trans-Florida") when Trans-Florida was ordered into liquidation under Chapter 631, Florida Statutes, and each continues to hold those ownership interests. Mr. Patallo was and is the President of Trans-Florida. Upon entry by this Court of the order of liquidation of Trans-Florida, it became a dissolved corporation. Mr. Patallo authorized Mr. Joel S. Mutnick to file claims on behalf of Trans-Florida for distribution of the remaining assets of the Trans-Florida liquidation estate. Joel Mutnick did so.

4. The owners of Southeastern Casualty and Southeastern Re, of Great Oaks, and of Trans-Florida, are collectively referred to hereafter as "the Owners." The Owners make claims for distribution in their capacities as the shareholders, *i.e.*, equity owners (hereafter, the "Shareholder Claims"). Additionally, the Owners in the Southeastern and Great Oaks estates assert distinct claims in their capacities as holders/payees of Surplus Notes issued by those insurers (hereafter, the "Surplus Note Claims").

THE OWNERS' SHAREHOLDER CLAIMS

5. The claims of the Owners as shareholders of the insolvent insurers were classified for distribution priority as "Class 9" claims in section 631.271, Florida Statutes (1989-1993), with eight classes having distribution priority above those "Class 9" Shareholder Claims. In

1995, one of the eight pre-existing classes with priority above the Owners' Shareholder Claims specified in section 631.271, Florida Statutes (1989–1993), was divided into two subclasses, thus creating nine numbered classes with priority above the Owners, and renumbering previous "Class 9" shareholder claims as "Class 10" claims. No substantive change in relation to the Owners' Shareholder-Claim distribution priority was made by this 1995 amendment of section 631.271. *See* Ch. 95-213, § 1, at 1921, Laws of Fla.

6. When the liquidation orders were entered for each of these insurance companies, Chapter 631, Florida Statutes, provided, as it does today, that "the rights and liabilities of the insurer and its creditors, policyholders, stockholders, members, and subscribers and all other persons interested in its estate shall, unless otherwise directed by the court, be fixed as of the date on which the order directing the liquidation of the insurer is filed in the office of the clerk of the court." §§ 631.251, Fla. Stat. (1989); 631.251, Fla. Stat. (1991); 631.251, Fla. Stat. (1993); 631.251, Fla. Stat. (2012). The property rights of the Owners, including rights of distribution of the estates' assets, thus became vested under the provisions of the laws in force when the liquidation orders were entered.

7. During 1989 through 1993, and until July 1, 2012, section 631.271, Florida Statutes, specified that the Owners in their capacities as shareholders were entitled to distribution of estate assets that remained after allowed and approved distributions were made to claimants in Classes 1 – 8 specified in section 631.271, Florida Statutes (1989 – 1993) (Classes 1 - 9 as renumbered in section 631.271, Florida Statutes (1995)). The classes with distribution priority above Owners' Shareholder Claims were: the receiver's claims for costs, the guaranty association's ("FIGA") claims for expenses; loss claims under policies, FIGA claims for policy losses FIGA paid, employees' claims for wages, claims of the federal government, claims of

policyholders for unearned premiums or premium refunds; claims of general creditors; claims of state or local governments, late-filed claims, and claims of surplus note holders. §§ 631.271, Fla. Stat. (1989), 631.271, Fla. Stat. (1991), 631.271, Fla. Stat. (1993). *See also,* 631.271, Fla. Stat. (2011). All claims for Classes 1 through 3 and Classes 5 through 8, the classes superior in distribution priority to the Owners' Shareholder Claims and Surplus Note Claims, have been paid in full. The United States government has waived any claims it might have had (Class 4 claims) in each of these liquidation estates.

8. In 2012, section 631.271 was amended to add a new interest distribution class (designated by the 2012 amendment as a new "Class 10")[1] and to grant distribution rights to this new "Class 10" ahead of shareholder claims. Shareholder claims were renumbered from "Class 10" to "Class 11" by this 2012 amendment. The Claim Report asserts that this 2012 amendment should be applied to these pre-2012 estates; and therefore, that the residual assets of these estates should be used to pay interest to claimants in Classes 1 through 8, rather than distributing the residual estate assets to pay the Owners' Shareholder Claims in these liquidation estates.

9. The Court finds that the new distribution regimen created by the 2012 amendment of section 631.271 is not to be applied retroactively to these liquidation estates, which came into being before the effective date of Chapter 2012-151, Laws of Florida. "The presumption against retroactive application of a law that affects substantive rights, liabilities, or duties is a well-established rule of statutory construction." *Arrow Air, Inc. v. Walsh*, 645 So. 2d 422, 425 (Fla. 1994). There is no expression of legislative intent to retroactively apply the new provisions of section 631.271 created in 2012. The Legislature specified that these new provisions "shall take

[1] "Interest on allowed claims of [the newly renumbered] Classes 1 through 9 according to the terms of a plan to pay interest on allowed claims proposed by the liquidator" if approved by the Court. Ch. 2012-151, §§ 37, 39, at 2030, 2031, Laws of Fla.

effect July 1, 2012," without mention of an intent to apply them retroactively. Ch. 2012-151, § 39, at 2031, Laws of Fla. In *Department of Revenue v. Zuckerman-Vernon Corp.*, 354 So. 2d 353, 358 (Fla. 1977), the Supreme Court held that the Legislature's inclusion of such an effective date "effectively rebuts any argument that retroactive application of the law was intended." *Accord, Middlebrooks v. Dep't of State, Div. of Licensing*, 565 So. 2d 727, 728 (Fla. 1st DCA 1990).[2]

10. Since the Legislature did not express an intent to make the 2012 amendment to section 631.271, it may not be applied to these liquidation estates.

11. It would be unconstitutional to apply the 2012 amendment to section 631.271 retroactively to distributions from estates as to which liquidation rights were fixed under prior law. *See, e.g., McMillian v. State, Dept. of Revenue ex rel. Searles*, 746 So. 2d 1234 (Fla. 1st DCA 1999); *Coventry First, LLC v. State, Office of Ins. Regulation*, 30 So. 3d 552 (Fla. 1st DCA 2010; *Romine v. Florida Birth Related Neurological Injury Comp. Ass'n*, 842 So. 2d 148 (Fla. 1st DCA 2003); *Fitchner v. Lifesouth Cmty. Blood Ctrs., Inc.*, 88 So. 3d 269 (Fla. 1st DCA 2012); *Bitterman v. Bitterman*, 714 So. 2d 356 (Fla. 1998). Since the Legislature expressly fixed the Owners' rights under the law as it existed on the dates of the liquidation orders in these cases, subsequent statutory revisions may not constitutionally be applied retroactively to abridge those previously fixed rights.

[2] In contrast to Chapter 2012-151, when the Legislature made changes in 1995 to the order of priority in section 631.271, Florida Statutes, the session law which effectuated those revisions expressly stated the Legislature's intent that "[t]he revision of section 637.271, Florida Statutes, contained in this act applies to any distribution occurring on or after October 1, 1995, regardless of the date of insolvency." Ch. 95-213, § 2, at 1922, Laws of Fla. No such retroactive legislative intent appears in Chapter 2012-151.

12. Accordingly, the Claim Report is rejected and overruled as to its assertion that the new 2012 "Class 10" interest class takes distribution priority over the Owners' Shareholder Claims.

THE OWNERS' SURPLUS NOTE CLAIMS

13. The Owners in the Southeastern and Great Oaks liquidation estates also assert distinct claims in their capacities as holders and payees of surplus notes made in favor of the Owners by the insolvent insurers in those cases. The notes were made by the insurers under section 628.401, Florida Statutes.

14. If the amendment of section 631.271, Florida Statutes, by Chapter 2012-151, Laws of Florida, could be applied in these cases, it would have no effect on the Owners' Surplus Note Claims. The surplus notes were made for valuable consideration and were approved by the Florida Department of Insurance, the statutory predecessor to the present Florida Office of Insurance Regulation. Under Chapter 2012-151, Laws of Florida, the Owners' Surplus Note Claims are classified as "Class 9" claims, which have distribution priority ahead of the new "Class 10" interest class created by Chapter 2012-151, Laws of Florida. Moreover, for reasons noted above, Chapter 2012-151, Laws of Florida, does not apply to these liquidation estates, and may not be applied to abridge the Owners' claims.

THE AMOUNTS OF THE OWNERS' CLAIMS

15. As of March 31, 2014, the amount remaining in the Southeastern Casualty / Southeastern Re estate, after DFS has paid all claims in Classes 1 through 8, is $5,183,811.72. The Southeastern Insurance Group, Inc. is the holder and payee of Southeastern Re's surplus note in the principal amount of $20 million, which remains unpaid. By its May 30, 2014 Notice of Supplementing the Record, DFS concedes that it is obligated to pay the claims of the

Southeastern Insurance Group, Inc. Therefore, Jacqueline Calderin, as Trustee of the bankruptcy estate of Southeastern Insurance Group, Inc., is entitled to recover $5,183,811.72 for that bankruptcy estate on its Surplus Note Claim or on its Shareholder Claim.

16. As of March 31, 2014, the amount remaining in the Great Oaks estate, after DFS has paid all claims in Classes 1 through 8, is $5,230,621.95. The Great Oaks Financial Corporation is the holder and payee of Great Oaks Casualty Insurance Company's surplus note in the principal amount of $3.4 million, which remains unpaid. Great Oaks Casualty Insurance Company is a dissolved Florida corporation, wholly owned by Great Oaks Financial Corporation, which also is a dissolved Florida corporation.

17. Under Florida law, Mr. Green, for Great Oaks Financial Corporation, is entitled to distribution of all the remaining assets of Great Oaks Casualty Insurance Company – not just assets in proportion to Mr. Gampel's shares of Great Oaks Financial Corporation. "A dissolved corporation continues its corporate existence . . . . to the extent appropriate to wind up and liquidate its affairs, including . . . [c]ollecting its assets . . . ." § 607.1405(1) Fla. Stat. It may do so through any willing officer or director, or his successor or appointee. *See* § 607.1405(1) Fla. Stat.

18. Upon the dissolution of a corporation, its property rights pass to its stockholders. The interest of the stockholders is in the nature of an equitable tenancy in common, not unlike that of partners. 97 A.L.R. 477. Under Florida law, the property of a partnership is property of the partnership collectively, and not of the partners individually. *See* § 620.8203, Fla. Stat. (Florida Uniform Partnership Act). "Property" includes all property, real, personal, or mixed, tangible or intangible, or any interest therein. § 620.8101, Fla. Stat. *See also*, *One Harbor Fin.*

Ltd. Co. v. Hynes Properties, LLC, 884 So. 2d 1039, 1045 (Fla. 5th DCA 2004) *citing Flagler v. Flagler*, 94 So.2d 592 (Fla. 1957) (equity follows the law).

19. Accordingly, Mr. Green is entitled to recover for Great Oaks Financial Corporation on its Surplus Note Claim the unpaid principal balance of $3,400,000.00. The Court finds no entitlement to interest on said unpaid principal balance finding that Great Oaks made no interest payments prior to being ordered into liquidation, and it would thus be inequitable to allow Great Oaks Financial to recover interest from the estate of its affiliate, Great Oaks, when Great Oaks never made required interest payments. The Court finds that Mr. Greene is entitled to recover for Great Oaks Financial Corporation on his Shareholder Claim.

20. As of March 31, 2014, the amount remaining in the Trans-Florida estate, after DFS has paid all claims in Classes 1 through 8, is $561,747.06. Indalecio F. Patallo owns twenty percent of Trans-Florida's outstanding shares, and Mr. Patallo was and is the President of Trans-Florida. The Trans-Florida Shareholder claim has been filed only on behalf of Mr. Patallo. The Court limits his recovery to 20% of $561,747.06 which is the sum of $112,349.41, and further finds that the Receiver cannot meet its duty to protect the other Shareholders if the entire amount remaining were to be paid to Mr. Patallo.

OTHER GROUNDS ASSERTED BY DFS FOR OPPOSING THE OWNERS' CLAIMS

EQUITY

21. DFS contends that it is equitable to give the newly-created 2012 "Class 10" interest class members distribution priority over the Owners' claims. Claim Report at p. 10.

22. No competent evidence was adduced that the Owners contributed to the insolvencies of these insurers, which DFS urges as the equitable basis on which to disallow the Owners' Shareholder Claims, and pay the new "Class 10" interest class instead.

23. Similarly, no competent evidence was adduced to support the DFS contention about equities on the other side of its proposed equity scale. There is no proof of undue delay in paying claims in Classes 1 through 3 under section 631.271, Florida Statutes. There is no proof of claimants in classes 5 through 8 having to wait an undue amount of time to receive payment for reasons attributable to acts of the Owners. Nor was any proof adduced that the interest DFS proposes to distribute to the new "Class 10" members correlates in any rational way to the length of time any particular claimant allegedly had to wait for payment.

ALLEGED LATE FILED CLAIMS

24. DFS urges that the Owners' claims are late-filed under section 631.181, Florida Statutes, and should be disallowed, because allowing them would prejudice the orderly administration of the estates. Claim Report at 10-13.

25. Section 631.181(3), Florida Statutes requires as follows:

> After the entry of the order of liquidation against a Florida-domiciled insurer, regardless of any prior notice that may have been given to creditors, the receiver shall notify all persons who may have claims against the insurer that they must file such claims with it at a place and within the time specified in the notice, or else such claims will be forever barred.

When a property interest is in danger of being extinguished by state action, the due process clauses of the 14th Amendment to the United States Constitution and article 1, section 9, of the Florida Constitution require individual notice to affected persons whose identities and locations are known to the state agency - - notice delivered to their last known addresses, not merely notice by publication. *Delta Property Management v. Profile Investments, Inc.*, 87 So.3d 765 (Fla. 2012); *Vosilla v. Rosado*, 944 So.2d 289 (Fla. 2006); *Jones v. Flowers*, 547 U.S. 220, 126 S.Ct. 1708, 164 L.Ed.2d 415 (2006). In the circumstances here, such individual notice is a

constitutionally-required precondition to regarding the Owners' claims as late filed under Chapter 631 and disallowing the claims on a late-filed basis.

26. There is no evidence that DFS gave such individual notice to the Owners at any time. Accordingly, it is doubtful, as a matter of constitutional law, that these claims could be denied on the basis that they were late-filed.

27. If the Owners' claims rightfully may be regarded as late-filed, they may not be denied on that basis.

28. The law does not countenance the deprivation of vested property rights for failing to perform an inessential procedural act. The law, and especially equity, disregards form in favor of substance. *See, e.g., Dickoff v. Dewell*, 9 So. 2d 804, 805 (Fla. 1942); *White v. Brosseau*, 566 So. 2d 832, 835 (Fla. 5th DCA 1990). In these cases, all higher-priority claims under the governing statutes have been paid in full. Denying the Owners' claims merely for being late filed would be arbitrary or capricious, in contravention of Florida's due process clause, *see, e.g., State v. Robinson*, 873 So. 2d 1205 (Fla. 2004), because it lacks a "'reasonable and substantial relation' to a legitimate governmental objective." *Id.* at 1214. Under the circumstances here, since all legally payable claims of higher priority have been paid, there is no legitimate government purpose to be served by refusing to pay the Owners' Shareholder Claims merely because they were late filed.

29. In these circumstances, the payment of the Owners' claims should be deemed implicit in the statute's design. Indeed, DFS itself has apparently administered section 631.271 in a manner that implicitly recognizes that principle. In *In Re: Receivership of Casualty Insurance Company*,[3] DFS sought and obtained this Court's approval of the distribution of the estate's residual assets to the owner without any indication that there was an affirmative claim

[3] Case No. 1997-CA-001064 (Fla. 2d Cir.), of which the Court takes judicial notice.

for that distribution. DFS recently acquiesced to a late-filed owner's claim in similar circumstances in *In Re: The Receivership of Senior Citizens Mutual Insurance Company*, Case No 2005-1069 (Fla. 2d. Jud. Cir.). DFS offers no principled basis on which to reconcile its position in that case with the urged disallowance of the Owners' claims as late-filed in the cases at bar.

30. Further, section 631.181(1)(b)1., Florida Statutes, expressly contemplates that late filed claims are to be allowed. It provides, in part:

> The court may permit a claimant making a late filing to share in distributions, whether past or future, as if the claimant were not late, to prevent manifest injustice [if] any such payment will not prejudice the orderly administration of the liquidation, [where] [t]he existence of the claim was not known to the claimant and the claimant filed her or his claim as promptly thereafter as reasonably possible after learning of it.

That is the case here. The Owners could not have known of the likely existence of residual assets until all superior class claims under the governing version of section 631.271 were allowed and distributed, assets remained available after those distributions, and DFS reported that fact in the statements of financial affairs of the insurers, which DFS prepares quarterly and annually. The evidence shows that DFS did not reflect net assets available after superior class claim distributions on the estates' financial statements until many years after the commencement of these liquidation proceedings.

31. Section 631.181(1)(d), Florida Statutes, also expressly allows late filed claims to be paid. It provides:

> The court may consider any claim filed late which is not covered by paragraph (b) and permit it to receive distributions which are subsequently declared on any claims of a lower priority if the payment does not prejudice the orderly administration of the liquidation.

It is self-evident from the terms of sections 631.181 and 631.271, Florida Statutes, that allowing claims by the Owners for residual estate assets, when all claims in superior claim classes under

the governing version of section 631.271 have now been paid, cannot possibly prejudice the orderly administration of the liquidation of these estates. The testimony of Allison Puckett, the Director of Claims for the Receiver, confirms that DFS historically has administered Chapter 631, Florida Statutes, in a manner contemplating the acceptance and payment of late-filed owners' claims in circumstances where all claims of higher priority have been paid.

32. DFS contends that the Owners' claims should be disallowed because DFS allegedly cannot determine if "the purported claimants are vested with the property authority and right to make these claims . . . ." Claim Report at 16-17. This contention fails.

33. DFS has possessed the books and records of the insolvent insurers from the outset of these receiverships. The Owners' claims have been pending for nearly two years. If DFS had any doubt about whether the Owners "are vested with the property authority and right to make these claims," DFS need only have examined the records it possesses. Moreover, the un-contradicted evidence is that the Owners possess the ownership and surplus note rights they claim. As to Ms. Calderin's claims in the Southeastern Casualty / Southeastern Re estate, DFS admits that it is obligated to pay those claims.

34. For these reasons, this contention by DFS is invalid, and is not a basis on which the Owners' claims may be denied.

ALLEGED SETTLEMENT

35. DFS contends that Mr. Green's claims in the Great Oaks liquidation estate should be denied because of a settlement agreement between DFS, as the Great Oaks Casualty Insurance Company receiver, Mr. Harry Gampel, and certain other parties, which contained the following passage:

> Gampel, C.D. Acquisition Corp., and C.D. Acquisition Holding Company do hereby acknowledge that all actions of the Receiver, the Deputy Receiver and

> Michael Svaldi prior to and during the Receivership of Great Oaks Insurance Company and its affiliated companies and all employees of the Department of Insurance were acting in accordance with their statutory authority and do hereby acknowledge that they have no claim of any sort against either the Department or its employees on account of the aforesaid actions both before and during the Receivership.

DFS contends that the quoted passage constitutes a release of claims Mr. Gampel's estate may have for recovery of the remaining assets of Great Oaks Casualty Insurance Company.

36. This contention fails. The quoted language is a statement of estoppel, acknowledging that Gampel had no claim against the receiver and its agents for acts exceeding their authority. It is not a release. It does not purport to release any claim of Great Oaks Financial Corporation to the assets of Great Oaks Casualty Insurance Company remaining after payment of claims in Classes 1 through 8 in that estate have been paid. Moreover, it could not be a release of such claims, which matured long after the date of the settlement agreement. *E.g.*, *Harris v. Sch. Bd. of Duval Cnty.*, 921 So. 2d 725, 733 (Fla. 1st DCA 2006); *Stemmler v. Moon Jewelry Co.*, 139 So. 2d 150, 153 (Fla. 1st DCA 1962); *Caballero v. Phoenix American Holdings, Inc.*, 70 So. 3d 106, 108 (Fla. 3d DCA 2012); *Windstar Club, Inc. v. WS Realty, Inc.*, 886 So.2d 986, 987 (Fla. 2d DCA 2004). Further, Mr. Green, as Mr. Gampel's Personal Representative, seeks to collect the remaining Great Oaks Casualty Insurance Company assets that, by operation of law, are owned in common by all of the shareholders of Great Oaks Financial Corporation (not just Mr. Gampel) as equitable tenants-in-common, as noted above. Therefore, nothing agreed to by Mr. Gampel could have released the undivided claims of all Great Oaks Financial Corporation's owners, as equitable tenants in common, to the remaining assets of Great Oaks Casualty Insurance Company. For these reasons, this contention by DFS is invalid, and is not a basis on which the Owners' claims in regard to the remaining assets of Great Oaks Casualty Insurance Company in Case No. 1991-CA-004746 may be denied.

WHEREUPON, it is ORDERED, ADJUDGED, and DECREED:

1. On or before September 6, 2014, the Florida Department of Financial Services shall distribute, from the liquidation estate assets held by the department in Case No. 1989-CA-002856, the sum of $5,083,811.72 to Jacqueline Calderin, as Trustee of the bankruptcy estate of Southeastern Insurance Group, Inc. in *In re: Southeastern Insurance Group, Inc.*, Case No. 90-10114-RAM (Bankr. S.D. Fla.). On or before October 31, 2014, the Florida Department of Financial Services shall provide to the Court an accounting of administrative wind-up expenses for the Court's review and approval, and shall procure the Court's approval of same, and of the closure of the estate. The Florida Department of Financial Services shall remit any remaining estate assets to Ms. Calderin immediately following its discharge as Receiver and conclusion of all wind-up activities on this estate.

2. On or before September 6, 2014, the Florida Department of Financial Services shall distribute, from the liquidation estate assets held by the department in Case No. 1991-CA-004746, the sum of $3,932,445.77 to Mitchell Green, as personal representative of the estate of Harry Gampel, for Mr. Green's claims. As expeditiously as possible, but in no event later than May 1, 2015, the Florida Department of Financial Services shall have wound up the estate in Case No. 1991-CA-004746 and submitted and procured the Court's approval of the accounting of wind-up administrative expenses. On or before May 15, 2015, the Department of Financial Service shall remit 77.2% of any remaining estate assets to Mitchell Green, as personal representative of the estate of Harry Gampel.

3. On or before September 6, 2014, the Florida Department of Financial Services shall distribute, from the liquidation estate assets held by the department in Case No. 1992-CA-002583, the sum of $100,000.00 to Joel S. Mutnick, as authorized agent of Indalecio F. Patallo.

As expeditiously as possible, but in no event not later than May 1, 2015, the Florida Department of Financial Services shall have wound up the estate in Case No. 1992-CA-002583 and submitted and procured the Court's approval of the accounting of wind-up administrative expenses. Thereupon, the Florida Department of Financial Services shall forthwith remit to Joel S. Mutnick, as authorized agent of Mr. Patallo 20% of any remaining estate assets.

4. The Court's judicial labor in regard to the Claim Report and the Owner's Shareholder Claims and Surplus Note Claims in these proceedings is at an end; and this Order constitutes the final judgment of the Court.

5. The Court reserves jurisdiction to enter such orders as may be necessary to enforce the terms of this Order, and to tax costs.

Done and Ordered in Chambers at Tallahassee, Leon County, Florida this 27 day of August 2014.

KEVIN J. CARROLL
CIRCUIT JUDGE

cc: Counsel of Record