STATE OF MICHIGAN
CIRCUIT COURT FOR THE 30TH JUDICIAL CIRCUIT
INGHAM COUNTY

KEN ROSS, COMMISSIONER OF THE OFFICE OF FINANCIAL AND INSURANCE REGULATION,

Petitioner,

v

AMERICAN COMMUNITY MUTUAL INSURANCE COMPANY,

Respondent.

No. 10-397-CR

HON. WILLIAM E. COLLETE

EX PARTE ORDER APPROVING CAIN BROTHERS' COMPENSATION AS EXCLUSIVE FINANCIAL ADVISOR

At a session of said Court
held in the Circuit Courtrooms
for the County of Ingham,
State of Michigan, on the
26th day of April, 2010

PRESENT: HONORABLE _____
Circuit Court Judge

FILED
2010 APR 26 A 10: 30
MIKE BRYANTON
CLERK OF THE 30TH
JUDICIAL CIRCUIT COURT
INGHAM COUNTY CLERK

WHEREAS, Ken Ross, the Commissioner of the Michigan Office of Financial and Insurance Services and duly appointed Rehabilitator of American Community Mutual Insurance Company (the "Rehabilitator") has filed an Ex Parte Petition for Approval of Cain Brothers' Compensation as Exclusive Financial Advisor (the "Ex Parte Petition"); and

WHEREAS, MCL 500.8114(1) authorizes the Rehabilitator to employ such assistants as he considers necessary, whose compensation shall be fixed by the Rehabilitator with the approval of the Court; and

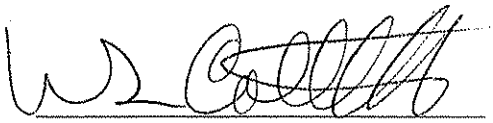
WHEREAS, the Rehabilitator has determined that the appointment of Cain Brothers as exclusive financial advisor is both necessary and appropriate for the effective and efficient administration of this Rehabilitation proceeding and will assist in providing the maximum protection to creditors, policyholders, and the public;

NOW, THEREFORE, IT IS HEREBY ORDERED that the Court APPROVES the compensation to be paid to Cain Brothers, as fixed by the Rehabilitator pursuant to the terms set forth in the Ex Parte Petition and the Exhibits attached thereto, in connection with its appointment as exclusive financial advisor to American Community.

IT IS FURTHER ORDERED that the Court approves and authorizes the Rehabilitator to pay Cain Brothers' April 1, 2010 invoice in the amount of $100,000, which serves as consideration for the Engagement Letter Amendment and the fee reductions contained therein.

IT IS FURTHER ORDERED that due to the difficulty and prohibitive cost associated with providing personalized notice of the Ex Parte Petition and this Order to all parties with an interest in this matter, the Court authorizes, approves, and/or ratifies the Rehabilitator's service of the Ex Parte Petition and this Order by posting electronic copies on the OFIR website, www.michigan.gov/ofir, under the section "Who We Regulate" and the subsection "American Community." The Court finds that service in this manner is reasonably calculated to give interested parties actual notice of these proceedings and is otherwise reasonable under the circumstances.

IT IS SO ORDERED.



Honorable William E. Collette
Circuit Court Judge