

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

LINDA A. WATTERS, COMMISSIONER,
MICHIGAN DEPARTMENT OF LABOR AND
ECONOMIC GROWTH, OFFICE OF FINANCIAL
AND INSURANCE SERVICES

Petitioner,

Case No. 05-1472-CR

Hon. William E. Collette

v.

ULTIMED HMO OF MICHIGAN, INC.,
a Michigan health maintenance organization,

Respondent.

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Christopher L. Kerr (P57131)
Assistant Attorneys General
**Michigan Department of Attorney General
Insurance & Banking Division**
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ORDER
DENYING MOTION FOR APPROVAL OF PAYMENT OF
ULTIMED'S DIRECTORS' PROFESSIONAL FEES AND COSTS
UNDER MCLA 500.8116(A)

At a session of said Court
held in the Circuit Courtrooms
for the County of Ingham,
State of Michigan, on the
10 day of MAY, 2006

PRESENT: HONORABLE DAVID L. JORDAN
Circuit Court Judge

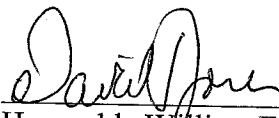
This matter having come before the Court pursuant the Motion filed by the Board of
Directors of Respondent Ultimed HMO of Michigan, Inc. for Approval of Payment of Ultimed's

Directors' Professional Fees and Costs under MCLA 500.8116(1) (the "Motion"); the Court having reviewed the Motion and Petitioner's Response in Opposition thereto; having heard oral arguments on May 10, 2006; and being otherwise fully advised,

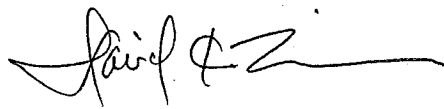
NOW, THEREFORE, upon due consideration thereof, and for the reasons stated on the record,

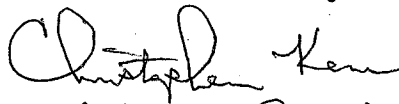
IT IS HEREBY ORDERED that Ultimed's Board of Directors' Motion is DENIED, *without prejudice.*

IT IS SO ORDERED.


Honorable William E. Collette *DAVID L. JORDAN*
Circuit Court Judge

Approved as to form:

 P37592
Atty for Respondent's Directors

 P57131
Attorney for Petitioner