

Velva L. Price  
District Clerk  
Travis County  
D-1-GN-16-000360  
Chloe Jimenez

CAUSE NO. D-1-GN-16-000360

THE STATE OF TEXAS	§	IN THE DISTRICT COURT OF
<i>Plaintiff,</i>	§	
	§	
v.	§	TRAVIS COUNTY, TEXAS
	§	
MILLENNIUM CLOSING SERVICES, LLC	§	
D/B/A MILLENNIUM TITLE	§	
<i>Defendant.</i>	§	53 <sup>rd</sup> JUDICIAL DISTRICT

**SPECIAL DEPUTY RECEIVER'S QUARTERLY FINANCIAL REPORT AND  
SUMMARY STATEMENT OF EXPENSES  
(SEPTEMBER 1, 2020 THROUGH NOVEMBER 30, 2020)**

TO THE HONORABLE DISTRICT COURT:

CANTILO & BENNETT, L.L.P., solely in its capacity as the Special Deputy Receiver of Millennium Closing Services, LLC d/b/a Millennium Title (the “SDR” and “Millennium” respectively), files this Financial Report and Summary Statement of Expenses of the receivership estate for the period of September 1, 2020 to November 30, 2020. The attached report is filed pursuant to TEX. INS. CODE ANN., §§ 443.015(g) and 443.016(a) and the Court’s Order Approving the SDR’s Application for Approval of Fees and Expenses, entered on March 24, 2016.

The Special Deputy Receiver has served this Quarterly Financial Report to all known parties at interest, as shown in the certificate of service.

Respectfully submitted,

FULLER LAW GROUP

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**Attorney for CANTILO & BENNETT, L.L.P.,  
Special Deputy Receiver of Millennium Closing  
Services, L.L.C. d/b/a Millennium Title**

## CERTIFICATE OF SERVICE

I certify that on December 15, 2020, a true and correct copy of this SPECIAL DEPUTY RECEIVER'S QUARTERLY FINANCIAL REPORT AND SUMMARY STATEMENT OF EXPENSES (SEPTEMBER 1, 2020 TO NOVEMBER 30, 2020) was served pursuant to the Order of Reference, Texas Rules of Civil Procedure, TEX. INS. CODE ANN. SEC. 443.007(d) and the Court's order on electronic service on the following by email, except as specifically otherwise noted.

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Christopher Fuller

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**Millennium Title  
Statement of Expenses**

**For Period Ending  
11/30/20**

	<b>Total Sep</b>	<b>Total Oct</b>	<b>Total Nov</b>	<b>Total Quarter</b>
<b>SDR</b>				
Cantilo & Bennett, LLP				
Partner/Attorney/	4,820.00	5,320.00	3,380.00	13,520.00
Receivership Specialist	24.00	24.00	24.00	72.00
Expenses	9.50	4.00	4.50	18.00
<b>Total SDR Billing</b>	<b>4,853.50</b>	<b>5,348.00</b>	<b>3,408.50</b>	<b>13,610.00</b>
<b>SDR Subcontractors - Legal</b>				
Fuller Law Group				
Attorney	1,050.00	1,275.00	0.00	2,325.00
Expenses	3.33	0.00	0.00	3.33
<b>Total Billing</b>	<b>1,053.33</b>	<b>1,275.00</b>	<b>0.00</b>	<b>2,328.33</b>
Inquest Resources				
Paralegal	45.00	0.00	0.00	45.00
Paralegal Travel	18.75	0.00	0.00	18.75
Receivership Specialist	105.00	0.00	0.00	105.00
Litigation Assistant/Records Mgr	9.00	0.00	0.00	9.00
Litigation Assistant/Records Mgr Travel	0.00	0.00	0.00	0.00
Expenses	66.66	0.00	0.00	66.66
<b>Total Billing</b>	<b>244.41</b>	<b>0.00</b>	<b>0.00</b>	<b>244.41</b>
<b>Total Legal Subcontractors</b>	<b>1,297.74</b>	<b>1,275.00</b>	<b>0.00</b>	<b>2,572.74</b>
<b>SDR Subcontractors - Other</b>				
Petrosewicz & Company, Inc				
Accountant-Principal/	1,116.00	594.00	288.00	1,998.00
Accountant	325.50	0.00	0.00	325.50
Accountant	594.00	900.00	720.00	2,214.00
Clerical/	12.00	0.00	39.00	51.00
Expenses	39.24	48.49	30.18	117.91
<b>Total Billing</b>	<b>2,086.74</b>	<b>1,542.49</b>	<b>1,077.18</b>	<b>4,706.41</b>
Abaci, Inc.				
Technical Analyst	18.00	306.00	54.00	378.00
Credit for September 2020 Overpayment	(36.00)	36.00	0.00	0.00
Expenses	0.00	0.00	0.00	0.00
<b>Total Billing</b>	<b>(18.00)</b>	<b>342.00</b>	<b>54.00</b>	<b>378.00</b>
EMKAY Associates				
Claims Representative/	399.50	306.00	289.00	994.50
Claims Representative	42.50	42.50	34.00	119.00
Expenses	0.00	0.00	0.00	0.00
<b>Total Billing</b>	<b>442.00</b>	<b>348.50</b>	<b>323.00</b>	<b>1,113.50</b>
<b>Total Other SDR Subcontractors</b>	<b>2,510.74</b>	<b>2,232.99</b>	<b>1,454.18</b>	<b>6,197.91</b>
<b>Receivership Service Providers</b>				
Microsoft - Exchange Email Services	17.06	17.06	0.00	34.12
Inventory Moving and Storage-Armstrong Archives	58.03	58.03	58.03	174.09
Willow Bend Systems (IT Support)	5,170.50	0.00	2,585.25	7,755.75
				0.00

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Millennium Title  
Statement of Expenses

For Period Ending  
11/30/20

	<b>Total Sep</b>	<b>Total Oct</b>	<b>Total Nov</b>	<b>Total Quarter</b>
Fusion-Telephone Services	50.55	52.09	0.00	102.64
Answer National-Telemessaging Service	295.00	295.00	295.00	885.00
Operating Account Bank Charges	102.00	12.00	0.00	114.00
Texas Treasury 191	0.00	0.00	0.00	0.00
Texas Treasury APF Account 192	22.50	22.13	0.00	44.63
<b>Total Other</b>	<b>5,715.64</b>	<b>456.31</b>	<b>2,938.28</b>	<b>9,110.23</b>
<b>Sub-Total SDR, Subcontractor &amp; Provider Expenses</b>				
<b>Sub-Total SDR, Subcontractor &amp; Provider Expenses</b>	<b>14,377.62</b>	<b>9,312.30</b>	<b>7,800.96</b>	<b>31,490.88</b>
<b>Liquidation Oversight Allocation</b>				
RLO Allocation	0.00	0.00	0.00	0.00
Special Master's Fees	0.00	0.00	0.00	0.00
<b>Total RLO &amp; SM Expense</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Expenses</b>	<b>14,377.62</b>	<b>9,312.30</b>	<b>7,800.96</b>	<b>31,490.88</b>

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**Millennium Title  
Statement of Net Assets**

**For the Period Ending  
11/30/20**

Line		11/30/20
<b>Cash</b>		
1	Cash	
	Cash - Unrestricted	104,183
	APF Funds (Loan proceeds)	737,804
<b>Investments</b>		
2	Short-Term Investments	
3	Bonds	
4	Stocks - Preferred & Common	
5	Investments in Subsidiaries, Controlled or Affiliated Entities	
6	Mortgage Loans	
7	Real Estate	
8	Policy Loans	
9	Other Invested Assets	
<b>Restricted Assets</b>		
10	Statutory Deposits	
11	Funds held by or deposited with Reinsured Companies	
12	Restricted - Other	
	Funds Held for Others-Escrow Account	63,295
<b>Reinsurance Receivable</b>		
13	Reinsurance Recoverables on Paid Losses & LAE (net of allowance)	
14	Reinsurance Recoverables on Unpaid Losses & LAE (net of allowance)	
15	Reinsurance Recoverables on UEP & Contingent Commissions	
<b>Other Receivables</b>		
16	Salvage & Subrogation Recoveries	
17	Premiums Due from Agents & Policyholders	
18	Receivable from Parents, Subsidiaries & Affiliates	
19	Receivable from Guaranty Associations - Early Access Payments	
20	Other Receivables	
<b>Other Assets</b>		
21	FF&E	
22	Other Assets	
	<b>Total Assets</b>	<b>905,282</b>

**NOTES**

Ref No.

Represents funds obtained from pre receivership escrow accounts that were transferred to a restricted Frost Bank account maintained by the Special Deputy Receiver. These funds will be distributed to the Commissioner and TTIGA at closing.

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**Millennium Title**  
**Changes in Net Assets for the Quarter Ending**

11/30/2020

Line		08/31/20	11/30/20	Change
<b>Cash</b>				
1	Cash			
	Cash - Unrestricted	124,108	104,183	(19,925)
	APF Funds (Loan proceeds)	737,784	737,804	20
<b>Investments</b>				
2	Short-Tem Investments	0	0	0
3	Bonds	0	0	0
4	Stocks - Preferred & Common	0	0	0
5	Investments in Subsidiaries, Controlled or Affiliated Entities	0	0	0
6	Mortgage Loans	0	0	0
7	Real Estate	0	0	0
8	Policy Loans	0	0	0
9	Other Invested Assets	0	0	0
<b>Restricted Assets</b>				
10	Statutory Deposits	0	0	0
11	Funds held by or deposited with Reinsured Companies	0	0	0
12	Restricted - Other	0	0	0
	Funds Held for Others-Escrow Account	63,295	63,295	0
<b>Reinsurance Receivable</b>				
13	Reinsurance Recoverables on Paid Losses & LAE (net of allowance)	0	0	0
14	Reinsurance Recoverables on Unpaid Losses & LAE (net of allowance)	0	0	0
15	Reinsurance Recoverables on UEP & Contingent Commissions	0	0	0
<b>Other Receivables</b>				
16	Salvage & Subrogation Recoveries	0	0	0
17	Premiums Due from Agents & Policyholders	0	0	0
18	Receivable from Parents, Subsidiaries & Affiliates	0	0	0
19	Receivable from Guaranty Associations - Early Access Payments	0	0	0
20	Other Receivables	0	0	0
<b>Other Assets</b>				
21	FF&E	0	0	0
22	Other Assets	0	0	0
	<b>Total Assets</b>	<b>925,187</b>	<b>905,282</b>	<b>(19,905)</b>



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**Millennium Title  
Statement of Net Liabilities**

**For Period Ending  
11/30/20**

Line		11/30/20
1	Secured Claims	
2	APF Loan	1,000,000
3	Special Deposit Claims	
<b>Administrative Claims - Class 1</b>		
4	Administrative Claims - State/Receiver	
	Special Deputy Receiver, Subcontractors Fees & Expenses	4,863
	Liquidation Oversight	
	Special Master's Fees	
5	Administrative Claims - Guaranty Assns	
	Administrative Expense Paid	472,785
	Administrative Expense Reserves	
6	LAE - Guaranty Assns	
	LAE Paid	
	LAE Reserves	
<b>Policy Claims - Class 2</b>		
7	Loss Claims - Guaranty Assns	
	Loss Claims Paid	3,573,727
	Loss Claims Reserves	
8	Loss Claims - Other	
	Other Loss Claims Paid	
	Other Loss Claims Reserves	
9	LAE - Other	
10	Unearned & Advance Premium Claims - GA	
11	Unearned & Advance Premium Claims - Other	
<b>Other Liabilities</b>		
12	Class 3 Claims	
13	Class 4 Claims	
14	Class 5 General Unsecured Creditor Claims	209,618
15	Class 5 Reinsurance Related Unsecured Claims	
16	Class 6 Claims	
17	Class 7 Claims	
18	Class 8 Claims	
19	Class 9 Claims	
20	Class 10 Interest	
21	Class 11 Claims	
22	Other Liabilities	
	Funds Held for Others	63,295
	<b>Total Liabilities</b>	5,324,288
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	(4,419,006)
	<b>Total Liabilities &amp; Equity</b>	905,282

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**Millennium Title  
Statement of Net Liabilities**

**For Period Ending  
11/30/20**

**NOTES**

All amounts recorded based on adjudicated claims unless otherwise specified

Ref. No.

- 5 Represents amount reflected on Texas Title Insurance Guaranty Association (TTIGA) timely filed proof of claim (POC) and POC supplement dated August 24, 2017.
  
- 7 Represents amount reported on the Texas Title Insurance Guaranty Association (TTIGA) Supplement to Proof of Claim dated August 24, 2017. This amount supersedes the Final Claims Report as of May 31, 2017 and dated June 7, 2017. TTIGA originally filed a timely Proof of Claim (POC) in October 2016 reflecting \$3,376,349.75 as claims paid.
  
- 14 Represents amounts due to pre-receivership vendors obtained from pre-receivership accounting records.
  
- 22 Represents amounts identified as Escrow funds that are maintained in a restricted receivership account at Frost Bank. These funds will be distributed to the Commissioner and TTIGA at closing.

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**Millennium Title**  
**Changes in Net Liabilities for the Quarter Ending**

11/30/2020

Line		08/31/20	11/30/20	Change
1	Secured Claims			
2	APF Loan	1,000,000	1,000,000	0
3	Special Deposit Claims	0	0	0
<b>Administrative Claims - Class 1</b>				
4	Administrative Claims - State/Receiver	0	0	0
	Special Deputy Receiver, Subcontractors Fees & Expenses	13,599	4,863	(8,736)
	Liquidation Oversight	60	0	(60)
	Special Master's Fees	0	0	0
5	Administrative Claims - Guaranty Assns	0	0	0
	Administrative Expense Paid	472,785	472,785	0
	Administrative Expense Reserves	0	0	0
6	LAE - Guaranty Assns	0	0	0
	LAE Paid	0	0	0
	LAE Reserves	0	0	0
<b>Policy Claims - Class 2</b>				
7	Loss Claims - Guaranty Assns	0	0	0
	Loss Claims Paid	3,573,727	3,573,727	0
	Loss Claims Reserves	0	0	0
8	Loss Claims - Other	0	0	0
	Other Loss Claims Paid	0	0	0
	Other Loss Claims Reserves	0	0	0
9	LAE - Other	0	0	0
10	Unearned & Advance Premium Claims - GA	0	0	0
11	Unearned & Advance Premium Claims - Other	0	0	0
<b>Other Liabilities</b>				
12	Class 3 Claims	0	0	0
13	Class 4 Claims	0	0	0
14	Class 5 General Unsecured Creditor Claims	209,618	209,618	0
15	Class 5 Reinsurance Related Unsecured Claims	0	0	0
16	Class 6 Claims	0	0	0
17	Class 7 Claims	0	0	0
18	Class 8 Claims	0	0	0
19	Class 9 Claims	0	0	0
20	Class 10 Interest	0	0	0
21	Class 11 Claims	0	0	0
22	Other Liabilities	0	0	0
	Funds Held for Others	63,295	63,295	0
	<b>Total Liabilities</b>	5,333,084	5,324,288	(8,796)
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	(4,407,897)	(4,419,006)	(11,109)
	<b>Total Liabilities &amp; Equity</b>	925,187	905,282	(19,905)

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**Millennium Title  
Sources & Uses of Cash**

**For Period Ending  
11/30/20**

	<b>Qtr Ending Nov-20</b>
<b>Income</b>	
Premium Receipts	0
Agents' Balances Received	0
Reinsurance Recoveries	0
Salvage & Subrogation Recoveries	0
Affiliates Recovery	0
Settlement/Litigation Recovery	0
Other Receipts	20,316
Sale of Real & Personal Property	0
Investment Sales/Receipts	0
Other Asset Receipts	0
<b>Total Receipts from Assets/Receivables</b>	<b>20,316</b>
Interest & Dividend Receipts, EA Interest	66
Cash Deposit Interest	0
<b>Total Cash Receipts</b>	<b>20,382</b>
<b>Disbursements</b>	
SDR Fees & Expenses	16,565
Subcontractor Legal Fees & Expenses	7,321
Subcontractor Other Fees & Expenses	7,231
Non-Subcontractor Fees & Expenses	0
Other Expenses	9,110
RLO Fees & Expenses	60
<b>Total Disbursements for Operations</b>	<b>40,287</b>
Loss Claims & LAE Expense Payments	0
Early Access Payments - GA	0
Refunds & Other Distributions	0
<b>Total Cash Distributions</b>	<b>0</b>
<b>Total Cash Disbursements &amp; Distributions</b>	<b>40,287</b>
<b>Net Increase(Decrease) in Cash</b>	<b>(19,905)</b>
<b>Cash at Beginning of Period</b>	<b>861,892</b>
<b>Cash at End of Period</b>	<b>841,987</b>

### Automated Certificate of eService

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Timothy M. McDaniel	13525500	tmcdaniel@IMTexasLaw.com	12/15/2020 2:44:23 PM	SENT
Cynthia Ann Morales	14417420	Cynthia.Morales@oag.texas.gov	12/15/2020 2:44:23 PM	SENT
Kimberly A.Yelkin		kyelkin@gardere.com	12/15/2020 2:44:23 PM	SENT
Jason LVan Dyke		jason@vandykelawfirm.com	12/15/2020 2:44:23 PM	ERROR
Jeannie Ice		jeannie@hrrpc.com	12/15/2020 2:44:23 PM	ERROR
Phil Meyer - Service of Documents		service@philmeyerlaw.com	12/15/2020 2:44:23 PM	SENT
Christopher Keith Baxter	90001747	cbaxter@mlg-defaultlaw.com	12/15/2020 2:44:23 PM	SENT
Susan Ross		susan@susanrosslaw.com	12/15/2020 2:44:23 PM	SENT
Patricia Muniz		pmuniz@inquestresources.com	12/15/2020 2:44:23 PM	SENT
Robert A.Simon		rsimon@whitakerchalk.com	12/15/2020 2:44:23 PM	SENT

Associated Case Party: WFG National Title Insurance Company

Name
Randall K.Price

### Automated Certificate of eService

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Christopher Fuller on behalf of Christopher Fuller  
Bar No. 07515500  
cfuller@fullerlaw.org  
Envelope ID: 48971682  
Status as of 12/19/2020 4:55 PM CST

Associated Case Party: WFG National Title Insurance Company

James T. Phillips		jphillips@canteyhanger.com	12/15/2020 2:44:23 PM	SENT
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Associated Case Party: Millennium Closing Services, LLC dba Millenium Title

Name	BarNumber	Email	TimestampSubmitted	Status
Kergin B. Bedell		Kergin@burtonhyde.com	12/15/2020 2:44:23 PM	ERROR

Associated Case Party: Special Deputy Receiver of Millennium Closing Services, LLC dba Millennium Title

Name	BarNumber	Email	TimestampSubmitted	Status
Special Masters Clerk Special Masters Clerk		specialmasterclerk@tdi.texas.gov	12/15/2020 2:44:23 PM	SENT
Vicente Aguillon		Vicente.Aguillon@tdi.texas.gov	12/15/2020 2:44:23 PM	SENT

Associated Case Party: JAW Homes, Inc.

Name	BarNumber	Email	TimestampSubmitted	Status
Philip "Phil" A. Meyer		phil@philmeyerlaw.com	12/15/2020 2:44:23 PM	SENT

Associated Case Party: Miriam Gray

Name	BarNumber	Email	TimestampSubmitted	Status
Eric Hill		ehill@murphy-hill.com	12/15/2020 2:44:23 PM	SENT