

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  
(DECEMBER 1, 2020 THROUGH FEBRUARY 28, 2021)**

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 December 1, 2020 to February 28, 2021. 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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Special Deputy Receiver of Millennium Closing  
Services, L.L.C. d/b/a Millennium Title**

## CERTIFICATE OF SERVICE

I certify that on March 15, 2021, a true and correct copy of this SPECIAL DEPUTY RECEIVER'S QUARTERLY FINANCIAL REPORT AND SUMMARY STATEMENT OF EXPENSES (DECEMBER 31, 2020 TO FEBRUARY 28, 2021) 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

**Millennium Title  
Statement of Expenses**

For Period Ending  
02/28/21

	Total Dec	Total Jan	Total Feb	Total Quarter
<b>SDR</b>				
Cantilo & Bennett, LLP				
Partner/Attorney/	2,780.00	3,440.00	2,500.00	8,720.00
Receivership Specialist	24.00	60.00	24.00	108.00
Expenses	21.27	5.05	1,205.61	1,231.93
<b>Total SDR Billing</b>	<b>2,825.27</b>	<b>3,505.05</b>	<b>3,729.61</b>	<b>10,059.93</b>
<b>SDR Subcontractors - Legal</b>				
Fuller Law Group				
Attorney	0.00	1,650.00	2,375.00	4,025.00
Expenses	0.00	3.33	0.00	3.33
<b>Total Billing</b>	<b>0.00</b>	<b>1,653.33</b>	<b>2,375.00</b>	<b>4,028.33</b>
Inquest Resources				
Receivership Specialist	105.00	37.50	0.00	142.50
Litigation Assistant/Records Mgr	0.00	13.50	0.00	13.50
Litigation Assistant/Records Mgr Travel	0.00	11.25	0.00	11.25
Expenses	0.00	40.18	0.00	40.18
<b>Total Billing</b>	<b>105.00</b>	<b>102.43</b>	<b>0.00</b>	<b>207.43</b>
<b>Total Legal Subcontractors</b>	<b>105.00</b>	<b>1,755.76</b>	<b>2,375.00</b>	<b>4,235.76</b>
<b>SDR Subcontractors - Other</b>				
Petrosewicz & Company, Inc				
Accountant-Principal/	252.00	252.00	468.00	972.00
Accountant	747.00	927.00	459.00	2,133.00
Expenses	47.11	63.57	66.87	177.55
Credit: FedEx claim refund	(33.33)	0.00	0.00	(33.33)
<b>Total Billing</b>	<b>1,012.78</b>	<b>1,242.57</b>	<b>993.87</b>	<b>3,249.22</b>
Abaci, Inc.				
Technical Analyst	45.00	45.00	18.00	108.00
Expenses	0.00	0.00	0.00	0.00
<b>Total Billing</b>	<b>45.00</b>	<b>45.00</b>	<b>18.00</b>	<b>108.00</b>
EMKAY Associates				
Claims Representative/	204.00	229.50	306.00	739.50
Claims Representative	42.50	25.50	25.50	93.50
Expenses	0.00	0.00	0.00	0.00
<b>Total Billing</b>	<b>246.50</b>	<b>255.00</b>	<b>331.50</b>	<b>833.00</b>
<b>Total Other SDR Subcontractors</b>	<b>1,304.28</b>	<b>1,542.57</b>	<b>1,343.37</b>	<b>4,190.22</b>
<b>Receivership Service Providers</b>				
Microsoft - Exchange Email Services	34.12	17.06	0.00	51.18
Inventory Moving and Storage-Armstrong Archives	58.03	58.03	58.03	174.09
Willow Bend Systems (IT Support)	2,585.25	2,585.25	5,170.50	10,341.00
Fusion-Telephone Services	104.18	53.59	52.81	210.58
Answer National-Telemessaging Service	295.00	295.00	295.00	885.00
Operating Account Bank Charges	17.00	17.00	17.00	51.00
Restricted Escrow Account Bank Charges	0.00	35.00	(35.00)	0.00

**Millennium Title  
Statement of Expenses**

**For Period Ending  
02/28/21**

	<b>Total Dec</b>	<b>Total Jan</b>	<b>Total Feb</b>	<b>Total Quarter</b>
Texas Treasury 191	0.00	0.00	0.00	0.00
Texas Treasury APF Account 192	0.00	22.53	22.53	45.06
<b>Total Other</b>	<b>3,093.58</b>	<b>3,083.46</b>	<b>5,580.87</b>	<b>11,757.91</b>
<b>Sub-Total SDR, Subcontractor &amp; Provider Expenses</b>				
<b>Sub-Total SDR, Subcontractor &amp; Provider Expenses</b>	<b>7,328.13</b>	<b>9,886.84</b>	<b>13,028.85</b>	<b>30,243.82</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>7,328.13</b>	<b>9,886.84</b>	<b>13,028.85</b>	<b>30,243.82</b>

**Millennium Title  
Statement of Net Assets**

**For the Period Ending  
02/28/21**

Line		02/28/21
<b>Cash</b>		
1	Cash	
	Cash - Unrestricted	84,135
	APF Funds (Loan proceeds)	737,806
<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>885,236</b>

**NOTES**

Ref No.

Represents funds obtained from pre receivership escrow accounts that were transferred 12 to a restricted Frost Bank account maintained by the Special Deputy Receiver. These funds will be distributed to the Commissioner and TTIGA at closing.

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

2/28/2021

Line		11/30/20	02/28/21	Change
<b>Cash</b>				
1	Cash			
	Cash - Unrestricted	104,183	84,135	(20,048)
	APF Funds (Loan proceeds)	737,804	737,806	2
<b>Investments</b>				
2	Short-Term 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>905,282</b>	<b>885,236</b>	<b>(20,046)</b>



**Millennium Title  
Statement of Net Liabilities**

**For Period Ending  
02/28/21**

Line		02/28/21
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	7,448
	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>	5,326,873
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	(4,441,637)
	<b>Total Liabilities &amp; Equity</b>	885,236

**Millennium Title  
Statement of Net Liabilities**

**For Period Ending  
02/28/21**

**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**

2/28/2021

Line		11/30/20	02/28/21	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	4,863	7,448	2,585
	Liquidation Oversight	0	0	0
	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>	<b>5,324,288</b>	<b>5,326,873</b>	<b>2,585</b>
23	Total Equity/(Deficit) Excess (Deficiency) of Assets over Liabilities	<b>(4,419,006)</b>	<b>(4,441,637)</b>	<b>(22,631)</b>
	<b>Total Liabilities &amp; Equity</b>	<b>905,282</b>	<b>885,236</b>	<b>(20,046)</b>

R-NNN

**Millennium Title  
Sources & Uses of Cash**

**For Period Ending  
02/28/21**

	<b>Qtr Ending Feb-21</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	7,564
Sale of Real & Personal Property	0
Investment Sales/Receipts	0
Other Asset Receipts	0
<b>Total Receipts from Assets/Receivables</b>	<b>7,564</b>
Interest & Dividend Receipts, EA Interest	0
Cash Deposit Interest	48
<b>Total Cash Receipts</b>	<b>7,612</b>
<b>Disbursements</b>	
SDR Fees & Expenses	9,738
Subcontractor Legal Fees & Expenses	1,861
Subcontractor Other Fees & Expenses	4,300
Non-Subcontractor Fees & Expenses	0
Other Expenses	11,759
RLO Fees & Expenses	0
<b>Total Disbursements for Operations</b>	<b>27,658</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>27,658</b>
<b>Net Increase(Decrease) in Cash</b>	<b>(20,046)</b>
<b>Cash at Beginning of Period</b>	<b>841,987</b>
<b>Cash at End of Period</b>	<b>821,941</b>

### Automated Certificate of eService

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Mark Stromberg		mark@strombergstock.com	3/15/2021 11:08:31 AM	SENT
Jeannie Ice		jeannie@hrrpc.com	3/15/2021 11:08:31 AM	ERROR
Robert A. Simon		rsimon@whitakerchalk.com	3/15/2021 11:08:31 AM	SENT
Phil Meyer - Service of Documents		service@philmeyerlaw.com	3/15/2021 11:08:31 AM	SENT
Timothy M. McDaniel	13525500	tmcdaniel@IMTexasLaw.com	3/15/2021 11:08:31 AM	SENT
Cynthia Ann Morales	14417420	Cynthia.Morales@oag.texas.gov	3/15/2021 11:08:31 AM	SENT
Susan Ross		susan@susanrosslaw.com	3/15/2021 11:08:31 AM	SENT
Patricia Muniz		pmuniz@inquestresources.com	3/15/2021 11:08:31 AM	SENT
Jason LeeVan Dyke		jason@vandykelegalgroup.com	3/15/2021 11:08:31 AM	SENT

Associated Case Party: WFG National Title Insurance Company

Name
James T. Phillips

### Automated Certificate of eService

This automated certificate of service was created by the eFiling system. The filer served this document via email generated by the eFiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

Christopher Fuller on behalf of Christopher Fuller  
Bar No. 07515500  
cfuller@fullerlaw.org  
Envelope ID: 51465285  
Status as of 3/17/2021 10:50 AM CST

Associated Case Party: WFG National Title Insurance Company

Randall K.Price		rprice@canteyhanger.com	3/15/2021 11:08:31 AM	SENT
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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	3/15/2021 11:08:31 AM	SENT
Vicente Aguillon		Vicente.Aguillon@tdi.texas.gov	3/15/2021 11:08:31 AM	SENT

Associated Case Party: Millennium Closing Services, LLC dba Millenium Title

Name	BarNumber	Email	TimestampSubmitted	Status
Kergin B. Bedell		Kergin@burtonhyde.com	3/15/2021 11:08:31 AM	ERROR

Associated Case Party: JAW Homes, Inc.

Name	BarNumber	Email	TimestampSubmitted	Status
Philip "Phil" A.Meyer		phil@philmeyerlaw.com	3/15/2021 11:08:31 AM	SENT

Associated Case Party: MiriamGray

Name	BarNumber	Email	TimestampSubmitted	Status
Eric Hill		ehill@murphy-hill.com	3/15/2021 11:08:31 AM	SENT