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FILED

JUN 20 2008

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SUPERIOR COURT OF NEW JERSEY
CHANCERY DIVISION - MIDDLESEX COUNTY
DOCKET NO. MID-C-275-98

Civil Action

In the Matter of:

LIQUIDATION OF HIP OF NEW
JERSEY, INC.

ORDER APPROVING THE FILING
OF A FINAL ACCOUNTING AND
CLOSING THE ESTATE

THIS MATTER having been opened to the Court on the application of the New Jersey Commissioner of Banking and Insurance as Liquidator of HIP of New Jersey, Inc. ("HIPNJ"), by Anne Milgram, Attorney General of New Jersey, Emerald Erickson Kuepper, Senior Deputy Attorney General, appearing, for an Order approving and filing the final accounting of the assets and liabilities of the estate of HIPNJ, authorizing the Liquidator to take such steps as are necessary to wind-up and close the HIPNJ estate and discharging the Liquidator and Deputy Liquidator; and for the

reasons set forth in the Commissioner's moving papers; and for good cause as shown;

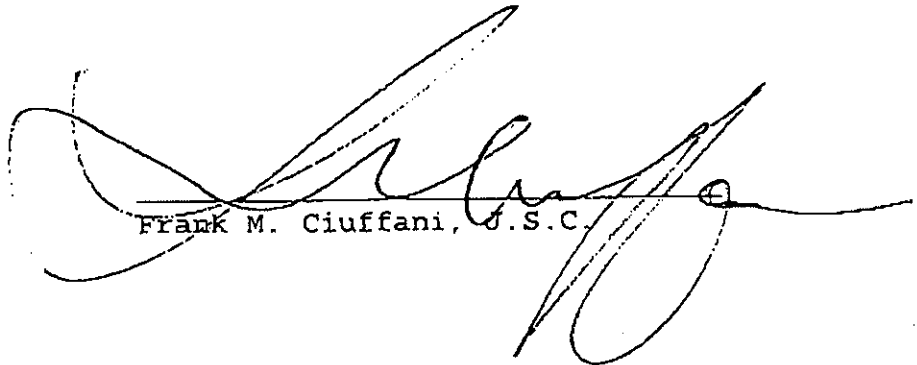
IT IS, on this 20 day of June, 2008;

ORDERED that:

1. The final accounting of HIPNJ submitted as Exhibit A to the Certification of Frank J. Leider be and hereby is approved and filed as submitted pursuant to N.J.S.A. 17b:32-31 et seq.
2. All distributions, settlements, and reports made prior to and in conjunction with this application are hereby approved;
3. The Liquidator, having previously arranged for the retention of medical records, is hereby authorized to destroy at the Liquidator's discretion, all of HIPNJ's records remaining in its or the Deputy Liquidator's possession;
4. The Liquidator is hereby authorized and directed to satisfy all remaining receivership expenses, including anticipated closing expenses, from the funds remaining in the HIPNJ estate after the payment of member Class III claims and pro rata payment of provider Class III claims.
5. The Liquidator is authorized to transfer all remaining funds to the State Treasury upon dissolution of the estate.

6. After satisfying the responsibilities detailed above, the Liquidator and Deputy Liquidator, and all their agents and assigns, are discharged from all further responsibility for the affairs of HIPNJ, and released from any and all claims, demands, and causes of action of any kind which may arise from or be connected with the administration of this receivership;

7. The New Jersey Commissioner of Banking and Insurance, or any successor in the office as Commissioner, as Liquidator of HIPNJ, may take any and all additional actions it deems advisable for the administration and termination of the HIPNJ estate without need for further applications before this or any other Court.



Frank M. Ciuffani, J.S.C.

Opposed
 Unopposed