

SENIOR TEXAN ESTATE PLANNING §
SERVICES, LLC, WILLIAM EVANS, §
MIKE AHLERS, DARRILL S. BEEBE, §
PC&S, LLC, GLOBAL ONE DIRECT, §
LLC, DAVID A. SHIELDS, STEVEN §
FEEKEN, JOSEPH T. DONNANTUONI, §
FIRST COVENANT FINANCIAL §
PARTNERS, LLC, PAUL BROST, DAVID §
DOLPH, RONALD R. COLEMAN, §
CHARLES DAVID GRAY, GARY §
LENAHAM, EARL BROWN, MIOKE §
GIVILANCZ, JR., KIP HARTMAN, §
MICHAEL A. CASTELLANO, JOHN P. §
FISH, JOEL FRANKLIN, W. JUSTIN §
TITLE, DAVID RICE, JAMES WILLIAM §
RASH, DAVID MATA, IAM FINANCIAL §
SERVICES, INC., DAVID HERZOG, AND §
SCOTT SCHROEDER §
Third-Party Defendants §

HCF RECEIVER’S APPLICATION FOR FEES FOR ACTUARIAL SERVICES

TO THE HONORABLE GISELA D. TRIANA-DOYAL,

Donald R. Taylor (“HCF Receiver”), in his capacity as receiver for Hill Country Funding LLC (Texas) and Hill Country Funding LLC (Nevada) (collectively “HCF”), and on behalf of the same, files this First Application for Fees for Actuarial Services.

1. On April 26, 2011, the Court appointed the HCF Receiver, obliging him to “collect, preserve and maintain the HCF Property.” Order ¶ 3.1, Apr. 26, 2011. To this end, the Court granted the HCF Receiver the necessary powers, which he was to exercise “in his sole discretion.” Order p. 11, Apr. 26, 2011.

2. These included the powers “[t]o conduct, manage, and take charge of all business affairs of, and on behalf of Hill Country Funding, including making such ordinary and necessary payments . . . as he deems advisable or proper for the marshalling, maintenance, or preservation of the HCF Property” and “[t]o enter into contracts as necessary for the orderly administration of the

receivership estate and to pay reasonable and necessary expenses incurred in connection with the foregoing duties out of the receivership estate.” Order ¶¶ 3.11, 3.21, Apr. 26, 2011.

3. In accordance the foregoing, the HCF Receiver engaged Bailey, Ramsey & Associates, Inc. to analyze HCF’s five life insurance policies and determine the lowest premium payment HCF could pay on each policy sufficient to simply keep the policies in force.

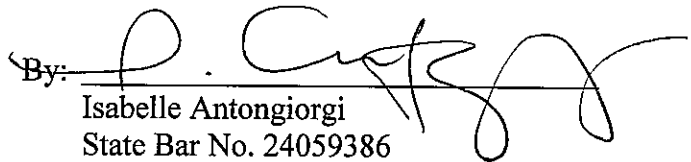
4. The engagement of professional actuaries was necessary because the insurers refused to provide the requested information and because professional actuarial expertise was required make the computations. If HCF had continued making the premium payments in the amounts requested by the insurers, it’s funds would have been depleted before year’s end. The analyses and information provided by Bailey, Ramsey & Associates, Inc. will allow HCF to maintain the policies through the spring of 2012.

5. The HCF Receiver hereby seeks approval from the Court to pay for the professional actuarial services of Bailey, Ramsey & Associates, Inc. for the period of August 1, 2011 through September 30, 2011. HCF has incurred \$14,751.77 in fees for these services and the firm’s invoices are attached hereto as Exhibit A.

6. Based on the foregoing, the HCF Receiver respectfully requests that this Application be granted and the Court approve of the payment of \$14,751.77 to Bailey, Ramsey & Associates, Inc.

Respectfully submitted,

TAYLOR DUNHAM, L.L.P.
301 Congress Avenue, Suite 1050
Austin, Texas 78701
Telephone: (512) 473-2257
Facsimile: (512) 478-4409
iantongiorgi@taylordunham.com

By: 
Isabelle Antongiorgi
State Bar No. 24059386
Attorneys for HCF Receiver Donald R. Taylor

CERTIFICATE OF SERVICE

This is to certify that a copy of the foregoing document was served on the following attorneys and pro se individuals by delivering a true and correct copy as indicated by the Court's electronic service system, and first class mail on this the 31st day of October, 2011, as follows:

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Attorneys for Relief Defendant Kiesling Porter

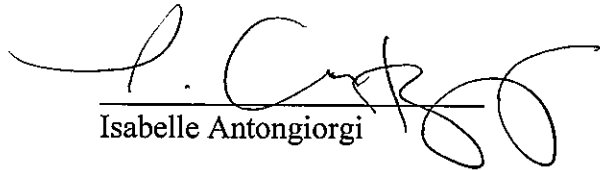
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Edelstein and Ovest III Master Fund, LLC*



Isabelle Antongiorgi

SEP _ 6 2011

September 1, 2011

Ms. Isabelle M. Antongiorgi
Taylor Dunham, LLP
301 Congress, Suite 1050
Austin, TX 78701

Dear Isabelle:

The following are charges incurred for consulting services through August 31, 2011:

Actuarial Consulting Services

\$ 9,627.50 - Hill Country Funding - One Year Value Calculation, Review Policy Form, Set Up
Templates on Segal and Feferkorn Policies

\$ 9,627.50 - Subtotal

\$ 794.27 - Sales Tax Payable

\$ 10,421.77 - **Total Payable**

Please make your remittance payable to:

Bailey, Ramsey & Associates, Inc.
8310 Capital of Texas Highway North, Building 1, Suite 370
Austin, Texas 78731

Thank you for the opportunity to provide consulting services to your company. If you have any questions regarding this invoice, please feel free to call me.

Sincerely,


L. Allen Bailey, FSA, MAAA

Exhibit A

COPY

OCT - 4 2011

EAC

October 1, 2011

Ms. Isabelle M. Antongiorgi
Taylor Dunham, LLP
301 Congress, Suite 1050
Austin, TX 78701

Dear Isabelle:

The following are charges incurred for consulting services through September 30, 2011:

<u>Actuarial Consulting Services</u>	
\$ 4,000.00	- Hill Country Funding - One Year Value Calculation, Templates on Segal and Feferkorn Policies, Monthly Premium Re-Calculation, Review New Annual Statements
\$ 4,000.00	- Subtotal
\$ 330.00	- Sales Tax Payable
<u>\$ 4,330.00</u>	- Total Payable

Please make your remittance payable to:

Bailey, Ramsey & Associates, Inc.
8310 Capital of Texas Highway North, Building 1, Suite 370
Austin, Texas 78731

Thank you for the opportunity to provide consulting services to your company. If you have any questions regarding this invoice, please feel free to call me.

Sincerely,


L. Allen Bailey, FSA, MAAA

COPY