

IN THE CIRCUIT COURT OF THE SECOND JUDICIAL CIRCUIT,
IN AND FOR LEON COUNTY, FLORIDA

IN RE: The Receivership of
QUALITY HEALTH PLANS, INC.

CIVIL: 2011-CA-002245

**DEPARTMENT'S MOTION FOR ORDER APPROVING FINAL CLAIMS REPORT,
CLAIMS DISTRIBUTION REPORT, DISTRIBUTION ACCOUNTING STATEMENT,
AND AUTHORIZING DISTRIBUTION**

COMES NOW, the Florida Department of Financial Services, as Receiver of Quality Health Plans, Inc. (hereinafter "Department"), by and through undersigned counsel, and hereby files this Motion for Order Approving Final Claims Report, Claims Distribution Report, Distribution Accounting Statement, and Authorizing Distribution and as good grounds therefore states the following:

1. Quality Health Plans, Inc. ("QHP") was a health maintenance organization previously authorized pursuant to the Florida Insurance Code to transact business in the State of Florida.

2. On October 17, 2011, this Court entered an *Order Appointing the Florida Department of Financial Services as Receiver* placing QHP into receivership and on November 16, 2011, this Court entered an *Order Granting Receiver's Motion for Modification and Ordering Liquidation of Quality Health Plans, Inc.*

3. Pursuant to section 631.021(1), Florida Statutes, this Court has jurisdiction over the Receivership and is authorized to enter all necessary and/or proper orders to carry out the purpose of the Florida Insurers Rehabilitation and Liquidation Act, sections 631.001 et seq., Florida Statutes.

4. The Court approved the Receiver's First Interim Claims Report and Recommendation on Claims on December 9, 2015, and the Receiver's Second Interim Claims Report and Recommendation on June 13, 2016.

5. The Department has compiled a Final Claims Report dated August 4, 2021, which reflects the classification of the non-guaranty association filed claims by priority in accordance with section 631.271, Florida Statutes, and the claims filing deadline. This report also incorporates the resolution of all timely filed objections and claimant information updates. For the Court's convenience, a summary reflecting the totals from the Report is attached as **Exhibit "A."** The entire Report, totaling 296 pages, is available to the court upon request.

6. The Final Claims Report reflects that 1,765 non-guaranty association claims were filed with an aggregate claim amount of \$82,829,756.56, of which the total amount recommended by the Department to be paid is \$39,156,743.83.

7. The Department is in the position to make a final distribution of receivership assets. Said assets will be distributed to claimants in Classes 1-6 in accordance with the Claims Distribution Report dated August 4, 2021. The Claims Distribution Report is attached hereto and incorporated herein by reference as **Exhibit "B"**

8. The Department has compiled a Distribution Accounting Statement—*Projected for August 2021 Distribution*, (the "*Distribution Accounting*"). As shown in the Distribution Accounting, the Department is prepared to make a final distribution of \$5,590,420.01 to all claimants in Classes 1-6. This distribution constitutes 100% of the amount recommended in Classes 1 through 5, and 14.1642% of the amount recommended in Class 6. The final pro-rata calculation and the amount distributed may have a slight variance due to rounding at the time of

check processing. The *Distribution Accounting* is attached hereto and incorporated herein by reference as **Exhibit “C.”**

9. The Department recommends that the Final Claims Report, Claims Distribution Report, and Distribution Accounting be approved.

10. Upon the filing of this Motion for Order Authorizing Distribution, no further assignment of claim shall be accepted by the Department.

WHEREFORE the Department of Financial Services as Receiver for QHP, requests the Court to grant this Motion and enter an Order Approving Final Claims Report, Claims Distribution Report, Distribution Accounting Statement, and Authorizing Distribution.

Respectfully submitted this 23rd day of August 2021.

/s/Yamile Benitez-Torviso

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CERTIFICATE OF SERVICE

IT IS HEREBY CERTIFIED that a true and correct copy of this Motion was electronically filed with the Clerk of Courts by using the ECF system and electronically noticed this 23rd day of August 2021 to all attorneys of record listed thereon.

/s/Yamile Benitez-Torviso
Yamile Benitez-Torviso

FLORIDA DEPARTMENT OF FINANCIAL SERVICES -DIVISION OF REHABILITATION AND LIQUIDATION
 QUALITY HEALTH PLANS, INC.
 FINAL CLAIMS REPORT
 PART A - FOR NON GUARANTY ASSOCIATION CLAIMANTS

SUMMARY TOTALS

TOTAL AMOUNT CLAIMED BY NON GUARANTY ASSOCIATION CLAIMANTS	\$82,829,756.56
TOTAL AMOUNT RECOMMENDED TO NON GUARANTY ASSOCIATION CLAIMANTS	\$39,156,743.83
TOTAL NUMBER	1,765

Secured Claims			
COUNT OF SECURED CLAIMS :	0		
AMOUNT CLAIMED FOR SECURED CLAIMS BY NON GUARANTY ASSOCIATION	\$0.00		
AMOUNT RECMD FOR SECURED CLAIMS TO NON GUARANTY ASSOCIATION			
UnSecured Claims			
COUNT OF CLASS 1 CLAIMS :	0	COUNT OF CLASS 6 CLAIMS :	1,449
AMOUNT CLAIMED FOR CLASS 1 CLAIMS BY NON GUARANTY ASSOCIATION	\$0.00	AMOUNT CLAIMED FOR CLASS 6 CLAIMS BY NON GUARANTY ASSOCIATION	\$77,474,139.55
AMOUNT RECMD FOR CLASS 1 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS :		AMOUNT RECMD FOR CLASS 6 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS :	\$39,105,272.88
COUNT OF CLASS 2 CLAIMS :	214	COUNT OF CLASS 7 CLAIMS :	1
AMOUNT CLAIMED FOR CLASS 2 CLAIMS BY NON GUARANTY ASSOCIATION	\$286,450.65	AMOUNT CLAIMED FOR CLASS 7 CLAIMS BY NON GUARANTY ASSOCIATION	\$980.62
AMOUNT RECMD FOR CLASS 2 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:	\$26,784.96	AMOUNT RECMD FOR CLASS 7 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:	
COUNT OF CLASS 3 CLAIMS :	0	COUNT OF CLASS 8 CLAIMS :	79
AMOUNT CLAIMED FOR CLASS 3 CLAIMS BY NON GUARANTY ASSOCIATION	\$0.00	AMOUNT CLAIMED FOR CLASS 8 CLAIMS BY NON GUARANTY ASSOCIATION	\$656,540.67
AMOUNT RECMD FOR CLASS 3 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:		AMOUNT RECMD FOR CLASS 8 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:	
COUNT OF CLASS 4 CLAIMS :	2	COUNT OF CLASS 9 CLAIMS :	1
AMOUNT CLAIMED FOR CLASS 4 CLAIMS BY NON GUARANTY ASSOCIATION	\$482.68	AMOUNT CLAIMED FOR CLASS 9 CLAIMS BY NON GUARANTY ASSOCIATION	\$4,384,532.00
AMOUNT RECMD FOR CLASS 4 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:	\$7,278.56	AMOUNT RECMD FOR CLASS 9 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:	
COUNT OF CLASS 5 CLAIMS :	17	COUNT OF CLASS 10 CLAIMS :	2
AMOUNT CLAIMED FOR CLASS 5 CLAIMS BY NON GUARANTY ASSOCIATION	\$26,628.39	AMOUNT CLAIMED FOR CLASS 10 CLAIMS BY NON GUARANTY ASSOCIATION	\$2.00
AMOUNT RECMD FOR CLASS 5 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS:	\$17,407.43	AMOUNT RECMD FOR CLASS 10 CLAIMS TO NON GUARANTY ASSOCIATION CLAIMANTS :	

FLORIDA DEPARTMENT OF FINANCIAL SERVICES-DIVISION OF REHABILITATION AND LIQUIDATION
QUALITY HEALTH PLANS, INC.
CLAIMS DISTRIBUTION REPORT

SUMMARY TOTALS

TOTAL AMOUNT CLAIMED	\$67,788,645.92
TOTAL AMOUNT RECOMMENDED	\$39,156,743.83
TOTAL NUMBER	1,376

Secured Claims

COUNT OF SECURED CLAIMS :	0
AMOUNT CLAIMED FOR SECURED CLAIMS :	
AMOUNT RECOMMENDED FOR SECURED CLAIMS :	

Unsecured Claims

COUNT OF CLASS 1 CLAIMS :	0	COUNT OF CLASS 6 CLAIMS :	1,322
AMOUNT CLAIMED FOR CLASS 1 CLAIMS :		AMOUNT CLAIMED FOR CLASS 6 CLAIMS :	\$67,749,020.19
AMOUNT RECOMMENDED FOR CLASS 1 CLAIMS :		AMOUNT RECOMMENDED FOR CLASS 6 CLAIMS :	\$39,105,272.88
COUNT OF CLASS 2 CLAIMS :	41	COUNT OF CLASS 7 CLAIMS :	0
AMOUNT CLAIMED FOR CLASS 2 CLAIMS :	\$22,515.66	AMOUNT CLAIMED FOR CLASS 7 CLAIMS :	
AMOUNT RECOMMENDED FOR CLASS 2 CLAIMS :	\$26,784.96	AMOUNT RECOMMENDED FOR CLASS 7 CLAIMS :	
COUNT OF CLASS 3 CLAIMS :	0	COUNT OF CLASS 8 CLAIMS :	0
AMOUNT CLAIMED FOR CLASS 3 CLAIMS :		AMOUNT CLAIMED FOR CLASS 8 CLAIMS :	
AMOUNT RECOMMENDED FOR CLASS 3 CLAIMS :		AMOUNT RECOMMENDED FOR CLASS 8 CLAIMS :	
COUNT OF CLASS 4 CLAIMS :	1	COUNT OF CLASS 9 CLAIMS :	0
AMOUNT CLAIMED FOR CLASS 4 CLAIMS :	\$481.68	AMOUNT CLAIMED FOR CLASS 9 CLAIMS :	
AMOUNT RECOMMENDED FOR CLASS 4 CLAIMS :	\$7,278.56	AMOUNT RECOMMENDED FOR CLASS 9 CLAIMS :	
COUNT OF CLASS 5 CLAIMS :	12	COUNT OF CLASS 10 CLAIMS :	0
AMOUNT CLAIMED FOR CLASS 5 CLAIMS :	\$16,628.39	AMOUNT CLAIMED FOR CLASS 10 CLAIMS :	
AMOUNT RECOMMENDED FOR CLASS 5 CLAIMS :	\$17,407.43	AMOUNT RECOMMENDED FOR CLASS 10 CLAIMS :	

Note: if status is unevaluated, then dollar amounts have been suppressed

Quality Health Plans
Distribution Accounting
Projected for August 2021 Distribution

ESTIMATED ASSETS AT JULY 31, 2021

	<u>Value</u>	<u>Reference</u>
Cash	\$ 5,748,543.42	Schedule A
Total Assets	\$ 5,748,543.42	

ESTIMATED FUNDS RETAINAGE

	<u>Value</u>	<u>Reference</u>
Class I - Administrative Claims Retainage for Receiver Expenses Estimate (August 2021- June 2022)	52,219.00	Schedule B
Discharge Expenses Retainage for records storage, records destruction, tax return prep. & labor	105,904.41	Schedule E
Total Proposed Retainage	158,123.41	
TOTAL AVAILABLE TO DISTRIBUTE	\$ 5,590,420.01	

DISTRIBUTION RECOMMENDATION

	Claims Value	Less Previous Claims Distributions	Value of Claims Outstanding	Apply Adv. Pmts. to Guaranty Assoc.	Recommended Distribution	% Value of Claims Outstanding	% Value of Gross Filed Claims	Total % of Claims Value Distributed
Class I - Administrative Claims-Guaranty Funds	\$ -	\$ -	\$ -	\$ -	\$ -	0.0000%	0.0000%	0.0000%
Class II - Loss Claims-Guaranty Funds	-	-	-	-	-	0.0000%	0.0000%	0.0000%
Class II - Loss Claims-Other	26,784.96	-	26,784.96	26,784.96	26,784.96	100.0000%	100.0000%	100.0000%
Class III - Return Premium Claims-Guaranty Funds	-	-	-	-	-	0.0000%	0.0000%	0.0000%
Class III - Return Premium Claims-Other	-	-	-	-	-	0.0000%	0.0000%	0.0000%
Class IV - Federal Government Claims	7,278.56	-	7,278.56	7,278.56	7,278.56	100.0000%	100.0000%	100.0000%
Class V - Employee Claims	17,407.43	-	17,407.43	17,407.43	17,407.43	100.0000%	100.0000%	100.0000%
Class VI - General Creditors Claims GA	-	-	-	-	-	0.0000%	0.0000%	0.0000%
Class VI - General Creditors Claims Other	39,105,272.88	-	39,105,272.88	39,105,272.88	5,538,949.06	14.1642%	14.1642%	14.1642%
Class VII - State & Local Government Claims	980.62	-	980.62	980.62	-	0.0000%	0.0000%	0.0000%
Class VIII - Late Filed Claims	656,540.67	-	656,540.67	656,540.67	-	0.0000%	0.0000%	0.0000%
Class IX - Surplus/Other-GA	-	-	-	-	-	0.0000%	0.0000%	0.0000%
Class IX - Surplus/Other Claims	4,384,532.00	-	4,384,532.00	4,384,532.00	-	0.0000%	0.0000%	0.0000%
Class XI - Shareholder Claims	2.00	-	2.00	2.00	-	0.0000%	0.0000%	0.0000%
Totals	\$ 44,198,799.12	\$ -	\$ 44,198,799.12	\$ -	\$ 5,590,420.01			

Index to Attached Schedules:

Schedule A - Available Cash Projection
Schedule B - Estimated Funds to be Retained by the Receiver for Discharge of the Estate
Schedule C - Allocated State Funds Expensed
Schedule D - Interest Earnings Projection - Pooled Cash
Schedule E - Receiver Discharge Expenses
Schedule F - Contributed Equity

Quality Health Plans
Available Cash Projection
Projected for August 2021 Distribution

	Cash Balance as of March 31, 2021	Apr-21	May-21	Jun-21	Jul-21
Beginning Pooled Cash Balance	\$ 5,765,149.54	\$ 5,760,795.42	\$ 5,716,676.27	\$ 5,756,589.42	
Legal Services					
Direct Receiver Expenses (Actual or Estimated)					
Rent-Records, Bank Fees, Postage		1,200.00	1,200.00	1,200.00	1,200.00
Sub-total		1,200.00	1,200.00	1,200.00	1,200.00
Allocated Receiver Expenses (Estimated)					
Labor & Benefits		6,166.00	6,166.00	6,166.00	6,166.00
Indirect Expenses		680.00	680.00	680.00	680.00
Sub-total		6,846.00	6,846.00	50,811.00	6,846.00
Cash Balance Before Interest Earnings		5,757,103.54	5,752,749.42	5,663,865.27	5,748,543.42
Interest Earnings					
Pooled Cash:					
Actual SPIA Earnings for March to be credited on 4/01/2021.		3,691.88			
Estimate based on assumed SPIA APR on the previous month's average Pooled Cash balance (See Schedule D)			3,840.00	3,840.00	3,800.00
Ending Pooled Cash Balance	\$ 5,765,149.54	\$ 5,760,795.42	\$ 5,756,589.42	\$ 5,668,645.27	\$ 5,748,543.42

Assumptions for Allocated Receiver Expenses:

¹ Labor & Benefits: This estimate is based on a four month actual average.

December Actual	\$ 1,145.78
January Actual	3,088.67
February Actual	2,813.07
March Actual	5,286.00
Sub-total	<u>12,333.52</u>
4 mth. actual average (rounded)	<u>3,083.00</u>

² Indirect Expenses: This estimate is QHP's estimated pro rata share of the Receiver's estimated total indirect expenses. The pro rata share calculation is based on QHP's estimated total assets divided by the Receiver's estimated total assets for all receiverships.

Estimated Total Asset %	2.00%
Estimated Total for the Receiver	\$ 34,000.00
Estimated Expense (rounded)	<u>\$ 680.00</u>

Quality Health Plans
Estimated Funds to be Retained by the Receiver for Discharge of the Estate
Estimated from August 2021 through the Projected Discharge Date of June 2022

	July	August	September	October - December 2021	January - June 2022	Retainage Calculation
Beginning Cash Balance		\$ 5,748,543.42	\$ 153,817.41	\$ 147,641.41	\$ 133,752.41	
Direct Receiver Expenses						
Records Storage, Bank Fees, Postage		1,300.00	1,300.00	3,900.00	7,800.00	
Sub-total		1,300.00	1,300.00	3,900.00	7,800.00	\$ 14,300.00
Allocated Receiver Expenses						
Labor & Benefits		6,166.00	6,166.00	9,249.00	18,498.00 ¹	
Indirect Expenses		680.00	680.00	1,020.00	2,040.00 ²	
Sub-total		6,846.00	6,846.00	10,269.00	20,538.00	\$ 44,499.00
Claims Distribution (Approx.)		5,590,420.01				
Cash Balance Before Interest Earnings		149,977.41	145,671.41	133,472.41	105,414.41	
Interest Earnings						
Estimate based on assumed SPIA APR on the previous month's average Pooled Cash balance (See Schedule D).		3,840.00	1,970.00	280.00	490.00	\$ 6,580.00
Projected Ending Cash Balance	\$ 5,748,543.42	\$ 153,817.41	\$ 147,641.41	\$ 133,752.41	\$ 105,904.41	
Retainage for Receiver's Expenses						\$ 52,219.00

Assumptions for Allocated Receiver Expenses:

¹ Labor & Benefits: This estimate is based on a four month actual average reflecting increased labor through the first month after distribution. Subsequent months are reduced to reflect decreased level of activity.

December Actual	\$ 1,145.78
January Actual	\$ 3,088.67
February Actual	\$ 2,813.07
March Actual	\$ 5,286.00
Sub-total	<u>12,333.52</u>
4 mth. actual average (rounded)	<u>3,083.00</u>

² Indirect Expenses: This estimate is QHP's estimated pro rata share of the Receiver's estimated total indirect expenses. The pro rata share calculation is based on Aries' estimated total assets divided by the Receiver's estimated total assets for all receiverships.

	Before Distribution	After Distribution
Estimated Total Asset %	2.00%	0.50%
Estimated Total for the Receiver	<u>\$ 34,000.00</u>	<u>\$ 34,000.00</u>
Estimated Expense (rounded)	<u>\$ 680.00</u>	<u>\$ 170.00</u>

Quality Health Plans
Allocated State Funds Expensed
Estimated from April 2021 through the Projected Discharge Date of June 2022
THIS STATEMENT INCLUDED FOR INFORMATION PURPOSES ONLY - AMOUNTS NOT PART OF DISTRIBUTION CALCULATION

	Apr-21	May-21	Jun-21	Jul-21	Aug-21	Sep-21	October through December 2021	January through June 2022	Totals
Accrued Allocated State of Florida Expenses (Estimated)									
Labor & Benefits	\$ 216.00	\$ 216.00	\$ 216.00	\$ 216.00	\$ 216.00	\$ 216.00	\$ 162.00	\$ 324.00 ¹	\$ 1,782.00
Indirect Expenses	680.00	680.00	680.00	680.00	680.00	680.00	15.00	30.00 ²	\$ 4,125.00
Total	\$ 896.00	\$ 896.00	\$ 896.00	\$ 896.00	\$ 896.00	\$ 896.00	\$ 177.00	\$ 354.00	\$ 5,907.00 ³

Assumptions for Allocated State of Florida Expenses:

¹ Labor & Benefits: This estimate is based on a four month actual average reflecting increased labor through the first month after distribution. Subsequent months are reduced to reflect decreased level of activity.

December Actual	41.83
January Actual	106.65
February Actual	98.92
March Actual	184.76
Sub-total	432.16
4 mth. actual average (rounded)	108.00

² Indirect Expenses: This estimate is QHPs' estimated pro rata share of the Receiver's estimated total indirect expenses.
The pro rata share calculation is based on QHP's estimated total assets divided by the Receiver's estimated total assets for all receiverships.

	<u>Before Distribution</u>	<u>After Distribution</u>
Estimated Total Asset %	2.00%	0.50%
Estimated Total for the State	\$ 34,000.00	\$ 34,000.00
Estimated Expense (rounded)	\$ 680.00	\$ 5.00

³ Per current Receiver policies and procedures, these accumulated amounts are recorded directly against estate equity as opposed to a liability account.

Quality Health Plans
Interest Earnings Projection - Pooled Cash
Projected for August 2021 Distribution

Interest accrued for April

Beginning cash balance	5,765,149.54
Ending cash balance	5,760,795.42

Average cash balance for April	5,762,972.48
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	46,103.78
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Accrual for April	\$ 3,840.00
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Interest accrued for May

Beginning cash balance	5,760,795.42
Ending cash balance	5,756,589.42

Average cash balance for May	5,758,692.42
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	46,069.54
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Accrual for May	\$ 3,840.00
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Interest accrued for June

Beginning cash balance	5,716,676.27
Ending cash balance	5,668,645.27

Average cash balance for June	5,692,660.77
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	45,541.29
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Accrual for June	\$ 3,800.00
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Interest accrued for July

Beginning cash balance	5,756,589.42
Ending cash balance	5,748,543.42

Average cash balance for July	5,752,566.42
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	46,020.53
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Accrual for July	\$ 3,840.00
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Interest accrued for August

Beginning cash balance	5,748,543.42
Ending cash balance	153,817.41

Average cash balance for August	2,951,180.42
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	23,609.44
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Accrual for August	\$ 1,970.00
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Interest accrued for September

Beginning cash balance	153,817.41
Ending cash balance	147,641.41

Average cash balance for September	150,729.41
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	1,205.84
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Accrual for September	\$ 100.00
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Interest accrued for October through December 2021

Beginning cash balance	147,641.41
Ending cash balance	133,752.41

Average cash balance for Quarter	140,696.91
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	1,125.58
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Accrual for October through December 2021	\$ 270.00
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Interest accrued for January through June 2022

Beginning cash balance	133,752.41
Ending cash balance	105,904.41

Average cash balance for six months	119,828.41
Assumed SPIA interest rate (Annualized)	0.80%

Subtotal (Annualized)	958.63
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Accrual for January through June 2022	\$ 480.00
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Quality Health Plans
Receiver Discharge Expenses
Projected for August 2021 Distribution

Discharge Expenses (Projected for Post 6/30/2022)

Records Storage, Labor, Scanning Claims' Files for Unclaimed Property, Holders' Report, 2020-2022 Tax Return Preparation & Filing	105,904.41
Total	\$ 105,904.41

Quality Health Plans
Statement of Contributed Equity from Regulatory Trust Fund Estimated Balances
Projected for Discharge by 6/30/2022

Contributed Equity Balance as of 3/31/2021		\$	122,592.22
Accrual for April 2021- June 2022 (Estimate from Schedule C)	<u>\$ 5,907.00</u>		
Total		\$	<u>5,907.00</u>
Projected Contributed Equity Balance as of 6/30/2022		\$	<u><u>128,499.22</u></u>