

**IN THE CIRCUIT COURT OF THE FIFTEENTH JUDICIAL CIRCUIT
IN AND FOR PALM BEACH COUNTY, FLORIDA
CIVIL DIVISION**

STATE OF FLORIDA
OFFICE OF FINANCIAL REGULATION,

Plaintiff,

v.

CASE NO.: 50-2021-CA-008718-XXXX-MB

NATIONAL SENIOR INSURANCE, INC.
D/B/A SEEMAN HOLTZ,
MARSHAL SEEMAN,
CENTURION INSURANCE SERVICES GROUP, LLC,
BRIAN J. SCHWARTZ,
EMERALD ASSETS 2018, LLC,
INTEGRITY ASSETS 2016, LLC,
INTERGRITY ASSETS, LLC,
PARA LONGEVITY 2014-5, LLC,
PARA LONGEVITY 2015-3, LLC,
PARA LONGEVITY 2015-5, LLC,
PARA LONGEVITY 2016-3, LLC,
PARA LONGEVITY 2016-5, LLC,
PARA LONGEVITY 2018-3, LLC,
PARA LONGEVITY 2018-5, LLC,
PARA LONGEVITY 2019-3, LLC,
PARA LONGEVITY 2019-5, LLC,
PARA LONGEVITY 2019-6, LLC,
PARA LONGEVITY VI, LLC,
SH GLOBAL, LLC N/K/A PARA LONGEVITY V, LLC,
ALTRAI GLOBAL, LLC A/K/A ALTRAI HOLDINGS, LLC,
VALENTINO GLOBAL HOLDINGS, LLC,
AMERITONIAN ENTERPRISES, LLC,
SEEMAN-HOLTZ CONSULTING CORP.,
CENTURION ISG Holdings, LLC,
CENTURION ISG Holdings II, LLC,
CENTURION ISG (Europe) Limited,
CENTURION ISG SERVICES, LLC,
CENTURION ISG FINANCE GROUP, LLC,
CENTURION FUNDING SPV I LLC,
CENTURION FUNDING SPV II LLC,
GRACE HOLDINGS FINANCIAL, LLC,
PRIME SHORT TERM CREDIT INC.,

Defendants.

THE ESTATE OF ERIC CHARLES HOLTZ,

SEEMAN HOLTZ PROPERTY AND CASUALTY, LLC
F/K/A SEEMAN HOLTZ PROPERTY AND CASUALTY, INC.,
SHPC HOLDINGS I, LLC,

Relief Defendants.

**ORDER GRANTING CORPORATE MONITOR, DANIEL J. STERMER'S
MOTION TO APPROVE STIPULATION OF SETTLEMENT WITH SHPC
AND HUDSON LENDER PARTIES**

THIS MATTER came before the Court on August 11, 2022 at 8:30 a.m. upon the *Corporate Monitor, Daniel J. Stermer's Motion to Approve Stipulation of Settlement With SHPC and Hudson Lender Parties* (the "Motion") filed by the Court-appointed Corporate Monitor, Daniel J. Stermer ("Corporate Monitor"). The Motion seeks approval of a *Stipulation of Settlement* (the "Settlement Agreement"), a copy of which is attached to the Motion as Exhibit "B", between the Corporate Monitor, Seeman Holtz Property and Casualty, LLC f/k/a Seeman Holtz Property and Casualty, Inc. ("SHPC") and HSCM Bermuda Fund, Ltd., a Bermuda corporation ("Hudson"), for itself and in its capacity as Administrative Agent for senior lenders¹ under that certain Third Amended and Restated Loan Agreement, dated October 8, 2019, and related agreements and as Lead Joint Collateral Lender for the lenders under that certain Intercreditor Agreement, dated November 5, 2018, and related agreements (collectively, "Hudson Loan Agreements" and "Hudson," together with the senior lenders, shall be referred to as the "Hudson Lender Parties"). The Court, having considered the Motion and the Settlement Agreement, having reviewed the Court file, noting that the relief sought in the Motion is not opposed by Plaintiff, having heard argument of counsel and being otherwise fully advised in the premises, it is hereupon,

ORDERED and ADJUDGED that:

1. The Motion is **GRANTED**.

¹ The senior lenders are HSCM Bermuda Fund Ltd., Hamilton HM 11 Bermuda c/o Hudson Structured Capital Management Ltd, HSCM F1 Master Fund Ltd, HS Select I, LLC, and Consumers United, Inc. d/b/a Goji Insurance.

2. The Settlement Agreement between the Corporate Monitor, SHPC, and the Hudson Lender Parties, attached to the Motion as Exhibit “B” is **APPROVED** in its entirety, except as modified in paragraph 3 herein.

3. Paragraph 5(a) of the Settlement Agreement is replaced and modified to read as follows:

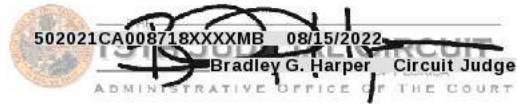
Subject to the exclusions set forth herein, the Corporate Monitor, on behalf of himself and the Consenting Corporate Defendants, hereby grants a general release and forever discharges SHPC, and its past, current, and future owners, directors, officers, affiliates, subsidiaries, independent contractors, secured lenders (including, without limitation, Consumers United, Inc. d/b/a Goji Insurance, and the other secured noteholders), Lender Parties, and professionals, and their employees, officers, directors, independent contractors, and professionals (collectively, the “SHPC Release Parties”) from any and all past, present or future actions, claims, demands, damages, obligations, liabilities, controversies and executions, of any kind or nature whatsoever, whether known or unknown, which have arisen, or may have arisen, by reason of the Parties’ relationship or the conduct alleged in the OFR Action, or any claims, demands, damages, obligations, liabilities, controversies and executions that were or could have been asserted. For the avoidance of doubt, this Release excludes and shall not release the SHPC Release Parties’ obligations to perform under the terms of this Stipulation. This Release excludes and shall not release Marshal Seeman, Eric Holtz and the Estate of Eric Holtz, Brian Schwartz, and Locke Lorde LLP. This release excludes and shall not release the following professionals: Terance Alan Hodge, Esq., the Law Office of Scott Alan Orth, P.A., Bryan Cave Leighton Paisner LLP, Greenspoon Marder, Akerman, LLP, Shutts & Bowen, LLP, Morrison Brown Argiz & Farra, LLP, AG, Greenberg Traurig, David R. Chase, P.A. and Rampell & Rampell, P.A. except for services performed for the benefit of SHPC, pursuant to written engagement agreements with SHPC. Other than as set forth above, nothing contained herein shall be deemed a release of any of the listed professionals from any other claims or causes of action related to any non-SHPC Consenting Corporate Defendants and all such claims that the Consenting Corporate Defendant(s) may have are hereby specifically preserved.

Additionally, the following WHEREAS CLAUSE is incorporated into the Settlement Agreement:

WHEREAS, Marshal Seeman asserts that the pledge of the membership interests in SHPC by SHPC Holdings I, LLC was intended to secure payment of the Consenting Corporate Defendant Due To/Due From *and* (principally, according to Mr. Seeman) to subject Marshal Seeman’s and

Eric Holtz' entire equity in SHPC as additional collateral for the benefit of the Noteholders in the Centurion related entities (Emerald, Integrity, Paralongevity, etc., et al.).

DONE AND ORDERED in Chambers at West Palm Beach, Florida.



502021CA008718XXXXMB 08/15/2022
Bradley G. Harper
Circuit Judge

BRADLEY HARPER
CIRCUIT COURT JUDGE

Copies to: Counsel of Record and Corporate Monitor

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