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SEP 23 2019

United States Bankruptcy Court
Middle District of Alabama

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF ALABAMA

FILED

SEP 23 2019

United States Bankruptcy Court
Middle District of Alabama

ORDER

The depository, Axos Bank, holds funds of bankruptcy estates administered under chapters 7, 11, 12 and 13 of Title 11, U.S. Code. In lieu of depositing securities with the Federal Reserve Bank, the depository has elected to post a bond pursuant to §345(b)(1) in favor of the United States through Arch Insurance Company. The bond is hereby amended by the filing of the attached rider. Effective August 27, 2019, the bond for Axos Bank is increased from \$3,600,000.00 to \$4,000,000.00.

DONE, this the 20 day of September, 2019.



William R. Sawyer
Chief United States Bankruptcy Judge

ARCH INSURANCE COMPANY

**BANKRUPTCY DEPOSITORY BOND IN FAVOR OF THE UNITED STATES
PROTECTING MONIES DEPOSITED BY CHAPTER 7, 11, 12 AND 13 TRUSTEES
IN BANKRUPTCY CASES IN THE UNITED STATES BANKRUPTCY COURT FOR THE
MIDDLE DISTRICT OF ALABAMA
(11 U.S.C. § 345)**

RIDER NO. 1

Attached to and forming part of Bond No. SU1145740

Bond Principal: AXOS BANK

Issued in favor of: UNITED STATES OF AMERICA

Effective date of Rider: AUGUST 27, 2019

It is hereby agreed that the bond penalty is changed:

From: THREE MILLION SIX HUNDRED THOUSAND AND 00/100ths-----
(\$3,600,000.00)DOLLARS

To: FOUR MILLION AND 00/100THS-----
(\$4,000,000.00)DOLLARS

Nothing herein contained shall be held to vary, waive, alter, or extend any of the terms, conditions, agreements, or limitations of the captioned bond except as herein stated.

Signed, sealed and dated this 28TH day of August, 2019.

AXOS BANK

By: _____

Ryan Eric Stern
First Vice President

ARCH INSURANCE COMPANY

By: _____

Carol Levine
Attorney-In-Fact

RIDER ACCEPTED BY:

On behalf of the United States of America

09/19/19

Date

State of NEW YORK

County of NEW YORK

ss. Surety Acknowledgment

On this **28th day of August, 2019**, before me personally came **Carol Levine**, to me known, who, being by me duly sworn, did depose and say that she is an attorney-in-fact of **ARCH INSURANCE COMPANY**, the corporation described in and which the within instrument; that she knows the corporate seal of said corporation; that the seal affixed to the within instrument is such corporate seal, and that she signed the said instrument and affixed the said seal as Attorney-In-Fact by authority of the Board of Directors of said corporation and by authority of this office under the Standing Resolutions thereof.

MARGARET MCLAUGHLIN
Notary Public, State of New York
Registration No. 01MC6374205
Qualified in Suffolk County
Commission Expires April 23, 2022



Notary Public

STATE OF: CALIFORNIA
COUNTY OF: LOS ANGELES

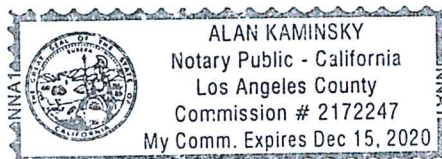
ss. Corporation Acknowledgment

On this 11 day of SEPT, 2019, before me personally came **RYAN ERIC STERN**, to me known, who being by me duly sworn, did depose and say that he/she is the **FIRST VICE PRESIDENT of AXOS BANK**, the corporation described in and which executed the above instrument, that he/she knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation, and that he/she signed his name thereto by like order.

My commission expires 12/15/2020



Notary Public



THIS POWER OF ATTORNEY IS NOT VALID UNLESS IT IS PRINTED ON BLUE BACKGROUND.

This Power of Attorney limits the acts of those named herein, and they have no authority to bind the Company except in the manner and to the extent herein stated. Not valid for Note, Loan, Letter of Credit, Currency Rate, Interest Rate or Residential Value Guarantees.

POWER OF ATTORNEY

Know All Persons By These Presents:

That the Arch Insurance Company, a corporation organized and existing under the laws of the State of Missouri, having its principal administrative office in Jersey City, New Jersey (hereinafter referred to as the "Company") does hereby appoint:

Carol L Levine and Maria Sponza of New York, NY (EACH)

its true and lawful Attorney(s)in-Fact, to make, execute, seal, and deliver from the date of issuance of this power for and on its behalf as surety, and as its act and deed:

Any and all bonds, undertakings, recognizances and other surety obligations, in the penal sum not exceeding Ninety Million Dollars (\$90,000,000.00).

This authority does not permit the same obligation to be split into two or more bonds In order to bring each such bond within the dollar limit of authority as set forth herein.

The execution of such bonds, undertakings, recognizances and other surety obligations in pursuance of these presents shall be as binding upon the said Company as fully and amply to all intents and purposes, as if the same had been duly executed and acknowledged by its regularly elected officers at its principal administrative office in Jersey City, New Jersey.

This Power of Attorney is executed by authority of resolutions adopted by unanimous consent of the Board of Directors of the Company on September 15, 2011, true and accurate copies of which are hereinafter set forth and are hereby certified to by the undersigned Secretary as being in full force and effect:

"VOTED, That the Chairman of the Board, the President, or the Executive Vice President, or any Senior Vice President, of the Surety Business Division, or their appointees designated in writing and filed with the Secretary, or the Secretary shall have the power and authority to appoint agents and attorneys-in-fact, and to authorize them subject to the limitations set forth in their respective powers of attorney, to execute on behalf of the Company, and attach the seal of the Company thereto, bonds, undertakings, recognizances and other surety obligations obligatory in the nature thereof, and any such officers of the Company may appoint agents for acceptance of process."

This Power of Attorney is signed, sealed and certified by facsimile under and by authority of the following resolution adopted by the unanimous consent of the Board of Directors of the Company on September 15, 2011:

VOTED, That the signature of the Chairman of the Board, the President, or the Executive Vice President, or any Senior Vice President, of the Surety Business Division, or their appointees designated in writing and filed with the Secretary, and the signature of the Secretary, the seal of the Company, and certifications by the Secretary, may be affixed by facsimile on any power of attorney or bond executed pursuant to the resolution adopted by the Board of Directors on September 15, 2011, and any such power so executed, sealed and certified with respect to any bond or undertaking to which it is attached, shall continue to be valid and binding upon the Company.

ARCH INSURANCE COMPANY
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2018

Assets

Cash in Banks	\$ 44,083,982
Bonds owned	\$ 2,275,266,071
Stocks	\$ 520,950,552
Premiums in course of collection	\$ 392,854,370
Accrued interest and other assets	\$ 479,683,085
 Total Assets	 <u>\$ 3,712,838,060</u>

Liabilities

Reserve for losses and adjustment expenses	\$ 1,263,455,596
Reserve for unearned premiums	\$ 782,338,980
Ceded reinsurance premiums payable	\$ 192,713,132
Amounts withheld or retained by company for account of others	\$ 179,780,911
Reserve for taxes, expenses and other liabilities	\$ 381,856,898
 Total Liabilities	 2,800,145,517
 Surplus as regards policyholders	 <u>912,692,543</u>
 Total Surplus and Liabilities	 <u>\$ 3,712,838,060</u>

By: 	Attest: 
Senior Vice President, Chief Financial Officer and Treasurer	Senior Vice President, General Counsel and Secretary

State of New Jersey)
) SS
County of Hudson)

Thomas James Ahern, Senior Vice President, Chief Financial Officer and Treasurer and Patrick Kenneth Nails, Senior Vice President, General Counsel and Secretary being duly sworn, of ARCH INSURANCE COMPANY, Missouri; and that the foregoing is a true and correct statement of financial condition of said company, as of December 31, 2018.

Subscribed and sworn to before me, this 27 day of February, 2019

Notary Public Mary E. Keating

MARY E. KEATING
NOTARY PUBLIC OF NEW JERSEY
ID # 2449826
My Commission Expires 8/28/2019