

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____ Chapter 15

Check if this an amended filing

Official Form 401

Chapter 15 Petition for Recognition of a Foreign Proceeding

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

1. Debtor's name Beechwood RE (In Official Liquidation)

2. Debtor's unique identifier For non-individual debtors:
 Federal Employer Identification Number ____
 Other 278453. Describe identifier Cayman Island Companies Law.
For individual debtors
 Social Security Number: ____
 Individual Taxpayer Identification Number (ITIN): ____
 Other ____ Describe identifier ____

3. Name of foreign representative(s) Stuart Sybersma

4. Foreign proceeding in which appointment of the foreign representative(s) occurred Official Liquidation proceedings in the Grand Court of the Cayman Islands with reference FSD 144 of 2018

5. Nature of the foreign proceeding Check one:
 Foreign main proceeding
 Foreign nonmain proceeding
 Foreign main proceeding, or in the alternative foreign nonmain proceeding

6. Evidence of the foreign proceeding
 A certified copy, translated into English, of the decision commencing the foreign proceeding and appointing the foreign representative is attached.
 A certificate, translated into English, from the foreign court, affirming the existence of the foreign proceeding and of the appointment of the foreign representative, is attached.
 Other evidence of the existence of the foreign proceeding and of the appointment of the foreign representative is described below, and relevant documentation, translated into English, is attached.

7. Is this the only foreign proceeding with respect to the debtor known to the foreign representative(s)?
 No. (Attach a statement identifying each country in which a foreign proceeding by, regarding, or against the debtor is pending).
 Yes

8. Others entitled to notice Attach a list containing the names and addresses of:
- (i) all persons or bodies authorized to administer foreign proceedings of the debtor,
 - (ii) all parties to litigation pending in the United States in which the debtor is a party at the time of filing of this petition, and
 - (iii) all entities against whom provisional relief is being sought under § 1519 of the Bankruptcy Code.

| | | |
|---------------------|--|---|
| 9. Addresses | Country where the debtor has the center of its main interests: <u>Cayman Islands</u> <small>P.O. Box, Number, Street, City, State/Province/Region & ZIP/Postal Code</small> | Debtor's registered office: <u>Citrus Grove, 106 Goring Avenue</u> <u>Grand Cayman KY1-1109</u> <small>P.O. Box, Number, Street, City, State/Province/Region & ZIP/Postal Code</small> <u>Cayman Islands</u> <small>Country</small> |
| | Individual debtor's habitual residence: <u>N/A</u> <small>P.O. Box, Number, Street, City, State/Province/Region & ZIP/Postal Code</small> <u>Country</u> | Address of foreign representative(s): <u>Same</u> <small>P.O. Box, Number, Street, City, State/Province/Region & ZIP/Postal Code</small> <u>Country</u> |

10. Debtor's website (URL) N/A

11. Type of debtor *Check one:*

Non-individual (*check one*):

- Corporation. Attach a corporate ownership statement containing the information described in Fed. R. Bankr. P. 7007.1.
- Partnership
- Other.
Specify: Cayman Island exempt company

Individual

12. Why is the venue proper in this district?

Check one:

- Debtor's principal place of business or principal assets in the United States are in this district.
- Debtor does not have a place of business or assets in the United States, but the following action or proceeding in a federal or state court is pending against the debtor in this district.

If neither box is checked, venue is consistent with the interests of justice and the convenience of the parties, having regard to the relief sought by the foreign representative, because:

13. Signature of foreign representative(s)

I request relief in accordance with the chapter 15 of title 11, United States Code.

I am the foreign representative of a debtor in a foreign proceeding, the debtor is eligible for the relief sought in this petition, and I am authorized to file this petition.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct,

X Stuart Sybersma
Signature of foreign representative

Stuart Sybersma
Printed name

Executed on 05/15/2019
MM / DD / YYYY

X _____
Signature of foreign representative

Printed name

Executed on _____
MM / DD / YYYY

14. Signature of attorney

X John E. Jureller, Jr.
Signature of Attorney for foreign representative

Date 05/15/2019
MM / DD / YYYY

John E. Jureller, Jr.
Printed name

Klestadt Winters Jureller Southard & Stevens, LLP
Firm name

200 West 41st Street
17th Floor
New York, NY 10036-7203
Number, Street, City, State & ZIP Code

(212) 972-3000
Contact phone

jjureller@klestadt.com
Email address

2586451 NY
Bar number and State

Exhibit 1

**Winding Up Order of Grand Court of Cayman Islands
with Reference FSD 144 of 2018**

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

CAUSE NO: FSD. 144 OF 2018 (NSJ)

**The Honourable Mr Justice Segal
In Open Court, 27 November 2018**

**IN THE MATTER OF THE COMPANIES LAW (2018 REVISION)
IN THE MATTER OF THE INSURANCE LAW, 2010
AND IN THE MATTER OF BEECHWOOD RE (IN CONTROLLERSHIP)**



WINDING UP ORDER

UPON hearing Counsel for the Cayman Islands Monetary Authority ("the Petitioner") by its Summons for Directions filed and stamped on the 10 August 2018 and its Winding Up Petition dated 7 August 2018 ("the Petition") for an Order that BEECHWOOD RE (in Controllership) ("the Company") be wound up

AND UPON hearing Counsel for Stuart Sybersma and Michael Penner of Deloitte & Touche (Cayman) ("Deloitte"), the Joint Controllers of the Company ("the Controllers")

AND UPON hearing Counsel for the CNO Financial Group (having been granted leave to be heard by the Court)

AND UPON reading the Petition, the First Affidavit of Audrey Roe sworn on 7 August 2018, the Affidavit of Michael Penner sworn on 6 August 2018 and the First and Second affidavits of Stuart Sybersma sworn on 6 August 2018 and the 21 November 2018 respectively; and the Affidavits of service by Dawn Major sworn on the 7 of September and the 30 of October respectively 2018 and in each case, the exhibits thereto

AND UPON reading the Four Controller Reports dated 31 August 2017, 31 October 2017, 27 March 2018 and the 10 October 2018 respectively, as prepared by Stuart Sybersma and Michael Penner of Deloitte in their capacity as Joint Controllers of the Company, pursuant to an appointment made by the Petitioner on 19 July 2017 in the exercise of its regulatory power under section 24 (2) (h) of the Insurance Law (2010)

IT IS HEREBY ORDERED THAT:

1. The Company be wound up in accordance with the Companies Law (2018 Revision) ("the Companies Law").
2. Messrs. Stuart Sybersma and Michael Penner both of Deloitte & Touche, Citrus Grove Building, George Town, Grand Cayman, Cayman Islands Deloitte (Cayman), P.O. Box 1787, KY1-1109 be appointed Joint Official Liquidators of Beechwood ("the Joint Official Liquidators" or "JOLs").
3. The JOLs shall not be required to give security for their appointment.
4. The JOLs be authorised to act jointly and severally and to exercise any of the powers within and outside the Cayman Islands as specified in Part II of the Third Schedule to the Companies Law without further sanction of the Court.
5. Without limitation to the foregoing, the JOLs are authorised to commence, bring or defend and to take any such steps as the JOLs may consider appropriate in respect of the following actions or legal proceedings, either in their own name for and on behalf of the Company or in the name of the Company on its behalf:
 - (i) the American Arbitration Association arbitration proceedings entitled, "Bankers Consec Life Insurance Company and Washington National Insurance Company v. Beechwood Re: Limited, AAA Case #: 01-16-0004-2510;"
 - (ii) the CNO filed proceedings in the United States District Court, Southern District of New York entitled, "Bankers Consec Life Insurance Company (BCLIC) and Washington National Insurance Company (WNIC) v Mark Feuer, Scott Taylor, David Levy and Beechwood Capital Group, LLC., case # 1:2016 cv07646;"
 - (iii) the proceedings in the United States Bankruptcy Court, Southern District of Texas, Houston Division entitled, "Richard Schmidt, Litigation Trustee for Black Elk v. Beechwood Re Ltd., et al., case # 15-34287;"
 - (iv) the civil complaint in the United States District Court, Southern District of New York entitled, "Senior Health Insurance Company of Pennsylvania v Beechwood Re Ltd et al., case #:1:18-cv-06658;"



- (v) the civil complaint in the United States District Court, Southern District of Indiana, entitled "Fuzion Analytics, Inc. v Beechwood Re Ltd, case # 1:18-cv-03072";
 - (vi) any other winding up, bankruptcy or any other recognition proceedings in the United Kingdom, United States or other jurisdiction where the Company has assets as the JOLs may consider necessary and appropriate; including, without limitation, proceedings to obtain relief under Chapter 15 of Title 11 of the United States Bankruptcy Code.
6. The JOLs' remuneration and expenses be paid out of the assets of the Company in accordance with section 109 of the Companies Law, the Insolvency Practitioner's Regulations 2018 and Order 20 of the Companies Winding Up Rules 2018.
 7. The JOLs be at liberty to meet all disbursements reasonably incurred with the performance of their functions.
 8. The JOLs shall have the authority to appoint Cayman Islands attorneys, United States attorneys, English solicitors and counsel, and any other jurisdiction where the Company has or may have assets, or as they may consider necessary to advise and assist them in the performance of their duties and to remunerate them for their reasonable fees and expenses out of the assets of the Company as an expense of the liquidation.
 9. The JOLs be at liberty to and do pay their agents, employees, attorneys, solicitors and whomsoever else they may employ or instruct, remuneration and costs, and for the avoidance of doubt, all such payments shall be made as and when they fall due out of the assets of the Company as expenses of the winding up.
 10. No suit, action or other proceedings, including criminal proceedings, shall be proceeded with or commenced against the Company except with the leave of the Court pursuant to section 97 of the Companies Law.
 11. No disposition of the Company's property by or with the authority of the JOLs in the carrying out of their duties and functions and the exercise of their powers under this Order shall be avoided by virtue of section 99 of the Companies Law.
 12. Any act required or authorised to be done by the JOLs may be done by any one of them.
 13. The JOLs shall provide to the Petitioner copies of all reports filed with this Court.



14. Pursuant to section 99 of the Companies Law, the dispositions of the Company's property set out in paragraph 30 of the Second Affidavit of Stuart Sybersma sworn on 21 November 2018 in these proceedings shall not be void.
15. The further remuneration of the Controllers' as approved by the Cayman Islands Monetary Authority and the further expenses of the Controllers shall be paid out of the assets of the Company as an expense of the official liquidation.
16. The costs of the Petitioner and of the Controllers incidental to the Petition be paid from the assets of the Company, to be taxed on the indemnity basis if not agreed.

Dated the 27th day of November 2018

Filed the ^{29th} day of November 2018



The Honourable Mr. Justice Segal
JUDGE OF THE GRAND COURT

