

IN THE CIRCUIT COURT OF COOK COUNTY, ILLINOIS
COUNTY DEPARTMENT, CHANCERY DIVISION

IN THE MATTER OF THE POSSESSION §
AND CONTROL OF THE COMMISSIONER §
OF BANKS AND REAL ESTATE OF § Cause No. 00CH05905
INDEPENDENT TRUST CORPORATION §
a/k/a INTRUST, an Illinois corporate §
fiduciary §

TIN# 36-3289551 (corporate)
TIN# 36-3692908 (trust)

ADMINISTRATIVE ORDER
ESTABLISHING CLAIMS FILING PROCEDURE

On the 28th day of February 2001, the Court considered the Motion for Administrative Order Establishing Claims Filing Procedure ("Motion") filed by PricewaterhouseCoopers LLP, as Receiver ("Receiver") for Independent Trust Corporation a/k/a Intrust ("Intrust"). The Court, after considering the Motion, the status of the Intrust case, and applicable law, finds that this Court has exclusive jurisdiction to determine all claims against Intrust, and that the following Order should be entered.

Therefore it is hereby ORDERED, ADJUDGED and DECREED that:

1. Pursuant to Section 6-9 of the Illinois Corporate Fiduciary Act ("Act"), 205 ILCS 620/6-1 *et seq.*, on behalf of the Commissioner, the Receiver shall cause to be published once a week for four consecutive weeks, beginning the week of March 12, 2001, in the Chicago Tribune and the Chicago Daily Law Bulletin newspapers, a notice in the form of attached Schedule 1 ("Notice"), requiring creditors of Intrust to file written claims with the Receiver.

2. The form and content of Notice attached hereto as Schedule 1, the claim filing instructions attached hereto as Schedule 2 ("Instructions"), and sworn proof of claim attached as Schedule 3 ("Claim Form"), are hereby approved.

3. By March 12, 2001, the Receiver shall cause this Order, the Notice, Instructions, and Claim Form to be published by posting them on the Intrust website (www.intrust.com), and shall maintain such postings on such website until at least August 10, 2001.

4. By March 12, 2001, the Receiver shall cause this Order, the Notice, Instructions, and Claim Form to be sent by certified mail, return receipt requested, to the Internal Revenue Service, 230 S. Dearborn Street, Chicago, Illinois 60604; the Internal Revenue Service, Kansas City, Missouri 64999; the Illinois Department of Revenue, 101 W. Jefferson Street, Springfield, Illinois 62794; the Illinois Department of Revenue, P.O. Box 19008, Springfield, Illinois 62794; Cook County Collector, 118 N. Clark Street, Room 434, Chicago, Illinois 60602; and Orland Park Tax Assessor at 151st and 94th Avenue, Orland Park, Illinois 60462.

5. The foregoing notice shall constitute reasonable and adequate notice under applicable laws, and shall satisfy any notice requirements imposed by the Act and other applicable rules and laws.

6. Each creditor or other person asserting any claim of any character against Intrust (including the Internal Revenue Service, and any other federal, state or local taxing authority or regulatory agency) shall present its claim against Intrust by mailing a written claim in the form of attached Schedule 3 (together with sufficient documentation to establish such claim), to the Receiver at the following address: (Intrust Claims Process, P.O. Box 81770, Chicago, Illinois 60681-1770), so that it will be received no later than July 9, 2001 ("Claims Bar Date"); provided, claims do not need to be filed as set forth in paragraphs 7 and 8 of this Order. Late-filed claims will not be allowed.

7. After considering the purchase and assumption transaction between Intrust and Millennium Trust Company LLC ("Millennium") and section 6-9 of the Act, the

Court finds that trust account holders and other persons do not need to file claims for recovery of trust assets or trust accounts that were transferred to Millennium pursuant to such transaction.

8. After considering the orders entered by the Court with respect to the allocation of the trust fund shortage and issuance of receivership certificates by the Receiver to establish claims for the allocated amounts of the shortage, the Court finds that trust account holders and other persons do not need to file claims for the amount of the trust fund shortage that has been or may be allocated to their respective trust account, unless they believe the calculation of the amount of the shortage was incorrect under the terms ordered by the Court.

9. In accordance with section 6-11(5) of the Act, within 90 days after the Claims Bar Date, the Receiver shall file with the Court and publish on the Intrust web site (www.intrust.com) a report of all creditors of Intrust shown on the books of Intrust as having undisputed and unpaid claims, that did not timely file a proof of claim with the Receiver by the Claims Bar Date ("Non-Claiming Creditors Report"). The Non-Claiming Creditors Report shall set forth the creditor=s name, address, and amount of respective claim (after all just credits, deductions, and set-offs) according to the books of Intrust. The claims set forth in the Non-Claiming Creditors Report shall be deemed proven, allowed and established, unless specific written objection to any of such claims is filed by a party or any interested party with the Court within 90 days after the Non-Claiming Creditors Report is published by the Receiver on the Intrust web site.

10. Nothing contained in this Order shall be considered as a procedure for determining or adjudicating the validity, amount or priority of any claims that may be filed against the Intrust estate, such determination and adjudication of validity, amount or priority to be made by procedures that will be established by subsequent order of the

Court in the event the Intrust estate contains sufficient assets for distribution to justify such a procedure. Further, until such an order is entered by the Court, the Receiver is not required to review, approve, reject or take any further action with respect to any claim that may be filed, and such inaction shall not be deemed to be a waiver of any right of the Receiver or the Intrust estate to contest and seek a determination by the Court of the validity, amount, or priority of any such filed claims.

11. The Receiver shall and is hereby authorized to take such administrative actions, enter into contracts or agreements, and incur and pay debts and expenses on behalf of Intrust (payments of such are hereby approved) which are reasonable, necessary and proper to the administration of this claims filing procedure.

12. The original and supplemental orders of administration entered by the Court are hereby amended to the extent set forth herein, and except for such amendments, such original and supplemental orders of administration shall remain in full force and effect.

13. This Order shall be and is binding upon all creditors, trust account holders, and all parties interested in the affairs of Intrust.

SIGNED this 28th day of February, 2001.

/s/
HONORABLE SIDNEY A. JONES III
PRESIDING JUDGE