

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
INDEPENDENT TRUST CORPORATION
a/k/a INTRUST, an Illinois corporate
fiduciary

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Cause No. 00CH05905
Judge Sidney A. Jones, III

**ORDER SETTING HEARING AND DIRECTING METHOD OF NOTICE
ON ALLOCATION OF CASH TRUST FUND SHORTAGE WITH NOTICE THEREOF**

On June 5, 2000, the Court considered the Motion for Order Setting Hearing and Directing Method of Notice on Allocation of Cash Trust Fund Shortage ("Motion") filed by PricewaterhouseCoopers LLP, as Receiver ("Receiver"), for INDEPENDENT TRUST CORPORATION a/k/a INTRUST ("Independent"). After considering the need to promptly determine an allocation of the cash trust fund shortage to minimize the interruption of fiduciary administration of Independent's accounts, facilitate a sale, and other considerations, the Court finds that the following Order should be entered.

THEREFORE IT IS HEREBY ORDERED, ADJUDGED and DECREED and **NOTICE IS HEREBY GIVEN** as follows:

1. This Court shall conduct a hearing to determine the allocation of the cash trust fund shortage and implementation of such allocation with respect to the trust and fiduciary accounts of Independent on July 28, 2000 at 11:00 a.m. (CDT) in the Room 2301, Richard J. Daley Center, 50 West Washington, Chicago, Illinois, or in another location designated by Judge Sidney A. Jones, III ("Allocation Hearing").

2. Notice is hereby given that at the Allocation Hearing, the Court intends to hear evidence and issue a determination regarding the method of allocating the cash trust fund shortage and implementing such allocation among Independent account holders and the trust and fiduciary accounts administered by Independent.

3. All account holders, beneficiaries and other parties interested in the affairs of Independent are hereby notified that the Court's determination regarding allocation of the cash trust fund shortage and implementation of such allocation may affect their rights to assets in such accounts, and

shall be binding upon all account holders, investment advisors, and all other parties interested in the affairs of Independent.

4. By June 23, 2000, the Receiver shall file a written recommendation with the Court reporting on its preliminary investigation regarding the cash trust funds and setting forth a proposed allocation of the cash trust fund shortage and implementation of such allocation with respect to the accounts of Independent ("Receiver Recommendation"). The Receiver shall also file a Memorandum of Legal Authorities in support of its Recommendation.

5. By June 23, 2000, the Receiver shall cause the Receiver Recommendation to be published by posting it on the Independent website (www.intrust.com).

6. After posting the Receiver Recommendation on the Independent website, the Receiver shall also cause a copy of the Receiver Recommendation to be sent by first class mail to any account holders and interested parties that, in writing, have advised the Receiver that they do not have access to the website and have requested a copy of the Receiver Recommendation.

7. Any objections or responses to the Receiver Recommendation and any arguments or positions that any person may want the Court to consider at the Allocation Hearing, must be in writing and must be filed with the Clerk of the Court, and received by the Receiver's general counsel (Kirkland & Ellis, Attn: Jonathan Silverman, 200 E. Randolph Drive, Chicago, IL 60601, fax no. 312/861-2200) on or before 5:00 p.m. (CDT) on July 14, 2000.

8. On or before June 14, 2000, the Receiver shall cause a copy of the Notice of the Allocation Hearing in the form attached to this order as Exhibit A which is hereby approved, to be sent by first class mail, postage prepaid to: (a) all account holders and investment advisors as shown by the books and records of Independent, and (b) to parties who have filed a notice of appearance in this proceeding. The Receiver shall file a certificate of service with the Court reflecting such service.

9. On or before June 14, 2000, the Receiver shall also cause a copy of the Notice of the Allocation Hearing in the form attached to this order as Exhibit A, to be published by posting on the Independent website (www.intrust.com).

10. The foregoing notice shall constitute reasonable and adequate notice under applicable laws, and shall satisfy any notice requirements imposed by the Illinois Corporate Fiduciary Act and all other applicable rules and laws.

SIGNED AND ENTERED this _____ day of June, 2000.

JUDGE SIDNEY A. JONES, III