

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

NOELLE LECANN, KRISTIN
SELIMO, and TANIA FUNDUK, on
behalf of themselves and all others
similarly situated,

Plaintiffs,

v.

THE ALIERA COMPANIES, INC.,
formerly known as ALIERA
HEALTHCARE, INC.,

Defendants.

CIVIL ACTION FILE

No. 1:20-cv-2429-AT

HEARING REQUESTED

DEFENDANT’S CONSOLIDATED
OPPOSITION TO PLAINTIFFS’ REQUEST FOR LEAVE TO FILE A SUR-
REPLY BRIEF IN OPPOSITION TO DEFENDANT’S MOTION TO SET
ASIDE CLERK’S ENTRY OF DEFAULT AND
NOTICE OF ASSIGNMENT FOR BENEFIT OF CREDITORS

The Court should deny Plaintiffs’ request for leave to file a sur-reply brief. (Doc. 78.) Briefing on the Motion to Set Aside Entry of Default concluded with the filing of Alier’s reply brief. (Doc. 77; Local Rule 7.1.) Still, Plaintiffs seek leave to prolong the process by recycling the same arguments in response to the declaration submitted in further support of Defendants’ Motion. (Doc. 77.) Additionally, in the final two pages of their proposed sur-reply brief, Plaintiffs make an unacceptable and inappropriate procedural proposal. Both are addressed briefly below.

Default was improperly entered by the clerk. Plaintiffs provide no legitimate argument to the contrary and instead now, in an unnecessary sur-reply, pivot to briefing an independent and unripe discovery dispute even though they have failed to comply with Fed. R. Civ. P. 37(a)(1) and (d)(1)(B) (requiring notice and a good faith conferral before filing a discovery motion); Local Rule 37.1 (requiring counsel to sign a certificate with regard to the duty to confer); and this Court's Standing Order III(e) that, among other things, "[t]he parties shall not file discovery motions (including motions to compel, motions for protective order, and motions for sanctions) without prior permission from the Court." Plaintiffs' grievance with the discovery process has nothing to do with the basis on which default was entered or on whether good cause exists to set it aside. Their attempt to bootstrap that issue is improper.

Despite Plaintiffs false, self-serving and baseless allegations of an "unbroken pattern" of "stonewalling"—which is disingenuous and unsupported by the record and applicable law—Alieria has, to date, shown an intent to defend, and so default should not have been entered. Additionally, good cause exists to set it aside. If legitimate grounds later arise for entering default, Plaintiffs can raise the issue at the appropriate time. But now is not that time, as explained in detail in Alieria's other briefs. (Docs. 70, 77.)

Turning to the next issue, and for purposes of candor to the Court, on October 11, 2021, Alieria filed an Assignment for the Benefit of Creditors in Fulton County, Georgia, pursuant to which Alieria assigned legal and equitable title, as well as custody and control, of all of its assets and property to Asset Recovery Associates Alieria, LLC (the “Assignee”). (*See* Exhibit 1, attached hereto.) Undersigned counsel does not represent Alieria or the Assignee in that proceeding. Alieria is winding down and ceasing operations.

Even so, because grounds did not exist to enter default on October 4, 2021 and because good cause otherwise exists to set it aside, the Court should set it aside. Once set aside, the Court should grant the withdrawal motion of the undersigned counsel. (Doc. 76.) It is anticipated that, upon setting aside the current default and permitting the withdrawal of the undersigned counsel, the Court will Order Alieria to obtain substitute counsel within a set amount of time. *See, e.g., Compania Interamericana Exp.-Imp., S.A. v. Compania Dominicana de Aviacion*, 88 F.3d 948, 949–50 (11th Cir. 1996) (“[T]he court granted the motion to withdraw ... and ordered Dominicana to obtain counsel immediately.”). Alieria has been advised of the obligation to retain new counsel for Alieria in the instant action, although the undersigned is unaware of the existence of any substitute counsel for this matter.

This will allow the case to proceed on the merits rather than prematurely resorting to default based on an infirm record, particularly where default is a “drastic

remedy which should be used only in extreme situations.” *Davila v. Marshall*, 649 F. App’x 977, 980 (11th Cir. 2016); *see also S. Timber Co. v. Ellis*, 4:07-CV-0215-HLM, 2008 WL 11470727, at *2 (N.D. Ga. Jan. 22, 2008) (“Any doubt as to whether a default should be granted or vacated ‘should be resolved in favor of a judicial decision on the merits of a case.’”). If, at a later date, legitimate grounds arise for entry of default, the Court can address them at the appropriate time when they become ripe.

Plaintiffs have attempted to put the cart before the horse by asking the Court to rule first on the withdrawal motion and then order Alieria to obtain new counsel while the current default remains in place. (Doc. 78, p. 4.) Their only basis for this sequence is because they do not want to file a new motion for entry of default if grounds later arise under which default could legitimately be entered. But this is backwards.

Setting aside the fact that entry of default was improper in the first place, this request ignores the fact that undersigned counsel’s motion to withdraw “does not apply to Plaintiffs’ Motion for Clerk’s Entry of Default, (Dkt. 67), and Defendants’ Motion to Set Aside Clerk’s Entry of Default, (Dkt. 70), as Counsel intends to continue representation until those matters are resolved.” (Doc. 76 (emphasis added).) In other words, undersigned counsel has no intent to and has not moved to

withdraw until full and final resolution of the default entered on October 4, including appeal if necessary.

Regardless, just because a legitimate reason for entry of default may later arise does not mean that the Court should not set aside the current default. The default entered on October 4 should not have been entered in the first place, and also good cause exists to set it aside. Upon or after setting it aside, the Court should permit the withdrawal of counsel. (Doc. 76.) As Plaintiffs note, “[i]f Alieria were to fail to secure replacement counsel following withdrawal of its initial counsel, that would [potentially] be a **separate and independent basis** for entering default against Alieria, **without regard to the untimely filing of its answer**. (Doc. 78, p. 3 (emphasis added).) But unless and until that happens, default is improper, and the default entered on October 4 should be set aside.

For the foregoing reasons, the Court should (1) set aside the default entered on October 4; (2) grant counsel’s motion to withdraw (Doc. 76); and (3) permit Alieria thirty (30) days in which to hire new counsel.

Respectfully submitted,

/s/ Elizabeth B. Shirley
Elizabeth B. Shirley (pro hac vice)
Burr & Forman LLP
420 20th Street North, Suite 3400
Birmingham, Alabama 35203
Telephone: 205-251-3000
Email: bshirley@burr.com

Kevin R. Stone
Georgia Bar No. 830640
Burr & Forman LLP
171 17th Street NW, Suite 1100
Atlanta, Georgia 30363
Phone: (404) 815-3000
Email: kstone@burr.com

**Counsel for Defendant The Alera
Companies Inc.**

CERTIFICATE OF COMPLIANCE

Counsel certifies that this document has been prepared with Times New Roman 14 type, one of the font and point selections approved by the Court in LR 5.1.

/s/ Elizabeth B. Shirley
Elizabeth B. Shirley

CERTIFICATE OF SERVICE

A copy of the foregoing has been served this 22nd day of October, 2021 via the Court's CM/ECF system, which will send notification of such filings to all parties of record via electronic mail.

/s/ Elizabeth B. Shirley
OF COUNSEL

Exhibit 1

STATE OF GEORGIA

COUNTY OF FULTON

Deed Book 64630 Page 525
Filed and Recorded 10/11/2021 07:31:00 PM
2021-0317337
CATHELENE ROBINSON
Clerk of Superior Court
Fulton County, GA
Participant IDs: 1148285343

Upon recording, please return to:
Katie S. Goodman
Asset Recovery Associates Alieria,
LLC
3155 Roswell Road NE Suite 120
Atlanta, Georgia 30326

DEED OF ASSIGNMENT

ASSIGNMENT, made this 4th day of **October, 2021** between **The Alieria Companies, Inc.** ("**Alieria**"), a Delaware corporation, **Advevo LLC** ("**Advevo**"), a Delaware limited liability company, **Ensurian Agency LLC** ("**Ensurian**"), a Delaware limited liability company, and **Tactic Edge Solutions LLC** ("**TES**"), a Delaware limited liability company, and **USA Benefits & Administrators LLC** ("**UBA**"), a New Mexico limited liability company (Alieria, Advevo, Ensurian, TES and UBA to be collectively referred to herein as the "**Assignors**"), each of which Assignors has a principal office and / or principal record address at **990 Hammond Drive, Suite 700, Atlanta, GA, 30328** and with significant investors and debt holders in Georgia, and **Asset Recovery Associates Alieria, LLC**, a Georgia limited liability company with its principal place of business at **3155 Roswell Road NE, Atlanta, Georgia, 30305** ("**Assignee**").

WHEREAS, Alieria holds 100% of the outstanding equity interests in Advevo, Ensurian, TES and UBA; and

WHEREAS, each of the Assignors is indebted to creditors, as set forth in Exhibits A-1, A-2, A-3, A-4 and A-5 annexed hereto, is unable to pay its debts as they become due, and is desirous of providing for the payment of its debts, so far as possible, by an assignment of all of its assets for that purpose.

NOW, THEREFORE, Assignors, in consideration of Assignee's acceptance of this assignment, and for other good and valuable consideration, hereby grant, assign, convey, transfer, and set over unto Assignee, its successors and assigns, all of their assets, including, but not limited to, all corporate personal property, fixtures, goods, stock, inventory, equipment, furniture, furnishings, accounts receivable, bank deposits, cash, deposits, tax refunds, promissory notes, trade names, goodwill, contracts, leases, claims and demands belonging to Assignors, books, records, books of account, choses in action, judgments, liens, and

mortgages held or owned by Assignors, wherever such assets may be located (hereinafter, collectively, the “Estate”) as such assets are, to the best knowledge and belief of Assignors, set forth on Exhibits B-1, B-2, B-3, B-4 and B-5 annexed hereto.

Assignee shall take possession of and administer the Estate in accordance with the provisions of O.C.G.A. § 18-2-40, *et seq.*, and may continue to operate each Assignor’s business for a limited period of time, with reasonable dispatch, in order to liquidate and maximize the value of the assets of the Estate and convert the Estate into money, collect all claims and demands hereby assigned as may be collectible, and pay and discharge all reasonable attorneys’ fees, expenses, costs, disbursements and indebtedness to lenders who have advanced funds to Assignee in connection with the execution and administration of this assignment (hereinafter, the “**Administrative Expenses**”) from the proceeds of such liquidations and collections.

Assignee shall then pay and discharge in full, to the extent that funds are available in the Estate after payment of the Administrative Expenses as set forth above, all of the debts and liabilities now due from each Assignor, including interest on such debts and liabilities. If funds in the Estate are insufficient to pay all debts and liabilities in full, then proceeds shall be paid as follows according to the categories listed Exhibit A attached hereto: (i) Assignee shall first pay to creditors with valid and perfected liens on and security interests in the assets sold (the “**Secured Creditors**”) (hereinafter, all such liens and security interests are referred to as “**Liens**”) all proceeds of the sale of the assets to which such Liens attach in the order of priority established under applicable law; (ii) after payment in full of all creditors with Liens on the assets sold, Assignee shall pay any taxing authorities that do not have Liens on the assets sold (the “**Taxing Authorities**”); and (iii) after payment in full of the Taxing Authorities, Assignee shall pay all amounts owed to former employees of the Assignor for wages, salary and/or employee benefits (“**Employee Wage Claims**”); and (iv) after payment in full of all Employee Wage Claims, Assignee shall pay the remaining proceeds to general, unsecured creditors (including any creditors holding Liens that have deficiency claims after payment of the proceeds from the sale of assets to which such Liens attach) (the “**Unsecured Creditors**”) on a pro rata basis.

In the event all debts and liabilities are paid in full, any funds in the Estate shall be returned to Assignors.

To accomplish the purposes of this assignment, Assignors hereby appoint Assignee as their true and lawful attorney, irrevocable, with full power and authority to do all acts and things that may be necessary to execute the assignment hereby created; to demand and recover from all persons all assets of the Estate; to sue for the recovery of such assets; to execute, acknowledge, and deliver all necessary deeds, instruments, and conveyances; and to appoint one or more attorneys to assist in carrying out Assignee's duties hereunder.

Each of the Assignors hereby authorize Assignee to sign the name of any Assignor to any check, draft, promissory note, or other instrument in writing that is payable to the order of said Assignor, or to sign the name of said Assignor to any instrument in writing, whenever it shall be necessary to carry out the purposes of this assignment.

At and from time to time following the date hereof, each Assignor shall, and shall cause its respective affiliates, directors, officers, personnel, independent contractors, agents, and other representatives to execute, deliver, file, and record any and all agreements, instruments, certificates, or other documents and take such other actions as may be reasonably necessary or desirable to effectuate the assignment and transfer to Assignee.

Assignee shall have all rights and powers available under Georgia law, including O.C.G.A. § 11-9-309 and O.C.G.A. § 18-2-54.

Assignee shall be authorized to pay at the closing of a sale all valid claims of creditors holding Liens against the assets sold, such creditors not constituting "preferred creditors" as contemplated by O.C.G.A. § 18-2-53.

In accordance with O.C.G.A. § 18-2-46, annexed hereto is an affidavit executed by each Assignor stating that (i) this assignment conveys all property held, claimed, or owned by such Assignor; (ii) all recitals and all estimates of totals and values herein and the list of creditors annexed hereto are true and

correct to the best of such Assignor's knowledge and belief; and (iii) this assignment was not made for the purpose of hindering, delaying, or defrauding creditors.

[SIGNATURES ON NEXT PAGE]

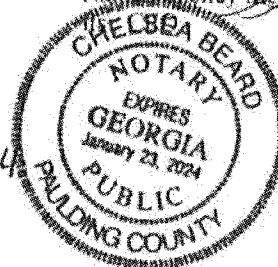
Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness

THE ALIERA COMPANIES, INC.,
a Delaware corporation

By: [Signature]
Name: Shelley Steele



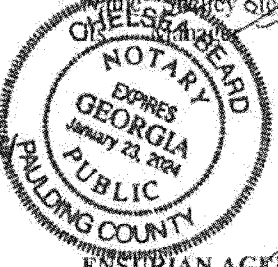
Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness

ADVEVO LLC
a Delaware limited liability company

By: [Signature]
Name: Shelley Steele



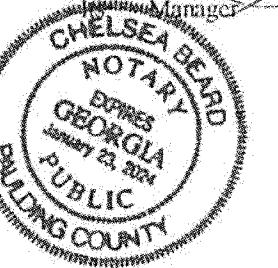
Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness

ENSURIAN AGENCY LLC
a Delaware limited liability company

By: [Signature]
Name: Shelley Steele
Title: Manager



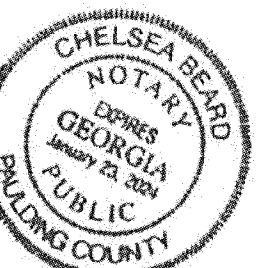
Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness

TACTIC EDGE SOLUTIONS LLC,
a Delaware limited liability company

By: [Signature]
Name: Shelley Steele
Title: Manager



USA BENEFITS & ADMINISTRATORS LLC,
a New Mexico limited liability company

By: [Signature]
Name: Shelia Stock
Its: Manager

Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness

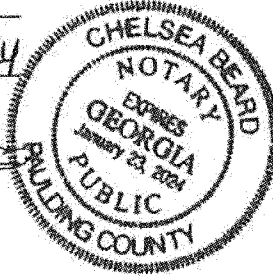


Exhibit A-1 : The Alera Companies, Inc.**Creditors****Secured Creditors**

None

Taxing Authorities

| Authority | Address | City | State | Zip | Amount |
|--------------------------------------|----------------------|---------|-------|------------|-------------|
| Fulton County Tax Commissioner | 141 Pryor Street SW | Atlanta | GA | 30303 | \$ - |
| Georgia Department of Revenue | 1800 Century Blvd NE | Atlanta | GA | 30345 | \$ - |
| Internal Revenue Service | | Ogden | UT | 84201-0002 | \$ - |
| Texas Comptroller of Public Accounts | PO Box 149348 | Austin | TX | 78714-9348 | \$ - |
| Total | | | | | \$ - |

Unsecured Creditors

Note: balances are as of August 31, 2021.

| Name | Address line 1 | City | State | Zip code | Amount |
|---|---|-------------------|-------|------------|--------------|
| AAA Security Shredding, Inc. | 1426 Briarcliff Drive | Woodstock | GA | 30189 | 6,240.00 |
| ADP, LLC | PO Box 842875 | Boston | MA | 02284-2875 | 13,214.90 |
| Aramark | PO Box 21971 | New York | NY | 10087-1971 | 2,075.63 |
| Bondurant Mixson & Elmore LLP | 1201 West Peachtree Street NW, Suite 3900 | Atlanta | GA | 30309 | 736,239.16 |
| Bridge Commercial Real Estate | Five Concourse Parkway Suite 500 | Atlanta | GA | 30328 | 5,380.61 |
| Burr Forman LLP | 420 North 20th Street, Suite 2400 | Birmingham | AL | 35203 | 1,518,422.06 |
| CIT | 21146 Network Place | Chicago | IL | 60673 | 31,447.16 |
| CT Corporation | PO Box 4349 | Carol Stream | IL | 60197 | 6,157.50 |
| Eagle Resource Group, Inc. | 5755 Glenridge Drive | Atlanta | GA | 30328 | 9,093.00 |
| Edgewood Partners Insurance Center | P. O. Box 734005 | Chicago | IL | 60673 | 50,000.00 |
| Five9, Inc.** | 4000 Executive Parkway Suite #400 | San Ramon | CA | 94583 | 115,181.31 |
| FPG Colonnade LP | 45 Main Street Suite 800 | Brooklyn | NY | 11201 | 10,182.31 |
| GreatAmerica Financial Svcs | PO Box 660831 | Dallas | TX | 75266-0831 | 11,981.56 |
| HealthScope Benefits, Inc. | 27 Coporate Hill Drive | Little Rock | AR | 72211 | 106,200.83 |
| McGuire Woods Consulting | 800 E. Canal Street | Richmond | VA | 23219-3916 | 35,000.00 |
| Nelson Taplin Goldwater Inc. | 1555 Palm Beach Lakes Blvd, Suite 1510 | West Palm Beach | FL | 33401 | 217,748.81 |
| Net Planner Systems, Inc. | 3145 Northwoods Parkway, Ste 800 | Norcross | GA | 30071 | 1,756.50 |
| Oglethorpe Deakins | PO Box 89 | Columbia | SC | 29202 | 9,697.46 |
| Quotix | P.O. Box 6539 | Beaverton | OR | 97007 | 68,940.00 |
| Relx | P.O. Box 733106 | Dallas | TX | 75373 | 7,756.00 |
| RSM US LLP | 5155 Paysphere Circle | Chicago | IL | 60674 | 5,448.13 |
| Sheppard, Mullin, Richter & Hampton | 2200 Ross Avenue Suite 2400 | Dallas | TX | 75201 | 20,786.00 |
| Shumate Mechanical | 2805 Premiere Parkway | Duluth | GA | 30097 | 924.00 |
| Uline | P.O. Box 88741 | Chicago | IL | 60680 | 376.59 |
| TIAA Commercial Finance, Inc. | 1700 Lincoln Street Lower Level 3 Dept 1608 | Denver | CO | 80203 | 4,679.36 |
| Life Insurance Company of North America | PO Box 782447 | Philadelphia | PA | 19178-2447 | 984.72 |
| Krohne Tanks and Ponds, LLC | 3069 Mountain Shadow Way | Marietta | GA | 30064 | 285.00 |
| Gingold Law Firm, PLLC | 400 Harborview Drive SE #237 | Bainbridge Island | WA | 98110-2467 | 8,947.50 |
| Duane Morris LLP | 30 South 17th Street | Philadelphia | PA | 19103-4196 | 743,819.59 |

| | | | | | |
|--|--|----------------|-------|------------|-------------------------|
| ROC Illi Fairlead Embassy Row Owner, LLC | Five Concourse Pkwy, Suite 500 | Atlanta | GA | 30328 | 314,971.07 |
| The Advocacy Group at Cardenas Pk, LLC | 204 South Monroe Street | Tallahassee | FL | 32301 | 50,000.00 |
| Schreimann, Rackers & Francka, LLC | 931 Wildwood Drive, Suite 201 | Jefferson City | MO | 65109 | 1,457.00 |
| ReadyRefresh by Nestle | P.O. Box 856192 | Louisville | KY | 40285-6192 | 10.76 |
| POP Property Owner, LLC | 5901-C Peachtree Dunwoody Road, Ste 155 | Atlanta | GA | 30328 | 5,839.59 |
| Steploe & Johnson LLP | 1330 Connecticut Avenue, NW | Washington | DC | 20036 | 111,540.94 |
| Bracewell LLP | P.O. Box 207486 | Dallas | TX | 75320-7486 | 9,130.00 |
| Lewis Brisbois Bisgaard & Smith LLP | 633 West 5th Street Suite 4000 | Los Angeles | CA | 90071 | 22,220.00 |
| Cherry Bekaert LLP | P.O. Box 25549 | Richmond | VA | 23260-5500 | 14,000.00 |
| Rath, Young And Pignatelli PC | PO Box 1500 | Concord | NH | 03302-1500 | 223,335.72 |
| Allied Benefit Systems, Inc. | 200 W Adams St | Chicago | IL | 60606 | 273.80 |
| Sieve Vermaak | 2477 North Forest Drive | Marietta | GA | 30062 | 378,271.51 |
| James Eddie Black | 811 Holley Drive | Albany | GA | 31705 | 161,395.84 |
| Ray Gutierrez | 3905 Briones Street | Austin | TX | 78723 | 161,395.84 |
| Maria Guzman Escobio | 1315 Dresden Dr. West | Charlotte | NC | 28205 | 25,218.10 |
| Wall, McLean & Gallagher, PLLC | 40 W. Lawrence, Ste B Helena MT 59601) PO Box 1713 | Helena | MT | 59624 | 22,348.99 |
| Cigna Dental & Vision | PO BOX 644546 | PITTSBURGH | PA | 15264-4546 | 474.48 |
| David P White | 1706 Swann Street Northwest | Washington | DC | 20009 | 1,462.50 |
| Meadows, Collier, Reed, Cousins, Crouch & Ungerman, L.L.P. | 901 MAIN STREET, Suite 3700 | DALLAS | TEXAS | 75202 | 53,157.93 |
| Kutak Rock LLP | 1650 Farnam Street, PO Box 30057 | Omaha | NE | 68103-1157 | 11,185.00 |
| Nyemaster Goode, PC | 700 Walnut Street, Suite 1600 | Des Moines | IA | 50309 | 70,896.37 |
| Thomson Reuters - West | Payment Center, PO Box 6292 | Carol Stream | IL | 60197-6292 | 5,521.56 |
| GBT US, LLC | 14635 N. Kierland Blvd. 13-01-72 | Scottsdale | AZ | 85254 | 627.71 |
| Jackson, Murdo, Grant PC | 203 North Ewing Street | Helena | MT | 59601 | 2,534.50 |
| Wintrow & Associates, P.C. | P.O. BOX 6398 | Marietta | GA | 30065 | 4,300.00 |
| Eckert Seamans Cherin & Mellott, LLC | PO Box 5405 | Princeton | NJ | 08543 | 18,115.16 |
| American Arbitration Association | 120 Broadway, Floor 21 Attn: Corp Finance | New York | NY | 10271 | 5,000.00 |
| IPFS Corporation | 1122 LADY ST # 1080 | COLUMBIA | SC | 29201 | 41,972.20 |
| Dickman Davenport, Inc. | 3100 S. Trust Tower 420 N 20th St Ste 3400 | Birmingham | AL | 35203 | 553.22 |
| The Royak Group, Inc. | 6455 East Johns Crossing, Suite 285 | Johns Creek | GA | 30097 | 17,920.00 |
| Settlement Creditor | Information under seal, but will be notified | | | | 3,750,000.00 |
| BMO | 111 W. Monroe Street | Chicago | IL | 60603 | 6,074,000.00 |
| Total | | | | | \$ 15,308,095.48 |

Notes:

The total amounts due to lessors may be higher than reflected in the accounts payable of the Assignor.

The total amount of PPP loan received from BMO are \$6,074,700, which is under review for forgiveness by the SBA.

Amounts due to employees as of 8/31/21 were paid prior to the filing of the Assignment.

Litigation

Counsel for Plaintiffs in known litigation are listed below for notice purposes.

| Attorney | Firm | Address | City, State, ZIP |
|---------------------------|---|---|-----------------------|
| John M. Morrison | Morrison, Sherwood, Wilson & Deola, PLLP | 401 N. Last Chance Gulch | Helena, MT 59624 |
| Anne E. Sherwood | Morrison, Sherwood, Wilson & Deola, PLLP | 401 N. Last Chance Gulch | Helena, MT 59624 |
| Patrick J. Bernal | Michael Best & Friedrich LLP | 8300 Arista Place, Suite 200 | Broomfield, CO 800020 |
| Victoria E. Lovato | Michael Best & Friedrich LLP | 8300 Arista Place, Suite 200 | Broomfield, CO 800020 |
| Eleanor Hamburger | Sirianni Youtz Spoonemore Hamburger PLLC | 3101 Western Avenue, Suite 350 | Seattle, WA 98121 |
| Richard E. Spoonemore | Sirianni Youtz Spoonemore Hamburger PLLC | 3101 Western Avenue, Suite 350 | Seattle, WA 98121 |
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| Michael David Myers | Myers & Company PLLC | 1530 Eastlake Ave. E. | Seattle, WA 98102 |
| Nina R. Wasow | Feinberg, Jackson, Worthman and Wasow LLP | 2030 Addison St., Suite 500 | Berkeley, CA 94704 |
| Jay B. Angoff | Mehri & Skalet PLLC | 1250 Connecticut Ave., Suite 300 | Washington, DC 20036 |
| Chaim E. Bronstein | Mehri & Skalet PLLC | 1250 Connecticut Ave., Suite 300 | Washington, DC 20036 |
| Cyrus Mehri | Mehri & Skalet PLLC | 1250 Connecticut Ave., Suite 300 | Washington, DC 20036 |
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| Michael David Myers | Myers & Company PLLC | 1530 Eastlake Ave. E. | Seattle, WA 98102 |
| Jennifer Kathleen Coalson | Parks Chesin & Walbert, P.C. | 75 Fourteenth Street, N.E. | Atlanta, GA 30309 |
| David F. Walbert | Parks Chesin & Walbert, P.C. | 75 Fourteenth Street, N.E. | Atlanta, GA 30309 |
| Stephen J. Fearon, Jr | Squitieri & Fearon, LLP | 424 Madison Avenue, 3rd Floor | New York, NY 10017 |
| Paul V. Sweeny | Squitieri & Fearon, LLP | 424 Madison Avenue, 3rd Floor | New York, NY 10017 |
| Jay B. Angoff | Mehri & Skalet PLLC | 1250 Connecticut Ave., Suite 300 | Washington, DC 20036 |
| Cyrus Mehri | Mehri & Skalet PLLC | 1250 Connecticut Ave., Suite 300 | Washington, DC 20036 |
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| Samantha Lin | Myers & Company PLLC | 1530 Eastlake Ave. E. | Seattle, WA 98102 |
| Michael David Myers | Myers & Company PLLC | 1530 Eastlake Ave. E. | Seattle, WA 98102 |
| William A. Anderson | Handley Farah & Anderson, PLLC | 4730 Table Mesa Drive, Suite G-200 | Boulder, CO 80305 |
| Rebecca P. Chang | Handley Farah & Anderson, PLLC | 33 Irving Place | New York, NY 10003 |
| George F. Farah | Handley Farah & Anderson, PLLC | 81 Prospect Street | Brooklyn, NY 11201 |
| William R. Garmer | Garmer & Prather, PLLC | 141 N. Broadway | Lexington, KY 40507 |
| Jerome Park Prather | Garmer & Prather, PLLC | 141 N. Broadway | Lexington, KY 40507 |
| Eleanor Hamburger | Sirianni Youtz Spoonemore Hamburger PLLC | 3101 Western Avenue, Suite 350 | Seattle, WA 98121 |
| Richard E. Spoonemore | Sirianni Youtz Spoonemore Hamburger PLLC | 3101 Western Avenue, Suite 350 | Seattle, WA 98121 |
| Stephen Pearson | Handley Farah & Anderson, PLLC | 200 Massachusetts Avenue, NW, 7th Floor | Washington, DC 20001 |
| David Todd Varellas | Varellas & Varellas | 249 W. Short Street, Suite 201 | Lexington, KY 40507 |
| James John Varellas, III | Varellas & Varellas | 249 W. Short Street, Suite 201 | Lexington, KY 40507 |

Regulatory Matters

For noticing purposes.

| Agency | Contact | Address 1 | Address 2 | City, State, ZIP |
|--|--------------------|--|--|----------------------------|
| California Attorney General | Ari Dybnis | California Department of Justice | 300 South Spring Street, Suite 1702 | Los Angeles, CA 90013 |
| California Dept of Insurance | Teresa R. Campbell | California Department of Insurance | 1901 Harrison Street 4th Floor | Oakland, CA 94612 |
| Kansas Attorney General | Lynette Goodman | Office of the Attorney General | 120 S.W. 10 th Avenue, Suite 430, | Topeka, Kansas, 66612-1597 |
| Minnesota Dept. of Commerce | Cam Jenkins | Minnesota Department of Commerce | 85 7th Place East, Suite 280 | Saint Paul, MN 55101 |
| Missouri Insurance Market Regulation Division | Rob Tilman | Insurance Market Regulation Division | 301 West High Street, Room 530 | Jefferson City, MO 65101 |
| NY Depr of Financial Services | Alison Passer | Consumer Protection and Financial Enforcement Div. | One State Street, | New York, NY 10004 |
| Pennsylvania Insurance Department | Craig D. Canfield | Bureau of Licensing and Enforcement | 1227 Strawberry Square | Harrisburg, PA 17120 |
| Texas Attorney General | Patrick Sweeten | Office of the Attorney General | P.O. Box 12548 (MC-009) | Austin, Texas 78711-2548 |
| WA. State Office of the Insurance Commissioner | Darryl E. Colman | | PO Box 40255 | Olympia, WA 98504-0255 |
| MI. Department of Insurance & Financial Services | Dustin Simon | Office of Licensing and Market Regulation | 530 W. Allegan St #7 | Lansing, MI 48933 |

The Assignor entered into a settlement agreement with the Washington State Office of the Insurance Commissioner in September, 2021 in the amount of \$100,000.

The Assignor entered into a consent order before the Insurance Commissioner of the Commonwealth of Pennsylvania on April 27, 2021 with restitution of \$79,785.49.

TOTAL ESTIMATED CREDITOR LIABILITIES AS OF August 31, 2021: \$15,308,095.48

Exhibit A-2 : Advevo LLC**Creditors****Secured Creditors**

None

Taxing Authorities

| Authority | Address | City | State | Zip | Amount |
|--------------------------------|----------------------|---------|-------|------------|-------------|
| Fulton County Tax Commissioner | 141 Pryor Street SW | Atlanta | GA | 30303 | \$ - |
| Georgia Department of Revenue | 1800 Century Blvd NE | Atlanta | GA | 30345 | \$ - |
| Internal Revenue Service | | Ogden | UT | 84201-0002 | \$ - |
| Total | | | | | \$ - |

Unsecured Creditors

| Name | Address | City | State | Zip | Amount |
|--|----------------------------------|---------------|-------|------------|----------------------|
| Bridge Commercial Real Estate | Five Concourse Parkway Suite 500 | Atlanta | GA | 30328 | 620.31 |
| Business Wire | Business Wire, Inc, Dept 34182 | San Francisco | CA | 94139 | 2022 |
| Canon Financial Services, Inc. | 14904 Collections Center Drive | Chicago | IL | 60693 | 103207.44 |
| HB Solutions Inc. | 3600 Schooner Ridge | Alpharetta | GA | 30005 | 1153.86 |
| Life Insurance Company of North America | PO Box 782447 | Philadelphia | PA | 19178-2447 | 40.86 |
| Canon Solutions America, Inc. | 15004 Collections Center Drive | Chicago | IL | 60693-0150 | 2633.03 |
| Quadient Finance USA, Inc. (NeoFunds Inc.) | PO Box 6813 | Carol Stream | IL | 60197-6813 | 120.93 |
| Allied Benefit Systems, Inc. | 200 W Adams St | Chicago | IL | 60606 | 852.06 |
| Cigna Dental & Vision | PO BOX 644546 | PITTSBURGH | PA | 15264-4546 | 79.19 |
| Quadient INC | Dept 3689, PO Box 123689 | Dallas | TX | 75312-3689 | 6953.68 |
| Sippapu Inc. | 3219 E Camelback Road, Suite 552 | Phoenix | AZ | 85018 | 2000 |
| El Toro.com LLC | 552 East Market | Louisville | KY | 40202 | 27810.41 |
| Total | | | | | \$ 147,493.77 |

TOTAL ESTIMATED CREDITOR LIABILITIES AS OF August 31, 2021: \$147,493.77

Exhibit A-3 : Ensurian Agency LLC**Creditors****Secured Creditors**

None

Taxing Authorities

| Authority | Address | City | State | Zip | Amount |
|--------------------------------|----------------------|---------|-------|------------|-------------|
| Fulton County Tax Commissioner | 141 Pryor Street SW | Atlanta | GA | 30303 | \$ - |
| Georgia Department of Revenue | 1800 Century Blvd NE | Atlanta | GA | 30345 | \$ - |
| Internal Revenue Service | | Ogden | UT | 84201-0002 | \$ - |
| Total | | | | | \$ - |

Unsecured Creditors

| Name | Address | City | State | Zip | Amount |
|--|-----------------------------------|------------------|-------|------------|----------------------|
| Agent Cubed | 1100 NW Compton Drive | Hillsboro | OR | 97006 | 31,164.51 |
| Bridge Commercial Real Estate | Five Concourse Parkway Suite 500 | Atlanta | GA | 30328 | 89.27 |
| Assurance IQ, Inc. | 920 5th Ave., Ste 3600 | Seattle | WA | 98104 | 264,057.00 |
| Infutor Data Solutions, LLC | 18W140 Butterfield Road, Ste 1020 | Oakbrook Terrace | IL | 60181 | 6,200.00 |
| Life Insurance Company of North America | PO Box 782447 | Philadelphia | PA | 19178-2447 | 727.56 |
| NextGen Leads, LLC | 701 B Street, Suite 1255 | San Diego | CA | 92101 | 4,225.00 |
| Vertafore, Inc | 24431 Network Place | Chicago | IL | 60673-1244 | 174.63 |
| ActiveProspect, Inc. | P.O. Box 151136 | Austin | TX | 78751-1139 | 20,005.40 |
| Allied Benefit Systems, Inc. | 200 W Adams St | Chicago | IL | 60606 | 1,192.03 |
| Cigna Dental & Vision | PO BOX 644546 | PITTSBURGH | PA | 15264-4546 | 648.09 |
| W4 Holding Company LLC | 11833 Mississippi Ave, 2nd Floor | Los Angeles | CA | 90025 | 345.68 |
| Spirit FM | 717 South Dale Mabry Hwy | Tampa | FL | 33609 | 1,100.00 |
| Digital Media Solutions DBA Forte Media Solutions, LLC | 4800 140th Avenue North Ste 101 | Clearwater | FL | 33762 | 7,175.00 |
| Total | | | | | \$ 337,104.17 |

Regulatory Matters

| Agency | Contact | Address 1 | Address 2 | City, State, ZIP |
|------------------------------|--------------------|------------------------------------|--------------------------------|-------------------|
| California Dept of Insurance | Teresa R. Campbell | California Department of Insurance | 1901 Harrison Street 4th Floor | Oakland, CA 94612 |

TOTAL ESTIMATED CREDITOR LIABILITIES AS OF August 31, 2021: \$337,104.17

Exhibit A-4 : Tactic Edge Solutions LLC**Creditors****Secured Creditors**

None

Taxing Authorities

| Authority | Address | City | State | Zip | Amount |
|--------------------------------|----------------------|---------|-------|------------|-------------|
| Fulton County Tax Commissioner | 141 Pryor Street SW | Atlanta | GA | 30303 | \$ - |
| Georgia Department of Revenue | 1800 Century Blvd NE | Atlanta | GA | 30345 | \$ - |
| Internal Revenue Service | | Ogden | UT | 84201-0002 | \$ - |
| Total | | | | | \$ - |

Unsecured Creditors

| Name | Address | City | State | Zip | Amount |
|---|--|-----------------|-------|------------|------------------------|
| Administration123 | 668 N Coast Hwy #167 | Laguna Beach | CA | 92651 | 129,698.79 |
| AppRiver, LLC | 1101 Gulf Breeze Parkway Suite 200 | Gulf Breeze | FL | 32561 | 4,441.83 |
| Bigleaf networks | DEPT LA 24973 | Pasadena | CA | 91185-4973 | 3,245.00 |
| CDI Managed Services | 696 Route 46 West | Teterboro | NJ | 07608 | 4,519.71 |
| Dell Financial Services | Payment Processing Center, PO Box 6547 | Carol Stream | IL | 60197-6547 | 72,194.30 |
| Emids | 318 Seaboard Ln, Suite 110 | Franklin | TN | 37067 | 517,250.50 |
| HealthEdge Software | 30 Corporate Drive | Burlington | MA | 01803 | 90,700.00 |
| Life Insurance Company of North America | PO Box 782447 | Philadelphia | PA | 19178-2447 | 1,306.77 |
| CDW Direct | P.O. Box 75723 | Chicago | IL | 60675-5723 | 3,282.90 |
| OutSystems Inc | 5901 Peachtree Dunwoody Road NE Building C 495 | Atlanta | GA | 30328 | 84,000.00 |
| Allied Benefit Systems, Inc. | 200 W Adams St | Chicago | IL | 60606 | 1,690.25 |
| Amazon Web Services, Inc | PO BOX 84023 | Seattle | WA | 98124-8423 | 123,894.03 |
| Cigna Dental & Vision | PO BOX 644546 | PITTSBURGH | PA | 15264-4546 | 964.59 |
| Quest Software Inc | 4 Polaris Way | Aliso Viejo | CA | 92656 | 4,726.58 |
| Netlink | 999 Tech Row, Suite 100 | Madison Heights | MI | 48071 | 105,600.00 |
| Total | | | | | \$ 1,147,515.25 |

TOTAL ESTIMATED CREDITOR LIABILITIES AS OF August 31, 2021: \$1,147,515.25

Exhibit A-5 : USA Benefits & Administrators LLC**Creditors****Secured Creditors**

None

Taxing Authorities

| Authority | Address | City | State | Zip | Amount |
|--------------------------------|----------------------|---------|-------|------------|-------------|
| Fulton County Tax Commissioner | 141 Pryor Street SW | Atlanta | GA | 30303 | \$ - |
| Georgia Department of Revenue | 1800 Century Blvd NE | Atlanta | GA | 30345 | \$ - |
| Internal Revenue Service | | Ogden | UT | 84201-0002 | \$ - |
| Total | | | | | \$ - |

Unsecured Creditors

| Name | Address | City | State | Zip | Amount |
|---|-----------------------------------|--------------|-------|------------|-------------------|
| Emids | 318 Seaboard Ln, Suite 110 | Franklin | TN | 37067 | 250,842.00 |
| FH Group Corp | 23291 Network Place | Chicago | IL | 60673 | 13,617.00 |
| HealthScope Benefits, Inc | 27 Coporate Hill Drive | Little Rock | AR | 72211 | 82,616.86 |
| Jack Henry & Associates Inc | 663 W Hwy 60, Treasury Services | Monett | MO | 65708 | 45.00 |
| MultiPlan, Inc. | P.O. Box 29380 | New York | NY | 10087 | 96,727.75 |
| Life Insurance Company of North America | PO Box 782447 | Philadelphia | PA | 19178-2447 | 37.58 |
| WAYSTAR | ZIRMED INC, 1311 Solutions Center | CHICAGO | IL | 60677-1311 | 3,326.58 |
| Zelis | 744 Office Parkway | St Louis | MO | 63141 | 12,921.36 |
| Medical Evaluation Specialists, Inc | 100 Morse Street | Norwood | MA | 02062 | 21,615.00 |
| MedValue Offshore Solutions Inc | 1415 W. 22nd Street | Oak Brook | IL | 60523 | 11,140.00 |
| Dentemax LLC | 75 Remittance Drive Suite 1195 | Chicago | IL | 60675-1195 | 6,925.50 |
| Total | | | | | 499,814.63 |

TOTAL ESTIMATED CREDITOR LIABILITIES AS OF August 31, 2021: \$499,814.63

Exhibit B-1 : The Alera Companies, Inc.**Assets (as of 8/31/21)****Cash**

None

Accounts Receivable

None

Inventory

None.

Property, Plant and Equipment

| Description | Estimated Recovery |
|------------------------|--------------------|
| Computers and Hardware | \$ 10,000.00 |
| Software | \$ - |
| Furniture and Fixtures | \$ 10,000.00 |
| Equipment | \$ 2,000.00 |
| Total | \$ 22,000.00 |

Intellectual Property

The Assignor has miscellaneous trademarks with little or no value.

The Assignor has proprietary software with an unknown value.

Other Personal Property

| Description | Estimated Amount |
|----------------------------------|------------------|
| Equity Interests in Subsidiaries | \$ 735,000.00 |
| Shareholder Loans | \$ 6,637,308.00 |
| NOL Tax Benefit 2016 / 2017 | \$ 1,671,435.00 |
| Miscellaneous Books and Records | \$ - |
| Total | \$ 9,043,743.00 |

In addition, the Assignor has an NOL tax benefit for 2018 that is under review. The amount has not yet been finalized.

Real Property

None owned.

Exhibit B-2: Advevo LLC**Assets (as of 8/31/21)****Cash**

Amount of cash held in bank accounts: \$4,668.00

Accounts Receivable

| Name | Address | Amount |
|----------------------------|--|---------------|
| Spring Leaf Marketing, LLC | | \$ 9,339 |
| Sharity Ministries * | 821 Atlanta Street, Suite 124 Roswell GA 30075 | \$ 375,149 |
| Total | | \$ 384,488 |

* Accounts Receivable. Sharity Ministries is in bankruptcy.

Inventory

None.

Property, Plant and Equipment

None

Intellectual Property

None

Other Personal Property

| Description | Estimated Amount |
|---|-------------------------|
| | |
| Breach of contract against Sharity Ministries | UNKNOWN |
| Miscellaneous Books and Records | \$ |
| Total | UNKNOWN |

Real Property

None owned.

Exhibit B-3 : Ensurian Agency LLC**Assets (as of 8/31/21)****Cash**

Amount of cash held in bank accounts: \$6,814.00

Accounts Receivable

| Name | Address | Amount |
|-------------------------|--|---------------|
| Complete Health Options | | \$ 8,300 |
| Quantum Digital Media | 740 E. Main St., Suite 620 Stamford CT 06902 | \$ 4,005 |
| Sharity Ministries * | 821 Atlanta Street, Suite 124 Roswell GA 30075 | \$ 2,831,406 |
| Sharity Ministries ** | 821 Atlanta Street, Suite 124 Roswell GA 30075 | \$ 88,347 |
| Total | | \$ 2,932,058 |

* Accounts Receivable. Sharity Ministries is in bankruptcy.

** Due From. Sharity Ministries is in bankruptcy.

Inventory

None.

Property, Plant and Equipment

None

Intellectual Property

None

Other Personal Property

| Description | Estimated Amount |
|---------------------------------|-------------------------|
| Miscellaneous Books and Records | \$ - |
| Total | \$ - |

Real Property

None owned.

Exhibit B-4 : Tactic Edge Solutions LLC**Assets (as of 8/31/21)****Cash**

Amount of cash held in bank accounts: \$9,668.00

Accounts Receivable

| Name | Address | Amount |
|----------------------|---|---------------|
| Humetics, LLC | PO Box 250168 Atlanta GA 30325 | \$ 8,008 |
| Sylexible, LLC | 8175 S. Virginia St. Ste 850-350 Las Vegas NV 89511 | \$ 42,453 |
| Sharity Ministries * | 821 Atlanta Street, Suite 124 Roswell GA 30075 | \$ 1,926,177 |
| Total | | \$ 1,976,638 |

* Accounts Receivable. Sharity Ministries is in bankruptcy.

Inventory

None

Property, Plant and Equipment

| Description | Estimated Amount |
|---------------------------------|-------------------------|
| Software | UNKNOWN |
| Miscellaneous Books and Records | \$ - |
| Total | UNKOWN |

Intellectual Property

None

Other Personal Property

| Description | Estimated Amount |
|----------------------------------|-------------------------|
| Payroll Loan for Former Employee | \$ - |
| Miscellaneous Books and Records | \$ - |
| Total | \$ - |

Real Property

None owned.

Exhibit B-5 : USA Benefits & Administrators LLC**Assets (as of 8/31/21)****Cash**

Amount of cash held in bank accounts: \$11,713.00

Accounts Receivable

| Name | Address | Amount |
|-----------------------|--|---------------|
| Sharity Ministries * | 821 Atlanta Street, Suite 124 Roswell GA 30075 | \$ 1,270,344 |
| Sharity Ministries ** | 821 Atlanta Street, Suite 124 Roswell GA 30075 | \$ 44,174 |
| Total | | \$ 1,314,518 |

* Accounts Receivable. Sharity Ministries is in bankruptcy.

** Due From. Sharity Ministries is in bankruptcy.

Inventory

None

Property, Plant and Equipment

None

Intellectual Property

None

Other Personal Property

| Description | Estimated Amount |
|--|-------------------------|
| | |
| Third Party Administrator License with Value TBD | UNKNOWN |
| Miscellaneous Books and Records | \$ - |
| Total | UNKOWN |

Real Property

None owned

STATE OF GEORGIA
COUNTY OF FULTON

AFFIDAVIT OF ASSIGNOR

THE ALIERA COMPANIES INC.

And now comes The Alieria Companies, Inc., by and through Shelley Steele, its CEO, Assignor named in the foregoing Deed of Assignment, and on oath says that (i) the said assignment conveys all property held, claimed or owned by Assignor at the time of making the assignment; (ii) all recitals and all estimates of totals and values therein and all listed creditors are true to the best of Assignor's knowledge and belief; (iii) the debts set out as due to the secured and general unsecured creditors are bona fide, just, true, and unpaid; and (iv) this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.

In witness whereof Assignor has hereunto set its hand hereto this 4th day of October, 2021.

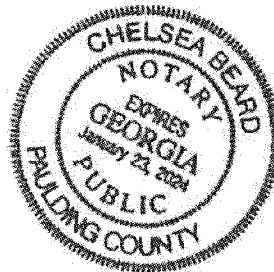
THE ALIERA COMPANIES INC.,
a Delaware corporation

By: [Signature]
Name: Shelley Steele
Its: CEO

Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness



STATE OF GEORGIA
COUNTY OF FULTON

AFFIDAVIT OF ASSIGNOR

ADVEVO LLC

And now comes **Advevo LLC**, by and through Shelley Steele, its Manager, Assignor named in the foregoing Deed of Assignment, and on oath says that (i) the said assignment conveys all property held, claimed or owned by Assignor at the time of making the assignment; (ii) all recitals and all estimates of totals and values therein and all listed creditors are true to the best of Assignor's knowledge and belief; (iii) the debts set out as due to the secured and general unsecured creditors are bona fide, just, true, and unpaid; and (iv) this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.

In witness whereof Assignor has hereunto set its hand hereto this 14 day of October, 2021.

ADVEVO LLC,
a Delaware limited liability company

By: 

Name: Shelley Steele

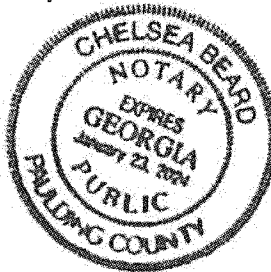
Its: Manager

Signed, sealed and delivered
in the presence of:


Notary Public

My commission expires: January 23, 2024


Unofficial Witness



STATE OF GEORGIA
COUNTY OF FULTON

AFFIDAVIT OF ASSIGNOR

ENSURIAN AGENCY LLC

And now comes **Ensurian Agency LLC**, by and through Shelley Steele, its Manager, Assignor named in the foregoing Deed of Assignment, and on oath says that (i) the said assignment conveys all property held, claimed or owned by Assignor at the time of making the assignment; (ii) all recitals and all estimates of totals and values therein and all listed creditors are true to the best of Assignor's knowledge and belief; (iii) the debts set out as due to the secured and general unsecured creditors are bona fide, just, true, and unpaid; and (iv) this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.

In witness whereof Assignor has hereunto set its hand hereto this 12th day of October, 2021.

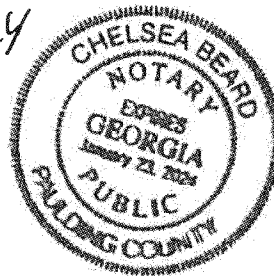
ENSURIAN AGENCY LLC,
a Delaware limited liability company

By: [Signature]
Name: Shelley Steele
Its: Manager

Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness



STATE OF GEORGIA
COUNTY OF FULTON

AFFIDAVIT OF ASSIGNOR

TACTIC EDGE SOLUTIONS LLC

And now comes Tactic Edge Solutions LLC, by and through Shelley Steele, its Manager, Assignor named in the foregoing Deed of Assignment, and on oath says that (i) the said assignment conveys all property held, claimed or owned by Assignor at the time of making the assignment; (ii) all recitals and all estimates of totals and values therein and all listed creditors are true to the best of Assignor's knowledge and belief; (iii) the debts set out as due to the secured and general unsecured creditors are bona fide, just, true, and unpaid; and (iv) this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.

In witness whereof Assignor has hereunto set its hand hereto this 14 day of October, 2021.

TACTIC EDGE SOLUTIONS LLC,
a Delaware limited liability company

By: [Signature]

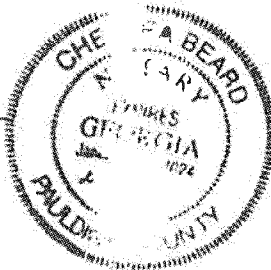
Name: Shelley Steele

Its: Manager

Signed, sealed and delivered
in the presence of:

Chelsea Beard
Notary Public
My commission expires: January 23, 2024

[Signature]
Unofficial Witness



STATE OF GEORGIA
COUNTY OF FULTON

AFFIDAVIT OF ASSIGNOR

USA BENEFITS & ADMINISTRATORS LLC

And now comes USA Benefits & Administrators LLC, by and through Shelley Steele, its Manager, Assignor named in the foregoing Deed of Assignment, and on oath says that (i) the said assignment conveys all property held, claimed or owned by Assignor at the time of making the assignment; (ii) all recitals and all estimates of totals and values therein and all listed creditors are true to the best of Assignor's knowledge and belief; (iii) the debts set out as due to the secured and general unsecured creditors are bona fide, just, true, and unpaid; and (iv) this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.

In witness whereof Assignor has hereunto set its hand hereto this 4th day of October, 2021.

USA BENEFITS & ADMINISTRATORS LLC,
a New Mexico limited liability company

By: 

Name: Shelley Steele

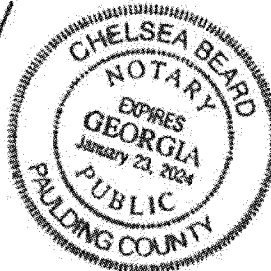
Its: Manager

Signed, sealed and delivered
in the presence of:


Notary Public

My commission expires: January 23 2024


Unofficial Witness



STATE OF GEORGIA
COUNTY OF FULTON

AFFIDAVIT AND ACCEPTANCE OF ASSIGNEE

And now comes Asset Recovery Associates Alieria, LLC, by and through Katie S. Goodman, its Member, Assignee named in the foregoing Deed of Assignment, and on oath says that (i) Assignee has examined the books and other papers of each of the Assignors; (ii) each of the Assignors assisted in the preparation of the list of such Assignor's assets as set forth in Exhibits B-1, B-2, B-3, B-4 and B-5 to said Deed of Assignment as far as possible; (iii) to the best of Assignee's knowledge, information and belief each such list is correct; and (iv) this assignment is not made for the purpose of hindering, delaying, or defrauding creditors.

Asset Recovery Associates Alieria, LLC, Assignee, as Assignee, hereby accepts the trust created by the foregoing Deed of Assignment and agrees that it will faithfully and without delay perform the conditions thereof and satisfy the duties imposed therein.

In witness whereof Assignee has hereunto set its hand hereto this 4 day of October, 2021.

ASSET RECOVERY ASSOCIATES ALIERA,
LLC, a Georgia limited liability company

By: Katie S. Goodman
Name: Katie S. Goodman
Its: Manager

Signed, sealed and delivered
in the presence of:

Amy Lannon
Notary Public

My commission expires: 5.13.25

K. B.
Unofficial Witness

