

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA

CASE NO. 04-60573-CIV-MORENO/SIMONTON

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

MUTUAL BENEFITS CORP.,
JOEL STEINGER a/k/a JOEL
STEINER, LESLIE STEINGER
a/k/a LESLIE STEINER,
PETER LOMBARDI,
And STEVEN K. STEINER,

Defendants,

VIATICAL BENEFACTORS, LLC,
VIATICAL SERVICES, INC.,
KENSINGTON MANAGEMENT, INC.
RAINY CONSULTING CORP.,
TWIN GROVES INVESTMENTS, INC.,
P.J.L. CONSULTING, INC.,
CAMDEN CONSULTING, INC.
and SKS CONSULTING, INC.

Relief Defendants.

EIGHTEENTH REPORT OF THE RECEIVER

Roberto Martínez, court-appointed receiver (the "Receiver") of Mutual Benefits Corp. ("MBC"), Viatical Benefactors, LLC ("VBLLC"), Viatical Services, Inc. ("VSI"), Anthony Livoti, Jr., P.A. and Anthony Livoti, Jr., solely in their capacity as trustee, all of which collectively are referred to as the "Receivership Entities," hereby submits his Eighteenth Report of the Receiver. This Report addresses: (1) the guilty plea of one of the former principals of

Colson Hicks Eidson

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MBC, Peter Lombardi; (2) the financial statements of the receivership entities; (3) the implementation of the billing process for policies designated to be retained; (4) the implementation of the sales process and updated timeline for policies designated to be sold; (5) update on the investor-to-investor sales process; (6) the current projections regarding payment of policy premiums; (7) update on distribution of death benefits on matured policies; and (8) the formal adoption of internal controls by the receivership.

Lombardi Guilty Plea

On October 17, 2006, Peter Lombardi, the former president of MBC, was charged with one count of securities fraud in a criminal case filed in the U.S. District Court and assigned to the Honorable Judge Paul C. Huck. On October 23, 2006 Mr. Lombardi entered a guilty plea to the criminal charge. Mr. Lombardi's sentencing is presently scheduled for January 3, 2007.

Financial Statements

Attached to this Report as Exhibit A are the financial statements for the Receivership Entities for the six months ended June 30, 2006. The financial statements are unaudited, and the data is derived from the Receivership Entities' accounting records and bank statements.

Billing Process for Retained Policies

In September 2006, VSI commenced the issuance of billing notices for the administrative fees payable by investors for VSI's services as viatical services administrator for the policies to be retained by investors. As indicated in the Notice to Investors previously provided to all investors, the Receiver was authorized by the Court's September 14, 2005 Order on Disposition of Policies and Proceeds ("Disposition Order") to collect fees for VSI's services on these policies, including the collection and remittance of premiums, policy maintenance, policy conversions and waivers of premium, tracking of viators, processing of death benefits and

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investor relations. Administrative invoices will continue to be issued, ultimately for all of the retained policies, through January 2007. VSI will soon commence the issuance of invoices for the investors' share of the premiums on the retained policies. That process will continue for several months.

Investors are reminded that the failure to timely pay either the administrative or the premium invoices will result in the forfeiture of the investor's interest in the policy.

Sales Process

As a result of the disposition process directed by the Disposition Order, approximately 3,700 policies with a face value of approximately \$430 million were designated to be sold. The Receiver has determined that the best method to sell these policies is to divide them into portfolios, which will then be subject to a competitive bidding process. The competitive bidding process contemplates the solicitation of a "Stalking Horse" bid reflected by a proposed purchase agreement that will serve as the leading initial bid for the purchase of a particular portfolio. That leading initial bid, after approval by the Court, will then be subject to further competitive bidding at an auction sale.

The initial portfolio selected for sale consisted of policies with a cash value of at least 5% or greater of the policy's face value. Using this criterion, the Initial Auction Portfolio consists of 1,405 policies, with a total face value of approximately \$119 million, and an approximate net cash surrender value of \$12,728,867. The Initial Auction Portfolio consists primarily but not exclusively of HIV-positive viators: it includes 1,373 HIV-positive policies with a face value of approximately \$104 million and approximate cash value of \$11,437,494, and 32 non-HIV-

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positive policies with a face value of approximately \$15 million and approximate cash value of \$1,291,373. The minimum bid established by the Receiver for the Initial Auction Portfolio must exceed the cash surrender value of \$12,728,867. The remaining policies not included in the Initial Auction Portfolio will ultimately be sold in a similar manner until all policies designated for sale have been liquidated.

On October 10, 2006, the Receiver sent out a letter soliciting stalking horse bids for the Initial Auction Portfolio from all parties known to the Receiver to have expressed an interest in purchasing policies held by the Receivership Entities. The solicitation letter was sent to over 40 potentially interested parties.

Potential stalking horse bidders were required to provide: (1) an affidavit attesting to the absence of any affiliation with any of the Receivership Entities or their principals; (2) a confidentiality agreement with respect to information provided in the course of their due diligence; (3) evidence of financial capability to perform on an offer for at least the minimum bid amount; and (4) a cash deposit of \$100,000. The Receiver has set a deadline of October 20, 2006 for the submission of these qualifying materials and there are multiple parties who have qualified as potential stalking horse bidders.

Those qualified bidders will be permitted to conduct due diligence on the Initial Auction Portfolio. The Receiver's staff has prepared a spreadsheet on the Initial Auction Portfolio containing relevant information as to each policy. The Receiver's staff has also prepared a DVD of scanned Verification of Coverage ("VOC") information provided by the carriers as to each policy. Qualified potential stalking horse bidders will be permitted to conduct on-site due diligence review of the Initial Auction Portfolio files as well.

Due diligence must be completed by November 10, 2006 and the Receiver has set a deadline of November 13, 2006 for submission of bids to serve as the stalking horse for the Initial Auction Portfolio. Once the bid deadline has passed, the Receiver will evaluate all stalking horse bids that have been submitted and make a determination as to which one the Receiver believes to be the highest and best initial offer. That stalking horse proposal will then be presented to the Court for approval, together with approval of all bidding procedures to be followed in the auction sale.

Upon approval of a stalking horse bid and the bidding procedures by the Court, the Receiver will proceed to market and advertise the auction sale of the Initial Auction Portfolio. The timeline for completion of the auction and sale depends on the timing of the Court approval and the terms of the stalking horse bid, but the Receiver anticipates that after marketing and advertising the auction sale, the auction sale could be conducted in January, 2007.

Investor-to-Investor Sales Process

The Investor-to-Investor sales process nears completion. Since the filing of the last Receiver's report, the necessary documentation has been received for 338 sales of investment units totaling \$899,012.55. For those successful purchases where all documentation has been returned by both parties, the interests currently are being transferred to the successful bidders from the sellers. 214 bids have been deemed "failed" bids, as they were either exceeded by other bids, invalidated, rejected, or the policy in question matured during the process. The total value of those failed bids is \$305,469.52. Those funds are being returned to the bidders either by check, if they were initially sent by wire transfer, or by copy of the canceled check if they initially paid by check.

The selling investors for approximately 109 bids which were initially deemed successful have yet to return the required documentation. A large percentage of those bids lacking documentation are relatively small in purchase amount. The correspondence from several investors indicates that those selling investors are unclear as to the penalty for failure to return documentation. In an abundance of caution, letters are being sent to all selling investors who have not returned the required documentation to give them a final opportunity to complete the documentation and complete their sale without penalty.

Premium Payments

Pursuant to the Disposition Order, the Receiver continues to make premium payments on all policies. This includes policies designated to be sold, policies retained outside of life expectancy, and policies retained within their life expectancy. For the approximately 3,700 policies designated to be sold, these payments will be ongoing until the time of sale.

For the retained policies outside of their assigned life expectancy, it is anticipated that the initial premium invoicing on these policies will soon commence and continue through March 2007. Accordingly, the Receiver will continue to pay the premiums related to these policies and will seek reimbursement through the premium invoices for premium costs subsequent to the latter of June 30, 2006 or MBC's assigned life expectancy date. Based on the Receiver's time estimate for the completion of the initial premium billing and the established 135-day premium billing cycle, he expects that his obligation to advance premium dollars on retained policies will cease on July 31, 2007. Following that date, premium invoices will be generated in direct correlation to the given policy's anniversary date and allow sufficient time for investors to pay for their share of the premium costs prior to the premium due date.

For the retained policies within MBC's assigned life expectancies, the Receiver will continue making premium payments out of the MBC premium accounts until the policies reach their respective life expectancy dates.

As of September 30, 2006, the Receiver has approximately \$21,000,000.00 in the MBC premium accounts. These funds will be used to make the necessary payments described above on all retained policies, until premium billing cycles are established, and on all policies designated to be sold until their final disposition.

Death Benefits Distributions

As described in prior reports, death benefit proceeds from matured policies held by the Receiver are being distributed on an ongoing basis to investors. Before making such distributions, the Receiver has requested that investors return required tax forms to allow the Receiver to determine U.S. federal income tax to be withheld, if applicable, and to then disburse the funds. As of September 30, 2006, the Receiver had received death benefit proceeds with their accrued interests in the amount of \$47,499,289. Through September 30, 2006 MBC had processed checks in the amount of \$41,258,283 to return these funds to investors.

Concurrently, death benefit proceeds from matured policies held by insurance companies also are being distributed to investors directly by the insurance companies pursuant to the Court's September 14, 2005 ruling. VSI is coordinating the claim process with investors and insurance companies for these policies.

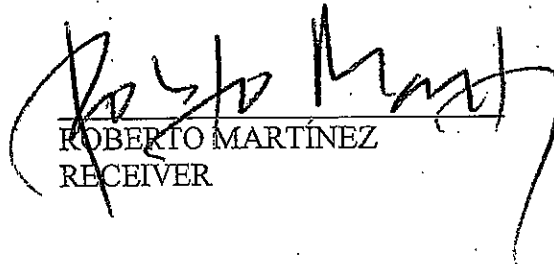
Internal Controls

After extensive consultation and review by the Receiver's accountants, Berkowitz Dick Pollack & Brant, the Receiver has instituted and adopted a new internal controls policy for the

operation of the Receivership Entities. For reasons of confidentiality and security, this formal policy is not being filed with the Court.

DATED: October 27, 2006.

Respectfully submitted,


ROBERTO MARTÍNEZ
RECEIVER

CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that a true and correct copy of the foregoing was served by electronic mail to the parties on the attached Receiver's Service List on October **31**, 2006.


CURTIS MINER

SERVICE LIST OF RECEIVER

Case No.: 04-60573 CIV-Moreno

VIA ELECTRONIC MAIL		
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EXHIBIT "A"

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Mutual Benefits Corporation and Affiliated Entities and Accounts Under Receivship Control
 Combining Statements of Operations and Retained Earnings (Accumulated Deficit)
 Six Months Ended June 30, 2006 (Unaudited)

	Mutual Benefits Corporation	Vertical Benefactors LLC	Vertical Services Inc.	Eliminations	Receivship (Total)
Revenues:					
Premium Servicing Fees (Note 12)	\$ -	\$ -	\$ 626,196	\$ -	\$ 626,196
Operating Expenses:					
Salaries and Consulting	391,405	-	453,110	-	844,515
Copying and Office Expenses	14,498	-	19,204	-	33,702
Depreciation and Amortization	63,151	-	1,653	-	64,804
Insurance	44,629	-	40,752	-	85,381
Licenses and Permits	-	-	186	-	186
Medical Records and Exams	2,269	-	6,231	-	8,500
Other	7,508	237	585	-	8,330
Postage and Delivery	49,638	-	13,861	-	63,499
Rent - Equipment	2,969	-	5,695	-	8,664
Rent - Office	45,622	-	45,896	-	91,518
Security	25,127	-	25,127	-	50,254
Telephone	5,481	-	6,748	-	12,229
Utilities	7,147	-	7,148	-	14,295
Total Operating Expenses:	659,444	237	626,196	-	1,285,877
Income (Loss) From Operations	(659,444)	(237)	-	-	(659,681)
Other Income					
Gain on Sale of Stock (Note 13)	1,775,010	-	-	-	1,775,010
Other Income - Primarily Interest	1,192,518	11	7,073	-	1,199,602
Other Expenses:					
Interest on Settlement (Note 8)	-	-	-	-	-
Receivship Expenses (Note 15)	940,828	-	-	-	940,828
Income (Loss) before Taxes	1,367,286	(226)	7,073	-	1,374,103
Federal, State and Local Taxes	-	-	(731)	-	(731)
Net Income (Loss)	1,367,286	(226)	7,804	-	1,374,834
Retained Earnings (Accumulated Deficit) - Beginning of the Year	482,819	(566,354)	448,015	-	364,480
Retained Earnings (Accumulated Deficit) - End of the Period	\$ 1,850,075	\$ (566,580)	\$ 455,819	\$ -	\$ 1,739,314

Mutual Benefits Corporation and Affiliated Entities and Accounts Under Receivership Control
Notes to Combining Financial Statements
June 30, 2006 (Unaudited)

Note 1. Basis Of Preparation. The *Combining Balance Sheet of Mutual Benefits Corporation And Affiliated Entities And Accounts Under Receivership Control* include the following entities and accounts (referred to collectively as "MBC et. al"): Mutual Benefits Corporation ("MBC"), Northern Trust Bank Premium Accounts, Viatical Benefactors LLC ("VBLLC"), and Viatical Services Inc. ("VSI.") The *Combining Statements of Operations and Retained Earnings of Mutual Benefits And Affiliated Entities And Accounts Under Receivership Control* include the following entities and accounts: Mutual Benefits Corporation ("MBC"), Viatical Benefactors LLC ("VBLLC"), and Viatical Services Inc. ("VSI").

The combining financial statements were not prepared in accordance with GAAP (the notes herein describe the basis of accounting methods used), but are based upon MBC et. al. continuing as a going concern wherein the assets will be realized and liabilities will be paid in the ordinary course of business. Additionally, MBC et al. has elected to present selected note disclosures to the combining financial statements and has omitted the combining statement of cash flows.

On May 4, 2004, the United States Southern District Court entered a Temporary Restraining Order (the "TRO"), in part restraining MBC and VBLLC from engaging in new business. At the same time, the Court entered its Order Appointing Receiver, which among other things appointed the Receiver and directed him to take control of the Receivership Entities. While the ultimate resolution of the entities' status remain uncertain, there is substantial doubt that the entities will be able to continue as going concerns. The accompanying financial statements do not include any adjustments to present the entities on a liquidating basis and such adjustments could be material.

Note 2. Cash Available for Operations. Cash available for operations initially arose primarily from funds that were in the operating and money market accounts of the Receivership Entities at the time the receivership was put in place. MBC has depleted these funds over the course of the Receivership. On June 29, 2004, an order was entered by the Court giving the Receiver the authority to pay insurance premiums for all policies from the various premium escrow accounts including premiums for those policies that were previously paid out of the MBC operating account. As such, the Receiver paid premiums previously paid out of the MBC operating account, first, using funds from the VSI Northern Trust Premium Reserve account and then from the Union Planters Premium Accounts.

On September 6, 2005, the Court ordered that Union Planters (now known and hereinafter referred to as Regions Bank) should release the accrued interest in the premium escrow accounts to the MBC Operating Account. It was also directed to release future interest income in the premium escrow accounts to the MBC Operating Account. The funds in these accounts were transferred to Northern Trust Bank on February 1, 2006. The Receiver was authorized to use the interest to fund continuing Receivership operations. In the first 6 months of 2006, \$841,747 has been earned as interest on these funds and \$396,570 has been transferred from the premium escrow accounts held by Northern Trust Bank to the Receiver's Operating Account at MBC. At June 30, 2006, MBC recorded a receivable of \$445,177 which represents interest earned in the second quarter of 2006 on the premium escrow funds but not yet transferred to MBC.

Note 3. Cash For Premiums On Viaticals Sold To Investors & Funds Held For Premiums On Viaticals Sold To Investors. At the time life insurance policies were sold to investors, a portion of the investors' funds were paid into various premium accounts to pay life insurance policy premiums during the insured's projected life expectancy. Over the course of this Receivership, it has become apparent that: (a.) a significant number of insureds outlived the life expectancy that was represented to the respective investors by MBC; (b.) the premiums set aside for such policies have been exhausted; (c.) in order to continue to fund these insurance policies, MBC used premium funds that were received from other investors that purchased other policies and to a lesser extent other sources of funds (e.g.; policy dividends, proceeds from demutualization of insurance policies, etc.); and (d.) that significant additional insureds have and will likely continue to outlive the life expectancies represented by MBC. The combining financial statements do not reflect any reserves or other adjustment related to these potential circumstances.

Policies sold to investors by MBC in the early years (1994 - 1997) were historically paid out of MBC's operating account. (Effective June 29, 2004, pursuant to Court order, these premiums were subject to reimbursement using funds from premium accounts then maintained by Regions Bank.) Beginning in 1996, Livoti, as trustee, entered into an agreement with MBC whereby he agreed to pay premiums using investor funds that were segregated at the time of closing and transferred to various accounts under his control. (Once these funds were exhausted in mid-January, 2005, the Receiver obtained Court authorization to make premium payments on the Livoti policies using funds then maintained at Regions Bank.) In June, 2002, MBC entered into an escrow agreement with American Express Business Services, Inc. ("AMEX") whereby, among other services, AMEX set up a premium account at Bank of America to pay premiums with investor funds identified and transferred at the time of closing. Upon entering into an agreement with Regions Bank in approximately April, 2003, most funds held at Bank of America were transferred to Regions Bank, along with any future investor funds identified for the payment of premiums on new policies.

In February 2006, the Receiver consolidated the remaining premium funds held by Bank of America and Regions Bank into accounts maintained at Northern Trust Bank and began making premium payments for all policies, including the policies sold to investors by MBC in the early years, out of these accounts.

Note 4. Note Receivable - Officer. This account includes a loan receivable, principal balance of \$1,160,000, from Steven Steiner. MBC earns interest on the principal balance, which amounted to \$104,920 through June 30, 2006. The Receiver has made a demand for repayment of the loan and has filed a lawsuit in an attempt to collect these funds. At this time, the Receiver believes the principal and accrued interest should be fully collectible.

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Note 5. Due to/from Receivership Entity. Consists of the following items: (a.) During the second quarter of 2005, the Receivership consolidated the operations of the entities into one location. During the second quarter of 2006, certain expenses were paid in full by VSI. A portion of these costs, \$102,621, were allocated to MBC by VSI and had not been paid; (b.) As stated in Note 2, the Court has ordered that interest on funds in the premium escrow accounts be used to fund the operations of the receivership. Interest in the amount of \$445,177 was earned in the second quarter of 2006 and had not been transferred to the MBC operating account from the premium accounts; (d.) Professional fees of \$420,383 that were previously paid by MBC have been reallocated to VBLLC, in relationship to the face value of viatical policies originated by each entity. As of June 30, 2006, VBLLC had reduced its obligation to MBC to \$275,383.

Note 6. Restricted Cash from Death Benefit Proceeds. Funds received from insurance policy maturity claims have been deposited into a separate interest bearing account at Northern Trust Bank. These funds include death benefit proceeds, interest on death benefits paid by the insurance companies, return of unearned insurance premiums and interest on the funds in the account paid by the bank. On September 14, 2005, the Court ordered that all death benefits be paid to investors along with any accrued interest. The Receiver has notified investors that their policies have matured and has requested that investors return the appropriate tax forms to allow the Receiver to determine U.S. federal income tax to be withheld, if applicable, and to disburse the funds. As of June 30, 2006, the Receiver has received Death Benefit proceeds and interest in the amount of \$45,367,902. Through June 30, 2006 MBC had processed checks in the amount of \$37,797,611 to return these funds to investors. MBC continues to distribute death benefit proceeds and the interest earned on these funds to investors.

Note 7. Other Funds Being Held. MBC received funds from the federal government in connection with the settlement of a pre-receivership forfeiture action. Additionally, MBC has received funds from its joint settlement with the Brinkley McNerny law firm in the amount of \$7,485,016. These funds, which total \$8,562,390 as of June 30, 2006, inclusive of accrued interest, are to be distributed to investors and creditors of MBC pursuant to a plan of distribution to be authorized by the Court. An equal and offsetting liability has been established for these funds pending their ultimate disposition.

Note 8. Investments in Policies at Cost and Settlement Payable. MBC has acquired interests in various policies over time by refunding monies to investors. Its interest in these policies are stated at MBC's cost of \$1,879,618. It is anticipated at this time that any assets realized from the sale/maturity of these investments will be distributed in some manner to investors of MBC. As the value of the assets is dependent upon the payment of premiums and such premium funds are being depleted, an equal and offsetting reserve has been established for these assets. As policies mature, and death benefits are realized, the Receiver will recognize the gains and other income received.

Under the terms of a Settlement Agreement dated June 2003, as amended, the Company was previously obligated to pay to certain parties a principal amount of \$2,165,000. This payment was to repurchase investments in the death benefits of life insurance policies. These policies are part of the amount reflected in Investment in Policies at Cost. It was determined that, as of the date of the Receivership, no additional interest was to be earned on the note. As such, all interest accruals after May 5, 2005 have been reversed. Payments made to the investor as a result of the maturity of an investment, have reduced the amount owed to the investor to \$1,320,066 at June 30, 2006.

Additionally, certain policies were not fully placed with investors as of May 5, 2004. The unplaced portion of these investments represented \$52,960,167 of the total death benefits of these policies which is \$84,904,300. On certain of these policies, no funds were received for payment of premiums. Based on life expectancies projected by MBC prior to the Receivership, \$9,176,704 should have been deposited in the Regions Bank premium account. However, because of the timing of the Receivership, this \$9,176,704 was not transferred from the Purchase Escrow Accounts. The Court has determined that the Purchase Escrow Accounts are outside of the Receivership. Nonetheless, the need to fund the premiums on these policies through the original life expectancy remains an obligation of the Receivership.

MBC has no cost basis in those policies that were not fully placed with investors as of May 5, 2004. As such, these policies are reflected on MBC's financial statements at their \$0 cost. However, certain additional amounts may be realized upon their sale/maturity. The value of these investments, and any gain/loss realized, will be determined upon their disposition.

Note 9. Lease Deposits and Other Assets. Includes approximately \$154,026 in certificates of deposit securing various State bonds in conjunction with licenses and an additional \$24,395 securing various deposits on MBC / VSI's new facility.

Note 10. Accounts Payable. Accounts Payable represents only those payables where the Receiver has made a determination that the payment of which provides on-going and/or necessary benefits to the Receivership. Amounts representing obligations that existed or were caused to be incurred prior to the Receivership have been included in the Other Liabilities Section under Pre-Receivership Obligations.

Note 11. Income Taxes Payable. Prior to the Receivership, VBLLC elected to treat itself as a tax paying entity. As such, an accrual was made for the anticipated federal, local and state taxes payable by the entity.

Note 12. Unearned Viatical Management Services. VSI was paid a fee at the closing of each policy. These fees were intended to provide VSI with the funds required to service the premium payments and track the insureds over the remaining life of each policy and to file the death claim upon each policy's maturity. When the Receiver assumed control over VSI, its books and records reflected unearned revenues of \$2,492,366. Given the current unavailability of reliable actuarial estimates, premium servicing fees earned for the period have been limited to the expenses incurred during the period.

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Note 13. Gain on Sale of Stock. Certain of the life insurance policies purchased from viators were with mutual insurance companies. As such, these policies had an ownership interest in the insurance company. When these companies de-mutualized, common shares of stock were awarded to the owners of the life insurance policies. During the second quarter of 2006, the Receivership liquidated its interests in these demutualized stocks recognizing a gain on the sale and placing the proceeds of \$1,775,010 into its operating account.

Note 14. Due From Escrow Agent. Pursuant to an order issued by the Court in February 2005, funds paid by the investor into the various purchaser escrow accounts of MBC are not considered assets of the company and are being held in the purchaser escrow accounts pending distribution of these funds to the investors. The Court has ordered that the pre-closing investment funds not used to purchase interest in insurance policies be returned to the original investors. The disbursement of these funds has been managed by Regions Bank. As MBC neither has control nor plays any role with regard to the disbursement of these funds, they are no longer being reflected on these financial statements.

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Note 15. Professional Fees and Costs. The Receiver has retained various professionals to support the operations of the Receivership. Fees that have been approved by the court but have not yet been paid have been recorded as liabilities of the Receivership entities. Fees, listed below under Pending Approval, have not been approved by the court and are not included in Accrued Expenses. The following chart reflects the status of professional fees as of September 28, 2006:

App. #	Application Period	Date Submitted	Fees Requested	Costs Requested	Amount Requested	Fees Awarded	Costs Awarded	Date Awarded	Total Amt. Awarded	Date Paid	Amount Paid
Allen Norton & Bleu											
1	5/6/04 - 6/18/04	7/2/2004	30,493.75	51.53	10,545.28	10,493.00	53.15	7/16/2004	10,546.15	7/16/2004	10,546.15
2	6/19/04 - 9/30/04	12/15/2004	1,762.50	262.39	2,024.89	1,762.50	262.39	7/12/2005	2,024.89	9/14/2005	2,024.89
3	10/1/04 - 5/31/05	10/18/2005	9,275.00	260.53	9,535.53	9,000.00	260.90	10/21/2005	9,260.90	11/4/2005	9,260.90
4	6/1/05 - 10/31/05	3/9/2006	3,827.50	11.68	3,839.18	\$3,488.32	\$311.86	5/8/2006	\$3,500.00		\$21,831.04
TOTAL			\$25,358.75	\$596.13	\$25,954.88	\$24,743.82	\$387.23		\$25,331.04		
Berkowitz Dick Pollack & Grant											
1	5/4/04 - 6/28/04	10/18/2005	228,589.43	-	228,589.43	228,589.00	-	10/22/2004	228,589.00	11/16/2004	228,589.00
2	6/19/04 - 9/30/04	12/15/2004	193,806.45	-	193,806.45	193,806.45	-	6/1/2005	193,806.45	6/15/2005	106,593.55
										6/15/2005	87,212.90
3	10/1/04 - 1/31/05	3/16/2005	266,723.10	-	266,723.10	266,723.10	-	6/1/2005	266,723.10	9/7/2005	266,723.10
4	2/1/05 - 5/31/05	7/29/2005	201,446.10	107.00	201,553.10	180,000.00	107.00	8/18/2005	180,107.00	9/7/2005	180,107.00
5	6/1/05 - 9/30/05	1/14/2005	168,136.20	-	168,136.20	120,000.00	-	12/22/2005	120,000.00	1/5/2006	120,000.00
6	10/1/05 - 12/31/05	3/9/2006	177,779.25	190.00	177,969.25	149,810.00	\$190.00	3/28/06 and 5/5/06	\$150,000.00	4/7/2006	\$150,000.00
TOTAL			\$1,236,480.53	\$297.80	\$1,236,778.33	\$1,138,228.55	\$297.80		\$1,139,225.55		\$1,139,225.55
Bilzin Sumberg Baena Price &											
1	2/4/05 - 6/28/05	10/18/2005 resubmitted	36,132.00	110.31	36,242.31	36,132.00	110.31	7/9/2006	36,242.31	2/21/2006	\$36,242.31
2	9/26/05 - 12/31/05	11/22/05	36,262.00	132.28	36,394.28	30,000.00	132.00	5/3/2006	30,132.00	6/12/2006	\$30,132.00
3	1/1/06 - 4/30/06	7/26/2006	44,703.50	240.20	44,943.70						
TOTAL			\$117,137.50	\$482.79	\$117,620.29	\$66,132.00	\$242.31		\$66,374.31		\$66,374.31
Carlson Hicks Eldson											
1	5/4/04 - 6/18/04	7/2/2004	220,751.50	6,709.88	227,461.38	74,000.00	6,709.00	10/22/2002	80,709.00	11/5/2004	80,709.00
2	6/19/04 - 9/30/04	12/15/2004	287,905.00	9,771.19	297,676.19	287,905.00	9,771.19	6/1/2005	297,676.19	9/7/05	297,676.19
3	10/1/04 - 1/31/05	3/17/2005	371,496.00	30,264.16	401,760.16	371,496.00	30,264.16	6/1/2005	401,760.16	9/7/2005	401,760.16
4	2/1/05 - 5/31/05	7/20/2005	320,323.75	16,565.65	336,889.40	300,000.00	16,565.00	8/18/2005	316,565.00	9/7/2005	100,563.62
5	6/1/05 - 9/30/05	11/9/2005	244,126.50	20,537.69	264,664.19	240,000.00	20,537.69	2/16/2006	260,537.69	1/2/2006	216,001.35
6	10/1/05 - 12/31/05	3/7/2006	215,142.50	26,936.15	242,078.65	205,000.00	26,936.15	5/5/2006	231,936.15	5/18/2006	121,936.15
7	1/1/06 - 5/31/06	7/26/2006	372,588.50	25,275.99	397,864.49			5/22/06 corrects prior order			
TOTAL			\$2,032,353.75	\$136,060.73	\$2,168,414.48	\$1,625,152.00	\$140,783.19		\$1,735,935.19		\$1,625,935.19
The Garden City Group											
1	5/4/04 - 6/18/04	7/2/2004	50,195.54	750.00	50,945.54	50,195.00	750.00	10/25/2004	50,945.00	11/5/2004	50,945.00
2	6/19/04 - 9/30/04	12/27/2004	48,491.94	566.26	49,058.20	40,000.00	566.26	7/12/2005	40,000.00	9/7/2005	32,000.00
3	10/1/04 - 1/31/05	3/24/2005	79,149.35	909.14	80,058.49	79,149.35	209.14	8/18/2005	80,058.49	9/7/2005	64,000.00
4	2/1/05 - 9/30/05	11/4/2005	85,759.91	2,614.62	88,374.53	80,000.00	2,614.00	12/22/2005	82,614.00	1/5/2006	82,614.00
5	10/1/05 - 12/31/05	3/8/2006	25,833.17	1,472.13	27,305.30	25,000.00	1,472.00	5/3/2006	26,472.00	5/25/2006	26,472.00
6	1/1/06 - 3/31/06	3/10/2006	186,637.88	82,061.48	268,699.36						
7	1/1/06 - 5/31/06		251,664.71	85,345.99	337,010.70						
TOTAL			\$727,732.58	\$173,719.62	\$901,452.20	\$274,344.35	\$5,745.34		\$280,089.49		\$280,089.49

Note 15. Professional Fees and Costs (Cont'd)

App. #	Application Period	Date Submitted	Fees Requested	Costs Requested	Amount Requested	Fees Awarded	Costs Awarded	Date Awarded	Total Amt Awarded	Date Paid	Amount Paid
Integrity Plus Services											
1	5/9/04 - 6/18/04	7/15/2004	183,780.30	6,909.17	190,689.47	183,780.00	6,909.00	10/22/2004	190,689.00	11/5/2004	190,689.00
2	6/19/04 - 9/30/04	12/27/2004	81,237.50	1,295.77	82,533.27	81,237.50	1,295.77	6/1/2005	82,533.27	6/15/2005	52,722.17
3	10/1/04 - 2/4/05	3/24/2005	54,125.00	1,432.73	55,557.73	54,125.00	1,432.73	6/1/2005	55,557.73	9/7/2005	55,557.73
4	2/7/05 - 5/31/05	8/19/2005	28,075.00	989.89	29,064.89	25,000.00	980.00	9/30/2005	25,980.00	10/29/2005	25,980.00
5	06/01/05 - 10/31/05	11/22/2005	30,525.00	1,040.47	31,565.47	25,000.00	1,190.00	2/8/2006	26,190.00	2/21/2006	26,040.00
6	11/01/05 - 2/17/06	3/8/2006	11,500.00	367.87	11,867.87	10,000.00	387.00	5/3/2006	10,387.00	5/25/2006	10,387.00
7	2/27/06 - 5/28/06	7/26/2006	8,275.00	296.37	8,571.37	10,000.00					
TOTAL			\$397,517.89	\$12,343.26	\$409,861.15	\$379,142.50	\$12,044.58		\$391,187.08		\$391,187.08
Kozzyk Trojahn & Throckmorton,											
<i>As awarded</i>											
1	5/4/04 - 6/18/04	7/8/2004	353,813.47	22,227.52	376,040.99	118,000.00	22,252.00	10/22/2004	140,252.00	11/5/2004	140,252.00
2	6/19/04 - 9/30/04	12/7/2004	196,416.65	29,051.41	225,468.06	235,813.00		12/15/2004	235,813.00	12/17/2004	235,813.00
3	10/1/04 - 1/31/05	3/11/2005	103,976.05	8,224.12	112,200.17	170,948.59	8,224.12	5/1/2005	200,000.00	9/7/2005	200,000.00
4	2/1/05 - 6/30/05	7/27/2005	146,465.25	11,383.42	157,848.67	91,775.88	11,383.00	6/1/2005	100,000.00	9/7/2005	100,000.00
5	7/1/05 - 9/30/05	11/14/05	70,213.75	2,887.23	73,100.98	100,000.00	2,887.00	8/18/2005	111,383.00	9/7/2005	111,383.00
6	10/1/05 - 12/31/05	3/8/2006	64,020.00	1,898.05	65,918.05	50,000.00	1,898.05	2/8/2006	52,897.00	2/21/2006	52,897.00
7	1/1/06 - 5/31/06	8/22/06	89,429.50	3,659.35	93,088.85	48,101.95	1,998.05	5/3/2006	50,000.00	6/26/2006	50,000.00
TOTAL			\$1,024,334.67	\$79,331.10	\$1,103,665.77	\$814,639.42	\$75,635.58		\$890,335.00		\$890,335.00
Rachlin Cohen & Holtz											
1	5/5/05 - 6/25/04	7/15/2004	33,558.28	134.50	33,692.78	33,558.00	134.00	10/22/2004	33,692.00	11/5/2004	33,692.00
2	6/26/04 - 9/30/04	12/17/2004	7,762.50		7,762.50	7,762.50		7/12/2005	7,762.50	9/7/2005	7,762.50
TOTAL			\$41,320.78	\$134.50	\$41,455.28	\$41,320.50	\$134.00		\$41,454.50		\$41,454.50

Mutual Benefits Corporation and Affiliated Entities and Accounts Under Receivership Control
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	Mutual Benefits Corporation	Northern Trust Bank Premium Accounts	Vitalcal Benefactors LLC	Vitalcal Savkeys Inc.	Eliminations	Receivership (Total)
ASSETS						
Current Assets:						
Cash Available for Operations (Note 2)	\$ 3,375,127	\$ -	\$ 15,651	\$ 415,341	\$ -	\$ 3,806,119
Cash for Premiums on Vitalsols Sold to Investors (Note 3)	-	30,562,183	-	-	-	30,562,183
Note Receivable - Officer (Note 4)	1,264,920	-	-	-	(823,181)	1,264,920
Due from Receivership Entity (Note 5)	7,570,291	-	-	102,621	-	7,570,291
Restricted Cash from Death Benefit Proceeds (Note 6)	12,930,898	30,562,183	15,651	517,962	(823,181)	43,203,513
Total Current Assets	156,669	-	-	1,380	-	158,049
Office Furniture and Equipment, net						
Other Assets:						
Funds Held - Other (Note 7)	8,552,890	-	-	-	-	8,552,890
Investments in Policies, at Cost (Note 8)	1,879,618	-	-	24,395	-	1,879,618
Lease Deposits and Other (Note 9)	154,026	-	-	-	-	178,421
Total Assets	\$ 23,674,101	\$ 30,562,183	\$ 15,651	\$ 543,737	\$ (823,181)	\$ 53,972,491

LIABILITIES AND SHAREHOLDER'S EQUITY

Current Liabilities:						
Accounts Payable and Accrued Expenses (Notes 10, 15)	\$ 15,819	\$ -	\$ 239,540	\$ 12,997	\$ -	\$ 28,816
Income Taxes Payable (Note 11)	-	-	-	-	-	239,540
Funds Held from Death Benefit Proceeds (Note 6)	7,213,957	-	-	-	-	7,213,957
Withholdings Payable	356,335	-	-	-	-	356,335
Due to Receivership Entity (Note 5)	102,621	445,177	275,383	-	(823,181)	-
Funds Held for Premiums on Vitalsols Sold to Investors (Note 3)	-	30,117,006	-	-	-	30,117,006
Total Current Liabilities	7,688,732	30,562,183	514,923	12,997	(823,181)	37,955,654
Long Term Liabilities:						
Funds Held - Other (Note 7)	8,552,890	-	-	-	-	8,552,890
Investments in Policies Held for Restricted Use (Note 8)	1,879,618	-	-	-	-	1,879,618
Pre-Receivership Obligations	2,362,720	-	17,208	-	-	2,379,928
Settlement Payable (Note 8)	1,320,066	-	-	-	-	1,320,066
Unearned Vitalcal Management Services (Note 12)	-	-	-	74,821	-	74,821
Total Long Term Liabilities	14,115,294	-	17,208	74,821	-	14,207,323
Total Liabilities	21,804,026	30,562,183	532,131	87,818	(823,181)	52,162,977
Shareholder's Equity (Deficit):						
Common Stock	100	-	100	100	-	300
Additional Paid-in Capital	19,900	-	(50,006)	-	-	69,900
Retained Earnings (Accumulated Deficit)	1,850,075	-	(566,580)	455,819	-	1,739,314
Total Shareholder's Equity (Deficit)	1,870,075	-	(516,480)	455,919	-	1,809,514
Total Liabilities and Shareholder's Equity (Deficit)	\$ 23,674,101	\$ 30,562,183	\$ 15,651	\$ 543,737	\$ (823,181)	\$ 53,972,491