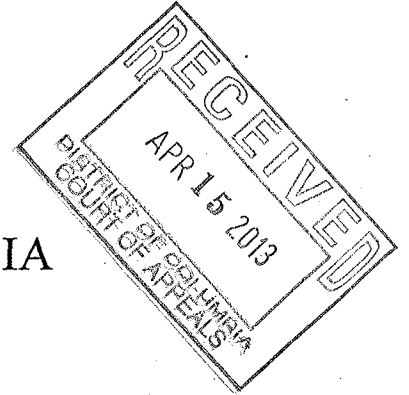


No. 13-cv-348

[notice of appeal filed April 1, 2013]

No. 13-cv-pending

[notice of appeal filed April 4, 2013]



**IN THE DISTRICT OF COLUMBIA
COURT OF APPEALS**

District of Columbia,
Department of Insurance, Securities and Banking,
Petitioner and Appellee,

vs.

D.C. Chartered Health Plan, Inc.
Respondent and Appellee,

D.C. Healthcare Systems, Inc.
Party in Interest and Appellant.

Appeal from an Order Approving an Asset Purchase Agreement
and Appeal from an Order denying a Stay Pending Appeal
Superior Court Civil Division Civil Action No. 2012-CA-8227-2
The Honorable Melvin R. Wright

**MOTION TO CONSOLIDATE
AND EXPEDITE RELATED APPEALS**

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D.C. Healthcare Systems, Inc.

I. CONSOLIDATION IS UNOPPOSED; EXPEDITION MAY BE UNOPPOSED

Appellant Party in Interest D.C. Healthcare Systems, Inc. (DCHSI) moves to consolidate its two related appeals (No. 13-cv-348, and another with no number yet assigned) pending in this Court. Counsel for the Appellees consents to consolidation.

DCHSI also moves to expedite these appeals. Appellees have not consented to expedited treatment of the appeals, but rather have “reserved comment.”

II. MOTION TO CONSOLIDATE RELATED APPEALS

DCHSI moves to consolidate its two pending related appeals. The first appeal (No. 13-cv-348, notice of appeal filed April 1, 2013 [Exhibit A]) arises from a March 1, 2013 order approving an asset purchase agreement and plan of rehabilitation; the second appeal (No. 13-cv-*pending*, notice of appeal filed April 4, 2013 [Exhibit B]) arises from an April 2, 2013 order denying a stay of the first order. Thus, both appeals arise from the same trial court action, rely on the same underlying record, and are intimately related. Consolidated briefing, argument, and decision would be highly efficient. This Court may consolidate separate, timely appeals under Rule 3(b)(2), typically doing so when the appeals raise similar issues of law or fact premised on a single record. That is the case here. These appeals have just started, so this motion is promptly presented. (D.C. Court of Appeals Rule 27(b)(2)(A).) Accordingly, as a matter of convenience for the Court and the parties, and to further judicial economy, these appeals should be consolidated.

III. MOTION TO EXPEDITE APPEALS

DCHSI appeals an order approving a reorganization plan (and a subsequent order denying a stay of that order). The reorganization plan, proposed by a court-appointed Rehabilitator, concerns the fate of D.C. Chartered Health Plan, Inc. (“Chartered”), a company whose sole shareholder is DCHSI. Part of the challenged reorganization plan involves the sale of substantially all of Chartered’s assets and its business to another company, AmeriHealth Mercy Family of Companies (“AmeriHealth”). To the best of DCHSI’s knowledge, AmeriHealth will


assume control over Chartered on May 1, 2013 — and the longer AmeriHealth controls Chartered, the harder it will become to unwind that transaction. Accordingly, the sooner these appeals are resolved, the less disruption there may be to the operation of these companies.

DCHSI intends to process its appeals as quickly as possible (and has already designated and even provided copies of the sole reporter's transcript necessary for the appeal). DCHSI will file its briefs without seeking any extensions of time and requests that the Court order the Appellees to do likewise. Similarly, DCHSI requests that the Court order an expedited briefing schedule and argument so that the appeal may be heard and resolved as quickly as possible.

April 15, 2013

MANATT, PHELPS & PHILLIPS, LLP

By:



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PROOF OF SERVICE

I hereby certify that on this 15th day of April, 2013, a copy of the foregoing was filed and served by email upon:

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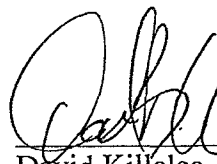
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