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FILED

AUG 10 2009

Hearings Unit, OIC
Patricia D. Petersen
Chief Hearing Officer

August 7, 2009

VIA FEDERAL EXPRESS OVERNIGHT

Hearings Unit
Office of Insurance Commissioner
5000 Capital Blvd.
Tumwater, Washington 98502

Attention: Patricia D. Petersen
Chief Hearing Officer

Re: Amendment No. 1 to Form A Statement Filing – Washington Casualty
Company

Dear Chief Hearing Officer Petersen,

On behalf of Medical Professional Mutual Insurance Company (the "Applicant"), enclosed please find one original and one copy of Amendment No. 1 ("Amendment No. 1") to the Form A Statement regarding the proposed acquisition of control of Washington Casualty Company (the "Domestic Insurer"), dated June 16, 2009 (the "Form A Statement"). The Domestic Insurance is a direct, wholly-owned subsidiary of FinCor Holdings, Inc., a Michigan corporation ("FinCor"). Following the proposed transaction, FinCor will become a direct, wholly-owned subsidiary of the Applicant.

The Applicant had originally proposed that the members of the Applicant's Board of Directors would serve as the Board of Directors of FinCor following the proposed transaction. On August 5, 2009, the Applicant's Board of Directors decided to instead propose that Mr. Richard W. Brewer, President and CEO of the Applicant, Mr. Gregg L. Hanson, Chief Operating Officer of the Applicant, and Mr. John J. Donehue, Senior Vice President and Chief Financial Officer of the Applicant, serve as the Board of Directors of FinCor following the proposed transaction.

As a result of this decision, we are submitting the enclosed Amendment No. 1 and amended Exhibit H-2, List of Proposed Directors and Executive Officers of FinCor (Post-Merger), to reflect the changes to the proposed list of individuals to serve as the Board of Directors of FinCor following the proposed transaction. Biographical affidavits and fingerprint cards were previously submitted to the Washington Office of Insurance Commissioner for each

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of Mr. Brewer, Mr. Hanson and Mr. Donehue in connection with the Form A Statement. Please note that the Applicant is not making any changes to the proposed list of executive officers of FinCor.

Sincerely,



Anne B. Seggerman
Associate Counsel

Enclosures

cc: Mr. Ronald J. Pastuch, Washington Office of Insurance Commissioner
Janice W. Allegretto, Esq., Medical Professional Mutual Insurance Company
Robert J. Sullivan, Esq., Skadden, Arps, Slate, Meagher & Flom LLP
H. Matthew Crusey, Esq., Skadden, Arps, Slate, Meagher & Flom LLP
Jerry Kindinger, Esq., Ryan, Swanson & Cleveland, PLLC
Gordon R. Lewis, Esq., Warner Norcross & Judd LLP

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Hearings Unit, OIC
Patricia D. Petersen
Chief Hearing Officer

**AMENDMENT NO. 1 TO
FORM A**

**STATEMENT REGARDING THE ACQUISITION OF CONTROL OF OR MERGER
WITH A DOMESTIC INSURER**

**WASHINGTON CASUALTY COMPANY
(the "Domestic Insurer")**

A Wholly-Owned Subsidiary of
FINCOR HOLDINGS, INC.
(the "FinCor")

by

**MEDICAL PROFESSIONAL MUTUAL INSURANCE COMPANY
(the "Applicant")**

Filed with the Washington State Office of the Insurance Commissioner

Dated: August 7, 2009

Name, Title, Address and Telephone Number of Individual to Whom Notices and
Correspondence Concerning this Statement Should be Addressed:

Anne B. Seggerman, Esq.
Associate Counsel

Medical Professional Mutual Insurance Company
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This Amendment No. 1 (this "Amendment No. 1") amends the Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer (the "Application"), Washington Casualty Company (the "Domestic Insurer"), by Medical Professional Mutual Insurance Company, a mutual insurance company domiciled in the Commonwealth of Massachusetts (the "Applicant"), dated June 16, 2009, for the proposed acquisition of control of the Domestic Insurer by the Applicant.

Capitalized terms used but not defined in this Amendment No. 1 shall have the meanings ascribed to such terms in the Application.

Item 12. Financial Statements and Exhibits.

(a) and (b) Exhibits and Financial Statements.

The Applicant originally proposed that the members of the Board of Directors of the Applicant would serve as the members of the Board of Directors of FinCor Holdings, Inc., a Michigan corporation ("FinCor"). The Domestic Insurer is a direct, wholly-owned subsidiary of FinCor. The Applicant now proposes that Richard W. Brewer, Gregg L. Hanson and John J. Donehue would serve as the members of the Board of Directors of FinCor following the Merger. As a result, Exhibit H-2, List of Proposed Directors and Executive Officers of the Domestic Insurer (Post-Merger), submitted with the Application is hereby amended and restated in its entirety and replaced with the Exhibit H-2 attached to this Amendment No. 1. The Applicant is not making any changes to the individuals identified as proposed executive officers of FinCor following the Merger.

Biographical affidavits and fingerprint cards for Mr. Brewer, Mr. Hanson and Mr. Donehue were previously submitted to the Washington Office of Insurance Commissioner in connection with the Application.

Item 13. Signature and Certification.

Signature and certifications required as follows:

Pursuant to the requirements of section 4, chapter 462, Laws of 1993, Medical Professional Mutual Insurance Company has caused this Amendment No. 1 to be duly signed on its behalf in the City of Boston and the Commonwealth of Massachusetts on the 7th day of August 2009.



MEDICAL PROFESSIONAL MUTUAL
INSURANCE COMPANY

By: Richard W. Brewer
Name: Richard W. Brewer
Title: President and Chief Executive
Officer

Attest:

By: Anne B. Seggerman
Name: Anne B. Seggerman
Title: Associate Counsel

CERTIFICATION

The undersigned deposes and says that he has duly executed the attached Amendment No. 1 dated August 7th, 2009, for and on behalf of Medical Professional Mutual Insurance Company, that he is President and Chief Executive Officer of such company; and that he is authorized to execute and file such instrument. Deponent further says that he is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

By: Richard W. Brewer
Name: Richard W. Brewer
Title: President and Chief Executive
Officer

Exhibit H-2

List of Proposed Directors and Executive Officers (Post-Merger)

FinCor Holdings, Inc.

Directors:

Richard W. Brewer	Chairman
Gregg L. Hanson	
John J. Donehue	

Executive Officers:

Thomas F. Dickinson	President and Chief Executive Officer
Richard C. Helgren	Executive Vice President, Secretary, Assistant Treasurer and Chief Operating Officer
Christine C. Schmitt	Senior Vice President, Treasurer, Assistant Secretary and Chief Financial Officer
Mary L. Ursul	Senior Vice President
John J. Donehue	Senior Vice President and Assistant Treasurer
Janice W. Allegretto, Esq.	Vice President and Assistant Secretary