

STATE OF WASHINGTON

MIKE KREIDLER  
STATE INSURANCE COMMISSIONER

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OFFICE OF INSURANCE COMMISSIONER

Please reply to:

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2010 DEC -9 P 3:59

December 9, 2010

Patricia Petersen, JD, Chief Hearing Officer  
Office of the Insurance Commissioner, Hearings Unit  
PO Box 40255  
Olympia, WA 98504-0255  
5000 Capital Blvd.  
Tumwater, WA 98501

Hearings Unit, DIC  
Patricia D. Petersen  
Chief Hearing Officer

Re: Form A Filing dated September 3, 2010 – Proposed Acquisition of Control of Columbia United Providers, Inc. ("CUP")

Dear Ms. Petersen:

Attached please find the Form A Statement regarding the Acquisition of a Domestic Health Carrier and associated supplementary information. The Form A Statement describes the proposed transaction between PeaceHealth, a Washington nonprofit corporation, and Southwest Washington Health Systems, a Washington nonprofit corporation ("SWHS").

The proposed transaction comes at the request of PeaceHealth. PeaceHealth and SWHS would become affiliates whereby PeaceHealth would become the parent and sole member of SWHS. SWHS owns 89.5 percent of CUP. PeaceHealth requested the effective date would be at December 31, 2010.

The Company Supervision division is satisfied that the Form A filing is complete, and requests that a hearing be scheduled in this matter according to RCW 48.31C.030. We request a prehearing conference call soon to establish a hearing date. Ms. Marcia Stickler is the OIC staff attorney assigned to this case.

If you have any questions, please call me at 360-725-7211 or Ms. Stickler at 360-725-7048.

Sincerely,

RONALD J. PASTUCH, CPA  
Holding Company Manager  
Company Supervision Division  
Fax: 360-586-2022

cc: James T. Odiome, CPA, JD, Deputy Insurance Commissioner  
Marcia Stickler, Staff Attorney

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