

**Cairns, Kelly (OIC)**

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**From:** Timin, Gary P. [Gary.Timin@squiresanders.com]  
**Sent:** Tuesday, January 31, 2012 8:46 AM  
**To:** Brown, Charles (OIC); Pastuch, Ron (OIC)  
**Cc:** jventura@humana.com; jlenahan@humana.com; Jim Novello (jnovello@arcadianhealth.com); rhoffman@sonnenschein.com; Cairns, Kelly (OIC)  
**Subject:** Humana / Arcadian -- Arizona DOI approval  
**Attachments:** ARIZONA\_APPROVAL.PDF

FILED

2012 JAN 31 P 2:35  
KAC

Hearings Unit, DIC  
Patricia D. Petersen  
Chief Hearing Officer

Chuck and Ron,

This just to let you know that this morning we received the attached Order of the Arizona Director of Insurance approving, under that state's Form A laws, Humana's acquisition of Arcadian's Washington domiciled subsidiary, which is licensed in Arizona.

Chuck, thanks again for offering yesterday to coordinate with Kelly in obtaining a hearing date in the near future.

Regards,  
Gary

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JAN 26 2012

STATE OF ARIZONA

DEPARTMENT OF INSURANCE

DEPT OF INSURANCE  
BY CB

1 In the Matter of the Acquisition of Control of )  
 2 )  
 3 Arcadian Health Plan, Inc. )  
 4 (NAIC No. 12151) )  
 5 )  
 6 Insurer, )  
 7 )  
 8 By Humana Inc. )  
 9 )  
 10 Petitioner. )

Docket No. 12A-012-INS

**ORDER APPROVING  
ACQUISITION**

11 On January 12, 2012, Humana Inc. ("Petitioner") submitted an application for the  
 12 acquisition of control of Arcadian Health Plan, Inc. ("Insurer") to the Arizona Department of  
 13 Insurance (the "Department") for approval of Petitioner as the controlling person of the Insurer  
 14 pursuant to the provisions of A.R.S. §20-1070.

15 Based upon reliable evidence provided to the Director of Insurance ("Director") by the  
 16 Assistant Director of the Financial Affairs Division of the Department, the Director finds as  
 17 follows:

**FINDINGS OF FACT**

18  
 19 1. The Insurer is a foreign health care services organization as referred to in A.R.S.  
 20 §20-1051.

21 2. The Petitioner filed a statement as referred to in A.R.S. §20-1070.  
 22  
 23



