

MIKE KREIDLER
STATE INSURANCE COMMISSIONER

STATE OF WASHINGTON



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Hearing Room, D/C
Patricia D. Petersen
Chief Hearing Officer

February 21, 2012

Patricia D. Petersen, Chief Hearing Officer
State of Washington Office of Insurance Commissioner
P.O. Box 40355
Olympia, WA 98504-0255

Re: Proposed Acquisition of Arcadian health Plan, Inc. by Humana Inc.
Docket N. 12-0010

Dear Judge Petersen:

We have reviewed the letters dated February 14, 2012 to you from Mr. Hoffman on behalf of Arcadian Health Plan and Mr. Timin on behalf of Humana Inc. outlining the reasons why the Companies believe it is essential to schedule a hearing in the matter and to conclude the same no later than the end of March, 2012.

The OIC staff agrees with those letters and believes that a final OIC order can appropriately be conditioned on resolution of any competitive issues under the federal Hart-Scott-Rodino review process with the U.S. Department of Justice. The OIC staff therefore joins in the Companies' request that a prehearing conference be scheduled in this case at the earliest convenient time and that the hearing in this matter be scheduled so that a final OIC order may be entered as soon as possible and in any event no later than the end of March, 2012.

Very truly yours,

A handwritten signature in cursive script that reads "Charles Brown".

Charles Brown
OIC Staff Attorney

Cc: Gary Timin
Robert Hoffman
Jim Odiorne