

— KREGER BEEGHLY, PLLC —

ATTORNEYS

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August 8, 2012

Hon. Mike Kreidler
Insurance Commissioner
State of Washington
5000 Capitol Blvd.
Tumwater, Washington 98501

RECEIVED
AUG 09 2012
INSURANCE COMMISSIONER
COMPANY SUPERVISION

ATTENTION: Ron Pastuch
Holding Company Manager
Company Supervision Division
Office of the Insurance Commissioner

RE: **Supplemental Documents and Exhibits relating to:**

**Form A Statement Regarding the Acquisition of Control of
Amerigroup Washington, Inc., a Washington-domiciled
Health Care Service Contractor ("HCSC") –**

Filed with the Office of the Insurance Commissioner August 6, 2012

Dear Commissioner Kreidler and Mr. Pastuch:

Enclosed with this letter are the following documents that relate to the Form A Statement referenced above, filed with the Washington Office of the Insurance Commissioner ("OIC") by personal delivery on August 6, 2012:

- **Tab A.** The Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 filed with the Securities and Exchange Commission by AMERIGROUP Corporation.
- **Tab B.** The original (complete and unredacted) Credit Agreement dated July 30, 2012 among WellPoint, Inc. and Credit Suisse, AG, and others. This Credit Agreement supplements the information set forth in the Commitment Letter previously filed with the OIC as Exhibit 7 (confidential) to the Form A Statement. As with the Commitment Letter, we respectfully request that the OIC maintain this Credit Agreement as confidential and not subject to disclosure pursuant to the provisions of RCW 48.31C.030(2)(b), RCW 42.56.400(8) and (9), and RCW 48.02.065.

- **Tab C.** A redacted copy of the Credit Agreement described above and submitted under Tab B. We request that this redacted copy of the Credit Agreement also be maintained by the OIC as confidential under the provisions of RCW 48.31C.030(2)(b), RCW 42.46.400(8) and (9), and RCW 48.02.065.
- **Tab D.** The original and two copies of the Biographical Affidavit for Samuel Robert Nussbaum, M.D. Dr. Nussbaum's Biographical Affidavit is to be included in the biographical affidavits previously filed with the OIC under Exhibit 6 (confidential) to the Form A Statement. This document, just as those biographical affidavits previously filed, contains sensitive and private personal information, and we respectfully request that the OIC maintain this information as confidential and not subject to disclosure under the provisions of RCW 42.56.400 and Executive Order 00-03.

We appreciate the diligence and attention you are giving this and all the information described in and submitted as part of the Form A Statement referenced above. As I have mentioned during our conversations, we are hopeful of the Commissioner's approval of this Form A filing and the transaction involving the acquisition of the domestic health care service contractor as soon as practicable. To that end, if there is anything I can do to assist you, or if you need any additional materials for your review, please feel free to call me any time.

Sincerely,



Brian F. Kreger

Enc. Supplemental Filing No. 1 to Form A Statement filed August 6, 2012
Cc. Tibor Klopfer, Esq., Faegre Baker Daniels LLC
Kreger Beeghly, PLLC File