

STATE OF WASHINGTON

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MIKE KREIDLER
STATE INSURANCE COMMISSIONER



FILED
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OFFICE OF
INSURANCE COMMISSIONER

2013 JAN 30 09:37

January 30, 2013

Ms. Patricia D. Petersen
Chief Hearing Officer

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

Re: Form A Filing dated September 28, 2012 – Proposed Acquisition of Control of
Columbia United Providers, Inc.

Dear Ms. Petersen:

Attached please find the Form A Statement regarding the Acquisition of Control of a Domestic Health Carrier (Insurer) and associated supplementary information. The Form A Statement describes the proposed transaction between PeaceHealth with Columbia United Providers, Inc. (CUP) and its parent company, Southwest Washington Health System (SWHS).

The proposed transaction comes at the request of PeaceHealth whereby SWHS will merge with and into PeaceHealth, and after the merger, PeaceHealth would be the surviving entity. Prior to the proposed merger, SWHS will transfer its common stock ownership of CUP to PeaceHealth, which is the subject for Commissioner's approval of this Form A filing. PeaceHealth is a Washington nonprofit corporation that operates several health care facilities and medical provider groups throughout Alaska, Oregon, and Washington.

CUP is a Washington-domiciled insurer and is 89.5 percent owned by SWHS. PeaceHealth states that it is the sole member of SWHS and holds reserved powers over SWHS, though by contract, it specifically excepted from those powers any control over CUP until the Commissioner has approved a change of control.

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 48.31B.015. Ms. Robin Aronson is the OIC's Staff Attorney assigned to this case.

Patricia D. Petersen, JD

January 30, 2013

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If you have any questions, please call me at 360-725-7211 or Ms. Aronson at 360-725-7041.

Yours truly,

A handwritten signature in cursive script that reads "Ronald J. Pastuch". The signature is written in black ink and is positioned above the typed name.

RONALD J. PASTUCH, CPA
Holding Company Manager
Company Supervision Division
E-Mail: RonP@oic.wa.gov

Cc: James T. Odiorne, CPA, JD, Deputy Insurance Commissioner
Robin Aronson, Staff Attorney

Certificate of Authority

STATE OF WASHINGTON
INSURANCE COMMISSIONER
OLYMPIA

THIS IS TO CERTIFY, That

COLUMBIA UNITED PROVIDERS, INC.
Vancouver, Washington

organized under the laws of WASHINGTON, presented satisfactory evidence of compliance with the Insurance Code of the State of Washington and is therefore granted this Certificate of Authority, authorizing the company, subject to all provisions of this Certificate, to transact the following classes of insurance:

Disability

as such classes are now or may hereafter be defined in the Revised Code of Washington.

THIS CERTIFICATE is expressly conditioned upon the holder being and remaining in full compliance with, and not in violation of, all of the applicable laws and lawful requirements made under authority of the laws of the State of Washington.

THIS CERTIFICATE will be automatically revoked upon failure to annually apply for renewal or pay the statutory fee for renewal.

THIS CERTIFICATE IS NOT TRANSFERABLE WITHOUT THE PRIOR WRITTEN CONSENT OF THE COMMISSIONER.

*IN WITNESS WHEREOF, effective as of the 1st day
of January, 2013, I have hereunto set my hand
and caused my official seal to be affixed this 2nd day of
January, 2013.*



Michael S. ...
Insurance Commissioner

...
Chief Deputy Insurance Commissioner