

STATE OF WASHINGTON

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MIKE KREIDLER
STATE INSURANCE COMMISSIONER



Please Reply to: PO Box 40259
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OFFICE OF
INSURANCE COMMISSIONER

2013 JAN 29 11:28:32

January 29, 2013

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 October 19, 2012 -- Proposed Acquisition of Control of
Soundpath Health, Inc.

Dear Ms. Petersen:

Attached please find the Form A Statement regarding the Acquisition of Control of a
Domestic Health Carrier and associated supplementary information. The Form A
Statement describes the proposed transaction between the affiliates of Catholic Health
Initiatives and Soundpath Health, Inc.

The proposed transaction comes at the request of CollabHealth Plan Services, Inc.
(CollabHealth) whereby CollabHealth would acquire fifty six percent of the outstanding
common stock shares of Soundpath Health from Soundpath's existing shareholders.
After the proposed acquisition, Soundpath Health will issue one thousand Class R
preferred stock shares to CollabHealth and also sell certain assets to CollabHealth.
CollabHealth is a subsidiary of CollabHealth Managed Solutions, Inc., which is a
subsidiary of Catholic Health Initiatives (CHI). CHI is a nationwide Catholic sponsored
non-profit organization which operates several health care facilities nationwide and is
the sole parent of the Tacoma-based Franciscan Health System.

Soundpath Health, Inc. is a Washington domiciled health care service contractor and is
jointly owned by Physicians of Southwest Washington and Northwest Physicians
Network. Soundpath Health writes Medicare Advantage products in eleven Washington
counties in 2013.

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. Ms.
Kate Reynolds is the OIC's staff attorney assigned to this case.



Patricia D. Petersen
January 29, 2013
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If you have any questions, please call me at 360-725-7211 or Ms. Reynolds at 360-725-7179.

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 printed name and title.

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
Kate Reynolds, Staff Attorney

AMENDED
No. 500108

Certificate of Registration

STATE OF WASHINGTON
INSURANCE COMMISSIONER
OLYMPIA

THIS IS TO CERTIFY, That

SOUNDPATH HEALTH, INC.
Federal Way, 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 Registration, authorizing the company, subject to all provisions of this Certificate, to transact the following classes of insurance:

Health Care Service Contractor – as defined in Chapter 48.44 RCW

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 IS NOT TRANSFERRABLE WITHOUT THE PRIOR WRITTEN CONSENT OF THE COMMISSIONER.

*IN WITNESS WHEREOF, effective as of the 9th day
of February, 2007, I have hereunto set my hand
and caused my official seal to be affixed this 14th day of
June, 2011.*

Mike Kreidler
Insurance Commissioner



[Handwritten Signature]
Deputy Insurance Commissioner