



FILED
Please Refer to PO Box 40259
Olympia, WA 98504-0259
Fax: (360) 586-2022

March 28, 2014

OFFICE OF
INSURANCE COMMISSIONER

2014 MAR 28 P 12:47

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

OIC HEARINGS UNIT
PATRICIA D. PETERSEN
CHIEF PRESIDING OFFICER

Re: Form A Filing dated November 7, 2013 – Proposed Acquisition of Control of
Vision Service Plan (Washington)

Dear Ms. Petersen:

Attached please find the Form A Statement regarding the Acquisition of Control of a Domestic Health Carrier and associated supplementary information which describes the proposed transaction between the affiliates of Vision Service Plan (California).

The proposed transaction comes at the request of Mid-Atlantic Vision Service Plan, Inc., a nonstock, nonprofit optometric services plan in the state of Virginia, and Vision Service Plan (Washington) whereby Vision Service Plan (Washington) would merge with and into Mid-Atlantic Vision Service Plan, Inc. After the proposed merger, Mid-Atlantic Vision Service Plan, Inc. would be the surviving entity.

Vision Service Plan (California) is a nonstock, nonprofit service plan in the state of California and is the ultimate controlling entity within the Vision Service Plan holding company system.

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. Marcia Stickler is the OIC's staff attorney assigned to this case.

If you have any questions, please call me at 360-725-7211 or Ms. Stickler at 360-725-7048.

Yours truly,

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

Cc: William R. Michels, MBA, CPA, CFE, Deputy Insurance Commissioner
Marcia Stickler, Staff Attorney

Mailing Address: P.O. Box 40255 • Olympia, WA 98504-0255
Street Address: 5000 Capitol Blvd. • Tumwater, WA 98501

No. 139

Certificate of Registration

STATE OF WASHINGTON
INSURANCE COMMISSIONER
OLYMPIA

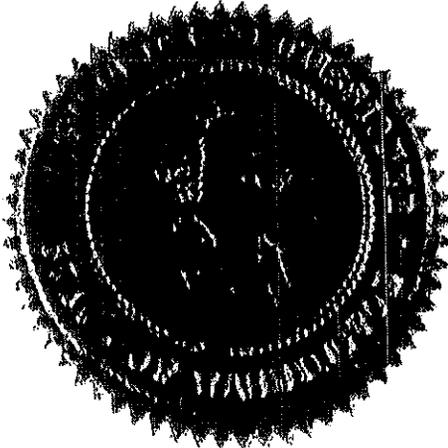
It is Hereby Certified, That

VISION SERVICE PLAN

of Seattle, Washington, has complied with the requirements of Chapter 48.44 Revised Code of Washington, and is registered subject to the provisions thereof to operate as a **LIMITED HEALTH CARE SERVICE CONTRACTOR** in the State of Washington until terminated or revoked pursuant to law.

Date of original registration: March 31, 1961

IN WITNESS WHEREOF, I have hereunto set my hand and caused the Official Seal of the Insurance Commissioner to be affixed at Olympia, this 18th day of October, A. D. 19 90.



Richard G. "Dick" Marquardt
Insurance Commissioner.

By *[Signature]*
Deputy Commissioner.
Health Care Services Administrator

Company previously registered as:
3/31/61 - 10/17/90 Western Vision Servi.

(HCSC)

No. 500886

Certificate of Registration

STATE OF WASHINGTON
INSURANCE COMMISSIONER
OLYMPIA

It Is Hereby Certified, That

MID-ATLANTIC VISION SERVICE PLAN, INC.

of Richmond, Virginia, has complied with the requirements of Chapter 48.44 Revised Code of Washington, and is registered, subject to the provisions thereof, to operate as a LIMITED HEALTH CARE SERVICE CONTRACTOR in the State of Washington until such time as its registration is terminated or revoked.

IN WITNESS WHEREOF, effective as of the 27th day

of August, 2013; I have hereunto set my hand and

caused my official seal to be affixed

this 25th day of September, 2013.



[Signature]
Insurance Commissioner

By *[Signature]*
Chief Deputy Insurance Commissioner