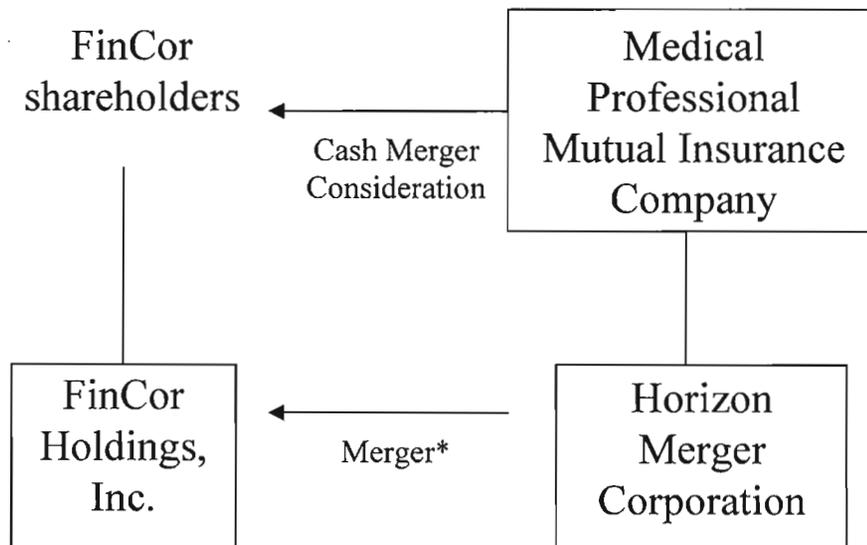
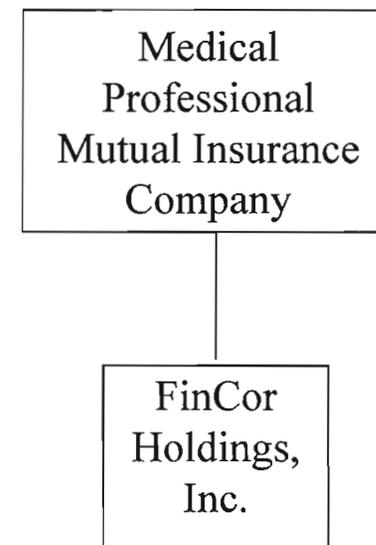


Reverse Subsidiary Merger

- Merger Structure



- Result



* Horizon Merger Corporation will merge with and into FinCor, Holdings, Inc. with FinCor Holdings, Inc. as the surviving entity.

- FinCor Holdings, Inc. is the surviving entity of the merger and becomes a wholly-owned subsidiary of Medical Professional Mutual Insurance Company.

SUBSCRIPTION AGREEMENT

WHEREAS, HORIZON MERGER CORPORATION, a Michigan Corporation (the "Corporation"), is authorized to issue one thousand (1,000) shares of common stock, no par value (the "Stock"); and

WHEREAS, the undersigned, MEDICAL PROFESSIONAL MUTUAL INSURANCE COMPANY, a Massachusetts mutual insurance company, desires to subscribe to purchase one hundred (100) shares of Stock as set forth below;

NOW THEREFORE, it is hereby stipulated and agreed by and between the parties as follows:

1. The undersigned does hereby subscribe to purchase one hundred (100) shares of Stock of the Corporation at a subscription price of one one-hundredth of one dollar (\$1.00) per share, and does hereby agree to pay as consideration therefore, as in the aggregate amount equal to one hundred dollars (\$100.00).
2. This Subscription Agreement shall be governed by and construed in accordance with the laws of the State of Michigan.

[Signature Page Follows]

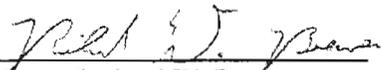
Dated as of June 3, 2009

MEDICAL PROFESSIONAL MUTUAL
INSURANCE COMPANY

By: 
Name: Richard W. Brewer
Title: President and Chief Executive
Officer

ACCEPTED

HORIZON MERGER CORPORATION

By: 
Name: Richard W. Brewer
Title: President