

RECEIVED

SEP 26 2008 September 25, 2008

INSURANCE COMMISSIONER
COMPANY SUPERVISION

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414.297.5541
kbolden@foley.com EMAIL

CLIENT/MATTER NUMBER
068003-0108

VIA OVERNIGHT DELIVERY

Washington State Office of the Insurance Commissioner
ATTN: Company Supervision
Insurance 5000 Building
5000 Capitol Blvd.
Tumwater, WA 98501

Re: Form A Statement Regarding the Acquisition of Control of
National Merit Insurance Company

Dear Sir or Madam:

As outside counsel to, and on behalf of, Unitrin, Inc., an Illinois-based, publicly-held insurance holding company ("Unitrin"), and its wholly-owned subsidiary Trinity Universal Insurance Company, a Texas-domiciled stock insurance corporation ("Trinity"), please find enclosed for filing with your Office the original and two (2) copies of Trinity's Form A Statement in connection with Trinity's proposed acquisition of control of National Merit Insurance Company (the "Domestic Insurer").

Trinity is requesting confidential treatment with respect to Schedule 3.13(e) of Annex D attached to Exhibit B of Trinity's Form A; accordingly, we have redacted from that schedule the sensitive personal financial information at issue. We ask that the Office grant our request for confidentiality relative to this information and accept the form of Schedule 3.13(e) of Annex D attached to Exhibit B of Trinity's Form A as provided.

Please note that fingerprint cards are enclosed with the biographical affidavits of the proposed directors of the Domestic Insurer. In addition, enclosed with this letter is a copy of the request to Owens OnLine, Inc. regarding the processing of the background investigations for the same.

BOSTON
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CENTURY CITY
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WASHINGTON, D.C.



FOLEY & LARDNER LLP

Washington State Office of the Insurance Commissioner

September 25, 2008

Page 2

Please return a file stamped copy of this letter for our files; we have enclosed an extra copy of this transmittal letter and a self addressed stamped envelope for this purpose. It is our understanding that there is no filing fee associated with this filing in Washington; however, if we are in error, please advise me immediately.

Please feel free to contact me if you have any questions.

Very truly yours,

A handwritten signature in black ink that reads 'Kenyatta Bolden'.

Kenyatta Bolden

Enclosures

cc: Samuel L. Fitzpatrick
Thomas R. Hrdlick

**Statement of
Trinity Universal Insurance Company
Regarding the Acquisition of Control of
National Merit Insurance Company**

Volume I of II

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September 25, 2008

WRITER'S DIRECT LINE
414.297.5541
kbolden@foley.com EMAILCLIENT/MATTER NUMBER
068003-0108**VIA OVERNIGHT DELIVERY**

Washington State Office of the Insurance Commissioner
ATTN: Company Supervision
Insurance 5000 Building
5000 Capitol Blvd.
Tumwater, WA 98501

Re: Form A Statement Regarding the Acquisition of Control of
National Merit Insurance Company

Dear Sir or Madam:

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Trinity is requesting confidential treatment with respect to Schedule 3.13(e) of Annex D attached to Exhibit B of Trinity's Form A; accordingly, we have redacted from that schedule the sensitive personal financial information at issue. We ask that the Office grant our request for confidentiality relative to this information and accept the form of Schedule 3.13(e) of Annex D attached to Exhibit B of Trinity's Form A as provided.

Please note that fingerprint cards are enclosed with the biographical affidavits of the proposed directors of the Domestic Insurer. In addition, enclosed with this letter is a copy of the request to Owens OnLine, Inc. regarding the processing of the background investigations for the same.

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WASHINGTON, D.C.



FOLEY & LARDNER LLP

Washington State Office of the Insurance Commissioner
September 25, 2008
Page 2

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Please feel free to contact me if you have any questions.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Kenyatta Bolden', with a long horizontal flourish extending to the right.

Kenyatta Bolden

Enclosures

cc: Samuel L. Fitzpatrick
Thomas R. Hrdlick

FORM A

**STATEMENT REGARDING THE ACQUISITION OF
CONTROL OF A DOMESTIC INSURER**

**NATIONAL MERIT INSURANCE COMPANY, a subsidiary of
DIRECT RESPONSE CORPORATION**

Name of Domestic Insurer (the "Domestic Insurer")

BY

TRINITY UNIVERSAL INSURANCE COMPANY

Name of Acquiring Person (the "Applicant")

Filed with the Washington State Office of the Insurance Commissioner

Dated: September 24, 2008

Name, Title, Address and Telephone Number of Individual to Whom Notices and
Correspondence Concerning this Statement Should be Addressed:

Samuel L. Fitzpatrick
Associate General Counsel
Unitrin, Inc.
One East Wacker Drive
Chicago, Illinois 60601
(312) 661-4516
sfitzpatrick@unitrin.com

Thomas R. Hrdlick
Foley & Lardner LLP
777 E. Wisconsin Ave.
Milwaukee, WI 53202
(414) 297-5812
thrdlick@foley.com

ITEM 1. INSURER AND METHOD OF ACQUISITION

The name and address of the Domestic Insurer to which this application (the "Statement") relates are as follows:

National Merit Insurance Company
3015 112th Avenue NE, Bellevue, WA 98004

The method of acquiring control over the foregoing Domestic Insurer is as follows:

The Domestic Insurer is a property and casualty insurance company domiciled in the State of Washington, and is an indirect wholly-owned subsidiary of Direct Response Corporation ("DRC"), a Delaware general business corporation. The current organizational structure of DRC and its various subsidiaries (collectively, the "Direct Response Group") is shown on the chart attached hereto as Exhibit A and incorporated here by this reference. Seven of the eight property and casualty insurance companies of the Direct Response Group have been assigned a financial strength rating ("FSR") of B++ (*Good*) and a long-term issuer credit rating ("ICR") of bbb (*Investment Grade - Adequate*) from A.M. Best for 2008. Both of these ratings are currently under review with positive implications. The other member of the Direct Response Group, Response Indemnity Company, has been assigned a category NR-3 (*Rating Procedure Inapplicable*) from A.M. Best due to its inactive status.

All of the issued and outstanding voting common stock of DRC is owned, in the aggregate, by Morgan Stanley Capital Partners III, L.P., MSCP III 892 Investors, L.P., Morgan Stanley Capital Investors, L.P., DR Investors, L.P., DR Investors II, L.P., James M. Stone, The Plymouth Rock Company Incorporated, and Mory Katz (collectively, the "Selling Shareholders").

Subject to required regulatory approvals, Trinity Universal Insurance Company, a property and casualty insurance company domiciled in the State of Texas (the "Applicant" or "Trinity"), intends to acquire all of the issued and outstanding common stock of DRC from the Selling Shareholders (the "Transaction"), thereby acquiring control of the Domestic Insurer. The specific terms and conditions governing the Transaction are set forth in that certain Stock Purchase Agreement dated as of August 29, 2008 between Trinity, on the one hand, and the Selling Shareholders, on the other hand (the "Agreement"). A true copy of the Agreement is attached hereto as Exhibit B and incorporated here by this reference. The material terms are summarized as follows:

- At the closing of the Transaction, Trinity will acquire 266,460.58350 shares of common stock of DRC, representing all of the issued and outstanding stock of DRC (collectively, the "Shares"), and thereby acquire control of the Domestic Insurer.
- As consideration for the Shares, Trinity will pay to the Selling Shareholders an aggregate cash purchase price of Two Hundred Twenty Million Dollars (\$220,000,000) (the "Base Price"), plus or minus, as the case may be, certain adjustments relating to (i) the after-tax appreciation/depreciation of the securities portfolio owned by DRC and its subsidiaries, and (ii) the consolidated GAAP net

after-tax income or loss of DRC and its subsidiaries for the period from January 1, 2008 through the Base Date (as that term is defined in the Agreement) (collectively, and as adjusted, the "Purchase Price").

- At closing, Trinity will pay the Purchase Price to the Selling Shareholders less (i) a Fifteen Million Dollar (\$15,000,000) holdback which will be deposited into an escrow account as security for the Selling Shareholders' post-closing indemnification obligations, as well as Trinity's rights under the Agreement to be compensated for potential adverse reserve development (see the next bullet point below), and (ii) the consideration required for cancellation and termination of certain individual stock option agreements and the stock options granted thereunder pursuant to DRC's 2004 Management Equity Plan.
- To the extent there is favorable or adverse development reflected in the Closing Date Reserves (as that term is defined in Annex G of the Agreement) that exceeds One Million Dollars (\$1,000,000), Trinity agrees to pay the Selling Shareholders 75% of any such favorable development, and the Selling Shareholders agree to pay Trinity 75% of any such adverse development out of the escrow account, as the case may be, and in each case up to a maximum payment of Fifteen Million Dollars (\$15,000,000).
- Trinity agrees to retain as employees for a period of at least twelve (12) months following the closing no less than 60% of the individuals who are employed by DRC and its subsidiaries as of the closing date.
- The Agreement contains representations and warranties by the parties, and imposes certain other pre-closing covenants and post-closing indemnification obligations on the parties, in each case that are either customary for acquisitions of this nature or otherwise suitable for this particular Transaction.
- The closing of the Transaction is subject to closing conditions that are either customary for acquisitions of this nature or otherwise suitable for this particular Transaction, including, without limitation, conditions relating to the receipt of regulatory approvals, accuracy at the closing date of representations and warranties made in the Agreement, compliance with pre-closing covenants and delivery of closing documentation.
- The closing of the Transaction will take place on a date (as agreed by the parties or determined under the Agreement) following the date on which all closing conditions have been satisfied or waived.

Upon completion of the Transaction, DRC will continue to indirectly own 100% of the issued and outstanding shares of stock of the Domestic Insurer, and Trinity will own 100% of the issued and outstanding shares of stock of DRC. Thus, Trinity will indirectly own and control the Domestic Insurer by virtue of its ownership of 100% of DRC's stock. Following the consummation of the Transaction, Unitrin, Inc. ("Unitrin") will be the ultimate controlling

person of, and will thus indirectly control, the Domestic Insurer by virtue of its ownership and control of Trinity.

Attached as **Exhibit C** and incorporated by reference herein is an organizational chart showing the intended ownership structure of the Domestic Insurer, Trinity and their affiliates following completion of the Transaction.

ITEM 2. IDENTITY AND BACKGROUND OF THE APPLICANT

- (a) The name and address of the Applicant seeking to acquire control over the Domestic Insurer is as follows: Trinity Universal Insurance Company, a Texas property and casualty insurance corporation. Trinity's main administrative office is located at 12926 Gran Bay Parkway West, Jacksonville, FL 32258.
- (b) The nature of Trinity's business operations for the past five (5) years and the business intended to be done by Trinity and its subsidiaries in the future are as follows:

Trinity is a wholly-owned subsidiary of Unitrin and is a member of Unitrin's Property and Casualty Insurance Group (the "Group"). The Group currently consists, for A.M. Best rating purposes, of nineteen (19) property and casualty insurance companies and is ranked as the forty-second (42nd) largest property and casualty group and the twenty-second (22nd) largest automobile insurance writer in the United States when measured using 2007 net premiums written. Trinity is the lead company in the Group. For 2008, A.M. Best has assigned the Group a FSR of A (*Excellent*) and an ICR of a (*Investment Grade – Strong*), both of which are stable. Standard & Poor has assigned the Group a FSR of A and a Counterparty Credit Rating of A, both of which are on a negative watch. The Moody's Investors Service rating assigned to Trinity Universal Insurance Company consists of a FSR of A2, which is stable.

From a public reporting, branding and management standpoint Unitrin has organized its property casualty insurance operations into four (4) distinct segments. Those segments consist of Kemper, Unitrin Specialty, Unitrin Direct and the property insurance business of Unitrin's Life and Health Insurance segment. Trinity and the subsidiaries which comprise the Kemper business segment provide personal automobile, homeowners, inland marine, boat owners, dwelling fire and personal umbrella insurance to preferred and standard risk customers. Trinity's subsidiaries which comprise the Unitrin Specialty business segment provide nonstandard personal and commercial automobile insurance. The Kemper and Unitrin Specialty products are distributed through independent insurance agents. Certain of Trinity's subsidiaries provide property products which are sold and serviced by a career agency force in the homes of customers. Such products primarily include basic fire and extended coverages. Trinity's subsidiaries which comprise the Unitrin Direct business segment write a broad spectrum of automobile insurance risks, ranging from preferred to nonstandard private passenger automobile customers and, most recently, personal homeowners, renters and condo insurance in selected markets. Such writings are primarily through direct mail, Web insurance portals, its Web site and other various forms of advertising. In addition, one subsidiary in this

segment specializes in the sale of personal automobile and homeowners insurance through employer-sponsored voluntary benefit programs and affinity relationships.

Trinity intends for the Domestic Insurer to become part of the Unitrin Direct segment following the change of control of the Domestic Insurer. The Domestic Insurer is licensed in Idaho, New York, Oregon, Pennsylvania and Washington and provides automobile liability and physical damage insurance on a direct basis to consumers where it is licensed. Trinity's acquisition of the Domestic Insurer underscores Unitrin's commitment to personal lines insurance sold directly to customers. The Domestic Insurer's distribution channels will complement the Unitrin Direct segment's existing direct-to-consumer and affinity distribution channels. At present there are no plans to change the business focus of the Domestic Insurer following the change of control, nor are there any plans to change the business focus of the Kemper, Unitrin Specialty or Unitrin Direct business segments.

The proposed Transaction will not substantially lessen competition in insurance in Washington or create a monopoly therein. The only potentially overlapping lines of business between Unitrin entities and the Domestic Insurer are Other Liability, Private Passenger Auto Liability, and Private Passenger Auto Physical Damage. Based on 2007 direct written premium figures, the two groups' combined market share in Washington in these lines of business are less than 1%, 1.7%, and 1.7%, respectively (based on data from the A.M. Best State/Line Financial database version 2008.7).

Unitrin is a publicly-traded company whose common stock is traded on the New York Stock Exchange under the trading symbol UTR. As a publicly-traded company, Unitrin is subject to the registration and reporting requirements of the Securities Exchange Act of 1934. The beneficial ownership interests of members of Unitrin's management and known beneficial owners of more than 5% of Unitrin's common stock at March 14, 2008 are set forth in the Unitrin Proxy Statement for the Annual Meeting of Shareholders, which was held on May 7, 2008, a copy of which is attached hereto as **Exhibit D** and made a part of this Statement.

Attached hereto as **Exhibit E** and incorporated here by this reference are audited consolidated financial statements of Unitrin and its subsidiaries for the years ended December 31, 2007, 2006, 2005, 2004 and 2003 (included in Unitrin's Annual Reports on Form 10-K for the years then ended as filed with the Securities and Exchange Commission). Attached hereto as **Exhibit F** are the unaudited consolidated financial statements of Unitrin and its subsidiaries included in Unitrin's Quarterly Report on Form 10-Q for the quarter ended June 30, 2008 as filed with the Securities and Exchange Commission. The unaudited consolidated financial statements of Unitrin and its subsidiaries to be included in Unitrin's Quarterly Report on Form 10-Q for the quarter ended September 30, 2008 will be forwarded as an amendment to this Form A when it is filed with the Securities and Exchange Commission, which filing is expected on or about November 3, 2008.

Unitrin is a diversified financial services company with subsidiaries engaged in the property and casualty insurance, life and health insurance and automobile finance

businesses. The only business of Unitrin is holding, directly or indirectly, the issued and outstanding common stock of its subsidiaries and marketable securities. A detailed description of Unitrin and its operations for the last two years is contained in Unitrin's Annual Shareholder Reports for the years ended December 31, 2007 and 2006, copies of which are attached hereto as Exhibit G.

Unitrin and its subsidiaries – including, without limitation, Trinity and its subsidiaries – plan on continuing operations as summarized above.

- (c) The chart attached hereto as Exhibit H shows the current organizational structure (including the percentage of each class of voting securities) of Trinity and all persons known to control Trinity and is hereby incorporated by reference and made a part of this Statement. Exhibit H shows, as to each person specified therein, the type of organization and the state or other jurisdiction of domicile. No single shareholder owns 10% or more of the shares of Unitrin, except for Singleton Group LLC (the "LLC"), which owned approximately 21% of the outstanding common shares of Unitrin as of September 24, 2008. However, the LLC disclaims affiliation with and control of Unitrin. Unitrin's disclaimer of such control, submitted on behalf of the LLC, is attached as Exhibit I. Unitrin hereby requests that the Washington Insurance Commissioner (the "Commissioner") recognize and accept this disclaimer of affiliation with and control of Unitrin for purposes of this Statement and accept this disclaimer of affiliation with and control of DRC and the Domestic Insurer upon approval of the Transaction.

To the best of Trinity's knowledge, there are no court proceedings involving a reorganization or liquidation pending with respect to Unitrin, Trinity or any of their affiliates identified on the chart attached as Exhibit H hereto.

ITEM 3. IDENTITY AND BACKGROUND OF INDIVIDUALS ASSOCIATED WITH THE APPLICANT

(a)-(d): Biographical affidavits for all of the individuals serving as directors and executive officers of Trinity are attached hereto as Exhibit J. To the best of Trinity's knowledge, none of the individuals listed in Exhibit J have been convicted in a criminal proceeding during the last ten (10) years (excluding minor traffic violations).

ITEM 4. NATURE, SOURCE AND AMOUNT OF CONSIDERATION

- (a) As stated in Trinity's response to Item 1 above, as consideration for the Shares, Trinity will pay to the Selling Shareholders an aggregate Base Price of Two Hundred Twenty Million Dollars (\$220,000,000) in cash, plus or minus, as the case may be, certain adjustments relating to (i) the after-tax appreciation/depreciation of the securities portfolio owned by DRC and its subsidiaries, and (ii) the consolidated GAAP net after-tax income or loss of DRC and its subsidiaries for the period from January 1, 2008 through the Base Date. This Purchase Price will be paid from Trinity's internal resources. Trinity does not anticipate borrowing any funds to pay the Purchase Price.

- (b) The nature and amount of the Purchase Price for the Shares was determined by arm's length negotiations between the respective parties and their financial and/or legal advisors. In determining the amount of cash to be paid for the Shares, Trinity considered the business that DRC and its subsidiaries are authorized to transact, their past and current business operations, historical and potential earnings, financial condition and prospects, assets and liabilities, and such other factors and information as Trinity considered relevant under the circumstances.
- (c) The source of the consideration set forth in Item 4(a) above is not a loan.

ITEM 5. FUTURE PLANS OF INSURER

Except as otherwise described in this response to Item 5, Trinity has no plans or proposals to declare an extraordinary dividend or make other distributions, liquidate, sell the assets of (other than such sales of assets as may be contemplated in the ordinary course of business), merge or consolidate or make any other material change in the business operations, corporate structure or management of the Domestic Insurer. In addition, Trinity and its affiliates have no plans or proposals that would have a material effect on the Domestic Insurer.

Trinity contemplates that the Domestic Insurer may enter into a number of affiliated transactions with Unitrin's wholly-owned subsidiaries, including Unitrin Services Company, an Illinois general business corporation ("Unitrin Services"), following the Closing Date. While the specifics and timing of each and every one of these various transactions have not been formulated, it is anticipated that the Domestic Insurer will enter into various service agreements with Unitrin Services and a 100% quota share reinsurance arrangement with Trinity effective as of or sometime after the closing of the Transaction. In connection with any such service or reinsurance arrangements, and any other affiliated transactions involving the Domestic Insurer as a party, once the specifics and timing of such transactions have been formulated and the parties thereto agree to proceed with such transactions, Trinity will cause the Domestic Insurer to provide formal notice to, and/or request the approval of, the Commissioner to the extent required by Washington Laws.

In further response to Item 5, attached hereto as **Exhibit C** is an organizational chart for Unitrin setting forth the corporate structure of the organization following the closing of the proposed Transaction, including how DRC and the Domestic Insurer will fit within the corporate structure immediately following the closing. A similar pre-closing organizational chart for Unitrin is attached hereto as **Exhibit H**.

Finally, Trinity does not anticipate making any changes to the present executive officers of the Domestic Insurer in connection with the closing of the Transaction. Trinity has not, however, made any formal commitments of any nature to any present officers of the Domestic Insurer. Moreover, in connection with the closing of the Transaction, the current directors of the Domestic Insurer will resign from their current board positions and will be replaced by the following Unitrin/Trinity personnel: David F. Bengston, John M. Boschelli, Eric J. Draut, Samuel L. Fitzpatrick, Edward J. Konar, Richard Roeske, James A. Schulte and Donald G. Southwell. Biographical affidavits for each of the foregoing individuals are attached hereto as

part of Exhibit J. Fingerprint cards have also been completed for all of the foregoing individuals.

ITEM 6. VOTING SECURITIES TO BE ACQUIRED

As stated in Trinity's response to Item 1 above, Trinity will acquire 266,460.58350 shares of DRC's common stock, representing all of the issued and outstanding shares of DRC's common stock. A copy of the Agreement governing the acquisition of such Shares is attached hereto as Exhibit B, and the terms of that Agreement are summarized in Trinity's response to Item 1 above, which summary is incorporated here by this reference.

As stated in Trinity's response to Item 4(b) above, incorporated here by this reference, the method by which the fairness of the proposal was arrived at was determined by arm's length negotiations between the respective parties and their financial and/or legal advisors.

As a result of the Transaction, Trinity will indirectly acquire and control 30,000 shares of the Domestic Insurer, representing all of the issued and outstanding shares of the Domestic Insurer's capital stock.

ITEM 7. OWNERSHIP OF VOTING SECURITIES

DRC currently beneficially owns indirectly 100% of the outstanding voting securities of the Domestic Insurer. Neither Trinity nor any of Trinity's affiliates nor any person listed in Item 3 of this Statement or the LLC currently beneficially owns any voting securities issued by DRC or the Domestic Insurer.

Except for the rights of Trinity to acquire voting securities of DRC provided for or referenced in the Agreement, neither Trinity nor any of Trinity's affiliates nor any person listed in Item 3 or the LLC has any right to acquire beneficial ownership of any voting security issued by DRC or the Domestic Insurer.

ITEM 8. CONTRACTS, ARRANGEMENTS, OR UNDERSTANDINGS WITH RESPECT TO VOTING SECURITIES OF THE INSURER

The Agreement attached hereto as Exhibit B, including all exhibits and schedules attached thereto, reflects the agreement among Trinity and the Selling Shareholders for the acquisition of the voting securities of DRC and control of the Domestic Insurer. With the exception of the Agreement and the transactions contemplated thereby, neither Trinity, any of its affiliates, nor any person listed in Item 3 above has entered into any contract, arrangement or understanding with any person with respect to any voting securities of DRC or the Domestic Insurer.

ITEM 9. RECENT PURCHASES OF VOTING SECURITIES

During the twelve (12) calendar months preceding the date of this Statement, neither Trinity, any of its affiliates, nor any person listed in Item 3 above has acquired shares of the voting securities of DRC or the Domestic Insurer.

ITEM 10. RECENT RECOMMENDATIONS TO PURCHASE

Neither Trinity, any of its affiliates, nor any person listed in Item 3 above, during the twelve (12) calendar months preceding the date of this Statement, has made any recommendation to others to purchase the voting securities of DRC or the Domestic Insurer, nor has Trinity, any of its affiliates nor any person listed in Item 3 above suggested (at interviews or otherwise) that any person make any such recommendations.

ITEM 11. AGREEMENTS WITH BROKER-DEALERS

Trinity intends to acquire control of the Domestic Insurer by means of the Transaction as previously described in this Statement. Neither Trinity, any of its affiliates, nor any person listed in Item 3 above has entered into any agreement, contract or understanding with any broker-dealer as to the solicitation of voting securities of DRC or the Domestic Insurer for tender.

ITEM 12. FINANCIAL STATEMENTS AND EXHIBITS

The following exhibits and financial statements are attached to this Statement as an appendix:

Exhibit Reference	Description of Exhibit
Exhibit A	Current Organizational Structure of DRC and its Subsidiaries
Exhibit B	Stock Purchase Agreement dated as of August 29, 2008 among Trinity Universal Insurance Company, Morgan Stanley Capital Partners III, L.P., MSCP III 892 Investors, L.P., Morgan Stanley Capital Investors, L.P., DR Investors, L.P., DR Investors II, L.P., James M. Stone, The Plymouth Rock Company Incorporated, and Mory Katz
Exhibit C	Organizational Structure of Unitrin, Inc., including DRC and its affiliates, following completion of the Transaction
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Exhibit Reference	Description of Exhibit
Exhibit G	Annual Shareholder Reports of Unitrin, Inc. for the Years Ended December 31, 2007 and 2006
Exhibit H	Current Organizational Structure of Unitrin, Inc. and its Subsidiaries
Exhibit I	Disclaimer of affiliation and control regarding Singleton Group LLC with respect to its interest in Unitrin, Inc.
Exhibit J	Biographical Affidavits for Current Directors and Executive Officers of Trinity Universal Insurance Company

[Remainder of page left intentionally blank.]

ITEM 13. SIGNATURE AND CERTIFICATION

SIGNATURE

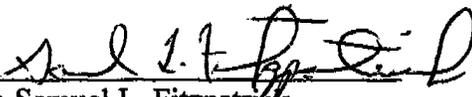
Pursuant to the requirements of Section 4, chapter 462, Laws of 1993 of the State of Washington, Trinity Universal Insurance Company has caused this application to be duly signed on its behalf in the City of Chicago, State of Illinois, on the 24th day of September, 2008.

(SEAL)

TRINITY UNIVERSAL INSURANCE COMPANY

By: 
Name: Richard Roeske
Title: Treasurer

Attest:

By: 
Name: Samuel L. Fitzpatrick
Title: Secretary

CERTIFICATION

The undersigned deposes and says that he has duly executed the attached application dated September 24, 2008, for and on behalf of Trinity Universal Insurance Company; that he is the Treasurer of such company and that he is authorized to execute and file such instrument. Deponent further says that he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

(Signature) 

(Type or print name beneath) Richard Roeske