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OFFICE OF  
INSURANCE COMMISSIONER

2013 DEC 24 A 9:27

December 24, 2013

Hearings Unit, DIC  
Patricia D. Petersen  
Chief Hearing Officer

Patricia Petersen, Chief Hearing Officer  
Office of the Insurance Commissioner  
Hearings Unit  
P.O. Box 40255  
Olympia, WA 98504-0255  
5000 Capitol Blvd.  
Tumwater, WA 98501

Re: Redomestication application for Investors Consolidated Insurance Company, NAIC # 85189

Dear Ms. Petersen:

Attached please find the redomestication application and associated supplementary documents for Investors Consolidated Insurance Company ("ICIC"). The applicant has proposed redomesticating from New Hampshire to Washington.

ICIC was admitted into Washington as a foreign insurer in 2009. ICIC is a wholly owned subsidiary of Western United Life Assurance Company ("WULA") currently holding a certificate of authority in Washington as a domestic carrier. ICIC's business plan is to redomesticate from New Hampshire to Washington and then immediately following the redomestication, WULA will merge into ICIC with ICIC being the surviving company. ICIC will then be renamed Western United Life Assurance Company.

The Company Supervision division is satisfied that the redomestication application is complete and requests that a hearing be scheduled in this matter in conjunction with the hearing for the merger between ICIC and WULA. Ms. Robin Aronson, OIC Staff Attorney, is assigned to this case.

If you have any questions, please call me at 360-725-7210 or Ms. Aronson at 360-725-7181.

Sincerely,

*Tracy Thornburg  
for Gayle Pasero*

Gayle Pasero, CPCU  
Company Licensing Manager  
Company Supervision Division

CC: Robin Aronson, Bill Michels, Burnie Burner

# MITCHELL | WILLIAMS

Burnie Burner  
Direct Dial: 512-480-5119  
E-mail: bburner@mwlaw.com

106 East Sixth Street, Suite 300  
Austin, TX 78701-3661  
Telephone: 512-480-5100  
Fax: 512-322-0301

October 24, 2013

**DELIVERY VIA FED EX AND EMAIL**

Mr. Mike Kreidler  
Insurance Commissioner  
Washington State Office of the Insurance Commissioner  
302 Sid Snyder Ave. SW, Suite 200  
Olympia, WA 98504

RECEIVED  
OCT 24 2013  
FF 10/29/2013  
INSURANCE  
COMMISSIONER

Re: Investors Consolidated Insurance Company ("ICIC") redomestication and merger  
with Western United Life Assurance Company ("WULA")

**Attention:** Gayle Pasero, CPCU, Company Licensing Manager  
Ron Pastuch, Holding Company Manager

Dear Gayle and Ron:

First let me thank both of you for all of your assistance in preparing for the redomestication of ICIC and the merger of WULA into ICIC.

As we have discussed, the purpose of this letter is to seek approval for ICIC, a wholly owned subsidiary of WULA, to redomesticate from New Hampshire to Washington and then immediately following the redomestication, for WULA to merge into ICIC with ICIC being the survivor. ICIC will be renamed Western United Life Assurance Company.

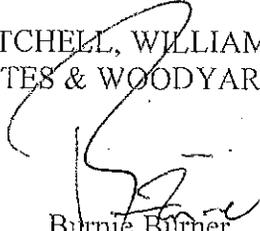
Enclosed please find the completed UCAA Primary Application for the redomestication and the merger application documents with the required information we discussed. We will provide any additional information that might be required to secure the necessary approvals.

Should you have any questions, please do not hesitate to contact me or K.C. Barner, and thank you again for your assistance.

Sincerely,

MITCHELL, WILLIAMS, SELIG,  
GATES & WOODYARD, P.L.L.C.

By:

  
Burnie Burner

cc: David Harris  
Daniel George  
Dale Whitney  
John McGettigan

# Certificate of Authority

STATE OF WASHINGTON  
INSURANCE COMMISSIONER  
OLYMPIA

*THIS IS TO CERTIFY, That*

**INVESTORS CONSOLIDATED INSURANCE COMPANY**  
Concord, New Hampshire

*organized under the laws of NEW HAMPSHIRE, 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:*

Life  
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 16th day  
of November, 2009, I have hereunto set my hand  
and caused my official seal to be affixed this 30th day of  
December, 2009.*



*[Signature]*  
Insurance Commissioner

*[Signature]*  
Chief Deputy Insurance Commissioner

**Pasero, Gayle (OIC)**

---

**From:** Burnie Burner [bburner@mwlaw.com]  
**Sent:** Thursday, December 12, 2013 12:14 PM  
**To:** Pasero, Gayle (OIC); Pastuch, Ron (OIC)  
**Cc:** K.C. Barner  
**Subject:** WULA/Merger

Gayle

Good afternoon.

KC shared your questions with me and I have secured some information from the Company and Mr. Harris in response and included it below.

1. The biographical affidavit for David Harris shows three civil actions that are name match only. They are case number 201269296-7 filed 11/20/2012, case number 201128417-7 filed 5/11/2011, and case number 201229305-7 filed 5/18/2012.

*Mr. Harris confirms that he is not aware of any lawsuits against him so we presume that he is not the "David Harris" named in any of these lawsuits.*

Additionally, there are 8 UCC filings. As none of these are mentioned on the bio, please advise if these belong to the affiant or to another David Harris.

*Similarly, Mr. Harris is not aware of any UCC filing in his name so again we presume these filings relate to another individual of the same name. We would be happy to review any additional information you may have if further inquiry is required.*

2. Additionally, with this redomestication, is there a change in employee staff anticipated at the Spokane office? If so, please provide additional details.

*There will be no change in the employees or staff at the Spokane office as a result of the redomestication and merger.*

Thank you for your timely review of the applications and please let us know if you need any additional information.

**MITCHELL WILLIAMS**

**Burnie Burner**

T 512.480.5100 | F 512.322.0301

[bburner@mwlaw.com](mailto:bburner@mwlaw.com) | [MitchellWilliamsLaw.com](http://MitchellWilliamsLaw.com)

106 East Sixth Street | Ste. 300 | Austin, TX 78701

Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C.

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## Pasero, Gayle (OIC)

---

**From:** Pasero, Gayle (OIC)  
**Sent:** Monday, December 09, 2013 2:31 PM  
**To:** 'K.C. Barner'  
**Subject:** RE: ICIC and WULA Merger Application Documents 102413

Hello K.C,

The biographical affidavit for David Harris shows three civil actions that are name match only. They are case number 201269296-7 filed 11/20/2012, case number 201128417-7 filed 5/11/2011, and case number 201229305-7 filed 5/18/2012. Additionally, there are 8 UCC filings. As none of these are mentioned on the bio, please advise if these belong to the affiant or to another David Harris.

Additionally, with this redomestication, is there a change in employee staff anticipated at the Spokane office? If so, please provide additional details.

Finally, per RCW 48.06.200, the par value of each share must not be less than \$10.00 as the company has not transacted business in Washington state for five years. Also, the names and addresses of the directors need to be included.

Please let me know if you have any questions.

Sincerely,

Gayle

**Gayle Pasero, CPCU**  
Company Licensing Manager  
Company Supervision Division  
Washington State Office of the Insurance Commissioner

360.725.7210 | [GayleP@oic.wa.gov](mailto:GayleP@oic.wa.gov) | [www.insurance.wa.gov](http://www.insurance.wa.gov)  
P.O. Box 40259, Olympia, WA 98504-0255  
[wainsurance.blogspot.com](http://wainsurance.blogspot.com) • [Twitter: @WAinsuranceblog](https://twitter.com/WAinsuranceblog) • [Facebook.com/WSOIC](https://facebook.com/WSOIC)

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**From:** K.C. Barner [mailto:kbarner@mwlaw.com]  
**Sent:** Thursday, December 05, 2013 7:04 AM  
**To:** Pasero, Gayle (OIC)  
**Subject:** RE: ICIC and WULA Merger Application Documents 102413

Morning Gayle,

I assume you wanted the most recent examination report for ICIC. Please let me know if the attached is what you are looking for.

Thank you,  
K.C. Barner

**From:** Pasero, Gayle (OIC) [<mailto:GayleP@OIC.WA.GOV>]  
**Sent:** Wednesday, December 04, 2013 3:24 PM  
**To:** K.C. Barner  
**Subject:** RE: ICIC and WULA Merger Application Documents 102413

Hello K.C.

Can you send me a copy of the most recent examination report? I know the company is currently undergoing an exam now, so I will need the last exam report.

Thank you,

Gayle

**Gayle Pasero, CPCU**  
Company Licensing Manager  
Company Supervision Division  
Washington State Office of the Insurance Commissioner

360.725.7210 | [GayleP@oic.wa.gov](mailto:GayleP@oic.wa.gov) | [www.insurance.wa.gov](http://www.insurance.wa.gov)  
P.O. Box 40259, Olympia, WA 98504-0255

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**From:** K.C. Barner [<mailto:kbarner@mwlaw.com>]  
**Sent:** Tuesday, November 12, 2013 8:43 AM  
**To:** Pastuch, Ron (OIC); Pasero, Gayle (OIC)  
**Cc:** Burnie Burner  
**Subject:** RE: ICIC and WULA Merger Application Documents 102413

Morning Ron and Gayle,

I spoke to Ron this morning about how the applications were coming along and he told me that there is a plan for you both to meet and coordinate the review process. I understand from our talk this morning that there is nothing needed from us at this time. Please let us know if further information is required for you to complete the review of either application. We are standing by and ready to help as needed.

Thank you again for your assistance with these applications.  
K.C. Barner

---

**From:** Pastuch, Ron (OIC) [<mailto:RonP@OIC.WA.GOV>]  
**Sent:** Thursday, November 07, 2013 3:09 PM  
**To:** K.C. Barner  
**Cc:** Pasero, Gayle (OIC); Burnie Burner; Aronson, Robin (OIC)  
**Subject:** RE: ICIC and WULA Merger Application Documents 102413

Good afternoon, K.C.

Do you anticipate NH will complete their approval process of the redomestication before 2013 year-end? The reason I ask is because if we were to go first, then our order would be contingent upon NH approval.

Thanks,

**Ron Pastuch**

Holding Company Manager  
WA Office of the Insurance Commissioner  
Phone: 360/725-7211  
FAX: 360/586-2022

---

**From:** K.C. Barner [<mailto:kbarner@mwlaw.com>]  
**Sent:** Thursday, October 24, 2013 3:40 PM  
**To:** Pastuch, Ron (OIC)  
**Cc:** Pasero, Gayle (OIC); Burnie Burner  
**Subject:** ICIC and WULA Merger Application Documents 102413

Hello Ron,

It was nice speaking with you yesterday and we appreciate your help with this matter. Attached are the ICIC and WULA merger application documents we are sending to you today and that should arrive in your office tomorrow. Please let us know if you have any questions or require any further information to review and complete this application.

Due to size limitations, the ICIC redomestication application will follow this email and will be separated into three emails addressed to Gayle.

Thank you,  
K.C. Barner

**MITCHELL WILLIAMS**

**K.C. Barner**  
T 512.480.5116 | F 512.322.0301  
[kbarner@mwlaw.com](mailto:kbarner@mwlaw.com) | [MitchellWilliamsLaw.com](http://MitchellWilliamsLaw.com)  
106 East Sixth Street | Ste. 300 | Austin, TX 78701  
Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C.

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Print

### VIEW COMPANY

#### Company Information

Name Investors Consolidated Insurance Company FEIN 56-1090947  
 NAIC # 85189 Organization Type Life Company Type Stock  
 WAOIC # 500444 CIC # NAIC Group Code 1117\_Harris Ins Holdings Grp

 Financial Statement and Supplement Documents  Documents

#### Authorization Information

Admission Date 11/16/2009 Domicile Type Foreign Domicile State New Hampshire  
 Status Active Status Date 11/16/2009 Inactivation Reason

#### Application Review

Show All Add Delete

Recv. Date	Assign Date	Assign To	Deemed Comp Date	Appl. Status	Appl. Status Date	
10/25/2013	10/25/2013	Gayle Pasero		Pending	10/25/2013	
06/23/2009			11/10/2009	Approved	11/16/2009	

#### Company Lines

Show All

Lines	Status	Approval Date	Cancel Date	
Disability 	Active	11/16/2009		
Life 	Active	11/16/2009		

#### Domiciliary Address

Contact Name  
 Street 1 6 Loudon Rd  
 Street 2  
 City Concord Country United States  
 State / Province New Hampshire Zip 03302-1858  
 Phone # Extension Fax  
 E-mail

#### Mailing Address

Contact Name  
 Street 1 2727 Allen Parkway  
 Street 2  
 City Houston Country United States  
 State / Province Texas Zip 77019  
 Phone # 713-529-0045 Extension Fax 713-529-9425  
 E-mail

**Service Of Process Address**

Contact Name Mary Lou Rainey  
 Street 1 10700 Northwest Freeway Third Floor  
 Street 2  
 City Houston Country United States  
 State / Province Texas Zip 77092  
 Phone # Extension Fax  
 E-mail MRAINEY@MANHATTANLIFE.COM

**Action Log**

Show All Add Delete

Created On	Action	Comments	Created By	
12/26/2012	CP - Company Complaint Address	Company Complaint Address Added: Mary Lou Rainey...	Desiree Rosenberg	
12/30/2009	SA - SOP Address	SOP Address: 10700 Northwest Freeway Third Floor...	Susan Miller	
12/30/2009	MA - Mailing Address	Mailing Address: 2727 Allen Parkway Houston, Te...	Susan Miller	
12/30/2009	RA - Domiciliary Address	Domiciliary Address: 6 Loudon Rd Concord, New H...	Susan Miller	
12/30/2009	IL - Insurance Line	Added approved lines: Life, Disability.	Susan Miller	
12/30/2009	ST - Status or Status Date Change	Status Information changed from STATUS: Under R...	Susan Miller	
12/30/2009	CT - Company Type	Originally entered as a Stock company.	Susan Miller	
12/30/2009	OG - Organization Type	Originally entered as a Life company	Susan Miller	
12/30/2009	AC - Company Authorized	Company authorized in state of Washington.	Susan Miller	



## Regulatory Actions

RIRS Actions for INVESTORS  
CONSOLIDATED INS CO


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[Market Individual Search](#) [Securities Search](#) [Subsidiaries Search](#) [Summary Reports](#) [Utilities](#) [Help](#) [E-Mail](#)

### Company Information

#### INVESTORS CONSOLIDATED INS CO

NAIC Company Code:

85189

FEIN:

56-1090947

Entity Number: 9030

Alien:

Group: 1117

#### States with Regulatory Actions

[Delimited Report](#)

Last Date Entered: 02/09/2012

Number of Actions: 7

#### Activity 1 of 7

Action State:	<u>Tennessee</u>	Action Id:	13290632
Origin of Action:	1010 ROUTINE DEPT ACTION	State RIRS Identifier:	30611_30309
Reason for Action:	2040 FAILURE TO TIMELY FILE	Entity Role:	U.S. Domiciled Insurer
Disposition:	3102 MONETARY PENALTY	Penalty/Fine/Forfeiture:	\$6
Action Date:	2011-12-22	Restitution:	
Effective Date:	2011-12-22	Time/Length of Order(Days):	
Enter Date:	2012-02-09	Department:	DOI
Contact Person:	Bob Ribe	File Reference:	
Contact E-Mail:	<a href="mailto:bob.ribe@tn.gov">bob.ribe@tn.gov</a>		
Contact Phone:	(615)741-5072		

#### Activity 2 of 7

Action State:	<u>Kentucky</u>	Action Id:	13187268
Origin of Action:	1025 LEGAL	State RIRS Identifier:	2010-00081
Reason for Action:	2115 FAILURE TO FILE LGPT ANNUAL RECONCILIATION	Entity Role:	U.S. Domiciled Insurer
Disposition:	3102 MONETARY PENALTY	Penalty/Fine/Forfeiture:	\$1,000
Action Date:	2010-02-11	Restitution:	
Effective Date:	2010-02-11	Time/Length of Order (Days):	
Enter Date:	2010-06-14	Department:	
Contact Person:	KENTUCKY DOI	File Reference:	
Contact Phone:	Not Specified		

#### Activity 3 of 7

Action State:	<u>Mississippi</u>	Action Id:	13194976
Origin of Action:	1025 LEGAL	State RIRS Identifier:	55_55

<b>Reason for Action:</b> 2040 FAILURE TO TIMELY FILE	<b>Entity Role:</b> U.S. Domiciled Insurer
<b>Disposition:</b> 3102 MONETARY PENALTY	<b>Penalty/Fine/Forfeiture:</b> \$700
<b>Action Date:</b> 2009-07-31	<b>Restitution:</b>
<b>Effective Date:</b> 2009-07-31	<b>Time/Length of Order(Days):</b>
<b>Enter Date:</b> 2010-07-22	<b>Department:</b> MS DOI
<b>Contact Person:</b> Bonnie Shows	<b>File Reference:</b> 55
<b>Contact E-Mail:</b> <a href="mailto:BONNIE.SHOWS@mid.ms.gov">BONNIE.SHOWS@mid.ms.gov</a>	
<b>Contact Phone:</b> (601)359-3577	

## Activity 4 of 7

<b>Action State:</b> <u>Tennessee</u>	<b>Action Id:</b> 11577727
<b>Origin of Action:</b> 1010 ROUTINE DEPT ACTION	<b>State RIRS Identifier:</b> 1R_11577727
<b>Reason for Action:</b> 2040 FAILURE TO TIMELY FILE	<b>Entity Role:</b> U.S. Domiciled Insurer
<b>Disposition:</b> 3102 MONETARY PENALTY	<b>Penalty/Fine/Forfeiture:</b> \$12
<b>Action Date:</b> 2007-12-27	<b>Restitution:</b>
<b>Effective Date:</b> 2007-12-27	<b>Time/Length of Order(Days):</b>
<b>Enter Date:</b> 2008-05-20	<b>Department:</b>
<b>Contact Person:</b> TENNESSEE DOI	<b>File Reference:</b>
<b>Contact Phone:</b> Not Specified	

## Activity 5 of 7

<b>Action State:</b> <u>Tennessee</u>	<b>Action Id:</b> 11007182
<b>Origin of Action:</b> 1010 ROUTINE DEPT ACTION	<b>State RIRS Identifier:</b> 1R_11007182
<b>Reason for Action:</b> 2040 FAILURE TO TIMELY FILE	<b>Entity Role:</b> U.S. Domiciled Insurer
<b>Disposition:</b> 3102 MONETARY PENALTY	<b>Penalty/Fine/Forfeiture:</b> \$7
<b>Action Date:</b> 2004-12-28	<b>Restitution:</b>
<b>Effective Date:</b> 2004-12-28	<b>Time/Length of Order(Days):</b>
<b>Enter Date:</b> 2005-02-01	<b>Department:</b>
<b>Contact Person:</b> TENNESSEE DOI	<b>File Reference:</b>
<b>Contact Phone:</b> Not Specified	

## Activity 6 of 7

<b>Action State:</b> Virginia	<b>Action Id:</b> 7450711
<b>Origin of Action:</b> 1005 COMPLAINT INVESTIGATION	<b>State RIRS Identifier:</b> 1R_7450711
<b>Reason for Action:</b> 2020 POLICYHOLDER SERVICE 2060 NOT APPOINTED	<b>Entity Role:</b> U.S. Domiciled Insurer
<b>Disposition:</b> 3102 MONETARY PENALTY	<b>Penalty/Fine/Forfeiture:</b> \$5,000
<b>Action Date:</b> 1998-07-07	<b>Restitution:</b>
<b>Effective Date:</b> 1998-07-07	<b>Time/Length of Order(Days):</b>
<b>Enter Date:</b> 1998-08-20	<b>Department:</b>
<b>Contact Person:</b> Marie Cox	<b>File Reference:</b> INS980110
<b>Contact E-Mail:</b> <a href="mailto:marie.cox@scc.virginia.gov">marie.cox@scc.virginia.gov</a>	
<b>Contact Phone:</b> (803)371-9074	

## Activity 7 of 7

<b>Action State:</b>	Virginia	<b>Action Id:</b>	7100642
<b>Origin of Action:</b>	1030 MARKET CONDUCT EXAM	<b>State RIRS Identifier:</b>	1R_7100642
<b>Reason for Action:</b>	2025 ADVERTISING	<b>Entity Role:</b>	U.S. Domiciled Insurer
<b>Disposition:</b>	3060 HEARING WAIVER 3104 SETTLEMENT	<b>Penalty/Fine/Forfeiture:</b>	\$10,000
<b>Action Date:</b>	1998-06-11	<b>Restitution:</b>	
<b>Effective Date:</b>	1998-06-11	<b>Time/Length of Order(Days):</b>	
<b>Enter Date:</b>	1998-07-08	<b>Department:</b>	
<b>Contact Person:</b>	Marie Cox	<b>File Reference:</b>	INS980102
<b>Contact E-Mail:</b>	<a href="mailto:marie.cox@scc.virginia.gov">marie.cox@scc.virginia.gov</a>		
<b>Contact Phone:</b>	(803)371-9074		

SMWP-MISDM

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10/30/2013