



- 1 a. Is contrary to law;  
2 b. Is unfair in the terms and conditions of the exchange of securities;  
3 c. Would substantially reduce the security of and service rendered to the  
4 policyholders of the Insurer in this State or elsewhere.

5 4. Insurer has a \$100.00 deposit with the Insurance Examiners' Revolving Fund  
6 ("IERF").

7 5. The Department holds a \$5,090,000 statutory deposit on behalf of the Insurer.

8 6. Petitioner has prepared Articles of Merger it intends to file with the Arizona  
9 Corporation Commission ("ACC").

#### 10 CONCLUSIONS OF LAW

11 1. The application established that none of the enumerated grounds set forth in  
12 A.R.S. § 20-731 exist so as to provide a basis for disapproval or rejection of the Plan and  
13 Agreement of Merger.

14 2. The evidence established that Petitioner has complied with the provisions of  
15 A.R.S. § 20-731 and established by credible evidence that the Plan and Agreement of Merger  
16 between Insurer and Petitioner should be approved.

#### 17 ORDER

18 1. The Plan and Agreement of Merger between Insurer and Petitioner is approved.

19 2. Petitioner may file its Articles of Merger with the ACC.

20 3. Petitioner shall file with the Department an ACC certified copy of Petitioner's  
21 ACC filed Articles of Merger.



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