

MAR 30 2007

DEPT OF INSURANCE  
BY                     

STATE OF ARIZONA  
DEPARTMENT OF INSURANCE

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In the Matter of the  
Merger of  
Stanford Life Insurance Company  
(NAIC No. 77372),  
Insurer,  
Into  
Unified Life Insurance Company  
(NAIC No. 11121),  
Petitioner.

) Docket No. 07A-068-INS

ORDER APPROVING  
MERGER

On March 9, 2007, pursuant to A.R.S. § 20-731, Unified Life Insurance Company ("Petitioner") submitted an application to the Arizona Department of Insurance (the "Department") for the merger of Stanford Life Insurance Company ("Insurer") with and into Petitioner.

Based upon reliable evidence provided to the Director of Insurance ("Director") by the Assistant Director of the Financial Affairs Division of the Department, the Director makes the following Findings of Fact, Conclusions of Law and enters the following Order:

FINDINGS OF FACT

1. Insurer is duly qualified and authorized as a life and disability insurer in the State of Arizona.

1           2.     Petitioner is duly qualified and authorized as a life and disability insurer in  
2 the State of Texas.

3           3.     No evidence has been produced that would indicate or form the basis for a  
4 finding that the Agreement and Plan of Merger previously filed with the Department:

- 5           a.     Is contrary to law;
- 6           b.     Is unfair in the terms and conditions of the exchange of securities;
- 7           c.     Would substantially reduce the security of and service to be rendered to  
8 the policyholders of the Insurer in this State or elsewhere.

9           4.     Insurer has a \$100 deposit with the Insurance Examiners' Revolving Fund  
10 ("IERF").

11           5.     The Department holds a statutory deposit in the amount of \$543,000 on  
12 behalf of the Insurer.

13           6.     Petitioner has prepared Articles of Merger it intends to file with the Arizona  
14 Corporation Commission.

15   CONCLUSIONS OF LAW

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

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

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ORDER

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2           1.     Petitioner may file its Articles of Merger with the Arizona Corporation  
3 Commission.

4           2.     The Agreement and Plan of Merger between the Insurer and the Petitioner  
5 shall be approved.

6           3.     Petitioner shall file with the Department certified documentation obtained  
7 from the Texas Department of Insurance showing that agency's approval of the merger  
8 of the Insurer into Petitioner.

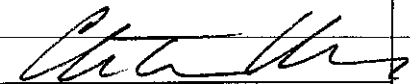
9           4.     Insurer shall file its 2007 Annual Statement including applicable fees with  
10 the Department unless Petitioner files its Articles of Merger with the Arizona Corporation  
11 Commission on or before December 31, 2007.

12          5.     Insurer shall pay its Certificate of Authority renewal fee and file its 2006  
13 Annual Form "B" Registration Statement if the Articles of Merger are not filed on or  
14 before April 2, 2007.

15          6.     Petitioner is entitled to the release of Insurer's statutory deposit in the sum  
16 of \$543,000. Insurer's statutory deposit shall be released to the Petitioner after the  
17 Department receives the following: (a) a copy of Petitioner's Articles of Merger certified  
18 as having been filed with the Arizona Corporation Commission; (b) a fully executed  
19 Form E126CD (Request for Release of Certificate of Deposit) and a Treasurer Release  
20 Receipt Form E101 ; (d) payment of any outstanding invoices owing to the IERF, and  
21 (e) payment to the Director of Insurance of any outstanding Computer Fund  
22 Assessments. The Director has no personal liability for the release of such deposit so  
23 made by her in good faith as provided in A.R.S. §20-588(B).  
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1           7.     The sum of \$100.00 previously credited to the IERF shall be refunded to  
2 the Insurer, pursuant to A.R.S. § 20-159.

3           DATED this 29<sup>th</sup> day of March, 2007.

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7           CHRISTINA URIAS  
8           Director Of Insurance

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10          COPY of the foregoing mailed  
11 this 30<sup>th</sup> day of March, 2007,

12          Gerrie Marks, Deputy Director  
13          Mary Butterfield, Assistant Director  
14          Catherine O'Neil, Consumer Legal Affairs Officer  
15          Steven Ferguson, Assistant Director  
16          Leslie R. Hess, Financial Affairs Legal Analyst  
17          Kurt Regner, Chief Financial Analyst  
18          Department of Insurance  
19          2910 North 44<sup>th</sup> Street, Suite 210  
20          Phoenix, Arizona 85018

21          William M. Buchanan, FSA, MAAA, Chairman  
22          Unified Life Insurance Company  
23          7201 West 129<sup>th</sup> Street, Suite 300  
24          Overland Park, Kansas 66213

25          Sandy Nydam, Executive Assistant  
26          Unified Life Insurance Company  
27          P.O. Box 25326  
28          Overland Park, Kansas 66225-5326

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