STATE OF ARIZONA FILED

STATE OF ARIZONA

APR 27 2012

PEPARTMENT	OF I	INSUR	ANCE
------------	------	-------	------

DEPT OF INSURANCE BY

In the Matter of the Acquisition of Control of

Pacificare of Arizona, Inc.
(NAIC No. 95617)

Docket No. 12A-047-INS

Insurer,

ORDER APPROVING ACQUISITION

Ву

1

2

3

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

United Healthcare Services, Inc.,

Petitioner.

.....

On April 2, 2012, United Healthcare Services, Inc. ("Petitioner") submitted an application for the acquisition of control of Pacificare of Arizona, Inc. ("Insurer") to the Arizona Department of Insurance (the "Department") for approval of Petitioner as the controlling person of the Insurer pursuant to the provisions of A.R.S. §20-1070.

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 finds as follows:

FINDINGS OF FACT

- The Insurer is a domestic health care services organization as referred to in A.R.S. §20-1051.
 - 2. The Petitioner filed a statement as referred to in A.R.S. §20-1070.

22

23

3. The Petitioner has demonstrated that Insurer will continue to maintain the requirements for a certificate of authority as required by A.R.S. §20-1070(D) subsequent to the change in control.

CONCLUSIONS OF LAW

- 1. The application established that none of the enumerated grounds set forth in A.R.S. §20-1070(D) exist so as to provide a basis for disapproval or rejection of Petitioner's acquisition of control of the Insurer.
- 2. Petitioner presented credible evidence for approval of its acquisition of control of the Insurer and the Petitioner to be a controlling person pursuant to the provisions of A.R.S. §20-1070.

ORDER

THEREFORE, I, CHRISTINA URIAS, Director of Insurance of the State of Arizona, for the purpose of protecting and preserving the public health, safety and welfare, and by virtue of the authority vested in me by A.R.S. §§20-142 and 20-1070 hereby order that:

- 1. The acquisition of control of the Insurer by the Petitioner is approved.
- 2. Subject to A.R.S. §20-481.21, all documents, materials and other information that is in the possession or control of the Department and that was obtained by or disclosed to the Director or any other person in the course of filing the application is confidential and privileged, is not subject to Title 39, Chapter 1, Article 2 and is not subject to subpoena.
- 3. The Petitioner shall advise the Director in writing of the effective date of the change of control.

1	4. The failure to adhere to one or more of the above terms and conditions shall
2	result without further proceedings in the suspension or revocation of the Insurer's Certificate of
3	Authority.
4	Effective this day of, 2012.
5	10-0-11-
6	CHRISTINA URIAS
7	Director of Insurance
8	COPY of the foregoing mailed/delivered this _27th day of _April, 2012, to:
9	Christine Rexford
10	UnitedHealth Group 404 Fowles Street
11	Oceanside, California 92054
12	Gerrie Marks, Deputy Director Mary Butterfield, Assistant Director
13	Kurt A. Regner, CFE, Assistant Director Catherine O'Neil, Consumer Legal Affairs Officer
14	Leslie Hess, Financial Affairs Legal Analyst Arizona Department of Insurance
15	2910 N. 44 th Street, Suite 210 Phoenix, Arizona 85018
16	
17	Maidene Scheine
18	
19	
20	
21	
22	
23	