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Jack M. Stover
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January 21, 2009

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Corporate & Financial Regulation

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**Pennsylvania
Insurance Department**

VIA HAND DELIVERY

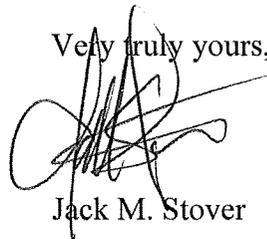
Stephen J. Johnson, CPA
Deputy Insurance Commissioner
Office of Corporate and Financial Regulation
Commonwealth of Pennsylvania
Insurance Department
1345 Strawberry Square
Harrisburg, PA 17120

Re: Applications for Approval of the Change of Control of Highmark Inc. and
Independence Blue Cross and their Pennsylvania Domiciled Insurance Subsidiaries

Dear Mr. Johnson:

I am providing the attached Notice of Withdrawal to you at the request of Highmark Inc.
and Independence Blue Cross.

Very truly yours,



Jack M. Stover

JMS/skm
Enclosure

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BEFORE THE INSURANCE DEPARTMENT
OF THE
COMMONWEALTH OF PENNSYLVANIA

In re:

Applications of Highmark Inc. and Independence Blue Cross
regarding the Acquisition of Control of Domestic Insurers
Highmark Inc.; Independence Blue Cross; First Priority Life
Insurance Company, Inc.; Gateway Health Plan, Inc.;
HM Casualty Insurance Company; HM Health Insurance
Company, d/b/a Highmark Health Insurance Company; HM Life
Insurance Company; Highmark Casualty Insurance Company;
Highmark Senior Resources Inc.; HMO of Northeastern
Pennsylvania, Inc., d/b/a First Priority Health; Keystone Health
Plan West, Inc.; United Concordia Companies, Inc.; United
Concordia Dental Plans of Pennsylvania, Inc.; United
Concordia Life and Health Insurance Company; QCC Insurance
Company; Keystone Health Plan East, Inc.; AmeriHealth HMO,
Inc.; Vista Health Plan, Inc.; and Region 6 RX Corp.

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Insurance Department

NOTICE OF WITHDRAWAL OF APPLICATIONS

Highmark Inc. and Independence Blue Cross hereby withdraw the captioned Applications and Amended Applications effective as of the date of this notice.

HIGHMARK INC.
120 Fifth Avenue
Pittsburgh, PA 15222

INDEPENDENCE BLUE CROSS
1901 Market Street
Philadelphia, PA 19103

DATE: January 21, 2009

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