

BEFORE THE INSURANCE COMMISSIONER  
OF THE  
COMMONWEALTH OF PENNSYLVANIA

In Re: : Pursuant to Section 305 of the  
: Fraternal Benefit Societies Act,  
Application of Slovene National Benefit : Act of 1992, P. L. 835, No. 134  
Society Request for Approval to : 40 P.S. §1142.305 also known as the  
Merge with Workingmen's Beneficial : Fraternal Benefit Societies Code  
Society of Pittsburgh :  
: Order No. ID-RC-01-24

DECISION AND ORDER

AND NOW, on this 15 day of August, 2001, M. Diane Koken, Insurance Commissioner of the Commonwealth of Pennsylvania, hereby makes the following Decision and Order:

Pursuant to the Fraternal Benefit Societies Code and in consideration of the documents, presentations and reports received, as well as other inquiries and studies as permitted by law, the Insurance Commissioner hereby makes the following findings of fact:

FINDINGS OF FACT

1. Workingmen's Beneficial Society of Pittsburgh ("Workingmen's Beneficial") is a domestic fraternal society with its principal place of business in Pittsburgh, Pennsylvania.
2. Slovene National Benefit Society ("Slovene National") is a domestic fraternal society with its principal place of business in Imperial, Pennsylvania.
3. On July 13, 2001, the Insurance Commissioner of the Commonwealth of Pennsylvania ("Commissioner") received an initial application (which together with all material received subsequently is hereinafter collectively referenced as "Application") from Slovene National for approval to merge with Workingmen's Beneficial.

4. As specified in the Application, Workingmen's Beneficial will merge with and into Slovene National, with Slovene National the surviving entity.
5. The Application was filed pursuant to and in accordance with Section 305 of the Fraternal Benefit Societies Code of 1992 ("Code"), also known as 40 P.S. §1142.305.
6. In accordance with Section 305(a)(1) of the Code, a certified copy of the written contract of merger is contained in the Application.
7. In accordance with Section 305(a)(2) of the Code, Slovene National and Workingmen's Beneficial have provided the required financial statements.
8. In accordance with Section 305(a)(3) of the Code, Slovene National and Workingmen's Beneficial have provided the required certified statements that the merger has been approved by a two-thirds vote of the governing body of each society.
9. In accordance with Section 305(a)(4) of the Code, Slovene National and Workingmen's Beneficial have provided the required evidence that the text of the contract of merger was provided all members of each society at least sixty days prior to the action of the supreme governing body of each society.
10. If any of the above Findings of Fact are determined to be Conclusions of Law, they shall be incorporated in the Conclusions of Law as if fully set forth therein.

#### CONCLUSIONS OF LAW

1. Section 305 of the Code specifies that the Commissioner has jurisdiction over the parties and subject matter of this proceeding.
2. In accordance with Section 305(b) of the Code, the Commissioner, based on said Application, finds that:
  - a) the Application was properly filed pursuant to and in accordance with the Code,
  - b) the contract is in conformity with the provision of the Code,
  - c) the financial statements are correct, and
  - d) the merger is just and equitable to the members of each society.
3. If any of the above Conclusions of Law are determined to be Findings of Fact, they shall be incorporated in the Findings of Fact as if fully set forth therein.

BEFORE THE INSURANCE COMMISSIONER  
OF THE  
COMMONWEALTH OF PENNSYLVANIA

In Re: : Pursuant to Section 305 of the  
: Fraternal Benefit Societies Act,  
Application of Slovene National Benefit : Act of 1992, P. L. 835, No. 134  
Society Request for Approval to : 40 P.S. §1142.305 also known as the  
Merge with Workingmen's Beneficial : Fraternal Benefit Societies Code  
Society of Pittsburgh :  
: Order No. ID-RC-01-24

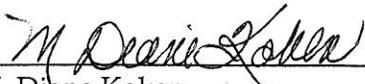
ORDER

Upon consideration of the foregoing, the Commissioner hereby makes the following Order:

An approving determination for the merger of Workingmen's Beneficial Society of Pittsburgh with and into Slovene National Benefit Society as set forth in the Application is hereby granted, subject to this Order and the following condition:

1. The merger shall be effectuated no later than one year from the date of this Order.
2. Slovene National Benefit Society shall file final merger documents with the Insurance Department within 5 days of the date of merger.
3. This transaction may be recorded as effective for accounting purpose on the first day of the calendar quarter in which the transaction is consummated.



  
\_\_\_\_\_  
M. Diane Koken  
Insurance Commissioner  
Commonwealth of Pennsylvania