

BEFORE THE DEPUTY INSURANCE COMMISSIONER  
OF THE  
COMMONWEALTH OF PENNSYLVANIA

In Re:	:	Pursuant to Section 305 of the
	:	Fraternal Benefit Societies Act,
Application of Russian Brotherhood	:	Act of 1992, P.L. 835, No. 134
Organization of U.S.A. Request for	:	40 P.S. §1142.305 also known as the
Approval to Merge with Russian	:	Fraternal Benefit Societies Code
Orthodox Fraternity "LUBOV"	:	
	:	
	:	Order No. ID-RC-02-05

DECISION AND ORDER

AND NOW, on this \_\_\_\_28th\_\_\_\_ day of February, 2002, Stephen J. Johnson, Deputy Insurance Commissioner of the Commonwealth of Pennsylvania ("Deputy Commissioner"), 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 Deputy Commissioner hereby makes the following findings of fact:

FINDINGS OF FACT

1. Russian Brotherhood Organization of the U.S.A. ("Russian Brotherhood") is a domestic fraternal society with its principal place of business in Philadelphia, Pennsylvania.
2. Russian Orthodox Fraternity "LUBOV" ("LUBOV") is a domestic fraternal society with its principal place of business in Jermyn, Pennsylvania.
3. On February 12, 2002, the Insurance Department of the Commonwealth of Pennsylvania ("Department") received an initial application (which together with all material received subsequently is hereinafter collectively referenced as "Application") from Russian Brotherhood for approval to merge with LUBOV.

4. As specified in the Application, LUBOV will merge with and into Russian Brotherhood, with Russian Brotherhood 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, LUBOV and Russian Brotherhood have provided the required financial statements.
8. In accordance with Section 305(a)(3) of the Code, LUBOV and Russian Brotherhood 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, LUBOV and Russian Brotherhood 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 Department has jurisdiction over the parties and subject matter of this proceeding.
2. In accordance with Section 305(b) of the Code, the Deputy 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.

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ORDER

Upon consideration of the foregoing, the Deputy Insurance Commissioner of the Commonwealth of Pennsylvania hereby makes the following Order:

An approving determination for the merger of Russian Orthodox Fraternity "LUBOV" with and into Russian Brotherhood Organization of U.S.A. as set forth in the Application is hereby granted, subject to this Order and the following conditions:

1. The merger shall be effectuated no later than March 31, 2002.
2. Russian Brotherhood Organization of the U.S.A. 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 as of December 31, 2001.

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STEPHEN J. JOHNSON  
Deputy Insurance Commissioner  
Regulation of Companies