

BEFORE THE INSURANCE COMMISSIONER  
OF THE  
COMMONWEALTH OF PENNSYLVANIA

In Re: : Pursuant to Section 2425 of the  
: Act of 1921, May 17, P.L. 682, No.  
Application of Polish National Union : 284, art. XXIV, as amended,  
Of America Request for Approval : 40 P.S. §991.2425, also known as the  
To Merge with Russian Orthodox : Fraternal Benefit Societies Code  
Catholic Mutual Aid Society :  
:  
:  
: Order No. ID-RC-05-23

DECISION AND ORDER

AND NOW, on this \_\_19th\_\_ day of December, 2005, 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 Deputy Commissioner hereby makes the following findings of fact:

FINDINGS OF FACT

1. Polish National Union of America ("Polish National") is a domestic fraternal society with its principal place of business in Scranton, Pennsylvania.
2. Russian Orthodox Catholic Mutual Aid Society ("Russian Orthodox") is a domestic fraternal society with its principal place of business in Wilkes-Barre, Pennsylvania.
3. On December 12, 2005, 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 Polish National for approval to merge with Russian Orthodox.
4. As specified in the Application, Russian Orthodox will merge with and into Polish National, with Polish National the surviving entity.

5. The Application was filed pursuant to and in accordance with Section 2425 of the Fraternal Benefit Societies Code ("Code"), also known as 40 P.S. §991.2425.
6. In accordance with Section 2425(a)(1) of the Code, a certified copy of the written contract of merger is contained in the Application.
7. In accordance with Section 2425(a)(2) of the Code, Russian Orthodox and Polish National have provided the required financial statements.
8. In accordance with Section 2425(a)(3) of the Code, Russian Orthodox and Polish National 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 2425(a)(4) of the Code, Russian Orthodox and Polish National 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 2425 of the Code specifies that the Commissioner has jurisdiction over the parties and subject matter of this proceeding.
2. In accordance with Section 2425(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.

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ORDER

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

An approving determination for the merger of Russian Orthodox Catholic Mutual Aid Society with and into Polish National Union of America as set forth in the Application is hereby granted, subject to this Order and the following conditions:

1. Polish National Union of America shall file final merger documents with the Insurance Department within 5 days of the date of merger.
2. This transaction may be recorded as effective for accounting purpose as of December 31, 2005.

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M. Diane Koken  
Insurance Commissioner  
Commonwealth of Pennsylvania