

BEFORE THE INSURANCE COMMISSIONER
OF THE
COMMONWEALTH OF PENNSYLVANIA

In Re: : Pursuant to Section 357 of the Insurance
Application of Mount Vernon Specialty : Company Law of 1921, Act of May 17,
Insurance Company for Approval to : 1921, P.L. 682, No. 284, as amended, 40
Redomesticate from the Commonwealth : P.S. §477e
of Pennsylvania to the State of Nebraska : Order No. ID-RC-15-21
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DECISION AND ORDER

AND NOW, on this 17th day of December, 2015, Stephen J. Johnson, Deputy Insurance Commissioner of the Commonwealth of Pennsylvania, hereby makes the following Decision and Order:

Pursuant to the Insurance Company Law of 1921 and in consideration of the documents, presentations and reports received, as well as other inquiries and studies as permitted by law, the Deputy Insurance Commissioner hereby makes the following findings of fact:

FINDINGS OF FACT

Identity of Applicant

1. Mount Vernon Specialty Insurance Company (“MVSIC”) is a domestic stock casualty insurance company organized pursuant to the laws of the Commonwealth of Pennsylvania with its principal place of business located in Wayne, PA.
2. U.S. Investment Corporation (“USIC”) is a domestic holding company organized pursuant to the laws of Pennsylvania with its principal place of business in Wayne, Pennsylvania. USIC is the sole shareholder of all of the issued and outstanding capital stock of MVSIC.

Filing of Application

3. On February 26, 2015, the Insurance Commissioner of the Commonwealth of Pennsylvania (“Commissioner”) received an initial application (which, together with all material received subsequently, is collectively referenced as “Application”) for approval of the redomestication of MVSIC from the Commonwealth of Pennsylvania to the State of Nebraska.
4. The Application included a request for licensure of MVSIC as a foreign insurance company organized under the laws of the State of Nebraska effective simultaneous with its redomestication.
5. Section 357 of the Insurance Company Law of 1921, Act of May 17, P.L. 682, as amended, 40 P.S. §477e (the “Insurance Company Law”) provides that any transfer of domicile to any other state by a domestic insurer must be filed with the Commissioner for approval or disapproval.
6. Section 357(b) of the Insurance Company Law, 40 P.S. §477e(b), provides that, upon any transfer of domicile to any other state by a domestic insurer, said insurer shall be admitted to the Commonwealth of Pennsylvania if qualified as a foreign insurer.
7. As represented in the Application, the redomestication will have no impact on Pennsylvania employment.
8. As represented in the Application, the redomestication is being pursued due to MVSIC being part of the group’s Devon Park brand which is situated in Nebraska.
9. On February 13, 2015, the Board of Directors of MVSIC adopted resolutions consenting to the redomestication of MVSIC from the Commonwealth of Pennsylvania to the State of Nebraska.
10. On February 10, 2015, USIC as the sole shareholder of MVSIC consented to the redomestication of MVSIC from the Commonwealth of Pennsylvania to the State of Nebraska.

Department Procedures

11. On March 14, 2015, the Department published notice in the *Pennsylvania Bulletin* that the Application was submitted by MVSIC and such notice invited interested persons to submit comments to the Department regarding the Application for a thirty (30) day period, ending April 23, 2015.
12. During the thirty (30) day comment period, the Department received no comments regarding the Application.

13. The Commissioner has delegated to the Deputy Insurance Commissioner authority to approve the application of domestic insurance companies seeking to redomesticate from Pennsylvania to a foreign jurisdiction.
14. 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. The Insurance Company Law provides the Commissioner jurisdiction to review and approve the redomestication of MVSIC.
2. The Commissioner has delegated authority to approve the applications of domestic insurance companies seeking to redomesticate from Pennsylvania to a foreign jurisdiction to the Deputy Insurance Commissioner.
3. In accordance with Section 357(b) of the Insurance Company Law, the Deputy Insurance Commissioner concludes this redomestication is in accordance with law and is not injurious to the interest of all MVSIC policyholders.
4. In accordance with Section 357(b) of the Insurance Company Law, the Deputy Insurance Commissioner concludes that MVSIC would satisfy the requirements for licensure in the Commonwealth of Pennsylvania as a foreign insurer upon its redomestication to the State of Nebraska.
5. The Application was properly filed pursuant to and in accordance with the Insurance Company Law.
6. 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 hereby makes the following Order:

An approving determination for the redomestication of Mount Vernon Specialty Insurance Company (“MVSIC”) to the State of Nebraska and the issuance of a Certificate of Authority to MVSIC as a foreign stock casualty insurance corporation as set forth in the Application, subject to this Order and the following conditions:

1. MVSIC shall obtain approval of the redomestication from the Nebraska Department of Insurance. A certified copy of the approval issued by the Nebraska Department of Insurance shall be provided to the Deputy Insurance Commissioner within three (3) business days of receipt by MVSIC.
2. MVSIC shall obtain approval from the Nebraska Department of Insurance to be authorized to write “property” insurance in the State of Nebraska. MVSIC shall provide evidence to the Deputy Insurance Commissioner of receiving such approval from the Nebraska Department of Insurance.
3. MVSIC shall file governing documents with the Nebraska Department of Insurance. MVSIC shall provide the Deputy Insurance Commissioner with a copy of the governing documents indicating receipt by the Nebraska Department of Insurance.
4. MVSIC shall surrender its current Certificate of Authority as a domestic insurance corporation to the Deputy Insurance Commissioner in exchange for the issuance of a Certificate of Authority as a foreign insurance corporation within seven (7) days of filing the governing documents with the Nebraska Department of Insurance.

5. MVSIC shall file a Statement of Domestication with the Pennsylvania Department of State, Corporations Bureau within five (5) days of receiving all prerequisite documents.
6. MVSIC shall provide a copy of the Statement of Domestication evidencing acceptance by the Pennsylvania Department of State to the Deputy Insurance Commissioner within ten (10) days of receipt.

This Order is effective immediately and is valid for one (1) year from the date of signature, provided there are no material changes to the Application.



A handwritten signature in black ink, appearing to read 'Stephen J. Johnson', written over a horizontal line.

Stephen J. Johnson
Deputy Insurance Commissioner
Office of Corporate and Financial Regulation