

# LATHROP & GAGE<sub>LLP</sub>

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December 13, 2013

Stephen J. Johnson, Deputy Insurance Commissioner  
Kimberly A. Rankin, Director, Bureau of Company Licensing and Financial Analysis  
Office of Corporate & Financial Regulation  
Pennsylvania Insurance Department (the "Department")  
1345 Strawberry Square  
Harrisburg, PA 17120

Re: Mr. Shepard's Amended and Restated Form A

Dear Mr. Johnson and Ms. Rankin,

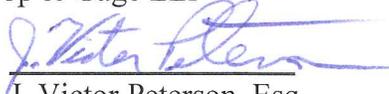
Our client Gregory M. Shepard hereby submits an Amended and Restated version of the Form A that he initially submitted to the Department on March 20, 2013. At the Department's request, Mr. Shepard also submitted a revised version of his Form A to the Department on September 12, 2013. A redline comparison of Mr. Shepard's Amended and Restated Form A against the revised version submitted on September 12, 2013, is also enclosed for the convenience of the Department.

Mr. Shepard has previously submitted to the Department all of the Exhibits to his Amended and Restated Form A, except for Exhibit P, which is Mr. Shepard's Financial Statement as of December 31, 2013 (to be provided supplementally when completed). Exhibits H-O to Mr. Shepard's Amended and Restated Form A are contained in the enclosed manila envelope. As the letter attached to that envelope notes, Mr. Shepard requests confidential treatment for Exhibits H-O (and Exhibit P once it is provided).

Thank you for your attention to this matter. If you have any questions or require any further information, please do not hesitate to contact the undersigned.

Very truly yours,

Lathrop & Gage LLP

By:   
J. Victor Peterson, Esq.

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Enclosures