

BEFORE THE DEPUTY INSURANCE COMMISSIONER  
OF THE  
COMMONWEALTH OF PENNSYLVANIA

In Re:	:	Pursuant to Sections 1401, 1402 and
	:	1403 of the Insurance Holding
Application of Bruce A. West	:	Companies Act, Article XIV of the
Requesting Exemption from the	:	Insurance Company Law of 1921, Act of
Requirements of 40 P.S. §991.1402 to	:	May 17, 1921, P.L. 682, <u>as amended</u> , 40
Increase his Percentage of Control of	:	P.S. §§991.1401, 991.1402 and
Manito Abstract Company, Inc., Parent	:	991.1403
of Manito Title Insurance Company	:	
	:	
	:	Order No. ID-RC-04-16

DECISION AND ORDER

AND NOW, on this 16th day of September 2004, Stephen J. Johnson, Deputy Insurance Commissioner of the Commonwealth of Pennsylvania (“Deputy Commissioner”), hereby makes the following Decision and Order:

Pursuant to the Insurance Holding Companies Act 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

Identity of Entities

1. Manito Title Insurance Company (“Manito Title”) is a domestic stock title insurance company organized under the laws of the Commonwealth of Pennsylvania with its principal place of business in West Chester, Pennsylvania.

2. Manito Abstract Company, Inc. (“Manito Abstract”) is a business corporation organized under the laws of the Commonwealth of Pennsylvania with its principal place of business in West Chester, Pennsylvania. Manito Abstract owns 100% of the issued and outstanding shares of common stock of Manito Title.
3. Bruce A. West (“Bruce West”) is an individual residing in the Commonwealth of Pennsylvania with his principal place of business in West Chester, Pennsylvania. Bruce West currently owns 304 shares of Manito Abstract, which represents 38% of the issued and outstanding shares of common stock of Manito Abstract.
4. Bruce West is an ultimate controlling person of Manito Title.

#### Filing of the Application

5. On August 27, 2004, the Insurance Department of the Commonwealth of Pennsylvania (“Department”) received a request (which together with all material received subsequently is hereinafter referenced as “Request”) from Bruce West for approval to increase his indirect control over Manito Title.
6. The Insurance Holding Companies Act, Article XIV of the Insurance Company Law of 1921, Act of May 17, 1921, P.L. 682, as amended, 40 P.S. §§991.1401 et seq. (“Insurance Holding Companies Act”), provides that all changes in control of a domestic insurer must be filed with the Department for approval or disapproval.
7. The Request was filed pursuant to Section 1402 of the Insurance Holding Companies Act.
8. Section 1402(g) of the Insurance Holding Companies Act provides for the exemption from the requirements of Section 1402(b) if the transaction:
  - a) does not have the effect of changing or influencing the control of a domestic insurer, or
  - b) is otherwise not comprehended within the purposes of the section.
9. As described in the Request, Bruce West would acquire additional shares of Manito Abstract resulting in control of 50% of the issued and outstanding shares of common stock of Manito Abstract.

10. As described in the Request, Bruce West will remain an ultimate controlling person of Manito Title.
11. The Deputy Commissioner finds that the transaction described in the Request does not have the effect of changing or influencing the control of a domestic insurer.
12. 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. Under Section 1402 of the Insurance Holding Companies Act, the Department has jurisdiction to review and approve the acquisition of voting securities of a domestic insurer if, after consummation thereof, the acquiring person would be in control of the domestic insurer.
2. The Request was properly filed pursuant to and in accordance with Section 1402(g) of the Insurance Holding Companies Act.
3. The increase in the percent of ownership of voting securities as presented in the Request is not being contemplated to change or influence the control of Manito Title, and, therefore, is exempt from the requirements of Section 1402(b) of the Insurance Holding Companies Act.
4. 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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Manito Abstract Company, Inc., Parent	:	991.1403
of Manito Title Insurance Company	:	
	:	
	:	
	:	Order No. ID-RC-04-16

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 request of Bruce A. West for exemption from the requirements of 40 P.S. §991.1402 to increase his percentage of control of Manito Abstract Company, Inc., parent of Manito Title Insurance Company, as set forth in the Request, is hereby granted.

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

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