

**BEFORE THE INSURANCE COMMISSIONER  
FOR THE STATE OF ARKANSAS**

IN THE MATTER OF  
THE CERTIFICATE OF AUTHORITY OF  
BENICORP INSURANCE COMPANY

A.I.D. NO. 2007- 056

**ORDER OF SUSPENSION**

Now on this day the matter of the Arkansas Certificate of Authority No. 1794 of BENICORP INSURANCE COMPANY, NAIC #69752 ("Company"), a Indiana-domiciled insurer, is taken under consideration by Julie Benafield Bowman, Insurance Commissioner for the State of Arkansas ("Commissioner"), as presented by Ms. Zane A. Chrisman, Associate Counsel, Legal Division of the Arkansas Insurance Department ("Department") and by the Finance Division of the Department. From the facts, matters and other things before the Commissioner, she finds as follows:

1. That the Commissioner has jurisdiction over the parties and the subject matter involved herein.
2. That the Company is an Indiana-domiciled insurer authorized to transact accident, health, and life insurance in the State of Arkansas.
3. That the Company was placed into permanent receivership by the Indiana Department of Insurance, effective August 9, 2007. The Receivership Order provides regulators with concerns about the soundness of its business operations and possible danger to the insurance-buying public in Arkansas.
4. That on this date the Commissioner has determined that the causes as stated make it appropriate and expedient to suspend the Company's Arkansas Certificate of Authority.

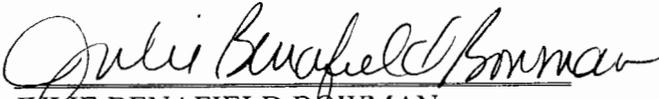
5. That, pursuant to Ark. Code Ann. §§23-63-213(6) and §23-63-215, the Commissioner hereby orders an immediate suspension of the Arkansas Certificate of Authority of Benicorp Insurance Company. The suspension shall continue unless the Commissioner shortens or rescinds this suspension or considers alternative action based on Indiana state court proceedings for this Company upon which this Order is based.

6. That the Company is required by Ark. Code Ann. §23-63-215(b) to and shall file its Annual Statements or liquidating statements for current and future years, unless waived; and shall report and pay all fees and taxes required under those laws during the period of suspension.

7. That pursuant to the waiver provisions of Rule and Regulation 56, the Company's payment of the Rule 56 fee ("CFRF") due June 30, 2008, is waived; further, under the provisions of Rule and Regulation 5, any anti-fraud assessments due in 2008 are hereby waived for the Company.

8. That in order to provide those currently insured by the Company with an option to transfer their coverage on an expedited but orderly basis from the Company to United Healthcare as recommended by the Indiana Insurance Commissioner, the Company will follow the transition plan detailed by the Indiana Department of Insurance as approved by the Indiana State Court, Cause Number 49C01-0707-MI-0029122.

IT IS SO ORDERED THIS 4th DAY OF October, 2007.

  
JULIE BENAFIELD BOWMAN  
INSURANCE COMMISSIONER  
STATE OF ARKANSAS