

IT IS HEREBY ORDERED, pursuant to K.S.A. 40-2,162 and K.S.A. 40-1620, effective January 1, 2001, MII shall simultaneously redomesticate and convert from a Pennsylvania stock insurer to a Kansas reciprocal whose members are authorized to exchange reciprocal or interinsurance contracts with each other or with individuals, partnerships and corporations of other states and countries, providing indemnity among themselves from any loss which may be the subject of legal insurance, excepting life insurance; and, in conjunction with this Order, MII shall be issued an amended Certificate of Authority, effective January 1, 2001, authorizing and empowering MII to do business under the name of and be issued a Certificate of Authority as MutualAid eXchange (“MAX”) and transact the following lines of business:

Fire; Windstorm & Hail Coverage; Optional Perils; Business Interruption; Inland Marine; Automobile Physical Damage; Water Damage; Rain; Accident & Health; Automobile Liability; General Liability; Homeowners; Glass; Burglary, Theft & Robbery

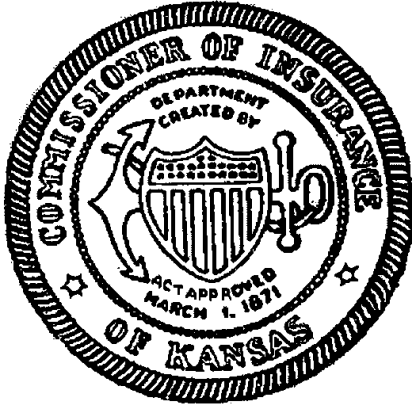
on a strictly non-assessable basis pursuant to K.S.A. 40-1605, until such Certificate is suspended, revoked, or terminated by the Commissioner of Insurance.

IT IS FURTHER ORDERED, pursuant to K.S.A. 40-1602(e), that MAX is deemed to be a continuation of MII and is deemed to have been organized at the time MII was organized.

Notice of Right to Hearing or Appeal

This Order will become final and effective as of January 1, 2001 unless any party requests, in writing, review or hearing within fifteen (15) days of service hereof, pursuant to K.S.A. 77-527 or K.S.A. 77-529 and K.S.A. 40-1621. Such written request must be addressed to the Commissioner. K.S.A. 77-162 provides for judicial review of this final administrative action only after a party seeking judicial review has exhausted all available administrative remedies.

IT IS SO ORDERED THIS 29th DAY OF DECEMBER, 2000, IN THE CITY OF TOPEKA, COUNTY OF SHAWNEE, STATE OF KANSAS, TO BE EFFECTIVE JANUARY 1, 2001.



_____/s/ Kathleen Sebelius_____

Kathleen Sebelius

Commissioner of Insurance