BEFORE THE COMMISSIONER OF INSURANCE OF THE STATE OF KANSAS

In the Matter of the Redomestication And) Conversion of MENNONITE INDEMNITY,INC.) Docket No. 2939-R

ORDER OF REDOMESTICATION AND CONVERSION

WHEREAS Mennonite Indemnity, Inc. ("MII"), a Pennsylvania stock insurer admitted as a foreign insurer to do business in Kansas, has applied to transfer its place of domicile from Pennsylvania to Kansas pursuant to K.S.A. 40-2,162; and

WHEREAS MII has submitted its plan of redomestication and conversion ("the Plan") to the Kansas Insurance Department pursuant to K.S.A. 40-1620 in order to convert from a Pennsylvania stock insurer to a Kansas reciprocal insurance exchange;

WHEREUPON, the Commissioner makes the following

Findings of Fact and Conclusions of Law

1. MII has submitted all necessary materials to the Kansas Insurance Department in connection with the proposed redomestication and conversion; and

2. The Plan includes all of the items required by K.S.A. 40-1620(b) and (c); and

3. The redomestication pursuant to K.S.A. 40-2,162 has been approved by the Pennsylvania Insurance Department; and

4. The Plan has been approved by at least 66 2/3% of the shares of MII entitled to vote at a duly called special meeting of MII on December 19, 2000, at which special meeting a quorum, as determined by the bylaws of MII was present.

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