

**BEFORE THE COMMISSIONER OF INSURANCE
OF THE STATE OF KANSAS**

In the Matter of the Redomestication of)
NATIONWIDE AFFINITY INSURANCE) **Docket No. 3495-R**
COMPANY OF AMERICA)

ORDER OF REDOMESTICATION

NOW on this 2nd day of December, 2005, the above matter comes before the Commissioner of Insurance of the State of Kansas.

Nationwide Affinity Insurance Company of America (“Nationwide Affinity”), a Kansas stock insurer, has applied to transfer its place of domicile from Kansas to Ohio pursuant to K.S.A. 40-2,162.

Nationwide Affinity is represented by its attorney, Jarren Smith, Esq., Nationwide Insurance Company. The Kansas Insurance Department is represented by John W. Campbell, General Counsel, and Deletria L. Nash, Staff Attorney. Also appearing for the Kansas Insurance Department are Kenneth Abitz, Director of the Financial Surveillance Division, and Mark Owens, Financial Analyst.

All parties are relying on documentary and contractual representations filed with the Kansas Insurance Department.

WHEREUPON the Commissioner makes the following:

Findings of Fact and Conclusions of Law

1. Nationwide Affinity has submitted all necessary materials to the Kansas Insurance Department in connection with the proposed redomestication;

2. The redomestication has been tentatively approved by the Office of the Commissioner of Ohio; and

3. The redomestication has been approved by unanimous consent of the stockholders of Nationwide Affinity.

IT IS THEREFORE ORDERED BY THE COMMISSIONER OF INSURANCE THAT:

1. The redomestication of Nationwide Affinity Insurance Company of America from Kansas to Ohio is hereby approved pursuant to K.S. A. 40-2,162, provided that the merger is effected within sixty days of the date of this order.

2. In conjunction with this order, Nationwide Affinity shall be issued an amended certificate of authority to be in effect until such certificate is suspended, revoked, or terminated by the Commissioner of Insurance of Kansas.

3. The Commissioner of Insurance retains jurisdiction over the subject matter of this proceeding and over the parties for the purpose of entering such further order or orders as may be deemed proper.

Notice of Right to Hearing or Appeal

Nationwide Affinity Insurance Company of America is entitled to a hearing pursuant to K.S.A. § 77-537, the Kansas Administrative Procedure Act. If Nationwide Affinity desires a hearing, the company must file a written request for a hearing with:

John W. Campbell, General Counsel
Kansas Insurance Department
420 S.W. 9th Street
Topeka, Kansas 66612.

This request must be filed within fifteen (15) days from the date of service of this Order. If Nationwide Affinity Life Insurance Company requests a hearing, the Kansas Insurance Department will notify the company of the time and place of the hearing and information on the procedures, right of representation, and other rights of parties relating to the conduct of the hearing, before commencement of same.

If a hearing is not requested in the time and manner stated above, this Order shall become effective as a Final Order upon the expiration of time for requesting a hearing, pursuant to K.S.A. § 77-613. In the event that Nationwide Affinity Life Insurance Company files a petition for judicial review, pursuant to K.S.A. § 77-613(e), the agency officer to be served on behalf of the Kansas Insurance Department is:

John W. Campbell, General Counsel
Kansas Insurance Department
420 S.W. 9th Street
Topeka, Kansas 66612.

**IT IS SO ORDERED THIS 2nd DAY OF December, 2005 IN THE CITY OF
TOPEKA, COUNTY OF SHAWNEE, STATE OF KANSAS.**



/s/ Sandy Praeger
Sandy Praeger
Commissioner of Insurance

BY:

/s/ John W. Campbell
John W. Campbell
General Counsel

APPROVED AND SUBMITTED BY:

/s/ Deletria L. Nash
Deletria L. Nash
Attorney for Petitioner
Kansas Insurance Department

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing Order was served on
this the 2nd of December, 2005, to:

Jarren Smith, Counsel
Nationwide Insurance
One Nationwide Plaza
Mail Code 1-35-1
Columbus, OH 43125-2220

/s/ Deletria L. Nash
Deletria L. Nash
Staff Attorney