

**AGREEMENT ON CODE OF CONDUCT  
BETWEEN NEW YORK STATE DEPARTMENT OF FINANCIAL SERVICES  
AND STARNET INSURANCE COMPANY AND FINSECURE, LCC**

The New York State Department of Financial Services and StarNet Insurance Company and FinSecure, LCC, hereby enter into this Agreement pursuant to Financial Services Law § 301 as follows:

1. The terms of this Agreement on Code of Conduct apply to StarNet Insurance Company and any subsidiary or affiliate of FinSecure, LCC through which they are acting in New York or may hereafter act in New York with respect to force-placed insurance (collectively, the "New York FPI Companies"), insofar as force-placed insurance is written on New York properties.
2. The New York FPI Companies shall not issue force-placed insurance on mortgaged properties serviced by a servicer affiliated with the New York FPI Companies.
3. The New York FPI Companies shall not pay commissions to a servicer or a person or entity affiliated with a servicer on force-placed insurance policies obtained by the servicer.
4. The New York FPI Companies shall not reinsure force-placed insurance policies with a person or entity affiliated with the servicer that obtained the policies.
5. The New York FPI Companies shall not pay contingent commissions based on underwriting profitability or loss ratios.
6. The New York FPI Companies shall not provide free or below-cost outsourced services to servicers, lenders, or their affiliates, provided, however, that outsourced services do not include expenses associated with tracking functions that the New York FPI Companies incur for their own benefit to identify and protect themselves from (a) exposure to lost premium and losses on properties on which no other insurance coverage is in effect, or (b) administrative costs associated with providing and subsequently canceling force-placed insurance on properties on which force-placed insurance is not required.
7. The New York FPI Companies shall not make any payments, including but not limited to the payment of expenses, to servicers, lenders, or their affiliates in connection with securing business.

The signatures evidencing assent to this Agreement on Code of Conduct have been affixed hereto on the dates set forth below.

Dated: May <sup>23</sup>~~28~~, 2013

DEPARTMENT OF FINANCIAL SERVICES

By: Joy Feigenbaum  
Joy Feigenbaum  
Executive Deputy Superintendent  
Financial Frauds & Consumer Protection Division

May 30, 2013

STARNET INSURANCE COMPANY

By: Alfred R. ...  
Assistant Secretary

May 23, 2013

FINSECURE, LCC

By: Alfred R. ...  
President

May 23, 2013

THE FOREGOING CONSENT ORDER IS HEREBY APPROVED.

Dated: New York, NY  
May 30, 2013

BENJAMIN M. LAWSKY  
Superintendent of Financial Services