



STATE OF NEW YORK
INSURANCE DEPARTMENT
25 BEAVER STREET
NEW YORK, NEW YORK 10004

George E. Pataki
Governor

Howard Mills
Acting Superintendent

February 10, 2005

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In the Matter of the Plan of Conversion

of

UTILITIES MUTUAL INSURANCE COMPANY

From a Mutual Property/Casualty Insurance Company
into a

Stock Property/Casualty Insurance Company,
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I, Howard Mills, Acting Superintendent of Insurance of the State of New York, hereby certify that on April 6, 2001, Superintendent of Insurance Neil D. Levin approved a plan to convert the Utilities Mutual Insurance Company pursuant to the authority vested in the Superintendent of Insurance of the State of New York by Section 7307 of the Insurance Law.

A Notice of Proposed Agency Action was published in the State Register on December 27, 2000, pursuant to the provisions of the State Administrative Procedure Act.

Very truly yours,

Howard Mills
Acting Superintendent of Insurance