

A. After the acquisition of FirstGuard by the Applicant, FirstGuard will not be able to satisfy the requirements for the issuance of a license to write the lines of insurance for which it is presently licensed.

B. The effect of the acquisition of FirstGuard by the Applicant will be to substantially lessen competition in insurance, or tend to create a monopoly in this state.

C. The financial condition of the Applicant is such as to jeopardize the financial stability of FirstGuard or prejudice the interest of its policyholders.

D. The Applicant's plans or proposals, if any, to liquidate FirstGuard, to sell its assets or to consolidate or merge it with any person, or to make any other material change in its business or corporate structure or management are unfair or unreasonable to policyholders of FirstGuard or contrary to the public interest.

E. The competence, experience and integrity of the Applicant's management are such that it would be contrary to the interests of the policyholders of FirstGuard and of the public to permit the acquisition of FirstGuard by the Applicant.

F. The proposed acquisition of FirstGuard by the Applicant is likely to be hazardous or prejudicial to the insurance buying public.

ORDER

Based on the foregoing findings and conclusions, the proposed acquisition of FirstGuard Health Plan, Inc., by Swope Community Enterprises is hereby **APPROVED**.

So ordered, signed and official seal affixed this ____ day of _____, 2003.

SCOTT B. LAKIN, Director
Missouri Department of Insurance
State of Missouri