

JUN 06 2016

BEFORE THE DEPARTMENT OF INSURANCE
STATE OF NEBRASKA

FILED

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| IN THE MATTER OF THE |) | CAUSE NO.: C-2155 |
| REDOMESTICATION OF AMERICAN |) | |
| LIFE AND SECURITY CORP. FROM |) | ORDER APPROVING |
| ARIZONA TO NEBRASKA |) | REDOMESTICATION |
| |) | |

American Life and Security Corp. (“ALSC”) is an Arizona domiciled life and health insurance company that has applied to the Director of Insurance of the State of Nebraska (“Director”) for approval to change its domicile from Arizona to Nebraska. After reviewing the filings, correspondence, and all pertinent information provided to the Nebraska Department of Insurance (“Department”), the Director hereby approves the application and finds, concludes, and orders as follows:

FINDINGS OF FACT

1. On or about March 8, 2016, ALSC filed an application and a plan to redomesticate from Arizona to Nebraska pursuant to Neb. Rev. Stat. § 44-161 through 44-164 and the provisions of the Nebraska Business Corporations Act. Said application and plan was supplemented as necessary throughout the Department’s review process.

2. ALSC is currently an Arizona domiciled life and health insurance company. ALSC was incorporated as a Nebraska domestic life and health insurer on May 7, 2009 and received its initial certificate of authority on September 1, 2009. Old Reliance Insurance Company was an Arizona domiciled life and health insurer which first received its certificate of authority to conduct business in Nebraska on December 12, 1988. On August 3, 2011, ALSC merged with and into Old Reliance Insurance Company. Following the merger, Old Reliance Insurance Company was renamed American Life and Security Corp.

3. ALSC desires to change its domicile from Arizona to Nebraska and the Board of Directors of ALSC has determined that it is in the best interest of ALSC, its policyholders, and its shareholder for ALSC to become a domestic company in the State of Nebraska. ALSC's sole shareholder, Midwest Holding, Inc., approved the redomestication on March 30, 2015.

4. On May 13, 2016, the Arizona Department of Insurance issued a letter indicating it has no objection to ALSC redomesticating to Nebraska.

5. The Board of Directors of ALSC has approved this redomestication and has caused ALSC to file Amended and Restated Articles of Incorporation and By-laws for ALSC to effect the transfer of ALSC's domicile to Nebraska.

6. ALSC has submitted all documents, information and filings required by Nebraska law and the Department, including the application, plan, Restated Articles of Incorporation and By-laws, and evidence of the statutory trust deposit.

CONCLUSIONS OF LAW

1. The State of Nebraska Department of Insurance has jurisdiction over the subject matter and the parties to this transaction pursuant to Neb. Rev. Stat. §§ 44-101.01 and 44-161.

2. The approval of this application, Restated Articles of Incorporation, and By-laws will not, in any manner, impair the rights, remedies, or security of any existing policyholders of ALSC.

3. The Restated Articles of Incorporation and By-laws comply with the applicable Nebraska laws and should be approved.

4. After the redomestication, ALSC will meet all requirements for holding a Certificate of Authority as a Nebraska domestic life and health insurer.

5. The application complies with all requirements and Nebraska law and it should be approved.

ORDER

IT IS THEREFORE ORDERED that the application of American Life and Security Corp. to transfer its domicile from Arizona to Nebraska is hereby approved.

The Nebraska Department of Insurance will issue American Life and Security Corp. a certificate of authority to do the business of insurance as a domestic life and health insurer in the State of Nebraska.

Dated this 6 day of June, 2016.

STATE OF NEBRASKA
DEPARTMENT OF INSURANCE



BRUCE R. RAMGE
Director of Insurance

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above Order Approving Redomestication was served upon American Life and Security Corp. by mailing a copy of same to its attorney, Lawrence Harr, Lamson, Dugan and Murray, LLP, 10306 Regency Pkwy Dr, Omaha, NE 68114 on this 6 day of June, 2016 by U.S. Mail, postage prepaid.


