

OCT 27 1999

STATE OF ARIZONA  
DEPARTMENT OF INSURANCE BY B.B.

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In the Matter of the Merger of:	)	Docket No. 99A-196-INS
	)	
CALAMERICA LIFE INSURANCE,	)	<b>ORDER</b>
COMPANY (NAIC No. 61514),	)	
	)	
Insurer,	)	
	)	
into	)	
	)	
SUN AMERICA LIFE INSURANCE	)	
COMPANY (NAIC No. 69256),	)	
	)	
Petitioner.	)	
	)	

On October 25, 1999, the Office of Administrative Hearings, through Administrative Law Judge Lewis D. Kowal, issued a Recommended Decision of Administrative Law Judge ("Recommended Decision"), a copy of which is attached and incorporated by this reference. The Director of the Department of Insurance has reviewed the Recommended Decision and enters the following Order:

1. The recommended Findings of Fact and Conclusions of Law are adopted.
2. Petitioner may file its Articles of Merger with the Arizona Corporation Commission.
3. The Plan and Agreement of Merger between the Insurer and the Petitioner shall be approved.
4. The sum of \$100.00 previously credited to the Insurance Examiners' Revolving Fund shall be refunded to the Insurer pursuant to A.R.S. § 20-159.



1 A copy of the foregoing mailed  
this 27th day of October, 1999

2 Sara M. Begley, Deputy Director  
3 Mary Butterfield, Assistant Director  
Catherine O'Neil, Legal Affairs Officer  
4 Gary Torticill, Assistant Director  
Deloris Williamson, Assistant Director  
5 Scott Greenberg, Business Administrator  
Kurt Regner, Examiner  
6 Department of Insurance  
2910 N. 44th Street, Suite 210  
7 Phoenix, AZ 85018

8 Office of Administrative Hearings  
1400 W. Washington, Suite 101  
9 Phoenix, AZ 85007

10 Steven R. Henry  
Low & Childers, P.C.  
11 2999 N. 44<sup>th</sup> Street, Suite 250  
Phoenix, AZ 85018

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*Betty Bryant*

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IN THE OFFICE OF ADMINISTRATIVE HEARINGS

In the Matter of the Merger of  
CAL AMERICA LIFE INSURANCE  
COMPANY

(NAIC NO. 61514),

Insurer

into

SUN AMERICA LIFE INSURANCE  
COMPANY

(NAIC NO. 69256),

Petitioner.

No. 99A-196-INS

RECOMMENDED DECISION

OF ADMINISTRATIVE

LAW JUDGE

**HEARING:** October 25, 1999

**APPEARANCES:** Steven R. Henry, Esq. for the Petitioner; Kurt A. Regner for  
the Arizona Department of Insurance

**ADMINISTRATIVE LAW JUDGE:** Lewis D. Kowal

On October 25, 1999, a hearing was held to consider the Plan and Agreement of  
Merger whereby CalAmerica Life Insurance Company (the "Insurer"), will merge into  
SunAmerica Life Insurance Company (the "Petitioner").

Based upon the entire record in this matter, the following Findings of Fact,  
Conclusions of Law and Recommended Order are made:

**FINDINGS OF FACT**

1. Insurer is duly qualified and authorized as a foreign insurer in the State of  
Arizona.

Office of Administrative Hearings  
1400 West Washington, Suite 101  
Phoenix, Arizona 85007  
(602) 542-9826

2. Petitioner is duly qualified and authorized as an insurer domiciled in the State of Arizona.

3. Both Insurer and the Petitioner have waived the notice requirements of A.R.S. §41-1092.05(D).

4. The shareholder(s) of the Insurer and the shareholder(s) of the Petitioner have waived notice of the hearing.

5. No evidence has been produced at the hearing that would indicate or form the basis for a finding that the Plan and Agreement of Merger concerning this matter previously filed with the Department:

- a. Is contrary to law.
- b. Is unfair in the terms and conditions of the issuance and exchange of securities.
- c. Would substantially reduce the security of and service to be rendered to policyholders of the Petitioner in this State or elsewhere.

6. The Insurer has surrendered its certificate of authority to the Department.

7. Based upon the Department's review of Petitioner's filing, the Department recommended that the Director of the Department approve the Plan and Agreement of Merger filed in this matter.

8. Petitioner requested that the \$100.00 deposit Insurer has with the Insurance Examiners' Revolving Fund ("IERF") be released to Insurer upon approval of the merger.

11. Petitioner has prepared Articles of Merger it intends to file with the Arizona Corporation Commission.

**CONCLUSIONS OF LAW**

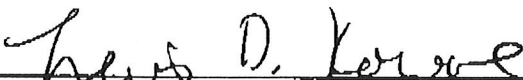
The evidence of record established that Petitioner has complied with the provisions of A.R.S. §20-731 and established by credible evidence that the Plan and Agreement of Merger between Insurer and Petitioner should be approved.

**RECOMMENDED ORDER**

The undersigned Administrative Law Judge recommends that:

1. Petitioner may file its Articles of Merger with the Arizona Corporation Commission.
2. The Plan and Agreement of Merger between the Insurer and the Petitioner be approved .
3. The sum of \$100.00 previously credited to the IERF be refunded to the Insurer pursuant to A.R.S. §20-159.
4. Insurer shall file its 1999 Annual Statement with the Department, together with all applicable fees, unless Petitioner files its Articles of Merger with the Arizona Corporation Commission on or before December 31, 1999.
5. Petitioner shall submit to the Department copies of the Articles of Merger certified as having been filed in the States of Arizona and California.


Done this day, October 25, 1999

  
 \_\_\_\_\_  
 Lewis D. Kowal  
 Administrative Law Judge

Original transmitted by fax/mail this  
27<sup>th</sup> day of October, 1999, to:

Department of Insurance  
 Mr. Charles R. Cohen  
 2910 North 44th Street, Ste. 210  
 Phoenix, AZ 85018

ATTN: Curvey Burton

By  \_\_\_\_\_