

STATE OF ARIZONA

DEPARTMENT OF INSURANCE AND FINANCIAL INSTITUTIONS

1	In the Matter of the Merger of)	
2)	
3)	Docket No. 20A-085-INS
4	States Title Insurance Company)	
5	(NAIC No. 16137))	
6)	ORDER APPROVING MERGER
7	Insurer,)	
8)	
9	Into)	
10)	
11	North American Title Insurance Company)	
12	(NAIC No. 50130),)	
13)	
14	Petitioner.)	
15)	

On December 29, 2020, pursuant to A.R.S. § 20-1576, North American Title Insurance Company (“Petitioner”) submitted an application to the Arizona Department of Insurance and Financial Institutions (“Department”) for the merger of States Title Insurance Company (“Insurer”) with and into Petitioner.

Based upon reliable evidence provided to the Director of Insurance and Financial Institutions by the Assistant Director of the Financial Affairs Division of the Department, the Director finds as follows:

FINDINGS OF FACT

1. Insurer is duly qualified and authorized as a title insurer in the State of Arizona.
2. Petitioner is duly qualified and authorized as a title insurer in the State of South Carolina.
3. No evidence has been produced that would indicate or form the basis for a finding that the Agreement and Plan of Merger previously filed with the Department:

1 a. Is contrary to law;
2 b. Is unfair in the terms and conditions of the exchange of securities;
3 c. Would substantially reduce the security of and service rendered to the
4 policyholders of the Insurer in this State or elsewhere.

5 4. Insurer has a \$100.00 deposit with the Insurance Examiners' Revolving Fund
6 ("IERF").

7 5. The Department holds an \$800,000 statutory deposit on behalf of the Insurer.

8 6. Petitioner has prepared a Statement of Merger that it intends to file with the
9 Arizona Corporation Commission ("ACC").

10 **CONCLUSIONS OF LAW**

11 1. The application established that none of the enumerated grounds set forth in
12 A.R.S. § 20-1576 exist so as to provide a basis for disapproval or rejection of the Agreement
13 and Plan of Merger.

14 2. The evidence established that Petitioner has complied with the provisions of
15 A.R.S. § 20-1576 and established by credible evidence that the Agreement and Plan of Merger
16 between Insurer and Petitioner should be approved.

17 **ORDER**

18 1. The Agreement and Plan of Merger between Insurer and Petitioner is approved.
19 2. Petitioner may file its Statement of Merger with the ACC.
20 3. Petitioner shall file with the Department certified documentation obtained from
21 the South Carolina Department of Insurance showing that agency's approval of the merger of
22 Insurer into Petitioner.
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1 4. Insurer shall file its 2020 Annual Statement including applicable fees with the
2 Department unless Petitioner files its Statement of Merger with the ACC on or before
3 December 31, 2020.

4 5. Insurer shall pay its Certificate of Authority renewal fee to the Department and file
5 its 2020 Annual Form "B" Registration Statement with the Department unless Petitioner files its
6 Statement of Merger with the ACC on or before March 31, 2021.

7 6. The Department shall release the \$800,000 statutory deposit of the Insurer to the
8 Petitioner after the Department receives the following: (a) an ACC certified copy of Petitioner's
9 ACC filed Statement of Merger, and (b) payment of any outstanding IERF invoices. The
10 Director has no personal liability for the release of such deposit so made by him in good faith
11 as provided in A.R.S. §20-588(B).

12 7. The Department shall refund to the Insurer the \$100.00 that was previously
13 credited to the IERF, pursuant to A.R.S. § 20-159.

14 Effective this 4th day of January, 2021.

15 

16

Evan Daniels, Director

17 **Arizona Department of Insurance and Financial Institutions**

18 COPY of the foregoing mailed/delivered
19 this 4th day of January, 2021, to:

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