

DEC 09 2013

BEFORE THE DEPARTMENT OF INSURANCE
STATE OF NEBRASKA

FILED

IN THE MATTER OF THE MERGER)	CAUSE NO.: C-2043
OF KANSAS BANKERS SURETY COMPANY,)	ORDER
a Kansas domestic stock insurer,)	APPROVING MERGER
with and into BERKSHIRE HATHAWAY)	
HOMESTATE INSURANCE COMPANY,)	
a Nebraska domestic stock insurer.)	

Pursuant to Neb. Rev. Stat. § 44-224.04, Berkshire Hathaway Homestate Insurance Company (“BHHIC”), a Nebraska domiciled insurer, has filed for Approval of Merger to merge Kansas Bankers Surety Company (“KBS”), a Kansas domiciled insurer, with and into BHHIC.

After review of the filings, correspondence, and information provided to the Nebraska Department of Insurance (“Department”), the Director hereby approves the merger, and assigns, concludes, and orders as follows:

FINDINGS OF FACT

1. On September 13, 2013, BHHIC applied to the Director of Insurance for approval of the merger. The Department’s review of the proposed merger is made pursuant to Neb. Rev. Stat. § 44-224.04.

2. KBS is a Kansas domestic property and casualty stock insurer initially licensed to do business in the State of Nebraska on July 19, 1981. KBS is a wholly owned subsidiary of the ultimate parent company, Berkshire Hathaway, Inc.

3. BHHIC is a Nebraska domestic property and casualty stock insurer initially licensed to do business in the State of Nebraska as Cornhusker Casualty Company on February 20, 1970. In 2010, the company changed to its current name. BHHIC is a wholly owned subsidiary of the ultimate parent company, Berkshire Hathaway, Inc.

4. Under the proposed merger of KBS with and into BHHIC, the separate existence of KBS will cease and BHHIC will be the surviving insurer possessing all of the rights, privileges, powers, franchises and interests, and being subject to all of the restrictions, disabilities, duties, debts and liabilities of BHHIC. All policies and obligations of KBS shall be assumed by BHHIC on the same terms as if the policies were still being carried by KBS.

5. The Board of Directors and sole shareholder of KBS approved the merger on October 3, 2012 and November 25, 2013 respectively.

6. The Board of Directors and sole shareholder of BHHIC each approved the merger on November 25, 2013.

7. The proposed effective date of the merger is December 31, 2013.

CONCLUSIONS OF LAW

1. The Department of Insurance has jurisdiction over the subject matter and parties to this proceeding as authorized under Neb. Rev. Stat. § 44-224.04.

2. BHHIC filed the required documents with the Department including an Agreement and Plan of Merger; the merger filing fee; a resolution adopted by the Board of Directors of KBS and its sole shareholder, National Indemnity Company, approving the merger; a resolution adopted by the Board of Directors of BHHIC and its sole shareholder, Berkshire Hathaway Life Insurance Company of Nebraska, approving the merger; and Articles of Merger.

3. On the basis of the information filed with the Department, there is sufficient reason to believe the interests of the policyholders of KBS and BHHIC will be protected under the proposed merger.

ORDER

IT IS THEREFORE ORDERED, there being no evidence to indicate that the merger of KBS with and into BHHIC is contrary to law or to the best interest of the policyholders of the insurers, the proposed merger is hereby approved. BHHIC shall notify the Department of the date the Articles of Merger are filed with the Nebraska Secretary of State's Office showing the effective date of the merger.

Dated this 9 day of December, 2013.

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 Merger was served upon BHHIC by mailing a copy of same to Brennan Neville, Senior Legal Counsel, National Indemnity Company, 3024 Harney Street, Omaha, NE 68131-3580 on this 9th day of December, 2013 by U.S. Mail, postage prepaid.


