



FINANCIAL SERVICES  
COMMISSION

RON DESANTIS  
GOVERNOR

JIMMY PATRONIS  
CHIEF FINANCIAL OFFICER

ASHLEY MOODY  
ATTORNEY GENERAL

WILTON SIMPSON  
COMMISSIONER OF  
AGRICULTURE

## OFFICE OF INSURANCE REGULATION

**MICHAEL YAWORSKY**  
INTERIM COMMISSIONER

February 16, 2023

The Honorable Jimmy Patronis  
The Chief Financial Officer  
Department of Financial Services  
The Capitol, PL-11  
Tallahassee, FL 32399

Re: United Property & Casualty Insurance Company

Dear Chief Financial Officer Patronis:

Pursuant to Chapter 631, Florida Statutes, the Office of Insurance Regulation ("OIR") has determined that one or more grounds exist for the Department of Financial Services, Division of Rehabilitation and Liquidation ("Department"), to initiate delinquency proceedings against United Property & Casualty Insurance Company ("Company"). Attached to this letter, please find an affidavit setting forth the grounds specified including the date the Company was deemed impaired or insolvent as those terms are defined in Section 631.011, a concise statement of the circumstances that led to the delinquency, and a summary of the actions taken by the Company and the OIR to avoid delinquency, along with a consent to order of receivership signed by the Company so that the Department can promptly initiate those proceedings.

As always, the OIR stands ready to provide any additional information or assistance the Department needs in order for this matter to proceed as expeditiously as possible. OIR currently has a deputy supervisor onsite at the Company who can be made available to the Department in any way you need. Thank you for your attention to this matter.

Sincerely,

Michael Yaworsky, Interim Commissioner  
Office of Insurance Regulation

Enclosure

cc:

Michael Dobson, General Counsel, Department of Financial Services

• • •  
MICHAEL YAWORSKY • INTERIM COMMISSIONER  
200 EAST GAINES STREET • TALLAHASSEE, FLORIDA 32399-0305 • (850) 413-3140 • FAX (850) 488-3334  
WEBSITE: WWW.FLOIR.COM • EMAIL: INSURANCECOMMISSIONER@FLOIR.COM

Affirmative Action / Equal Opportunity Employer

**AFFIDAVIT OF VIRGINIA A. CHRISTY**

STATE OF FLORIDA

COUNTY OF LEON

**BEFORE ME**, the undersigned authority, personally appeared Virginia A. Christy, who after being duly sworn, deposes and says:

1. I, Virginia A. Christy, am over the age of eighteen (18), sui juris, and I am competent to testify to and have personal knowledge of the facts contained herein.

2. I have been employed by the Florida Office of Insurance Regulation (hereinafter referred to as "Office") since July 2012. From July 2012 to August 2014, I served as Assistant General Counsel. From September 2014 to August 2017, I served as Chief Assistant General Counsel for the Office. In that position, I supervised the Legal Division's Regulatory Section, which provided legal representation to several business units in the Office, including Property & Casualty Financial Oversight.

3. Since September 2017, I have held the position of Director of the Property & Casualty Financial Oversight business unit. In this position, I supervise a team of over fifty employees, including twenty persons specifically assigned to financial analysis of insurance companies licensed to do business in Florida.

4. I have a Bachelor of Science degree in Business Administration with a major in Accounting from Missouri Southern State College and a Juris Doctor from Florida Coastal School of Law. I am a member of the Florida Bar.

5. United Property & Casualty Insurance Company (hereinafter referred to as "United") holds a Certificate of Authority as a state of Florida domestic property and casualty

insurer and is authorized to write in the lines of (010) Fire, (020) Allied Lines, (040) Homeowners Multi-Peril, (090) Inland Marine, (120) Earthquake, (170) Other Liability, (260) Burglary and Theft, and (270) Boiler and Machinery pursuant to Part III of Chapter 624, Florida Statutes.

6. As a licensed insurer, United is subject to the regulation of the Office pursuant to the Florida Insurance Code.

### **BACKGROUND**

7. United received an active Certificate of Authority in Florida on April 02, 1999.

8. United is 100% owned by United Insurance Holdings Corp. (“United Holdings”), which is a Delaware Corporation whose common stock is publicly traded on the NASDAQ stock exchange.

### **CIRCUMSTANCES THAT LED TO THE DELINQUENCY OF UNITED AND ACTIONS TAKEN BY THE INSURER AND THE OFFICE TO AVOID DELINQUENCY**

9. As a result of the review of United’s December 31, 2019 financial statement, filed with the Office on March 1, 2020, which reflected a significant drop in net income and surplus since prior year end and negative underwriting income totaling (\$35,544,394) along with continued adverse reserve development due to numerous catastrophic weather events in Florida, Texas, Louisiana, and other states, the Office required United to file monthly financial statements beginning with its March 2020 period-end. Each monthly financial statement was due on the 21<sup>st</sup> day of the month following the prior period month end. In addition, the Office started to have monthly calls and beginning on July 2, 2022, bi-weekly calls with United’s management to address and monitor its continued downward trends and its declining financial results. United experienced significant decline in underwriting results, with net underwriting losses exceeding \$35 million in each year since 2017. These losses increased significantly beginning in 2020, with reported

underwriting losses of (\$69,285,960) as of December 31, 2020, and (\$53,987,634) as of December 31, 2021, and (\$189,803,628) as of September 30, 2022. Additionally, the Company's surplus as regards policyholders continued to decline despite actions noted below. United's surplus declined from \$159,003,538 as of December 31, 2019 to \$138,967,744 as of December 31, 2020, \$128,434,738 as of December 31, 2021 and \$56,854,784 as of September 30, 2022.

10. At the end of 2020, United began to reduce its exposure in other states and entered into renewal rights agreements transitioning policies from United to other carriers in Rhode Island, Connecticut, New Jersey and Massachusetts. In addition, a transition of United's North Carolina, South Carolina, and New York policies began in mid-2022. To further reduce exposure outside of the southern coastal states, United entered into an 85% quota share reinsurance agreement and a renewal rights agreement with another carrier for the Company's Georgia, North Carolina, and South Carolina business, which was approved by the Office on January 27, 2022. The transition of the Company's South Carolina policies began on June 1, 2022, with Georgia and North Carolina policies to transition in the fourth quarter of 2022.

11. On April 14, 2022, the financial strength rating of Journey Insurance Company ("Journey"), a United affiliate, was downgraded. As part of United Holdings' strategic plan, and in an effort to consolidate its books of business and protect the group from the effects of the downgrade, United Holdings submitted merger applications for its affiliates.

12. On June 14, 2022, the Office approved, by Consent Order 296419-22-CO, attached as Exhibit A and incorporated by reference, the merger of Journey with and into affiliate American Coastal Insurance Company which was effective June 1, 2022.

13. On June 17, 2022, the Office approved, by Consent Order 297138-22-CO, attached as Exhibit B and incorporated by reference, the merger of Family Security Insurance Company, Inc., also a United affiliate, with and into United which was effective May 31, 2022.

14. In June of 2022, United notified the office that Wright National Flood Insurance Company would take over United's flood insurance book of business beginning in the third quarter of 2022. This transaction was subject to approval by the Federal Emergency Management Agency, after which Wright Flood began servicing, administering, and issuing flood coverage under the National Flood Insurance Program for United policyholders and agents.

15. On July 19, 2022, United notified the Office that its financial strength ("FRS") rating would be downgraded below that which is acceptable for the purposes of the secondary mortgage market. Through an immediate final order issued by the Office on August 2, 2022, United was determined to be qualified to participate in the Temporary Market Stabilization Arrangement with Citizens Property Insurance Corporation, which is set to expire on May 31, 2023.

16. As of July 31, 2022, United's policies in force in the state of Florida was 161,071 with another 151,325 policies in force in six other states.

17. The Office received a notice from United on August 3, 2022, of its intent to withdraw from Florida and other states to effectuate an orderly run-off due to significant uncertainty around the future availability of reinsurance for personal lines business. The Office continued its bi-weekly calls with United to closely monitor United's financial condition and to initiate the possibility of an accelerated run-off of its business.

18. On or about October 10, 2022 and in anticipation of United's filings regarding its runoff, the Office engaged a Financial Administrator to assess the complex proformas and to make

recommendations to the Office regarding the likelihood of a solvent runoff.

19. On November 15, 2022, United submitted an amended Plan of Runoff (“Plan”), supplementing expected claims, losses, and delays in implementing non-renewals from Hurricanes Ian and Nicole, which included a number of different elements to facilitate a solvent run off of its liabilities and to wind down its affairs in an orderly fashion. To aid in the solvent runoff, additional capital infusions into United originating from affiliated entities in the group, along with strategic conversions of assets to cash was contemplated in the pro-formas specifically to facilitate the Plan.

20. On December 5, 2022, the Office issued Consent Order 303643-22-CO, attached as Exhibit C and incorporated by reference, approving United’s Plan and, due to varied factors that would materially affect the success of the Plan, placed United in Administrative Supervision for the duration of the runoff period.

21. On or about January 23, 2023, United notified the Office of a transaction that would transfer approximately 72,000 Florida policies to another carrier. On January 31, 2023, the Office issued Consent Order 305835-23-CO, attached as Exhibit D and incorporated by reference, approving the transaction.

22. On or about January 27, 2023, United notified the Office that its reserves booked for Hurricane Ian losses as compared to its appointed third-party actuary’s point estimate were deficient by approximately \$140 million and that if United booked those reserves at the actuary’s point estimate, United would be insolvent. United would therefore be reviewing the actuarial determination and the range provided and would provide statutory pro-formas reflecting an appropriate adjustment to reserves.

23. On Monday February 6, 2023, after United’s review of its reserves, United provided statutory pro-forma financial statements that increased its retained losses and recognized the point

estimate of the actuary. As a result of increasing its loss reserves, United's surplus as regards policyholders reflected in the pro-formas for the period ended December 31, 2022 is (\$217,603,217).

24. On February 9, 2023, United provided to the Office an executed Consent to Order of Receivership, hereinafter referred to as "Consent". A true and correct copy of the Consent is attached hereto as Exhibit E and hereby incorporated by reference. The Consent admits that grounds exist for the appointment of a Receiver of United for Rehabilitation or Liquidation pursuant to Sections 631.051 and 631.061, Florida Statutes, and specifically admits that it is insolvent as that term is defined in Section 631.011(14), Florida Statutes (See Exhibit E). After transmitting the Consent, United provided additional director signatures and a secretary certification to the Office related to the voice vote of the Board of Directors (See Exhibit F).

25. The Office has determined that grounds exist for the Department of Financial Services, Division of Rehabilitation and Liquidation (hereinafter referred to as "Department") to petition for an order, under Section 631.051 or 631.061, Florida Statutes, directing the Department to rehabilitate United or appointing the Department as receiver for purposes of liquidating the business of United. The three bases for this determination are summarized as follows:

**BASIS ONE: UNITED IS INSOLVENT OR ABOUT TO BECOME INSOLVENT**  
**Authority: §§ 631.051(1) and 631.061(2) Fla. Stat.**

26. Section 631.011(14), Florida Statutes, defines "insolvency" as a condition in which all of the assets of the insurer, if made immediately available, would be insufficient to discharge all of the liabilities of the insurer or the insurer is unable to pay its debts as they become due in the normal course of business.

27. United was deemed insolvent on February 6, 2023, because if all of the assets of United, if made immediately available, would be insufficient to discharge all of the liabilities of United.

**BASIS TWO: FURTHER TRANSACTION OF INSURANCE BY UNITED IS  
HAZARDOUS TO POLICYHOLDERS, CREDITORS, STOCKHOLDERS,  
OR THE PUBLIC**

**Authority: §631.051(3), Fla. Stat.**

28. Based on the above, the Office has determined that United is operating in an unsound condition that is hazardous to policyholders, creditors, stockholders, and the public.

**BASIS THREE: CONSENT TO REHABILITATION OR LIQUIDATION**

**Authority: §631.051(11), Fla. Stat.**

29. On February 9, 2023, United executed a Consent to Order of Receivership for the appointment of the Department as Receiver. (See, Exhibit E). In the Consent, United specifically admits that it is insolvent as that term is defined in Section 631.011(14), Florida Statutes (See, Exhibit E, paragraph 3).

30. The Consent admits “that grounds exist for the appointment of a Receiver for Rehabilitation or Liquidation pursuant to Sections 631.051 and 631.061, Florida Statutes” (See Exhibit E, paragraph 2).

31. The Consent states as follows:

Pursuant to Sections 631.051 and 631.061, Florida Statutes, Respondent consents through a majority of its directors, to the entry of an Order, appointing the Florida Department of Financial Services, Division of Rehabilitation and Liquidation (hereinafter “Department”) as the Receiver of Respondent and acknowledges that the Department may apply to the Court for an Order of Rehabilitation or Liquidation. Respondent further agrees that the Department shall have the sole discretion to determine the type of order to be sought and entered and consents to any injunctions the



receivership court, as defined by Section 631.021, Florida Statutes, deems necessary and appropriate.

Exhibit C, paragraph 4.

32. Further, the Consent states:

Respondent additionally agrees that the Department may, at its sole discretion, apply to the Court for any additional orders regarding Respondent, and that all such orders entered shall be final when entered, with Respondent waiving any right to appeal such orders, including any order liquidating Respondent.

Id.

## CONCLUSION

As set forth above, United Property & Casualty Insurance Company is insolvent or about to become insolvent; is in such condition or is using or has been subject to such methods or practices in the conduct of its business, as to render its further transaction of insurance presently or prospectively hazardous to its policyholders, creditors, stockholders, or the public; and has consented to rehabilitation or liquidation. Thus, grounds for issuing an Order for entry into receivership exist under Sections 631.051(1), 631.051(3), 631.051(11), and 631.061(2), Florida Statutes.

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**FURTHER AFFIANT SAYETH NOT.**

Virginia A. Christy  
Virginia A. Christy, Director  
Property & Casualty Financial Oversight  
Office of Insurance Regulation

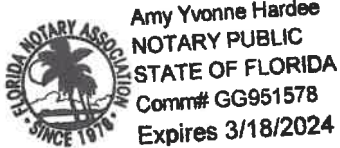
STATE OF Florida

COUNTY OF Leon

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 16<sup>th</sup> day of February 2023, by Virginia A. Christy  
(name of person)

as Director Property & Casualty Financial Oversight for Florida Office of Insurance Regulation  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)



Amy Yvonne Hardee  
(Signature of the Notary)

Amy Yvonne Hardee  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires 3/18/2024



FILED

JUN 14 2022

INSURANCE REGULATION  
Docketed by: ke

OFFICE OF INSURANCE REGULATION

DAVID ALTMAIER  
COMMISSIONER

IN THE MATTER OF:

CASE NO.: 296419-22-CO

Application for Approval of the Merger of  
JOURNEY INSURANCE COMPANY with and into  
AMERICAN COASTAL INSURANCE COMPANY

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CONSENT ORDER

This cause came on for consideration upon the filing with the FLORIDA OFFICE OF INSURANCE REGULATION (“OFFICE”) by UNITED INSURANCE HOLDINGS CORP. (“APPLICANT”), of an application for the Merger of JOURNEY INSURANCE COMPANY (“JOURNEY”) with and into AMERICAN COASTAL INSURANCE COMPANY (“AMERICAN COASTAL”), pursuant to Section 628.451, Florida Statutes (“Application”). Following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter and the parties herein.
2. APPLICANT has applied for and, subject to the continuing satisfaction of the requirements, terms, and conditions established herein, has satisfactorily met all of the conditions precedent to the granting of approval by the OFFICE of the proposed merger of JOURNEY with and into AMERICAN COASTAL, pursuant to the requirements of the Florida Insurance Code.
3. APPLICANT is a Delaware publicly traded holding company whose stock is 27.5% owned by Peed FLP1, Ltd. LLP, a Texas limited liability partnership whose General Partner is

Peed Management, LLC, a Texas limited liability company whose sole member is Robert D. Peed. Applicant has no other 10% or greater shareholders.

4. JOURNEY is a stock property and casualty insurer domiciled in the state of Florida whose stock is approximately 66.6% owned by APPLICANT and approximately 33.3% by RJ Kiln & Co. (No. 3) Limited ("RJ Kiln"), a United Kingdom private limited company.

5. AMERICAN COASTAL is a stock property and casualty insurer domiciled in the state of Florida whose stock is 100% owned by AmCo Holding Company, LLC, a Delaware limited liability holding company, whose sole member is APPLICANT. JOURNEY and AMERICAN COASTAL are both operating under subsisting Certificates of Authority issued by the OFFICE.

6. As disclosed in the Application, JOURNEY will be merged with and into AMERICAN COASTAL, with AMERICAN COASTAL as the surviving entity ("Merger").

7. APPLICANT shall submit, or cause to be submitted, to the OFFICE any outstanding background information including complete fingerprint cards for Michael R. Hogan, Scott R. St. John, and Alec L. Poitevint II within 10 days of execution of this Consent Order.

8. If the OFFICE determines that any individual for whom APPLICANT is required to submit background information as part of this Application is unacceptable under the Florida Insurance Code, APPLICANT, JOURNEY, and AMERICAN COASTAL shall cause the removal of said person within 30 days of notice from the OFFICE and replace them with a person or persons acceptable to the OFFICE or shall undertake such other corrective action as directed by the OFFICE. Failure to act would constitute an immediate serious danger to the public and the OFFICE may take administrative action as it deems appropriate upon the Certificate of Authority of JOURNEY or AMERICAN COASTAL without further proceedings, pursuant to Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

9. AMERICAN COASTAL shall comply with the post-Merger Plan of Operation and supporting documents as submitted with this Application. Prior written approval must be secured from the OFFICE before any material deviation from said post-Merger Plan of Operation.

10. APPLICANT represents that, except as described in the Application, there are no present plans or proposals to make any substantive changes to AMERICAN COASTAL, including liquidating it, selling any of its assets (except for transactions such as investment portfolio transactions, in the ordinary course of business), merging or consolidating it with any other person or persons, or making any other major change in the business operations, management, or corporate structure of AMERICAN COASTAL.

11. APPLICANT, or AMERICAN COASTAL, shall submit the following documents to the OFFICE:

a. Within 10 days of completion of the Merger, a copy of the fully executed Articles of Merger and Certificate of Merger, as filed with the Florida Secretary of State's Office;

b. Within 10 days of completion of the Merger, a copy of the fully executed agreement between JOURNEY and RJ Kiln;

c. Within 10 days of completion of the Merger, a copy of all documents evidencing completion of the Merger transaction;

d. Within 10 days of filing of the Articles of Merger and Certificate of Merger with the Florida Secretary of State's Office, the original Certificate of Authority of JOURNEY shall be surrendered to the OFFICE.

12. APPLICANT and AMERICAN COASTAL represent that all existing policyholders of JOURNEY will be sent a notice advising them of the Merger. Such notice is subject to a separate, prior approval by the OFFICE. Further, said notice shall include information

that AMERICAN COASTAL will be assuming all duties and obligations that were originally those of JOURNEY.

13. All parties to this Consent Order agree that this Consent Order shall be deemed null and void if the Merger is not completed, or any additional required regulatory approvals are not obtained, within 60 days of the execution of this Consent Order.

14. Any prior orders, consent orders, or corrective actions plans that APPLICANT, JOURNEY, or AMERICAN COASTAL have entered into with the OFFICE prior to the execution of this Consent Order shall apply and remain in full force and effect for APPLICANT, JOURNEY, or AMERICAN COASTAL except where provisions of such orders, consent orders, or corrective action plans have expired; have been superseded by subsequent orders, consent orders, or corrective action plans; or are inconsistent with this Consent Order.

15. APPLICANT, JOURNEY, and AMERICAN COASTAL affirm and represent that all information, explanations, representations, statements, and documents provided to the OFFICE in connection with this Application, including all attachments and supplements thereto, are true and correct and fully describe all transactions, agreements, ownership structures, understandings, and control with regard to the merger and future operations of AMERICAN COASTAL. APPLICANT, JOURNEY, and AMERICAN COASTAL further agree and affirm said information, explanations, representations, statements, and documents, including all attachments and supplements thereto, are material to the issuance of this Consent Order and have been relied upon by the OFFICE in its determination to enter into this Consent Order.

16. Any deadlines, reporting requirements, other provisions, or requirements set forth in this Consent Order may be altered or terminated by written approval of the OFFICE. Such approval must be requested in writing prior to any proposed deviation from the terms of this Consent Order.

17. APPLICANT, JOURNEY, and AMERICAN COASTAL affirm that all requirements set forth herein are material to the issuance of this Consent Order.

18. APPLICANT, JOURNEY, and AMERICAN COASTAL expressly waive a hearing in this matter, the making of findings of fact and conclusions of law by the OFFICE, and all further and other proceedings herein to which they may be entitled by law or rules of the OFFICE. APPLICANT, JOURNEY, and AMERICAN COASTAL hereby knowingly and voluntarily waive all rights to challenge or to contest this Consent Order in any forum available to them, now or in the future, including the right to any administrative proceeding, state or federal court action, or any appeal.

19. Each party to this action shall bear its own costs and fees.

20. APPLICANT, JOURNEY, and AMERICAN COASTAL agree that, upon execution of the Consent Order, failure to adhere to one or more of the terms and conditions contained herein may result, without further proceedings, in the OFFICE suspending, revoking, or taking other administrative action as the OFFICE deems appropriate upon the Certificate of Authority of AMERICAN COASTAL or JOURNEY in this state in accordance with Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

21. The parties agree that this Consent Order shall be deemed to be executed when the OFFICE has signed and docketed a copy of this Consent Order bearing the notarized signatures of the authorized representatives of APPLICANT, JOURNEY, and AMERICAN COASTAL.

WHEREFORE, subject to the terms and conditions which are set forth above, the Application for the Merger of JOURNEY INSURANCE COMPANY with and into AMERICAN COASTAL INSURANCE COMPANY, pursuant to Section 628.451, Florida Statutes, is APPROVED.

FURTHER, all terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 14<sup>th</sup> day of June, 2022.



*David Altmaier*

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David Altmaier, Commissioner  
Office of Insurance Regulation



By execution hereof, JOURNEY INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind JOURNEY INSURANCE COMPANY to the terms and conditions of this Consent Order.

JOURNEY INSURANCE COMPANY

By: Brooke Adler

[Corporate Seal]

Print Name: Brooke Adler

Title: General Counsel

Date: June 13 2022

STATE OF Florida

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence or

online notarization, this 13 day of June 2022, by Brooke Adler  
as Officer for Journey Ins. Co.  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



KELLY HUMPHREY  
Commission # GG 942579  
Expires December 26, 2023  
Bonded Thru Budget Notary Services

Kelly Humphrey  
(Signature of the Notary)

See Stamp  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires 12/26/23

By execution hereof, AMERICAN COASTAL INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind AMERICAN COASTAL INSURANCE COMPANY to the terms and conditions of this Consent Order.

AMERICAN COASTAL INSURANCE COMPANY

By: Brook Adler

[Corporate Seal]

Print Name: Brooke Adler

Title: General Counsel

Date: June 13, 2022

STATE OF Florida

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence or

online notarization, this 13 day of June 2022, by Brooke Adler

as Officer for American Coastal Ins. Co.  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



KELLY HUMPHREY  
Commission # GG 942579  
Expires December 28, 2023  
Bonded Thru Budget Notary Services

[Signature]  
(Signature of the Notary)

See Stamp  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires 12/26/23

By execution hereof, UNITED INSURANCE HOLDINGS CORP., consents to entry of this Consent Order, agrees without reservation to all the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind UNITED INSURANCE HOLDINGS CORP., to the terms and conditions of this Consent Order.



UNITED INSURANCE HOLDINGS CORP.

By: Brooke Adler

Print Name: Brooke Adler

Title: General Counsel

Date: June 13, 2022

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence or

online notarization, this 13 day of June 2022, by Brooke Adler

as Officer for United Ins. Holdings Corp.  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



KELLY HUMPHREY  
Commission # GG 942579  
Expires December 26, 2023  
Bonded Thru Budget Notary Services

Kelly Humphrey

(Signature of the Notary)

See stamp.

(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires 12/26/23

COPIES FURNISHED TO:

ROBERT DANIEL PEED, PRESIDENT  
United Insurance Holdings Corp.  
American Coastal Insurance Company  
Journey Insurance Company  
800 2<sup>nd</sup> Avenue South  
St. Petersburg, Florida 33701  
Telephone: (727) 895-7737  
E-Mail: dpeed@upcinsurance.com

BROOKE ADLER, GENERAL COUNSEL  
United Insurance Holdings Corp.  
American Coastal Insurance Company  
Journey Insurance Company  
800 2<sup>nd</sup> Avenue South  
St. Petersburg, Florida 33701  
Telephone: (727) 877-8265  
E-mail: badler@upcinsurance.com

ALISON STERETT, FINANCIAL ADMINISTRATOR  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399

JEANNINE CARROLL, FINANCIAL EXAMINER/ANALYST SUPERVISOR  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399

RYAN MARTINEZ, FINANCIAL EXAMINER/ANALYST II  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399

SHANNON MICHELLE HARP-ALEXANDER, ASSISTANT GENERAL COUNSEL  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399  
Telephone: (850) 413-4213  
E-Mail: michelle.harp-alexander@flor.com



**FILED**

JUN 17 2022

INSURANCE REGULATION  
Docketed by: ke

**OFFICE OF INSURANCE REGULATION**

**DAVID ALTMAIER**  
COMMISSIONER

IN THE MATTER OF:

CASE NO.: 297138-22-CO

Application for Approval of the Merger of  
FAMILY SECURITY INSURANCE COMPANY, INC. with and into  
UNITED PROPERTY & CASUALTY INSURANCE COMPANY

---

CONSENT ORDER

This cause came on for consideration upon the filing with the FLORIDA OFFICE OF INSURANCE REGULATION (“OFFICE”) by UNITED INSURANCE HOLDINGS CORP. (“APPLICANT”), of an application for the Merger of FAMILY SECURITY INSURANCE COMPANY, INC. (“FAMILY SECURITY”), with and into UNITED PROPERTY & CASUALTY INSURANCE COMPANY (“UNITED PROPERTY & CASUALTY”), pursuant to Section 628.451, Florida Statutes (“Application”). Following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter and the parties herein.
2. APPLICANT has applied for and, subject to the continuing satisfaction of the requirements, terms, and conditions established herein, has satisfactorily met all of the conditions precedent to the granting of approval by the OFFICE of the proposed merger of FAMILY SECURITY with and into UNITED PROPERTY & CASUALTY, pursuant to the requirements of the Florida Insurance Code.

3. APPLICANT is a Delaware publicly traded holding company whose stock is 27.5% owned by Peed FLP1, Ltd. LLP, a Texas limited liability partnership whose General Partner is Peed Management, LLC, a Texas limited liability company whose sole member is Robert D. Peed. Applicant has no other 10% or greater shareholders.

4. FAMILY SECURITY is a stock property and casualty insurer domiciled in the state of Florida whose stock is 100% owned by FAMILY SECURITY HOLDINGS, LLC, a Delaware limited liability company, whose stock is 100% owned by APPLICANT.

5. UNITED PROPERTY & CASUALTY is a stock property and casualty insurer, domiciled in the state of Florida, whose stock is 100% owned by APPLICANT. FAMILY SECURITY and UNITED PROPERTY & CASUALTY are both operating under subsisting Certificates of Authority issued by the OFFICE.

6. As disclosed in the Application, FAMILY SECURITY will be merged with and into UNITED PROPERTY & CASUALTY, with UNITED PROPERTY & CASUALTY as the surviving entity ("Merger").

7. If the OFFICE determines that any individual for whom APPLICANT is required to submit background information as part of this Application is unacceptable under the Florida Insurance Code, APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY shall cause the removal of said person within 30 days of notice from the OFFICE and replace them with a person or persons acceptable to the OFFICE or shall undertake such other corrective action as directed by the OFFICE. Failure to act would constitute an immediate serious danger to the public and the OFFICE may take administrative action as it deems appropriate upon the Certificate of Authority of FAMILY SECURITY or UNITED PROPERTY & CASUALTY without further proceedings, pursuant to Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

8. UNITED PROPERTY & CASUALTY shall continue to file monthly financial statements with the OFFICE until further notice. Those financial statements will be in the National Association of Insurance Commissioners (“NAIC”) monthly statement format and submitted no later than the 21st of the following month. UNITED PROPERTY & CASUALTY shall comply with the post-Merger Plan of Operation and supporting documents as submitted with this Application unless the OFFICE finds it necessary to require updated proformas and documentation for a successful transition. Prior written approval must be secured from the OFFICE before any material deviation from said post-Merger Plan of Operation.

9. APPLICANT represents that, except as described in the Application, there are no present plans or proposals to make any substantive changes to UNITED PROPERTY & CASUALTY, including liquidating it, selling any of its assets (except for transactions such as investment portfolio transactions, in the ordinary course of business), merging or consolidating it with any other person or persons, or making any other major change in the business operations, management, or corporate structure of UNITED PROPERTY & CASUALTY.

10. APPLICANT, or UNITED PROPERTY & CASUALTY, shall submit the following documents to the OFFICE:

a. Within 10 days of completion of the Merger, a copy of the fully executed Articles of Merger, certified by the Florida Secretary of State’s Office;

b. Within 10 days of completion of the Merger, a copy of all documents evidencing completion of the Merger transaction;

c. Within 10 days of filing of the Articles of Merger and Certificate of Merger with the Florida Secretary of State’s Office, the original Certificate of Authority of FAMILY SECURITY shall be surrendered to the OFFICE.

11. APPLICANT and UNITED PROPERTY & CASUALTY represent that all existing policyholders of FAMILY SECURITY will be sent a notice advising them of the Merger. Such notice is subject to a separate, prior approval by the OFFICE. Further, said notice shall include information that UNITED PROPERTY & CASUALTY will be assuming all duties and obligations that were originally those of FAMILY SECURITY.

12. All parties to this Consent Order agree that this Consent Order shall be deemed null and void if the Merger is not completed, or any additional required regulatory approvals are not obtained, within 60 days of the execution of this Consent Order.

13. Any prior orders, consent orders, or corrective actions plans that APPLICANT, FAMILY SECURITY, or UNITED PROPERTY & CASUALTY have entered into with the OFFICE prior to the execution of this Consent Order shall apply and remain in full force and effect for APPLICANT, FAMILY SECURITY, or UNITED PROPERTY & CASUALTY except where provisions of such orders, consent orders, or corrective action plans have expired; have been superseded by subsequent orders, consent orders, or corrective action plans; or are inconsistent with this Consent Order.

14. APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY affirm and represent that all information, explanations, representations, statements, and documents provided to the OFFICE in connection with this Application, including all attachments and supplements thereto, are true and correct and fully describe all transactions, agreements, ownership structures, understandings, and control with regard to the merger and future operations of UNITED PROPERTY & CASUALTY. APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY further agree and affirm said information, explanations, representations, statements, and documents, including all attachments and supplements thereto, are material to the



issuance of this Consent Order and have been relied upon by the OFFICE in its determination to enter into this Consent Order.

15. Any deadlines, reporting requirements, other provisions, or requirements set forth in this Consent Order may be altered or terminated by written approval of the OFFICE. Such approval must be requested in writing prior to any proposed deviation from the terms of this Consent Order.

16. APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY affirm that all requirements set forth herein are material to the issuance of this Consent Order.

17. APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY expressly waive a hearing in this matter, the making of findings of fact and conclusions of law by the OFFICE, and all further and other proceedings herein to which they may be entitled by law or rules of the OFFICE. APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY hereby knowingly and voluntarily waive all rights to challenge or to contest this Consent Order in any forum available to them, now or in the future, including the right to any administrative proceeding, state or federal court action, or any appeal.

18. Each party to this action shall bear its own costs and fees.

19. APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY agree that, upon execution of the Consent Order, failure to adhere to one or more of the terms and conditions contained herein may result, without further proceedings, in the OFFICE suspending, revoking, or taking other administrative action as the OFFICE deems appropriate upon the Certificate of Authority of UNITED PROPERTY & CASUALTY or FAMILY SECURITY in this state in accordance with Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

20. The parties agree that this Consent Order shall be deemed to be executed when the OFFICE has signed and docketed a copy of this Consent Order bearing the notarized signatures of

the authorized representatives of APPLICANT, FAMILY SECURITY, and UNITED PROPERTY & CASUALTY.

WHEREFORE, subject to the terms and conditions which are set forth above, the Application for the Merger of FAMILY SECURITY INSURANCE COMPANY, INC., with and into UNITED PROPERTY & CASUALTY INSURANCE COMPANY, pursuant to Section 628.451, Florida Statutes, is APPROVED.

FURTHER, all terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 17<sup>th</sup> day of June, 2022.



*David Altmaier*

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David Altmaier, Commissioner  
Office of Insurance Regulation

By execution hereof, FAMILY SECURITY INSURANCE COMPANY, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind FAMILY SECURITY INSURANCE COMPANY, INC., to the terms and conditions of this Consent Order.



FAMILY SECURITY INSURANCE COMPANY, INC.

By: [Signature]

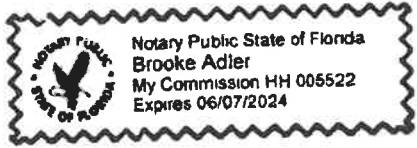
Print Name: B. Bradford Martz

Title: Chief Financial Officer

Date: June 17, 2022

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence or  
 online notarization, this 17 day of June 2022, by B. Bradford Martz  
as Chief Financial Officer for Family Security Ins. Co.  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



[Signature]  
(Signature of the Notary)

Brooke Adler  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_  
My Commission Expires \_\_\_\_\_

By execution hereof, UNITED PROPERTY & CASUALTY INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind UNITED PROPERTY & CASUALTY INSURANCE COMPANY to the terms and conditions of this Consent Order.



UNITED PROPERTY & CASUALTY INSURANCE COMPANY

By: [Signature]

Print Name: B. Bradford Martz

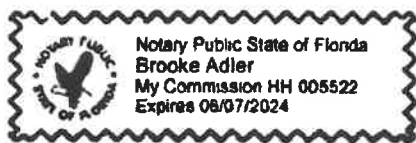
Title: Chief Financial Officer

Date: JUNE 17, 2022

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence or

online notarization, this 17 day of June 2022, by B. Bradford Martz  
as Chief Financial Officer for United Property & Casualty Ins Co  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



[Signature]  
(Signature of the Notary)

Brooke Adler  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires \_\_\_\_\_

By execution hereof, UNITED INSURANCE HOLDINGS CORP., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind UNITED INSURANCE HOLDINGS CORP., to the terms and conditions of this Consent Order.



UNITED INSURANCE HOLDINGS CORP.

By: [Signature]

Print Name: B. Bradford Martz

Title: President

Date: June 17, 2022

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence or

online notarization, this 17 day of June 2022, by B. Bradford Martz  
as President for United Insurance Holdings Corp  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



[Signature]  
(Signature of the Notary)

Brooke Adler  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires \_\_\_\_\_

COPIES FURNISHED TO:

ROBERT DANIEL PEED, PRESIDENT  
United Insurance Holdings Corp.  
United Property & Casualty Insurance Company  
Family Security Insurance Company, Inc.  
800 2<sup>nd</sup> Avenue South  
St. Petersburg, FL 33701  
Telephone: (727) 895-7737  
E-Mail: [dpeed@upcinsurance.com](mailto:dpeed@upcinsurance.com)

BROOKE ADLER, GENERAL COUNSEL  
United Insurance Holdings Corp.  
United Property & Casualty Insurance Company  
Family Security Insurance Company, Inc.  
800 2<sup>nd</sup> Avenue South  
St. Petersburg, FL 33701  
Telephone: (727) 877-8265  
E-mail: [badler@upcinsurance.com](mailto:badler@upcinsurance.com)

ALISON STERETT, FINANCIAL ADMINISTRATOR  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399

JEANNINE CARROLL, FINANCIAL EXAMINER/ANALYST SUPERVISOR  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399

RYAN MARTINEZ, FINANCIAL EXAMINER/ANALYST II  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399

JENNIFER A. MILAM, ASSISTANT GENERAL COUNSEL  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, Florida 32399  
Telephone: (850) 413-4281  
E-Mail: [jennifer.milam@flair.com](mailto:jennifer.milam@flair.com)

**FILED**

DEC 5 2022

INSURANCE REGULATION  
Docketed by: ke



**OFFICE OF INSURANCE REGULATION**

**DAVID ALTMAIER**  
COMMISSIONER

IN THE MATTER OF:

CASE NO: 303643-22-CO

UNITED PROPERTY & CASUALTY  
INSURANCE COMPANY

---

CONSENT ORDER FOR PUBLIC ADMINISTRATIVE SUPERVISION  
AND APPROVAL OF RUNOFF PLAN

THIS CAUSE came on for consideration upon a request filed with the FLORIDA OFFICE OF INSURANCE REGULATION (“OFFICE”) by UNITED PROPERTY & CASUALTY INSURANCE COMPANY (“UNITED” or “the Company”) for approval of a Plan of Runoff (the Plan). The goal of the Plan, which includes a number of different elements, is to facilitate a solvent run off of the liabilities of UNITED and to wind down its affairs in an orderly fashion.

INTRODUCTION

1. The OFFICE has jurisdiction over the parties and the subject matter of this proceeding.
2. UNITED is a domestic property and casualty insurer authorized to transact insurance business in the state of Florida pursuant to a Certificate of Authority issued by the

OFFICE pursuant to Chapter 624, Part III, Florida Statutes.

3. UNITED has experienced a significant decline in its underwriting results, with losses exceeding \$35 million in each of the past 5 years. The Company reported a net underwriting loss of \$169,803,628 on its third quarter 2022 financial statement filed with the OFFICE. The Company's surplus as regards policyholders reported on that statement was \$56,854,784.

4. UNITED's reported surplus as regards policyholders of \$56,854,784 as of September 30, 2022, is a decrease of \$112,389,997 from the surplus as regards policyholders of \$169,244,781 reported as of December 31, 2021. This surplus included a net loss of \$180,658,315, net underwriting loss of \$169,803,628 and capital contributions of \$76,000,000.

5. As a result of its deteriorating financial condition, UNITED took a number of steps to reduce its exposure, including ceasing to write new business, nonrenewing large numbers of policies, executing quota share reinsurance agreements and renewal rights agreements in various states, and instituting withdrawal plans in Florida and other states in which it does business. Notwithstanding these measures, the underwriting losses of UNITED have continued to increase to unsustainable levels.

6. On or about August 1, 2022, UNITED's rating was downgraded below that which is acceptable for the purposes of the secondary mortgage market and through an immediate final order issued by the OFFICE on August 2, 2022, UNITED was determined to be qualified to participate in the Temporary Market Stabilization Arrangement with Citizens Property Insurance Corporation. That Arrangement is set to expire on May 31, 2023.

7. On November 15, 2022, UNITED filed the Plan with the OFFICE. The Plan was thereafter modified and amended on November 18, 2022.



## ELEMENTS OF THE PLAN OF RUNOFF

8. The Plan submitted by UNITED included three-year pro forma financial projections for 2022 through 2024 and included recognition of losses expected to be incurred from Hurricanes Ian and Nicole. The Plan projects that the Company's surplus will remain positive throughout the run off but anticipates an impairment of surplus and risk-based capital at the mandatory control level.

9. The duration of the runoff is likely to extend beyond the end of 2024. The Plan indicates that the Company intends to manage and fund its losses and loss adjustment expenses in 2024 and subsequent years through reinsurance recoveries, capital from the parent or other sources which the Company projects will provide sufficient liquidity to manage the runoff.

10. The Plan includes the approval of two agreements with affiliates: one related to UNITED's contract with its MGA and one related to its reinsurance allocation agreement with American Coastal Insurance Company. The amendment to UNITED's MGA contract reduces the fees paid by UNITED to its MGA and modifies the frequency of those payments. The reinsurance allocation agreement memorializes how the combined reinsurance tower is allocated between UNITED and American Coastal Insurance Company.

11. According to the Plan as filed with the OFFICE, UNITED has been unable to secure reinsurance commitments for the 2023 Hurricane Season. The Company has no rating acceptable to the secondary mortgage market and the Temporary Market Stabilization Arrangement in Florida terminates on May 31, 2023. The Plan therefore assumes that UNITED will have no policies in force in any state as of June 1, 2023<sup>1</sup>. The Plan contemplates cancellation of all Florida policies remaining in force effective May 31, 2023, with 60 days' notice, and approval of midterm

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<sup>1</sup> The 2023 Hurricane Season begins on June 1, 2023.

cancellations or transfer of policies in other states which will require regulatory approval in those states to further implement the Plan.

12. The Company's pro forma financial projections for 2023 include as an assumption that all unearned premiums for policies in all states to be canceled as of May 31, 2023, will be returned to all affected policyholders.

13. A subset of UNITED's policies in Florida and other states with renewal dates in November and December were not sent proper notice of renewal. The Plan contemplates that those policies in Florida and other affected states would be sent notices of renewal, and then notices of cancellation effective as of May 31, 2023 with 60 days' notice.

#### CONDITIONS FOR APPROVAL OF THE PLAN

14. The OFFICE has reviewed the Plan, the projections provided in support of the Plan, the assumptions used in the Plan as well as the factors that may materially affect the success of the Plan. The OFFICE finds that the Plan provides a reasonable basis to support an orderly and solvent runoff, with the following stipulations.

15. UNITED must be placed in public Administrative Supervision for the duration of the runoff, with an appointed Administrative Supervisor selected by the OFFICE and paid for by UNITED. The Administrative Supervision will be governed by the provisions of Section 624.81-87, Florida Statutes, and shall be administered so as to facilitate the payment of covered losses, reasonable loss adjustment expenses, the return of unearned premium and reasonable expenses to administer the Plan.

16. The OFFICE finds that the Reinsurance Allocation Agreement filed in connection with the Plan provides an equitable allocation of reinsurance expenses and recoveries between UNITED and American Coastal Insurance Company. UNITED must file annual audited financial

statements which include an audit of the allocations each year and a verification that the premiums were paid by the respective companies as represented to the OFFICE.

17. The OFFICE finds that the proposed changes to the MGA Agreement will facilitate the Plan, with the stipulation that the frequency of payments to the MGA be made weekly.

18. The OFFICE finds, based on the fact that UNITED has no rating acceptable to the secondary mortgage market, and has been unable to procure reinsurance for the 2023 Hurricane Season, that the early cancellation of policies effective May 31, 2023, is necessary to protect the best interests of policyholders and the public and is authorized by Section 627.4133(2)(b)6, Florida Statutes, which provides:

“Notwithstanding any other provision of law, an insurer may cancel or nonrenew a property insurance policy after at least 45 days’ notice if the office finds that the early cancellation of some or all of the insurer’s policies is necessary to protect the best interests of the public or policyholders and the office approves the insurer’s plan for early cancellation or nonrenewal of some or all of its policies. The office may base such finding upon the financial condition of the insurer, lack of adequate reinsurance coverage for hurricane risk, or other relevant factors. The office may condition its finding on the consent of the insurer to be placed under administrative supervision pursuant to s. 624.81 or to the appointment of a receiver under chapter 631.”

19. Pursuant to a previously approved withdrawal plan filed with and approved by the OFFICE, UNITED was in the process of nonrenewing all of its Florida policies, which as of November 1, 2022 total approximately 142,785. However, approximately 70,287 of its Florida policies would remain in force on May 31, 2023. UNITED provided financial projections which demonstrated that absent the early cancellation of its remaining in force Florida policies and the cancellation or transfer of other out of state policies it will not be able to maintain surplus as to policyholders sufficient to meet the requirements of Section 624.408, Florida Statutes. As a condition of approval for the early cancellation of its policies in Florida that will not have been

nonrenewed prior to June 1, 2023, UNITED must provide affected policyholders in Florida with at least 120 days' notice of cancellation, instead of the 60 days' notice contemplated in the Plan. Additionally, UNITED must submit its cancellation notices, policyholder notices and agent notices to the OFFICE for approval.

20. The OFFICE finds that the Plan's proposal to renew those policies for which proper notice of renewal was not timely sent, followed by a cancellation, will create unnecessary confusion and consumer harm. The OFFICE therefore finds that the Plan must be modified to provide for nonrenewal of those policies for which proper notice of renewal was not sent and the extension of coverage and premium at the original rate for those policies for a period of 120 days, at which time the nonrenewal will become effective. Nonrenewal notices, and agent and policyholder notices must be submitted to the OFFICE for approval.

21. UNITED must have qualified and trained staff available to respond to policyholder inquiries about the cancellation and must provide to the OFFICE its customer service script for review and approval.

22. UNITED must adhere to the representations made to the OFFICE in the Plan for early cancellation.

23. UNITED must issue unearned premium payments to policyholders by no later than June 1, 2023.

24. UNITED must actively facilitate the placement of its policies with other insurers in the market by:

- a. Assisting in the replacement of these policies with its agency force;
- b. Promptly posting or providing its policy level data to insurers within 3 calendar days of the execution of a non-disclosure agreement; and

- c. Continuing to solicit policy replacement proposals from other insurers where necessary to implement the Plan in other states.

REQUIREMENTS DURING ADMINISTRATIVE SUPERVISION

25. UNITED may not conduct the following activities during the period of supervision, without prior approval by the OFFICE, as set forth in Section 624.83, Florida Statutes:

- a. Dispose of, convey, or encumber any of its assets;
- b. Lend any of its funds;
- c. Invest any of its funds except in accordance with its established investment policies in the ordinary course of business;
- d. Transfer any of its property other than in the ordinary course of business;
- e. Incur any debt, obligation, or liability other than in the ordinary course of business;
- f. Merge or consolidate with another company;
- g. Terminate, surrender, forfeit, convert, or lapse any insurance policy, certificate, or contract of insurance, except as permitted in accordance with its approved underwriting guidelines and rules in the ordinary course of business;
- h. Release, pay, or refund premium deposits, accrued cash or loan values, unearned premiums, or other reserves on any insurance policy or certificate, except as permitted in accordance with its approved underwriting guidelines and rules in the ordinary course of business;
- i. Make any material change in management or provide bonus or severance packages to any employee;
- j. Pay any dividends; or

k. Enter into any new or amend any existing agreements with affiliates, as defined in Section 631.011(1), Florida Statutes.

26. UNITED hereby knowingly and voluntarily waives the requirement of written notice under Section 624.81(1), Florida Statutes, and agrees that any timelines outlined in this Consent Order will be binding, notwithstanding any timelines provided for in Section 624.81, Florida Statutes.

27. UNITED shall not waste assets or expend funds in excess of \$10,000 United States Dollars (“USD”), other than in the ordinary course of business, without the prior written consent of the OFFICE. If, after approval of a transaction over \$10,000 has been granted by the OFFICE, the OFFICE becomes aware of additional facts or circumstances that materially affect such approval, the OFFICE reserves the right to require such corrective action as it may deem necessary or advisable. Transactions in the ordinary course of business shall include, but not be limited to, payment of claims or settlement of disputed or litigated claims. UNITED need not obtain prior written approval for payment of claims or settlement of disputed or litigated claims over the amount of \$10,000 USD; however, the OFFICE may retrospectively review such payments.

28. Within 5 business days of the execution of this Consent Order, UNITED shall provide a list of any known pending litigation in which UNITED is named as a party. UNITED agrees to provide the OFFICE with an updated list on a monthly basis.

29. The OFFICE may appoint a Deputy Supervisor pursuant to Section 624.87, Florida Statutes. Such Deputy Supervisor shall represent the OFFICE and shall be under the control of the OFFICE.

30. UNITED shall be responsible for administrative supervision expenses pursuant to Section 624.87, Florida Statutes, unless UNITED shows that payment of administrative

supervision expenses will have an adverse material impact on its financial condition and jeopardize its rehabilitation. Otherwise, UNITED shall reimburse the OFFICE for any reasonable expenses of supervision and will pay directly all contractors, including any Deputy Supervisor retained by the OFFICE, for assistance with the administrative supervision.

31. UNITED agrees that the OFFICE and the Department of Financial Services (“Department”) may have examiners or other designees present at the offices of UNITED to obtain independent information. Further, the OFFICE may have examiners or other designees to supervise activities, verify transactions, verify the conditions and status of UNITED and its progress in developing and complying with the Plan, and perform any other duty as designated by the OFFICE. UNITED shall cooperate with and facilitate the presence and work of such examiners or designees.

32. Administrative supervision is confidential as provided in Section 624.82, Florida Statutes, unless otherwise specified within that statute. The OFFICE finds, and UNITED agrees, that it is in the best interest of its policyholders and the public to make this Consent Order public pursuant to Section 624.82(4), Florida Statutes. This finding does not affect the confidentiality of any other orders, notices, correspondence, reports, records, or other information in the possession of the OFFICE relating to the administrative supervision of UNITED pursuant to Section 624.82(1), Florida Statutes.

#### GENERAL TERMS

33. UNITED acknowledges and agrees that failure to comply with any of the terms of this Consent Order would constitute an immediate danger to the public and the OFFICE may immediately suspend, revoke, or take other administrative action as it deems appropriate upon the Certificate of Authority of UNITED in this state, in accordance with Sections 120.569(2)(n)

and 120.60(6), Florida Statutes.

34. Any prior orders, consent orders, or corrective action plans that UNITED has entered into with the OFFICE prior to the execution of this Consent Order shall apply and remain in full force and effect for UNITED, except where provisions of such orders, consent orders, or corrective action plans have expired; have been superseded by subsequent orders, consent orders, or corrective action plans; or are inconsistent with this Consent Order.

35. Any deadlines, reporting requirements, other provisions, or requirements set forth in this Consent Order may be altered or terminated by written approval of the OFFICE. Such written approval by the OFFICE is subject to statutory or administrative regulation limitations.

36. Each party to this action shall bear its own costs and fees.

37. UNITED expressly waives its rights to a hearing in this matter, the making of findings of fact and conclusions of law by the OFFICE, and all further and other proceedings to which UNITED may be entitled, either by law or by rules of the OFFICE. UNITED hereby knowingly and voluntarily waive all rights to challenge or to contest this Consent Order, in any forum now or in the future available to them, including the right to any administrative proceeding, state or federal court action, or any appeal.

38. UNITED agrees this Consent Order shall be deemed to be executed when the OFFICE has signed and docketed a copy of this Consent Order bearing the signature of UNITED, or its authorized representative, under the seal of a notary public, notwithstanding the fact that the copy may have been transmitted to the OFFICE electronically.

WHEREFORE, the agreement between UNITED PROPERTY & CASUALTY



INSURANCE COMPANY and the FLORIDA OFFICE OF INSURANCE REGULATION, the terms and conditions of which are set forth above, is approved. FURTHER, all terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 5<sup>th</sup> day of December 2022.



*David Altmaier*

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David Altmaier, Commissioner  
Office of Insurance Regulation

By execution hereof, UNITED PROPERTY & CASUALTY INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that he/she has the authority to bind UNITED PROPERTY & CASUALTY INSURANCE COMPANY to the terms and conditions of this Consent Order. The undersigned also certifies that he/she has provided the signature below voluntarily and without coercion, based upon the assistance of legal counsel for UNITED PROPERTY & CASUALTY INSURANCE COMPANY.

UNITED PROPERTY & CASUALTY  
INSURANCE COMPANY

By: Brooke Adler

Print Name: Brooke Adler

Title: General Counsel

Date: December 5, 2022

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 5 day of Dec. 2022, by Brooke Adler  
(name of person)

as officer for United Property & Casualty  
(type of authority; e.g., officer, trustee, attorney in fact) (company name) INS. Co.



KELLY HUMPHREY  
Commission # GG 942579  
Expires December 26, 2023  
Bonded Thru Budget Notary Services

Kelly Humphrey

(Signature of the Notary)

Kelly Humphrey  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

COPIES FURNISHED TO:

WES STRICKLAND, ESQ.  
Colodny Fass  
119 East Park Avenue  
Tallahassee, FL 32301  
E-Mail: [wstrickland@colodnyfass.com](mailto:wstrickland@colodnyfass.com)  
Telephone: (850)577-0398

ROBERT DANIEL PEED, PRESIDENT  
United Property & Casualty Insurance Company  
800 2<sup>ND</sup> Ave. South  
St. Petersburg, Fl. 33701

BROOKE ADLER, GENERAL COUNSEL  
United Property & Casualty Insurance Company  
800 2<sup>ND</sup> Ave. South  
St. Petersburg, Fl. 33701

VIRGINIA CHRISTY, DIRECTOR  
Property & Casualty Financial Oversight  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, FL 32399  
E-Mail: [virginia.christy@floi.com](mailto:virginia.christy@floi.com)

ANOUSH ARAKALIAN BRANGACCIO, GENERAL COUNSEL  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, FL 32399  
Telephone: (850) 413-4116  
Facsimile: (850) 922-2543  
E-Mail: [Anoush.Brangaccio@floi.com](mailto:Anoush.Brangaccio@floi.com)



**FILED**

**JAN 31 2023**

**INSURANCE REGULATION**

**Docketed by: AB**

**OFFICE OF INSURANCE REGULATION**

IN THE MATTER OF:

CASE NO.: 305835-23-CO

UNITED PROPERTY & CASUALTY  
INSURANCE COMPANY

CONSENT ORDER

THIS CAUSE came on for consideration upon the filing by UNITED PROPERTY & CASUALTY INSURANCE COMPANY (hereinafter referred to as “UNITED”) of a Renewal Rights Agreement (hereinafter referred to as the “Agreement”) for approval by the OFFICE OF INSURANCE REGULATION (hereinafter referred to as “OFFICE”). The Agreement covers a majority of UNITED’s policyholders and facilitates the winding down of UNITED’s business by, among other things, effectively transferring a segment of UNITED’s policies to SLIDE INSURANCE COMPANY (hereinafter referred to as “SLIDE”). After a complete review of the entire record and upon consideration thereof, and otherwise being fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the parties and the subject matter of this proceeding.
2. UNITED and SLIDE are domestic property and casualty insurers authorized to transact insurance business in the state of Florida pursuant to Certificates of Authority issued by the OFFICE pursuant to Chapter 624, Part III, Florida Statutes.
3. On December 5, 2022, the OFFICE issued a Consent Order for Public Administrative Supervision (hereinafter “Supervision Order”), in case number 303643-22-CO, in which UNITED

agreed to be placed in public administrative supervision for the purpose of facilitating a solvent runoff of its liabilities and to wind down its affairs in an orderly fashion. Pursuant to the Supervision Order, UNITED had to actively facilitate the placement of its policies with other insurers. The Agreement filed by UNITED with the OFFICE is a result of such requirement of the Supervision Order.

4. UNITED received and evaluated various proposals for the orderly transition of its business and determined that the SLIDE proposal was the most viable plan best suited to protect a majority of UNITED's Florida policyholders.

5. Pursuant to the Agreement, approximately 72,000 of UNITED's policies will be canceled effective February 1, 2023 and be replaced with newly issued short-term replacement policies issued by SLIDE (hereinafter referred to as "Replacement Policies" or "Replacement Policy"), effective February 1, 2023.

6. UNITED and SLIDE have entered into, and filed with the OFFICE, the Agreement, in which UNITED agrees to issue cancellation notices to the selected policyholders and transfer the corresponding unearned premium to SLIDE. SLIDE agrees to issue coverage to the selected UNITED policyholders for the unexpired portion of the UNITED policy term.

7. Pursuant to Section 627.4133(2)(c), Florida Statutes, if an insurer fails to provide the notice required under that subsection, "the coverage provided to the named insured shall remain in effect until the effective date of replacement coverage or until the expiration of a period of days after the notice is given equal to the required notice period, whichever occurs first." Although UNITED is not providing the statutorily required notice of policy cancellation, the effective date of the replacement coverage is February 1, 2023, with no lapse in coverage. The replacement coverage is being provided to the policyholders at the same premium as the UNITED policies, as contemplated by Section 627.4133(2)(c), Florida Statutes. UNITED policyholders will be afforded 30 days to reject the short-term coverage from SLIDE.

8. The OFFICE finds that the Agreement submitted by UNITED provides the most comprehensive protection for a majority of policyholders as well as being responsive to regulatory requirements. The OFFICE approves UNITED's Agreement, as submitted, subject to the following conditions:

a. UNITED shall cancel all selected policies in accordance with this Consent Order and the Agreement.

b. The Replacement Policies issued by SLIDE shall provide substantially similar coverage as provided by the UNITED policy that is being replaced.

c. SLIDE shall charge the same premium for the Replacement Policies as would have been charged by UNITED for that policy.

d. SLIDE shall provide the UNITED policyholders a new Declaration Page that establishes proof of their Replacement Policies and Slide shall issue Replacement Policies using approved UNITED forms.

e. SLIDE is not assuming any obligations of UNITED. Slide shall not be liable for any claims filed by UNITED policyholders with a date of loss prior to February 1, 2023. All claims and obligations arising prior to February 1, 2023 shall remain the sole obligation of UNITED.

f. Any unearned premium policyholders have already paid to UNITED shall be transferred to SLIDE. UNITED shall transfer 100% of the unearned premium for Replacement Policies to SLIDE on February 1, 2023, minus any paid unearned agent commission. Any returned unearned agent commission will be remitted to Slide. If UNITED receives any installment payments related to Replacement Policies, UNITED shall promptly remit such payments to SLIDE.

g. Any Replacement Policy issued by SLIDE shall be subject to cancellation upon request by the policyholder, and any unearned premium shall be calculated on a pro-rata basis and returned to the policyholder within 15 days of the cancellation request.

h. Prior to the expiration of the term of the Replacement Policies, SLIDE shall have the exclusive right to renew such policies, and all other UNITED policies that are not part of the Replacement Policies, using SLIDE approved forms and filed rates. In order to minimize policyholder disruption, SLIDE may issue renewals to any UNITED policyholder on less than 45 days' notice through the month of April 2023.

9. The OFFICE hereby approves SLIDE's use of UNITED's current policy forms and rates as necessary for the purpose of issuing the Replacement Policies by SLIDE.

10. In conjunction with the Agreement, UNITED provided the OFFICE with copies of the proposed cancellation notice to be provided to policyholders, and SLIDE provided its proposed letter to policyholders, its pro forma financial statements, confirmation that its existing reinsurance program would provide adequate coverage for the additional UNITED policies, in combination with their own current policies, and confirmation that SLIDE will buy reinsurance sufficient to cover a Probable Maximum Loss of at least a 130 year return time using a model approved by the Florida Hurricane Loss Projection Methodology Commission during the 2023 – 2024 hurricane season. UNITED and SLIDE acknowledge that all of the documents referenced in this paragraph are material to the issuance of this Consent Order.

11. UNITED acknowledges and agrees that the OFFICE has relied upon the representations made in the Agreement, including supporting documents and communications related to the Agreement. Further, UNITED and SLIDE agree to secure written approval from the OFFICE prior to any material deviation from the Agreement.

12. UNITED acknowledges and agrees that failure to comply with any of the terms of this Consent Order would constitute an immediate danger to the public and the OFFICE may immediately suspend, revoke, or take other administrative action as it deems appropriate upon the Certificate of Authority of UNITED in this state, in accordance with Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

13. Any prior Order(s) of the OFFICE, or Consent Order(s) or corrective action plan(s) that UNITED and SLIDE have entered into with the OFFICE prior to the issuance of this Consent Order, shall apply and remain in full force and effect for UNITED and SLIDE, except where provisions of such Order(s), Consent Order(s), or corrective action plan(s) have expired; have been superseded by subsequent Order(s), Consent Order(s), or corrective action plan(s); or are inconsistent with this Consent Order.

14. Each party to this action shall bear its own costs and attorney's fees.

15. UNITED and SLIDE expressly waive their rights to a hearing in this matter, the making of findings of fact and conclusions of law by the OFFICE, and all further and other proceedings to which UNITED and SLIDE may be entitled, either by law or by rules of the OFFICE. UNITED and SLIDE hereby knowingly and voluntarily waive all rights to challenge or to contest this Consent Order, in any forum now or in the future available to them, including the right to any administrative proceeding, state or federal court action, or any appeal.

16. The parties agree this Consent Order shall be deemed to be executed when the OFFICE has signed and docketed a copy of this Consent Order bearing the signature of UNITED, or its authorized representative, and SLIDE, or its authorized representative, under the seal of a notary public, notwithstanding the fact that the copy may have been transmitted to the OFFICE electronically. Further, UNITED and SLIDE agree that their signatures, as affixed to this Consent Order, shall be under the seal of a Notary Public.



WHEREFORE, the agreement as set forth above between UNITED PROPERTY & CASUALTY INSURANCE COMPANY, SLIDE INSURANCE COMPANY, and the OFFICE OF INSURANCE REGULATION, and the terms and conditions of the Agreement, are APPROVED.

FURTHER, all terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 31<sup>st</sup> day of January 2023.



Anoush Brangaccio  
Commissioner or Designee  
Office of Insurance Regulation

By execution hereof, UNITED PROPERTY & CASUALTY INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that he/she has the authority to bind UNITED PROPERTY & CASUALTY INSURANCE COMPANY to the terms and conditions of this Consent Order. The undersigned also certifies that he/she has provided the signature below voluntarily and without coercion, based upon the assistance of legal counsel for UNITED PROPERTY & CASUALTY INSURANCE COMPANY.

UNITED PROPERTY & CASUALTY  
INSURANCE COMPANY

By: Brooke Adler

Print Name: Brooke Adler

Title: General Counsel

Date: January 31, 2023

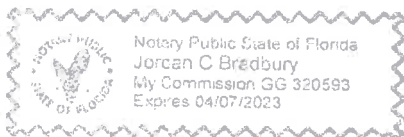
STATE OF Florida

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 31st day of January 2023, by Brooke Adler  
(name of person)

as Officer for United Property & Casualty Insurance Co.  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)



Jordan Bradbury  
(Signature of the Notary)

Jordan Bradbury  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known \_\_\_\_\_ OR Produced Identification

Type of Identification Produced FL DL

My Commission Expires: 4-7-2023

By execution hereof, SLIDE INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that he/she has the authority to bind SLIDE INSURANCE COMPANY to the terms and conditions of this Consent Order. The undersigned also certifies that he/she has provided the signature below voluntarily and without coercion, based upon the assistance of legal counsel for SLIDE INSURANCE COMPANY.

SLIDE INSURANCE COMPANY

By: *Bruce Lucas*

[Corporate Seal]

Name: Bruce Lucas

(Please type or print)

Title: CEO

Date: 01/31/23

STATE OF Florida

COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 31st day of January 2023, by Bruce Lucas  
(name of person)

as CEO for Slide Insurance Company  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)



*Melissa Hostetler*  
(Signature of the Notary)

Melissa Hostetler  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known x OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

COPIES FURNISHED TO:

WES STRICKLAND, ESQ.  
Colodny Fass  
119 East Park Avenue  
Tallahassee, FL 32301  
E-Mail: [wstrickland@colodnyfass.com](mailto:wstrickland@colodnyfass.com)  
Telephone: (850)577-0398

ROBERT DANIEL PEED, PRESIDENT  
United Property & Casualty Insurance Company  
800 2<sup>ND</sup> Ave. South  
St. Petersburg, Fl. 33701

BROOKE ADLER, GENERAL COUNSEL  
United Property & Casualty Insurance Company  
800 2<sup>ND</sup> Ave. South  
St. Petersburg, Fl. 33701

FRED KARLINSKY, ESQ., SHAREHOLDER  
Co-Chair, Insurance Regulatory & Transactions Practice Group  
Greenberg Traurig, P.A.  
401 East Las Olas Blvd  
Suite 2000  
Fort Lauderdale, Florida 33301  
E-Mail: [karlinskyf@gtlaw.com](mailto:karlinskyf@gtlaw.com)

BRUCE LUCAS, CEO  
Slide Insurance Company  
4221 W. Boy Scout Blvd.  
Tampa, Florida 33607

VIRGINIA CHRISTY, DIRECTOR  
Property & Casualty Financial Oversight  
200 East Gaines Street  
Florida Office of Insurance Regulation  
Tallahassee, Florida 32399  
E-Mail: [virginia.christy@flor.com](mailto:virginia.christy@flor.com)

ANOUSH ARAKALIAN BRANGACCIO, GENERAL COUNSEL  
Florida Office of Insurance Regulation  
200 East Gaines Street  
Tallahassee, FL 32399  
Telephone: (850) 413-4116  
Facsimile: (850) 922-2543  
E-Mail: [Anoush.Brangaccio@flor.com](mailto:Anoush.Brangaccio@flor.com)

**CONSENT TO ORDER OF RECEIVERSHIP  
UNITED PROPERTY & CASUALTY INSURANCE COMPANY**

**IT IS HEREBY AGREED TO AS FOLLOWS:**

1. United Property & Casualty Insurance Company (“Respondent”) is a Florida corporation and is a domestic property and casualty insurer authorized to transact insurance business in Florida and regulated by the Florida Office of Insurance Regulation.

2. Respondent admits that grounds exist for the appointment of a Receiver of the company for Rehabilitation or Liquidation, pursuant to Sections 631.051 and 631.061, Florida Statutes.

3. Respondent specifically admits that it is insolvent as that term is defined in Section 631.011(14), Florida Statutes.

4. Pursuant to Sections 631.051 and 631.061, Florida Statutes, Respondent consents through a majority of its directors to the entry of an Order appointing the Florida Department of Financial Services, Division of Rehabilitation and Liquidation (hereinafter “Department”) as the Receiver of Respondent and acknowledges that the Department may apply to the Court for an Order of Rehabilitation or Liquidation. Respondent further agrees that the Department shall have the sole discretion to determine the type of order to be sought and entered and consents to any injunctions the receivership court, as defined by section 631.021, Florida Statutes, deems necessary and appropriate. Respondent additionally agrees that the Department may, at its sole discretion, apply to the Court for any additional orders regarding Respondent, and that all such orders entered shall be final when entered, with Respondent waiving any right to appeal such orders, including any order liquidating Respondent. The Resolution of the Board of Directors is attached as Attachment A to this Consent.

5. Respondent acknowledges that it has executed this Consent to Order of Receivership

voluntarily and of its own accord, having had the opportunity to consult counsel of its choosing, and has not been threatened or coerced to execute this consent by the Department of Financial Services, Florida Office of Insurance Regulation, or any other individual or entity.

By execution hereof, **UNITED PROPERTY & CASUALTY INSURANCE COMPANY** consents to the appointment of the Department of Financial Services as receiver for purposes of Rehabilitation or Liquidation, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind **UNITED PROPERTY & CASUALTY INSURANCE COMPANY** to the terms and conditions of this Consent Order.

**UNITED PROPERTY & CASUALTY INSURANCE COMPANY**



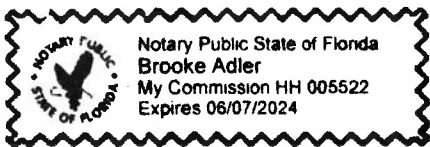
By: [Signature]  
Print Name: Brad Martz  
Title: President & CFO  
Date: 2-8-2023

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 8 day of Feb 2023, by Brad Martz

as Officer for United Property & Casualty Ins Co.  
(type of authority; e.g., officer, trustee, attorney in fact) (name of person) (company name)



[Signature]  
(Signature of the Notary)

(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_  
My Commission Expires \_\_\_\_\_

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
UNITED PROPERTY & CASUALTY INSURANCE COMPANY  
ATTACHMENT A**

The undersigned, being the majority of the Directors of United Property & Casualty Insurance Company, (hereinafter “the Company”) hereby makes the following resolutions, at their sole discretion and after consultation with their attorneys of record, as follows:

RESOLVED that the majority of the current Directors on the Board of Directors consent to the entry of an Order of Liquidation of the Company.

FURTHER RESOLVED, that pursuant to Sections 631.051 and 631.061, the majority of the Directors consent to the immediate appointment of the Florida Department of Financial Services (hereinafter “the Department”) as Receiver of the company, for the purposes of Liquidation, without further notice or hearing, and waive any and all rights to notice and hearing.

FURTHER RESOLVED, that the majority of Directors admit that the company is insolvent as defined by Section 631.011, Florida Statutes.

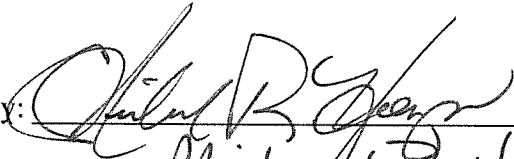
FURTHER RESOLVED, that the Majority of the Directors consent to waive any right to appeal any order entered by the receivership court appointing the Department as Receiver of the company, and that the order entered is a final order.

FURTHER RESOLVED, that the Majority of the Directors consent to the filing of any additional motions or pleadings regarding the company by the Department after its appointment as Receiver without the necessity for hearing.

FURTHER RESOLVED, that the Majority of the Directors consent to waive any right to appeal any order entered by the court and that such orders shall be final.

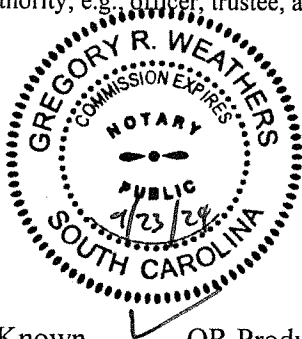
FURTHER RESOLVED, that the Chairman of the Board of Directors and the Officers of the Company are hereby authorized to execute any and all consent agreements or documents on behalf of the company, and are authorized to take any and all additional actions, including the Consent to Receivership under Chapter 631, Part I, Florida Statutes, as deemed necessary or appropriate by the Office of Insurance Regulation and/or the Department, without further approval of the shareholders or directors.


Directors of United Property & Casualty Insurance Company

By:   
Print Name: Michael R. Hogan  
Title: Director  
Date: 3/9/2023

STATE OF South Carolina  
COUNTY OF Georgetown

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this 9 day of February 2023, by Michael R. Hogan as Director for United Property and Casualty  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)



  
(Signature of the Notary)  
Gregory R. Weathers  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_  
My Commission Expires 09/23/24



FURTHER RESOLVED, that the Chairman of the Board of Directors and the Officers of the Company are hereby authorized to execute any and all consent agreements or documents on behalf of the company, and are authorized to take any and all additional actions, including the Consent to Receivership under Chapter 631, Part I, Florida Statutes, as deemed necessary or appropriate by the Office of Insurance Regulation and/or the Department, without further approval of the shareholders or directors.

Directors of United Property & Casualty Insurance Company

By: [Signature]  
Print Name: R. DANIEL FEED  
Title: CHAIRMAN  
Date: 02/08/2023

STATE OF Texas  
COUNTY OF Harris

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this 8<sup>th</sup> day of Feb 2023, by R. DANIEL FEED (name of person) as Officer & Director for UPC (type of authority; e.g., officer, trustee, attorney in fact) (company name)

[Signature]  
(Signature of the Notary)  
Jared Murphy  
(Print, Type or Stamp Commissioned Name of Notary)



Personally Known \_\_\_\_\_ OR Produced Identification ✓  
Type of Identification Produced ID  
My Commission Expires 02/03/2026

FURTHER RESOLVED, that the Chairman of the Board of Directors and the Officers of the Company are hereby authorized to execute any and all consent agreements or documents on behalf of the company, and are authorized to take any and all additional actions, including the Consent to Receivership under Chapter 631, Part I, Florida Statutes, as deemed necessary or appropriate by the Office of Insurance Regulation and/or the Department, without further approval of the shareholders or directors.

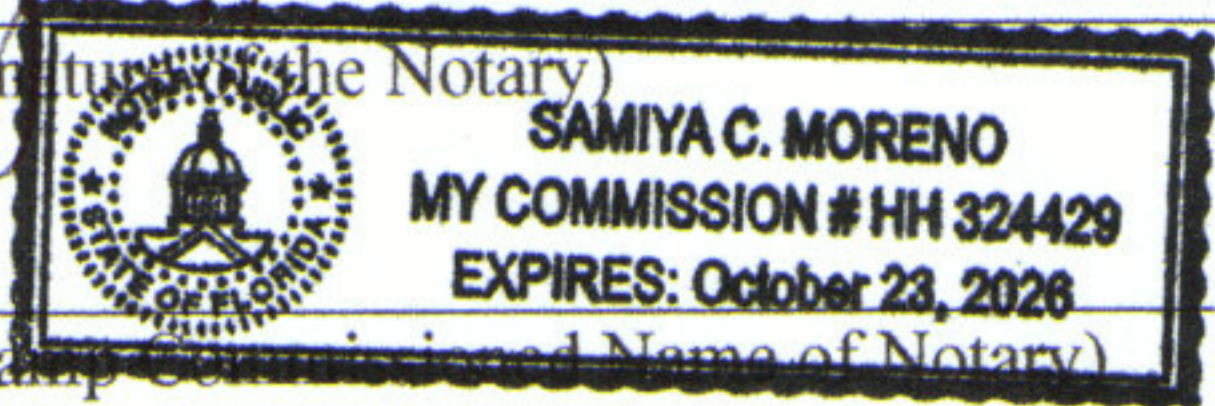
Directors of United Property & Casualty Insurance Company

By: *Patrick F. Maroney*  
Print Name: PATRICK F. MARONEY  
Title: DIRECTOR  
Date: 2-9-23

STATE OF FL  
COUNTY OF Leon

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this 9 day of February 2023, by Patrick Maroney (name of person) as \_\_\_\_\_ for \_\_\_\_\_ (type of authority; e.g., officer, trustee, attorney in fact) (company name)

*Samiya C. Moreno*  
(Signature of the Notary)



(Print, Type or Stamp Commissioned Name of Notary)

Personally Known \_\_\_\_\_ OR Produced Identification X  
Type of Identification Produced Drivers License  
My Commission Expires October 23, 2026

By: Kern M Davis

Print Name: Kern Davis

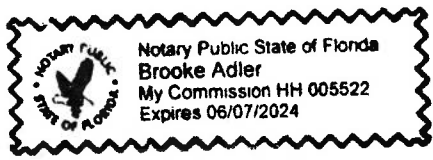
Title: Director

Date: Feb. 8, 2023

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence  
or  online notarization, this 8 day of Feb 2023, by Kern Davis

as Director for United Property & Casualty  
(type of authority; e.g., officer, trustee, attorney in fact) (company name) INS. CO.



Brooke Adler  
(Signature of the Notary)

\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires \_\_\_\_\_

By: [Signature]

Print Name: Kent Whittemore

Title: Director

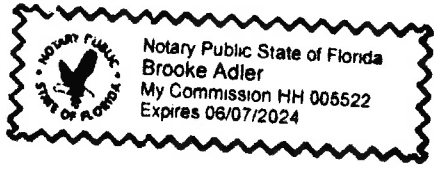
Date: February 8, 2023

STATE OF Florida  
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 8 day of Feb 2023, by Kent Whittemore

as Director for United Property & Casualty Ins. Co.  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)



[Signature]  
(Signature of the Notary)

\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires \_\_\_\_\_

By: Sherrell W. Hudson  
Print Name: SHERILL W. HUDSON  
Title: DIRECTOR  
Date: February 8, 2023

STATE OF Florida  
COUNTY OF Miami-Dade

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 8th day of February 2023,  
by Sherrell W. Hudson  
as Director for \_\_\_\_\_  
(name of person)

(type of authority; e.g., officer, trustee, attorney in fact) \_\_\_\_\_ (company name)

Mary C. Marion  
\_\_\_\_\_  
(Signature of the Notary)  
Mary C. Marion  
\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification

Type of Identification Produced

My Commission Expires July 17, 2026



**RESOLUTION OF THE BOARD OF DIRECTORS OF  
UNITED PROPERTY & CASUALTY INSURANCE COMPANY  
ATTACHMENT A**

The undersigned, being the majority of the Directors of United Property & Casualty Insurance Company, (hereinafter "the Company") hereby makes the following resolutions, at their sole discretion and after consultation with their attorneys of record, as follows:

RESOLVED that the majority of the current Directors on the Board of Directors consent to the entry of an Order of Liquidation of the Company.

FURTHER RESOLVED, that pursuant to Sections 631.051 and 631.061, the majority of the Directors consent to the immediate appointment of the Florida Department of Financial Services (hereinafter "the Department") as Receiver of the company, for the purposes of Liquidation, without further notice or hearing, and waive any and all rights to notice and hearing.

FURTHER RESOLVED, that the majority of Directors admit that the company is insolvent as defined by Section 631.011, Florida Statutes.

FURTHER RESOLVED, that the Majority of the Directors consent to waive any right to appeal any order entered by the receivership court appointing the Department as Receiver of the company, and that the order entered is a final order.

FURTHER RESOLVED, that the Majority of the Directors consent to the filing of any additional motions or pleadings regarding the company by the Department after its appointment as Receiver without the necessity for hearing.

FURTHER RESOLVED, that the Majority of the Directors consent to waive any right to appeal any order entered by the court and that such orders shall be final.

FURTHER RESOLVED, that the Chairman of the Board of Directors and the Officers of the Company are hereby authorized to execute any and all consent agreements or documents on behalf of the company, and are authorized to take any and all additional actions, including the Consent to Receivership under Chapter 631, Part I, Florida Statutes, as deemed necessary or appropriate by the Office of Insurance Regulation and/or the Department, without further approval of the shareholders or directors.

Directors of United Property & Casualty Insurance Company

By: [Signature]  
Print Name: William H Hood III  
Title: Board Member  
Date: 2/9/2023

STATE OF Florida  
COUNTY OF Pinellas

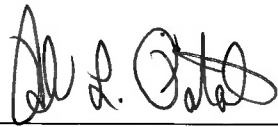
The foregoing instrument was acknowledged before me by means of  physical presence  
or  online notarization, this 9<sup>th</sup> day of February, 2023, by William H. Hood III  
as Director for UPCIC  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)



SABRINA ERNST  
Notary Public  
State of Florida  
Comm# HH167070  
Expires 8/19/2025

[Signature]  
(Signature of the Notary)  
Sabrina Ernst  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_  
My Commission Expires 8/19/2025

By: 

Print Name: Alec L Poitevint

Title: Director


Date: February 13, 2023

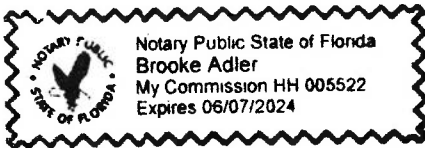
STATE OF FLORIDA

COUNTY OF PINELLAS \_\_\_\_\_

The foregoing instrument was acknowledged before me by means of  physical presence  
or  online notarization, this 13<sup>TH</sup> day of FEBRUARY 2023, by Alec L Poitevint

as DIRECTOR for United Property & Casualty Insurance Company.  
(type of authority; e.g., officer, trustee, attorney in fact) (company name)

  
(Signature of the Notary)



\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires \_\_\_\_\_



## Secretary's Certificate

The undersigned, Brooke Adler, hereby certifies that she is the duly elected and acting Secretary of United Property & Casualty Insurance Company, a Florida corporation (the "**Company**"), and that, as such, she is duly authorized to execute and deliver this Secretary's Certificate on behalf of the Company. She hereby further certifies on behalf of the Company that:

The following is a true, correct, and complete copy of resolutions of the board of directors of the Company (the "**Resolutions**") as unanimously adopted at a duly called meeting of the board of directors held on February 8, 2023. The Resolutions are the only resolutions adopted by the board of directors of the Company in relation to the subject matter thereof and were duly adopted in accordance with the provisions of the Certificate and By-Laws. The Resolutions have not been rescinded, amended or otherwise modified since the date of their adoption and are in full force and effect on the date hereof.

RESOLVED that the majority of the current Directors on the Board of Directors consent to the entry of an Order of Liquidation of the Company.

FURTHER RESOLVED, that pursuant to Sections 631.051 and 631.061, the majority of the Directors consent to the immediate appointment of the Florida Department of Financial Services (hereinafter "the Department") as Receiver of the company, for the purposes of Liquidation, without further notice or hearing, and waive any and all rights to notice and hearing.

FURTHER RESOLVED, that the majority of Directors admit that the company is insolvent as defined by Section 631.011, Florida Statutes.

FURTHER RESOLVED, that the Majority of the Directors consent to waive any right to appeal any order entered by the receivership court appointing the Department as Receiver of the company, and that the order entered is a final order.

FURTHER RESOLVED, that the Majority of the Directors consent to the filing of any additional motions or pleadings regarding the company by the Department after its appointment as Receiver without the necessity for hearing.

FURTHER RESOLVED, that the Majority of the Directors consent to waive any right to appeal any order entered by the court and that such orders shall be final.

FURTHER RESOLVED, that the Chairman of the Board of Directors and the Officers of the Company are hereby authorized to execute any and all consent agreements or documents on behalf of the company, and are authorized to take any and all additional actions, including the Consent to Receivership under Chapter 631, Part I, Florida Statutes, as deemed necessary or appropriate by the Office of Insurance Regulation and/or the Department, without further approval of the shareholders or directors.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate on behalf of the Company as of this 14 day of February, 2023.

United Property & Casualty Insurance Company

By: Brooke Adler  
CBD545A51BB29065B0A692E37164CE7C contractworks  
Brooke Adler, Secretary