

**IN THE MATTER OF THE FINANCIAL INSTITUTIONS ACT  
R.S.B.C. 1996, C. 141, AS AMENDED**

**-AND-**

**IN THE MATTER OF CENTENNIAL INSURANCE COMPANY A.V.V.S.A. dba  
CIC INSURANCE COMPANY A.V.V.**

**CONSENT ORDER**

This matter coming before me, the Superintendent of Financial Institutions this 19<sup>th</sup> day of May, 2005 and Dale Pope, Q.C. appearing on behalf of CENTENNIAL INSURANCE COMPANY A.V.V.S.A. dba CIC INSURANCE COMPANY A.V.V. ("CIC") and Sandra A. Wilkinson appearing on behalf of the Staff of the Superintendent of Financial Institutions, and the parties and Richard A. Whitney, Richard Bell, David W. King and Afif Najia (the "Principals of CIC") consenting,

I HEREBY ORDER:

1. That the Orders of November 24, 2004 and as amended on December 21, 2004 are confirmed to be still in force.
2. CIC, its successors and assigns, and the Principals of CIC undertake under Section 208 of the Financial Institutions Act that:
  - (a) They will not conduct insurance business in Canada other than the insurance business specifically provided for in this order.
  - (b) They will not write any business insuring risks located in Canada, directly, indirectly, or through an intermediary.
3. CIC, its successors and assigns, and the Principals of CIC under Section 208 of the Financial Institutions Act will notify the Superintendent of Financial Institutions within 48 hours of receiving notice of a claim regarding an established policy issued to a British Columbia resident or policy on risk located in British Columbia by faxing the notice to:

The Superintendent of Financial Institutions  
1200 – 13450 102 Avenue  
Surrey, BC V3T 5X3

Fax: 1.604.953.5301

4. All existing and future claims for refund of unearned premiums and existing and future claims on established policies issued to British Columbia residents or policies on risks located in British Columbia must be adjusted by an adjuster satisfactory to the Superintendent.

5. CIC and its successors and assigns undertake that it will not dispute or interfere with the adjusting by and adjusting decisions of the adjuster. CIC will accept and make claim payments and refund of unearned premiums according to adjuster decisions including making payments on claims as recommended by the adjuster using funds other than those frozen by the Superintendent.

6. (a) CIC appoints the Superintendent of British Columbia as of the date of this order to accept service of notice of process on its behalf.

(b) CIC and its successors and assigns undertake to appear in any action or proceeding against it or its insured(s) in B.C. in which such action has been instituted and of which it has been notified.

(c) Notification by the Superintendent to CIC may be delivered by:

Fax to:

CIC Insurance Company A.V.V.  
P.O. Box 6  
Brittany, Louisiana 70718

Fax: 1.225.612.4816

Or personal delivery to:

Richard A. Whitney  
12924 Joor Road  
Baton Rouge, Louisiana 70818

or

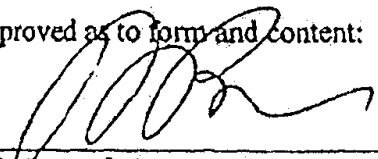
David William King  
70 Wyatts Green Lane  
Wyatts Green  
Brentwood  
Essex  
CM15 0PY

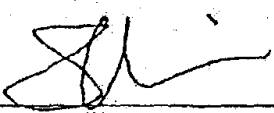
(d) CIC will notify the Superintendent of any change of address or fax number for CIC and the Principals of CIC.

- (e) That upon receipt from the Superintendent of such notice of process in respect of its insured or in respect of its insured and another or others, it will forthwith cause the notice or process to be personally served upon the insured.
  - (f) Not to set up any defence to any claim, action, or proceeding under an insurance contract entered into by it which might not be set up if the contract had been entered into in and in accordance with the laws relating to insurance contracts in B.C. in which such action or proceeding may be instituted, and to satisfy any final judgment rendered against it or its insured by a court of B.C., in the claim, action, or proceeding in respect of any land or class of coverage provided under the contract or plan and in respect of any land or class of coverage required by law to be provided under a plan or contract of insurance entered into in B.C. up to the amounts and limits for that kind or class of coverage or coverages provided in the contract or plan.
7. CIC undertakes that it will provide sole and binding authority in its agreement with the adjuster(s) as approved by the Superintendent of Financial Institutions under the terms of this Order.
  8. The funds frozen under the November 24, 2004 Order will continue to be frozen until the Superintendent of Financial Institutions is satisfied that there are no outstanding claims and no likelihood of future claims and no outstanding costs as per this order or, or as otherwise ordered by the Supreme Court of British Columbia.
  9. CIC and the CIC Principals will pay reasonable costs of the Superintendent of Financial Institutions to administer the terms of this order within 60 days of delivery of invoice from the Superintendent of Financial Institutions to CIC.
  10. CIC will pay reasonable costs of adjusters appointed under the terms of this order and costs as awarded by a court in Canada.
  11. (a) CIC and the CIC Principals will pay costs under Section 241.1 of the FIA with regard to this hearing and investigation within 90 days of issuance of a certificate of costs of the Superintendent of Financial Institutions.  
  
(b) If the parties cannot agree on costs within 15 days from the date of this order then the parties are free to bring the matter of costs before the Superintendent of Financial Institutions for assessment.


12. CIC is at liberty to apply to the Superintendent of Financial Institutions to vary the terms of this Order if it obtains a business authorization issued under the Financial Institutions Act.

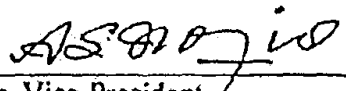
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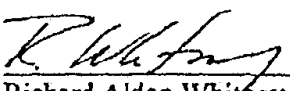
  
Dale Pope, Q.C.  
Davis & Company  
Counsel for Centennial Insurance Company A.V.V.S.A. dba  
CIC Insurance Company A.V.V.

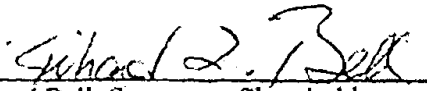
  
Sandra A. Wilkinson, Counsel for  
Staff of the Superintendent of Financial  
Institutions

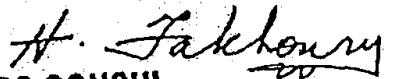
Agreed:

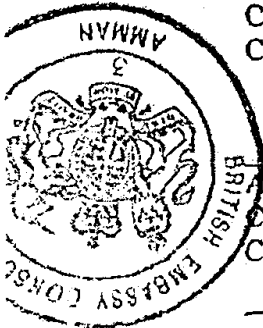
  
David William King, President, Shareholder  
Centennial Insurance Company A.V.V.S.A. dba  
CIC Insurance Company A.V.V.

  
Afif Najia, Vice-President  
Centennial Insurance Company A.V.V.S.A. dba  
CIC Insurance Company A.V.V.

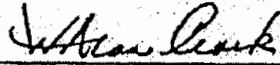
  
Richard Alden Whitney, Treasurer, Shareholder  
Centennial Insurance Company A.V.V.S.A. dba  
CIC Insurance Company A.V.V.

  
Richard Bell, Secretary, Shareholder  
Centennial Insurance Company A.V.V.S.A. dba  
CIC Insurance Company A.V.V.

  
BRITISH PRO-CONSUL  
Signed in the presence  
of: Hiyam Fakhoury  
Pro-Consul, British  
Signature Notarized by: EMBASSY,  
(certificate may be attached) Amman.



So Ordered this 19<sup>th</sup> day of May, 2005:



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W. Alan Clark  
Superintendent of Financial Institutions

**ADVISORY**

Please note that "Richard Bell" in regards to CIC Insurance Company A.V.V. and Centennial Insurance Company A.V.V. S.A. refers to "Richard Locke Bell".