

January 18, 2017

HAND DELIVERED

Rebecca Easland, Director
Bureau of Financial Analysis and Examinations
Office of Commissioner of Insurance
P O Box 7873
Madison, WI 53707-7873

Re: Statement Regarding the Acquisition of Control
of Blue Ridge Indemnity Company by
LOTS Intermediate Co.
Pursuant to Wis. Adm. Code §§ Ins 40.02 and 40.025

Dear Ms. Easland:

Enclosed with this letter pursuant to Wis. Adm. Code §§ Ins 40.02 and 40.025 is the Statement Regarding the Acquisition of Control of Blue Ridge Indemnity Company ("BRIC") by LOTS Intermediate Co. ("LOTS") requesting the approval of the Wisconsin Office of the Commissioner of Insurance (the "OCI"). Included with this filing are two copies of the Form A Statement with the required exhibits, and Form E, Pre-Acquisition Notification Statement of the Potential Competitive Impact of a Proposed Merger or Acquisition (included as an exhibit to the Form A Statement).

We are filing under separate cover the exhibits and information for which LOTS is seeking confidential treatment pursuant to Wis. Stat. §§ 134.90 and 601.465. LOTS is asserting confidentiality for the following information and exhibits as protected from disclosure under provisions of Wisconsin law as containing personally sensitive information or being of a confidential, proprietary and/or trade secret nature, the disclosure of which would cause material harm to the competitive position of LOTS and information that falls within the definition of "trade secret" of Wis. Stat. § 134.90:

1. Biographical Affidavits for the directors and principal officers of LOTS, Fortegra Financial Corporation, Caroline Holdings LLC, Tiptree Operating Company, LLC, Tiptree Financial Partners, L.P. and Tiptree Inc. and proposed directors and officers of BRIC.
2. Plan of Operations.

3. Statement of Investment Policy.
4. Financial Pro Forma.
5. Form E, Pre-Acquisition Notification Statement of the Potential Competitive Impact of a Proposed Merger or Acquisition.

The above exhibits and information should be maintained as confidential and not be made available for public inspection or copying. We request that the OCI provide written notification of any request for access to such exhibits and information and advance written notification of release of any exhibit or information due to a determination by the OCI that it should not be accorded confidential treatment. Any communications relating to such a request or determination should be directed to Craig S. Hart, Vice President, Regulatory Affairs, LOTS Intermediate Co., 10151 Deerwood Park Blvd., Building 100, Suite 330, Jacksonville, Florida 32256, telephone (800) 888-2738, Ext. 8701.

Thank you for your consideration of this Form A filing. Please contact me should you have any questions or require additional information.

Sincerely,

PARRETT & O'CONNELL, LLP



Noreen J. Parrett

Enclosures

cc: Craig S. Hart, LOTS Intermediate Co.
Jennifer Vernon, General Casualty Company of Wisconsin