

March 16, 2001

Mr. Guenther Ruch  
Office of Commissioner of Insurance  
121 East Wilson Street  
P.O. Box 7875  
Madison, WI 53707-7873

Dear Guenther:

As promised, I am enclosing three documents as described below:

1. A letter from Mr. Geoff Morgan of Michael, Best and Friedrich which addresses the issues raised at our meeting today regarding the Registration Rights Agreement;
2. A revised Loan Agreement and Promissory Note consistent with our discussions with Fred Nepple; and
3. A letter from Mr. Mark Sabin explaining the difference between the dates of purchase of UWSI stock as indicated in his letter of March 13, 2001, and of that referenced in Mike Heath's letter of March 14, 2001.

I trust these documents are responsive to your needs.

Very Truly Yours,

Stephen E. Bablitch  
Senior Vice President and General Counsel

Enclosures

SEB/ako/guenther ltr 3-16-01