

June 20, 2003

HAND DELIVERED

Mr. Steven Junior
Office of the Commissioner of Insurance
125 S. Webster St.
Madison, WI 53703

Re: Form A

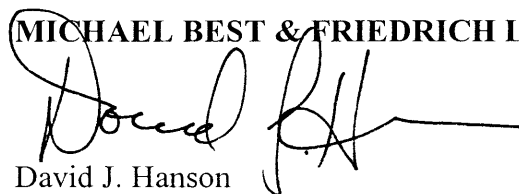
Dear Mr. Junior:

WellPoint Health Networks Inc. ("WellPoint") is seeking the prior approval of the Commissioner of Insurance for the State of Wisconsin for the acquisition of control of Cobalt Corporation, a Wisconsin insurance holding corporation, and its insurance subsidiaries. In connection with our request, enclosed please find a Form A, Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer, prepared by WellPoint. We are enclosing (i) one complete original set, (ii) three complete copies and (iii) two copies without exhibits of the Form A. Please note that we are requesting confidential treatment of Exhibit 4-C, Fairness Opinion Issues by UBS Warburg, LLC, and are providing such exhibit under separate cover.

We are requesting that the enclosed be reviewed on an expedited basis. Please feel free to give us a call if you have any questions.

Very truly yours,

MICHAEL BEST & FRIEDRICH LLP



David J. Hanson
Geoffrey R. Morgan
Jonathan L. Schuster

Enclosures

cc (w/enc.):

Lorna Granger, Esq.
Joseph C. Branch, Esq.
Thomas Geiser, Esq.