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March 21, 2005

Via Facsimile

Mr. Fred Nepple, Esq.
General Counsel
Office of the Commissioner of Insurance
125 S. Webster Street
Madison, Wisconsin 53702

Re: American Physicians Assurance Corporation

Dear Mr. Nepple:

This letter follows our phone calls on Friday. This will confirm that American Physicians Assurance Corporation does not intend to close a transaction to purchase shares of Physicians Insurance Company of Wisconsin, Inc. prior to the approval of the pending Form A. While I respectfully submit that the Commissioner does not have jurisdiction over transactions involving less than 10 % of the outstanding shares of a domestic company, I understand the positions that you expressed in our call. Accordingly, I am also confirming that if APA's intention on this issue should change at a future date, no such transaction would be closed without prior notice to, and consultation with, the Commissioner.

Sincerely,

DYKEMA GOSSETT PLLC


Lori McAllister

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cc: David Hanson

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