

OFFICE OF COMMISSIONER OF INSURANCE
STATE OF WISCONSIN

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In the Matter of the Acquisition of Control
of Physicians Insurance Company of Wisconsin, Inc.
by American Physicians Assurance Corporation

Case No. 04-C29283

AFFIDAVIT OF ALLEN D. KEMP, MD

STATE OF WISCONSIN)
) ss
DANE COUNTY)

Allen D. Kemp, MD, being first duly sworn on oath, deposes and states as follows:

1. I am an adult resident of the State of Wisconsin and I make this affidavit of my own personal knowledge being duly authorized to do so.

2. I am the CEO and Chairman of the Board of Dean Health Systems, Inc. ("Dean").

3. Dean is the record and beneficial owner of 2,011 shares of common stock of Physicians Insurance Corporation of Wisconsin ("PIC"), a stock insurance corporation organized under Chapter 611 of the Wisconsin Statutes.

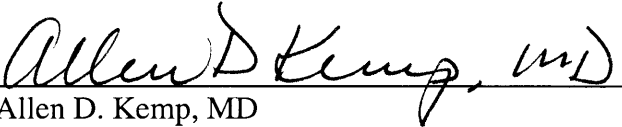
4. Dean is a party to that certain Stock Purchase Agreement dated as of September 17, 2004 (the "Stock Purchase Agreement"), by and among Dean and certain other shareholders of PIC, as sellers, and American Physicians Assurance Corporation, a Michigan stock insurance corporation ("APAC"), as purchaser.

5. Pursuant to the Stock Purchase Agreement, Dean has agreed to sell its 2,011 shares of PIC common stock to APAC (the "Transaction"), subject to approval of the Transaction by the Wisconsin Commissioner of Insurance (the "Commissioner") pursuant to Section 611.72(2) of the Wisconsin Statutes.

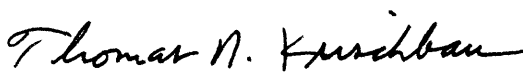
6. Upon information and belief, APAC has filed a Form A Statement Regarding the Acquisition of Control of or Merger With a Domestic Insurer ("Form A") with the Commissioner's office and the Commissioner will hold a hearing with respect to such approval as required by Section 611.72(3) of the Wisconsin Statutes.

7. Dean has a substantial interest that may be affected by the Commissioner's decision following the hearing because, if the Commissioner determines to withhold approval of the Transaction, Dean will be prevented from selling its shares of PIC common stock to APAC pursuant to the Stock Purchase Agreement and will effectively be prevented from disposing of any or all of its shares of PIC common stock in this transaction, all to its substantial economic detriment.

Dated at Madison, Wisconsin this 2nd day of November, 2004.


Allen D. Kemp, MD
CEO and Chairman of the Board

Subscribed and sworn to before me this 2nd day of November, 2004


Notary Public, State of Wisconsin
My commission: is permanent