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April 24, 2006

#499 - Received: OCI 4/25/06
Orig to Tim -
cc to Roger, Randy, Fred, Steve J,
Comm, & administrative file

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BY HAND DELIVERY

Jorge Gomez, Commissioner of Insurance
Office of the Commissioner of Insurance
125 S. Webster Street
Madison, WI 53702

**RE: In the Matter of the Acquisition of Control of Physicians Insurance
Company of Wisconsin, Inc. by ProAssurance Corporation, OCI
Case No. 06-C29893**

Dear Commissioner Gomez:

We understand that the only pending request for admission as a party in this proceeding, now that David Moss, M.D. has withdrawn his Request for Admission as a Party, is that of Physicians Insurance Company of Wisconsin, Inc. ("PIC Wisconsin"), and that request is not opposed by anyone, including the only party to the proceeding, ProAssurance Corporation ("ProAssurance").

Given this situation, we suggest that there is no need for the briefing schedule on requests for admission established in your Scheduling Order of April 7. Moreover, PIC Wisconsin is aware of no matters as set forth in Wis. Admin. Code § Ins 5.33 that would necessitate a prehearing conference. Therefore, PIC Wisconsin requests that you cancel both the briefing schedule and the May 12 prehearing conference.

PIC Wisconsin appreciates the diligence you and your staff have shown in reviewing the ProAssurance Form A. We are concerned, however, about any unnecessary delay in closing this transaction. PIC Wisconsin and ProAssurance signed the Agreement and Plan of Merger on December 8, 2005 and ProAssurance filed the Form A on December 21. PIC Wisconsin intends to provide its shareholders with at least 35 days' notice of the meeting to approve the merger, and that notice cannot be sent until 10 days after the proxy materials are filed with your Office. Therefore, even if you approved the merger by the end of this month, it would be more than six months between the signing of the agreement and its closing. As the period of time between announcement and closing lengthens, the uncertainty surrounding the merger becomes

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increasingly difficult for PIC Wisconsin policyholders, employees, management, and shareholders. As you undoubtedly know, time is the enemy of transactions like these. Any number of events can jeopardize the merger – from market changes, to obsolescence of the SEC registration statement, to unforeseen litigation. Therefore, PIC Wisconsin requests that you schedule a hearing in this matter at your earliest convenience. To that end, I have enclosed for filing PIC Wisconsin's Waiver of Minimum Hearing Notice. Thank you for your consideration.

Very truly yours,

QUARLES & BRADY LLP



William J. Toman

WJT:bxh
Enclosure
740266.00016

cc (w/enc.): Fred Nepple
Tim Vande Hey
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