



**BlueCross & BlueShield
United of Wisconsin**

bluecrosswisconsin.com

Lorna J. Granger
Senior Vice President and General Counsel

Corporate Headquarters
401 West Michigan Street
P.O. Box 2025
Milwaukee, WI 53201-2025
+14-226-6788 – Phone
+14-226-2696 – Fax

NOV 11 2004 11:06 AM

November 11, 2004

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

**VIA FACSIMILE
AND U.S. MAIL**

Re: November 10 Correspondence from Attorney Seligman

Dear Commissioner Gomez:

I was copied on Attorney Richard Seligman's letter to you, dated November 10, related to University Health Care's ("UHC") acquisition of Unity Health Plans Insurance Corporation ("Unity").

Although there are numerous statements in the letter with which I might disagree, I write only to advise that the proposed transaction whereby UHC will acquire Unity is the subject of interlocking contracts among several private parties, including UHC and Blue Cross Blue Shield of Wisconsin.

In seeking your "concurrence" with its makeshift interim joint venture concept, UHC has proposed an approach neither addressed nor anticipated by the binding contracts among the private parties referenced above. Not only that, the concept with which they seek your concurrence was never discussed with us before being presented to you.

We are certainly aware that the proposed acquisition of Unity by UHC is the subject of a Form A that is presently before you. UHC's solicitation of your involvement in this transaction beyond the merits of the Form A disregards the fact that entities in addition to UHC are parties to contracts that you should not be requested to interpret or enhance for UHC's benefit.

Respectfully,

Lorna J. Granger

LJG/jrn

cc: Richard Seligman, Esq.
James Roberts, Esq.
Claudia Sanders, Esq.

An independent licensee of the Blue Cross & Blue Shield Association

Eau Claire • Evansville • Fond du Lac • Milwaukee • Stevens Point