

## Mancusi-Ungaro, Michael - OCI

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**From:** Toman, William J. <William.Toman@quarles.com>  
**Sent:** Wednesday, June 27, 2018 4:24 PM  
**To:** Mancusi-Ungaro, Michael - OCI  
**Cc:** Vaughn Vance (vvance@weatrust.com); Kevin G. Fitzgerald (kfitzgerald@foley.com)  
**Subject:** RE: WEA Insurance Corporation Form A for HTHP [QBLLP-ACTIVE.FID39484212]  
**Attachments:** Date Stamped - 2018.06.27 Letter to Michael Mancusi\_OCI Form A Change No....pdf;  
HTHP Articles Amendment - December 1998.pdf

Mike:

Attached is a copy of the amendment to the Stock Purchase Agreement we discussed, which corrects the description of HTHP's capital structure. We delivered this to you this afternoon.

For your reference, I have also attached a copy of the amendment to HTHP's articles that gave rise to this structure. Apparently, HTHP did not find this amendment in OCI's files (even though it is marked filed).

Regards,

Bill

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**From:** Toman, William J. [<mailto:William.Toman@quarles.com>]  
**Sent:** Monday, June 25, 2018 4:42 PM  
**To:** Mancusi-Ungaro, Michael - OCI  
**Cc:** Hinkel, Richard - OCI; Vaughn Vance ([vvance@weatrust.com](mailto:vvance@weatrust.com)); Kevin G. Fitzgerald ([kfitzgerald@foley.com](mailto:kfitzgerald@foley.com))  
**Subject:** WEA Insurance Corporation Form A for HTHP [QBLLP-ACTIVE.FID39484212]

Mike:

For your convenience, I have attached an electronic copy of the Form A we filed with you earlier this afternoon. As noted, we will provide the manually signed original of the Form A and Appendix 5 (new HTHP bylaws) in short order.

Also for your convenience, I have attached Word copies of the Stock Purchase Agreement and proposed HTHP business plan.

Please let us know if you have any questions or would like to discuss the filing. We look forward to working with you again, and we'll do our best to finish this up before head season starts.

Regards,

Bill



William Toman / Partner

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