BEFORE THE INSURANCE COMMISSIONER OF THE STATE OF OKLAHOMA

FILED
FEB 19 2008
INSURANCE COMMISSIONER
OKLAHOMA

STATE OF OKLAHOMA, ex rel.	)	
KIM HOLLAND, Insurance Commissioner,	)	
	)	
Petitioner	)	
	)	
vs.	)	**Case No. 08-0118-UNI**
	)	
HEALTHSHARE AMERICA, LLC,	)	
HEALTHSHARE MARKETING, LLC,	)	
W.I.N. ASSOCIATION,	)	
CHAMBERHEALTH USA,	)	
DAN JOHNSON,	)	
ROY STINNETT,	)	
MICHAEL BIANCHI, and	)	
EDWIN D. WELLS,	)	
	)	
Respondents.	)	

EMERGENCY CEASE AND DESIST ORDER

On this 11th day of February, 2008, the Oklahoma Insurance Department, through Assistant General Counsel John Mahoney, presented to the undersigned Insurance Commissioner Kim Holland an Application for an Emergency Cease and Desist Order.

The Commissioner, having examined the Application, finds the Insurance Department has jurisdiction over this matter pursuant to the Oklahoma Constitution Article VI § 22; the Oklahoma Insurance Code, 36 O.S. §§ 101 et seq., specifically pursuant to: Article 6 Authorization of Insurers, 36 O.S. §§ 601, et seq.; the Oklahoma Producer Licensing Act, 36 O.S. §§ 1435.1, et seq.; the Unauthorized Insurance Business Act, 36 O.S. §§ 6103.1, et seq.; and the Health Care Fraud Prevention Act, 36 O.S. § 1219.4.

The Commissioner further finds that the factual allegations against Respondents HealthShare America, LLC, HealthShare Marketing, LLC, W.I.N. Association, ChamberHealth

USA, Dan Johnson, Roy Stinnett, Michael Bianchi, and Edwin D. Wells, hereinafter collectively referred to as "Respondents," are supported by clear and convincing evidence and therefore FINDS AND ORDERS AS FOLLOWS:

1. Respondents have acted as an insurance company without having a Certificate of Authority and without complying with specific requirements for authorized insurers, in violation of 36 O.S. § 606 and Article 6 of the Insurance Code, generally.

2. Respondents have failed to file the reports and maintain deposits required by Articles 6, 6A, and 14B of the Insurance Code.

3. Respondents have demonstrated untrustworthiness and financial irresponsibility in the conduct of business, in violation of 36 O.S. §§ 1201, et seq. and 1435.13.

4. Respondents have engaged in a course of conduct designed to circumvent and avoid regulatory oversight by the Commissioner, in violation of 36 O.S. § 6103.1.

5. Respondents' actions fall within the definition of "doing an insurance business in this state." The above cited conduct is in violation of 36 O.S. §§ 6103.2 and 6103.3.

6. Respondents have violated the Health Care Fraud Prevention Act, 36 O.S. § 1219.4.

7. The alleged conduct is fraudulent or hazardous or creates an immediate danger to the public safety or is causing or can be reasonably expected to cause significant, imminent and irreparable public injury.

IT IS THEREFORE ORDERED that Respondents and their agents, affiliates, employees, and/or other representatives, both current and successor, whether named or unnamed herein, shall **CEASE AND DESIST** from all activities related to doing insurance business in this state, including:

1. The making of or proposing to make, as an insurer, an insurance contract;

2. The making of or proposing to make, as guarantor or surety, any contract of guaranty or suretyship as a vocation and not merely incidental to any other legitimate business or activity of the guarantor or surety;

3. The taking or receiving of any application for insurance;

4. Maintaining any agency or office where any acts in furtherance of an insurance business are transacted, including but not limited to:

a. the execution of contracts of insurance with citizens of this or any other state,

b. maintaining files or records of contracts of insurance,

c. the processing of claims, or

d. the receiving or collection of any premiums, commissions, membership fees, assessments, dues or other consideration for any insurance or any part thereof;

5. The issuance or delivery of contracts of insurance to residents of this state or to persons authorized to do business in this state;

6. Directly or indirectly acting as an agent for, or otherwise representing or aiding on behalf of another, any person or insurer in:

a. the solicitation, negotiation, procurement or effectuation of insurance or renewals thereof,

b. the dissemination of information as to coverage or rates, or forwarding of applications, or delivery of policies or contracts,

c. inspection of risks,

d. fixing of rates or investigation or adjustment of claims or losses,

e. the transaction of matters subsequent to effectuation of the contract and arising out of it, or

f. in any other manner representing or assisting a person or insurer in the transaction of insurance with respect to subjects of insurance resident, located or to be performed in this state;

7. Contracting to provide indemnification or expense reimbursement in this state to persons domiciled in this state or for risks located in this state, whether as an insurer, agent, administrator, trust, funding mechanism, or by any other method;

8. The doing of any kind of insurance business specifically recognized as constituting the doing of an insurance business within the meaning of the statutes relating to insurance;

9. The doing or proposing to do any insurance business in substance equivalent to any of the foregoing in a manner designed to evade the provisions of the statutes; or

10. Any other transactions of business in this state by an insurer or Discount Medical Plan Organization provider or marketer.

IT IS FURTHER ORDERED that notwithstanding any of the above orders to the contrary Respondents shall pay all valid claims that arise pursuant to coverage purportedly provided under contracts provided herein.

IT IS FURTHER ORDERED that this Order is effective immediately and shall continue in force and effect until further order of the Insurance Commissioner. This Order is binding on all Respondents, their agents, affiliates, employees and/or other representatives, both current and successor, whether named or unnamed herein.

Pursuant to 36 O.S. § 6103.6(B), any person affected by this Order and who seeks to contest it, has the right to request a hearing before the Commissioner, or her duly appointed representative, to show cause why this Order should not be affirmed. The person affected must make the request not later than the 30th day after the date on which the person receives this Order. The request must be in writing directed to the Commissioner and must state the grounds for the request to set aside or modify the Order. Pending hearing this Order shall continue in full force and effect. Any such hearing shall be conducted according to the procedures for contested cases under the Insurance Code and 75 O.S. §§ 250-323.

IN THE EVENT THIS ORDER IS VIOLATED, THE COMMISSIONER MAY IMPOSE A CIVIL PENALTY OF $25,000.00 FOR EACH ACT OF VIOLATION, OR DIRECT THE RESPONDENT AGAINST WHOM THE ORDER IS ISSUED TO MAKE COMPLETE RESTITUTION, IN THE FORM AND AMOUNT AND WITHIN THE PERIOD DETERMINED BY THE COMMISSIONER, TO ALL OKLAHOMA RESIDENTS, OKLAHOMA INSURERS, AND ENTITIES OPERATING IN OKLAHOMA DAMAGED BY THE VIOLATION OR FAILURE TO COMPLY, OR IMPOSE BOTH THE PENALTY AND DIRECT RESTITUTION.

KIM HOLLAND
INSURANCE COMMISSIONER
STATE OF OKLAHOMA

CERTIFICATE OF MAILING

I, John Mahoney, hereby certify that a true and correct copy of the above and foregoing Emergency Cease and Desist Order was mailed certified mail with postage prepaid and return receipt requested on this 19th day of February, 2008, to:

HealthShare America, LLC
3130-C Strawberry Rd.
Pasadena, Texas 77504

Certified No. 7001 0320 0004 4505 0577

HealthShare Marketing, LLC
601 Heritage Drive, Unit 121
Jupiter, Florida 33458

Certified No. 7001 0320 0004 4505 0584

W.I.N. Association
4535 W. Sahara Ave., Suite 200
Las Vegas, Nevada 89102

Certified No. 7001 0320 0004 4505 0591

ChamberHealth USA
3130-C Strawberry Rd.
Pasadena, Texas 77504

Certified No. 7001 0320 0004 4505 0607

Dan Johnson
3130-C Strawberry Road
Pasadena, Texas 77504

Certified No. 7001 0320 0004 4505 0614

Roy Stinnett
3130-C Strawberry Rd.
Pasadena, Texas 77504

Certified No. 7001 0320 0004 4505 0621

Michael Bianchi
3130-C Strawberry Rd.
Pasadena, Texas 77504

Certified No. 7001 0320 0004 4505 0638

Edwin D. Wells
6248 Robinson Street
Jupiter, Florida 33458

Certified No. 7001 0320 0004 4505 0645

and a copy was hand-delivered to:

Financial Division
Agents Licensing Division

John Mahoney