

BEFORE THE DIVISION OF INSURANCE  
DEPARTMENT OF LABOR AND REGULATION  
STATE OF SOUTH DAKOTA

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IN THE MATTER OF MIDLAND	)	CONSENT ORDER
NATIONAL LIFE INSURANCE COMPANY	)	

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In resolution of the above matter and in lieu of issuance of a Notice of Hearing and a formal hearing, the undersigned parties do hereby agree to the following:

MIDLAND NATIONAL LIFE INSURANCE COMPANY ("MIDLAND"), whose address of record is 4350 Westown Parkway, West Des Moines, IA 50266 is an insurance company holding a certificate of authority to transact business in the State of South Dakota;

MIDLAND is aware that the South Dakota Division of Insurance ("Division") has conducted an investigation of its insurance-related activities in South Dakota;

The Division has alleged the following:

- 1) MIDLAND self-reported that it failed to properly appoint agents prior to the acceptance of many policies in violation of SDCL § 58-30-176;
- 2) Pursuant to SDCL §§ 58-6-46 and 58-30-176, the Division may revoke or suspend MIDLAND's certificate of authority for the above-cited violations;

MIDLAND is aware of and understands the nature of the charges and has been informed that it has the right to notice, hearing, and appeal, and that by agreeing to and signing this Consent Order waives these rights;

In return for MIDLAND agreeing to the provisions of this Consent Order, the Division agrees not to proceed to hearing and agrees that this Consent Order will constitute an informal disposition of this licensing matter pursuant to SDCL § 1-26-20;

MIDLAND agrees to a monetary penalty in the amount of \$15,000 pursuant to SDCL § 58-4-28.1, in lieu of contesting this matter formally;

MIDLAND further agrees to conduct itself in accordance with the insurance laws and regulations of the State of South Dakota;

MIDLAND further agrees that this Consent Order may be considered for the purpose of determining the appropriate sanction in any future actions with the Division for any violations of the laws or regulations of the State of South Dakota or for failing to abide by any order of the Director;

Wherefore, good cause appearing from the foregoing, it is hereby ORDERED that MIDLAND pay a monetary penalty in the amount of \$15,000 payable to "South Dakota Division of Insurance" for deposit in the general fund of the State of South Dakota; and it is further

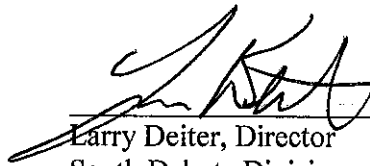
ORDERED that MIDLAND abide by the agreements made by it in this Consent Order; and it is further

ORDERED that should MIDLAND fail to comply with the provisions of this Order, the Division may seek the suspension or revocation of MIDLAND's Certificate of Authority at hearing pursuant to SDCL § 58-6-46, or seek other remedies available at law; and it is further

ORDERED that the use of this Consent Order for competitive purposes by an insurance agent or third-party administrator holding a license in the State of South Dakota, or by any company holding a Certificate of Authority, or by anyone on their behalf, may be deemed unfair competition and be grounds for suspension or revocation of said license or authority; and it is further

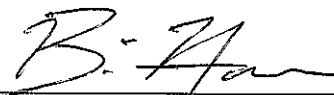
ORDERED that the provisions of this Consent Order shall be effective from the date the Director signs this Order.

Dated at Pierre, South Dakota this 13<sup>th</sup> day of February, 2015.

  
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Larry Deiter, Director  
South Dakota Division of Insurance

The undersigned, on behalf of MIDLAND, represents it understands the terms of this Consent Order and the waiver of its due process rights and voluntarily enters into this Consent Order.

Dated this 12<sup>th</sup> day of February, 2015.

  
\_\_\_\_\_  
Signature of Authorized Representative  
Brian Hansen  
\_\_\_\_\_  
Printed Name  
VP, Chief Compliance Officer  
\_\_\_\_\_  
Title