BEFORE THE DEPARTMENT OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE

IN THE MATTER OF:	)	
	)	**No.: 11-064**
CONTINENTAL LIFE INSURANCE COMPANY	)	
OF BRENTWOOD, TENNESSEE	)	

ORDER ADOPTING EXAMINATION REPORT

Pursuant to Tenn. Code Ann. §§ 56-1-401, *et seq.*, the Insurance Division of the State of Tennessee Department of Commerce and Insurance ("Division") has examined certain affairs of the Continental Life Insurance Company of Brentwood, Tennessee ("Company"), an insurance company domiciled in the State of Tennessee. As a result of an examination conducted as of the 31st day of December, 2009, the examiner-in-charge filed with the Division, on the 3rd day of June, 2011, a verified, written report on the examination, and a copy of that report has been sent to the Company. (The Report on Examination of the Company is attached hereto and marked as Exhibit A). The Company waived any right to rebuttal with respect to the Report on Examination of the Continental Life Insurance Company of Brentwood, Tennessee filed with the Division, on the 3rd day of June, 2011. (The letter waiving rebuttal is attached hereto and marked as Exhibit B.)

Pursuant to Tenn. Code Ann. § 56-1-411, said examination report regarding the affairs of the Continental Life Insurance Company of Brentwood, Tennessee, filed with the Insurance Division of the State of Tennessee Department of Commerce and Insurance on the 3rd day of June, 2011, is hereby **ADOPTED** as filed.

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Company Examinations

The adoption of this examination report shall not preclude the Department from imposing sanctions against the Continental Life Insurance Company of Brentwood, Tennessee for potential violations of the Tennessee Insurance Law which may be revealed in the examination report, it being the intent of this Order Adopting Examination Report merely to adopt the examination report filed by the examiner-in-charge.

It is so **ORDERED**.

ENTERED this the 24th day of June, 2011.

Julie Mix McPeak, Commissioner
Department of Commerce and Insurance
State of Tennessee

PREPARED FOR ENTRY:

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing Order Adopting Examination Report as Filed has been messenger mailed to Larry C. Knight, Jr., Assistant Commissioner for Insurance, Department of Commerce and Insurance, and mailed, first class, postage prepaid, to the Continental Life Insurance Company of Brentwood, Tennessee, 101 Continental Place, Brentwood, Tennessee 37027, on this the 27th day of June, 2011.

Tony Greer
Certifying Attorney