

**STEVENS & LEE**  
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February 10, 2016

**FEDEX DELIVERY TO:**

North Dakota Insurance Department  
600 E. Boulevard Ave.  
Bismarck, ND 58505-0320  
Attention: Sara R. Behrens, Attorney

**ELECTRONIC DELIVERY TO: sbehrens@nd.gov**

Re: Nodak Mutual Insurance Company  
Application for Approval of a Plan of Mutual Property and Casualty Insurance  
Company Conversion and Minority Offering

Dear Ms. Behrens:

We are special counsel to Nodak Mutual Insurance Company (“Nodak”). On behalf of Nodak, we are hereby filing an Application for Approval of a Plan of Mutual Property and Casualty Insurance Company Conversion and Minority Offering (“Application”). We are enclosing two copies of the Application with the physical delivery of this filing and a single copy of the Application with the electronic delivery of this filing. Each has been signed by an officer of Nodak.

Nodak will separately transmit their check for the application fee.

This Application relates to a plan to convert Nodak from mutual to stock form, and to simultaneously adopt a mutual holding company structure, all as set forth in a Plan of Mutual Property and Casualty Insurance Company Conversion and Minority Offering, adopted unanimously by the Nodak Board of Directors on January 21, 2016 (the “Plan”).

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Based upon the information contained in the filing, Nodak respectfully requests that the Department approve the Application and the Plan. Questions about this filing may be directed to the undersigned at the phone number and email address listed in our letterhead.

Thank you for your consideration.

Sincerely,

STEVENS & LEE

A handwritten signature in black ink that reads "Scott H. Spencer". The signature is written in a cursive style with a large, prominent "S" at the beginning.

Scott H. Spencer

cc (all via email): Michael J. Alexander, Executive Vice President and Chief Executive Officer  
Brian R. Doom, Secretary/Treasurer and Chief Financial Officer  
Sarah Andrews Herman, Esq., Dorsey & Whitney