

Morgan-White Administrators International, Inc.

Memo

To: Raul Pozo, President, International Division, Morgan-White Administrators International, Inc.
From: David R. White, RHU, Chairman, AmFirst Insurance Company
Date: 11/01/2005
Re: Assumption of AmFirst Insurance Company of Oklahoma's International Medical Business by AmFirst Insurance Company, Ltd.

Raul, as you are aware, we have been trying to more closely align our domestic medical business of AmFirst Insurance Company to Morgan-White Administrators, Inc. our domestic third party administrator. In order to make a clear distinction between our domestic and international medical businesses, we have formed AmFirst Insurance Company, Ltd. All of the international medical policies of AmFirst, Ltd. will be administered by Morgan-White Administrators International, Inc. This change will give us a clear distinction between the domestic and international medical business of Morgan-White. There are several other advantages that forming this new company will provide to the insureds of AmFirst, Ltd. Not only will be clients be able to renew their policies online, they will also be able to keep their policies purchased outside of the United States if they later move to the United States permanently. This was not possible with AmFirst of Oklahoma.

AmFirst Insurance Company, Ltd. has agreed to assume all of AmFirst Insurance Company of Oklahoma's International major medical business as of December 31, 2005. This transaction has been approved by the Oklahoma Insurance Department and the Bermuda Monetary Authority. I am pleased to report that AmFirst of Oklahoma reinsurers have agreed to support AmFirst, Ltd. going forward for this block of business. When the business is assumed on December 31st, all AmFirst Insurance Company, Ltd. policyholders will enjoy the same benefits and prices that they presently enjoy with AmFirst of Oklahoma. .

As policies are renewed in 2006, new policies will be issued by AmFirst Insurance Company, Ltd. The former AmFirst of Oklahoma policyholders will be given the opportunity to keep their policy coverage with a policy backed by AmFirst Insurance Company of Oklahoma's present reinsurers (Certain Underwriter's at Lloyd's, London) which is rated "A" Excellent by A.M. Best).

In order to assure our brokers and insureds that Morgan-White is committed to the international medical business now and in the future, we are happy to announce that for new business written in 2006, the Hemisphere Health Plan and the New American Plan will be underwritten by Universal Fidelity Life Insurance Company of Duncan, Oklahoma. Universal Fidelity Life which has been in business for 75 years has been awarded a Secure Rating of "B+" Very Good by the A. M. Best Rating Agency.

The Silver Plan, Medic-Care Individual and Group Plus, and the Executive Disability Plan will be underwritten by AmFirst Insurance Company, Ltd.

The Assumption Certificate and this memo will be posted on the Morgan-White and AmFirst Insurance Company websites, www.morganwhite.com and www.amfirstinsco.com.