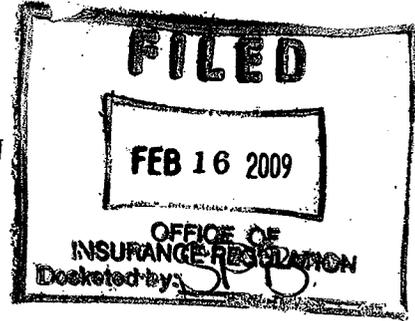




OFFICE OF INSURANCE REGULATION

KEVIN M. McCARTY
COMMISSIONER



IN THE MATTER OF:

AFFINION BENEFITS GROUP, INCORPORATED
2006 Market Conduct Examination

CASE NO.: 93823-08

CONSENT ORDER

THIS CAUSE came on for consideration upon the agreement between AFFINION BENEFITS GROUP, ^{LLC} ~~INCORPORATED~~ (hereinafter referred to as "AFFINION") and the OFFICE OF INSURANCE REGULATION (hereinafter referred to as the "OFFICE"). Following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter of, and parties to, this proceeding.
2. AFFINION is a foreign discount medical plan organization authorized to transact discount medical plan business in Florida and is subject to the jurisdiction and regulation of the OFFICE pursuant to Chapter 636, Part II, Florida Statutes.
3. The OFFICE conducted a market conduct examination of AFFINION in 2006 pursuant to Section 636.206, Florida Statutes. As a result of such examination, the OFFICE has determined that AFFINION has violated the following provisions of the Florida Insurance Code and the Florida Administrative Code:
 - a. Section 636.214(3)(a), Florida Statutes – Failure of the agreement between the discount medical plan organization and one provider network to require the

agreements between the provider network and providers to contain a list of the services and products to be provided at a discount; the amount or amounts of discounts, or alternatively, a fee schedule which reflects the provider's discounted rates; and that the provider will not charge members more than the discounted rates.

- b. Section 636.216(3), Florida Statutes – Use of forms that have not been filed and approved by the Office.
- c. Section 636.204(1), Florida Statutes – Conducting business as a discount medical plan organization prior to licensure.
- d. Rules 69O-203.204 and 69O-203.205, Florida Administrative Code – Failure to make a complete filing of the bundled product with the Office.
- e. Section 636.208(2), Florida Statutes – Failure to make a full refund for memberships cancelled within the first 30 days after the effective date of enrollment.
- f. Section 636.212(1) – (5), Florida Statutes – Failure of advertisements and marketing materials to contain the required disclosures.

4. AFFINION expressly waives a hearing in this matter, the making of Findings of Fact and Conclusions of Law by the OFFICE, and all further and other proceedings herein to which the parties may be entitled by law or rules of the OFFICE. AFFINION hereby knowingly and voluntarily waives all rights to challenge or to contest this Order, in any forum now or in the future available to it, including the right to any administrative proceeding, circuit or federal court action, or any appeal.

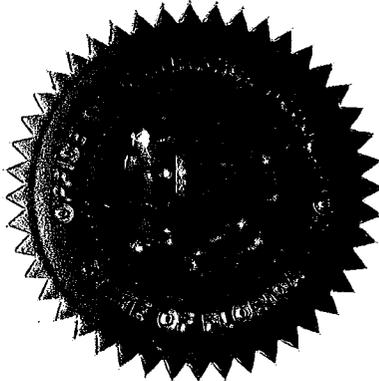
5. AFFINION agrees that upon the execution of this Consent Order, it shall be subject to the following terms and conditions:

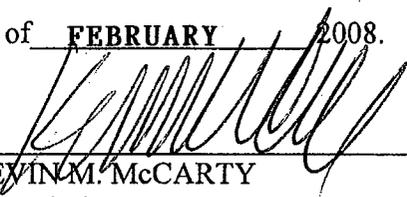
- a. AFFINION shall pay an administrative penalty of Five Thousand Dollars (\$5,000) and administrative costs of Three Thousand Dollars (\$3,000) on or before the thirtieth (30th) day after this Consent Order is executed.
 - b. AFFINION shall, within thirty (30) days of the execution of this Consent Order, provide to the OFFICE a certification signed by an officer of the Company that the corrective actions outlined in the examination report have been completed. The certification shall include a detailed list of all fees returned, itemized by member name, member number, and the amount refunded.
6. AFFINION is hereby placed on notice of the requirements of the above referenced sections of law and rules, and agrees that any future violations of these sections and rules by AFFINION may be deemed willful, subjecting AFFINION to appropriate penalties.
7. AFFINION agrees that the failure to adhere to one or more of the above terms and conditions of this Consent Order shall constitute a violation of a lawful order of the OFFICE, and shall subject AFFINION to such administrative action as the OFFICE may deem appropriate.
8. Except as noted above, each party to this action shall bear its own costs and attorney's fees.

THEREFORE, the agreement between AFFINION and the OFFICE, the terms and conditions of which are set forth above, is APPROVED.

FURTHER, all terms and conditions above are hereby ORDERED.

DONE AND ORDERED this 16TH day of FEBRUARY 2008.





KEVIN M. McCARTY
Commissioner
Office of Insurance Regulation

LLC

By execution hereof, AFFINION BENEFITS GROUP, INCORPORATED. consents to entry of this Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that he or she has the authority to bind AFFINION BENEFITS GROUP, INCORPORATED to the terms and conditions of this Consent Order.

AFFINION BENEFITS GROUP, INCORPORATED

Corporate Seal

By: [Signature]

Title: Executive Vice President

Date: 1/30/09

STATE OF Connecticut
COUNTY OF Fairfield

The foregoing instrument was acknowledged before me this 30th day of January, 2009,
by Thomas Kusin as Executive Vice President for
Affinion Benefits Group, Inc.
(Name of person) (Type of authority.... e.g. officer, trustee, attorney in fact)
(Company name)

Personally Known or Produced Identification _____

Type of Identification Produced _____

Notarial Seal

[Signature]
(Signature of the Notary)
Louis H. Collins, Notary Public
State of Connecticut
My Commission Expires 4/31/2012
(Print, Type or Stamp Commissioned Name of Notary)

My Commission Expires:

COPIES FURNISHED TO:

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