

Nicholas P. Perugini
Financial Analysis Manager
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CIGNA HealthCare

April 28, 2008

Mr. Alex Bourne, Examiner in Charge
Dept. of Professional and Financial Regulation
Bureau of Insurance, State of Maine
34 State House Station
Augusta, ME 04333-0034

Routing C8FIN
900 Cottage Grove Road
Hartford, CT 06152
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Re: CIGNA HealthCare of Maine, Inc. (NAIC #95447)
Prior Notice of a Transaction (Form D) in connection with an Extraordinary Dividend

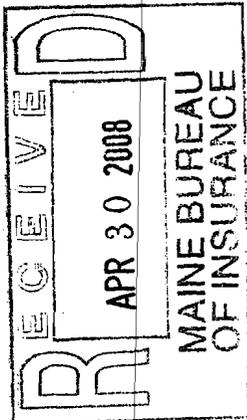
Dear Mr. Bourne:

The Board of Directors of CIGNA HealthCare of Maine, Inc. ("CHC/ME") intends to declare a \$4,500,000 distribution on June 4, 2008, and intends to pay the cash dividend from unassigned funds (surplus) on or about June 16, 2008. Accordingly, enclosed please find a Prior Notice of a Transaction (Form D) in connection with a proposed extraordinary dividend, which is submitted for your review and approval.

As CHC/ME's surplus as regards policyholders as of December 31, 2007 is \$10,296,951 therefore, 10% of the surplus is \$1,029,695. The net income of CHC/ME for the 12 month period ending December 31, 2007 is \$2,133,052. Since the proposed dividend in the amount of \$4,500,000 is more than the greater of 10% of the surplus or the net income as of December 31, 2007, the dividend is an extraordinary dividend.

Below is additional financial information from the recent statutory filing which may be helpful as the Department reviews the request:

	12/31/2007
Membership	5,328
Membermonths	92,725
Unassigned Funds	7,325,450
Capital and Surplus	10,296,951
Net Income/(Loss)	2,133,052
Dividends paid in last 12 months	None
Capital and Surplus	10,296,951
Current dividend to be declared	4,500,000
Capital and Surplus, <u>after dividend</u>	<u>5,796,951</u>



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"CIGNA HealthCare" refers to various operating subsidiaries of CIGNA Corporation. Products and services are provided by these subsidiaries and not by CIGNA Corporation. These subsidiaries include Connecticut General Life Insurance Company, CIGNA Vision Care, Inc., Tel-Drug, Inc. and its affiliates, CIGNA Behavioral Health, Inc., Intracorp, and HMO or service company subsidiaries of CIGNA Health Corporation and CIGNA Dental Health, Inc.

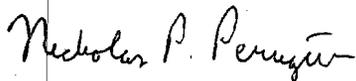
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As shown above, CHC/ME's adjusted surplus after the distribution would be just short of _____ of the 12/31/2007 Authorized Control Level RBC requirement and just short of _____ of the 12/31/2007 Company Action Level RBC requirement, as well as _____ of the State Minimum Net Worth requirement. Therefore, we believe that CHC/ME's net worth will remain reasonable relative to its liabilities and financial need.

If you have any additional questions, or require further information, please do not hesitate to contact me. Thank you for your attention to this matter.

Very truly yours,



Nicholas P. Perugini
Financial Analysis Manager

REDACTED

Enclosure *NP*