

STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT

_____))
IN THE MATTER OF: AMERICAN CONSTANTINE)) FILE NO. 1000094
INSURANCE COMPANY LIMITED, THEIR OFFICERS,))
AND DIRECTORS, AGENTS, MANAGERS, EMPLOYEES,))
MEMBERS, AFFILIATES, SUCCESSORS, AND ASSIGNS.))
_____)

TEMPORARY ORDER OF PROHIBITION

TO RESPONDENTS: American Constantine Insurance Company Limited
Century House
16 Par-la-ville Road
Hamilton HM HX, Bermuda

American Constantine Insurance Company Limited
c/o Apex Insurance Managers, LLC
200 West Monroe Street, Suite 1800
Chicago, Illinois 60606

On information and belief, I, Jesse White, Secretary of State for the State of Illinois, through my designated representative, who has been fully advised in the premises by the staff of the Securities Department, Office of the Secretary of State, herein find:

1. That American Constantine Insurance Company Limited, a Bermuda Monetary Authority licensed class 3A insurer (hereinafter "Respondent"), at all times relevant herein maintained a business address at Century House, 16 Par-la-ville Road, Hamilton HM HX, Bermuda.
2. That on or about September 1, 2006, or thereabouts, a representative of Respondent, cold-called at least one Illinois resident (the "Purchaser") offering to sell a Surplus Collateral Note. (the "Offering").
3. That subsequent to the foregoing telephone solicitation, Respondents e-mailed to Purchaser a Surplus Note Purchase Agreement (the "Offering Documents") for the Offering.

Temporary Order of Prohibition

- 2 -

4. That following receipt of the Offering Documents the Purchaser executed and returned said document and thereafter made payment in the form of an Irrevocable Standby Letter of Credit with Respondent as the Beneficiary. Respondent thereafter executed a Surplus Collateral Note and delivered it to the Purchaser.
5. That the activities described in paragraphs 2, 3 and 4 above constitute the offer and sale of an investment contract and therefore a security as those terms are defined in Sections 2.1, 2.5, and 2.5a of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act").
6. That Section 5 of the Act provides, inter alia, that all securities except those exempt under Section 3 or those offered or sold in transactions exempt under Section 4 shall be registered either by coordination or by qualification prior to their offer or sale in the State of Illinois.
7. That Respondent failed to file with the Secretary of State an application for registration of the securities described above as required by the Act and that as a result the security was not registered pursuant to Section 5 of the Act prior to its offer in the State of Illinois.
8. That Respondent delivered to the Purchaser the Surplus Note Purchase Agreement and Surplus Collateral Note without or preceded by a prospectus or memorandum of any type.
9. That Section 12.A of the Act provides, inter alia, that it shall be a violation for any person to offer or sell any security except in accordance with the provisions of the Act.
10. That Section 12.B of the Act provides, inter alia, that it shall be a violation for any person to fail to deliver to a Purchaser any security required to be registered under Section 5 unless accompanied or preceded by a prospectus that meets the requirements of the pertinent subsection of Section 5.
11. That by virtue of the foregoing, Respondent has violated Sections 12.A, 12.B and 12.D of the Act.
12. That the aforementioned findings are based upon credible evidence.
13. That Section 11.F (2) of the Act provides, inter alia, that the Secretary of State may temporarily prohibit the offer or sale of securities by any person, without notice and prior hearing, if the Secretary of State shall deem it necessary to prevent an imminent violation of the Act or to prevent losses to investors that will occur as a result of prior violations of the Act.
14. That the entry of this Temporary Order prohibiting Respondent, or its officers, directors, agents, affiliates, and employees, from offering or selling securities in

Temporary Order of Prohibition

- 3 -

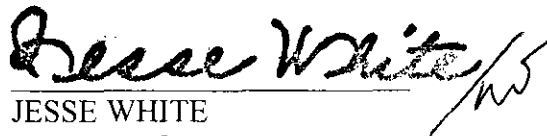
the State of Illinois is in the public interest and for the protection of the investing public and is consistent with the purposes intended by the provisions of the Act.

NOW THEREFORE IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Respondent **American Constantine Insurance Company Limited** is **prohibited** from offering or selling securities in or from this State until the further Order of the Secretary of State.

NOTICE is hereby given that Respondent may request a hearing on this matter by transmitting such request in writing to the Director, Illinois Securities Department, 69 West Washington Street, Suite 1220, Chicago, Illinois 60602. Such request must be made within thirty (30) calendar days of the date of entry of the Temporary Order of Prohibition. Upon receipt of a request for hearing, a hearing will be scheduled as soon as reasonably practicable. A request for hearing will not stop the effectiveness of this Temporary Order and will extend the effectiveness of this Temporary Order for sixty days from the date the hearing request is received by the Department.

FAILURE BY ANY RESPONDENT TO REQUEST A HEARING WITHIN THIRTY (30) CALENDAR DAYS AFTER ENTRY OF THIS TEMPORARY ORDER OF PROHIBITION SHALL CONSTITUTE AN ADMISSION OF ANY FACTS ALLEGED HEREIN AND SHALL CONSTITUTE SUFFICIENT BASIS TO MAKE THIS TEMPORARY ORDER OF PROHIBITION FINAL.

Dated: This 21st day of July 2010.


JESSE WHITE
Secretary of State
State of Illinois

Attorney for the Secretary of State:

Samuel F. Freiman
Illinois Securities Department
69 West Washington Street, Suite 1220
Chicago, Illinois 60602
312-793-3988