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February 11, 2011

Via E-Mail and First Class Mail

The Honorable Battle R. Robinson 104 West Market Street Georgetown, DE 19947

Re: The Proposed Affiliation of BCBSD, Inc., doing business as Blue Cross Blue Shield of Delaware, with Highmark, Inc., Docket No. 1509-10

Dear Judge Robinson:

Please allow this letter to set forth the position of BCBSD, Inc. ("BCBSD") with respect to the *Motion for Biographicals and BCBSD Pro Forma Financials to be Declared Confidential Documents* (the "Motion") recently filed by Highmark, Inc. in the above referenced matter.

BCBSD concurs with the position of the Delaware Department of Insurance as set forth in the letter of Mr. Houghton of today's date and will not oppose amendments to the Motion that are consistent therewith.

Respectfully,

MICHAEL W. TEICHMAN

MWT:bfd

cc: attached service list

BEFORE THE INSURANCE COMMISSIONER FOR THE STATE OF DELAWARE

In Re: The proposed affiliation of BCBSD, Inc., doing business as Blue Cross Blue Shield of Delaware, With HIGHMARK, INC.	Docket No. 1509-10			
CERTIFICATE OF SERVICE				
I, Michael W. Teichman, do hereby certify copies of BCBSD, Inc.'s Response to Highmark Pro Forma Financials to Be Declared Confiden postage prepaid, and/or electronically mailed to cou	tial Documents were mailed by U.S. Mail,			
The Honorable Battle R. Robinson 104 W. Market Street Georgetown, DE 19947	Via U.S. Mail			
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Via U.S. Mail & E-Mail

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1/2____

Michael W. Teichman (DE Id. No. 3323)