FILED

OCT 28 2025

INSURANCE REGULATION
Docketed by: A.M.Y.

OFFICE OF INSURANCE REGULATION

MICHAEL YAWORSKY
COMMISSIONER

IN THE MATTER OF:

OIR: Index 2025-209
CASE NO.: 401991-25-CO

Application for the Indirect Acquisition of
SISKIN ENTERPRISES OF FLORIDA, INC.
by SPECTRUM AUTOMOTIVE HOLDINGS CORP.
_____/

CONSENT ORDER

THIS CAUSE came for consideration upon the filing with the FLORIDA OFFICE OF INSURANCE REGULATION ("OFFICE") by SPECTRUM AUTOMOTIVE HOLDINGS CORP. ("APPLICANT"), of an application for the approval of the indirect acquisition of 100% of the ownership of SISKIN ENTERPRISES OF FLORIDA, INC. ("SISKIN"), pursuant to section 628.4615, Florida Statutes[1] ("Application"). 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 and the parties herein.

2. APPLICANT has applied for and, subject to the present and continuing satisfaction of the requirements, terms, and conditions established herein, has satisfactorily met all of the conditions precedent to the granting of approval by the OFFICE for the indirect acquisition of SISKIN, pursuant to the requirements of the Florida Insurance Code.

3. SISKIN is a Florida corporation operating as a Motor Vehicle Service Agreement Company through a subsisting License issued by the OFFICE, pursuant to chapter 634, Part I.

[1] All statutory references contained herein refer to Florida Statutes (2025), unless otherwise noted.

4. Prior to the transaction that is the subject of this Application, SISKIN was owned 100% by Siskin Enterprises, Inc. ("Siskin Enterprises"), a Utah corporation whose voting securities were owned 98.6% by THE WILLARD A. AND HAPPY L. NISSON TRUST, DATED MAY 6, 2019 ("TRUST"), whose Trustees are Willard A. Nisson and Happy L. Nisson, with no other 10% or greater shareholders.

5. APPLICANT is a Delaware corporation whose ownership is as detailed in the Application.

6. The Application represents that APPLICANT entered into a Contribution and Purchase Agreement ("Agreement") to purchase all of the ownership interest of Siskin Enterprises, and indirectly, SISKIN, for a purchase price and subject to terms and conditions as disclosed in the Agreement ("Transaction"). The Transaction closed on January 28, 2025.

7. If the OFFICE determines that any individual for whom APPLICANT is required to submit background information as part of the Application is unacceptable under the Florida Insurance Code, APPLICANT or SISKIN shall remove or cause the removal of said person within thirty days of notice from the OFFICE and replace them with a person or persons acceptable to the OFFICE, or shall undertake such other corrective action as directed by the OFFICE. Failure to act would constitute an immediate serious danger to the public and the OFFICE may take administrative action as it deems appropriate upon the License of SISKIN without further proceedings, pursuant to sections 120.569(2)(n) and 120.60(6).

8. APPLICANT and SISKIN represent that, except as disclosed in the Application, there are no present plans or proposals to make any substantive changes to SISKIN, including liquidating it, selling any of its assets (except for transactions such as investment portfolio transactions in the ordinary course of business), merging or consolidating it with any person or persons, or making any

other major change in its business operations, management, or corporate structure.

9. APPLICANT, TRUST, and SISKIN represent that there are no agreements, written or oral, related to the Application or Transaction that have not been provided to the OFFICE.

10. APPLICANT shall submit, or cause to be submitted, to the OFFICE any documents evidencing completion of the Transaction not already provided to the OFFICE.

11. Any prior orders, consent orders, or corrective action plans that SISKIN has entered into with the OFFICE prior to the issuance of this Consent Order shall apply and remain in full force and effect for SISKIN, except where provisions of such orders, consent orders, or corrective action plans have expired; have been superseded by subsequent orders, consent orders, or corrective action plans; or are inconsistent with this Consent Order.

12. APPLICANT, TRUST, and SISKIN affirm that all information, explanations, representations, statements, and documents provided to the OFFICE in connection with this Application, including all attachments and supplements thereto, are true and correct and fully describe all transactions, agreements, ownership structures, understandings, and control with regard to the acquisition and future operations of SISKIN. APPLICANT, TRUST, and SISKIN further agree and affirm that said information, explanations, representations, statements, and documents, including all attachments and supplements thereto, are material to the issuance of this Consent Order and have been relied upon by the OFFICE in its determination to enter into this Consent Order.

13. Any deadlines, reporting requirements, other provisions, or requirements set forth in this Consent Order may be altered or terminated by written approval of the OFFICE. Such approval must be requested in writing prior to any proposed deviation from the terms of this Consent Order.

14. APPLICANT, TRUST, and SISKIN affirm that all requirements set forth herein are material to the issuance of this Consent Order.

15. APPLICANT, TRUST, and SISKIN expressly waive 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 they may be entitled by law or rules of the OFFICE. APPLICANT, TRUST, and SISKIN hereby knowingly and voluntarily waive all rights to challenge or to contest this Consent Order in any forum available to them, now or in the future, including the right to any administrative proceeding, state or federal court action, or any appeal.

16. Each party to this action shall bear its own costs and fees.

17. APPLICANT, TRUST, and SISKIN agree that, upon execution of this Consent Order by the OFFICE, failure to adhere to one or more of the terms and conditions contained herein may result, without further proceedings, in the OFFICE suspending, revoking, or taking other administrative action as it deems appropriate upon the License of SISKIN, in accordance with sections 120.569(2)(n) and 120.60(6).

18. The parties agree that this Consent Order shall be deemed to be executed when the OFFICE has signed a copy of this Consent Order bearing the notarized signatures of the authorized representatives of APPLICANT, TRUST, and SISKIN.

WHEREFORE, subject to the terms and conditions which are set forth above, the Application for the indirect acquisition of SISKIN ENTERPRISES OF FLORIDA, INC., by SPECTRUM AUTOMOTIVE HOLDINGS CORP., pursuant to section 628.4615, is APPROVED.

All terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 28 day of October, 2025.

Michael Yaworsky, Commissioner
Office of Insurance Regulation

By execution hereof, SISKIN ENTERPRISES OF FLORIDA, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind SISKIN ENTERPRISES OF FLORIDA, INC., to the terms and conditions of this Consent Order.

[Corporate Seal]

SISKIN ENTERPRISES OF FLORIDA, INC.

By: _____

Print Name: John C. Hammer

Title: CEO/President/Secretary

Date: 10/20/25

STATE OF New Jersey

COUNTY OF Essex

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 20th day of October 2025, by John C. Hammer (name of person)

as CEO/President/Secretary (type of authority; e.g., officer, trustee, attorney in fact) for Siskin Enterprises of Florida, Inc. (company name).

_____ (Signature of the Notary)

JOYCE MORANDI
Notary Public - State of New Jersey
My Commission Expires May 27, 2026

_____ (Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

My Commission Expires 5/27/26

By execution hereof, SPECTRUM AUTOMOTIVE HOLDINGS CORP., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind SPECTRUM AUTOMOTIVE HOLDINGS CORP., to the terms and conditions of this Consent Order.

SPECTRUM AUTOMOTIVE HOLDINGS CORP.

By: _____

Print Name: John C. Hammer

[Corporate Seal]

Title: CEO/President/Secretary

Date: 10/20/25

STATE OF New Jersey

COUNTY OF Sussex

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 20th day of October 2025, by John C. Hammer (name of person)

as CEO/President/Secretary (type of authority; e.g., officer, trustee, attorney in fact) for Spectrum Automotive Holdings Corp. (company name)

_____ (Signature of the Notary)

_____ (Print, Type or Stamp Commissioned Name of Notary)

JOYCE MORANDI
Notary Public - State of New Jersey
My Commission Expires May 27, 2026

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

My Commission Expires 5/27/26

By execution hereof, THE WILLARD A. AND HAPPY L. NISSON TRUST, DATED MAY 6, 2019, consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind THE WILLARD A. AND HAPPY L. NISSON TRUST, DATED MAY 6, 2019, to the terms and conditions of this Consent Order.

THE WILLARD A. AND HAPPY L. NISSON TRUST, DATED MAY 6, 2019

By: _____

Print Name: Willard A. Nisson

Title: Trustee

Date: 10/20/25

STATE OF UTAH

COUNTY OF SALT LAKE

The foregoing instrument was acknowledged before me by means of ☐ physical presence or ☒ online notarization, this 20 day of October 2025, by Willard A. Nisson
(name of person)

as Trustee for The Willard A. & Happy L. Nisson Trust, Dated May 6, 2019
(type of authority; e.g., officer, trustee, attorney in fact) (company name)

KAREN KENNEDY JOHNSON
Notary Public, State of Utah
Commission # 741797
My Commission Expires
Feb. [illegible] 29

_____
(Signature of the Notary)

_____
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

My Commission Expires 2/20/29

COPIES FURNISHED TO:

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