

HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2002

OF THE CONDITION AND AFFAIRS OF THE

SAFEGUARD HEALTH PLANS, INC., AN OHIO CORPORATION

NAIC Group Code	1119	1119	NAIC Company Code	47813	Employer's ID Number	31-1061579
	(Current Period)	(Prior Period)				
Organized under the Laws of	Ohio		State of Domicile or Port of Entry	Ohio		
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health[] Dental Service Corporation[X] Other[]		Property/Casualty[] Vision Service Corporation[] Is HMO Federally Qualified? Yes[] No[X]		Hospital, Medical & Dental Service or Indemnity[] Health Maintenance Organization[]	
Date Incorporated or Organized	11/26/1982		Date Commenced Business	06/04/1985		
Statutory Home Office	C/O CT CORPORATION SYSTEM -- 815 Superior Ave, N.E		Cleveland, OH 44114			
	(Street and Number)		(City, or Town, State and Zip Code)			
Main Administrative Office			95 Enterprise			
			(Street and Number)			
	Aliso Viejo, CA 92656		(949)425-4300 x			
	(City or Town, State and Zip Code)		(Area Code) (Telephone Number)			
Mail Address	P.O. Box 30900		Laguna Hills, CA 92654-0900			
	(Street and Number or P.O. Box)		(City, or Town, State and Zip Code)			
Primary Location of Books and Records			95 Enterprise			
			(Street and Number)			
	Aliso Viejo, CA 92656		(949)425-4300 x			
	(City, or Town, State and Zip Code)		(Area Code) (Telephone Number)			
Internet Website Address	www.safeguard.net					
Statutory Statement Contact	Dennis Lynn Gates		(949)425-4531 x			
	(Name)		(Area Code)(Telephone Number)(Extension)			
	DennisG@Safeguard.net		(949)425-4533 x			
	(E-Mail Address)		(Fax Number)			
Policyowner Relations Contact			95 Enterprise			
			(Street and Number)			
	Aliso Viejo, CA 92656		(949)425-4300-			
	(City, or Town, State and Zip Code)		(Area Code) (Telephone Number)(Extension)			

OFFICERS

President	Steven Jeffrey Baileys, DDS
Secretary	Ronald Irwin Brendzel, JD
Treasurer	Ronald Irwin Brendzel, JD

VICE PRESIDENTS

Ronald Irwin Brendzel, JD

DIRECTORS OR TRUSTEES

Steven Jeffrey Baileys, DDS	Ronald Irwin Brendzel, JD
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State of California
County of Orange ss

The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of the said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manuals except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively.

(Signature)	(Signature)	(Signature)
Steven Jeffrey Baileys	Ronald Irwin Brendzel	Ronald Irwin Brendzel
(Printed Name)	(Printed Name)	(Printed Name)
President	Secretary	Treasurer

Subscribed and sworn to before me this	a. Is this an original filing?	Yes[X] No[]
day of , 2002	b. If no,	0
	1. State the amendment number	
	2. Date filed	
	3. Number of pages attached	0

(Notary Public Signature)

ASSETS

		Current Period			Prior Year
		1	2	3	4
		Assets	Nonadmitted Assets	Net Admitted Assets	Net Admitted Assets
1.	Bonds	0	0	0	75,127
2.	Stocks:				
2.1	Preferred stocks	0	0	0	0
2.2	Common stocks	0	0	0	0
3.	Mortgage loans on real estate:				
3.1	First liens	0	0	0	0
3.2	Other than first liens	0	0	0	0
4.	Real estate (Schedule A):				
4.1	Properties occupied by the company (less \$.....0 encumbrances)	0	0	(a).....0	0
4.2	Properties held for the production of income (less \$.....0 encumbrances)	0	0	0	0
4.3	Properties held for sale (less \$.....0 encumbrances)	0	0	0	0
5.	Cash (\$.....0) and short-term investments (\$.....77,443)	77,443	0	77,443	203,403
6.	Other long-term invested assets	0	0	0	0
7.	Receivable for securities	0	0	0	0
8.	Aggregate write-ins for invested assets	0	0	0	0
9.	Subtotal cash and invested assets (Lines 1 to 8)	77,443	0	77,443	278,530
10.	Accident and health premiums due and unpaid	0	0	0	83
11.	Health care receivables	0	0	0	0
12.	Amounts recoverable from reinsurers	0	0	0	0
13.	Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
14.	Investment income due and accrued	81	0	81	1,796
15.	Amounts due from parent, subsidiaries and affiliates	350,519	350,519	0	0
16.	Amounts receivable relating to uninsured accident and health plans	0	0	0	0
17.	Furniture and equipment	0	0	0	0
18.	Amounts due from agents	0	0	0	0
19.	Federal and foreign income tax recoverable and interest thereon (including \$.....0 net deferred tax asset)	0	0	0	0
20.	Electronic data processing equipment and software	0	0	0	0
21.	Other nonadmitted assets	0	0	0	0
22.	Aggregate write-ins for other than invested assets	0	0	0	0
23.	Total assets (Lines 9 plus 10 through 22)	428,043	350,519	77,524	280,409
DETAILS OF WRITE-INS					
0801	.....	0	0	0	0
0802	.....	0	0	0	0
0803	.....	0	0	0	0
0898.	Summary of remaining write-ins for Line 8 from overflow page	0	0	0	0
0899.	TOTALS (Lines 0801 through 0803 plus 0898) (Line 8 above)	0	0	0	0
2201	.....	0	0	0	0
2202	.....	0	0	0	0
2203	.....	0	0	0	0
2298.	Summary of remaining write-ins for Line 22 from overflow page	0	0	0	0
2299.	TOTALS (Lines 2201 through 2203 plus 2298) (Line 22 above)	0	0	0	0

(a) \$.....0 health care delivery assets included in Line 4.1, Column 3.

LIABILITIES, CAPITAL AND SURPLUS

		Current Period			Prior Year
		1 Covered	2 Uncovered	3 Total	4 Total
1.	Claims unpaid (less \$.....0 reinsurance ceded)	0	0	0	0
2.	Accrued medical incentive pool and bonus payments	0	0	0	0
3.	Unpaid claims adjustment expenses	0	0	0	0
4.	Aggregate policy reserves	0	0	0	0
5.	Aggregate claim reserves	0	0	0	0
6.	Premiums received in advance	0	0	0	0
7.	General expenses due or accrued	0	0	0	84
8.	Federal and foreign income tax payable and interest thereon (including \$.....0 on realized capital gains (losses) (including \$.....0 net deferred tax liability)	0	0	0	0
9.	Amounts withheld or retained for account of others	0	0	0	0
10.	Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current)	0	0	0	0
11.	Amounts due to parent, subsidiaries and affiliates	0	0	0	0
12.	Payable for securities	0	0	0	0
13.	Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 unauthorized reinsurers)	0	0	0	0
14.	Reinsurance in unauthorized companies	0	0	0	0
15.	Net adjustments in assets and liabilities due to foreign exchange rates	0	0	0	0
16.	Liability for amounts held under uninsured accident and health plans	0	0	0	0
17.	Aggregate write-ins for other liabilities (including \$.....0 current)	0	0	0	0
18.	Total liabilities (Lines 1 to 17)	0	0	0	84
19.	Common capital stock	X X X	X X X	5,000	5,000
20.	Preferred capital stock	X X X	X X X	0	0
21.	Gross paid in and contributed surplus	X X X	X X X	295,000	295,000
22.	Surplus notes	X X X	X X X	0	0
23.	Aggregate write-ins for other surplus funds	X X X	X X X	0	0
24.	Unassigned funds (surplus)	X X X	X X X	(222,476)	(19,675)
25.	Less treasury stock, at cost:	X X X	X X X		
25.1	.....0 shares common (value included in Line 19 \$.....0)	X X X	X X X	0	0
25.2	.....0 shares preferred (value included in Line 20 \$.....0)	X X X	X X X	0	0
26.	Total capital and surplus (Lines 19 to 24, Less 25)	X X X	X X X	77,524	280,325
27.	Total liabilities, capital and surplus (Lines 18 and 26)	X X X	X X X	77,524	280,409
DETAILS OF WRITE-INS					
1701	.....	0	0	0	0
1702	.....	0	0	0	0
1703	.....	0	0	0	0
1798.	Summary of remaining write-ins for Line 17 from overflow page	0	0	0	0
1799.	TOTALS (Lines 1701 through 1703 plus 1798) (Line 17 above)	0	0	0	0
2301.	.....	X X X	X X X	0	0
2302	.....	X X X	X X X	0	0
2303	.....	X X X	X X X	0	0
2398.	Summary of remaining write-ins for Line 23 from overflow page	X X X	X X X	0	0
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)	X X X	X X X	0	0

STATEMENT OF REVENUE AND EXPENSES

		Current Year to Date		Prior Year
		1 Uncovered	2 Total	3 Total
1.	Member Months	X X X	0	313
2.	Net premium income	X X X	0	2,454
3.	Change in unearned premium reserves and reserve for rate credits	X X X	0	0
4.	Fee-for-service (net of \$.....0 medical expenses)	X X X	0	0
5.	Risk revenue	X X X	0	0
6.	Aggregate write-ins for other health care related revenues	X X X	0	0
7.	TOTAL REVENUES (Lines 2 to 6)	X X X	0	2,454
Medical and Hospital:				
8.	Hospital/medical benefits	0	0	0
9.	Other professional services	0	0	576
10.	Outside referrals	0	0	0
11.	Emergency room and out-of-area	0	0	0
12.	Prescription drugs	0	0	0
13.	Aggregate write-ins for other medical and hospital	0	0	0
14.	Incentive pool and withhold adjustments	0	0	0
15.	Subtotal (Lines 8 to 14)	0	0	576
LESS:				
16.	Net reinsurance recoveries	0	0	0
17.	Total medical and hospital (Lines 15 minus 16)	0	0	576
18.	Claims adjustment expenses	0	0	0
19.	General administrative expenses	0	1,403	2,529
20.	Increase in reserves for accident and health contracts	0	0	0
21.	Total underwriting deductions (Lines 17 through 20)	0	1,403	3,105
22.	Net underwriting gain or (loss) (Lines 7 minus 21)	X X X	(1,403)	(651)
23.	Net investment income earned	0	4,426	14,280
24.	Net realized capital gains or (losses)	0	0	0
25.	Net investment gains or (losses) (Lines 23 plus 24)	0	4,426	14,280
26.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$.....0), (amount charged off \$.....0)]	0	0	0
27.	Aggregate write-ins for other income or expenses	0	0	0
28.	Net income or (loss) before federal income taxes (Lines 22 plus 25 plus 26 plus 27)	0	3,023	13,629
29.	Federal and foreign income taxes incurred	X X X	0	966
30.	Net income (loss) (Lines 28 minus 29)	X X X	3,023	12,663
DETAILS OF WRITE-INS				
0601	.....	X X X	0	0
0602	.....	X X X	0	0
0603	.....	X X X	0	0
0698.	Summary of remaining write-ins for Line 6 from overflow page	X X X	0	0
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	X X X	0	0
1301.	.....	0	0	0
1302	.....	0	0	0
1303	.....	0	0	0
1398.	Summary of remaining write-ins for Line 13 from overflow page	0	0	0
1399.	TOTALS (Lines 1301 through 1303 plus 1398) (Line 13 above)	0	0	0
2701	.....	0	0	0
2702	.....	0	0	0
2703	.....	0	0	0
2798.	Summary of remaining write-ins for Line 27 from overflow page	0	0	0
2799.	TOTALS (Lines 2701 through 2703 plus 2798) (Line 27 above)	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1	2
		Current Year to Date	Prior Year
CAPITAL & SURPLUS ACCOUNT			
31.	Capital and surplus prior reporting year	280,325	264,446
GAINS AND LOSSES TO CAPITAL & SURPLUS			
32.	Net income or (loss) from Line 30	3,023	12,663
33.	Change in valuation basis of aggregate policy and claim reserves	0	0
34.	Net unrealized capital gains and losses	0	0
35.	Change in net unrealized foreign exchange capital gain or (loss)	0	0
36.	Change in net deferred income tax	0	(3,668)
37.	Change in nonadmitted assets	(205,824)	3,216
38.	Change in unauthorized reinsurance	0	0
39.	Change in treasury stock	0	0
40.	Change in surplus notes	0	0
41.	Cumulative effect of changes in accounting principles	0	3,668
42.	Capital Changes:		
42.1	Paid in	0	0
42.2	Transferred from surplus (Stock Dividend)	0	0
42.3	Transferred to surplus	0	0
43.	Surplus adjustments:		
43.1	Paid in	0	0
43.2	Transferred to capital (Stock Dividend)	0	0
43.3	Transferred from capital	0	0
44.	Dividends to stockholders	0	0
45.	Aggregate write-ins for gains or (losses) in surplus	0	0
46.	Net change in capital and surplus (Lines 32 to 45)	(202,801)	15,879
47.	Capital and surplus end of reporting period (Line 31 plus 46)	77,524	280,325
DETAILS OF WRITE-INS			
4501	.....	0	0
4502	.....	0	0
4503	.....	0	0
4598.	Summary of remaining write-ins for Line 45 from overflow page	0	0
4599.	TOTALS (Lines 4501 through 4503 plus 4598) (Line 45 above)	0	0

CASH FLOW

		1	2
		Current	Prior
		Year To Date	Year
Cash from Operations			
1.	Premiums and revenues collected net of reinsurance	83	2,516
2.	Claims and claims adjustment expenses	0	576
3.	General administrative expenses paid	1,487	4,097
4.	Other underwriting income (expenses)	0	0
5.	Cash from underwriting (Line 1 minus Line 2 minus Line 3 plus Line 4)	(1,404)	(2,157)
6.	Net investment income	6,268	15,160
7.	Other income (expenses)	0	0
8.	Federal and foreign income taxes (paid) recovered	0	0
9.	Net cash from operations (Lines 5 to 8)	4,864	13,003
Cash from Investments			
10.	Proceeds from investments sold, matured or repaid:		
10.1	Bonds	75,000	75,000
10.2	Stocks	0	0
10.3	Mortgage loans	0	0
10.4	Real estate	0	0
10.5	Other invested assets	0	0
10.6	Net gains or (losses) on cash and short-term investments	0	0
10.7	Miscellaneous proceeds	0	0
10.8	TOTAL investment proceeds (Lines 10.1 to 10.7)	75,000	75,000
11.	Cost of investments acquired (long-term only):		
11.1	Bonds	0	0
11.2	Stocks	0	0
11.3	Mortgage loans	0	0
11.4	Real estate	0	0
11.5	Other invested assets	0	0
11.6	Miscellaneous applications	0	0
11.7	TOTAL investments acquired (Lines 11.1 to 11.6)	0	0
12.	Net cash from investments (Line 10.8 minus Line 11.7)	75,000	75,000
Cash from Financing and Miscellaneous Sources			
13.	Cash provided:		
13.1	Surplus notes, capital and surplus paid in	0	0
13.2	Net transfers from affiliates	0	2,250
13.3	Borrowed funds received	0	0
13.4	Other cash provided	0	0
13.5	TOTAL (Lines 13.1 to 13.4)	0	2,250
14.	Cash applied:		
14.1	Dividends to stockholders paid	0	0
14.2	Net transfers to affiliates	205,824	0
14.3	Borrowed funds repaid	0	0
14.4	Other applications	0	0
14.5	TOTAL (Lines 14.1 to 14.4)	205,824	0
15.	Net cash from financing and miscellaneous sources (Line 13.5 minus Line 14.5)	(205,824)	2,250
RECONCILIATION OF CASH AND SHORT-TERM INVESTMENTS			
16.	Net change in cash and short-term investments (Line 9 plus Line 12 plus Line 15)	(125,960)	90,253
17.	Cash and short-term investments:		
17.1	Beginning of period	203,403	113,150
17.2	End of period (Line 16 plus Line 17.1)	77,443	203,403

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at end of:										
1. Prior Year	0	0	0	0	0	0	0	0	0	0
2. First Quarter	0	0	0	0	0	0	0	0	0	0
3. Second Quarter	0	0	0	0	0	0	0	0	0	0
4. Third Quarter	0	0	0	0	0	0	0	0	0	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	0	0	0	0	0	0	0	0	0	0
Total Member Ambulatory Encounters for Period:										
7. Physician	0	0	0	0	0	0	0	0	0	0
8. Non-Physician	0	0	0	0	0	0	0	0	0	0
9. Total	0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	0	0	0	0	0	0	0	0	0	0
11. Number of Inpatient Admissions	0	0	0	0	0	0	0	0	0	0
12. Premiums Collected	83	0	0	0	0	83	0	0	0	0
13. Premiums Earned	0	0	0	0	0	0	0	0	0	0
14. Amount Paid for Provision of Health Care Services	0	0	0	0	0	0	0	0	0	0
15. Amount Incurred for Provision of Health Care Services	0	0	0	0	0	0	0	0	0	0

8 Claims Payable..... NONE

9 Underwriting Investment Exhibit NONE

10 Notes To Financial Statement..... NONE

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since the prior year end unless otherwise noted)

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity implement any significant accounting policy changes which would require disclosure in the Notes to the Financial Statements?

Yes[] No[X]
- 1.2 If yes, explain:
N/A
- 2.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes[] No[X]
- 2.2 If yes, has the report been filed with the domiciliary state?

Yes[] No[] N/A[X]
- 3.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes[] No[X]
- 3.2 If yes, date of change:
If not previously filed, furnish herewith a certified copy of the instrument as amended.
4. Have there been any substantial changes in the organizational chart since the prior quarter end?
If yes attach an organizational chart.

Yes[] No[X]
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes[] No[X]
- 5.2 If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1	2	3
Name of Entity	NAIC Company Code	State of Domicile
.....

6. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation.

Yes[] No[X] N/A[]
- 7.1 State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/1994
- 7.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/1994
- 7.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

12/31/1994
- 7.4 By what department or departments?
Ohio Department of Insurance
- 8.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? (You need not report an action, either formal or informal, if a confidentiality clause is part of the agreement.)

Yes[] No[X]
- 8.2 If yes, give full information
N/A

GENERAL INTERROGATORIES (continued)

(Responses to these interrogatories should be based on changes that have occurred since prior year end unless otherwise noted.)

INVESTMENT

- 9.1

Has there been any changes in the reporting entity’s own preferred or common stock?

Yes[] No[X]
- 9.2

If yes, explain:
N/A
- 10.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes[] No[X]
- 10.2

If yes, give full and complete information relating thereto:
N/A
11.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$0
12.

Amount of real estate and mortgages held in short-term investments:

\$0
- 13.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes[] No[X]
- 13.2

If yes, please complete the following:

	1 Prior Year-End Statement Value	2 Current Quarter Statement Value
13.21 Bonds	0	0
13.22 Preferred Stock	0	0
13.23 Common Stock	0	0
13.24 Short-Term Investments	0	0
13.25 Mortgages, Loans or Real Estate	0	0
13.26 All Other	0	0
13.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 13.21 to 13.26)	0	0
13.28 Total Investment in Parent included in Lines 13.21 to 13.26 above	0	0
13.29 Receivable from Parent not included in Lines 13.21 to 13.26 above	0	0

- 14.1

Does the reporting entity have any hedging transactions reported in Schedule DB?

Yes[] No[X]
- 14.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?
If no, attach a description with this statement.

Yes[] No[X] N/A[]
15.

Excluding items in Schedule E, real estate, mortgage loans and investments held physically in the reporting entity’s offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Part 1 - General, Section IV, H-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes[] No[X]
- 15.1

For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
.....

- 15.2

For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
.....

- 15.3

Have there been any changes, including name changes, in the custodian(s) identified in 15.1 during the current year?

Yes[] No[X]
- 15.4

If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
.....

- 15.5

Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
.....

SCHEDULE A - VERIFICATION

		1	2	3	4
		First Quarter Current Year	Second Quarter Current Year	Third Quarter Current Year	Prior Year Ended December 31
1.	Book/adjusted carrying value, beginning of period	0	0	0	0
2.	Increase (decrease) by adjustment	0	0	0	0
3.	Cost of acquired	0	0	0	0
4.	Cost of additions to and permanent improvements	0	0	0	0
5.	Total profit (loss) on sales	0	0	0	0
6.	Increase (decrease) by foreign exchange adjustment	0	0	0	0
7.	Amount received on sales	0	0	0	0
8.	Book/adjusted carrying value at end of current period	0	0	0	0
9.	Total valuation allowance	0	0	0	0
10.	Subtotal (Lines 8 plus 9)	0	0	0	0
11.	Total nonadmitted amounts	0	0	0	0
12.	Statement value, current period (Page 2, real estate lines, current period)	0	0	0	0

SCHEDULE B - VERIFICATION

		1	2	3	4
		First Quarter Current Year	Second Quarter Current Year	Third Quarter Current Year	Prior Year Ended December 31
1.	Book/recorded investment excluding accrued interest on mortgages owned, beginning of period	0	0	0	0
2.	Amount loaned during period:				
2.1	Actual cost at time of acquisitions	0	0	0	0
2.2	Additional investment made after acquisitions	0	0	0	0
3.	Accrual of discount and mortgage interest points and commitment fees	0	0	0	0
4.	Increase (decrease) by adjustment	0	0	0	0
5.	Total profit (loss) on sale	0	0	0	0
6.	Amounts paid on account or in full during the period	0	0	0	0
7.	Amortization of premium	0	0	0	0
8.	Increase (decrease) by foreign exchange adjustment	0	0	0	0
9.	Book value/recorded investment excluding accrued interest on mortgages owned at end of current period	0	0	0	0
10.	Total valuation allowance	0	0	0	0
11.	Subtotal (Lines 9 plus 10)	0	0	0	0
12.	Total nonadmitted amounts	0	0	0	0
13.	Statement value of mortgages owned at end of current period	0	0	0	0

SCHEDULE BA - VERIFICATION

Other Invested Assets Included in Schedule BA

		1	2	3	4
Description		First Quarter Current Year	Second Quarter Current Year	Third Quarter Current Year	Prior Year Ended December 31
1.	Book/adjusted carrying value of long-term invested assets owned, beginning of period	0	0	0	0
2.	Cost of acquisitions during period:				
2.1	Actual cost at time of acquisitions	0	0	0	0
2.2	Additional investment made after acquisitions	0	0	0	0
3.	Accrual of discount	0	0	0	0
4.	Increase (decrease) by adjustment	0	0	0	0
5.	Total profit (loss) on sale	0	0	0	0
6.	Amounts paid on account or in full during the period	0	0	0	0
7.	Amortization of premium	0	0	0	0
8.	Increase (decrease) by foreign exchange adjustment	0	0	0	0
9.	Book/adjusted carrying value of long-term invested assets at end of current period	0	0	0	0
10.	Total valuation allowance	0	0	0	0
11.	Subtotal (Lines 9 plus 10)	0	0	0	0
12.	Total nonadmitted amounts	0	0	0	0
13.	Statement value of long-term invested assets at end of current period	0	0	0	0

SCHEDULE D - PART 1B
Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Statement Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Statement Value End of First Quarter	6 Statement Value End of Second Quarter	7 Statement Value End of Third Quarter	8 Statement Value December 31 Prior Year
BONDS								
1. Class 1	75,033	0	75,000	(33)	75,081	75,033	0	75,127
2. Class 2	0	0	0	0	0	0	0	0
3. Class 3	0	0	0	0	0	0	0	0
4. Class 4	0	0	0	0	0	0	0	0
5. Class 5	0	0	0	0	0	0	0	0
6. Class 6	0	0	0	0	0	0	0	0
7. TOTAL Bonds	75,033	0	75,000	(33)	75,081	75,033	0	75,127
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. TOTAL Preferred Stock	0	0	0	0	0	0	0	0
15. TOTAL Bonds & Preferred Stock	75,033	0	75,000	(33)	75,081	75,033	0	75,127

SCHEDULE DA - PART 1

Short - Term Investments Owned End of Current Quarter

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Amount of Interest Received Current Quarter	5 Paid for Accrued Interest
8099999. TOTALS	77,443	X X X	77,443	46	0

SCHEDULE DA - PART 2 - Verification

Short-Term Investments Owned

	1 First Quarter Current Year	2 Second Quarter Current Year	3 Third Quarter CurrentYear	4 Prior Year Ended December 31
1. Book/adjusted carrying value, beginning of period	203,403	206,717	6	113,240
2. Cost of short-term investments acquired	3,314	520	77,437	197,256
3. Increase (decrease) by adjustment	0	0	0	(93)
4. Increase (decrease) by foreign exchange adjustment	0	0	0	0
5. Total profit (loss) on disposal of short-term investments	0	0	0	0
6. Consideration received on disposal of short-term investments	0	207,231	0	107,000
7. Book/adjusted carrying value, current period	206,717	6	77,443	203,403
8. Total valuation allowance	0	0	0	0
9. Subtotals (Lines 7 plus 8)	206,717	6	77,443	203,403
10. Total nonadmitted amounts	0	0	0	0
11. Statement value (Lines 9 minus 10)	206,717	6	77,443	203,403
12. Income collected during period	922	520	46	6,049
13. Income earned during period	922	511	127	5,098

16 Schedule DB Part F Section 1 NONE

17 Schedule DB Part F Section 2 NONE

18 Schedule S Ceded Reinsurance NONE

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Allocated by States and Territories

State, Etc.			1 Guaranty Fund (Yes or No)	2 Is Insurer Licensed (Yes or No)	Direct Business Only Year-to-Date			
					3 Premiums	4 Medicare Title XVIII	5 Medicaid Title XIX	6 Federal Employees Health Benefits Program Premiums
1.	Alabama	AL	No	No	0	0	0	0
2.	Alaska	AK	No	No	0	0	0	0
3.	Arizona	AZ	No	No	0	0	0	0
4.	Arkansas	AR	No	No	0	0	0	0
5.	California	CA	No	No	0	0	0	0
6.	Colorado	CO	No	No	0	0	0	0
7.	Connecticut	CT	No	No	0	0	0	0
8.	Delaware	DE	No	No	0	0	0	0
9.	District of Columbia	DC	No	No	0	0	0	0
10.	Florida	FL	No	No	0	0	0	0
11.	Georgia	GA	No	No	0	0	0	0
12.	Hawaii	HI	No	No	0	0	0	0
13.	Idaho	ID	No	No	0	0	0	0
14.	Illinois	IL	No	No	0	0	0	0
15.	Indiana	IN	No	No	0	0	0	0
16.	Iowa	IA	No	No	0	0	0	0
17.	Kansas	KS	No	No	0	0	0	0
18.	Kentucky	KY	No	No	0	0	0	0
19.	Louisiana	LA	No	No	0	0	0	0
20.	Maine	ME	No	No	0	0	0	0
21.	Maryland	MD	No	No	0	0	0	0
22.	Massachusetts	MA	No	No	0	0	0	0
23.	Michigan	MI	No	No	0	0	0	0
24.	Minnesota	MN	No	No	0	0	0	0
25.	Mississippi	MS	No	No	0	0	0	0
26.	Missouri	MO	No	No	0	0	0	0
27.	Montana	MT	No	No	0	0	0	0
28.	Nebraska	NE	No	No	0	0	0	0
29.	Nevada	NV	No	No	0	0	0	0
30.	New Hampshire	NH	No	No	0	0	0	0
31.	New Jersey	NJ	No	No	0	0	0	0
32.	New Mexico	NM	No	No	0	0	0	0
33.	New York	NY	No	No	0	0	0	0
34.	North Carolina	NC	No	No	0	0	0	0
35.	North Dakota	ND	No	No	0	0	0	0
36.	Ohio	OH	No	Yes	0	0	0	0
37.	Oklahoma	OK	No	No	0	0	0	0
38.	Oregon	OR	No	No	0	0	0	0
39.	Pennsylvania	PA	No	No	0	0	0	0
40.	Rhode Island	RI	No	No	0	0	0	0
41.	South Carolina	SC	No	No	0	0	0	0
42.	South Dakota	SD	No	No	0	0	0	0
43.	Tennessee	TN	No	No	0	0	0	0
44.	Texas	TX	No	No	0	0	0	0
45.	Utah	UT	No	No	0	0	0	0
46.	Vermont	VT	No	No	0	0	0	0
47.	Virginia	VA	No	No	0	0	0	0
48.	Washington	WA	No	No	0	0	0	0
49.	West Virginia	WV	No	No	0	0	0	0
50.	Wisconsin	WI	No	No	0	0	0	0
51.	Wyoming	WY	No	No	0	0	0	0
52.	American Samoa	AS	No	No	0	0	0	0
53.	Guam	GU	No	No	0	0	0	0
54.	Puerto Rico	PR	No	No	0	0	0	0
55.	U.S. Virgin Islands	VI	No	No	0	0	0	0
56.	Canada	CN	No	No	0	0	0	0
57.	Aggregate other alien	OT	XXX	XXX	0	0	0	0
58.	TOTAL (Direct Business)		XXX	(a) 1	0	0	0	0
DETAILS OF WRITE-INS								
5701			XXX	XXX	0	0	0	0
5702			XXX	XXX	0	0	0	0
5703			XXX	XXX	0	0	0	0
5798.	Summary of remaining write-ins for Line 57 from overflow page		XXX	XXX	0	0	0	0
5799.	TOTALS (Lines 5701 through 5703 plus 5798) (Line 57 above)		XXX	XXX	0	0	0	0

(a) Insert the number of yes responses except for Canada and Other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

All insurer members of a Holding Company Group that has acquired and/or disposed of any domestic insurer (s) since filing the last annual or quarterly statement shall prepare a common schedule for inclusion in each of the individual quarterly statements

PART 1 - ORGANIZATIONAL CHART

NOT APPLICABLE FOR THIS REPORTING PERIOD.

**SUPPLEMENTAL EXHIBITS AND SCHEDULES
INTERROGATORIES**

RESPONSES

1. Will the SVO Compliance Certification be filed with this statement?

Yes

Explanation:

Bar Code:

OVERFLOW PAGE FOR WRITE-INS

E01 Schedule A Part 2. NONE

E01 Schedule A Part 3. NONE

E02 Schedule B Part 1. NONE

E02 Schedule B Part 2. NONE

E03 Schedule BA Part 1. NONE

E03 Schedule BA Part 2 NONE

E04 Schedule D Part 3. NONE

SCHEDULE D - PART 4

**Showing All Long-Term Bonds and Stocks Sold, Redeemed, or Otherwise Disposed of
by the Company During the Current Quarter**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Book/Adjusted Carrying Value at Disposal Date	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) On Disposal	Interest on Bonds Received During Year	Dividends on Stocks Received During Year	NAIC Desig- nation (a)
Bonds - U.S. Governments																
912827G55	U.S. Treasury Note 6.375%	08/15/2002	Wells Fargo Bank .....	.... X X X ...	..... 75,000	..... 75,000	..... 75,613	..... 75,000	..... (127)	..... 0	..... 0	..... 0	..... 0	..... 4,781	..... X X X	1
0399999 Subtotal - Bonds - U.S. Governments .....					..... 75,000	..... 75,000	..... 75,613	..... 75,000	..... (127)	..... 0	..... 0	..... 0	..... 0	..... 4,781	..... X X X .....	.. X X X .
6099997 Subtotal - Bonds - Part 4 .....					..... 75,000	..... 75,000	..... 75,613	..... 75,000	..... (127)	..... 0	..... 0	..... 0	..... 0	..... 4,781	..... X X X .....	.. X X X .
6099998 Summary Item for Bonds Bought and Sold This Quarter .....					..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... X X X .....	.. X X X .
6099999 Subtotal - Bonds .....					..... 75,000	..... 75,000	..... 75,613	..... 75,000	..... (127)	..... 0	..... 0	..... 0	..... 0	..... 4,781	..... X X X .....	.. X X X .
6599998 Summary Item for Preferred Stock Bought and Sold This Quarter .....					..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... X X X ...	..... 0	.. X X X .
7099998 Summary Item for Common Stock Bought and Sold This Quarter .....					..... 0	..... X X X .....	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... X X X ...	..... 0	.. X X X .
7199999 Subtotal - Preferred and Common Stock .....					..... 0	..... X X X .....	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... 0	..... X X X ...	..... 0	.. X X X .
7299999 Total - Bonds, Preferred and Common Stock .....					..... 75,000	..... X X X .....	..... 75,613	..... 75,000	..... (127)	..... 0	..... 0	..... 0	..... 0	..... 4,781	..... 0	.. X X X .

(a) For all common stock bearing the NAIC designation "U" provide: the number of such issues0.

E06 Schedule DB Part A Section 1..... NONE

E06 Schedule DB Part B Section 1..... NONE

E07 Schedule DB Part C Section 1..... NONE

E07 Schedule DB Part D Section 1..... NONE

E08 Schedule E Part 1 Cash..... NONE

**INDEX TO HEALTH
QUARTERLY STATEMENT**

Assets	02
Cash (Sch. E – Part 1)	E08
Cash Flow	06
Ceded Reinsurance (Sch. S)	18
Claims Payable (Reported and Unreported)	08
Exhibit of Premiums, Enrollment and Utilization	07
General Interrogatories	11
Jurat	01
Liabilities, Capital and Surplus	03
Notes to Financial Statements	10
Overflow Page for Write-ins	22
Premiums and Other Considerations (Sch. T)	19
Schedules:	
Schedule A – Part 2 – Real Estate ACQUIRED	
During the Current Quarter	E01
Schedule A – Part 3 – Real Estate SOLD	
During the Current Quarter	E01
Schedule A – Verification	13
Schedule B – Part 1 – Mortgage Loans	
ACQUIRED During the Current Quarter	E02
Schedule B – Part 2 – Mortgage Loans SOLD	
During the Current Quarter	E02
Schedule B – Verification	13
Schedule BA – Part 1 – Other Long-term Invested	
Assets ACQUIRED During the Current Quarter	E03
Schedule BA – Part 2 – Other Long-Term Invested	
Assets SOLD During the Current Quarter	E03
Schedule BA – Verification	13
Schedule D – Part 1B – Acquisitions, Dispositions	
And Non-Trading Activity for Bonds and	
Preferred Stock by Rating Class	14
Schedule D – Part 3 – Long-Term Bonds and Stock	
Acquired During Current Quarter	E04
Schedule D – Part 4 – Long-Term Bonds and Stock	
Sold, Redeemed or Otherwise Disposed of	
During Current Quarter	E05
Schedule DA – Part 1 - Short-Term Investments	
Owned End of Current Quarter	15
Schedule DA – Part 2 - Verification	15
Schedule DB – Part A - Section 1 – Options, Caps,	
Floors and Insurance Futures Owned at Current	
Statement Date	E06
Schedule DB – Part B – Section 1 - Options, Caps,	
Floors and Insurance Futures Options Written and	
In-Force at Current Statement Date	E06
Schedule DB – Part C - Section 1 – Collar, Swap and	
Forwards Open at Current Statement Date	E07
Schedule DB – Part D – Section 1 – Futures	
Contracts and Insurance Futures Contracts at	
Current Statement Date	E07
Schedule DB – Part F - Section 1 – Summary of	
Replicated (Synthetic) Assets Open	16
Schedule DB – Part F - Section 2 – Reconciliation	
Of Replicated (Synthetic) Assets Open	17
Schedule E – Part 1 – Cash – Month End Balances	E08
Schedule S – Ceded Reinsurance – New	
Reinsurers Current Year to Date	18
Schedule T - Premiums and Other Considerations	
Allocated by States and Territories	19
Schedule Y – Part 1 - Organization Chart	20
Statement of Revenue and Expenses	04
Statement of Revenue and Expenses (Continued)	05
Supplemental Exhibits and Schedules Interrogatories..	21
Title Page and Jurat	01
Underwriting and Investment Exhibit	09
Verifications	
Schedule A – Verification	13
Schedule B – Verification	13
Schedule BA – Verification	13
Schedule DA – Verification	15