

**QUARTERLY STATEMENT**AS OF SEPTEMBER 30, 2002
OF THE CONDITION AND AFFAIRS OF THE**Medical Benefits Mutual Life Insurance Company**NAIC Group Code 0000 NAIC Company Code 74322 Employer's ID Number 31-4210910
(Current Period) (Prior Period)Organized under the Laws of _____, State of Domicile or Port of Entry OhioCountry of Domicile USIncorporated May 6, 1938 Commenced Business April 4, 1938Statutory Home Office 1975 Tamarack Rd, Newark, Ohio 43055
(Street and Number. City or Town. State and Zip Code)Main Administrative Office 1975 Tamarack Rd, Newark, Ohio 43055
(Street and Number. City or Town. State and Zip Code) 740-522-7324
(Area Code) (Telephone Number)Mail Address 1975 Tamarack Rd, Newark, Ohio 43055
(Street and Number. City or Town. State and Zip Code)Primary Location of Books and Records 1975 Tamarack Rd, Newark, Ohio 43055
(Street and Number. City or Town. State and Zip Code) 740-522-7324
(Area Code) (Telephone Number)Internet Website Address www.medben.com
Statement Contact Charles E Krajacic 740-522-7324
charliek@medben.com (Name) 740-522-7324
(E-Mail Address) 740-522-7324 (Area Code) (Telephone Number) (Extension) 740-522-7324 (Fax Number)Policyowner Relations Contact 1975 Tamarack Rd, Newark, Ohio 43055
740-522-7324 (Street and Number. City or Town. State and Zip Code)
(Area Code) (Telephone Number) (Extension)**OFFICERS**

President	Douglas James Freeman
Secretary	Thomas Arthur Hoffman
Treasurer	Richard Merrill Main
Actuary	

Cara Kalstrom Delcher
Charles Edward KrajacicYCaroline Fischer Rouse Fraker
James Andrew Weisent

Kurt Jeffrey Harden

VICE PRESIDENTSDonald Boyd Adams
Nancy Shrider Dix
Thomas Arthur Hoffman
Glen Edward SmithJames Edward Barton
Douglas James Freeman
Richard Merrill MainCharles Daniel Delawder
David Alfred Gallimore
Clark Arthur Morrow**DIRECTORS OR TRUSTEES**State of Ohio SS
County of Licking

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of 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 manual 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.

Douglas James Freeman
PresidentThomas Arthur Hoffman
SecretaryRichard Merrill Main
TreasurerSubscribed and sworn to before me this
14 day of November, 2002

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	5,111,962		5,111,962	5,966,402
2. Stocks:				
2.1 Preferred stocks	500		500	500
2.2 Common stocks	4,373,284	17	4,373,267	4,127,335
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ 174,500 encumbrances)	1,729,656		1,729,656	1,656,968
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Policy loans				
6. Premium notes, including \$ for first year premiums				
7. Cash (\$ 1,018,255) and short-term investments (\$ 2,668,811)	3,687,066		3,687,066	3,055,059
8. Other invested assets				
9. Receivable for securities				
10. Aggregate write-ins for invested assets				
11. Subtotals, cash and invested assets (Lines 1 to 10)	14,902,468	17	14,902,451	14,806,264
12. Reinsurance ceded:				
12.1 Amounts recoverable from reinsurers	236,160	103,484	132,676	82,999
12.2 Commissions and expense allowances due				
12.3 Experience rating and other refunds due				
12.4 Other amounts receivable under reinsurance contracts				
13. Electronic data processing equipment and software	258,276		258,276	199,876
14. Federal and foreign income tax recoverable and interest thereon (including \$ 348,000 net deferred tax asset)	1,085,584		1,085,584	469,000
15. Guaranty funds receivable or on deposit				
16. Life insurance premiums and annuity considerations deferred and uncollected on in force business (less premiums on reinsurance ceded and less \$ loading)	1,556		1,556	7,301
17. Accident and health premiums due and unpaid	(581,028)		(581,028)	(563,788)
18. Investment income due and accrued	46,622		46,622	102,435
19. Net adjustment in assets and liabilities due to foreign exchange rates				
20. Receivable from parent, subsidiaries and affiliates	990,235		990,235	1,494,163
21. Amounts receivable relating to uninsured accident and health plans				
22. Amounts due from agents				
23. Other assets nonadmitted	562,760	562,760		
24. Aggregate write-ins for other than invested assets	1,021,627	193,366	828,261	698,502
25. Total assets excluding Separate Accounts business (Lines 11 to 24)	18,524,260	859,627	17,664,633	17,296,752
26. From Separate Accounts Statement				
27. Total (Lines 25 and 26)	18,524,260	859,627	17,664,633	17,296,752
DETAILS OF WRITE-INS				
1001.				
1002.				
1003.				
1098. Summary of remaining write-ins for Line 10 from overflow page				
1099. Totals (Lines 1001 through 1003 + 1098) (Line 10 above)				
2401. Accounts Receivable-Other	847,377	193,366	654,011	524,252
2402. Cash Surrender Value-Officers' Life Insurance	174,250		174,250	174,250
2403.				
2498. Summary of remaining write-ins for Line 24 from overflow page				
2499. Totals (Lines 2401 through 2403 + 2498) (Line 24 above)	1,021,627	193,366	828,261	698,502

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$ less \$ included in Line 6.3 (including \$ Modco Reserve)		
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)	849,263	707,303
3. Liability for deposit-type contracts (including \$ Modco Reserve)		
4. Contract claims:		
4.1 Life	104,397	160,719
4.2 Accident and health	4,988,682	4,678,942
5. Policyholders' dividends \$ and coupons \$ due and unpaid		
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment to (including \$ Modco)		
6.2 Dividends not yet apportioned (including \$ Modco)		
6.3 Coupons and similar benefits (including \$ Modco)		
7. Amount provisionally held for deferred dividend policies not included in Line 6		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ discount; including \$ 2,139,545 accident and health premiums	2,230,256	1,975,425
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on cancelled contracts		
9.2 Provision for experience rating refunds, including \$ accident and health experience rating refunds		
9.3 Other amounts payable on reinsurance, including \$ assumed and \$ ceded		
9.4 Interest Maintenance Reserve	3,195	4,141
10. Commissions to agents due or accrued-life and annuity contracts \$ 18,234 , accident and health \$ 515,879 and deposit-type contract funds \$	534,113	420,245
11. Commissions and expense allowances payable on reinsurance assumed	509,825	709,714
12. General expenses due or accrued		
13. Transfers to Separate Accounts due or accrued (net) (including \$ accrued for expense allowances recognized in reserves)		
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	961,798	604,675
15. Federal and foreign income taxes, including \$ on realized capital gains (losses) (including \$ net deferred tax liability)	53,801	15,000
16. Unearned investment income		
17. Amounts withheld or retained by company as agent or trustee	36,791	24,985
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated		
20. Net adjustment in assets and liabilities due to foreign exchange rates		
21. Liability for benefits for employees and agents if not included above		
22. Borrowed money \$ and interest thereon \$		
23. Dividends to stockholders declared and unpaid		
24. Miscellaneous liabilities:		
24.1 Asset valuation reserve	556,460	686,190
24.2 Reinsurance in unauthorized companies		
24.3 Funds held under reinsurance treaties with unauthorized reinsurers		
24.4 Payable to parent, subsidiaries and affiliates		
24.5 Drafts outstanding		
24.6 Liability for amounts held under uninsured accident and health plans		
24.7 Funds held under coinsurance	245	852
24.8 Payable for securities		
24.9 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	183,000	183,000
26. Total Liabilities excluding Separate Accounts business (Lines 1 to 25)	11,011,826	10,171,191
27. From Separate Accounts Statement		
28. Total Liabilities (Lines 26 and 27)	11,011,826	10,171,191
29. Common capital stock		
30. Preferred capital stock		
31. Aggregate write-ins for other than special surplus funds		
32. Surplus notes		
33. Gross paid in and contributed surplus		
34. Aggregate write-ins for special surplus funds		
35. Unassigned funds (surplus)	6,652,807	7,125,561
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 29 \$)		
36.2 shares preferred (value included in Line 30 \$)		
37. Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including \$ in Separate Accounts Statement)	6,652,807	7,125,561
38. Totals of Lines 29, 30 and 37	6,652,807	7,125,561
39. Totals of Lines 28 and 38	17,664,633	17,296,752
DETAILS OF WRITE-INS		
2501. Claims Adjustment Liability	183,000	183,000
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	183,000	183,000
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Lines 3101 through 3103 plus 3198) (Line 31 above)		
3401.		
3402.		
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page		
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above)		

SUMMARY OF OPERATIONS

(Excluding Unrealized Capital Gains and Losses)

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts	28,080,035	24,757,320	33,418,122
2. Considerations for supplementary contracts with life contingencies	1,046,491	1,038,225	1,066,824
3. Net investment income	946	2,178	1,744
4. Amortization of Interest Maintenance Reserve (IMR)	2,578,200	2,926,785	3,939,771
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	1,569,901	963,815	1,135,994
7. Reserve adjustments on reinsurance ceded			
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts			
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income	33,275,573	29,688,323	39,562,455
9. Totals (Lines 1 to 8.3)	632,348	481,089	579,299
10. Death benefits			
11. Matured endowments (excluding guaranteed annual pure endowments)			
12. Annuity benefits	23,814,680	19,401,644	26,165,480
13. Disability benefits and benefits under accident and health contracts			
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts			
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds			
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health policies and contracts			
20. Totals (Lines 10 to 19)	24,447,028	19,882,733	26,744,779
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	4,528,997	4,498,439	5,977,704
22. Commissions and expense allowances on reinsurance assumed			
23. General insurance expenses	4,187,056	4,215,801	5,637,618
24. Insurance taxes, licenses and fees, excluding federal income taxes	1,395,121	1,016,479	1,301,793
25. Increase in loading on deferred and uncollected premiums			
26. Net transfers to or (from) Separate Accounts			
27. Aggregate write-ins for deductions	300	300	
28. Totals (Lines 20 to 27)	34,558,202	29,613,752	39,662,194
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(1,282,629)	74,571	(99,739)
30. Dividends to policyholders			
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	(1,282,629)	74,571	(99,739)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(677,031)	(73,227)	(18,000)
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	(605,598)	147,798	(81,739)
34. Net realized capital gains or (losses) less capital gains tax of \$ transferred to the IMR	7,198 (excluding taxes of \$ transferred to the IMR)	13,973	767 (5,886)
35. Net Income (Line 33 plus Line 34)	(591,625)	148,565	(87,625)
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	7,125,561	7,780,639	7,780,639
37. Net income (Line 35)	(591,625)	148,565	(87,625)
38. Change in net unrealized capital gains (losses)	(276,198)	37,011	(12,787)
39. Change in net unrealized foreign exchange capital gain (loss)			
40. Change in deferred income tax	17,199		
41. Change in nonadmitted assets and related items	248,140	(187,030)	(683,702)
42. Change in liability for reinsurance in unauthorized companies			
43. Change in reserve on account of change in valuation basis, (increase) or decrease			
44. Change in asset valuation reserve	129,730		(50,964)
45. Change in treasury stock			
46. Surplus (contributed to) withdrawn from Separate Accounts during period			
47. Other changes in surplus in Separate Accounts Statement			
48. Change in surplus notes			
49. Cumulative effect of changes in accounting principles			180,000
50. Capital changes:			
50.1 Paid in			
50.2 Transferred from surplus (Stock Dividend)			
50.3 Transferred to surplus			
51. Surplus adjustment:			
51.1 Paid in			
51.2 Transferred to capital (Stock Dividend)			
51.3 Transferred from capital			
51.4 Change in surplus as a result of reinsurance			
52. Dividends to stockholders			
53. Aggregate write-ins for gains and losses in surplus			
54. Net change in capital and surplus (Lines 37 through 53)	(472,754)	(1,454)	(655,078)
55. Capital and surplus as of statement date (Lines 36 + 54)	6,652,807	7,779,185	7,125,561
DETAILS OF WRITE-INS			
08.301. Miscellaneous Income	1,172,741	450,537	247,913
08.302. Fee Income	328,157	347,213	468,848
08.303. Hardware Rental			212,121
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	69,003	166,065	207,112
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	1,569,901	963,815	1,135,994
2701. Penalties		300	300
2702.			
2703.			
2798. Summary of remaining write-ins for Line 27 from overflow page		300	300
2799. Totals (Lines 2701 through 2703 plus 2798) (Line 27 above)		300	300
5301.			
5302.			
5303.			
5398. Summary of remaining write-ins for Line 53 from overflow page			
5399. Totals (Lines 5301 through 5303 plus 5398) (Line 53 above)			

CASH FLOW

	1 Current Year To Date	2 Prior Year Ended December 31
Cash from Operations		
1. Premiums and annuity considerations for life and accident and health contracts	28,357,851	34,664,373
2. Charges and fees for deposit-type contracts		
3. Considerations for supplementary contracts with life contingencies		
4. Net investment income	1,102,304	1,066,824
5. Commissions and expense allowances on reinsurance ceded	2,578,200	3,939,771
6. Fees associated with investment management, administration and contract guarantees from Separate Accounts		
7. Aggregate write-ins for miscellaneous income	1,569,901	1,135,994
8. Total (Lines 1 to 7)	33,608,256	40,806,962
9. Death benefits	688,670	396,178
10. Matured endowments		
11. Annuity benefits		
12. Disability benefits and benefits under accident and health contracts		
13. Coupons, guaranteed annual pure endowments and similar benefits		
14. Surrender benefits and withdrawals for life contracts		
15. Group conversions		
16. Interest and adjustments on contract or deposit-type contract funds		
17. Payments on supplementary contracts with life contingencies		
18. Total (Lines 9 to 17)	24,193,610	25,974,678
19. Commissions on premiums, annuity considerations and deposit-type contract funds	4,415,129	5,977,704
20. Commissions and expense allowances on reinsurance assumed		
21. General insurance expenses	4,386,945	5,260,489
22. Insurance taxes, licenses and fees, excluding federal income taxes	1,037,998	975,333
23. Net transfers to or (from) Separate Accounts		
24. Aggregate write-ins for deductions	(266,092)	1,010,558
25. Total (Lines 18 to 24)	33,767,590	39,198,762
26. Dividends paid to policyholders		
27. Federal income taxes (excluding tax on capital gains)	(99,248)	105,300
28. Total (Lines 25 to 27)	33,668,342	39,304,062
29. Net cash from operations (Line 8 minus Line 28)	(60,086)	1,502,900
Cash from Investments		
30. Proceeds from investments sold, matured or repaid:		
30.1 Bonds	2,445,000	2,975,750
30.2 Stocks	119,669	217,660
30.3 Mortgage loans		
30.4 Real estate		
30.5 Other invested assets		
30.6 Net gains (or losses) on cash and short-term investments		
30.7 Miscellaneous proceeds		
30.8 Total investment proceeds (Lines 30.1 to 30.7)	2,564,669	3,193,410
31. Net tax on capital gains (losses)		
32. Total (Line 30.8 minus Line 31)	2,564,669	3,193,410
33. Cost of investments acquired (long-term only):		
33.1 Bonds	1,685,000	2,699,623
33.2 Stocks	237,212	571,958
33.3 Mortgage loans		
33.4 Real estate		
33.5 Other invested assets		
33.6 Miscellaneous applications	89,017	115,481
33.7 Total investments acquired (Lines 33.1 to 33.6)	2,011,229	3,387,062
34. Net increase (or decrease) in policy loans and premium notes		
35. Net cash from investments (Line 32 minus Line 33.7 minus Line 34)	553,440	(193,652)
Cash from Financing and Miscellaneous Sources		
36. Cash provided:		
36.1 Surplus notes, capital and surplus paid in		
36.2 Borrowed money \$ less amounts repaid \$	(40,200)	(59,500)
36.3 Capital notes \$ less amounts repaid \$		
36.4 Deposits on deposit-type contract funds and other liabilities without life or disability contingencies	234,704	293,509
36.5 Other cash provided		
36.6 Total (Lines 36.1 to 36.5)	194,504	234,009
37. Cash applied:		
37.1 Dividends to stockholders paid		
37.2 Interest on indebtedness		
37.3 Withdrawals on deposit-type contract funds and other liabilities without life or disability contingencies	92,744	29,287
37.4 Other applications (net)	(36,893)	986,448
37.5 Total (Lines 37.1 to 37.4)	55,851	1,015,735
38. Net cash from financing and miscellaneous sources (Line 36.6 minus Line 37.5)	138,653	(781,726)
RECONCILIATION OF CASH AND SHORT-TERM INVESTMENTS		
39. Net change in cash and short-term investments (Line 29, plus Line 35, plus Line 38)	632,007	527,522
40. Cash and short-term investments:		
40.1 Beginning of year	3,055,059	2,527,537
40.2 End of period (Line 39 plus Line 40.1)	3,687,066	3,055,059
DETAILS OF WRITE-INS		
0701. Miscellaneous Income and Fees	1,569,901	1,135,994
0702.		
0703.		
0798. Summary of remaining write-ins for Line 7 from overflow page		
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	1,569,901	1,135,994
2401. Inc (Dec) in EDP Equipment	58,400	137,729
2402. Inc (Dec) in A/R-Affiliates	(503,928)	538,632
2403. Inc (Dec) in A/R-Other	129,759	334,197
2498. Summary of remaining write-ins for Line 24 from overflow page	49,677	
2499. Totals (Lines 2401 through 2403 plus 2498) (Line 24 above)	(266,092)	1,010,558

EXHIBIT 1**DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS**

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1. Industrial life			
2. Ordinary life insurance			
3. Ordinary individual annuities			
4. Credit life (group and individual)			
5. Group life insurance	1,688,983	1,836,068	2,468,799
6. Group annuities			
7. A & H - group	47,784,289	44,774,765	60,642,791
8. A & H - credit (group and individual)			
9. A & H - other			
10. Aggregate of all other lines of business			
11. Subtotal	49,473,272	46,610,833	63,111,590
12. Deposit-type contracts			
13. Total	49,473,272	46,610,833	63,111,590
DETAILS OF WRITE-INS			
1001.			
1002.			
1003.			
1098. Summary of remaining write-ins for Line 10 from overflow page			
1099. Total (Lines 1001 through 1003 plus Line 1098) (Line 10 above)			

NOTES TO FINANCIAL STATEMENTS

1. Basis of Presentation

The accompanying financial statements of the Company have been prepared in conformity with the accounting practices described or permitted by the National Association of Insurance Commissioners and the states of Arkansas, Illinois, Indiana, Kansas, Missouri, North Carolina, Ohio, South Carolina, Tennessee, and West Virginia.

2. Basis of Valuation of Invested Assets

a. The basis of valuation for bonds is amortized cost using the straight line method, common stock of the wholly-owned subsidiaries are valued using the equity method.

b. The company uses straight line depreciation for its real estate. The company owns no invested assets requiring a method of depletion.

c. The company owns 100% of the common stock outstanding of Medical Benefits Administrators, Inc. and VisionPlus of America, Inc. which are valued using the equity method. The purchase of Medical Benefits Administrators, Inc. and VisionPlus of America, Inc. amounted to \$160,000 and \$20,000 respectively.

3. Derivative Instruments

The company neither holds nor issues derivative financial instruments.

4. Investment Income

a. There was no investment income excluded from the annual statement.

b. The company does not use the investment year method of allocation of net investment income to line of business.

5. Federal Income Tax Allocation

a. The company's Federal Income Tax return is consolidated with the two wholly-owned subsidiaries mentioned above.

b. The total consolidated federal income tax for all parties is allocated to each entity on the basis of taxable net income. Any recoup of federal tax due to net losses will be allocated on the basis of net loss of each company.

6. Information Concerning Parent, Subsidiaries, and Affiliates

a. The company is not directly or indirectly owned or controlled by any other company, corporation, group of companies, partnership or individual.

b. The company purchased 100% of Medical Benefits Administrators Inc.'s stock in 1988, 100% of VisionPlus of America, Inc.'s stock 1990, and 100% of the preferred stock of MedBen Marketing Services Inc. (formerly Medical Benefits Administrators Insurance Agency, Inc.) in 1993.

c. The company does not hold any investments in its subsidiaries or affiliates which are not included in Schedule D.

d. The company does not own any shares of an upstream intermediate or ultimate parent, either directly or indirectly via a downstream subsidiary, controlled or affiliated company.

e. The company has not made any guarantees or undertakings for the benefit of its subsidiaries which result in a material contingent exposure of the company's assets to liability.

f. The company has an agreement with its subsidiaries with respect to the reimbursement of direct cost for time and materials the company may provide.

7. Deferred Compensation and Retirement Plan

a. Employee Retirement Plan

1. The company has a defined contribution plan covering all employees 21 years of age following completion of a waiting period.

2. The liability for the employee retirement plan is in Ex. 5, line 12.

8. Capital and Surplus and Shareholders' Dividend Restrictions

a. The company has no common stock.

b. The company has no preferred stock.

c. The company has no restrictions or advances in regard to Unassigned Surplus.

d. The company is not holding stock of subsidiaries for any special purpose.

e. The company has no surplus debenture outstanding.

9. Capital Notes

The company has issued no capital notes.

10. Borrowed Money

The company has a \$174,500 real estate mortgage as of September 30, 2002.

11. Life and Annuities Actuarial Reserve

a. The company returns any portion of unearned premiums beyond date of death or termination.

b. The company issued no policies on substandard lives.

c. The company has no material insurance in force for which the gross premiums were less than the net premiums according to the standard valuation set by the State of Ohio.

d. Tabular interest is not applicable to our company.

e. Tabular interest is not applicable to our company.

f. There have been no significant increases under Page 7, Part B, Line 5.

NOTES TO FINANCIAL STATEMENTS

12. Analysis of Annuity Actuarial Reserves and Deposit Liabilities

The company does not sell annuities or policies requiring these deposits.

13. Premium and Annuity Considerations Deferred and Uncollected

Deferred and uncollected group term life insurance premiums as of September 30, 2002 were \$400 for Ohio, \$575 for Indiana, and \$581 for West Virginia. Arkansas, Illinois, Kansas, Missouri, North Carolina, South Carolina and Tennessee, had a zero balance.

14. Ceded Reinsurance Report

Section 1 - General Interrogatories

A. Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the company or by any representatives, officer, trustee, or director of the company? Yes() No(X)

B. Have any policies issued by the company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) which is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor of an insured or any other person not primarily engaged in the insurance business? Yes() No(X)

Section 2 - Ceded Reinsurance Report - Part A

A. Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for non-payment of premium or other similar credits? Yes() No(X)

B. Does the company have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts which, in aggregate and allowing for offset of mutual credit from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies? Yes() No(X)

Section 3 - Ceded Reinsurance Report

A. What is the estimated amount of the aggregate reduction in surplus, for agreements not reflected in Section 2 above, of termination of all reinsurance agreements, by either party, as of the date of this statement? Where necessary the company may consider the current or anticipated experience of the business reinsured in making this estimate. \$ None

B. Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts which were in force or which had existing reserves established by the company as of the effective date of the agreement? Yes() No(X)

15. Uncollectible Reinsurance

The company has not written off any uncollectible reinsurance.

16. Commutation of Ceded Reinsurance

The company has not commuted any ceded reinsurance during the year.

17. Contingent Liabilities

a. The company is not aware of any material contingent liabilities as of September 30, 2002.

b. The company has committed no reserves to cover contingent liabilities.

c. In the normal course of its business operations, the company is involved in litigation from time to time with claimants and others. No lawsuits were pending at September 30, 2002.

18. Leases

The company entered into a telephone lease on November 6, 1997, with AllTel Ohio Inc. The monthly lease payment is \$3,132, and the term is five years.

The company entered into a computer hardware operating lease on April 1, 2000 with Lease Net, Inc. The quarterly lease payment is \$30,458, and the lease term runs through January 1, 2003.

19. Separate Accounts

The company has no separate accounts.

20. Gain or Loss to the Insurer from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans

There was no gain or loss to the company from the plans referenced above.

21. Information Concerning Asset Transfers with Put Options

The company has no asset transfers with put options.

22. Direct Premiums Written by MGU or TPA

There were \$484,120 of MGU and \$0 of TPA premiums written year-to-date.

NOTES TO FINANCIAL STATEMENTS**23. Codification of Statements of Statutory Accounting Principles**

In 2001, the company adopted the accounting guidelines set forth in the NAIC's Codification of Statements of Statutory Accounting Principles (SSAP).

24. Deferred Federal Income Tax Items

The company owns certain deferred tax assets (DTAs) and liabilities (DTLs), as shown, according to SSAP 10, on Page 2 - Assets and Page 3 - Liabilities, Surplus and Other Funds. The company believes the entire amount of the DTAs included on Page 2 is recoverable and, therefore, carries no valuation allowance for this item.

Total Deferred Tax Liabilities	\$ 53,801
Total Deferred Tax Assets	\$ 348,000
DTA Valuation Allowance	\$ 0

25. Events Subsequent

There have been no subsequent events of the company which may have a material effect on the financial condition of the company.

26. Other Items

The company elected to use rounding in reporting amounts in this statement. The amounts in the statement pertain to the entire company business.

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since 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:

.....

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 ()

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? Yes () No (X)

If yes, attach an organizational chart.

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 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 Name of Entity	2 NAIC Company Code	3 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? Yes () No () N/A (X)

If yes, attach an explanation.

7.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 07/14/2000

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. 12/31/1998

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). 09/06/2000

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

.....

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 change in the reporting entity's own preferred or common stock? Yes () No (X)

9.2 If yes, explain

.....
.....

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:

.....
.....

11. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$

12. Amount of real estate and mortgages held in short-term investments: \$

13.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes (X) No ()

13.2 If yes, please complete the following:

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

14.1 Does the reporting entity have any hedging transactions reported on schedule DB? Yes () No (X)

14.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes () No ()

If no, attach a description with this statement.

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 brokers/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
.....
.....
.....

GENERAL INTERROGATORIES - Line 15.1 (continued)

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

Agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook

15.1 Agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook

GENERAL INTERROGATORIES - Line 15.2 (continued)

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

GENERAL INTERROGATORIES - Line 15.4 (continued)

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

GENERAL INTERROGATORIES - Line 15.5 (continued)

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

GENERAL INTERROGATORIES (continued)

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

PART 2 - LIFE AND HEALTH

1. Report the statement value of mortgage loans at the end of this reporting period for the following categories:

	1	Amount
1.1 Long-Term Mortgages in Good Standing		
1.11 Farm Mortgages		\$
1.12 Residential Mortgages		\$
1.13 Commercial Mortgages		\$
1.14 Total Mortgages in Good Standing		<u>\$</u>
1.2 Long-Term Mortgages in Good Standing with Restructured Terms		
1.21 Total Mortgages in Good Standing		<u>\$</u>
1.3 Long-Term Mortgage Loans upon which Interest is Overdue more than Three Months		
1.31 Farm Mortgages		\$
1.32 Residential Mortgages		\$
1.33 Commercial Mortgages		\$
1.34 Total Mortgages with Interest Overdue more than Three Months		<u>\$</u>
1.4 Long-Term Mortgage Loans in Process of Foreclosure		
1.41 Farm Mortgages		\$
1.42 Residential Mortgages		\$
1.43 Commercial Mortgages		\$
1.44 Total Mortgages in Process of Foreclosure		<u>\$</u>
1.5 Total Mortgage Loans (Lines 1.14 plus 1.21 plus 1.34 plus 1.44) (Page 2, Column 3, Lines 3.1 plus 3.2)		<u>\$</u>
1.6 Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter		
1.61 Farm Mortgages		\$
1.62 Residential Mortgages		\$
1.63 Commercial Mortgages		\$
1.64 Total Mortgages Foreclosed and Transferred to Real Estate		<u>\$</u>

SCHEDULE A - VERIFICATION

	1 First Quarter Current Year	2 Second Quarter Current Year	3 Third Quarter Current Year	4 Prior Year Ended December 31
1. Book/adjusted carrying value, beginning of period	1,680,839	1,579,855	1,729,642	1,573,354
2. Increase (decrease) by adjustment	(104,313)	149,787	(67,313)	(7,996)
3. Cost of acquired			67,287	
4. Cost of additions to and permanent improvements	3,329		40	115,481
5. Total profit (loss) on sales				
6. Increase (decrease) by foreign exchange adjustment				
7. Amount received on sales				
8. Book/adjusted carrying value at end of current period	1,579,855	1,729,642	1,729,656	1,680,839
9. Total valuation allowance				
10. Subtotal (Line 8 plus Line 9)	1,579,855	1,729,642	1,729,656	1,680,839
11. Total nonadmitted amounts				23,871
12. Statement value, current period (Page 2, real estate lines, current period)	1,579,855	1,729,642	1,729,656	1,656,968

SCHEDULE B - VERIFICATION

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

SCHEDULE BA - VERIFICATION

Other Invested Assets Included in Schedule BA

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

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	7,506,026	6,599,600	6,436,963	112,110	7,123,661	7,506,026	7,780,773	6,342,939
2. Class 2								
3. Class 3								
4. Class 4								
5. Class 5								
6. Class 6								
7. Total Bonds	7,506,026	6,599,600	6,436,963	112,110	7,123,661	7,506,026	7,780,773	6,342,939
PREFERRED STOCK								
8. Class 1	500				500	500	500	500
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	500				500	500	500	500
15. Total Bonds and Preferred Stock	7,506,526	6,599,600	6,436,963	112,110	7,124,161	7,506,526	7,781,273	6,343,439

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
80999999 Totals	2,668,811	X X X	2,668,811	7,806	

SCHEDULE DA - PART 2 - VERIFICATION

Short-Term Investments Owned

	1 First Quarter Current Year	2 Second Quarter Current Year	3 Third Quarter Current Year	4 Prior Year Ended December 31
1. Book / adjusted carrying value, beginning of period	376,537	227,770	1,444,900	604,178
2. Cost of short-term investments acquired		3,631,562	6,685,147	
3. Increase (decrease) by adjustment				
4. Increase (decrease) by foreign exchange adjustment				
5. Total profit (loss) on disposal of short-term investments				
6. Consideration received on disposal of short-term investments	148,767	2,414,432	5,461,237	227,641
7. Book / adjusted carrying value, current period	227,770	1,444,900	2,668,811	376,537
8. Total valuation allowance				
9. Subtotal (Line 7 plus Line 8)	227,770	1,444,900	2,668,811	376,537
10. Total nonadmitted amounts				
11. Statement value (Line 9 minus Line 10)	227,770	1,444,900	2,668,811	376,537
12. Income collected during period	4,122	2,495	7,806	72,205
13. Income earned during period	4,122	2,495	7,806	72,205

Page 14

Sch. DB, Pt. F, Sn. 1, Summary Replicated (Syn.) Assets Open
NONE

Page 15

Sch. DB, Pt. F, Sn. 2, Reconciliation Replicated (Syn.) Assets
NONE

Page 16

Schedule S - Ceded Reinsurance
NONE

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Is Insurer Licensed ? (Yes or No)	Direct Business Only				5 Deposit-Type Contract Funds	6 Other Considerations		
		Life Contracts		3 Annuity Considerations	4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees				
		2 Life Insurance Premiums							
1. Alabama	AL NO								
2. Alaska	AK NO								
3. Arizona	AZ NO								
4. Arkansas	AR YES								
5. California	CA NO								
6. Colorado	CO NO								
7. Connecticut	CT NO								
8. Delaware	DE NO								
9. District of Columbia	DC NO								
10. Florida	FL NO								
11. Georgia	GA NO								
12. Hawaii	HI NO								
13. Idaho	ID NO								
14. Illinois	IL YES								
15. Indiana	IN YES	582,883			16,763,665				
16. Iowa	IA NO								
17. Kansas	KS YES								
18. Kentucky	KY NO								
19. Louisiana	LA NO								
20. Maine	ME NO								
21. Maryland	MD NO								
22. Massachusetts	MA NO								
23. Michigan	MI NO								
24. Minnesota	MN NO								
25. Mississippi	MS NO								
26. Missouri	MO YES								
27. Montana	MT NO								
28. Nebraska	NE NO								
29. Nevada	NV NO								
30. New Hampshire	NH NO								
31. New Jersey	NJ NO								
32. New Mexico	NM NO								
33. New York	NY NO								
34. North Carolina	NC YES								
35. North Dakota	ND NO								
36. Ohio	OH YES	984,934			26,573,257				
37. Oklahoma	OK NO								
38. Oregon	OR NO								
39. Pennsylvania	PA NO								
40. Rhode Island	RI NO								
41. South Carolina	SC YES								
42. South Dakota	SD NO								
43. Tennessee	TN YES								
44. Texas	TX NO								
45. Utah	UT NO								
46. Vermont	VT NO								
47. Virginia	VA NO								
48. Washington	WA NO								
49. West Virginia	WV YES	121,165			4,447,367				
50. Wisconsin	WI NO								
51. Wyoming	WY NO								
52. American Samoa	AS NO								
53. Guam	GU NO								
54. Puerto Rico	PR NO								
55. U.S. Virgin Islands	VI NO								
56. Canada	CN NO								
57. Aggregate Other Alien	OT XXX								
58. Subtotal	(a) 10	1,688,983			47,784,289				
90. Reporting entity contributions for employee benefit plans	XXX								
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX								
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX								
93. Premium or annuity considerations waived under disability or other contract provisions	XXX								
94. Aggregate of other amounts not allocable by State	XXX								
95. Totals (Direct Business)	XXX	1,688,983			47,784,289				
96. Plus Reinsurance Assumed	XXX								
97. Totals (All Business)	XXX	1,688,983			47,784,289				
98. Less Reinsurance Ceded	XXX	69,572			21,323,664				
99. Totals (All Business) less Reinsurance Ceded	XXX	1,619,410			26,460,625				
DETAILS OF WRITE-INS									
5701.	XXX								
5702.	XXX								
5703.	XXX								
5798. Summary of remaining write-ins for Line 57 from overflow page	XXX								
5799. Total (Lines 5701 through 5703 plus 5798) (Line 57 above)	XXX								
9401.	XXX								
9402.	XXX								
9403.	XXX								
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX								
9499. Total (Lines 9401 through 9403 plus 9498) (Line 94 above)	XXX								

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

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, Your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	RESPONSE
1. Will the SVO Compliance Certification be filed with this statement?	Yes
EXPLANATION:
BARCODE:	
Document Identifier 470:	
2. Will the Trusted Surplus Statement be filed with the State of Domicile and the NAIC with this statement?	No
EXPLANATION:
BARCODE:	
2. Document Identifier 490:	 A standard 1D barcode representing the document identifier 490. The barcode is composed of vertical black lines of varying widths on a white background. To the left of the barcode, the identifier is printed in a small font: 7 4 3 2 2 2 0 0 2 4 9 0 0 0 0 0 3.

OVERFLOW PAGE FOR WRITE-INS

OVERFLOW WRITE-INS FOR Page 4, Summary of Operations

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
--	------------------------------	----------------------------	--------------------------------------

AGGREGATED AT Line 8.3, Miscellaneous Income			
ASO Income	66,108	166,065	207,113
Gain on sale of non-investment asset	2,895		
08,398 Line 8.3, Miscellaneous Income	69,003	166,065	207,113

OVERFLOW WRITE-INS FOR Page 5, Cash Flow

	1 Current Year To Date	2 Prior Year Ended December 31
--	---------------------------------	---

AGGREGATED AT Line 24, Deductions			
Inc (Dec) in Reinsurance Recoverable	49,677		
2498 Line 24, Deductions	49,677		

Page E01

Sch. A, Pt. 2, Real Estate Acquired
NONE

Sch. A, Pt. 3, Real Estate Sold
NONE

Page E02

Schedule B, Part 1, Mortgage Loans Acquired
NONE

Schedule B, Part 2, Mortgage Loans Sold
NONE

Page E03

Sch. BA, Pt. 1, Other Long-Term Invested Assets Acquired
NONE

Sch. BA, Pt. 2, Other Long-Term Invested Assets Sold
NONE

SCHEDULE D - PART 3

Show All Long-term Bonds and Stock Acquired by the Company During the Current Quarter

1 CUSIP Identification	2 Description	3 Date Acquired	4 Name of Vendor	5 Number of Shares of Stock	6 Actual Cost	7 Par Value	8 Paid for Accrued Interest and Dividends	9 NAIC Designation (a)
Bonds - Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions								
312925-UM-0	FHLB, 4.375%, 07/12/2006	07/12/2002	Park National Bank	25,000	25,000			1
3199999 Subtotal - Bonds - Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions								
Bonds - Industrial and Miscellaneous								
931142-BR-3	Wal Mart Stores, 4.375%, 7/12/07	07/12/2007	Park National Bank	25,000	25,000			1
4599999 Subtotal - Bonds - Industrial and Miscellaneous				25,000	25,000			
6099997 Subtotal - Bonds - Part 3				50,000	50,000			
6099999 Subtotal - Bonds				50,000	50,000			
Common Stock - Banks, Trust and Insurance Companies								
894206-10-9	Travelers Property Casualty Corp Cl A	08/27/2002	Park National Bank	12.961	294			L
894206-40-6	Travelers Property Casualty Corp Cl B	08/27/2002	Park National Bank	26.630	651			L
894206-40-6	Travelers Property Casualty Corp Cl B	08/26/2002	Merrill Lynch	66.000	7			L
894206-10-9	Travelers Property Casualty Corp Cl A	08/26/2002	Merrill Lynch	32.000	5			L
6799999 Subtotal - Common Stock - Banks, Trust and Insurance Companies				958				
Common Stock - Industrial and Miscellaneous								
478160-10-4	Johnson & Johnson	08/02/2002	Park National Bank	125.000	6,389			L
91913Y-10-0	Valero Energy Corp	08/02/2002	Park National Bank	250.000	8,632			L
013104-10-4	Albertsons Inc	08/29/2002	Park National Bank	275.000	7,717			L
263534-10-9	Dupont (E I) DE Nemours & Co	08/29/2002	Park National Bank	75.000	3,076			L
907818-10-8	Union Pacific Corp	08/29/2002	Park National Bank	125.000	7,982			L
026609-10-7	American Home Products (Wyeth)	08/29/2002	Park National Bank	125.000	5,532			L
166764-10-0	Chevron Texaco Corp	09/30/2002	Park National Bank	50.000	3,454			L
369604-10-3	General Electric Co	09/30/2002	Park National Bank	75.000	2,005			L
873168-10-8	TXU Corp	09/13/2002	Merrill Lynch	200.000	9,176			L
589958-40-4	ML Fundamental Growth D	09/09/2002	Merrill Lynch	565.306	13,922			L
6899999 Subtotal - Common Stock - Industrial and Miscellaneous				67,885				
7099997 Subtotal - Common Stock - Part 3				68,843				
7099999 Subtotal - Common Stock				68,843				
7199999 Subtotal - Preferred and Common Stock				68,843				
7299999 TOTALS				118,843				

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

SCHEDULE D - PART 4

Show All Long-term Bonds and Stock Sold, Redeemed or Otherwise Disposed of
by the Company During the Current Quarter

1 CUSIP Identifi- cation	2 Description	3 Disposal Date	4 Name of Purchaser	5 Number of Shares of Stock	6 Consideration	7 Par Value	8 Actual Cost	9 Book/Adjusted Carrying Value at Disposal Date	10 Increase (Decrease) by Adjustment	11 Increase (Decrease) by Foreign Exchange Adjustment	12 Foreign Exchange Gain (Loss) on Disposal	13 Realized Gain (Loss) on Disposal	14 Total Gain (Loss) on Disposal	15 Interest on Bonds Received During Year	16 Dividends on Stocks Received During Year	17 NAIC Designa- tion (a)
Bonds - U.S. Governments																
912827-3C-4	US T-Note, 6.00%, 07/31/2002	07/31/2002	Merrill Lynch		500,000	500,000.00	513,042	500,000					30,000			1
0399999	Subtotal - Bonds - U.S. Governments				500,000	500,000.00	513,042	500,000					30,000			
Bonds - Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																
3133M9-FE-7	FHLB, 6.00%, 08/15/2002	08/15/2002	Merrill Lynch		500,000	500,000.00	489,280	500,000					30,000			1
3199999	Subtotal - Bonds - Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions				500,000	500,000.00	489,280	500,000					30,000			
6099997	Subtotal - Bonds - Part 4				1,000,000	1,000,000.00	1,002,323	1,000,000					60,000			
6099999	Subtotal - Bonds				1,000,000	1,000,000.00	1,002,323	1,000,000					60,000			
Common Stock - Banks, Trust and Insurance Companies																
894206-10-9	Travelers Property Casualty Cl A	09/11/2002	Park National Bank	0.961	15		22	22					(8)			L
894206-40-6	Travelers Property Casualty Cl B	09/11/2002	Park National Bank	0.630	10		15	15					(6)			L
172967-10-1	Citigroup Inc	09/13/2002	Merrill Lynch	160.000	5,008		2,510	6,200					2,498			L
6799999	Subtotal - Common Stock - Banks, Trust and Insurance Companies				5,032		2,548	6,238					2,485			L
Common Stock - Industrial and Miscellaneous																
00845V-20-9	Agere Systems Inc Cl A	07/26/2002	Park National Bank	2.000	4		64	64					(61)			L
00845V-10-0	Agere Systems Inc Cl B	07/26/2002	Park National Bank	52.000	106		1,693	1,693					(1,587)			L
832696-40-5	Smucker (JM) Co	07/19/2002	Park National Bank	2.000	62		48	48					14			L
786514-20-8	Safeway Inc	09/20/2002	Park National Bank	200.000	5,000		9,092	5,838					(4,092)			L
803111-10-3	Sara Lee Corp	09/20/2002	Park National Bank	350.000	6,416		5,820	7,224					596			L
589958-20-6	ML Fundamental Growth B	09/09/2002	Merrill Lynch	519.025	12,026		12,026	12,026								L
589958-20-6	ML Fundamental Growth B	09/09/2002	Merrill Lynch	39.604	924		924	924								L
589958-20-6	ML Fundamental Growth B	09/09/2002	Merrill Lynch	45.941	972		972	972								L
6899999	Subtotal - Common Stock - Industrial and Miscellaneous				25,509		30,640	28,790					(5,130)			L
7099997	Subtotal - Common Stock - Part 4				30,542		33,187	35,028					(2,645)			L
7099999	Subtotal - Common Stock				30,542		33,187	35,028					(2,645)			L
7199999	Subtotal - Preferred and Common Stock				30,542		33,187	35,028					(2,645)			L
7299999	TOTALS				1,030,542		1,035,510	1,035,028					(2,645)			60,000

(a) For all common stock bearing the NAIC designation 'U' provide: the number of such issues

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Schedule DB, Part A, Section 1

NONE

Schedule DB, Part B, Section 1

NONE

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Schedule DB, Part C, Section 1

NONE

Schedule DB, Part D, Section 1

NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Rate of Interest	3 Amount of Interest Received During Current Quarter	4 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			8 *
				5 First Month	6 Second Month	7 Third Month	
Name	Location and Supplemental Information						
Open Depositories							
Park National Bank	Newark, OH			990,662	771,920	1,018,005	
0199999 TOTAL - Open Depositories				990,662	771,920	1,018,005	
0399999 TOTAL Cash on Deposit				990,662	771,920	1,018,005	
0499999 Cash in Company's Office				250	250	250	
0599999 TOTALS				990,912	772,170	1,018,255	