



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF MARCH 31, 2011

OF THE CONDITION AND AFFAIRS OF THE

American Modern Life Insurance Company

NAIC Group Code 0361 (Current) 0361 (Prior) NAIC Company Code 65811 Employer's ID Number 86-6052181

Organized under the Laws of Ohio, State of Domicile or Port of Entry Ohio

Country of Domicile United States of America

Incorporated/Organized 12/12/1956 Commenced Business 01/03/1957

Statutory Home Office 7000 Midland Blvd. (Street and Number) Amelia, OH 45102-2607 (City or Town, State and Zip Code)

Main Administrative Office 7000 Midland Blvd. (Street and Number) Amelia, OH 45102-2607 (City or Town, State and Zip Code) 800-543-2644-5478 (Area Code) (Telephone Number)

Mail Address P.O. Box 5323 (Street and Number or P.O. Box) Cincinnati, OH 45201-5323 (City or Town, State and Zip Code)

Primary Location of Books and Records 7000 Midland Blvd. (Street and Number) Amelia, OH 45102-2607 (City or Town, State and Zip Code) 800-543-2644-5478 (Area Code) (Telephone Number)

Internet Web Site Address www.amig.com

Statutory Statement Contact Kenneth L. Kuhn (Name) 800-543-2644-5478 (Area Code) (Telephone Number) kkuhn@amig.com (E-mail Address) 513-947-4111 (FAX Number)

OFFICERS

Chairman / Senior Vice President Juergen Erwin Kammerlohr Senior Vice President James Paul Tierney

President / CEO William Todd Gray Senior Vice President / Treasurer Matthew Joseph T. McConnell

OTHER

Craig Richard Smiddy Vice President Michael Lynn Flowers Vice President / Secretary

DIRECTORS OR TRUSTEES

William Todd Gray Juergen Erwin Kammerlohr Paul Frederick Gelter James Paul Tierney Michael Lynn Flowers

State of Ohio SS: County of Clermont

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. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

William Todd Gray President / CEO Michael Lynn Flowers Vice President / Secretary Kenneth Leo Kuhn Vice President / Controller

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

STATEMENT AS OF MARCH 31, 2011 OF THE American Modern Life Insurance Co.

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 .....	36,196,529		36,196,529	40,941,354
2. Stocks:				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....	17,516,758	2,176,627	15,340,131	15,597,515
3. Mortgage loans on real estate:				
3.1 First liens .....			0	0
3.2 Other than first liens .....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....			0	0
4.3 Properties held for sale (less \$ encumbrances) .....			0	0
5. Cash (\$ ..... (175,497) ), cash equivalents (\$ ..... 2,499,290 ) and short-term investments (\$ ..... 4,882,068 ) .....	7,205,861		7,205,861	2,564,304
6. Contract loans (including \$ ..... premium notes) .....			0	0
7. Derivatives .....			0	0
8. Other invested assets .....			0	0
9. Receivables for securities .....			0	0
10. Securities lending reinvested collateral assets .....			0	0
11. Aggregate write-ins for invested assets .....	521,228	521,228	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	61,440,376	2,697,855	58,742,521	59,103,173
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	224,035		224,035	371,636
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	75,965		75,965	142,764
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....			0	0
15.3 Accrued retrospective premiums .....			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	1,268,085		1,268,085	1,450,792
16.2 Funds held by or deposited with reinsured companies .....			0	0
16.3 Other amounts receivable under reinsurance contracts .....	1,318,117		1,318,117	1,197,224
17. Amounts receivable relating to uninsured plans .....			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon .....			0	0
18.2 Net deferred tax asset .....	1,410,613	1,013,999	396,614	377,593
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
23. Receivables from parent, subsidiaries and affiliates .....	38,102		38,102	2,294
24. Health care (\$ ..... ) and other amounts receivable .....			0	0
25. Aggregate write-ins for other than invested assets .....	0	0	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	65,775,293	3,711,854	62,063,439	62,645,476
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27)	65,775,293	3,711,854	62,063,439	62,645,476
DETAILS OF WRITE-INS				
1101. Disallowed Interest Maintenance Reserve .....	521,228	521,228	0	0
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	521,228	521,228	0	0
2501. ....			0	0
2502. ....				
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	0	0	0	0

STATEMENT AS OF MARCH 31, 2011 OF THE American Modern Life Insurance Co.

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) .....	21,410,347	22,261,926
2. Aggregate reserve for accident and health contracts (including \$ ..... Modco Reserve) .....	7,584,936	7,691,708
3. Liability for deposit-type contracts (including \$ ..... Modco Reserve) .....		0
4. Contract claims:		
4.1 Life .....	938,228	920,519
4.2 Accident and health .....	543,716	541,170
5. Policyholders' dividends \$ ..... and coupons \$ ..... due and unpaid .....		0
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$ ..... Modco) .....		0
6.2 Dividends not yet apportioned (including \$ ..... Modco) .....		0
6.3 Coupons and similar benefits (including \$ ..... Modco) .....		0
7. Amount provisionally held for deferred dividend policies not included in Line 6 .....		0
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ ..... discount; including \$ ..... accident and health premiums .....		0
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts .....		0
9.2 Provision for experience rating refunds, including \$ ..... accident and health experience rating refunds .....	906,143	861,592
9.3 Other amounts payable on reinsurance, including \$ ..... assumed and \$ ..... ceded .....	0	0
9.4 Interest Maintenance Reserve .....		0
10. Commissions to agents due or accrued-life and annuity contracts \$ ..... , accident and health \$ ..... and deposit-type contract funds \$ ..... .....	58,721	78,407
11. Commissions and expense allowances payable on reinsurance assumed .....		0
12. General expenses due or accrued .....	2,400,000	2,400,000
13. Transfers to Separate Accounts due or accrued (net) (including \$ ..... accrued for expense allowances recognized in reserves, net of reinsured allowances) .....		0
14. Taxes, licenses and fees due or accrued, excluding federal income taxes .....	184,156	176,480
15.1 Current federal and foreign income taxes, including \$ ..... on realized capital gains (losses) .....	1,433,610	1,212,816
15.2 Net deferred tax liability .....		0
16. Unearned investment income .....		0
17. Amounts withheld or retained by company as agent or trustee .....		0
18. Amounts held for agents' account, including \$ ..... agents' credit balances .....		0
19. Remittances and items not allocated .....		0
20. Net adjustment in assets and liabilities due to foreign exchange rates .....		0
21. Liability for benefits for employees and agents if not included above .....		0
22. Borrowed money \$ ..... and interest thereon \$ ..... .....		0
23. Dividends to stockholders declared and unpaid .....		0
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve .....	1,542,548	1,542,549
24.02 Reinsurance in unauthorized companies .....		0
24.03 Funds held under reinsurance treaties with unauthorized reinsurers .....	1,621,562	1,615,583
24.04 Payable to parent, subsidiaries and affiliates .....	128,560	144,517
24.05 Drafts outstanding .....		0
24.06 Liability for amounts held under uninsured plans .....		0
24.07 Funds held under coinsurance .....		0
24.08 Derivatives .....		0
24.09 Payable for securities .....		0
24.10 Payable for securities lending .....		0
24.11 Capital notes \$ ..... and interest thereon \$ ..... .....		0
25. Aggregate write-ins for liabilities .....	1,955,106	2,055,581
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25) .....	40,707,633	41,502,848
27. From Separate Accounts Statement .....		0
28. Total liabilities (Lines 26 and 27) .....	40,707,633	41,502,848
29. Common capital stock .....	2,500,000	2,500,000
30. Preferred capital stock .....		0
31. Aggregate write-ins for other than special surplus funds .....	0	0
32. Surplus notes .....		0
33. Gross paid in and contributed surplus .....	7,000,000	7,000,000
34. Aggregate write-ins for special surplus funds .....	0	0
35. Unassigned funds (surplus) .....	11,855,806	11,642,630
36. Less treasury stock, at cost:		
36.1 ..... shares common (value included in Line 29 \$ ..... ) .....		0
36.2 ..... shares preferred (value included in Line 30 \$ ..... ) .....		0
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ ..... in Separate Accounts Statement) .....	18,855,806	18,642,630
38. Totals of Lines 29, 30 and 37 .....	21,355,806	21,142,630
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3) .....	62,063,439	62,645,478
<b>DETAILS OF WRITE-INS</b>		
2501. Reinsurance Balances Payable .....	1,723,203	1,840,368
2502. Stabilization Reserve .....	100,000	100,000
2503. Unclaimed Funds Payable .....	131,903	115,213
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	1,955,106	2,055,581
3101. ....		
3102. ....		
3103. ....		
3198. Summary of remaining write-ins for Line 31 from overflow page .....	0	0
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above) .....	0	0
3401. ....		
3402. ....		
3403. ....		
3498. Summary of remaining write-ins for Line 34 from overflow page .....	0	0
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above) .....	0	0

SUMMARY OF OPERATIONS

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts .....	2, 140, 534	2, 160, 942	9, 749, 624
2. Considerations for supplementary contracts with life contingencies .....		0	0
3. Net investment income .....	231, 014	278, 544	1, 035, 526
4. Amortization of Interest Maintenance Reserve (IMR) .....	(6, 862)	0	(1, 800)
5. Separate Accounts net gain from operations excluding unrealized gains or losses .....		0	0
6. Commissions and expense allowances on reinsurance ceded .....	1, 893, 144	2, 106, 840	8, 263, 927
7. Reserve adjustments on reinsurance ceded .....		0	0
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts .....		0	0
8.2 Charges and fees for deposit-type contracts .....		0	0
8.3 Aggregate write-ins for miscellaneous income .....	0	0	0
9. Totals (Lines 1 to 8.3) .....	4, 257, 830	4, 546, 326	19, 047, 277
10. Death benefits .....	1, 240, 856	1, 349, 723	3, 922, 645
11. Matured endowments (excluding guaranteed annual pure endowments) .....		0	0
12. Annuity benefits .....		0	0
13. Disability benefits and benefits under accident and health contracts .....	535, 354	399, 065	1, 897, 930
14. Coupons, guaranteed annual pure endowments and similar benefits .....		0	0
15. Surrender benefits and withdrawals for life contracts .....		0	0
16. Group conversions .....		0	0
17. Interest and adjustments on contract or deposit-type contract funds .....		0	0
18. Payments on supplementary contracts with life contingencies .....		0	0
19. Increase in aggregate reserves for life and accident and health contracts .....	(958, 351)	(1, 607, 212)	(4, 100, 094)
20. Totals (Lines 10 to 19) .....	817, 859	141, 576	1, 720, 481
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only) .....	2, 304, 326	2, 411, 535	10, 291, 307
22. Commissions and expense allowances on reinsurance assumed .....	19, 711	22, 351	73, 185
23. General insurance expenses .....	422, 200	364, 683	4, 401, 733
24. Insurance taxes, licenses and fees, excluding federal income taxes .....	167, 151	172, 304	790, 675
25. Increase in loading on deferred and uncollected premiums .....		0	0
26. Net transfers to or (from) Separate Accounts net of reinsurance .....		0	0
27. Aggregate write-ins for deductions .....	0	0	0
28. Totals (Lines 20 to 27) .....	3, 731, 247	3, 112, 449	17, 277, 381
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28) .....	526, 583	1, 433, 877	1, 769, 896
30. Dividends to policyholders .....		0	0
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30) .....	526, 583	1, 433, 877	1, 769, 896
32. Federal and foreign income taxes incurred (excluding tax on capital gains) .....	220, 795	563, 463	1, 212, 815
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) .....	305, 788	870, 414	557, 081
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ ..... (excluding taxes of \$ ..... transferred to the IMR) .....		117, 299	0
35. Net income (Line 33 plus Line 34) .....	305, 788	987, 713	557, 081
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year .....	21, 142, 630	20, 822, 960	20, 822, 960
37. Net income (Line 35) .....	305, 788	987, 713	557, 081
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ ..... 14, 288	87, 974	722, 044	(1, 683, 966)
39. Change in net unrealized foreign exchange capital gain (loss) .....		0	0
40. Change in net deferred income tax .....	(26, 066)	9, 254	396, 847
41. Change in nonadmitted assets .....	(118, 891)	(4, 096)	1, 569, 271
42. Change in liability for reinsurance in unauthorized companies .....		0	0
43. Change in reserve on account of change in valuation basis, (increase) or decrease .....		0	0
44. Change in asset valuation reserve .....	0	0	(377, 046)
45. Change in treasury stock .....		0	0
46. Surplus (contributed to) withdrawn from Separate Accounts during period .....		0	0
47. Other changes in surplus in Separate Accounts Statement .....		0	0
48. Change in surplus notes .....		0	0
49. Cumulative effect of changes in accounting principles .....		0	0
50. Capital changes:			
50.1 Paid in .....		0	0
50.2 Transferred from surplus (Stock Dividend) .....		0	0
50.3 Transferred to surplus .....		0	0
51. Surplus adjustment:			
51.1 Paid in .....	0	0	0
51.2 Transferred to capital (Stock Dividend) .....		0	0
51.3 Transferred from capital .....		0	0
51.4 Change in surplus as a result of reinsurance .....	(35, 629)	(35, 629)	(142, 517)
52. Dividends to stockholders .....		0	0
53. Aggregate write-ins for gains and losses in surplus .....	0	0	0
54. Net change in capital and surplus for the year (Lines 37 through 53) .....	213, 176	1, 679, 286	319, 670
55. Capital and surplus, as of statement date (Lines 36 + 54) .....	21, 355, 806	22, 502, 246	21, 142, 630
DETAILS OF WRITE-INS			
08.301. ....			
08.302. ....			
08.303. ....			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page .....	0	0	0
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above) .....	0	0	0
2701. ....			
2702. ....			
2703. ....			
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
5301. ....			0
5302. ....			
5303. ....			
5398. Summary of remaining write-ins for Line 53 from overflow page .....	0	0	0
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above) .....	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	2,222,283	1,983,623	9,884,968
2. Net investment income .....	396,336	235,749	1,025,286
3. Miscellaneous income .....	1,893,144	2,106,840	8,263,924
4. Total (Lines 1 to 3) .....	4,511,763	4,326,212	19,174,178
5. Benefit and loss related payments .....	1,573,248	1,592,258	6,085,852
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	3,052,318	3,097,602	13,228,422
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ ..... tax on capital gains (losses) .....	0	0	0
10. Total (Lines 5 through 9) .....	4,625,566	4,689,860	19,314,274
11. Net cash from operations (Line 4 minus Line 10) .....	(113,803)	(363,648)	(140,096)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	10,526,823	17,663,800	44,310,110
12.2 Stocks .....	0	0	17,307,272
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0	0
12.7 Miscellaneous proceeds .....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	10,526,823	17,663,800	61,617,382
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	5,625,202	17,444,313	44,296,265
13.2 Stocks .....	0	0	17,307,272
13.3 Mortgage loans .....	0	0	0
13.4 Real estate .....	0	0	0
13.5 Other invested assets .....	0	0	0
13.6 Miscellaneous applications .....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	5,625,202	17,444,313	61,603,537
14. Net increase (or decrease) in contract loans and premium notes .....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	4,901,621	219,487	13,845
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0	0
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied) .....	(146,261)	(889,425)	(343,171)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(146,261)	(889,425)	(343,171)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	4,641,557	(1,033,586)	(469,422)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	2,564,304	3,033,726	3,033,726
19.2 End of period (Line 18 plus Line 19.1) .....	7,205,861	2,000,140	2,564,304

Note: Supplemental disclosures of cash flow information for non-cash transactions:

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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 .....		0	0
2. Ordinary life insurance .....		0	0
3. Ordinary individual annuities .....		0	0
4. Credit life (group and individual) .....	4,129,070	4,693,757	19,126,188
5. Group life insurance .....		0	0
6. Group annuities .....		0	0
7. A & H - group .....		0	0
8. A & H - credit (group and individual) .....	2,730,141	3,137,206	12,625,045
9. A & H - other .....		0	0
10. Aggregate of all other lines of business .....	0	0	0
11. Subtotal .....	6,859,211	7,830,963	31,751,233
12. Deposit-type contracts .....		0	0
13. Total	6,859,211	7,830,963	31,751,233
DETAILS OF WRITE-INS			
1001. ....			
1002. ....			
1003. ....			
1098. Summary of remaining write-ins for Line 10 from overflow page .....	0	0	0
1099. Totals (Lines 1001 through 1003 plus 1098)(Line 10 above)	0	0	0

## NOTES TO FINANCIAL STATEMENTS

### 1) Summary of Significant Accounting Policies

The accompanying financial statement of American Modern Life Insurance Company has been prepared in conformity with accounting practices prescribed or permitted by the National Association of Insurance Commissioners and the State of Ohio.

### 2) Accounting Changes and Corrections of Errors

No change.

### 3) Business Combinations and Goodwill

1. In 2006, American Modern Life Insurance Company purchased 100% of the outstanding shares of SPL Holding Company Inc. and its subsidiaries. SPL Holding Company owns 100% of Southern Pioneer Life Insurance Company, NAIC #74365, who owns 100% of the common stock of the following:

Union Life Insurance Company, NAIC# 83909  
Ouachita Life Insurance Company, NAIC# 88820  
Capital Life & Accident Insurance Company, NAIC# 90840  
Hyneman Life Corp

Hyneman Life Corp owns 100% of the common stock of Arkansas Life Insurance Company, NAIC# 97551

Southern Pioneer Holding Company Inc. was dissolved in 2010.

2. The accounting method used was the statutory purchase method.

3. American Modern Life Insurance Company's investment in subsidiary is \$9,348,816 and the goodwill recorded is \$7,842,463.

4. Goodwill amortization relating to the purchase is \$191,279 for 2011.

### 4) Discontinued Operations

No change.

### 5) Investments

No change.

### 6) Joint Ventures

No change.

### 7) Investment Income

No change.

### 8) Derivative Instruments

No change.

### 9) Income Taxes

STATEMENT AS OF MARCH 31, 2011 OF THE American Modern Life Insurance Co.

NOTES TO FINANCIAL STATEMENTS

A. The net deferred tax asset/(liability) at March 31, 2011 and the change from the prior year are comprised of the following components:

	Ordinary	3/31/11 Capital	Total	Ordinary	12/31/10 Capital	Total	Change Ordinary	Change Capital	Change Total
(1) Total gross deferred tax assets	1,501,475	368,300	1,869,775	1,466,459	429,382	1,895,841	35,016	(61,081)	(26,066)
(2) Total gross deferred tax liabilities	-	(459,162)	(459,162)	-	(473,451)	(473,451)	-	14,288	14,288
(3) Net deferred tax assets /(liabilities)	1,501,475	(90,862)	1,410,613	1,466,459	(44,069)	1,422,391	35,016	(46,793)	(11,777)
(4) Total Deferred tax assets nonadmitted	(1,013,999)	-	(1,013,999)	(1,044,797)	-	(1,044,797)	30,798	-	30,798
(5) Net admitted deferred tax assets / (liabilities)	487,476	(90,862)	396,614	421,663	(44,069)	377,594	65,813	(46,793)	19,020
(7) The Company has not elected to admit deferred tax assets pursuant to paragraph 10.e. for the years ended 3/31/11 and 12/31/10.									
(8) The amount of admitted adjusted gross deferred tax assets admitted under each component of SSAP 10R:									

	Ordinary	3/31/11 Capital	Total	Ordinary	12/31/10 Capital	Total	Change Ordinary	Change Capital	Change Total
Admitted under paragraph 10.a. from prior years income taxes paid that can be recovered through loss carrybacks	396,614	-	396,614	377,594	-	377,594	19,020	-	19,020
Deferred tax asset, Paragraph 10.b., lesser of:									
Expected to be recognized within one year, admitted under paragraph 10.b.i	-	-	-	-	-	-	-	-	-
10% of adjusted capital and surplus, admitted under paragraph 10.b.ii	1,963,444	-	1,963,444	2,539,472	-	2,539,472	(576,029)	-	(576,029)
Admitted under paragraph 10.b. (lesser of b.i. or b.ii)	-	-	-	-	-	-	-	-	-
Adjusted gross DTAs offsetting existing DTLs, admitted under paragraph 10.c.	90,862	368,300	459,162	44,069	429,382	473,451	46,793	(61,081)	(14,288)
Total admitted from the application of paragraph 10.a - 10.c.	487,476	368,300	855,777	421,663	429,382	851,045	65,813	(61,081)	4,732
Total admitted adjusted gross deferred tax assets	487,476	368,300	855,777	421,663	429,382	851,045	65,813	(61,081)	4,732

(10) The amount of admitted DTAs, admitted assets, statutory surplus and total adjusted capital in the risk-based capital calculation and the increased amount of DTAs, admitted assets and surplus as the result of the application of paragraph 10e:

SSAP 10R, Paragraphs 10a, 10b and 10c	Ordinary	3/31/11 Capital	Total	Ordinary	12/31/10 Capital	Total	Change Ordinary	Change Capital	Change Total
Admitted Deferred Tax Assets	487,476	368,300	855,777	421,663	429,382	851,045	65,813	(61,081)	4,732
Admitted Assets			62,063,469			62,645,477			(582,008)
Adjusted Statutory Surplus			21,355,806			21,142,630			213,176
Total Adjusted Capital from DTAs			396,614			335,966			60,648

(11) The change in deferred income taxes reported in surplus before consideration of nonadmitted assets is comprised of the following components:

	3/31/11	12/31/10	Change	12/31/10	12/31/09	Change
Net adjusted deferred tax asset (liability)	1,410,613	1,422,391	(11,777)	1,422,391	1,143,555	278,836
Tax-effect of unrealized gains and losses	(459,162)	(473,451)	14,288	(473,451)	(355,439)	(118,012)
Net tax effect without unrealized gains and losses	1,869,775	1,895,841	(26,066)	1,895,841	1,498,994	396,847
Change in deferred income tax			26,066			(396,847)

B. Unrecognized deferred tax liabilities

- (1) There are no temporary differences for which deferred tax liabilities are not recognized.
- (2) None
- (3) There are no unrecognized DTL for temporary differences related to investments in foreign subsidiaries and foreign corporate joint ventures that are essentially permanent in duration.
- (4) There are no DTL for temporary differences other than those in item (3) above that is not recognized.

C. Current income taxes incurred consist of the following major components:

	3/31/11	12/31/10	Change
Current year tax expense (benefit)- ordinary income	220,795	1,343,918	(1,123,123)
Current year tax expense (benefit)- realized gains(losses)	61,081	200,791	(139,710)
Current year tax expense (benefit) incurred	281,876	1,544,709	(1,262,833)
Benefits of operating loss carry forwards	-	(131,103)	131,103
Benefits of capital loss carry forwards	(61,081)	(200,791)	139,710
Current income taxes incurred	220,795	1,212,815.00	(992,020)

Deferred income tax assets and liabilities consist of the following major components:

	Ordinary	3/31/11 Capital	Total	Ordinary	12/31/10 Capital	Total	Change Ordinary	Change Capital	Change Total
Deferred tax assets:									
Unearned Premium Reserve	327,696	-	327,696	340,189	-	340,189	(12,493)	-	(12,493)
Loss Reserve Discounting	96,413	-	96,413	32,264	-	32,264	64,149	-	64,149
Policy Acquisition Costs	150,074	-	150,074	154,244	-	154,244	(4,170)	-	(4,170)
Other Reserves	840,000	-	840,000	840,000	-	840,000	-	-	-
Ceded Reinsurance	87,292	-	87,292	99,762	-	99,762	(12,470)	-	(12,470)
NOL Carryforward	-	-	-	-	-	-	-	-	-
Capital Loss Carryforward	-	368,300	368,300	-	429,382	429,382	-	(61,081)	(61,081)
Total gross deferred tax assets	1,501,475	368,300	1,869,775	1,466,459	429,382	1,895,841	35,016	(61,081)	(26,066)
Statutory Valuation Allowance Adjustment	-	-	-	-	-	-	-	-	-
Total adjusted gross deferred tax assets	1,501,475	368,300	1,869,775	1,466,459	429,382	1,895,841	35,016	(61,081)	(26,066)
Nonadmitted deferred tax assets	(1,013,999)	-	(1,013,999)	(1,044,796)	(0)	(1,044,797)	30,798	0	30,798
Admitted deferred tax assets	487,476	368,300	855,777	421,663	429,382	851,045	65,813	(61,081)	4,732
Deferred tax liabilities:									
Accelerated Depreciation	-	-	-	-	-	-	0	0	0
Unrealized <Gains> Losses	-	(459,162)	(459,162)	-	(473,451)	(473,451)	-	14,288	14,288
Other	-	-	-	-	-	-	-	-	-
Total deferred tax liabilities	-	(459,162)	(459,162)	-	(473,451)	(473,451)	-	14,288	14,288
Net admitted deferred tax asset (liability)	487,476	(90,862)	396,614	421,663	(44,069)	377,594	65,813	(46,793)	19,020

There was no valuation allowance adjustment to gross deferred tax assets as of March 31, 2011 and December 31, 2010, respectively.

The Company has no specific tax planning strategies that would effect the determination of DTA's or the determination of net-admitted DTA's.



NOTES TO FINANCIAL STATEMENTS

D. The Company's income tax incurred and change in deferred income tax differs from the amount obtained by applying the federal statutory rate of 35% to income before income taxes as follows:

	3/31/11 Total	12/31/10 Total
Current income taxes incurred	220,795	1,212,815
Change in deferred income tax (without tax on unrealized gains and losses)	26,066	(396,847)
Total income tax reported	246,861	815,968
Income before taxes	526,583	1,769,926
Expected Income tax expense (benefit) at 35% statutory rate	184,304	619,474
Increase (decrease) in actual tax reported resulting from:		
a. Dividends received deduction	(926)	(2,778)
b. Tax-exempt income	-	-
c. Amortization of IMR	63,483	201,421
d. Return to Provision	-	(2,149)
Total income tax reported	246,861	815,968

E. Operating loss carryforward

- (1) As of March 31, 2011, there are no operating loss carryforwards available for tax purposes. As of March 31, 2011, the Company has \$1,052,287 of capital loss carry-forwards available for tax purposes.
- (2) The amount of Federal income taxes incurred that are available for recoupment in the event of future net losses are:

	Ordinary	Capital	Total
#	220,795	-	220,795
2010	1,212,815	-	1,212,815
2009	-	-	-

- (3) There are no deposits admitted under Section 6603 of the Internal Revenue Code.

F. Consolidated federal income tax return

- (1) The Company's federal income tax return is not consolidated.

10) Information Concerning Parent, Subsidiaries, Affiliates and Related Parties

- A. The Company ceded \$167,843 and \$222,343 of accident and health written premiums to affiliated companies, Modern Life Insurance Company of Arizona, Inc. and American Modern Home Insurance Company through March 2011.
- B. At March 31, 2011, the Company had a balance due from related parties in the amount of \$ 87,513 and a balance due to related parties in the amount of \$ 133,774.
- C. through L.
- No change.

11) Debt

No change.

12) Retirement Plans, Deferred Compensation, Post employment Benefits and Compensated Absences and Other Post retirement Benefit Plans

No change

13) Capital and Surplus, Shareholder Dividend Restrictions and Quasi-Reorganizations

- A) through C) No Change.
- D. The portion of unassigned funds surplus represented or (reduced) by each item below is as follows:

Unrealized gains and losses \$ 0,000,000

14) Contingencies

No change.

15) Leases

No change.

16) Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

No change.

17) Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

No change.

NOTES TO FINANCIAL STATEMENTS

18) Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans

No change.

19) Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No change.

20) Fair Value Measurements

Fair Value Measurements at Reporting Date

Description	Level 1	Level 2	Level 3	Total
Assets at Fair Value				
Bonds				
U.S. Governments	0	0	0	0
Industrial and Misc	0	0	0	0
Parent, Subsidiaries and Affiliates	0	0	0	0
Total Bonds	0	0	0	0
Common Stock				
Industrial and Misc	1,998,108	0	0	1,998,108
Parent, Subsidiaries and Affiliates	0	0	0	0
Total Common Stock	1,998,108	0	0	1,998,108
Total Assets at Fair Value	1,998,108	0	0	1,998,108

21) Other items

None to report.

22) Events Subsequent

There are no subsequent events that may have a material effect on the financial condition of the Company.

23) Reinsurance

No change.

24) Retrospectively Rated Contracts

- A. The Company estimates accrued retrospective premium adjustments based on the contract terms and the related experience.
- B. The Company has written \$ 525,170 of premiums as of March 31, 2011 that were subject to retrospective premium adjustments.

25) Change in Incurred Losses and Loss Adjustment Expenses

No change.

26) Intercompany Pooling Arrangements

No change.

27) Structured Settlements

No change.

28) Health Care Receivable

No change.

29) Participating Policies

No change.

30) Premium Deficiency Reserves

No change.

31) Reserve for Life Contracts and Deposit-Type Contracts

**NOTES TO FINANCIAL STATEMENTS**

No change.

**32) Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics**

No change.

**33) Premium and Annuity Considerations Deferred and Uncollected**

No change.

**34) Separate Accounts**

No change.

**35) Loss/Claim Adjustment Expenses**

No change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

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 [ ☒ ]
- 1.2

If yes, has the report been filed with the domiciliary state? .....

Yes [ ☐ ] No [ ☐ ]
- 2.1

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 [ ☒ ]
- 2.2

If yes, date of change: .....
3.

Have there been any substantial changes in the organizational chart since the prior quarter end? .....

Yes [ ☒ ] No [ ☐ ]

If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? .....

Yes [ ☐ ] No [ ☒ ]
- 4.2

If yes, provide the name of the 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

5.

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 [ ☒ ]

If yes, attach an explanation.
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made. ....

12/31/2009
- 6.2

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. ....

12/31/2009
- 6.3

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). ....

12/17/2010
- 6.4

By what department or departments?
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? .....

Yes [ ☐ ] No [ ☐ ] N/A [ ☒ ]
- 6.6

Have all of the recommendations within the latest financial examination report been complied with? .....

Yes [ ☐ ] No [ ☐ ] N/A [ ☒ ]
- 7.1

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? .....

Yes [ ☐ ] No [ ☒ ]
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? .....

Yes [ ☐ ] No [ ☒ ]
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms? .....

Yes [ ☐ ] No [ ☒ ]
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? .....  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code.

Yes [ X ] No [ ]
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended? .....

Yes [ ] No [ X ]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers? .....

Yes [ ] No [ X ]
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? .....

Yes [ X ] No [ ]
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount: .....\$

38,102

INVESTMENT

- 11.1

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 ]
- 11.2

If yes, give full and complete information relating thereto:
12.

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

\$
13.

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

\$
- 14.1

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

Yes [ X ] No [ ]
- 14.2

If yes, please complete the following:
- |   | 1   | 2  |
|---|---|--|
|   | Prior Year-End<br>Book/Adjusted<br>Carrying Value | Current Quarter<br>Book/Adjusted<br>Carrying Value |
| 14.21 Bonds .....   | \$0   | \$   |
| 14.22 Preferred Stock .....   | \$0   | \$   |
| 14.23 Common Stock .....  | \$15,404,142                                      | \$15,518,650                                       |
| 14.24 Short-Term Investments .....  | \$0   | \$   |
| 14.25 Mortgage Loans on Real Estate .....   | \$0   | \$   |
| 14.26 All Other .....   | \$0   | \$   |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) ..... | \$15,404,142                                      | \$15,518,650                                       |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....                       | \$  | \$   |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB? .....

Yes [ ] No [ X ]
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? .....

Yes [ ] No [ X ]
- If no, attach a description with this statement.

STATEMENT AS OF MARCH 31, 2011 OF THE American Modern Life Insurance Co.

GENERAL INTERROGATORIES

16. Excluding items in Schedule E - Part 3 - Special Deposits, 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 Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? ..... Yes [ X ] No [ ]
- 16.1 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
State Street Bank & Trust Company .....	801 Pennsylvania Ave, Kansas City, MO 64105 .....

- 16.2 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)

- 16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? ..... Yes [ ] No [ X ]
- 16.4 If yes, give full information relating thereto:

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

- 16.5 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
112020 .....	MEAG New York Corporation .....	540 Madison Ave, 6th FL, New York, NY 10022 .....

- 17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? ..... Yes [ X ] No [ ]
- 17.2 If no, list exceptions:

General Interrogatories Part 2

**N O N E**

Schedule S - Ceded Reinsurance

**N O N E**

STATEMENT AS OF MARCH 31, 2011 OF THE American Modern Life Insurance Co.

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

States, Etc.			1	Life Contracts		4	5	6	7
				2	3	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees			
			Active Status	Life Insurance Premiums	Annuity Considerations		Other Considerations	Total Columns 2 Through 5	Deposit-Type Contracts
1.	Alabama .....	AL	L	33,244		1,083		34,327	
2.	Alaska .....	AK	L					0	
3.	Arizona .....	AZ	L	20,064		8,581		28,645	
4.	Arkansas .....	AR	L	106,121		61,678		167,799	
5.	California .....	CA	L	105,614		77,355		182,969	
6.	Colorado .....	CO	L	113,770		83,312		197,082	
7.	Connecticut .....	CT	L	6,477		10,510		16,987	
8.	Delaware .....	DE	L					0	
9.	District of Columbia .....	DC	L					0	
10.	Florida .....	FL	L	1,917		220		2,137	
11.	Georgia .....	GA	L	107,160		36,249		143,409	
12.	Hawaii .....	HI	L					0	
13.	Idaho .....	ID	L	113,989		79,705		193,694	
14.	Illinois .....	IL	L	173,865		85,099		258,964	
15.	Indiana .....	IN	L	83,491		64,208		147,699	
16.	Iowa .....	IA	L	152,105		114,060		266,165	
17.	Kansas .....	KS	L	16,781		9,006		25,787	
18.	Kentucky .....	KY	L	96,867		25,827		122,694	
19.	Louisiana .....	LA	L					0	
20.	Maine .....	ME	L					0	
21.	Maryland .....	MD	L	1,500		658		2,158	
22.	Massachusetts .....	MA	L	1,863		2,942		4,805	
23.	Michigan .....	MI	L	362,991		305,180		668,171	
24.	Minnesota .....	MN	L	146,024		95,813		241,837	
25.	Mississippi .....	MS	L	12,139		3,857		15,996	
26.	Missouri .....	MO	L	430,072		268,999		699,071	
27.	Montana .....	MT	L	30,763		14,999		45,762	
28.	Nebraska .....	NE	L	80,905		69,961		150,866	
29.	Nevada .....	NV	L	21,203		10,047		31,250	
30.	New Hampshire .....	NH	N					0	
31.	New Jersey .....	NJ	N					0	
32.	New Mexico .....	NM	L					0	
33.	New York .....	NY	L	144,359		52,762		197,121	
34.	North Carolina .....	NC	L					0	
35.	North Dakota .....	ND	L	44,355		26,093		70,448	
36.	Ohio .....	OH	L	634,493		618,392		1,252,885	
37.	Oklahoma .....	OK	L	(994)		187		(807)	
38.	Oregon .....	OR	L	232,484		170,160		402,644	
39.	Pennsylvania .....	PA	L	16,532		(1,207)		15,325	
40.	Rhode Island .....	RI	L					0	
41.	South Carolina .....	SC	L					0	
42.	South Dakota .....	SD	L	42,613		29,530		72,143	
43.	Tennessee .....	TN	L	110,355		46,713		157,068	
44.	Texas .....	TX	L	2,207		499		2,706	
45.	Utah .....	UT	L	17,711		13,620		31,331	
46.	Vermont .....	VT	L					0	
47.	Virginia .....	VA	L	7,435		6,277		13,712	
48.	Washington .....	WA	L	256,805		173,954		430,759	
49.	West Virginia .....	WV	L	159,740		34,562		194,302	
50.	Wisconsin .....	WI	L	231,566		119,549		351,115	
51.	Wyoming .....	WY	L	10,484		9,700		20,184	
52.	American Samoa .....	AS	N					0	
53.	Guam .....	GU	N					0	
54.	Puerto Rico .....	PR	N					0	
55.	U.S. Virgin Islands .....	VI	N					0	
56.	Northern Mariana Islands .....	MP	N					0	
57.	Canada .....	CN	N					0	
58.	Aggregate Other Aliens .....	OT	XXX	0	0	0	0	0	0
59.	Subtotal .....	(a)	49	4,129,070	0	2,730,140	0	6,859,210	0
90.	Reporting entity contributions for employee benefits plans .....	XXX						0	
91.	Dividends or refunds applied to purchase paid-up additions and annuities .....	XXX						0	
92.	Dividends or refunds applied to shorten endowment or premium paying period .....	XXX						0	
93.	Premium or annuity considerations waived under disability or other contract provisions .....	XXX						0	
94.	Aggregate or other amounts not allocable by State .....	XXX		0	0	0	0	0	0
95.	Totals (Direct Business) .....	XXX		4,129,070	0	2,730,140	0	6,859,210	0
96.	Plus Reinsurance Assumed .....	XXX		80,148		91,642		171,790	
97.	Totals (All Business) .....	XXX		4,209,218	0	2,821,782	0	7,031,000	0
98.	Less Reinsurance Ceded .....	XXX		2,660,522		2,229,944		4,890,466	
99.	Totals (All Business) less Reinsurance Ceded .....	XXX		1,548,696	0	591,838	0	2,140,534	0
DETAILS OF WRITE-INS									
5801.	.....	XXX							
5802.	.....	XXX							
5803.	.....	XXX							
5898.	Summary of remaining write-ins for Line 58 from overflow page .....	XXX		0	0	0	0	0	0
5899.	Totals (Lines 5801 through 5803 plus 5898)(Line 58 above) .....	XXX		0	0	0	0	0	0
9401.	.....	XXX							
9402.	.....	XXX							
9403.	.....	XXX							
9498.	Summary of remaining write-ins for Line 94 from overflow page .....	XXX		0	0	0	0	0	0
9499.	Totals (Lines 9401 through 9403 plus 9498)(Line 94 above) .....	XXX		0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.  
(a) Insert the number of L responses except for Canada and Other Alien.



SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 – ORGANIZATIONAL CHART

Quarterly Statement - Schedule Y Munich American Holding Corporation

<u>Company Name</u>	<u>Federal ID Number</u>	<u>NAIC Company Code</u>	<u>State of Domicile</u>	<u>Percentage Owned</u>
Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft		AA-1340165	GERMANY	
-- Munich-American Holding Corporation	22-3753262		DE	100%
-- -- Munich Re America Corporation	13-3672116		DE	100%
-- -- -- Munich Reinsurance America, Inc.	13-4924125	10227	DE	100%
-- -- -- American Alternative Insurance Corporation	52-2048110	19720	DE	100%
-- -- -- The Princeton Excess and Surplus Lines Insurance Company	22-3410482	10786	DE	100%
-- -- -- Princeton Eagle West (Holding), Inc.	95-4551801		DE	100%
-- -- -- -- Princeton Eagle West Insurance Co., Ltd.	98-0157330	AA-3194111	BERMUDA	100%
-- -- -- -- Princeton Eagle Holding (Bermuda), Ltd.			BERMUDA	100%
-- -- -- -- Princeton Eagle Insurance Company, Ltd.			BERMUDA	100%
-- -- Munich Re Capital Markets New York, Inc.	52-2108519		DE	100%
-- -- MEAG NY Corporation	06-1398157		DE	100%
-- -- -- MEAG Hong Kong, Ltd.			HONG KONG	100%
-- -- Munich Re America Services, Inc.	13-3069874		DE	100%
-- -- Munich Health North America, Inc	54-2165277		DE	100%
-- -- -- Sterling Life Insurance Company	13-1867829	77399	IL	100%
-- -- -- -- Olympic Health Management Systems, Inc.	91-1500758		WA	100%
-- -- -- -- -- Olympic Health Management Services, Inc.	91-1599329		WA	100%
-- -- -- -- -- OHM Services of Texas, Inc.	76-0422730		WA	100%
-- -- -- -- -- National Senior Membership Group	91-1914479		WA	100%
-- -- -- Munich Re Stop Loss, Inc.	65-0644164		DE	100%
-- -- -- -- Excess Reinsurance, Inc.			TURKS & CAICOS	100%
-- -- -- Windsor Health Group, Inc	62-1832645		TN	100%
-- -- -- Windsor Management Services, Inc	62-1530448		TN	100%
-- -- -- Windsor Health Plan, Inc.	62-1531881		TN	100%
-- -- -- Windsor DME Operations, Inc	20-0011706		TN	100%
-- -- -- Windsor HomeCare Network, LLC	20-0011696		TN	100%
-- -- -- Windsor Long Term Care,, LLC	20-1806821		TN	100%
-- -- -- Tennessee Utilities Assistance Fund, Inc.	20-4622360		TN	100%
-- -- -- -- 50 Plus Strategies, Inc.	20-1806860		TN	100%
-- -- Munich-American Global Services (Munich) GmbH (A)			GERMANY	100%
-- -- Munich Re America Brokers, Inc.	13-2940720		DE	100%
-- -- Munich Re America Management, Ltd.			ENGLAND	100%
-- -- Munich American Reassurance Company	58-0828824	66346	GA	100%
-- -- -- Munich American Reinsurance Casualty Company	77-0687583		SC	100%
-- -- -- Munich Atlanta Financial Corporation	51-0264311		GA	100%
-- -- -- -- Agora Insurance Network Solutions, Inc.	36-4444532		IL	100%
-- -- -- -- LifePlans, Inc.	04-2925808		MA	100%
-- -- -- -- LifePlans LTC Services, Inc.	04-3075657		MA	100%
-- -- MR Parkview Holding Corporation			DE	100%
-- -- MSMR Parkview LLC			DE	38.46%
-- -- The Midland Company	31-0742526		OH	100%
-- -- -- Midland-Guardian Co.	31-0626204		OH	100%
-- -- -- Marbury Agency, Inc.	31-0831559		OH	100%
-- -- -- American Modern Insurance Group, Inc.	31-1395650		OH	100%
-- -- -- -- The Atlas Insurance Agency, Inc.	31-0530321		OH	100%
-- -- -- -- -- Midwest Enterprises, Inc.	59-6066315		FL	100%

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 – ORGANIZATIONAL CHART

Quarterly Statement - Schedule Y Munich American Holding Corporation

<u>Company Name</u>						<u>Federal ID Number</u>	<u>NAIC Company Code</u>	<u>State of Domicile</u>	<u>Percentage Owned</u>	
--	--	--	--	--	--	Copper Leaf Research	38-3470438	MI	100%	
--	--	--	--	--	--	Specialty Insurance Services Corp.	34-1894203	OH	100%	
--	--	--	--	--	--	American Modern Life Insurance Co.	86-6052181	65811	OH	100%
--	--	--	--	--	--	Southern Pioneer Life Insurance Co.	62-0754973	74365	AR	100%
--	--	--	--	--	--	Union Life Insurance Co.	71-0832310	83909	AR	100%
--	--	--	--	--	--	Ouachita Life Insurance Co.	62-1337325	88820	AR	100%
--	--	--	--	--	--	Capitol Life & Accident Insurance Co.	71-0295644	90840	AR	100%
--	--	--	--	--	--	Hyneman Life Corp.	71-0567545		AR	100%
--	--	--	--	--	--	Arkansas Life Insurance Co.	74-2253621	97551	AZ	100%
--	--	--	--	--	--	American Modern Home Insurance Co.	31-0715697	23469	OH	100%
--	--	--	--	--	--	American Modern Lloyd's Insurance Co.	31-1056196	42005	TX	100%
--	--	--	--	--	--	First Marine Insurance Company	43-1262602	42722	MO	100%
--	--	--	--	--	--	American Western Home Insurance Co.	31-0920414	35912	OK	100%
--	--	--	--	--	--	Modern Life Insurance Co. of Arizona, Inc.	31-0920421	88226	AZ	100%
--	--	--	--	--	--	American Southern Home Insurance Co.	59-2236254	41998	FL	100%
--	--	--	--	--	--	American Modern Insurance Co. of Florida, Inc.	20-2769607	12314	FL	100%
--	--	--	--	--	--	American Modern Select Insurance Co.	38-2342976	38652	OH	100%
--	--	--	--	--	--	American Modern Home Service Co.	31-1279157		OH	100%
--	--	--	--	--	--	Lloyd's Modern Corp.	31-1056196		TX	100%
--	--	--	--	--	--	American Family Home Insurance Co.	31-0711074	23450	FL	100%
--	--	--	--	--	--	American Modern Surplus Lines Insurance Co.	20-3901790	12489	OH	100%
--	--	HSB Group, Inc.				13-4141052		DE	100%	
--	--	--	HSB Engineering Finance Corp			06-1497387		DE	100%	
--	--	--	HSB Ventures Inc.			06-1566995		DE	100%	
--	--	--	The Hartford Steam Boiler Inspection and Insurance Company			06-0384680	11452	CT	100%	
--	--	--	EIG, Co.			06-1413773		DE	100%	
--	--	--	HSB Engineering Insurance Limited					ENGLAND	100%	
--	--	--	The Boiler Inspection and Insurance Company of Canada					CANADA	100%	
--	--	--	HSB Haughton Engineering Insurance Services Limited					ENGLAND	100%	
--	--	--	HSB Inspection Quality, Limited					ENGLAND	100%	
--	--	--	HSB Solomon Associates LLC			54-2013079		DE	100%	
--	--	--	Solomon Associates Limited					ENGLAND	100%	
--	--	--	The Polytechnic Club, Inc.			06-1084969		CT	100%	
--	--	--	HSB Associates, Inc.			06-1041366		NY	100%	
--	--	--	One State Street Intermediaries, Inc.			06-1120606		CT	100%	

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 – ORGANIZATIONAL CHART

Quarterly Statement - Schedule Y Munich American Holding Corporation

<u>Company Name</u>				<u>Federal ID Number</u>	<u>NAIC Company Code</u>	<u>State of Domicile</u>	<u>Percentage Owned</u>	
--	--	--	--	HSB Investment Corp.	06-1088420	CT	100%	
--	--	--	--	TEGG Corporation	25-1688015	DE	33%	
--	--	--	--	Ra-Hart Investment Company	06-1025071	TX	100%	
--	--	--	--	HSB Professional Loss Control, Inc.	62-0974339	TN	100%	
--	--	--	--	Global Standards, LLC	06-1636726	DE	100%	
--	--	--	--	Hartford Steam Boiler Colombia Ltda.		COLOMBIA	10%	
--	--	--	--	Mechanical & Materials Engineering LLC	02-0662171	DE	100%	
--	--	--	--	HSB Reliability Technologies LLC	54-2061444	DE	100%	
--	--	--	--	HSB Japan KK		JAPAN	100%	
--	--	--	--	The Hartford Steam Boiler Inspection and Insurance Company of Connecticut	06-1240885	29890	CT	100%
--	--	--	--	Hartford Steam Boiler Colombia Ltda.		COLOMBIA	90%	
--	--	--	--	Hartford Steam Boiler (M) Sdn. Bhd.		MALAYSIA	100%	
--	--	--	--	HSB Technical Consulting & Service (Shanghai) Company, Ltd.		CHINA	100%	
--	--	--	--	Hartford Steam Boiler International-GmbH		GERMANY	100%	
--	--	--	--	Hartford Steam Boiler International India Pvt. Ltd.		INDIA	100%	
--	--	--	--	Hartford Steam Boiler (Singapore) PTE, Ltd.		SINGAPORE	100%	

(A) In run-off

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.

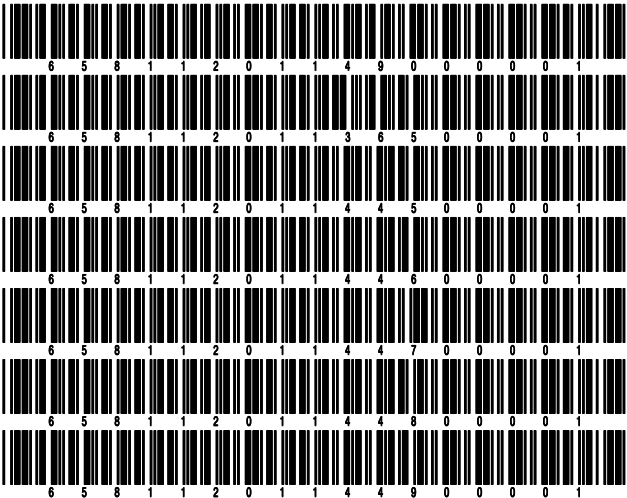
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement? .....	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement? .....	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC? .....	NO
4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC? .....	NO
5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC? .....	NO
6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC? .....	NO
7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC? .....	NO

Explanation:

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 7.

Bar Code:

- 1. Trusteed Surplus Statement [Document Identifier 490]
- 2. Medicare Part D Coverage Supplement [Document Identifier 365]
- 3. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]
- 4. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]
- 5. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]
- 6. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]
- 7. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449]



**OVERFLOW PAGE FOR WRITE-INS**

SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Current year change in encumbrances .....		
4. Total gain (loss) on disposals .....		
5. Deduct amounts received on disposals .....		
6. Total foreign exchange change in book/adjusted carrying value .....		
7. Deduct current year's other than temporary impairment recognized .....		
8. Deduct current year's depreciation .....		
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) .....		
10. Deduct total nonadmitted amounts .....		
11. Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....		
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....		
12. Total valuation allowance .....		
13. Subtotal (Line 11 plus Line 12) .....		
14. Deduct total nonadmitted amounts .....		
15. Statement value at end of current period (Line 13 minus Line 14)		

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....		
8. Deduct amortization of premium and depreciation .....		
9. Total foreign exchange change in book/adjusted carrying value .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....		
12. Deduct total nonadmitted amounts .....		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	58,384,428	59,500,406
2. Cost of bonds and stocks acquired .....	5,625,202	61,603,537
3. Accrual of discount .....	9,038	64,182
4. Unrealized valuation increase (decrease) .....	73,683	(1,565,954)
5. Total gain (loss) on disposals .....	174,518	573,689
6. Deduct consideration for bonds and stocks disposed of .....	10,526,823	61,617,382
7. Deduct amortization of premium .....	26,759	174,050
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	53,713,287	58,384,428
11. Deduct total nonadmitted amounts .....	2,176,627	1,845,559
12. Statement value at end of current period (Line 10 minus Line 11)	51,536,660	56,538,869

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 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a) .....	43,173,854	22,516,964	22,540,679	(20,792)	43,129,347	0	0	43,173,854
2. Class 2 (a) .....	454,237	0	8,766	3,070	448,541	0	0	454,237
3. Class 3 (a) .....	0	0	0	0	0	0	0	0
4. Class 4 (a) .....	0	0	0	0	0	0	0	0
5. Class 5 (a) .....	0	0	0	0	0	0	0	0
6. Class 6 (a) .....	0	0	0	0	0	0	0	0
7. Total Bonds	43,628,091	22,516,964	22,549,445	(17,722)	43,577,888	0	0	43,628,091
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 and Preferred Stock	43,628,091	22,516,964	22,549,445	(17,722)	43,577,888	0	0	43,628,091

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ .....0 ; NAIC 2 \$ .....0 ; NAIC 3 \$ .....0 ;  
NAIC 4 \$ .....0 ; NAIC 5 \$ .....0 ; NAIC 6 \$ .....0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	4,882,068	XXX	4,882,068	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	2,686,736	3,171,608
2. Cost of short-term investments acquired .....	12,392,510	28,246,388
3. Accrual of discount .....	0	0
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	0
6. Deduct consideration received on disposals .....	10,197,178	28,731,260
7. Deduct amortization of premium .....	0	0
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	4,882,068	2,686,736
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	4,882,068	2,686,736



Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of  
Derivatives

N O N E

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	0	0
2. Cost of cash equivalents acquired .....	4,499,252	23,608,254
3. Accrual of discount .....	0	0
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	0
6. Deduct consideration received on disposals .....	1,999,962	23,608,254
7. Deduct amortization of premium .....	0	0
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	2,499,290	0
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	2,499,290	0

Schedule A - Part 2 - Real Estate Acquired and Additions Made  
**N O N E**

Schedule A - Part 3 - Real Estate Disposed  
**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired  
**N O N E**

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid  
**N O N E**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired  
**N O N E**

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid  
**N O N E**

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
313560-BA-0 .....	FEDERAL NATIONAL MTG ASSN .....		03/31/2011 .....	CITIGROUP GLOBAL MARKETS .....		3,595,428	3,600,000	6,413	1.....
912828-PY-2 .....	U.S. TREASURY NOTES .....		03/31/2011 .....	BARCLAYS CAPITAL FIXED .....		2,029,774	2,000,000	8,812	1.....
0599999. Bonds - U.S. Governments						5,625,202	5,600,000	15,225	XXX
8399997. Total - Bonds - Part 3						5,625,202	5,600,000	15,225	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						5,625,202	5,600,000	15,225	XXX
8999997. Total - Preferred Stocks - Part 3						0	XXX	0	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	XXX
9799997. Total - Common Stocks - Part 3						0	XXX	0	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						5,625,202	XXX	15,225	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues .....0

STATEMENT AS OF MARCH 31, 2011 OF THE American Modern Life Insurance Co.

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Design- ation or Market In- dicator (a)
3134A4-UM-4	FEDERAL HOME LN MTG CORP		03/31/2011	CITIGROUP GLOBAL MARKETS		6,363,554	5,850,000	6,406,218	6,324,625	.0	(38,047)	.0	(38,047)	.0	6,286,578	.0	76,976	76,976	187,200	.01/15/2014	1FE
36202D-J8-5	GNMA 11 P/T POOL 2987		03/21/2011	PRINCIPAL RECEIPT		123	123	122	122	.0	.0	.0	.0	.0	123	.0	.0	.0	.2	10/20/2030	1
36202D-LV-1	GNMA 11 P/T POOL 3040		03/21/2011	PRINCIPAL RECEIPT		400	400	403	403	.0	(3)	.0	(3)	.0	400	.0	.0	.0	.4	02/20/2031	1
36224T-AC-4	GNMA P/T POOL 337603		03/15/2011	PRINCIPAL RECEIPT		441	441	457	455	.0	(14)	.0	(14)	.0	441	.0	.0	.0	.6	12/15/2022	1
36206A-LZ-4	GNMA P/T POOL 405444		03/15/2011	PRINCIPAL RECEIPT		38	38	41	40	.0	(2)	.0	(2)	.0	38	.0	.0	.0	.1	04/15/2025	1
36225A-SU-0	GNMA P/T POOL 780859		03/15/2011	PRINCIPAL RECEIPT		1,141	1,141	1,162	1,146	.0	(4)	.0	(4)	.0	1,141	.0	.0	.0	.14	09/15/2013	1
912810-EV-6	U.S. TREASURY BOND		01/06/2011	BANC OF AMERICA SECUR		2,630,226	2,000,000	2,583,367	2,557,857	.0	(376)	.0	(376)	.0	2,557,481	.0	72,745	72,745	53,804	08/15/2025	1
912828-JY-7	U.S. TREASURY NOTES		01/31/2011	MATURITY		1,075,000	1,075,000	1,075,424	1,075,017	.0	(17)	.0	(17)	.0	1,075,000	.0	.0	.0	4,550	01/31/2011	1FE
0599999. Bonds - U.S. Governments						10,070,923	8,927,143	10,067,194	9,959,665	0	(38,463)	0	(38,463)	0	9,921,202	0	149,721	149,721	245,581	XXX	XXX
31292G-7H-3	FHLMC GOLD P/T POOL C00896		03/15/2011	PRINCIPAL RECEIPT		299	299	299	299	.0	.0	.0	.0	.0	299	.0	.0	.0	.4	12/01/2029	1
31292H-D4-3	FHLMC GOLD P/T POOL C01023		03/15/2011	PRINCIPAL RECEIPT		989	989	1,018	1,016	.0	(27)	.0	(27)	.0	989	.0	.0	.0	.6	07/01/2030	1
31292H-D6-8	FHLMC GOLD P/T POOL C01025		03/15/2011	PRINCIPAL RECEIPT		94	94	94	94	.0	.0	.0	.0	.0	94	.0	.0	.0	.1	07/01/2030	1
31292H-FT-6	FHLMC GOLD P/T POOL C01078		03/15/2011	PRINCIPAL RECEIPT		142	142	140	140	.0	.2	.0	.2	.0	142	.0	.0	.0	.1	10/01/2030	1
31292H-GN-8	FHLMC GOLD P/T POOL C01105		03/15/2011	PRINCIPAL RECEIPT		594	594	575	576	.0	.18	.0	.18	.0	594	.0	.0	.0	.6	10/01/2030	1
31293K-7A-8	FHLMC GOLD P/T POOL C22689		03/15/2011	PRINCIPAL RECEIPT		606	606	580	581	.0	24	.0	24	.0	606	.0	.0	.0	.8	03/01/2029	1
31293S-DX-4	FHLMC GOLD P/T POOL C28218		03/15/2011	PRINCIPAL RECEIPT		904	904	903	903	.0	.0	.0	.0	.0	904	.0	.0	.0	.7	06/01/2029	1
31293Y-BX-3	FHLMC GOLD P/T POOL C32754		03/15/2011	PRINCIPAL RECEIPT		104	104	102	102	.0	.2	.0	.2	.0	104	.0	.0	.0	.1	11/01/2029	1
31298F-U3-4	FHLMC GOLD P/T POOL C46902		03/15/2011	PRINCIPAL RECEIPT		2,632	2,632	2,628	2,629	.0	.3	.0	.3	.0	2,632	.0	.0	.0	.16	09/01/2030	1
31298M-JF-5	FHLMC GOLD P/T POOL C51162		03/15/2011	PRINCIPAL RECEIPT		544	544	546	545	.0	(1)	.0	(1)	.0	544	.0	.0	.0	.6	05/01/2031	1
31397E-MK-8	FHLMC REMIC		03/15/2011	PRINCIPAL RECEIPT		32,293	32,293	32,152	32,262	.0	32	.0	32	.0	32,293	.0	.0	.0	.287	05/15/2029	1
31376E-GP-9	FNMA P/T POOL 353106		03/25/2011	PRINCIPAL RECEIPT		423	423	430	424	.0	.0	.0	.0	.0	423	.0	.0	.0	.4	07/01/2011	1
31382W-S5-2	FNMA P/T POOL 494740		03/25/2011	PRINCIPAL RECEIPT		690	690	644	646	.0	44	.0	44	.0	690	.0	.0	.0	.4	05/01/2029	1
31384H-7X-3	FNMA P/T POOL 524798		03/25/2011	PRINCIPAL RECEIPT		7	7	6	6	.0	.0	.0	.0	.0	7	.0	.0	.0	.0	01/01/2030	1
31384U-4E-1	FNMA P/T POOL 534621		03/25/2011	PRINCIPAL RECEIPT		53	53	54	54	.0	.0	.0	.0	.0	53	.0	.0	.0	.1	11/01/2029	1
31384V-T8-5	FNMA P/T POOL 535275		03/25/2011	PRINCIPAL RECEIPT		840	840	835	835	.0	.5	.0	.5	.0	840	.0	.0	.0	.9	05/01/2030	1
31384V-ZC-9	FNMA P/T POOL 535439		03/25/2011	PRINCIPAL RECEIPT		124	124	125	125	.0	(1)	.0	(1)	.0	124	.0	.0	.0	.2	08/01/2030	1
31384V-2A-9	FNMA P/T POOL 535469		03/25/2011	PRINCIPAL RECEIPT		665	665	623	625	.0	39	.0	39	.0	665	.0	.0	.0	.7	07/01/2030	1
31384W-LC-2	FNMA P/T POOL 535923		03/25/2011	PRINCIPAL RECEIPT		3,427	3,427	3,466	3,462	.0	(34)	.0	(34)	.0	3,427	.0	.0	.0	.38	05/01/2031	1
31384X-4C-9	FNMA P/T POOL 537319		03/25/2011	PRINCIPAL RECEIPT		63	63	63	63	.0	.0	.0	.0	.0	63	.0	.0	.0	.1	06/01/2015	1
31385Y-LU-7	FNMA P/T POOL 556639		03/25/2011	PRINCIPAL RECEIPT		126	126	125	125	.0	.0	.0	.0	.0	126	.0	.0	.0	.1	10/01/2015	1
31403D-SE-0	FNMA P/T POOL 745817		03/25/2011	PRINCIPAL RECEIPT		13,018	13,018	12,483	12,556	.0	462	.0	462	.0	13,018	.0	.0	.0	.97	09/01/2036	1
31407M-MR-3	FNMA P/T POOL 834768		03/25/2011	PRINCIPAL RECEIPT		15,041	15,041	14,778	14,818	.0	223	.0	223	.0	15,041	.0	.0	.0	.154	07/01/2035	1
3199999. Bonds - U.S. Special Revenues						73,678	73,676	72,669	72,886	0	791	0	791	0	73,678	0	0	0	661	XXX	XXX
826502-AA-4	SIERRA RECEIVABLES		03/21/2011	PRINCIPAL RECEIPT		8,766	8,766	6,357	6,327	.0	2,439	.0	2,439	.0	8,766	.0	.0	.0	.75	03/20/2019	2FE
92343V-AB-0	VERIZON COMM		02/15/2011	MATURITY		99,000	99,000	98,781	98,994	.0	.6	.0	.6	.0	99,000	.0	.0	.0	2,648	02/15/2011	1FE
29268B-AB-7	ENEL FINANCE INT	F	03/14/2011	HSBC SECURITIES		274,458	250,000	249,528	249,652	.0	.9	.0	.9	.0	249,660	.0	24,797	24,797	7,769	09/15/2017	1FE
8999999. Bonds - Industrial and Miscellaneous (Unaffiliated)						382,224	357,766	354,666	354,973	0	2,454	0	2,454	0	357,426	0	24,797	24,797	10,492	XXX	XXX
8399997. Total - Bonds - Part 4						10,526,825	9,358,585	10,494,529	10,387,524	0	(35,218)	0	(35,218)	0	10,352,306	0	174,518	174,518	256,734	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						10,526,825	9,358,585	10,494,529	10,387,524	0	(35,218)	0	(35,218)	0	10,352,306	0	174,518	174,518	256,734	XXX	XXX
8999997. Total - Preferred Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997. Total - Common Stocks - Part 4						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999 - Totals						10,526,825	XXX	10,494,529	10,387,524	0	(35,218)	0	(35,218)	0	10,352,306	0	174,518	174,518	256,734	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues.....0

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open  
**N O N E**

Schedule DB - Part B - Section 1 - Futures Contracts Open  
**N O N E**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made  
**N O N E**

Schedule DB - Part D - Counterparty Exposure for Derivative Instruments Open  
**N O N E**

Schedule DL - Part 1 - Reinvested Collateral Assets Owned  
**N O N E**

Schedule DL - Part 2 - Reinvested Collateral Assets Owned  
**N O N E**

## SCHEDULE E - PART 1 - CASH

[illegible]

## SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]