



QUARTERLY STATEMENT  
AS OF March 31, 2011  
OF THE CONDITION AND AFFAIRS OF THE  
SummaCare, Inc.

NAIC Group Code	3259 (Current Period)	3259 (Prior Period)	NAIC Company Code	95202	Employer's ID Number	34-1726655
Organized under the Laws of	Ohio		State of Domicile or Port of Entry	Ohio		
Country of Domicile	United States of America					
Licensed as business type:	Life, Accident & Health[ ] Dental Service Corporation[ ] Other[ ]		Property/Casualty[ ] Vision Service Corporation[ ] Is HMO Federally Qualified? Yes[ ] No[ ] N/A[X]		Hospital, Medical & Dental Service or Indemnity[ ] Health Maintenance Organization[X]	
Incorporated/Organized	10/23/1992		Commenced Business	03/01/1993		
Statutory Home Office	10 North Main Street (Street and Number)		Akron, OH 44308 (City, or Town, State and Zip Code)			
Main Administrative Office			10 North Main Street (Street and Number)			
	Akron, OH 44308 (City or Town, State and Zip Code)		(330)996-8410 (Area Code) (Telephone Number)			
Mail Address	P.O. Box 3620 (Street and Number or P.O. Box)		Akron, OH 44309-3620 (City, or Town, State and Zip Code)			
Primary Location of Books and Records			10 North Main Street (Street and Number)			
	Akron, OH 44308 (City, or Town, State and Zip Code)		(330)996-8410 (Area Code) (Telephone Number)			
Internet Web Site Address	SummmaCare.com					
Statutory Statement Contact	Roy Douglas Hall (Name)		(330)996-8410-62057 (Area Code)(Telephone Number)(Extension)			
	hallroy@summacare.com (E-Mail Address)		(330)996-8553 (Fax Number)			

OFFICERS

Name	Title
Martin Paul Hauser	President
William Armstrong Powel III	Secretary
Thomas Gene Knoll	Chairman #
Kathleen Tirbovich Geier	Vice Chairman #
Judith Ann Macro	Assistant Secretary #
James Edward McNutt	Assistant Treasurer #

OTHERS

Anne Armao, VP - Marketing and Product Development  
Teresa Koenig MD, Senior VP - Chief Medical Officer  
Nancy Markle, VP - Client Services  
Mark Robinson, VP - Information Systems

Kevin Cavalier, VP - Sales  
James Loveless, VP - Individual Product Line  
James McNutt, VP - Finance, CFO

Keith Johnson, VP - Third Party Administrator  
Judith Macro, VP - Corporate Services, Compliance Officer  
Donald Novosel, VP - Contracting & Network Development

DIRECTORS OR TRUSTEES

Martin Paul Hauser  
Thomas Gene Knoll  
Thomas Joseph Strauss  
Walter Neil Mirapaul  
Richard Allen Merolla  
Kenneth Eugene Berkovitz M.D.  
Richard Howard Marsh  
Rajiv Vishnu Taliwal M.D.

Thomas Clifford Deveny M.D.  
Vincent Hadar Johnson Jr. M.D.  
Dale Patterson Murphy M.D.  
John Byron Silvers Ph.D.  
Jay Curtis Williamson M.D.  
Bradley Hall Crombie M.D.  
Kathleen Tirbovich Geir

State of Ohio  
County of Summit ss

The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of the said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures 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.

(Signature) Martin Paul Hauser (Printed Name) 1. President, CEO (Title)	(Signature) Claude Maurius Vincenti (Printed Name) 2. Senior Vice President, COO (Title)	(Signature) James Edward McNutt (Printed Name) 3. Vice President - Finance, CFO (Title)
Subscribed and sworn to before me this 13th day of May, 2011	a. Is this an original filing? b. If no, 1. State the amendment number 2. Date filed 3. Number of pages attached	Yes[X] No[ ] 05/13/2011

(Notary Public Signature)

Annette Ruby, VP - Health Services Management

**OTHERS (continued)**  
Claude Vincenti, Senior VP - Chief Operating Officer

ASSETS

		Current Statement Date			4
		1	2	3	
		Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1.	Bonds .....	66,078,645		66,078,645	51,828,826
2.	Stocks:				
2.1	Preferred stocks .....				
2.2	Common stocks .....				
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 \$.....0 encumbrances) .....				
4.2	Properties held for the production of income (less \$.....0 encumbrances) .....				
4.3	Properties held for sale (less \$.....0 encumbrances) .....				
5.	Cash (\$.....12,915,650), cash equivalents (\$.....0) and short-term investments (\$.....1,377,946) .....	14,293,596		14,293,596	29,518,772
6.	Contract loans (including \$.....0 premium notes) .....				
7.	Derivatives .....				
8.	Other invested assets .....				
9.	Receivables for securities .....				
10.	Securities lending reinvested collateral assets .....				
11.	Aggregate write-ins for invested assets .....				
12.	Subtotals, cash and invested assets (Lines 1 to 11) .....	80,372,241		80,372,241	81,347,598
13.	Title plants less \$.....0 charged off (for Title insurers only) .....				
14.	Investment income due and accrued .....	340,977		340,977	351,872
15.	Premiums and considerations:				
15.1	Uncollected premiums and agents' balances in the course of collection .....	164,911	95,607	69,304	334,213
15.2	Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums) .....				
15.3	Accrued retrospective premiums .....				
16.	Reinsurance:				
16.1	Amounts recoverable from reinsurers .....	58,799		58,799	
16.2	Funds held by or deposited with reinsured companies .....				
16.3	Other amounts receivable under reinsurance contracts .....				
17.	Amounts receivable relating to uninsured plans .....				
18.1	Current federal and foreign income tax recoverable and interest thereon .....				
18.2	Net deferred tax asset .....	2,237,650	244,719	1,992,931	2,042,135
19.	Guaranty funds receivable or on deposit .....				
20.	Electronic data processing equipment and software .....				
21.	Furniture and equipment, including health care delivery assets (\$.....0) .....	801,881	801,881		
22.	Net adjustments in assets and liabilities due to foreign exchange rates .....				
23.	Receivables from parent, subsidiaries and affiliates .....	3,672,134		3,672,134	2,065,444
24.	Health care (\$.....1,541,092) and other amounts receivable .....	2,452,549	1,541,092	911,457	811,943
25.	Aggregate write-ins for other than invested assets .....	953,104	953,104		
26.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	91,054,246	3,636,403	87,417,843	86,953,205
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28.	Total (Lines 26 and 27) .....	91,054,246	3,636,403	87,417,843	86,953,205
DETAILS OF WRITE-INS					
1101.	.....				
1102.	.....				
1103.	.....				
1198.	Summary of remaining write-ins for Line 11 from overflow page .....				
1199.	TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above) .....				
2501.	Prepaid assets .....	953,104	953,104		
2502.	Deposits .....				
2503.	Pharmacy Rebates .....				
2598.	Summary of remaining write-ins for Line 25 from overflow page .....				
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above) .....	953,104	953,104		

**LIABILITIES, CAPITAL AND SURPLUS**

		Current Period			Prior Year
		1 Covered	2 Uncovered	3 Total	4 Total
1.	Claims unpaid (less \$.0 reinsurance ceded)	25,056,891		25,056,891	23,183,007
2.	Accrued medical incentive pool and bonus amounts	317,000		317,000	254,000
3.	Unpaid claims adjustment expenses	247,099		247,099	247,099
4.	Aggregate health policy reserves				
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserve				
7.	Aggregate health claim reserves				
8.	Premiums received in advance	1,117,914		1,117,914	719,698
9.	General expenses due or accrued	8,145,921		8,145,921	8,766,585
10.1	Current federal and foreign income tax payable and interest thereon (including \$.0 on realized gains (losses))	1,282,827		1,282,827	2,922,470
10.2	Net deferred tax liability				
11.	Ceded reinsurance premiums payable				
12.	Amounts withheld or retained for the account of others				
13.	Remittances and items not allocated	553		553	334,868
14.	Borrowed money (including \$.0 current) and interest thereon \$.0 (including \$.0 current)				
15.	Amounts due to parent, subsidiaries and affiliates	6,194,623		6,194,623	5,955,265
16.	Derivatives				
17.	Payable for securities				
18.	Payable for securities lending				
19.	Funds held under reinsurance treaties with (\$.0 authorized reinsurers and \$.4,359 unauthorized reinsurers)	4,359		4,359	99,055
20.	Reinsurance in unauthorized companies	22,567		22,567	63,689
21.	Net adjustments in assets and liabilities due to foreign exchange rates				
22.	Liability for amounts held under uninsured plans				
23.	Aggregate write-ins for other liabilities (including \$.0 current)				
24.	Total liabilities (Lines 1 to 23)	42,389,754		42,389,754	42,545,736
25.	Aggregate write-ins for special surplus funds	X X X	X X X		
26.	Common capital stock	X X X	X X X	570	570
27.	Preferred capital stock	X X X	X X X	100	100
28.	Gross paid in and contributed surplus	X X X	X X X	30,084,097	30,084,097
29.	Surplus notes	X X X	X X X		
30.	Aggregate write-ins for other than special surplus funds	X X X	X X X		
31.	Unassigned funds (surplus)	X X X	X X X	14,943,322	14,322,702
32.	Less treasury stock, at cost:				
32.1	.0 shares common (value included in Line 26 \$.0)	X X X	X X X		
32.2	.0 shares preferred (value included in Line 27 \$.0)	X X X	X X X		
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	X X X	X X X	45,028,089	44,407,469
34.	Total Liabilities, capital and surplus (Lines 24 and 33)	X X X	X X X	87,417,843	86,953,205
DETAILS OF WRITE-INS					
2301.	Payroll liability				
2302.	Other accrued liabilities				
2303.	Medicaid Pharmacy Reserve				
2398.	Summary of remaining write-ins for Line 23 from overflow page				
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)				
2501.		X X X	X X X		
2502.		X X X	X X X		
2503.		X X X	X X X		
2598.	Summary of remaining write-ins for Line 25 from overflow page	X X X	X X X		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	X X X	X X X		
3001.		X X X	X X X		
3002.		X X X	X X X		
3003.		X X X	X X X		
3098.	Summary of remaining write-ins for Line 30 from overflow page	X X X	X X X		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	X X X	X X X		

STATEMENT OF REVENUE AND EXPENSES

		Current Year To Date		Prior Year To Date	Prior Year Ended December 31
		1 Uncovered	2 Total	3 Total	4 Total
1.	Member Months .....	X X X .....	71,316	82,635	331,836
2.	Net premium income (including \$.....0 non-health premium income) .....	X X X .....	61,955,502	64,714,343	270,374,805
3.	Change in unearned premium reserves and reserves for rate credits .....	X X X .....			
4.	Fee-for-service (net of \$.....0 medical expenses) .....	X X X .....			
5.	Risk revenue .....	X X X .....			
6.	Aggregate write-ins for other health care related revenues .....	X X X .....	4,582,260	5,936,226	23,823,889
7.	Aggregate write-ins for other non-health revenues .....	X X X .....	3,608	53,469	
8.	Total revenues (Lines 2 to 7) .....	X X X .....	66,541,370	70,704,038	294,198,694
<b>Hospital and Medical:</b>					
9.	Hospital/medical benefits .....		46,693,982	46,460,417	196,255,370
10.	Other professional services .....				
11.	Outside referrals .....				
12.	Emergency room and out-of-area .....		2,533	5,511	58,646
13.	Prescription drugs .....		7,009,683	9,075,393	31,276,484
14.	Aggregate write-ins for other hospital and medical .....				
15.	Incentive pool, withhold adjustments and bonus amounts .....		63,000	222,000	742,197
16.	Subtotal (Lines 9 to 15) .....		53,769,198	55,763,321	228,332,697
<b>Less:</b>					
17.	Net reinsurance recoveries .....		197,491	(176,815)	177,372
18.	Total hospital and medical (Lines 16 minus 17) .....		53,571,707	55,940,136	228,155,325
19.	Non-health claims (net) .....				
20.	Claims adjustment expenses, including \$.....414,113 cost containment expenses .....		1,009,073	628,386	4,585,416
21.	General administrative expenses .....		11,915,896	13,141,858	54,139,480
22.	Increase in reserves for life and accident and health contracts (including \$.....0 increase in reserves for life only) .....				
23.	Total underwriting deductions (Lines 18 through 22) .....		66,496,676	69,710,380	286,880,221
24.	Net underwriting gain or (loss) (Lines 8 minus 23) .....	X X X .....	44,694	993,658	7,318,473
25.	Net investment income earned .....		299,002	196,062	1,057,153
26.	Net realized capital gains (losses) less capital gains tax of \$.....0 .....				
27.	Net investment gains or (losses) (Lines 25 plus 26) .....		299,002	196,062	1,057,153
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$.....0) (amount charged off \$.....0)] .....				
29.	Aggregate write-ins for other income or expenses .....				15,132
30.	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29) .....	X X X .....	343,696	1,189,720	8,390,758
31.	Federal and foreign income taxes incurred .....	X X X .....	116,856	568,296	3,245,215
32.	Net income (loss) (Lines 30 minus 31) .....	X X X .....	226,840	621,424	5,145,543
<b>DETAILS OF WRITE-INS</b>					
0601.	Administrative Services Revenue .....	X X X .....	4,582,260	5,936,226	23,823,889
0602.	Misc income received from prior year taxes .....	X X X .....			
0603.	Gain/loss on disposal of asset .....	X X X .....			
0698.	Summary of remaining write-ins for Line 6 from overflow page .....	X X X .....			
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above) .....	X X X .....	4,582,260	5,936,226	23,823,889
0701.	Proceeds from the sale of the Medicaid product line .....	X X X .....			
0702.	Miscellaneous Income .....	X X X .....	3,608	53,469	
0703.	Miscellaneous Revenue .....	X X X .....			
0798.	Summary of remaining write-ins for Line 7 from overflow page .....	X X X .....			
0799.	TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above) .....	X X X .....	3,608	53,469	
1401.	.....				
1402.	.....				
1403.	.....				
1498.	Summary of remaining write-ins for Line 14 from overflow page .....				
1499.	TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above) .....				
2901.	Rental Revenue .....				15,132
2902.	Write off of tax receivable .....				
2903.	City Income Taxes .....				
2998.	Summary of remaining write-ins for Line 29 from overflow page .....				
2999.	TOTALS (Lines 2901 through 2903 plus 2998) (Line 29 above) .....				15,132

**STATEMENT OF REVENUE AND EXPENSES (Continued)**

		1	2	3
		Current Year To Date	Prior Year To Date	Prior Year Ended December 31
<b>CAPITAL &amp; SURPLUS ACCOUNT</b>				
33.	Capital and surplus prior reporting year .....	44,407,469	27,766,598	27,766,598
34.	Net income or (loss) from Line 32 .....	226,840	621,424	5,145,543
35.	Change in valuation basis of aggregate policy and claim reserves .....			
36.	Change in net unrealized capital gains (losses) less capital gains tax of \$.....0 .....			
37.	Change in net unrealized foreign exchange capital gain or (loss) .....			
38.	Change in net deferred income tax .....	(142,461)		2,380,111
39.	Change in nonadmitted assets .....	495,121	(371,875)	(810,017)
40.	Change in unauthorized reinsurance .....	41,122		(63,689)
41.	Change in treasury stock .....			
42.	Change in surplus notes .....			
43.	Cumulative effect of changes in accounting principles .....			
44.	Capital Changes:			
44.1	Paid in .....			
44.2	Transferred from surplus (Stock Dividend) .....			
44.3	Transferred to surplus .....			
45.	Surplus adjustments:			
45.1	Paid in .....			10,000,000
45.2	Transferred to capital (Stock Dividend) .....			
45.3	Transferred from capital .....			
46.	Dividends to stockholders .....			
47.	Aggregate write-ins for gains or (losses) in surplus .....	(2)	8	(11,077)
48.	Net change in capital and surplus (Lines 34 to 47) .....	620,620	249,557	16,640,871
49.	Capital and surplus end of reporting period (Line 33 plus 48) .....	45,028,089	28,016,155	44,407,469
<b>DETAILS OF WRITE-INS</b>				
4701.	Change in Minimum Pension Liability - Unrestricted Funds .....			(11,078)
4702.	Adjustments to 2008 financial statements .....			
4703.	Miscellaneous .....	(2)	8	1
4798.	Summary of remaining write-ins for Line 47 from overflow page .....			
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above) .....	(2)	8	(11,077)

CASH FLOW

		1	2	3
		Current	Prior	Prior
		Year	Year	Year Ended
		To Date	To Date	December 31
Cash from Operations				
1.	Premiums collected net of reinsurance .....	62,618,627	64,644,318	269,025,818
2.	Net investment income .....	300,310	145,513	1,072,336
3.	Miscellaneous income .....	4,585,868	5,989,695	23,839,021
4.	Total (Lines 1 to 3) .....	67,504,805	70,779,526	293,937,175
5.	Benefit and loss related payments .....	51,693,622	54,090,812	227,980,573
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7.	Commissions, expenses paid and aggregate write-ins for deductions .....	13,545,633	14,039,790	56,470,039
8.	Dividends paid to policyholders .....			
9.	Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses) .....	1,849,756	(1,870,467)	(1,531,155)
10.	Total (Lines 5 through 9) .....	67,089,011	66,260,135	282,919,457
11.	Net cash from operations (Line 4 minus Line 10) .....	415,794	4,519,391	11,017,718
Cash from Investments				
12.	Proceeds from investments sold, matured or repaid:			
12.1	Bonds .....	1,000,000	1,550,000	6,900,000
12.2	Stocks .....			
12.3	Mortgage loans .....			
12.4	Real estate .....			
12.5	Other invested assets .....			
12.6	Net gains or (losses) on cash, cash equivalents and short-term investments .....			
12.7	Miscellaneous proceeds .....			
12.8	Total investment proceeds (Lines 12.1 to 12.7) .....	1,000,000	1,550,000	6,900,000
13.	Cost of investments acquired (long-term only):			
13.1	Bonds .....	15,240,234	26,842,500	30,822,773
13.2	Stocks .....			
13.3	Mortgage loans .....			
13.4	Real estate .....			
13.5	Other invested assets .....			
13.6	Miscellaneous applications .....			
13.7	Total investments acquired (Lines 13.1 to 13.6) .....	15,240,234	26,842,500	30,822,773
14.	Net increase (or decrease) in contract loans and premium notes .....			
15.	Net cash from investments (Line 12.8 minus Lines 13.7 and 14) .....	(14,240,234)	(25,292,500)	(23,922,773)
Cash from Financing and Miscellaneous Sources				
16.	Cash provided (applied):			
16.1	Surplus notes, capital notes .....			
16.2	Capital and paid in surplus, less treasury stock .....			10,000,000
16.3	Borrowed funds .....			
16.4	Net deposits on deposit-type contracts and other insurance liabilities .....			
16.5	Dividends to stockholders .....			
16.6	Other cash provided (applied) .....	(1,400,736)	21,481,992	23,983,795
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6) .....	(1,400,736)	21,481,992	33,983,795
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS				
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(15,225,176)	708,883	21,078,740
19.	Cash, cash equivalents and short-term investments:			
19.1	Beginning of year .....	29,518,772	8,440,032	8,440,032
19.2	End of period (Line 18 plus Line 19.1) .....	14,293,596	9,148,915	29,518,772

Note: Supplemental Disclosures of Cash Flow Information for Non-Cash Transactions:

20.0001				
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**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION**

	1  Total	Comprehensive (Hospital & Medical)		4  Medicare Supplement	5  Vision Only	6  Dental Only	7  Federal Employees Health Benefit Plan	8  Title XVIII Medicare	9  Title XIX Medicaid	10  Other
		2  Individual	3  Group							
Total Members at end of:										
1. Prior Year .....	27,567	175	4,155					23,237		
2. First Quarter .....	23,747	164	595					22,988		
3. Second Quarter .....										
4. Third Quarter .....										
5. Current Year .....										
6. Current Year Member Months .....	71,316	504	1,845					68,967		
Total Member Ambulatory Encounters for Period:										
7. Physician .....	17,302	161	242					16,899		
8. Non-Physician .....	17,324	179	269					16,876		
9. Total .....	34,626	340	511					33,775		
10. Hospital Patient Days Incurred .....	49,668	302	454					48,912		
11. Number of Inpatient Admissions .....	1,512	10	15					1,487		
12. Health Premiums Written (a) .....	62,005,526	291,071	812,408					60,902,047		
13. Life Premiums Direct .....										
14. Property/Casualty Premiums Written .....										
15. Health Premiums Earned .....	62,005,526	291,071	812,408					60,902,047		
16. Property/Casualty Premiums Earned .....										
17. Amount Paid for Provision of Health Care Services .....	51,832,314	738,699	1,708,767					49,384,848		
18. Amount Incurred for Provision of Health Care Services .....	53,769,198	580,619	898,184					52,290,395		

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$.0.



**CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)**

Aging Analysis of Unpaid Claims						
1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 days	6 Over 120 Days	7 Total
0199999 Individually Listed Claims Unpaid .....						
0299999 Aggregate Accounts Not Individually Listed - Uncovered .....						
0399999 Aggregate Accounts Not Individually Listed - Covered .....	16,346,891	5,660,000	1,577,000	553,000	920,000	25,056,891
0499999 Subtotals .....	16,346,891	5,660,000	1,577,000	553,000	920,000	25,056,891
0599999 Unreported claims and other claim reserves .....						
0699999 Total Amounts Withheld .....						
0799999 Total Claims Unpaid .....						25,056,891
0899999 Accrued Medical Incentive Pool And Bonus Amounts .....						317,000

**UNDERWRITING AND INVESTMENT EXHIBIT**

**ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE**

Line of Business		Claims Paid Year to Date		Liability End of Current Quarter		5  Claims Incurred in Prior Years (Columns 1+3)	6  Estimated Claim Reserve and Claim Liability Dec 31 of Prior Year
		1	2	3	4		
		On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec 31 of Prior Year	On Claims Incurred During the Year		
1.	Comprehensive (hospital & medical) .....	1,541,008	804,711	242,000	374,355	1,783,008	1,628,518
2.	Medicare Supplement .....						
3.	Dental only .....						
4.	Vision only .....						
5.	Federal Employees Health Benefits Plan .....						
6.	Title XVIII - Medicare .....	17,242,000	32,047,104	1,231,000	23,209,536	18,473,000	21,554,489
7.	Title XIX - Medicaid .....						
8.	Other health .....						
9.	Health subtotal (Lines 1 to 8) .....	18,783,008	32,851,815	1,473,000	23,583,891	20,256,008	23,183,007
10.	Healthcare receivables (a) .....						
11.	Other non-health .....						
12.	Medical incentive pools and bonus amounts .....			254,000	63,000	254,000	254,000
13.	Totals (Lines 9 - 10 + 11 + 12) .....	18,783,008	32,851,815	1,727,000	23,646,891	20,510,008	23,437,007

(a) Excludes \$.00 loans or advances to providers not yet expensed.

# Notes to Financial Statement

## 1. Summary of Significant Accounting Policies

### A. Accounting Practices

SummaCare, Inc.'s (the Company or SC) statutory financial statements are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance (ODI) and in accordance with the *Accounting Practices and Procedures Manual*.

The ODI recognizes only statutory accounting practices prescribed or permitted by the State of Ohio (the State) for determining its solvency under Ohio Insurance Law. NAIC SAP has been adopted as a component of the prescribed or permitted practices by the State with some modifications. These modifications include a five-year life on Electronic Data Processing (EDP) equipment and a 90-day limitation on collection of affiliate balances. Accordingly, the admitted assets, liabilities, capital and surplus of the Company as of March 31, 2011 and December 31, 2010 and the results of its operations and its cash flow for the years then ended have been determined in accordance with accounting principles prescribed or permitted by the ODI. Management believes the difference in capital and surplus between NAIC SAP and accounting principles prescribed or permitted by the ODI is not material.

### B. Use of Estimates

The preparation of financial statements in conformity with the *Accounting Practices and Procedures Manual*, the NAIC Annual Statement Instructions and other accounting practices prescribed or permitted by the ODI requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ significantly from those estimates.

### C. Accounting Policy

The Company uses the following accounting policies:

#### 1) Cash and Short-Term Investments

Cash and short-term investments include cash on hand, cash held in bank accounts (including overdrafts), interest bearing deposits, and money market instruments purchased with an original maturity of one year or less.

#### 2) Premiums and Related Commissions

Health premiums are earned ratably over the terms of the related insurance contracts or policies. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred. Premiums billed and collected in advance are recorded as premiums received in advance.

Premium deficiency losses are recognized when it is probable that expected claim expenses will exceed future premiums on existing health and other insurance contracts. For purposes of premium deficiency losses, contracts are grouped in a manner consistent with the Company's method of acquiring, servicing and measuring the profitability of such contracts.

#### 3) Investments and Investment Income

U.S. government securities are recorded at amortized cost using the effective interest method. The fair values of the securities are based on values published by the Securities Valuation Office (SVO) of the NAIC. Short-term investments include all investments whose maturity, at the time of acquisition, are one year or less and are stated at amortized cost, which approximates fair value. Investment income consists primarily of interest. Interest is recognized on an accrual basis. Interest income is determined on the effective yield method based on estimated principal repayments. Realized capital gains and losses are determined on a specific identification basis based on the trade date.

Management regularly reviews its investment portfolio to evaluate the necessity of recording impairment losses for other-than-temporary declines in the fair value of investments. A number of criteria are considered during this process, including, but not limited to, the current fair value as compared to amortized cost or cost, as appropriate, of the investment, the length of time the investment's fair value has been below amortized cost or cost, as appropriate, and by how much, and specific credit issues related to the issuer and current economic conditions. Estimates for other-than-temporary declines in the fair value of invested assets are included in net investment income. There were no impairment losses for other-than-temporary declines in the fair value of investments in 2011 and 2010.

#### 4) Reinsurance

Reinsurance premiums are reported as a reduction of net premium earned and reinsurance recoveries are reported as a reduction to hospital and medical benefits expenses.

# Notes to Financial Statement

5) Administrative Services Revenue

The Company has contracted to provide all administrative and management services to SIC. The Company also contracted to provide accounting, human resources, legal, information systems, provider appeals, and other general administrative and health service management services to SHN and Apex. Fees are recognized as revenue during the period in which the Company provides the service.

6) Hospital and Medical Expenses and Cost Recognition

The cost of healthcare services is recognized in the period in which services are provided. Healthcare expenses also include an estimate of the cost of services provided to the Company's members by third party providers, which have been incurred but not reported to the Company. The estimate for incurred but not reported claims is based on actuarial projections of costs using historical paid claims data. Estimates are continually monitored and reviewed and, as settlements are made or estimates are adjusted, differences are reflected in current operations. Such estimates are subject to the impact of changes in the regulatory environment and economic conditions. Given the inherent variability of such estimates, the actual liability could differ significantly from the amounts provided. While the ultimate amount of claims paid are dependent on future developments, management is of the opinion that the reserves for claims and the cost to process claims make a reasonable and appropriate provision to cover such claims.

Additionally, SummaCare has contracted with two physician hospital organizations (PHOs), SHN and the Cleveland Health Network (CHN), to provide members with the services of hospitals, primary care physicians, and other physician specialists within the SHN and CHN networks. In 2011 and 2010, SummaCare retained the risk for all commercial and Medicare members choosing either a CHN or SHN provider.

7) Pharmaceutical rebates are reported as a reduction of prescription drug expense. Receivables related to pharmaceutical rebates are recorded in accordance with SSAP No. 84, Certain Health Care Receivables and Receivables Under Government Insured Plans.

D. Income Taxes

The Company, together with affiliates under Summa Health System Corporation, files a consolidated federal income tax return. Each member of the consolidated tax return computes their tax liability on a separate return basis and, in addition, is reimbursed currently for utilization of tax net operating losses and tax credits that exist on a consolidated basis. The Company is not subject to state income taxes as it is licensed as a HIC under Chapter 1751 of the Ohio Revised Code.

Deferred tax assets, net of any nonadmitted assets, and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. Deferred tax assets are limited to 1) the amount of federal income taxes paid in prior years that can be recovered through loss carrybacks for existing temporary differences that reverse by the end of the subsequent calendar year, plus 2) the lesser of the remaining gross deferred tax assets expected to be realized within one year of the balance sheet date or 10% of capital and surplus excluding any net deferred tax assets, EDP equipment and operating software and any net positive goodwill, plus 3) the amount of remaining gross deferred tax assets that can be offset against existing gross deferred tax liabilities. The remaining deferred tax assets are non-admitted.

E. Property and Equipment

Property and equipment are recorded at cost, less accumulated depreciation. Depreciation and amortization are computed using the straight-line method over the shorter of the estimated useful lives of the assets, or the lease term of the leasehold improvement. Repairs and maintenances costs are expensed as incurred.

2. Accounting Changes and Corrections of Errors

A. Material Changes in accounting principles and / or corrections of errors include:

None.

3. Business Combinations and Goodwill

On December 31, 1999 Summa Health System (SHS) reorganized resulting in a change in ownership of SC. Prior to December 31, 1999, SC was a wholly-owned subsidiary of Akron City Health System (ACHS). As part of the reorganization, SIC received SC's voting common stock for no consideration.

4. Discontinued Operations

None.

5. Investments

**Notes to Financial Statement**

**A. Mortgage Loans**

None.

**B. Debt Restructuring**

None.

**C. Reverse Mortgages**

None.

**D. Loan backed securities**

None.

**E. Repurchase agreements**

None.

**F. Real Estate**

None.

**G. Investments in low-income housing tax credits**

None.

**6. Joint Ventures, Partnerships and Limited Liability Companies**

**A. For investments in joint ventures, partnerships and limited liability companies that exceed 10% of the admitted assets of the insurer.**

None.

**B. Impaired investments in joint ventures, partnerships and limited liability companies**

None.

**7. Investment Income**

**A. The basis, by category of investment income, for excluding (nonadmitting) any investment income due and accrued**

All accrued investment income was admitted for the period.

**8. Derivative Instruments**

None.

**9. Income Taxes**

**Notes to Financial Statement**

**A. The components of deferred tax asset / liability at December 31 are as follows:**

	3/31/2011			12/31/2010			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
1.									
(a) Gross Deferred Tax assets	\$2,237,650	\$0	\$2,237,650	\$2,380,111	\$0	\$2,380,111	(\$142,461)	\$0	(\$142,461)
(b) Statutory Valuation Allowance	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(c) Adjusted Gross DTA's (1a-1b)	\$2,237,650	\$0	\$2,237,650	\$2,380,111	\$0	\$2,380,111	(\$142,461)	\$0	(\$142,461)
(d) Deferred Tax Liabilities	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(e) Subtotal (Net DTA's) (1c-1d)	\$2,237,650	\$0	\$2,237,650	\$2,380,111	\$0	\$2,380,111	(\$142,461)	\$0	(\$142,461)
(f) DTA's Nonadmitted	\$244,719	\$0	\$244,719	\$337,976	\$0	\$337,976	(\$93,257)	\$0	(\$93,257)
(g) Net Admitted DTA's (1e-1f)	\$1,992,931	\$0	\$1,992,931	\$2,042,135	\$0	\$2,042,135	(\$49,204)	\$0	(\$49,204)
4.									
Admission Calculation Components									
SSAP No. 10R Par.10a, 10b and 10c									
(a) SSAP No. 10R Paragraph 10a	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(b) SSAP No. 10R Paragraph 10b (lesser 10bi and 10bii below)	\$1,992,931	\$0	\$1,992,931	\$0	\$0	\$0	\$1,992,931	\$0	\$1,992,931
(c) SSAP No. 10R Paragraph 10bi	\$1,992,931	\$0	\$1,992,931	\$0	\$0	\$0	\$1,992,931	\$0	\$1,992,931
(d) SSAP No. 10R Paragraph 10bii	XXX	XXX	\$4,440,747	XXX	XXX	\$0	XXX	XXX	\$4,440,747
(e) SSAP No. 10R Paragraph 10c	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(f) Total (4a+4b+4e)	\$1,992,931	\$0	\$1,992,931	\$0	\$0	\$0	\$1,992,931	\$0	\$1,992,931
Admission Calculation Components									
SSAP No. 10R Paragraphs 10e									
(g) SSAP No. 10R Paragraph 10ei	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(h) SSAP No. 10R Paragraph 10eii (lesser of 10eiiia and 10eiiib below)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(i) SSAP No. 10R Paragraph 10eiiia	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(j) SSAP No. 10R Paragraph 10eiiib	XXX	XXX	\$0	XXX	XXX	\$0	\$0	\$0	\$0
(k) SSAP No. 10R Paragraph 10eiii	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(l) Total (4g+4h+4k)	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Used in SSAP No. 10R Paragraph 10d									
(m) Total Adjusted Capital	XXX	XXX	\$45,028,089	XXX	XXX	\$44,407,469	XXX	XXX	\$620,620
(n) Authorized Control Level	XXX	XXX	\$9,215,441	XXX	XXX	\$9,646,442	XXX	XXX	(\$431,001)
5.									
SSAP No. 10R Par. 10a, 10b and 10c									
(a) Admitted Deferred Tax Assets	\$1,992,931	\$0	\$1,992,931	\$2,042,135	\$0	\$2,042,135	(\$49,204)	\$0	(\$49,204)
(b) Admitted Assets	XXX	XXX	\$87,417,843	XXX	XXX	\$86,953,205	XXX	XXX	\$464,638
(c) Adjusted Statutory Surplus	XXX	XXX	\$44,407,469	XXX	XXX	\$31,283,527	XXX	XXX	\$13,123,942
(d) Total Adjusted Capital from DTA's	XXX	XXX	\$1,992,931	XXX	XXX	\$2,042,135	XXX	XXX	(\$49,204)
Increases due to SSAP No. 10R Par. 10e									
(e) Admitted DTA's	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(f) Admitted Assets	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
(g) Statutory Surplus	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

**B. Regarding deferred tax liabilities not recognized:**

None.

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

**Notes to Financial Statement**

	<b>3/31/2011</b>	<b>12/31/2010</b>	<b>Change</b>
1. Current Income Tax			
(a) Federal	\$116,856	\$3,245,215	(\$3,128,359)
(b) Foreign	\$0	\$0	\$0
(c) Subtotal	\$116,856	\$3,245,215	(\$3,128,359)
(d) Federal Income Tax on Net Capital Gains	\$0	\$0	\$0
(e) Utilization of Capital Loss Carry Forwards	\$0	\$0	\$0
(f) Other	\$0	\$0	\$0
(g) Federal and Foreign Income Taxes Incurred	\$116,856	\$3,245,215	(\$3,128,359)
2. Deferred Tax Assets:			
(a) Ordinary			
(1) Nonadmitted Assets	\$1,153,173	1,289,806	(\$136,633)
(2) Change in Claims Unpaid	\$431,356	401,196	\$30,160
(3) Change in Accrued Liabilities	\$633,855	554,400	\$79,455
(4) Charitable Contributions Carry-Forward	\$0	0	\$0
(5) Basis Difference in Fixed Assets	\$19,266	134,709	(\$115,443)
Subtotal	\$2,237,650	\$2,380,111	(\$142,461)
(b) Statutory Valuation Allowance	\$0	\$0	\$0
(c) Nonadmitted	\$244,719	\$337,976	(\$93,257)
(d) Admitted Ordinary Deferred Tax Assets (2a-2b)	\$1,992,931	\$2,042,135	(\$49,204)
(d) Capital			
(1) Investments	\$0	\$0	\$0
(2) Net Capital Loss Carry-Forward	\$0	\$0	\$0
(3) Real Estate	\$0	\$0	\$0
(4) Other	\$0	\$0	\$0
Subtotal	\$0	\$0	\$0
(e) Statutory Valuation Allowance	\$0	\$0	\$0
(f) Admitted Capital Deferred Tax Assets (2d-2e)	\$0	\$0	\$0
(g) Admitted Deferred Tax Assets (2c+2f)	\$1,992,931	\$2,042,135	(\$49,204)
3. Deferred Tax Liabilities:			
(a) Ordinary			
(1) Investments	\$0	\$0	\$0
(2) Fixed Assets	\$0	\$0	\$0
(3) Other	\$0	\$0	\$0
Subtotal	\$0	\$0	\$0
(b) Capital			
(1) Investments	\$0	\$0	\$0
(2) Fixed Assets	\$0	\$0	\$0
(3) Other	\$0	\$0	\$0
Subtotal	\$0	\$0	\$0
(c) Deferred Tax Liabilities (3a+3b)	\$0	\$0	\$0
4. Net Deferred Tax Assets / Liabilities (2g-3c)	\$1,992,931	\$2,042,135	(\$49,204)

**D. The provision for federal income taxes incurred is different than that which would be obtained by applying the statutory federal income tax rate to income before taxes. The significant items causing this difference are as follows:**

	<b>March 31, 2011</b>	<b>Effective Tax Rate</b>
Provision computed at statutory rate	\$116,856	34.0%
Items permanent in nature	\$5,827	1.7%
Change in deferred income tax	(\$142,461)	-41.4%
Change in nonadmitted assets	\$136,634	39.8%
Total statutory income taxes incurred	\$116,856	34.0%

**E. Amounts of operating loss and tax credit carry-forwards available for tax purposes**

The company does not have any net operating loss carry-forwards as of March 31, 2011.

# Notes to Financial Statement

**F. Consolidation of Federal Income Tax Return**

Summa Health System Corporation files a consolidated federal income tax which includes the following entities: SummaCare, Inc., Summa Insurance Company, Apex Benefits Services, LLC, Summa Insurance Agency, LLC, Wadsworth-Rittman Professional Services Corporation, Northeast Ohio Primary Care Physicians, Ohio Health Choice, Summa Enterprise Group, Falls Holding Company, Cuyahoga Falls Retail Pharmacy, Health Care Center Physicians, and Cornerstone Medical Services.

**10. Information Concerning Parent, Subsidiaries, and Affiliates**

**A. Nature of the Relationships**

SummaCare, Inc. (SC or the Company) is a wholly owned subsidiary of Summa Insurance Company, Inc. (SIC). SIC is a majority-owned subsidiary of Summa Health System.

Subsidiaries and affiliated organizations of SHS include Summa Health System Corporation (SHSC), Summa Akron City & St. Thomas Hospitals (SHSH), Summa Health Network LLC (SHN), Apex Benefits Services, LLC (Apex), Summa Insurance Agency, LLC (SIA), Cuyahoga Falls General Hospital (CFGH), Summa Barberton Hospital (SBH), Summa Wadsworth-Rittman Hospital (WRH), Wadsworth-Rittman Professional Services Corporation, Crystal Clinic Orthopedic Center, LLC, Angiographic Lab, LLC (Angio), Summa Physicians, Inc. (SPI), Summa Hospitals Foundation, Health Care Center Physicians Inc. (HCCP), Middlebury Assurance Corp. (MAC), Summa Enterprise Group (SEG), Summa Enterprise Group Properties (SEG Properties), Summa Rehabilitation Hospital, LLC, Wadsworth-Rittman MSO Inc., Ohio Health Choice, Inc. (OHC), Cornerstone Medical Services (Cornerstone), ARIS Teleradiology LLC (ARIS), Robinson Memorial Hospital (RMH), Summa Western Reserve Hospital (SWRH), Ohio Sleep Disorders, Summa Accountable Care Organization (ACO), Akron Endoscopy Associates (Akron Endoscopy) and Northeast Ohio Primary Care Physicians, Inc. (NEOPCI).

The Company is licensed in Ohio as a health-insuring corporation (HIC) under Chapter 1751 of the Ohio Revised Code. SC contracts with providers to provide comprehensive health care services to a defined enrolled population (members) for a predetermined monthly fee. The population from which the Company draws its membership is predominately located in Northeast Ohio.

The Company is subject to competition from other health insuring companies as well as to the regulations of certain state and federal agencies. The Company is also subject to periodic financial examinations by those regulatory authorities.

**B. Transactions with Affiliated Organizations**

SC members receive various medical services from SHSH, and other SHS subsidiaries. Certain members of the board of directors of the Company are members of the board of trustees of SHSH's and SHS's subsidiary and affiliated organizations. During 2011 and 2010, SC incurred health care costs representing premium payments made to SIC for health care costs associated with the indemnity portion on specific SC insurance plans. During 2011 and 2010, the Company has also contracted to provide administrative and claims processing services to SIC and Apex. In 2011 and 2010, the Company contracted to reimburse SHN a portion of their total operating expenses. Expenses were recognized based on the amount charged to the Company from SHN.



**Notes to Financial Statement**

The operating activities with affiliated entities as of March 31, 2011 and December 31, 2010 are as follows:

	<b>2011</b>	<b>2010</b>
Claims paid to affiliated entities:		
SIC	\$ 2,533	58,646
SHSH	12,171,211	48,278,700
SPI	1,784,736	7,020,208
SBH	1,610,500	6,420,153
ARIS	9,131	40,706
WRH	781,543	2,999,842
Cornerstone	762,977	3,750,308
Akron Endoscopy	—	46,032
Management fees charged to SIC	2,508,448	16,121,619
Management fees charged to Apex	2,060,045	7,638,419
Management fees charged to OHC	2,067	15,852
Management fees charged to SHN	12,000	48,000
Management fees charged from SHN	71,214	395,377
Management fees charged from Apex	133,419	601,668
Management fees charged from OHC	48,578	146,700
Physician Incentive paid to SHN	—	600,000
Corporate expense allocation paid to SHS	486,501	1,470,000

The balances outstanding with affiliated entities as of March 31, 2011 and December 31, 2010 are as follows:

	<b>Due from</b>		<b>Due to</b>	
	<b>2011</b>	<b>2010</b>	<b>2011</b>	<b>2010</b>
SHN	\$ 1,368	—	—	72,580
SIC	2,459,005	1,067,787	—	—
SHSH	—	—	5,061,304	4,870,250
OHC	358	560	—	—
Apex	1,211,403	997,097	—	—
WRH	—	—	281,084	292,687
SBH	—	—	594,875	586,671
ACO	—	—	125,347	—
RMH	—	—	132,013	133,077
	<u>\$ 3,672,134</u>	<u>2,065,444</u>	<u>6,194,623</u>	<u>5,955,265</u>

**11. Debt**

SC has no debt as of March 31, 2011.

**12. Retirement Plans**

- 1) The Company has a defined contribution 401(k) plan that is available to all eligible employees. The plan provides for employee contributions of up to 15% of eligible salary and employer matching contributions of 50% of each employee’s voluntary contribution. The matching contribution is limited to 6% of each employee’s pay. Expense under this plan was approximately \$151,419 for year ending March 31, 2011 and was \$599,697 for year ending December 31, 2010.
- 2) SHS maintains a noncontributory defined benefit pension plan (DB Plan), Summa Health System Retirement Income Plan and Trust, for the benefit of eligible employees in which the Company participates. The benefits are based upon years of service, as defined by the DB Plan. It is the System’s policy to contribute annually to the DB Plan amounts that are actuarially determined to provide the DB Plan with sufficient assets to meet future benefit payment requirements.

Effective January 1, 2002, the Company’s employees became participants in Summa Health System Retirement Income Plan and Trust (the Plan), however, the Company has no direct liability for the Plan obligations. Pension amounts are allocated to the Company based on its pro rata portion of the DB Plan periodic benefit obligation. The Company has recorded expense associated with involvement in the DB Plan of \$76,140 and \$304,565 as part of salaries, wages, and fringe benefits expense for the periods ended March 31, 2011 and December 31, 2010, respectively.

**Notes to Financial Statement**

**13. Capital and Surplus, Shareholders’ Dividend Restrictions and Quasi-Reorganizations**

- 1.) As of March 31, 2011, SHS owned all of the 100 issued and outstanding shares of SC’s preferred stock. The par value of the preferred stock is \$1 per share. SIC owns all of the 570 issued and outstanding shares of SC common stock. The par value of the common stock is \$1 per share.
- 2.) Dividend restrictions – Dividends on the preferred stock are cumulative at an annual rate of \$500 per share. No dividends have been declared or paid by the Company on its preferred stock; accordingly, there are \$891,667 of dividends in arrears as of March 31, 2011 and \$904,167 of dividends in arrears at December 31, 2010. No dividends can be paid on the Company’s common stock until the dividends in arrears on preferred stock are paid.
- 3.) Profits that may be paid as ordinary dividends – Not applicable
- 4.) No restrictions on unassigned funds
- 5.) Advances to surplus not repaid – None
- 6.) No stock held at the company for special purposes
- 7.) No special surplus funds
- 8.) The portion of unassigned funds represented or reduced by :  
  
Nonadmitted Asset Values – \$3,636,403  
  
Unrealized Gains (Losses) - \$1,460,008
- 9.) No surplus notes
- 10.) Restatement in a quasi-reorganization – Not applicable
- 11.) No quasi-reorganization

**14. Contingencies**

None.

**15. Leases**

The company leases equipment and its facility under noncancelable operating leases expiring at various dates from 2011 to 2016. Rent expense was approximately \$542,120 as of March 31, 2011 and was \$2,165,269 for year ending December 31, 2010.

Future minimum payments under noncancelable operating leases are as follows:

Year ended December 31:		
2011		2,053,532
2012		2,126,645
2013		2,073,708
2014		2,073,968
2015		2,129,766
2016		1,938,777
Total minimum future commitment		\$ <u><u>12,396,396</u></u>

**16. Information Regarding Off-Balance Sheet Risk**

Not applicable.

**17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liability**

Not applicable.

**18. Gains or Loss to the Reporting Entity from Uninsured Plans**

Not applicable.

**Notes to Financial Statement**

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

Not applicable.

**20. Fair Value Measurement**

Not applicable.

**21. Other Items**

Not Applicable.

**22. Events Subsequent**

Not applicable.

**23. Reinsurance**

**A. Ceded Reinsurance Report**

Section 1 – General Interrogatories

- (1) 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 representative, officer, trustee, or director of the company?

Yes ( ) No (X)

If yes, give full details.

- (2) 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) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or any other person not primarily engaged in the insurance business?

Yes ( ) No (X)

If yes, give full details.

Section 2 – Ceded Reinsurance Report – Part A

- (1) Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credit?

Yes ( ) No (X)

- a. If yes, what is the estimated amount of the aggregate reduction in surplus of a unilateral cancellation by the reinsurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the reporting entity to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the reporting entity may consider the current or anticipated experience of the business reinsured in making this estimate. \$\_\_\_\_\_
- b. What is the total amount of reinsurance credits taken, whether as an asset or as a reduction of liability for these agreements in this statement? \$\_\_\_\_\_

- (2) Does the reporting entity 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 that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under reinsurance policies?

Yes ( ) No (X)

If yes, give full details.

Section 3 – Ceded Reinsurance Report – Part B

**Notes to Financial Statement**

- (1) What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits 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. \$0
- (2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement?

Yes ( )    No (X)

If yes, what is the amount of the reinsurance credits, whether an asset or a reduction of a liability, taken for such new agreements or amendments? \$\_\_\_\_\_

**B. Uncollectible Reinsurance**

None.

**C. Commutation of Ceded Reinsurance**

None.

**24. Retrospectively Rated Contracts & Contracts Subject to Redetermination**

Not applicable.

**25. Changes in Incurred Claims and Claims Adjustment Expenses**

Activity in claims unpaid is summarized as follows:

	<u>2011</u>	<u>2010</u>
Balance at January 1	\$ 23,183,007	22,746,255
Incurred related to:		
Current year	54,107,707	231,911,384
Prior years	<u>(599,000)</u>	<u>(4,661,000)</u>
Total	<u>53,508,707</u>	<u>227,250,384</u>
Paid related to:		
Current year	32,851,815	208,728,377
Prior years	<u>18,783,008</u>	<u>18,085,255</u>
Total	<u>51,634,823</u>	<u>226,813,632</u>
Balance at End of Period	\$ <u><u>25,056,891</u></u>	<u><u>23,183,007</u></u>

**26. Intercompany Pooling Arrangements**

Not applicable.

**27. Structured Settlements**

Not applicable

**Notes to Financial Statement**

**28. Healthcare Receivables**

The company receives pharmacy rebates on a quarterly basis. As of March 31, 2011, a receivable was recorded equal to three quarters of rebates. Pharmacy rebates receivable are estimated by multiplying the most recent rebate received by three (three quarters). Pharmacy rebates receivable are recorded as nonadmitted assets in accordance with SSAP No. 84.

<u>Quarter</u>	<u>Estimated Rebates Receivable</u>	<u>Nonadmitted Rebates Receivable</u>	<u>Admitted Rebates Receivable</u>	<u>Actual Rebates Received More Than 180 Days After Billing</u>
3/31/2011	\$1,541,092	\$1,541,092	\$0	\$0
12/31/2010	\$1,545,000	\$1,545,000	\$0	\$515,433
9/30/2010	\$1,133,202	\$1,133,202	\$0	\$1,007,233
6/30/2010	\$1,022,074	\$1,022,074	\$0	\$1,448,788
3/31/2010	\$1,297,617	\$1,297,617	\$0	\$1,699,056
12/31/2009	\$885,851	\$885,851	\$0	\$1,207,256
9/30/2009	\$1,433,329	\$1,433,329	\$0	\$1,609,767
6/30/2009	\$1,613,311	\$1,613,311	\$0	\$1,330,376
3/31/2009	\$1,568,990	\$1,568,990	\$0	\$1,358,345
12/31/2008	\$1,568,990	\$1,568,990	\$0	\$1,557,439
9/30/2008	\$1,303,781	\$1,303,781	\$0	\$1,594,126
6/30/2008	\$1,700,614	\$1,700,614	\$0	\$1,595,212
3/31/2008	\$1,288,114	\$1,288,114	\$0	\$1,414,773
12/31/2007	\$1,288,114	\$1,288,114	\$0	\$1,327,675

**29. Participating Policies**

Not applicable.

**30. Premium Deficiency Reserves**

Premium deficiency losses are recognized when it is probable that expected claim expenses will exceed future premiums on existing health contracts. For purposes of premium deficiency losses, contracts are grouped in a manner consistent with the Company’s method of acquiring, servicing and measuring the profitability of such contracts. There were no premium deficiency reserves recorded as of March 31, 2011 and December 31, 2010, respectively.

**31. Anticipated Salvage Value and Subrogation**

Not applicable.

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[X]
- 1.2 If yes, has the report been filed with the domiciliary state?

Yes[ ] No[ ] N/A[X]
- 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[X]
- 2.2 If yes, date of change:

.....
3. Have there been any substantial changes in the organizational chart since the prior quarter end?  
If yes, complete the Schedule Y - Part 1 - organizational chart.

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

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

1 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?  
If yes, attach an explanation.

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

.....12/31/2007
- 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.

.....12/31/2007
- 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).

.....01/12/2009
- 6.4 By what department or departments?  
Ohio Department of Insurance
- 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[X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with?

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

- 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:

\$.....2,459,005

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:

\$.....0
13. Amount of real estate and mortgages held in short-term investments:

\$.....0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes[ ] No[X]

**GENERAL INTERROGATORIES (Continued)**

**INVESTMENT**

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds .....		
14.22 Preferred Stock .....		
14.23 Common Stock .....		
14.24 Short-Term Investments .....		
14.25 Mortgages Loans on Real Estate .....		
14.26 All Other .....		
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) .....		
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[ ] N/A[X]
- If no, attach a description with this statement.
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 3, III Conducting Examinations, F - 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
FirstMerit Trust .....	106 South Main Street, Akron, OH 44308 .....

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 and complete 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
FirstMerit Bank, NA .....	Paul Brady .....	4481 Munson St NW, Suite 200, Canton, OH 44718 .....

- 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 - HEALTH**

1. Operating Percentages:	
1.1 A&H loss percent	87.100%
1.2 A&H cost containment percent	0.700%
1.3 A&H expense percent excluding cost containment expenses	20.200%
2.1 Do you act as a custodian for health savings accounts?	Yes[ ] No[X]
2.2 If yes, please provide the amount of custodial funds held as of the reporting date.	\$..... 0
2.3 Do you act as an administrator for health savings accounts?	Yes[ ] No[X]
2.4 If yes, please provide the balance of the funds administered as of the reporting date.	\$..... 0



**SCHEDULE S - CEDED REINSURANCE**  
**Showing All New Reinsurance Treaties - Current Year to Date**

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
			<div>NONE</div>			

**SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS**  
**Current Year to Date - Allocated by States and Territories**

		1	Direct Business Only							
			2	3	4	5	6	7	8	9
State, Etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama (AL) .....	N								
2.	Alaska (AK) .....	N								
3.	Arizona (AZ) .....	N								
4.	Arkansas (AR) .....	N								
5.	California (CA) .....	N								
6.	Colorado (CO) .....	N								
7.	Connecticut (CT) .....	N								
8.	Delaware (DE) .....	N								
9.	District of Columbia (DC) .....	N								
10.	Florida (FL) .....	N								
11.	Georgia (GA) .....	N								
12.	Hawaii (HI) .....	N								
13.	Idaho (ID) .....	N								
14.	Illinois (IL) .....	N								
15.	Indiana (IN) .....	N								
16.	Iowa (IA) .....	N								
17.	Kansas (KS) .....	N								
18.	Kentucky (KY) .....	N								
19.	Louisiana (LA) .....	N								
20.	Maine (ME) .....	N								
21.	Maryland (MD) .....	N								
22.	Massachusetts (MA) .....	N								
23.	Michigan (MI) .....	N								
24.	Minnesota (MN) .....	N								
25.	Mississippi (MS) .....	N								
26.	Missouri (MO) .....	N								
27.	Montana (MT) .....	N								
28.	Nebraska (NE) .....	N								
29.	Nevada (NV) .....	N								
30.	New Hampshire (NH) .....	N								
31.	New Jersey (NJ) .....	N								
32.	New Mexico (NM) .....	N								
33.	New York (NY) .....	N								
34.	North Carolina (NC) .....	N								
35.	North Dakota (ND) .....	N								
36.	Ohio (OH) .....	L	1,976,687	60,028,839					62,005,526	
37.	Oklahoma (OK) .....	N								
38.	Oregon (OR) .....	N								
39.	Pennsylvania (PA) .....	N								
40.	Rhode Island (RI) .....	N								
41.	South Carolina (SC) .....	N								
42.	South Dakota (SD) .....	N								
43.	Tennessee (TN) .....	N								
44.	Texas (TX) .....	N								
45.	Utah (UT) .....	N								
46.	Vermont (VT) .....	N								
47.	Virginia (VA) .....	N								
48.	Washington (WA) .....	N								
49.	West Virginia (WV) .....	N								
50.	Wisconsin (WI) .....	N								
51.	Wyoming (WY) .....	N								
52.	American Samoa (AS) .....	N								
53.	Guam (GU) .....	N								
54.	Puerto Rico (PR) .....	N								
55.	U.S. Virgin Islands (VI) .....	N								
56.	Northern Mariana Islands (MP) .....	N								
57.	Canada (CN) .....	N								
58.	Aggregate other alien (OT) .....	X X X								
59.	Subtotal .....	X X X	1,976,687	60,028,839					62,005,526	
60.	Reporting entity contributions for Employee Benefit Plans .....	X X X								
61.	Total (Direct Business) .....	(a)..... 1	1,976,687	60,028,839					62,005,526	
DETAILS OF WRITE-INS										
5801.	.....	X X X								
5802.	.....	X X X								
5803.	.....	X X X								
5898.	Summary of remaining write-ins for Line 58 from overflow page .....	X X X								
5899.	TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 above) .....	X X X								

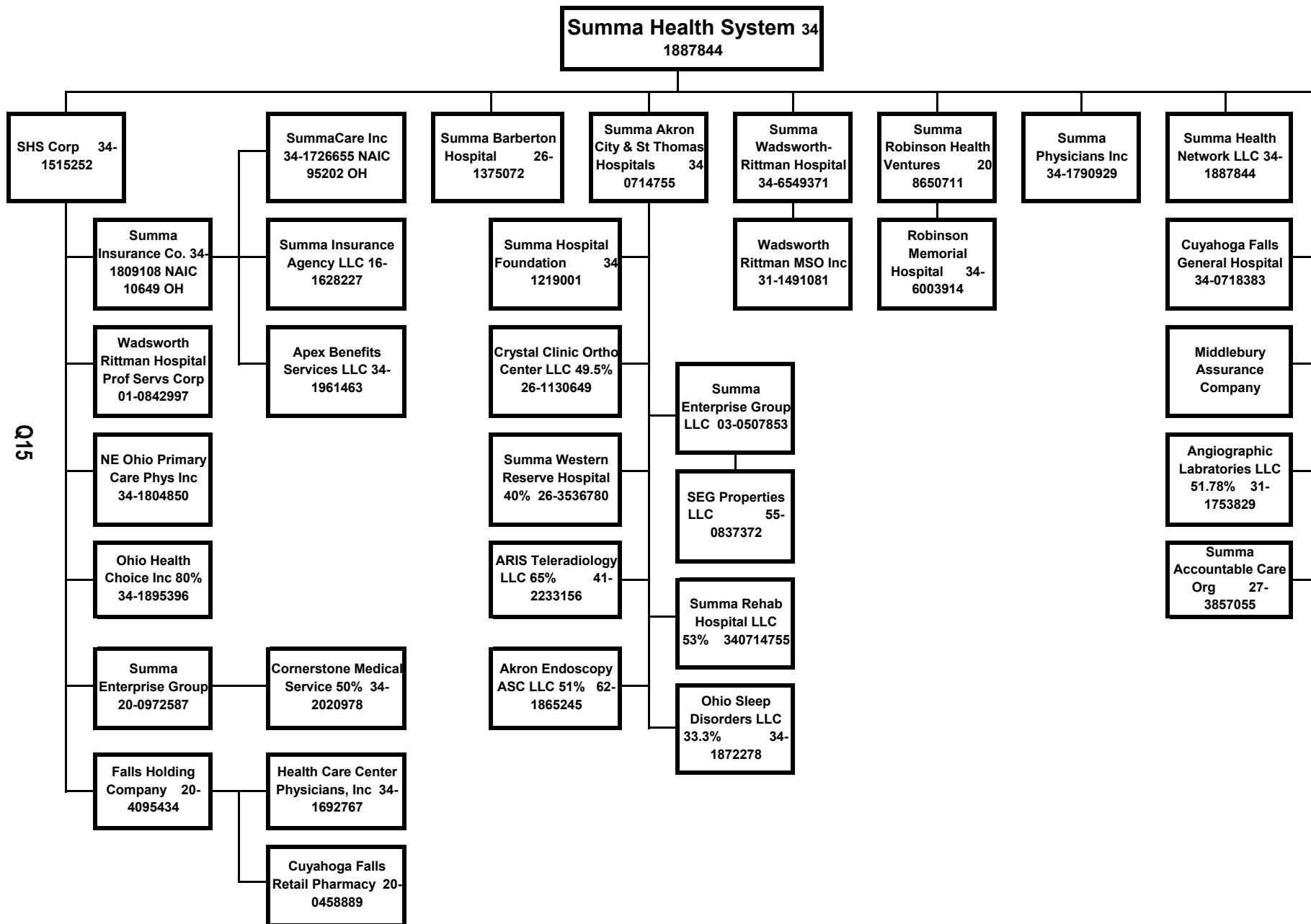
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business 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



# 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.

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

RESPONSE
No

Explanations:

Bar Codes:

Medicare Part D Coverage Supplement



OVERFLOW PAGE FOR WRITE-INS

ASSETS

	Current Statement Date			4  December 31 Prior Year Net Admitted Assets
	1  Assets	2  Nonadmitted Assets	3  Net Admitted Assets (Cols. 1 - 2)	
2504. Premium Tax Recoverable .....	.....	.....	.....	.....
2597. Summary of remaining write-ins for Line 25 (Lines 2504 through 2596) .....	.....	.....	.....	.....

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1	2	3	4
	Uncovered	Total	Total	Total
2904. Minority Interest Income (Expense) .....	.....	.....	.....	.....
2905. City Taxes .....	.....	.....	.....	.....
2906. Network Access Fees - Providers .....	.....	.....	.....	.....
2907. Minority Interest Expense .....	.....	.....	.....	.....
2908. Rental Revenue .....	.....	.....	.....	.....
2909. City Income Taxes .....	.....	.....	.....	.....
2997. Summary of remaining write-ins for Line 29 (Lines 2904 through 2996) .....	.....	.....	.....	.....

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
4704. True up adjustment related to Deferred Tax .....	.....	.....	.....
4705. Correction of an error - 2006 Premium Taxes .....	.....	.....	.....
4706. Misc. Adjustment .....	.....	.....	.....
4707. Increase par value of common stock .....	.....	.....	.....
4708. Correction of an error - 2006 Premium Taxes .....	.....	.....	.....
4709. Change in Minimum Pension Liability - Unrestricted Funds .....	.....	.....	.....
4710. Adjustments to 2008 financial statements .....	.....	.....	.....
4711. True up adjustment related to Deferred Tax .....	.....	.....	.....
4797. Summary of remaining write-ins for Line 47 (Lines 4704 through 4796) .....	.....	.....	.....

**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 .....		
9.	Total foreign exchange change in book value/recorded investment .....		
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 .....	51,828,826	27,910,242
2.	Cost of bonds and stocks acquired .....	15,240,234	30,822,773
3.	Accrual of discount .....	21,420	51,840
4.	Unrealized valuation increase (decrease) .....		
5.	Total gain (loss) on disposals .....		
6.	Deduct consideration for bonds and stocks disposed of .....	1,000,000	6,900,000
7.	Deduct amortization of premium .....	11,835	56,030
8.	Total foreign exchange change in book/adjusted carrying value .....		
9.	Deduct current year's other than temporary impairment recognized .....		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9) .....	66,078,645	51,828,826
11.	Deduct total nonadmitted amounts .....		
12.	Statement value at end of current period (Line 10 minus Line 11) .....	66,078,645	51,828,826

**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	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. Class 1 (a) .....	57,055,095	15,240,234	4,848,323	9,585	67,456,591			57,055,095
2. Class 2 (a) .....								
3. Class 3 (a) .....								
4. Class 4 (a) .....								
5. Class 5 (a) .....								
6. Class 6 (a) .....								
7. Total Bonds .....	57,055,095	15,240,234	4,848,323	9,585	67,456,591			57,055,095
<b>PREFERRED STOCK</b>								
8. Class 1 .....								
9. Class 2 .....								
10. Class 3 .....								
11. Class 4 .....								
12. Class 5 .....								
13. Class 6 .....								
14. Total Preferred Stock .....								
15. Total Bonds & Preferred Stock .....	57,055,095	15,240,234	4,848,323	9,585	67,456,591			57,055,095

(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 Book/Adjusted Carrying Value	2  Par Value	3  Actual Cost	4  Interest Collected Year To Date	5  Paid for Accrued Interest Year To Date
9199999. Totals .....	1,377,946	X X X	1,377,946	2,765	

**SCHEDULE DA - Verification**

**Short-Term Investments**

		1  Year To Date	2  Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year .....	5,226,269	2,883,455
2.	Cost of short-term investments acquired .....		2,342,814
3.	Accrual of discount .....		
4.	Unrealized valuation increase (decrease) .....		
5.	Total gain (loss) on disposals .....		
6.	Deduct consideration received on disposals .....	3,848,323	
7.	Deduct amortization of premium .....		
8.	Total foreign exchange change in book/adjusted carrying value .....		
9.	Deduct current year's other than temporary impairment recognized ....		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9) .....	1,377,946	5,226,269
11.	Deduct total nonadmitted amounts .....		
12.	Statement value at end of current period (Line 10 minus Line 11) .....	1,377,946	5,226,269



<b>SI04</b>	<b>Schedule DB - Part A Verification .....</b>	<b>NONE</b>
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<b>SI04</b>	<b>Schedule DB - Part B Verification .....</b>	<b>NONE</b>
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<b>SI05</b>	<b>Schedule DB Part C Section 1 .....</b>	<b>NONE</b>
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<b>SI06</b>	<b>Schedule DB Part C Section 2</b>	<b>NONE</b>
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SI07	Schedule DB - Verification .....	NONE
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**SI08 Schedule E - Verification (Cash Equivalents) ..... NONE**

**E01      Schedule A Part 2 ..... NONE**

**E01      Schedule A Part 3 ..... NONE**

**E02      Schedule B Part 2 ..... NONE**

**E02      Schedule B Part 3 ..... NONE**

**E03      Schedule BA Part 2 ..... NONE**

**E03      Schedule BA Part 3 ..... NONE**

**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)
<b>Bonds - U.S. Governments</b>									
912828PQ7 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	1,502,343 .....	1,500,000.00 .....	207 .....	1 .....
912828NL0 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	1,511,719 .....	1,500,000.00 .....	.....	1 .....
912828NZ9 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	974,844 .....	1,000,000.00 .....	3,846 .....	1 .....
912828PM6 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	1,009,063 .....	1,000,000.00 .....	1,174 .....	1 .....
912828NK2 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	1,000,000 .....	1,000,000.00 .....	1,381 .....	1 .....
912828NR7 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	991,250 .....	1,000,000.00 .....	11,165 .....	1 .....
912828NW6 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	957,500 .....	1,000,000.00 .....	7,355 .....	1 .....
912828PA2 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	956,406 .....	1,000,000.00 .....	5,769 .....	1 .....
912828PF1 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	952,969 .....	1,000,000.00 .....	4,196 .....	1 .....
912828NT3 .....	U.S TREASURY NOTE .....		03/23/2011 .....	FIRSTMERIT TRUST .....	X X X .....	947,344 .....	1,000,000.00 .....	2,611 .....	1 .....
912828PK0 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	974,687 .....	1,000,000.00 .....	3,152 .....	1 .....
912828PN4 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	1,006,406 .....	1,000,000.00 .....	1,519 .....	1 .....
912828KD1 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	986,875 .....	1,000,000.00 .....	11,807 .....	1 .....
912828PC8 .....	U.S. TREASURY NOTE .....		01/20/2011 .....	FIRSTMERIT TRUST .....	X X X .....	470,547 .....	500,000.00 .....	2,393 .....	1 .....
912828NN6 .....	U.S. TREASURY NOTE .....		02/17/2011 .....	FIRSTMERIT TRUST .....	X X X .....	998,281 .....	1,000,000.00 .....	912 .....	1 .....
0599999 Subtotal - Bonds - U.S. Governments .....					X X X .....	15,240,234 .....	15,500,000.00 .....	57,487 .....	X X X .....
8399997 Subtotal - Bonds - Part 3 .....					X X X .....	15,240,234 .....	15,500,000.00 .....	57,487 .....	X X X .....
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly) .....					X X X .....	X X X .....	X X X .....	X X X .....	X X X .....
8399999 Subtotal - Bonds .....					X X X .....	15,240,234 .....	15,500,000.00 .....	57,487 .....	X X X .....
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly) .....					X X X .....	X X X .....	X X X .....	X X X .....	X X X .....
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly) .....					X X X .....	X X X .....	X X X .....	X X X .....	X X X .....
9899999 Subtotal - Preferred and Common Stocks .....					X X X .....	.....	X X X .....	.....	X X X .....
9999999 Total - Bonds, Preferred and Common Stocks .....					X X X .....	15,240,234 .....	X X X .....	57,487 .....	X X X .....

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

**SCHEDULE D - PART 4**  
**Show All Long-Term Bonds and Stocks Sold, Redeemed, or Otherwise Disposed of**  
**During the Current Quarter**

1	2	3 F o r e i g n	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		Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	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 Designation or Market Indicator (a)
Bonds - U.S. Governments																					
3134A4DY7	FHLMC		03/15/2011	MATURED	X X X	200,000	200,000.00	199,642	200,009		(9)		(9)		200,000				5,625	03/15/2011	1
3134A4DY7	FHLMC		03/15/2011	MATURED	X X X	300,000	300,000.00	308,439	300,508		(508)		(508)		300,000				8,438	03/15/2011	1
9128276T4	U.S. TREASURY NOTE		02/15/2011	MATURED	X X X	400,000	400,000.00	407,750	400,240		(240)		(240)		400,000				10,000	02/15/2011	1
9128276T4	U.S. TREASURY NOTE		02/15/2011	MATURED	X X X	100,000	100,000.00	101,484	100,025		(25)		(25)		100,000				2,500	02/15/2011	1
0599999 Subtotal - Bonds - U.S. Governments					X X X	1,000,000	1,000,000.00	1,017,315	1,000,782		(782)		(782)		1,000,000				26,563	X X X	X X X
8399997 Subtotal - Bonds - Part 4					X X X	1,000,000	1,000,000.00	1,017,315	1,000,782		(782)		(782)		1,000,000				26,563	X X X	X X X
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)					X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
8399999 Subtotal - Bonds					X X X	1,000,000	1,000,000.00	1,017,315	1,000,782		(782)		(782)		1,000,000				26,563	X X X	X X X
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)					X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)					X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9899999 Subtotal - Preferred and Common Stocks					X X X		X X X													X X X	X X X
9999999 Total - Bonds, Preferred and Common Stocks					X X X	1,000,000	X X X	1,017,315	1,000,782		(782)		(782)		1,000,000				26,563	X X X	X X X

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

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

**E07      Schedule DB Part B Section 1 ..... NONE**

**E08      Schedule DB Part D ..... NONE**

**E09      Schedule DL - Part 1 - Securities Lending Collateral Assets ..... NONE**

**E10      Schedule DL - Part 2 - Securities Lending Collateral Assets ..... NONE**

**SCHEDULE E - PART 1 - CASH**

**Month End Depository Balances**

1			2	3	4	5	Book Balance at End of Each Month			9
							During Current Quarter			
							6	7	8	
Depository			Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
open depositories										
First Merit - General Operating	Akron, Ohio						7,453,955	1,488,736	2,834,855	X X X
First Merit - Middlebury	Akron, Ohio						11,588	1,999	618	X X X
FirstMerit - Cleveland Clinic	Akron, Ohio						10,816	52,757	775,930	X X X
First Merit - 401k Plan	Akron, Ohio						100,000	100,000	100,000	X X X
SummaCare - Petty Cash	Akron, Ohio						200	200	200	X X X
FirstMerit - CFGH	Akron, Ohio						16,135	15,019	20,439	X X X
FirstMerit - Bridgestone	Akron, Ohio									X X X
FirstMerit - APS	Akron, Ohio						33,270	24,136	235,581	X X X
FirstMerit - Goodyear	Akron, Ohio						11,869	63,374	207,463	X X X
FirstMerit - SHS	Akron, Ohio						512,772	254,643	189,527	X X X
FirstMerit - WRH	Akron, Ohio						45,011	2,549	20,086	X X X
FirstMerit - BCH	Akron, Ohio						52,702	10,252	29,381	X X X
FirstMerit - Medical Reimbursement	Akron, Ohio						20,000	20,000	20,000	X X X
FirstMerit - Money Market	Akron, Ohio			0.500	6,655		3,475,292	8,476,967	8,480,569	X X X
FirstMerit - SWRH	Akron, OH						26,732	458	1,001	X X X
First Merit - General Operating	Akron, Ohio									X X X
First Merit - Self Insured SI	Akron, Ohio									X X X
FirstMerit - Cleveland Clinic	Akron, Ohio									X X X
First Merit - 401k Plan	Akron, Ohio									X X X
SummaCare - Petty Cash	Akron, Ohio									X X X
FirstMerit - CFGH	Akron, Ohio									X X X
FirstMerit - Bridgestone	Akron, Ohio									X X X
FirstMerit - APS	Akron, Ohio									X X X
FirstMerit - Goodyear	Akron, Ohio									X X X
FirstMerit - SHS	Akron, Ohio									X X X
FirstMerit - WRH	Akron, Ohio									X X X
FirstMerit - BCH	Akron, Ohio									X X X
FirstMerit - Medical Reimbursement	Akron, Ohio									X X X
FirstMerit - Money Market	Akron, Ohio									X X X
FirstMerit - SWRH	Akron, OH									X X X
First Merit - General Operating	Akron, Ohio									X X X
First Merit - Self Insured SI	Akron, Ohio									X X X
FirstMerit - Cleveland Clinic	Akron, Ohio									X X X
First Merit - 401k Plan	Akron, Ohio									X X X
SummaCare - Petty Cash	Akron, Ohio									X X X
FirstMerit - CFGH	Akron, Ohio									X X X
FirstMerit - Bridgestone	Akron, Ohio									X X X
FirstMerit - APS	Akron, Ohio									X X X
FirstMerit - Goodyear	Akron, Ohio									X X X
FirstMerit - SHS	Akron, Ohio									X X X
FirstMerit - WRH	Akron, Ohio									X X X
FirstMerit - BCH	Akron, Ohio									X X X
FirstMerit - Medical Reimbursement	Akron, Ohio									X X X
FirstMerit - Money Market	Akron, Ohio									X X X
FirstMerit - SWRH	Akron, OH									X X X
0199998 Deposits in .....0 depositories that do not exceed the allowable limit in any one depository - open depositories			X X X	X X X						X X X
0199999 Totals - Open Depositories			X X X	X X X	6,655		11,770,342	10,511,090	12,915,650	X X X
0299998 Deposits in .....0 depositories that do not exceed the allowable limit in any one depository - suspended depositories			X X X	X X X						X X X
0299999 Totals - Suspended Depositories			X X X	X X X						X X X
0399999 Total Cash On Deposit			X X X	X X X	6,655		11,770,342	10,511,090	12,915,650	X X X
0499999 Cash in Company's Office			X X X	X X X	X X X	X X X				X X X
0599999 Total Cash			X X X	X X X	6,655		11,770,342	10,511,090	12,915,650	X X X

**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
<div>NONE</div>							
8699999 Total - Cash Equivalents .....					.....	.....	.....

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