



QUARTERLY STATEMENT

AS OF MARCH 31, 2011

OF THE CONDITION AND AFFAIRS OF THE

Mount Carmel Health Plan, Inc

NAIC Group Code 2838 (Current Period) , NAIC Company Code 95655 (Prior Period) Employer's ID Number 311471229

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

Country of Domicile US

Licensed as business type:

Life, Accident and Health [] Property/Casualty [] Hospital, Medical and Dental Service or Indemnity []
Dental Service Corporation [] Vision Service Corporation [] Other []
Health Maintenance Organization [X] Is HMO Federally Qualified? Yes (X) No ()

Incorporated/Organized August 6, 1996 Commenced Business April 1, 1997

Statutory Home Office 6150 East Broad Street, EE320, Columbus, Ohio 43213 (Street and Number, City or Town, State and Zip Code)

Main Administrative Office 6150 East Broad Street, EE320, Columbus, Ohio 43213 (Street and Number, City or Town, State and Zip Code) 6145463211 (Area Code) (Telephone Number)

Mail Address 6150 East Broad Street, EE320, Columbus, Ohio 43213 (Street and Number, City or Town, State and Zip Code)

Primary Location of Books and Records 6150 East Broad Street, EE320, Columbus, Ohio 43213 (Street and Number, City or Town, State and Zip Code)
6145463211 (Area Code) (Telephone Number)

Internet Website Address www.medigold.com

Statutory Statement Contact Veronica Szydlowski (Name) 6145463211 (Area Code) (Telephone Number) (Extension)
vszydlowski@mchs.com (E-Mail Address) 6145463131 (Fax Number)

OFFICERS

Jacqueline Primeau (Chairperson)
Mark Richardson (President & CEO)
Veronica Szydlowski (COO/CFO)

OTHER OFFICERS

DIRECTORS OR TRUSTEES

Sister Barbara Hahl, CSC
Claus von Zychlin
Paula Autry
Daniel Wendorff, MD
Barry Fagan, MD

State of Ohio }
County of Franklin } SS

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.

Jacqueline Primeau Chairperson Mark Richardson President & CEO Veronica Szydlowski COO/CFO

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

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Col. 1 minus Col. 2)	Prior Year Net Admitted Assets
1. Bonds	86,760,793		86,760,793	87,214,200
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	51,545,638		51,545,638	48,483,021
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 \$ encumbrances)				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$ (4,884,063)), cash equivalents (\$ 42,707,958) and short-term investments (\$ 46,355,425)	84,179,320		84,179,320	77,883,695
6. Contract loans (including \$ 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 (Line 1 to Line 11)	222,485,751		222,485,751	213,580,916
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	770,414		770,414	640,965
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	5,612,345		5,612,345	3,156,546
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)				
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
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				
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software				
21. Furniture and equipment, including health care delivery assets (\$)	7,698	7,698		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	48,137		48,137	74,936
24. Health care (\$ 10,131) and other amounts receivable	3,380,722	2,415,942	964,780	880,312
25. Aggregate write-ins for other than invested assets	472,093	472,093		
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Line 12 to Line 25)	232,777,160	2,895,733	229,881,427	218,333,675
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Totals (Line 26 and Line 27)	232,777,160	2,895,733	229,881,427	218,333,675
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Line 1001 through Line 1103 plus Line 1198) (Line 11 above)				
2501. Misc Receivable				
2502. Leasehold Improvements	12,193	12,193		
2503. Prepaid Expenses	459,900	459,900		
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above)	472,093	472,093		

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1	2	3	4
	Covered	Uncovered	Total	Total
1. Claims unpaid (less \$ reinsurance ceded)	19,683,753		19,683,753	18,747,825
2. Accrued medical incentive pool and bonus amounts				
3. Unpaid claims adjustment expenses	141,632		141,632	141,632
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	628,470		628,470	550,562
9. General expenses due or accrued	1,264,853		1,264,853	1,292,134
10.1 Current federal and foreign income tax payable and interest thereon (including \$on realized gains (losses))				
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				
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)				
15. Amounts due to parent, subsidiaries and affiliates	1,855,850		1,855,850	2,048,457
16. Derivatives				
17. Payable for securities				
18. Payable for securities lending				
19. Funds held under reinsurance treaties with (\$ authorized reinsurers and \$ unauthorized reinsurers)				
20. Reinsurance in unauthorized companies				
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 \$ current)				
24. Total liabilities (Line 1 to Line 23)	23,574,558		23,574,558	22,780,610
25. Aggregate write-ins for special surplus funds	X X X	X X X		
26. Common capital stock	X X X	X X X	100	100
27. Preferred capital stock	X X X	X X X		
28. Gross paid in and contributed surplus	X X X	X X X	42,422,434	42,422,434
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	163,884,335	153,130,531
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	X X X	X X X		
32.2 shares preferred (value included in Line 27 \$)	X X X	X X X		
33. Total capital and surplus (Line 25 to Line 31 minus Line 32)	X X X	X X X	206,306,869	195,553,065
34. Total Liabilities, capital and surplus (Line 24 and Line 33)	X X X	X X X	229,881,427	218,333,675
DETAILS OF WRITE-INS				
2301.				
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page				
2399. Totals (Line 2301 through Line 2303 plus Line 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 (Line 2501 through Line 2503 plus Line 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 (Line 3001 through Line 3003 plus Line 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	87,757	82,591	329,050
2. Net premium income (including \$ non-health premium income)	X X X	81,501,981	77,547,692	309,514,518
3. Change in unearned premium reserves and reserve for rate credits	X X X	2,377,891		734,717
4. Fee-for-service (net of \$ medical expenses)	X X X			
5. Risk revenue	X X X			
6. Aggregate write-ins for other health care related revenues	X X X			
7. Aggregate write-ins for other non-health revenues	X X X			
8. Total revenues (Line 2 to Line 7)	X X X	83,879,872	77,547,692	310,249,235
Hospital and Medical:				
9. Hospital/medical benefits		39,550,650	36,282,144	144,002,578
10. Other professional services		20,884,380	18,366,981	79,605,199
11. Outside referrals				
12. Emergency room and out-of-area				
13. Prescription drugs		11,241,888	11,285,422	37,323,736
14. Aggregate write-ins for other hospital and medical				
15. Incentive pool, withhold adjustments and bonus amounts				
16. Subtotal (Line 9 to Line 15)		71,676,918	65,934,547	260,931,513
Less:				
17. Net reinsurance recoveries				
18. Total hospital and medical (Line 16 minus Line 17)		71,676,918	65,934,547	260,931,513
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ cost containment expenses				5,505,407
21. General administrative expenses		5,751,333	4,974,153	17,671,639
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)				
23. Total underwriting deductions (Line 18 through Line 22)		77,428,251	70,908,700	284,108,559
24. Net underwriting gain or (loss) (Line 8 minus Line 23)	X X X	6,451,621	6,638,992	26,140,676
25. Net investment income earned		971,329	1,276,506	3,769,536
26. Net realized capital gains (losses) less capital gains tax of \$		913,514	2,433,042	3,691,114
27. Net investment gains (losses) (Line 25 plus Line 26)		1,884,843	3,709,548	7,460,650
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]				
29. Aggregate write-ins for other income or expenses		145,447	101,668	1,048,731
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Line 24 plus Line 27 plus Line 28 plus Line 29)	X X X	8,481,911	10,450,208	34,650,057
31. Federal and foreign income taxes incurred	X X X			
32. Net income (loss) (Line 30 minus Line 31)	X X X	8,481,911	10,450,208	34,650,057
DETAILS OF WRITE-INS				
0601.	X X X			
0602.	X X X			
0603.	X X X			
0698. Summary of remaining write-ins for Line 6 from overflow page	X X X			
0699. Totals (Line 0601 through Line 0603 plus Line 0698) (Line 6 above)	X X X			
0701.	X X X			
0702.	X X X			
0703.	X X X			
0798. Summary of remaining write-ins for Line 7 from overflow page	X X X			
0799. Totals (Line 0701 through Line 0703 plus Line 0798) (Line 7 above)	X X X			
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page				
1499. Totals (Line 1401 through Line 1403 plus Line 1498) (Line 14 above)				
2901. Other Contractual Revenue		145,447	101,668	700,312
2902. Other Income				348,419
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page				
2999. Totals (Line 2901 through Line 2903 plus Line 2998) (Line 29 above)		145,447	101,668	1,048,731

STATEMENT OF REVENUE AND EXPENSES (continued)

CAPITAL AND SURPLUS ACCOUNT	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
33. Capital and surplus prior reporting year	195,553,064	166,491,571	166,491,571
34. Net income (loss) from Line 32	8,481,911	10,450,208	34,650,057
35. Change in valuation basis of aggregate policy and claims reserves			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$	2,419,846	5,561,590	2,873,607
37. Change in net unrealized foreign exchange capital gain or (loss)			
38. Change in net deferred income tax			
39. Change in nonadmitted assets	(147,952)	(27,468)	(2,562,171)
40. Change in unauthorized reinsurance			
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			
45.2 Transferred to capital (Stock Dividend)			
45.3 Tranferred from capital			
46. Dividends to stockholders		(4,400,000)	(5,900,000)
47. Aggregate write-ins for gains or (losses) in surplus			
48. Net change in capital and surplus (Line 34 to Line 47)	10,753,805	11,584,330	29,061,493
49. Capital and surplus end of reporting period (Line 33 plus Line 48)	206,306,869	178,075,901	195,553,064
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page			
4799. Totals (Line 4701 through Line 4703 plus Line 4798) (Line 47 above)			

CASH FLOW

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	81,501,981	77,459,392	309,514,518
2. Net investment income	(3,816,071)	(3,834,057)	(29,226,457)
3. Miscellaneous income	145,447	101,668	1,048,731
4. Total (Line 1 through Line 3)	77,831,357	73,727,003	281,336,792
5. Benefit and loss related payments	70,825,458	67,047,679	262,398,480
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	5,778,614	1,166,566	22,996,491
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)			
10. Total (Line 5 through Line9)	76,604,072	68,214,245	285,394,971
11. Net cash from operations (Line 4 minus Line 10)	1,227,285	5,512,758	(4,058,179)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	5,995,849	1,295,802	18,609,166
12.2 Stocks	9,520,954	8,221,253	32,142,906
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalants and short-term investments			
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Line 12.1 through Line 12.7)	15,516,803	9,517,055	50,752,072
13. Cost of investments acquired (long-term only):			
13.1 Bonds	5,524,125	8,199,518	20,484,752
13.2 Stocks	9,574,409	7,728,017	27,365,209
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications			
13.7 Total investments acquired (Line 13.1 through Line 13.6)	15,098,534	15,927,535	47,849,961
14. Net increase or (decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	418,269	(6,410,480)	2,902,111
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			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			5,900,000
16.6 Other cash provided (applied)	4,650,071	2,912,745	5,487,131
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	4,650,071	2,912,745	(412,869)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	6,295,625	2,015,023	(1,568,937)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	77,883,695	79,452,632	79,452,632
19.2 End of period (Line 18 plus Line 19.1)	84,179,320	81,467,655	77,883,695

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

20.0001			
20.0002			
20.0003			
20.0004			
20.0005			
20.0006			
20.0007			
20.0008			
20.0009			
20.0010			

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital and 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	27,286							27,286		
2. First Quarter	29,219							29,219		
3. Second Quarter										
4. Third Quarter										
5. Current Year										
6. Current Year Member Months	87,757							87,757		
Total Member Ambulatory Encounters for Period:										
7. Physician										
8. Non-Physician										
9. Total										
10. Hospital Patient Days Incurred										
11. Number of Inpatient Admissions	1,610							1,610		
12. Health Premiums Written (a)	81,501,981							81,501,981		
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	83,879,872							83,879,872		
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	70,825,458							70,825,458		
18. Amount Incurred for Provision of Health Care Services	71,676,918							71,676,918		

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 81,501,981

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
0599999 - Unreported claims and other claim reserves						19,683,753
0799999 - Total claims unpaid						19,683,753

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 plus 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)						
2. Medicare Supplement						
3. Dental only						
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare	17,367,500	53,373,490	764,874	18,918,879	18,132,374	18,747,825
7. Title XIX - Medicaid						
8. Other health						
9. Health subtotal (Line 1 to Line 8)	17,367,500	53,373,490	764,874	18,918,879	18,132,374	18,747,825
10. Healthcare recievables (a)						
11. Other non-health						
12. Medical incentive pools and bonus amounts						
13. Totals	17,367,500	53,373,490	764,874	18,918,879	18,132,374	18,747,825

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

NOTES TO FINANCIAL STATEMENTS

Notes to Financial Statements
Mount Carmel Health Plan, Inc.
Company Code: 95655

Quarter: 1
Calendar Year: 2011

1. Summary of Significant Accounting Policies

No change

2. Accounting Changes and Corrections of Errors

No change

3. Business Combinations and Goodwill:

No change

4. Discontinued Operations

No change

5. Investments

No change

6. Joint Ventures, Partnerships and Limited Liability Companies

No change

7. Investment Income

No change

8. Derivative Instruments

No change

9. Income Taxes

No change

10. Information Concerning Parent, Subsidiaries and Affiliates

No change

11. Debt

No change

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and
Other Postretirement Benefit Plans

No change

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

No change

14. Contingencies

No change

NOTES TO FINANCIAL STATEMENTS

15. Leases

No change

16. Information About Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentration of Credit Risk and Disclosures about Fair Value of Financial Instruments, for accounting guidance

No change

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

No change

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portfolio of Partially Insured Plans

No change

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

N/A

20. Other Items

No change

21. Subsequent Events

No change

22. Reinsurance

No change

23. Retrospectively Rated Contracts & Contracts Subject to Re-determination

No change

24. Change in Incurred Claims and Claim Adjustments Expenses

No change

25. Intercompany Pooling Arrangements

No change

26. Structured Settlements

N/A

27. Health Care Receivables

No change

28. Participating Policies

No change

29. Premium Deficiency Reserves

No change

30. Anticipated Salvage and Subrogation

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 (X)
- 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 (X)
- 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 (X)
- 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 (X)
- 4.2

If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

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 (X)
- 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.

12/31/2008
- 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.

12/31/2008
- 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).

06/12/2009
- 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 (X) No () N/A ()
- 6.6

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

Yes (X) 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? (You need not report an action, either formal or informal, if a confidentiality clause is part of the agreement.)

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
.....						
.....						
.....						

GENERAL INTERROGATORIES (continued)

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 () No (X)

10.2

If yes, indicate the amounts receivable from parent included in the Page 2 amount:

\$

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 () No (X)

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 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Line 14.21 to Line 14.26)	\$	\$
14.28 Total Investment in Parent included in Line 14.21 to Line 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?

If no, attach a description with this statement.

Yes () No ()

GENERAL INTERROGATORIES (continued)

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
PNC Capital Advisors, LLC	Cleveland, OH
.....	
.....	
.....	

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 brokers/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

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

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 (continued)
PART 2 - HEALTH

1.	Operating Percentages:	
1.1	A&H loss percent	 85.5 %
1.2	A&H cost containment percent	 0.6 %
1.3	A&H expense percent excluding cost containment expenses	 6.3 %
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.	\$
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.	\$

Page 13
Schedule S - Ceded Reinsurance
NONE

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

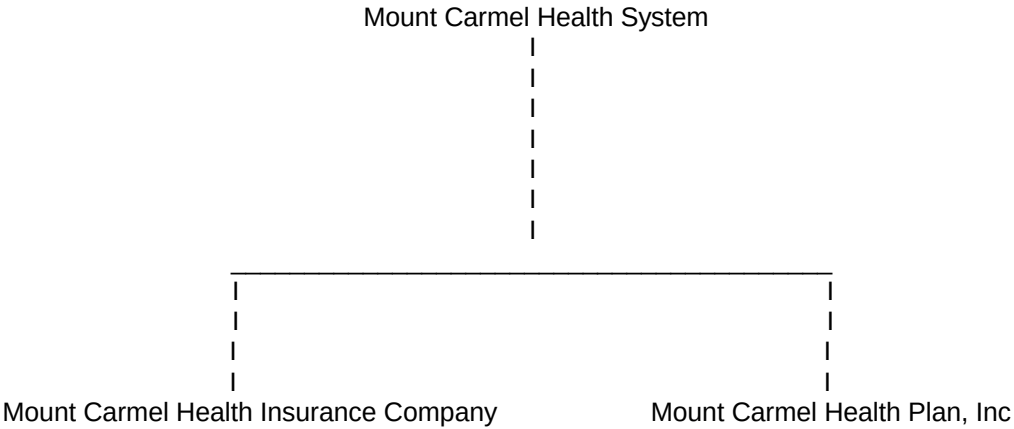
			1	Direct Business Only Year to Date							
			2	3	4	5	6	7	8	9	
States, Etc.			Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Column 2 Through Column 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		81,501,981					81,501,981	
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		81,501,981					81,501,981	
60.	Reporting entity contributions for Employee Benefit Plans		X X X								
61.	Total (Direct Business)	(a)	 1		81,501,981					81,501,981	
DETAILS OF WRITE-INS											
5801.											
5802.											
5803.											
5898. Summary of remaining write-ins for Line 58 from overflow page											
5899. Total (Line 5801 through Line 5803 plus Line 5898)											
(Line 58 above)											

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

Active Status Codes (Column 1):
(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

**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 EXPLANATIONS and provide an explanation following the interrogatory questions .

	RESPONSE
1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO

EXPLANATIONS:

BAR CODE:

Document Identifier 365:



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 end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 minus Line 5 plus Line 6 minus Line 7 plus Line 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 (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 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 (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 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	135,697,221	107,086,403
2. Cost of bonds and stocks acquired	15,098,534	72,309,151
3. Accrual of discount	28,047	112,310
4. Unrealized valuation increase (decrease)	1,309,556	3,458,443
5. Total gain (loss) on disposals	1,947,458	5,459,296
6. Deduct consideration for bonds and stocks disposed of	15,516,803	50,752,072
7. Deduct amortization of premium	68,497	207,752
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	189,083	1,768,558
10. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)	138,306,433	135,697,221
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	138,306,433	135,697,221

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
BONDS								
1. Class 1 (a)	170,559,294	147,216,642	139,540,275	(75,645)	178,160,016			170,559,294
2. Class 2 (a)								
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	170,559,294	147,216,642	139,540,275	(75,645)	178,160,016			170,559,294
PREFERRED STOCK								
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 and Preferred Stock	170,559,294	147,216,642	139,540,275	(75,645)	178,160,016			170,559,294

(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 \$ 47,389,662 ; NAIC 2 \$; NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1

Short-Term Investments Owned End of Current Quarter

	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	46,355,425	X X X	46,412,412	4,953	3,955

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	34,297,508	51,269,277
2. Cost of short-term investments acquired	33,865,466	180,534,008
3. Accrual of discount	433	2,081
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		376
6. Deduct consideration received on disposals	21,772,329	197,242,746
7. Deduct amortization of premium	35,654	265,488
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 (Line 1 + Line 2 + Line 3 + Line 4 + Line 5 - Line 6 - Line 7 + Line 8 - Line 9)	46,355,424	34,297,508
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	46,355,424	34,297,508

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1.	Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)	
2.	Cost Paid/ (Consideration Received) on additions	
3.	Unrealized Valuation increase/ (decrease)	
4.	Total gain (loss) on termination recognized	
5.	Considerations received/ (paid) on terminations	
6.	Amortization	
7.	Adjustment to the Book/Adjusted Carrying Value of hedged item	
8.	Total foreign exchange change in Book/Adjusted Carrying Value	
9.	Book/Adjusted Carrying Value at End of Current Period (Line 1 plus Line 2 plus Line 3 plus Line 4 minus Line 5 plus Line 6 plus Line 7 plus Line 8)	
10.	Deduct nonadmitted assets	
11.	Statement value at end of current period (Line 9 minus Line 10)	

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1.	Book/Adjusted carrying value, December 31 of prior year	
2.	Net cash deposits (Section 1, Broker Name/Net Cash Deposits Footnote)	
3.1	Change in variation margin on open contracts	
3.2	Add:	
	Change in adjustment to basis of hedged item	
3.21	Section 1, Column 17, current year to date minus	
3.22	Section 1, Column 17, prior year	
	Change in amount recognized	
3.23	Section 1, Column 16, current year to date minus	
3.24	Section 1, Column 16, prior year	
3.3	Subtotal (Line 3.1 minus Line 3.2)	
4.1	Variation margin on terminated contracts during the year	
4.2	Less:	
	Amount used to adjust basis of hedged item	
4.21		
	Amount recognized	
4.22		
4.3	Subtotal (Line 4.1 minus Line 4.2)	
5.	Dispositions gains (losses) on contracts terminated in prior year:	
	Recognized	
5.1		
	Used to adjust basis of hedged items	
5.2		
6.	Book/Adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3.3 minus Line 4.3 minus Line 5.1 minus Line 5.2)	
7.	Deduct total nonadmitted amounts	
8.	Statement value at end of current period (Line 6 minus Line 7)	

Page SI05

Schedule DB, Pt. C, Section 1, Replicated (Synthetic Assets) Open
NONE

Page SI06

Sch DB, Pt C, Sn 2, Replication (Syn Assets) Transactions Open
NONE

Page SI07

Schedule DB, Verification
NONE

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	46,711,745	33,344,373
2. Cost of cash equivalents acquired	107,827,052	438,373,927
3. Accrual of discount		729
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	111,830,865	425,002,282
7. Deduct amortization of premium	(26)	5,002
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 (Line 1 + Line 2 + Line 3 + Line 4 + Line 5 - Line 6 - Line 7 + Line 8 - Line 9)	42,707,958	46,711,745
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	42,707,958	46,711,745

Page E01

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

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

Page E02

Schedule B, Part 2, Mortgage Loans Acquired
NONE

Schedule B, Part 3, Mortgage Loans Disposed
NONE

Page E03

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

Sch. BA, Pt. 3, Other Long-Term Invested Assets Disposed
NONE

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company 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)
Bonds - U. S. Governments									
313371-UC-8	Federal Home Loan Bank Bond 0.875%		01/12/2011	PNC Institutional Investm		269,409	270,000.00	98	1
912828-MJ-6	United States Treasury Note		01/31/2011	Deutsche Bank Fixed Incom		1,508,672	1,500,000.00	36	1
912828-MU-1	United States Treasury Note		03/31/2011	VARIOUS		3,022,052	3,000,000.00	11,446	1
0599999	Subtotal - Bonds - U. S. Governments					4,800,132	4,770,000.00	11,581	
Bonds - Industrial and Miscellaneous (Unaffiliated)									
89233P-4R-4	Toyota Motor Credit Corp		01/05/2011	Barclays Fixed Income		723,992	725,000.00		1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					723,992	725,000.00		
8399997	Subtotal - Bonds - Part 3					5,524,125	5,495,000.00	11,581	
8399999	Subtotal - Bonds					5,524,125	5,495,000.00	11,581	
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
041356-20-5	Arlington Asset Invt Corp		03/08/2011	BNY CONVERGEX	6,171.000	169,682			L
020002-10-1	Allstate Corp		03/31/2011	VARIOUS	3,755.000	118,000			L
023135-10-6	Amazon com Inc		02/04/2011	Credit Suisse First Bosto	30.000	5,274			L
025816-10-9	American Express Co		03/28/2011	VARIOUS	190.000	8,392			L
03076C-10-6	Ameriprise Financial Inc		03/28/2011	BNY CONVERGEX	30.000	1,836			L
03073E-10-5	AmerisourceBergen Corp		03/28/2011	VARIOUS	330.000	12,237			L
037411-10-5	Apache Corp		03/31/2011	VARIOUS	450.000	52,053			L
037833-10-0	Apple Inc		03/21/2011	J. P. Morgan Securities	40.000	13,563			L
00206R-10-2	AT&T Inc		03/31/2011	VARIOUS	575.000	16,677			L
053611-10-9	Avery Dennison Corp		03/31/2011	VARIOUS	285.000	11,901			L
05615F-10-2	Babcock & Wilcox Co		01/28/2011	BNY Convergex	235.000	6,703			L
099724-10-6	Borgwarner Inc Com		03/28/2011	VARIOUS	90.000	6,234			L
109641-10-0	Brinker International Inc Com		03/16/2011	BNY CONVERGEX	8,475.000	205,145			L
127055-10-1	Cabot Corp Com		03/16/2011	BNY CONVERGEX	4,429.000	194,849			L
131347-30-4	Calpine Corp		03/31/2011	VARIOUS	490.000	7,337			L
149123-10-1	Caterpillar Inc		03/28/2011	BNY CONVERGEX	30.000	3,303			L
150870-10-3	Celanese Corp CI A		03/28/2011	VARIOUS	180.000	7,747			L
166764-10-0	Chevron Corp		01/28/2011	BNY Convergex	75.000	7,020			L
169656-10-5	Chipotle Mexican Grill Inc		03/28/2011	VARIOUS	30.000	7,559			L
171232-10-1	Chubb Corp		03/31/2011	VARIOUS	220.000	13,138			L
17275R-10-2	Cisco Systems Inc		03/31/2011	VARIOUS	15,205.000	276,034			L
12621E-10-3	Cno Finl Group Inc		02/09/2011	Liquidnet Inc	35,824.000	233,035			L
189754-10-4	Coach Inc		03/28/2011	VARIOUS	190.000	9,788			L
191216-10-0	Coca-Cola Co		03/28/2011	VARIOUS	190.000	12,025			L
19239V-30-2	Cogent Communications Group I		03/08/2011	BNY CONVERGEX	13,381.000	201,050			L
205306-10-3	Computer Programs & Systems		03/16/2011	BNY CONVERGEX	5,410.000	303,511			L
219350-10-5	Corning Inc		03/28/2011	BNY CONVERGEX	100.000	2,159			L
126408-10-3	CSX Corp		03/28/2011	VARIOUS	420.000	29,496			L
231021-10-6	Cummins Inc		03/28/2011	VARIOUS	80.000	8,681			L
126650-10-0	CVS Caremark Corp		03/31/2011	VARIOUS	4,390.000	150,340			L
24702R-10-1	Dell Inc		01/28/2011	BNY Convergex	145.000	1,913			L
247131-10-5	Delphi Financial Group Inc		03/08/2011	BNY CONVERGEX	8,004.000	242,544			L
25659P-40-2	Dolan C0		01/05/2011	Knight Securities Broadcou	8,942.000	128,262			L
260003-10-8	Dover Corp		03/28/2011	VARIOUS	460.000	28,500			L
277432-10-0	Eastman Chemical Co		03/28/2011	VARIOUS	110.000	10,219			L
(continues)									
(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues 2 .									

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company 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)
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)									
278058-10-2	Eaton Corp		03/28/2011	VARIOUS	220.000	21,570			L
278642-10-3	Ebay Inc		03/28/2011	VARIOUS	2,410.000	80,923			L
281020-10-7	Edison Intl Com		03/31/2011	VARIOUS	3,900.000	141,970			L
28140M-10-3	Education Management Corp		03/08/2011	BNY CONVERGEX	8,231.000	161,291			L
28660G-10-6	Elizabeth Arden Inc Com		03/16/2011	BNY CONVERGEX	7,851.000	203,982			L
268648-10-2	EMC Corp		03/28/2011	VARIOUS	820.000	21,971			L
29089Q-10-5	Emergent Biosolutions Inc		01/05/2011	Knight Securities Broadcou	6,349.000	152,339			L
29266R-10-8	Energizer Holdings Inc		03/31/2011	VARIOUS	1,325.000	88,611			L
518439-10-4	Estee Lauder Companies Cl A		03/28/2011	VARIOUS	930.000	87,348			L
30161N-10-1	Exelon Corp		03/31/2011	VARIOUS	1,893.000	80,866			L
30231G-10-2	Exxon Mobil Corp		03/21/2011	J.P. Morgan Securities	130.000	10,751			L
30249U-10-1	FMC Technologies Inc		03/28/2011	VARIOUS	50.000	4,729			L
349882-10-0	Fossil Inc		03/28/2011	VARIOUS	810.000	67,703			L
369604-10-3	General Electric Co		01/28/2011	BNY Convergex	425.000	8,579			L
370334-10-4	General Mills Inc		03/31/2011	VARIOUS	2,130.000	76,353			L
375558-10-3	Gilead Sciences Inc		03/28/2011	VARIOUS	720.000	29,067			L
38141G-10-4	Goldman Sachs Group Inc		03/31/2011	Credit Suisse First Bosto	40.000	6,367			L
38259P-50-8	Google Inc		03/28/2011	VARIOUS	40.000	24,125			L
42224N-10-1	Healthspring Inc Com		03/08/2011	BNY CONVERGEX	6,377.000	239,954			L
427866-10-8	Hershey Company		03/28/2011	VARIOUS	200.000	10,295			L
42809H-10-7	Hess Corp		03/28/2011	VARIOUS	950.000	79,062			L
428236-10-3	Hewlett Packard Co		03/28/2011	VARIOUS	710.000	32,925			L
437076-10-2	Home Depot Inc		03/28/2011	VARIOUS	1,970.000	71,718			L
452308-10-9	Illinois Tool Wks Inc		01/28/2011	BNY Convergex	170.000	9,307			L
45666Q-10-2	Informatica Corp		03/28/2011	VARIOUS	230.000	11,197			L
458140-10-0	Intel Corp		03/28/2011	VARIOUS	750.000	16,075			L
45867G-10-1	Interdigital Inc		01/05/2011	Credit Suisse First Bosto	2,714.000	122,853			U
459200-10-1	International Business Machines		03/28/2011	VARIOUS	70.000	11,264			L
460146-10-3	International Paper Co		01/28/2011	BNY Convergex	70.000	2,001			L
481165-10-8	Joy Global Inc Com		03/28/2011	VARIOUS	320.000	29,286			L
46625H-10-0	JPMorgan Chase & Co		03/31/2011	VARIOUS	425.000	19,290			L
494368-10-3	Kimberly-Clark Corp		01/28/2011	BNY Convergex	60.000	3,890			L
501044-10-1	Kroger Co		03/31/2011	VARIOUS	2,545.000	56,611			L
532716-10-7	Limited Brands Inc		03/28/2011	VARIOUS	2,240.000	66,141			L
533535-10-0	Lincoln Educational Services Corp		02/10/2011	VARIOUS	14,957.000	235,031			L
534187-10-9	Lincoln Natl Corp Ind Com		03/31/2011	VARIOUS	2,539.000	81,275			L
548661-10-7	Lowe's Cos Inc		03/31/2011	VARIOUS	3,360.000	84,551			L
55608B-10-5	Macquarie Infrastructure Co L		03/16/2011	BNY CONVERGEX	8,486.000	194,519			L
57636Q-10-4	MasterCard Inc Cl A		01/28/2011	VARIOUS	160.000	37,443			L
580135-10-1	McDonald's Corp		03/28/2011	VARIOUS	150.000	11,149			L
58405U-10-2	Medco Health Solutions Inc		03/28/2011	VARIOUS	110.000	6,666			L
58933Y-10-5	Merck & Co Inc New		03/14/2011	VARIOUS	6,620.000	228,608			L
594918-10-4	Microsoft Corp		03/28/2011	BNY CONVERGEX	190.000	4,860			L
617446-44-8	Morgan Stanley		03/31/2011	VARIOUS	280.000	7,931			L
61945A-10-7	Mosaic Co		03/28/2011	VARIOUS	1,290.000	101,143			L
637071-10-1	National Oilwell Varco Inc		03/28/2011	VARIOUS	150.000	11,653			L
64110D-10-4	NetApp Inc		03/28/2011	BNY CONVERGEX	30.000	1,439			L
651290-10-8	Newfield Expl Co Com		02/04/2011	Credit Suisse First Bosto	90.000	6,724			L
651639-10-6	Newmont Mining Corp		03/28/2011	VARIOUS	80.000	4,490			L
65339F-10-1	Nextera Energy Inc Com		03/31/2011	VARIOUS	190.000	10,365			L
H5833N-10-3	Noble Corporation		01/28/2011	VARIOUS	2,265.000	84,453			L
(continues)									

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company 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)
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)									
665859-10-4	Northern Trust Corp		03/31/2011	VARIOUS	500.000	25,715			L
670008-10-1	Novellus System Inc		01/05/2011	Credit Suisse First Bosto	4,040.000	126,896			L
629377-50-8	NRG Energy Inc		03/31/2011	VARIOUS	265.000	5,646			L
67103H-10-7	O'Reilly Automotive Inc		03/28/2011	VARIOUS	140.000	8,048			L
68389X-10-5	Oracle Corp		03/28/2011	VARIOUS	1,740.000	55,507			L
698813-10-2	Papa John's International Inc		03/08/2011	BNY CONVERGEX	8,127.000	241,518			L
708160-10-6	Penney J C Inc		01/28/2011	BNY Convergex	90.000	2,899			L
71714F-10-4	Pharmerica Corp		02/10/2011	VARIOUS	18,176.000	231,952			L
741511-10-9	Pricesmart Inc		01/11/2011	Credit Suisse First Bosto	3,915.000	155,519			L
742718-10-9	Procter & Gamble Co		03/31/2011	VARIOUS	2,430.000	155,897			L
69366A-10-0	PSS World Medical Inc		03/16/2011	BNY CONVERGEX	7,520.000	193,130			L
74460D-10-9	Public Storage Com		03/28/2011	VARIOUS	50.000	5,450			L
747525-10-3	Qualcomm Inc		03/28/2011	VARIOUS	1,050.000	56,718			L
750086-10-0	Rackspace Hosting Inc		01/11/2011	Credit Suisse First Bosto	5,105.000	173,526			L
76116A-10-8	Resolute Energy Corp Com		03/16/2011	BNY CONVERGEX	11,541.000	204,526			L
790849-10-3	Saint Jude Medical Inc		03/28/2011	VARIOUS	220.000	9,776			L
80862K-10-4	Sciclone Pharmaceuticals Inc		01/11/2011	Barclay's Capital Inc / L	52,040.000	232,244			L
83545G-10-2	Sonic Auromotive Inc		01/11/2011	Instinet	22,255.000	304,001			L
855244-10-9	Starbucks Corp		03/28/2011	VARIOUS	260.000	8,699			L
85590A-40-1	Starwood Hotels & Resorts		03/28/2011	VARIOUS	90.000	5,382			L
87151Q-10-6	Symetra Financial Corp		02/10/2011	VARIOUS	16,854.000	235,180			L
87612E-10-6	Target Corp		03/31/2011	VARIOUS	4,620.000	230,710			L
89417E-10-9	The Travelers Cos Inc		03/31/2011	VARIOUS	880.000	52,833			L
886547-10-8	Tiffany & Co		03/28/2011	VARIOUS	160.000	9,601			L
88732J-20-7	Time Warner Cable Inc		03/31/2011	VARIOUS	175.000	12,137			L
887317-30-3	Time Warner Inc		01/28/2011	Credit Suisse First Bosto	175.000	5,560			L
91324P-10-2	United Health Group Inc Corp		03/31/2011	VARIOUS	645.000	27,734			L
911312-10-6	United Parcel Service Inc Cl B		02/04/2011	Credit Suisse First Bosto	60.000	4,461			L
92553P-20-1	Viacom Inc Cl B		03/28/2011	VARIOUS	210.000	9,288			L
92826C-83-9	Visa Inc Cl A		03/28/2011	BNY CONVERGEX	20.000	1,448			L
931142-10-3	Wal-Mart Stores Inc		03/31/2011	VARIOUS	225.000	12,315			L
931422-10-9	Walgreen Co		03/28/2011	VARIOUS	2,240.000	94,015			L
949746-10-1	Wells Fargo & Co		01/28/2011	BNY Convergex	110.000	3,528			L
98310W-10-8	Wyndham Worldwide Corp		03/28/2011	VARIOUS	330.000	9,929			L
74022D-30-8	Precision Drilling Corp	I	02/09/2011	Barclay's Capital Inc / L	22,110.000	235,122			U
G02995-10-1	American Safety Insurance Hldgs	R	01/12/2011	VARIOUS	13,578.000	290,981			L
N22717-10-7	Core Laboratories NV	R	03/28/2011	VARIOUS	2,034.000	206,015			L
G2554F-11-3	Covidien Plc	R	03/28/2011	VARIOUS	2,070.000	103,694			L
G6359F-10-3	Nabors Industries Inc	R	03/31/2011	VARIOUS	485.000	13,051			L
G6852T-10-5	Partnerre Ltd Com	R	03/11/2011	Knight Direct LLC	945.000	71,503			L
82481R-10-6	Shire Plc Sponsored ADR	R	03/28/2011	VARIOUS	880.000	73,332			L
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					9,574,409			
9799997	Subtotal - Common Stocks - Part 3					9,574,409			
9799999	Subtotal - Common Stocks					9,574,409			
9899999	Subtotal - Preferred and Common Stocks					9,574,409			
9999999	TOTALS					15,098,534		11,581	

STATEMENT AS OF MARCH 31, 2011 OF THE Mount Carmel Health Plan, Inc

SCHEDULE D - PART 4

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

1	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 Identifi- cation	Description	Foreign	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 (Amort- ization) / 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 Designa- tion or Market Indi- cator (a)
Bonds - U. S. Governments																					
3128X8-HJ-4	Federal Home Loan Mortgage Corp		01/28/2011	MATURITY		1,500,000	1,500,000.00	1,502,001	1,500,103		(103)		(103)		1,500,000				1,263	01/28/2011	1
3128X8-RC-8	Federal Home Loan Mortgage Corp		03/09/2011	MATURITY		1,500,000	1,500,000.00	1,502,910	1,500,343		(343)		(343)		1,500,000				1,396	03/09/2011	1
3620AA-TY-4	GNMA 30yr Pool #724267		03/15/2011	PRINCIPAL RECEIPT		48,758	48,758.24	50,709	50,704		(1,946)		(1,946)		48,758				327	09/15/2039	1
912828-FQ-8	United States Treasury Note		01/05/2011	Morgan Stanley		537,900	475,000.00	497,043	490,001		(24)		(24)		489,976		47,924	47,924	9,313	08/15/2016	1
0599999	- Subtotal - Bonds - U. S. Governments					3,586,659	3,523,758.24	3,552,663	3,541,150		(2,416)		(2,416)		3,538,734		47,924	47,924	12,299		
Bonds - U. S. Special Revenue and Special Assessment and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
312935-M2-2	FHLMC 30yr (Gold) Pool #A8847		03/15/2011	PRINCIPAL RECEIPT		67,381	67,381.10	70,287	70,316		(2,935)		(2,935)		67,381				498	09/01/2039	1
3128PL-A2-8	FHLMC PC Gold 15 Yr		03/15/2011	PRINCIPAL RECEIPT		30,105	30,105.32	30,359	30,349		(244)		(244)		30,105				234	06/01/2023	1
31416N-3J-9	FNMA 15yr Pool #AA5300		03/25/2011	PRINCIPAL RECEIPT		27,033	27,032.75	28,520	28,468		(1,435)		(1,435)		27,033				202	09/01/2020	1
31371L-6G-9	FNMA 30yr Pool #255671		03/25/2011	PRINCIPAL RECEIPT		60,730	60,730.31	60,646	60,646						60,646		84	84	479	04/01/2035	1
31402Q-WA-5	FNMA 30yr Pool #735141		03/25/2011	PRINCIPAL RECEIPT		90,614	90,614.49	88,689	88,698		1,917		1,917		90,614				778	01/01/2035	1
31408F-6B-0	FNMA 30yr Pool #850566		03/25/2011	PRINCIPAL RECEIPT		109,933	109,932.82	104,247	104,295		5,638		5,638		109,933				867	01/01/2036	1
31413V-UA-3	FNMA 30yr Pool #956977		03/25/2011	PRINCIPAL RECEIPT		24,315	24,315.12	24,357	24,356		(41)		(41)		24,315				243	12/01/2037	1
31416T-L5-6	FNMA 30yr Pool #AA9347		03/25/2011	PRINCIPAL RECEIPT		58,204	58,204.08	60,105	60,100		(1,896)		(1,896)		58,204				432	08/01/2039	1
31403D-WU-9	FNMA Pass Through 30 yrs		03/25/2011	PRINCIPAL RECEIPT		112,702	112,702.10	119,429	119,588		(6,886)		(6,886)		112,702				991	11/01/2036	1
31412P-6K-2	FNMA Pass- Thru 30 Year		03/25/2011	PRINCIPAL RECEIPT		55,019	55,018.75	56,222	56,241		(1,222)		(1,222)		55,019				433	02/01/2035	1
31403C-6L-0	FNMA Pass-Thru Long 30 Year		03/25/2011	PRINCIPAL RECEIPT		76,914	76,914.30	79,663	79,652		(2,738)		(2,738)		76,914				586	02/01/2036	1
31403D-PN-3	FNMA Pass-Thru Long 30 Year		03/25/2011	PRINCIPAL RECEIPT		33,483	33,483.28	33,328	33,328		155		155		33,483				330	08/01/2036	1
31409W-LB-5	FNMA Pass-Thru Long 30 Year		03/25/2011	PRINCIPAL RECEIPT		106,346	106,345.77	103,006	103,038		3,308		3,308		106,346				914	04/01/2036	1
31411E-2C-0	FNMA Pass-Thru Long 30 Year		03/25/2011	PRINCIPAL RECEIPT		83,561	83,561.31	82,515	82,515						82,515		1,046	1,046	754	01/01/2037	1
31411E-YD-3	FNMA Pass-Thru Long 30 Year		03/25/2011	PRINCIPAL RECEIPT		194,010	194,010.04	191,480	191,480						191,480		2,530	2,530	1,763	01/01/2037	1
31412V-N2-8	FNMA Pass-Thru Long 30 Year		03/25/2011	PRINCIPAL RECEIPT		46,002	46,001.75	45,829	45,829		173		173		46,002				339	06/01/2037	1
3199999	- Subtotal - Bonds - U. S. Special Revenue and Special Assessment and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					1,176,353	1,176,353.29	1,178,682	1,178,898		(6,205)		(6,205)		1,172,693		3,660	3,660	9,845		
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
34528W-AE-1	Ford Credit Auto Tr 2007-B		02/15/2011	PRINCIPAL RECEIPT		32,837	32,837.42	50,865	25,653						25,653		7,184	7,184	159	11/15/2011	1FE
36967H-AG-2	General Electric Capital Corp		01/07/2011	MATURITY		1,200,000	1,200,000.00	1,199,184	1,199,993		7		7		1,200,000				9,750	01/07/2011	1FE
3899999	- Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					1,232,837	1,232,837.42	1,250,049	1,225,647		7		7		1,225,653		7,184	7,184	9,909		
8399997	- Subtotal - Bonds - Part 4					5,995,849	5,932,948.95	5,981,394	5,945,695		(8,614)		(8,614)		5,937,081		58,769	58,769	32,052		
8399999	- Subtotal - Bonds					5,995,849	5,932,948.95	5,981,394	5,945,695		(8,614)		(8,614)		5,937,081		58,769	58,769	32,052		
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																					
88579Y-10-1	3M Company		01/06/2011	MKM Partners LLC		833,000		71,512	60,587		(11,301)		(11,301)		60,587		10,925	10,925			L
002824-10-0	Abbott Laboratories		02/02/2011	Citation Group		1,571,000		71,383	75,267						75,267		(3,884)	(3,884)	691		L
003881-30-7	Acacia Resh Corp		02/09/2011	Credit Suisse First Bosto		2,591,000		65,482	67,211						67,211		(1,728)	(1,728)			L
00738A-10-6	ADTRAN Inc.		02/09/2011	VARIOUS		563,000		25,434	17,539		(2,848)		(2,848)		17,539		7,896	7,896	51		L
015271-10-9	Alexandria Real Estate Equities		03/08/2011	BNY CONVERGEX		845,000		64,990	41,049		(20,856)		(20,856)		41,049		23,941	23,941	380		L
018490-10-2	Allergan Inc		03/08/2011	Knight Direct LLC		925,000		66,406	42,804		(20,716)		(20,716)		42,804		23,602	23,602	46		L
023135-10-6	Amazon com Inc		03/08/2011	Citation Group		450,000		75,863	57,955		(22,919)		(22,919)		57,955		17,908	17,908			L
03076C-10-6	Ameriprise Financial Inc		02/04/2011	CitiGroup Global Markets		10,000		581	430		(146)		(146)		430		151	151	2		L
037833-10-0	Apple Inc		03/28/2011	Instinet		60,000		21,199	7,606		(11,791)		(11,791)		7,606		13,594	13,594			L
03836W-10-3	Aqua America Inc		03/16/2011	BNY CONVERGEX		2,887,000		63,100	49,874		(15,025)		(15,025)		49,874		13,226	13,226	447		L
G0450A-10-5	Arch Capital Group Ltd		03/08/2011	BNY CONVERGEX		717,000		64,330	38,618		(24,514)		(24,514)		38,618		25,713	25,713			L
05615F-10-2	Babcock & Wilcox Co		03/31/2011	VARIOUS		6,860,000		215,427	157,639		(18,391)		(18,391)		157,639		57,788	57,788			L
058498-10-6	Ball Corp		01/06/2011	Citation Group		1,300,000		91,271	75,968		(12,497)		(12,497)		75,968		15,303	15,303			L

(continues)

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 1

SCHEDULE D - PART 4

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

1	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 Identifi- cation	Description	Foreign	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 (Amort- ization) / 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 Designa- tion or Market Indi- cator (a)
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)																					
081437-10-5	Bemis Inc		01/11/2011	Instinet	5,369.000	173,102		144,446	175,352	(30,906)			(30,906)		144,446		28,656	28,656			L
111320-10-7	Broadcom Corp Cl A		02/14/2011	VARIOUS	1,827.000	78,904		46,620	79,566	(32,946)			(32,946)		46,620		32,284	32,284			L
149123-10-1	Caterpillar Inc		02/04/2011	VARIOUS	20.000	1,990		1,247	1,873	(626)			(626)		1,247		742	742	9		L
15189T-10-7	CenterPoint Energy Inc		01/11/2011	Instinet	5,699.000	89,074		59,441	89,588	(30,148)			(30,148)		59,441		29,633	29,633			L
153527-20-5	Central Garden & Pet Co		03/08/2011	BNY CONVERGEX	8,600.000	80,199		84,968	84,968						84,968		(4,769)	(4,769)			L
159864-10-7	Charles River Laboratories		03/08/2011	VARIOUS	2,271.000	85,800		59,500	80,711	(21,211)			(21,211)		59,500		26,299	26,299			L
16411Q-10-1	Cheniere Energy Partners LP		02/09/2011	Weeden & Co	4,527.000	101,061		77,331	96,470	(19,139)			(19,139)		77,331		23,730	23,730	1,924		U
166764-10-0	Chevron Corp		03/16/2011	VARIOUS	1,051.000	105,253		74,242	94,741	(21,692)			(21,692)		74,242		31,011	31,011	577		L
189754-10-4	Coach Inc		03/15/2011	VARIOUS	860.000	44,268		25,228	47,567	(22,338)			(22,338)		25,228		19,040	19,040	129		L
203607-10-6	Community Bank System Inc		03/16/2011	BNY CONVERGEX	3,284.000	77,929		47,815	91,197	(43,382)			(43,382)		47,815		30,114	30,114	788		L
20825C-10-4	ConocoPhillips		03/31/2011	VARIOUS	2,945.000	220,500		136,433	200,555	(64,122)			(64,122)		136,433		84,068	84,068	1,233		L
21036P-10-8	Constellation Brands Inc Cl A		03/16/2011	BNY CONVERGEX	4,306.000	78,697		75,214	95,378	(20,164)			(20,164)		75,214		3,483	3,483			L
218681-10-4	Core-Mark Holding Co Inc		03/09/2011	BNY CONVERGEX	8,600.000	293,629		235,640	306,074	(70,434)			(70,434)		235,640		57,989	57,989			L
219350-10-5	Corning Inc		02/04/2011	VARIOUS	30.000	700		488	580	(91)			(91)		488		212	212			L
24702R-10-1	Dell Inc		03/29/2011	VARIOUS	5,815.000	85,999		71,109	76,829	(7,633)			(7,633)		71,109		14,890	14,890			L
254709-10-8	Discover Financial Services		03/31/2011	VARIOUS	3,575.000	75,081		52,885	66,245	(13,360)			(13,360)		52,885		22,197	22,197	71		L
25659P-40-2	Dolan CO		03/08/2011	BNY CONVERGEX	8,942.000	107,611		128,262							128,262		(20,651)	(20,651)			L
25659T-10-7	Dolby Laboratories Inc Cl A		01/18/2011	Goldman Sachs Co	984.000	60,037		38,983	65,633	(26,650)			(26,650)		38,983		21,054	21,054			L
256746-10-8	Dollar Tree Inc		03/31/2011	VARIOUS	3,366.000	170,823		109,674	188,765	(79,091)			(79,091)		109,674		61,149	61,149			L
291011-10-4	Emerson Electric Co		01/14/2011	VARIOUS	1,744.000	101,180		82,342	99,704	(17,362)			(17,362)		82,342		18,837	18,837			L
29266R-10-8	Energizer Holdings Inc		02/02/2011	VARIOUS	870.000	58,173		56,118	63,423	(7,305)			(7,305)		56,118		2,055	2,055			L
30231G-10-2	Exxon Mobil Corp		02/04/2011	VARIOUS	160.000	13,305		9,131	11,699	(2,568)			(2,568)		9,131		4,174	4,174			L
302301-10-6	EZCORP Inc Cl A		02/09/2011	Credit Suisse First Bosto	1,444.000	39,792		15,566	39,176	(23,609)			(23,609)		15,566		24,225	24,225			L
315616-10-2	F5 Networks Inc		02/09/2011	Credit Suisse First Bosto	263.000	32,098		18,201	34,232	(16,031)			(16,031)		18,201		13,897	13,897			L
307000-10-9	Family Dollar Stores Inc		02/09/2011	VARIOUS	4,259.000	186,029		109,177	211,715	(102,538)			(102,538)		109,177		76,852	76,852	660		L
30249U-10-1	FMC Technologies Inc		02/09/2011	Weeden & Co	709.000	63,578		16,895	63,037	(46,142)			(46,142)		16,895		46,683	46,683			L
345370-86-0	Ford Motor Co		02/02/2011	Instinet	4,790.000	74,098		51,027	80,424	(29,397)			(29,397)		51,027		23,071	23,071			L
369604-10-3	General Electric Co		02/11/2011	Baypoint Trading LLC	858.000	18,152		11,969	15,462	(3,747)			(3,747)		11,969		6,183	6,183	118		L
382550-10-1	Goodyear Tire & Rubber Co		03/31/2011	VARIOUS	1,920.000	28,904		19,409	22,752	(3,343)			(3,343)		19,409		9,495	9,495			L
398905-10-9	Group 1 Automotive Inc		01/11/2011	Credit Suisse First Bosto	1,704.000	68,496		40,095	71,159	(31,064)			(31,064)		40,095		28,401	28,401			L
422704-10-6	Hecla Mng Co Com		03/08/2011	BNY CONVERGEX	10,991.000	101,477		117,649	123,759	(6,110)			(6,110)		117,649		(16,172)	(16,172)			L
431475-10-2	Hill Rom Hldgs Inc		03/16/2011	BNY CONVERGEX	2,923.000	104,288		115,079	115,079						115,079		(10,791)	(10,791)	300		L
452308-10-9	Illinois Tool Wks Inc		03/14/2011	VARIOUS	675.000	36,610		29,111	34,683	(6,968)			(6,968)		29,111		7,500	7,500	221		L
45774N-10-8	Innophos Holdings Inc		01/05/2011	Knight Securites Broadcou	6,538.000	240,063		223,997	235,891	(11,894)			(11,894)		223,997		16,066	16,066			L
45768S-10-5	Innospec Inc		03/08/2011	BNY CONVERGEX	1,596.000	45,822		29,766	32,558	(2,792)			(2,792)		29,766		16,056	16,056			L
459200-10-1	International Business Machines		03/31/2011	VARIOUS	835.000	136,842		107,610	119,506	(15,192)			(15,192)		107,610		29,232	29,232	435		L
459506-10-1	International Flavors & Fragrances		03/16/2011	BNY CONVERGEX	3,232.000	183,922		116,643	179,667	(63,024)			(63,024)		116,643		67,279	67,279	873		L
460146-10-3	International Paper Co		02/08/2011	UBS Securities LLC	1,035.000	30,443		22,930	27,533	(5,296)			(5,296)		22,930		7,513	7,513			L
494368-10-3	Kimberly-Clark Corp		02/10/2011	William Blair	465.000	30,160		29,179	28,596	(155)			(155)		29,179		981	981	299		L
532791-10-0	Lincare Holdings Inc		01/05/2011	Credit Suisse First Bosto	3,837.000	103,806		96,232	102,947	(6,715)			(6,715)		96,232		7,574	7,574			L
G5876H-10-5	Marvell Technology Group		03/08/2011	VARIOUS	2,927.000	47,054		46,130	54,296	(8,166)			(8,166)		46,130		924	924			L
580037-10-9	Mcdermott Intl Inc		01/14/2011	VARIOUS	8,820.000	178,107		112,261	182,486	(70,225)			(70,225)		112,261		65,846	65,846			L
587200-10-6	Mentor Graphics Corp		03/08/2011	BNY CONVERGEX	2,262.000	35,531		24,060	27,144	(3,084)			(3,084)		24,060		11,471	11,471			L
594918-10-4	Microsoft Corp		02/08/2011	VARIOUS	4,065.000	115,636		106,265	113,495	(7,230)			(7,230)		106,265		9,371	9,371			L
62985Q-10-1	Nalco Holding Company		02/09/2011	Weeden & Co	7,200.000	196,736		173,577	229,968	(56,391)			(56,391)		173,577		23,159	23,159	252		L
64031N-10-8	Nelnet Inc		03/08/2011	BNY CONVERGEX	5,851.000	123,808		114,350	138,610	(24,260)			(24,260)		114,350		9,458	9,458	410		L
64110D-10-4	NetApp Inc		02/04/2011	CitiGroup Global Markets	10.000	578		438	550	(111)			(111)		438		140	140			L
651290-10-8	Newfield Expl Co Com		03/08/2011	STIFEL NICOLAUS	1,100.000	77,166		76,781	72,831	(2,774)			(2,774)		76,781		385	385			L
H5833N-10-3	Noble Corporation		03/31/2011	VARIOUS	1,425.000	64,679		50,891	36,066	(713)			(713)		50,891		13,788	13,788	196		L
(continues)																					

STATEMENT AS OF MARCH 31, 2011 OF THE Mount Carmel Health Plan, Inc

SCHEDULE D - PART 4

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

1	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 Identifi- cation	Description	Foreign	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 (Amort- ization) / 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 Designa- tion or Market Indi- cator (a)
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)																					
670008-10-1	Novellus System Inc		02/09/2011	VARIOUS	1,301.000	50,335		36,381	24,650	(5,178)			(5,178)		36,381		13,954	13,954			L
69840W-10-8	Panera Bread Co Cl A		02/09/2011	Credit Suisse First Bosto	221.000	21,551		11,019	22,367	(11,348)			(11,348)		11,019		10,532	10,532			L
708160-10-6	Penney J C Inc		02/10/2011	VARIOUS	3,788.000	133,332		82,794	119,482	(39,588)			(39,588)		82,794		50,538	50,538	740		L
713448-10-8	PepsiCo Inc		02/14/2011	VARIOUS	1,363.000	86,290		71,463	89,045	(17,582)			(17,582)		71,463		14,827	14,827	654		L
714236-10-6	Permian Basin Royalty Trust		01/11/2011	Credit Suisse First Bosto	2,895.000	65,408		55,878	65,601	(9,723)			(9,723)		55,878		9,530	9,530	285		L
717124-10-1	Pharmaceutical Product Development		03/08/2011	BNY CONVERGEX	3,100.000	88,967		69,542	84,134	(14,592)			(14,592)		69,542		19,425	19,425			L
740585-10-4	Premiere Global Services Inc		01/11/2011	VARIOUS	16,315.000	108,822		103,437	110,942	(7,505)			(7,505)		103,437		5,385	5,385			L
74586W-10-6	Pulse Electronics Corp Com		02/09/2011	VARIOUS	16,200.000	79,105		51,192	86,184	(34,992)			(34,992)		51,192		27,913	27,913	405		L
74835Y-10-1	Questcor Pharmaceuticals Inc		03/16/2011	BNY CONVERGEX	15,005.000	194,254		201,871	221,024	(19,152)			(19,152)		201,871		(7,617)	(7,617)			L
760281-20-4	Republic Bancorp (Kentucky)		02/09/2011	VARIOUS	5,200.000	103,199		97,084	123,500	(26,416)			(26,416)		97,084		6,115	6,115	744		L
76128Y-10-2	Retail Ventures Inc		01/11/2011	VARIOUS	3,302.000	49,082		19,615	53,823	(34,208)			(34,208)		19,615		29,467	29,467			L
749941-10-0	RF Microdevices Inc		03/09/2011	Merrill Lynch	14,393.000	91,829		88,693	105,789	(17,096)			(17,096)		88,693		3,136	3,136			L
776696-10-6	Roper Industries Inc		03/16/2011	BNY CONVERGEX	678.000	55,859		28,781	51,820	(23,038)			(23,038)		28,781		27,078	27,078	75		L
781258-10-8	Ruddick Corp		01/11/2011	VARIOUS	2,600.000	91,111		58,370	95,784	(37,414)			(37,414)		58,370		32,741	32,741	338		L
826552-10-1	Sigma Aldrich Corp		03/08/2011	BNY CONVERGEX	2,590.000	161,324		97,876	172,390	(74,514)			(74,514)		97,876		63,448	63,448	466		L
83088M-10-2	Skyworks Solutions Inc		02/09/2011	VARIOUS	611.000	21,530		3,385	17,493	(14,108)			(14,108)		3,385		18,145	18,145			L
832154-10-8	Smith Micro Software Inc		03/08/2011	BNY CONVERGEX	8,327.000	69,034		121,325	131,067	(9,742)			(9,742)		121,325		(52,291)	(52,291)			L
871503-10-8	Symantec Corp		01/21/2011	VARIOUS	9,655.000	172,601		133,933	161,625	(27,692)			(27,692)		133,933		38,668	38,668			L
034164-10-3	The Andersons Inc		01/05/2011	Knight Securites Broadcou	4,931.000	185,012		176,433	179,242	(2,809)			(2,809)		176,433		8,579	8,579	542		L
09253U-10-8	The Blackstone Group LP		03/29/2011	Macquarie Securities Inc	3,483.000	63,687		34,441	49,284	(14,844)			(14,844)		34,441		29,246	29,246	1,115		L
886547-10-8	Tiffany & Co		03/15/2011	Knight Direct LLC	740.000	42,497		32,303	46,080	(13,777)			(13,777)		32,303		10,194	10,194	185		L
887317-30-3	Time Warner Inc		03/16/2011	VARIOUS	7,405.000	267,798		174,777	232,589	(63,372)			(63,372)		174,777		93,021	93,021	1,128		L
901476-10-1	Twin Disc Inc		01/05/2011	Knight Securites Broadcou	1,466.000	39,090		33,344	43,775	(10,431)			(10,431)		33,344		5,745	5,745			L
91324P-10-2	United Health Group Inc Corp		02/14/2011	Citation Group	890.000	37,621		29,236	29,842	(3,308)			(3,308)		29,236		8,385	8,385			L
911312-10-6	United Parcel Service Inc Cl B		03/22/2011	VARIOUS	830.000	59,837		54,142	55,887	(6,205)			(6,205)		54,142		5,695	5,695	432		L
913017-10-9	United Technologies Corp		02/04/2011	CitiGroup Global Markets	1,366.000	112,433		98,904	107,532	(8,627)			(8,627)		98,904		13,529	13,529			L
913456-10-9	Universal Corp		01/11/2011	Credit Suisse First Bosto	3,200.000	125,441		126,976	130,240	(3,264)			(3,264)		126,976		(1,535)	(1,535)	1,536		L
92046N-10-2	Valueclick Inc		03/16/2011	BNY CONVERGEX	15,336.000	218,107		238,806	245,836	(7,030)			(7,030)		238,806		(20,699)	(20,699)			L
92342Y-10-9	VeriFone Holdings Inc		02/09/2011	Credit Suisse First Bosto	782.000	33,826		7,363	30,154	(22,791)			(22,791)		7,363		26,463	26,463			L
92343V-10-4	Verizon Communications Inc		01/18/2011	VARIOUS	4,105.000	144,064		116,755	146,877	(30,122)			(30,122)		116,755		27,309	27,309	2,001		L
931142-10-3	Wal-Mart Stores Inc		03/08/2011	VARIOUS	2,404.000	129,118		117,868	129,648	(11,780)			(11,780)		117,868		11,250	11,250	727		L
934390-40-2	Warnaco Group Inc		01/11/2011	VARIOUS	2,692.000	140,230		107,019	148,248	(41,230)			(41,230)		107,019		33,211	33,211			L
949746-10-1	Wells Fargo & Co		03/31/2011	VARIOUS	1,940.000	63,834		45,158	59,386	(14,988)			(14,988)		45,158		18,676	18,676	12		L
961765-10-4	Westwood Hldgs Group Inc Com		03/17/2011	VARIOUS	6,783.000	244,332		263,981	271,049	(7,068)			(7,068)		263,981		(19,649)	(19,649)			L
969203-10-8	Willbros Group Inc		03/16/2011	VARIOUS	3,760.000	40,571		27,824	36,923	(9,099)			(9,099)		27,824		12,747	12,747			L
G02995-10-1	American Safety Insurance Hldgs	R	03/17/2011	VARIOUS	13,578.000	290,981		290,981							290,981		(30,701)	(30,701)			L
G21082-10-5	China Yuchai Intl Ltd	R	03/16/2011	BNY CONVERGEX	5,949.000	146,161		42,654	188,524	(145,869)			(145,869)		42,654		103,507	103,507			L
29358Q-10-9	Ensco Intl PLC Sponsored ADR	R	03/31/2011	VARIOUS	1,710.000	88,792		67,736	91,280	(23,544)			(23,544)		67,736		21,056	21,056	28		L
399909-10-0	Grupo Financiero Galicia S A ADR	R	02/09/2011	VARIOUS	4,653.000	70,419		27,974	71,237	(43,264)			(43,264)		27,974		42,445	42,445			L
9099999	- Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					9,520,954		7,632,264	9,283,581	(2,146,452)			(2,146,453)		7,632,264		1,888,690	1,888,690	21,526		
9799997	- Subtotal - Common Stocks - Part 4					9,520,954		7,632,264	9,283,581	(2,146,452)			(2,146,453)		7,632,264		1,888,690	1,888,690	21,526		
9799999	- Subtotal - Common Stocks					9,520,954		7,632,264	9,283,581	(2,146,452)			(2,146,453)		7,632,264		1,888,690	1,888,690	21,526		
9899999	- Subtotal - Preferred and Common Stocks					9,520,954		7,632,264	9,283,581	(2,146,452)			(2,146,453)		7,632,264		1,888,690	1,888,690	21,526		
9999999	- TOTALS					15,516,803		13,613,658	15,229,276	(2,146,452)	(8,614)		(2,155,067)		13,569,345		1,947,458	1,947,458	53,577		

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Schedule DB, Part A, Section 1
NONE

Financial or Economic Impact of the Hedge
NONE

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Schedule DB, Part B, Section 1
NONE

Schedule DB, Part B, Section 1, Broker Name
NONE

Schedule DB, Part B, Financial or Economic Impact of the Hedge
NONE

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Schedule DB, Part D
NONE

Page E09

Schedule DL, Part 1
NONE

Page E10

Schedule DL, Part 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6	7	8	*
Name	Location and Supplemental Information					First Month	Second Month	Third Month	
Open Depositories									
PNC Bank	Columbus, OH					(4,382,227)	(4,297,769)	(4,884,463)	
0199999 - TOTAL - Open Depositories						(4,382,227)	(4,297,769)	(4,884,463)	
0399999 - TOTAL Cash on Deposit						(4,382,227)	(4,297,769)	(4,884,463)	
0499999 - Cash in Company's Office						400	400	400	
0599999 - TOTALS						(4,381,827)	(4,297,369)	(4,884,063)	

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 and Accrued	Amount Received During Year
Bonds: U. S. Government - Issuer Obligations							
Repurchase Agreement - PNC Bank	03/31/2011		0.150	04/01/2011	11,255,775	1,434	
0199999 - Bonds: U. S. Government - Issuer Obligations					11,255,775	1,434	
0599999 - Bonds: Subtotals - U. S. Government Bonds					11,255,775	1,434	
Bonds: Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
Abbott Laboratories Discount C/P	03/21/2011			06/14/2011	1,499,363	82	
Alpine Securitization Disc C/P	03/31/2011			04/04/2011	599,987	3	
BNP Paribas Finance Disc C/P	03/14/2011			05/13/2011	1,499,275	217	
Bank of Nova Scotia Disc C/P	03/11/2011			04/01/2011	599,944	56	
Bank of Nova Scotia Disc C/P	02/01/2011			04/05/2011	999,580	393	
Coca-Cola Company Discount C/P	03/14/2011			05/11/2011	499,847	47	
Credit Suisse New York Disc C/P	02/08/2011			04/12/2011	749,685	260	
DnB NOR Bank ASA Discount C/P	02/07/2011			04/04/2011	999,627	353	
Deutsche Bank Financial Disc C/P	02/08/2011			04/08/2011	699,702	263	
Fairway Finance Corp Disc C/P	03/16/2011			04/13/2011	699,880	68	
Fairway Finance Corp Discount C/P	03/21/2011			04/21/2011	799,855	51	
Falcon Asset Sec Co Llc Disc C/P	03/31/2011			05/16/2011	749,808	4	
Google Inc Discount C/P	02/15/2011			04/12/2011	1,499,603	319	
IBM Corporation Discount C/P	03/31/2011			04/11/2011	849,969	3	
Johnson & Johnson Discount C/P	03/31/2011			06/02/2011	499,860	2	
KFW Discount C/P	03/02/2011			04/25/2011	899,730	150	
KFW Discount C/P	02/01/2011			04/27/2011	624,616	266	
Metlife Funding Inc Discount C/P	02/24/2011			04/15/2011	285,901	71	
Metlife Funding Inc Discount C/P	03/15/2011			05/05/2011	1,299,650	117	
National Australia Funding Dis C/P	03/21/2011			05/09/2011	1,499,592	92	
Netjets Inc Discount C/P	03/01/2011			04/25/2011	1,499,565	245	
New York Life Capital Discount C/P	03/15/2011			04/11/2011	699,900	63	
New York Life Capital Discount C/P	03/04/2011			05/03/2011	399,853	68	
Nordea North America Inc Disc C/P	02/24/2011			04/13/2011	699,785	161	
Novartis Finance Discount C/P	03/02/2011			04/15/2011	1,499,552	339	
PACCAR Financial Corp Disc C/P	03/30/2011			04/13/2011	899,941	9	
Procter & Gamble Company Disc C/P	03/15/2011			06/03/2011	1,499,367	135	
Sheffield Receivables Disc C/P	02/24/2011			04/06/2011	799,790	184	
Societe Generale N America Dis C/P	03/28/2011			04/27/2011	1,599,733	36	
Svenska Handelsbanken CD 0.28%	03/15/2011		0.280	05/02/2011	1,500,159	12	99
Variable Funding Capital Disc C/P	03/24/2011			05/23/2011	999,617	51	
Walmart Stores Inc Disc C/P	02/01/2011			04/12/2011	1,499,446	467	
3299999 - Bonds: Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					31,452,183	4,588	99
3899999 - Bonds: Subtotals - Industrial and Miscellaneous (Unaffiliated)					31,452,183	4,588	99
7799999 - Total Bonds - Subtotals - Issuer Obligations					42,707,958	6,022	99
8399999 - Total Bonds - Subtotals - Bonds					42,707,958	6,022	99
8699999 - Total Cash Equivalents					42,707,958	6,022	99