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QUARTERLY STATEMENT

AS OF June 30, 2011

OF THE CONDITION AND AFFAIRS OF THE

AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care

NAIC Group Code	1156 (Current Period)	1156 (Prior Period)	NAIC Company Code	10767	Employer's ID Number	13-4212818
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[X] N/A[]	Hospital, Medical & Dental Service or Indemnity[] Health Maintenance Organization[X]			
Incorporated/Organized	03/08/2002		Commenced Business	09/01/2005		
Statutory Home Office	10123 Alliance Road (Street and Number)		Cincinnati, OH 45242 (City, or Town, State and Zip Code)			
Main Administrative Office	4425 Corporation Lane (Street and Number)		Virginia Beach, VA 23462 (City or Town, State and Zip Code)			
Primary Location of Books and Records	4425 Corporation Lane (Street and Number)		4425 Corporation Lane (Street and Number)			
Internet Web Site Address	www.amerigroupcorp.com		(757)490-6900 (Area Code) (Telephone Number)			
Statutory Statement Contact	Margaret Mary Roomsburg (Name) mroomsb@amerigroupcorp.com (E-Mail Address)		(757)473-2721 (Area Code)(Telephone Number)(Extension) (757)557-6742 (Fax Number)			

OFFICERS

Name	Title
Gary Michael Radtke	President and CEO
Nicholas Joseph Pace	Vice President/Secretary
James Ward Truess	Vice President/Asst. Treasurer
Richard Charles Zoretic	Vice President/Asst. Secretary
Scott Wayne Anglin	Vice President/Treasurer
Linda Kaye Whitley-Taylor	Vice President
Margaret Mary Roomsburg	Vice President/Asst. Secretary
Karen Lint Shields	Vice President/Asst. Treasurer

OTHERS**DIRECTORS OR TRUSTEES**Gary Michael Radtke
Peter David Haytian

Nicholas Joseph Pace

State of Virginia
County of Virginia Beach 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)
Gary Michael Radtke
(Printed Name)
1.
President/CEO
(Title)

(Signature)
Nicholas Joseph Pace
(Printed Name)
2.
Vice President/Secretary
(Title)

(Signature)
Margaret Mary Roomsburg
(Printed Name)
3.
Vice President/Asst. Secretary
(Title)

Subscribed and sworn to before me this
day of _____, 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[]

(Notary Public Signature)

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	19,529,559		19,529,559	14,645,889
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 (\$.....4,007,874), cash equivalents (\$.....0) and short-term investments (\$.....28,490,090)	32,497,964		32,497,964	33,922,809
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)	52,027,523		52,027,523	48,568,698
13. Title plants less \$.....0 charged off (for Title insurers only)				
14. Investment income due and accrued	167,429		167,429	158,664
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	3,173,670		3,173,670	2,481,447
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	644,087		644,087	900,107
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	1,049,409	80,887	968,522	1,263,149
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	19,317	11,296	8,021	5,337
21. Furniture and equipment, including health care delivery assets (\$.....0)	215,622	215,622		
22. Net adjustments in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				
24. Health care (\$.....0) and other amounts receivable	1,349,075	1,349,075		
25. Aggregate write-ins for other than invested assets				
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	58,646,132	1,656,880	56,989,252	53,377,402
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	58,646,132	1,656,880	56,989,252	53,377,402
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. Prepays				
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)				

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded)	11,689,765		11,689,765	13,025,103
2. Accrued medical incentive pool and bonus amounts				
3. Unpaid claims adjustment expenses	240,803		240,803	284,095
4. Aggregate health policy reserves	903,556		903,556	462,036
5. Aggregate life policy reserves				
6. Property/casualty unearned premium reserve				
7. Aggregate health claim reserves				
8. Premiums received in advance	843,784		843,784	5,600
9. General expenses due or accrued	1,169,334		1,169,334	2,132,676
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses))	273,253		273,253	634,167
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	500,803		500,803	589,793
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current)				
15. Amounts due to parent, subsidiaries and affiliates	560,867		560,867	499,121
16. Derivatives				
17. Payable for securities				
18. Payable for securities lending				
19. Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 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 \$.....0 current)				
24. Total liabilities (Lines 1 to 23)	16,182,165		16,182,165	17,632,591
25. Aggregate write-ins for special surplus funds	XXX	XXX		
26. Common capital stock	XXX	XXX	10	10
27. Preferred capital stock	XXX	XXX		
28. Gross paid in and contributed surplus	XXX	XXX	41,610,255	41,453,516
29. Surplus notes	XXX	XXX		
30. Aggregate write-ins for other than special surplus funds	XXX	XXX		
31. Unassigned funds (surplus)	XXX	XXX	(803,178)	(5,708,715)
32. Less treasury stock, at cost:				
32.1 .....0 shares common (value included in Line 26 \$.....0)	XXX	XXX		
32.2 .....0 shares preferred (value included in Line 27 \$.....0)	XXX	XXX		
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	40,807,087	35,744,811
34. Total Liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	56,989,252	53,377,402
DETAILS OF WRITE-INS				
2301.				
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page				
2399. TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)				
2501.	XXX	XXX		
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX		
2599. TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX		
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX		
3099. TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX		

STATEMENT AS OF **June 30, 2011** OF THE AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care
STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
				4 Total
	1 Uncovered	2 Total	3 Total	
1. Member Months	XXX	331,396	340,817	684,848
2. Net premium income (including \$.....0 non-health premium income)	XXX	69,689,128	80,992,702	154,029,351
3. Change in unearned premium reserves and reserves for rate credits	XXX			
4. Fee-for-service (net of \$.....0 medical expenses)	XXX			
5. Risk revenue	XXX			
6. Aggregate write-ins for other health care related revenues	XXX			
7. Aggregate write-ins for other non-health revenues	XXX			
8. Total revenues (Lines 2 to 7)	XXX	69,689,128	80,992,702	154,029,351
Hospital and Medical:				
9. Hospital/medical benefits		39,941,133	48,956,260	96,349,010
10. Other professional services		4,469,640	4,867,348	9,306,855
11. Outside referrals				
12. Emergency room and out-of-area		3,718,030	4,522,280	8,963,513
13. Prescription drugs		(127,500)	1,517,528	980,544
14. Aggregate write-ins for other hospital and medical		855,702	942,844	1,746,719
15. Incentive pool, withhold adjustments and bonus amounts				
16. Subtotal (Lines 9 to 15)		48,857,005	60,806,260	117,346,641
Less:				
17. Net reinsurance recoveries		199,226	2,847,932	4,903,341
18. Total hospital and medical (Lines 16 minus 17)		48,657,779	57,958,328	112,443,300
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$.....2,198,948 cost containment expenses		2,800,117	2,357,329	5,241,664
21. General administrative expenses		11,610,795	12,865,079	24,643,957
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)		63,068,691	73,180,736	142,328,921
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	6,620,437	7,811,966	11,700,430
25. Net investment income earned		185,086	423,207	756,863
26. Net realized capital gains (losses) less capital gains tax of \$.....0		1,856		(2,834)
27. Net investment gains or (losses) (Lines 25 plus 26)		186,942	423,207	754,029
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				
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	6,807,379	8,235,173	12,454,459
31. Federal and foreign income taxes incurred	XXX	2,413,344	1,727,650	3,217,193
32. Net income (loss) (Lines 30 minus 31)	XXX	4,394,035	6,507,523	9,237,266
DETAILS OF WRITE-INS				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX			
0699. TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX			
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX			
0799. TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX			
1401. Ancillary, DME, Home Healthcare, Ambulance, Transportation		855,702	942,844	1,746,719
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)		855,702	942,844	1,746,719
2901.				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page				
2999. TOTALS (Lines 2901 through 2903 plus 2998) (Line 29 above)				

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year	35,744,811	35,843,647	35,843,647
34. Net income or (loss) from Line 32	4,394,035	6,507,523	9,237,266
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	(294,627)	(1,269,793)	(1,468,530)
39. Change in nonadmitted assets	806,129	1,116,275	1,855,675
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	156,739	35,601	276,753
45.2 Transferred to capital (Stock Dividend)			
45.3 Transferred from capital			
46. Dividends to stockholders			(10,000,000)
47. Aggregate write-ins for gains or (losses) in surplus			
48. Net change in capital and surplus (Lines 34 to 47)	5,062,276	6,389,606	(98,836)
49. Capital and surplus end of reporting period (Line 33 plus 48)	40,807,087	42,233,253	35,744,811
DETAILS OF WRITE-INS			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page			
4799. TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above)			

CASH FLOW

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations				
1.	Premiums collected net of reinsurance	70,276,609	62,790,344	136,064,732
2.	Net investment income	286,752	450,331	866,982
3.	Miscellaneous income			
4.	Total (Lines 1 to 3)	70,563,361	63,240,675	136,931,714
5.	Benefit and loss related payments	48,897,991	66,024,855	122,121,519
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	15,205,565	15,105,317	28,185,875
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses)	2,774,258	318,451	1,966,220
10.	Total (Lines 5 through 9)	66,877,814	81,448,623	152,273,614
11.	Net cash from operations (Line 4 minus Line 10)	3,685,547	(18,207,948)	(15,341,900)
Cash from Investments				
12.	Proceeds from investments sold, matured or repaid:			
12.1	Bonds	4,949,077	9,530,000	26,500,491
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			2,834
12.8	Total investment proceeds (Lines 12.1 to 12.7)	4,949,077	9,530,000	26,503,325
13.	Cost of investments acquired (long-term only):			
13.1	Bonds	9,941,322	4,645,267	7,129,383
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)	9,941,322	4,645,267	7,129,383
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)	(4,992,245)	4,884,733	19,373,942
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			10,000,000
16.6	Other cash provided (applied)	(118,147)	(2,091,680)	(945,840)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(118,147)	(2,091,680)	(10,945,840)
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)	(1,424,845)	(15,414,895)	(6,913,798)
19.	Cash, cash equivalents and short-term investments:			
19.1	Beginning of year	33,922,809	40,836,607	40,836,607
19.2	End of period (Line 18 plus Line 19.1)	32,497,964	25,421,712	33,922,809

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

20.0001	Depreciation	55,242	113,913	198,002
20.0002	Non Cash Capital Contribution	156,739	35,602	276,754

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	55,460								55,460	
2. First Quarter	55,408								55,408	
3. Second Quarter	54,957								54,957	
4. Third Quarter										
5. Current Year										
6. Current Year Member Months	331,396								331,396	
Total Member Ambulatory Encounters for Period:										
7. Physician	136,800								136,800	
8. Non-Physician	99,837								99,837	
9. Total	236,637								236,637	
10. Hospital Patient Days Incurred	10,455								10,455	
11. Number of Inpatient Admissions	2,412								2,412	
12. Health Premiums Written (a)	71,156,373								71,156,373	
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	71,156,373								71,156,373	
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	49,353,237								49,353,237	
18. Amount Incurred for Provision of Health Care Services	48,857,005								48,857,005	

(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	1,523,117	(7,336)	(63,995)	(14,244)	(27,193)	1,410,349
0499999 Subtotals	1,523,117	(7,336)	(63,995)	(14,244)	(27,193)	1,410,349
0599999 Unreported claims and other claim reserves .....	.....	.....	.....	.....	.....	10,279,416
0699999 Total Amounts Withheld .....	.....	.....	.....	.....	.....	.....
0799999 Total Claims Unpaid .....	.....	.....	.....	.....	.....	11,689,765
0899999 Accrued Medical Incentive Pool And Bonus Amounts .....	.....	.....	.....	.....	.....	.....

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 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital & medical)						
2. Medicare Supplement						
3. Dental only						
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare						
7. Title XIX - Medicaid	6,353,552	41,900,352	680,295	11,009,470	7,033,847	12,124,996
8. Other health						
9. Health subtotal (Lines 1 to 8)	6,353,552	41,900,352	680,295	11,009,470	7,033,847	12,124,996
10. Healthcare receivables (a)	499,075				499,075	1,338,181
11. Other non-health						
12. Medical incentive pools and bonus amounts						
13. Totals (Lines 9 - 10 + 11 + 12)	5,854,477	41,900,352	680,295	11,009,470	6,534,772	10,786,815

(a) Excludes \$.....850,000 loans or advances to providers not yet expensed.

STATEMENT AS OF **June 30, 2011** OF THE **AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care**
Notes to Financial Statement

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care (the Company) are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance.

The Ohio Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual*, version effective March 1, 2011 (NAIC SSAP) has been adopted as a component of prescribed or permitted practices by the state of Ohio. There are no state permitted practices that differ from the NAIC *Accounting Practices and Procedures Manual* that impact the financial statements or statutory net worth for Amerigroup Ohio, Inc.

B. Use of Estimates in the Preparation of the Financial Statements

No significant change.

C. Accounting Policy

No significant change.

2. Accounting Changes and Corrections of Errors

No significant change.

3. Business Combinations and Goodwill

None.

4. Discontinued Operations

None.

5. Investments

- A. Mortgage loans including Mezzanine Real Estate Loans - Not Applicable.
- B. Debt Restructuring - Not Applicable.
- C. Reverse Mortgages - Not Applicable.
- D. Loan-Backed Securities - Not Applicable.
- E. Repurchase Agreements - Not Applicable.
- F. Real Estate - Not Applicable.
- G. Investments in low-income housing tax credits - Not Applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

7. Investment Income

No significant change.

8. Derivative Instruments

No significant change.

9. Income Taxes

No significant change.

10. Information Concerning Parent, Subsidiaries and Affiliates

AMERIGROUP Corporation owns 100% of the outstanding shares of the Company and provides administrative and financial support services to the Company. In accordance with an approved administrative services agreement, management services fees charged for the year-to-date period ended June 30, 2011 were \$4,976,250. As of June 30, 2011, the Company owed \$560,867 to AMERIGROUP Corporation. This amount was due to the difference between the estimated amount paid for management fees to the parent and the final amount due for June 2011. The balance due was paid in July 2011. During the first half of 2011, there were no dividends paid, and as of June 30, 2011 the Company received from AMERIGROUP Corporation non-cash capital contributions of \$156,739.

STATEMENT AS OF **June 30, 2011** OF THE **AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care**
Notes to Financial Statement

11. Debt

No significant change.

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Postretirement Benefits Plans

No significant change.

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

No significant change.

14. Contingencies

No significant change

15. Leases

No significant change.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial with Concentrations of Credit Risk.

No significant change.

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

A. Transfers of Receivables Reported as Sales

None.

B. Transfer and Servicing of Financial Assets

None.

C. Wash Sales

None.

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

None.

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

None.

20. Fair value Measurement

Assets and liabilities recorded at fair value in the balance sheet are categorized based upon a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. These tiers include:

Tier Level Tier Definition

Level 1 Observable inputs such as quoted prices in active markets.

Level 2 Inputs other than quoted prices in active markets that are either directly or indirectly observable.

Level 3 Unobservable inputs in which little or no market data exists, therefore, requiring an entity to develop its own assumptions.

Transfers between levels, as a result of changes in the inputs used to determine fair value, are recognized as of the beginning of the reporting period in which the transfer occurs. There were no transfers between levels for the year-to-date period ended June 30, 2011.

STATEMENT AS OF **June 30, 2011** OF THE **AMERIGROUP Ohio, Inc.** dba **AMERIGROUP Community Care**
Notes to Financial Statement

Assets

The Company's assets measured at fair value on a recurring basis at June 30, 2011 was as follows:

Asset category	Y-T-D 2011	Fair value measurements at reporting date using		
		Quoted prices in active markets for identical assets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Money market funds	\$ 18,576,878	18,576,878		
Total assets measured at fair value	\$ 18,576,878	18,576,878	—	—

21. Other Items

No significant change.

22. Events Subsequent

The Company has evaluated subsequent events for potential recognition and/or disclosure through August 12th, the date the financial statements are available to be issued.

23. Reinsurance

No significant change.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

No significant change.

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2010 were \$13,025,103. As of June 30, 2011 \$7,639,976 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for the prior years are now \$680,294 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$4,704,833 favorable prior-year development since December 31, 2010. The decrease is generally the result of ongoing analysis of recent loss development trends and is included in current year operations.

26. Intercompany Pooling Arrangements

No significant change.

27. Structured Settlements

No significant change.

28. Health Care Receivables

No significant change.

29. Participating Policies

No significant change.

30. Premium Deficiency Reserves.

No significant change.

31. Anticipated Salvage and Subrogation

No significant 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 [X] 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? Yes[X] No []
If yes, complete the Schedule Y - Part 1 - organizational chart.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes[X] 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? Yes[X] No [] N/A []
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2008

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). 05/28/2010

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[X] No [] N/A [X]

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? Yes[X] 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[X] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company. Yes[X] No [X]

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes[X] 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
.....	<input type="checkbox"/> Yes [] <input type="checkbox"/> No [X]	<input type="checkbox"/> Yes [] <input type="checkbox"/> No [X]	<input type="checkbox"/> Yes [] <input type="checkbox"/> No [X]	<input type="checkbox"/> Yes [] <input type="checkbox"/> No [X]	<input type="checkbox"/> Yes [] <input type="checkbox"/> 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? Yes[X] No []
(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.

9.11 If the response to 9.1 is No, please explain: Yes [] No [X]

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). Yes[X] No [X]

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). Yes [] No [X]

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 [X]
10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 0

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[X] 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[X] 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?

If no, attach a description with this statement.

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

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
U.S. Bank, N.A.	1025 Connecticut Ave., Suite 517 Washington, D.C. 20036

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
77784	Deutsche Investment Management Americas, Inc.	345 Park Avenue New York, NY 10154

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 1 Attachments

5. The Administrative Services Agreement with Amerigroup Corporation was amended in 2011 to reflect a revision of the pricing included in Exhibits A and B of the agreement.

GENERAL INTERROGATORIES**PART 2 - HEALTH**

1. Operating Percentages:

1.1 A&H loss percent	.....	71.470%
1.2 A&H cost containment percent	.....	3.090%
1.3 A&H expense percent excluding cost containment expenses	.....	17.160%

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)
			N O N E			

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

State, Etc.	1 Active Status	Direct Business Only							
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums and Other Considerations	7 Property/ Casualty Premiums	8 Total Columns 2 Through 7	9 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			71,156,373					71,156,373
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)	XXX								
59. Subtotal	XXX			71,156,373					71,156,373
60. Reporting entity contributions for Employee Benefit Plans	XXX								
61. Total (Direct Business)	(a) 1			71,156,373					71,156,373

DETAILS OF WRITE-INS

5801.	XXX								
5802.	XXX								
5803.	XXX								
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX								
5899. TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX								

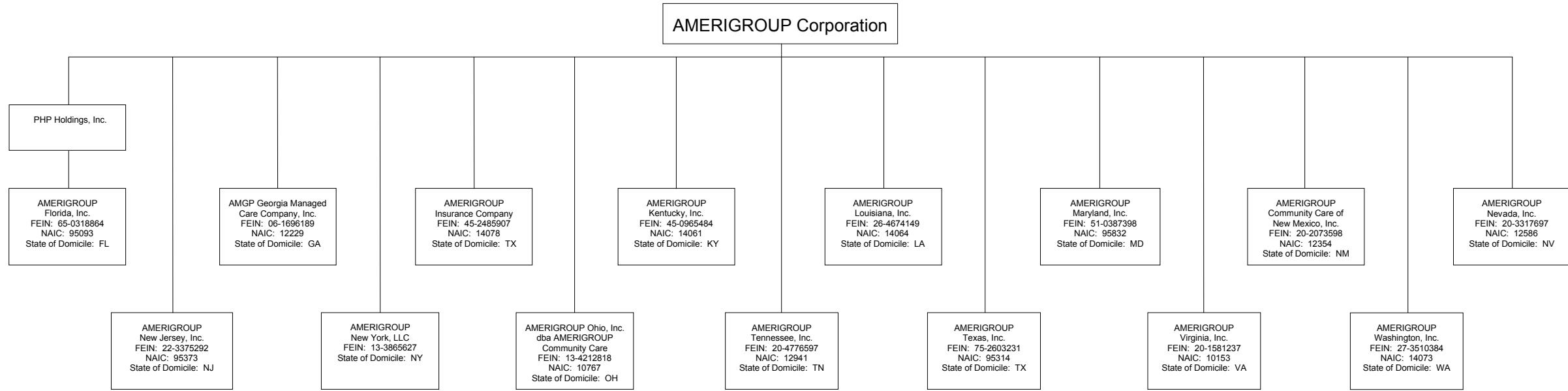
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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 Codes:

Medicare Part D Coverage Supplement



1076720113650002

2011

Document Code: 365

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		
1404.				
1405.				
1406.				
1407.				
1408.				
1409. 0				
1497. Summary of remaining write-ins for Line 14 (Lines 1404 through 1496)				

STATEMENT AS OF **June 30, 2011** OF THE **AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care**
SCHEDULE A - VERIFICATION

Real Estate

	1 Year To Date	2 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 va.....
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 Year To Date	2 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 poin.....
9. Total foreign exchange change in book value/recorded inve.....
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 Year To Date	2 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 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	14,645,889	34,019,831
2. Cost of bonds and stocks acquired	9,941,322	7,370,008
3. Accrual of discount	953	4,402
4. Unrealized valuation increase (decrease) .....	.....	.....
5. Total gain (loss) on disposals	1,856	(2,834)
6. Deduct consideration for bonds and stocks disposed of	4,949,077	26,500,491
7. Deduct amortization of premium	111,384	245,027
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)	19,529,559	14,645,889
11. Deduct total nonadmitted amounts .....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11)	19,529,559	14,645,889

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	60,026,307	43,223,698	55,855,928	(52,428)	60,026,307	47,341,649		42,719,585
2. Class 2 (a)	175,010			(1,203)	175,010	173,807		176,209
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	60,201,317	43,223,698	55,855,928	(53,631)	60,201,317	47,515,456		42,895,794
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 & Preferred Stock	60,201,317	43,223,698	55,855,928	(53,631)	60,201,317	47,515,456		42,895,794

(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	28,490,090	XXX	28,489,329	24,367	3,500

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	28,754,097	33,787,897
2. Cost of short-term investments acquired	110,861,396	552,461,841
3. Accrual of discount	3,699	3,323
4. Unrealized valuation increase (decrease) .....	.....	.....
5. Total gain (loss) on disposals .....	.....	.....
6. Deduct consideration received on disposals	111,125,886	557,487,149
7. Deduct amortization of premium	3,216	11,815
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)	28,490,090	28,754,097
11. Deduct total nonadmitted amounts .....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11)	28,490,090	28,754,097

SI04 Schedule DB - Part A Verification **NONE**

SI04 Schedule DB - Part B Verification **NONE**

SI05 Schedule DB Part C Section 1 **NONE**

SI06 Schedule DB Part C Section 2 **NONE**

SI07 Schedule DB - Verification **NONE**

SCHEDULE E - Verification
(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of cash equivalents acquired	5,999,145	
3. Accrual of discount	855	
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	6,000,000	
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)		
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		

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 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
3134G1VG6	F H L M C M T N 0.625% 10/30/		05/31/2011	UBS	XXX	1,004,307	1,000,000.00	521	1
3134G2LA8	F H L M C M T N 0.700% 6/28/		06/28/2011	UBS	XXX	1,000,000	1,000,000.00		1
0599999 Subtotal - Bonds - U.S. Governments					XXX	2,004,307	2,000,000.00	521	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
079860AJ1	BELLSOUTH CORP 4.750% 11/15/		06/30/2011	Deutsche Bank	XXX	210,486	200,000.00	1,188	1FE
235851AK8	DANAHER CORP 1.300% 6/23/		06/23/2011	Deutsche Bank	XXX	84,930	85,000.00		1FE
428236BK8	HEWLETT PACK CO 1.550% 5/30/		05/31/2011	Deutsche Bank	XXX	149,957	150,000.00		1FE
478160AX2	JOHNSON AND JOHNSON 1.200% 5/15/		05/20/2011	Deutsche Bank	XXX	149,825	150,000.00		1FE
617446HR3	MORGAN STANLEY 5.300% 3/01/		06/30/2011	Deutsche Bank	XXX	211,484	200,000.00	3,504	1FE
637432MM4	NATL RURAL UTIL 1.125% 11/01/		06/03/2011	Deutsche Bank	XXX	100,244	100,000.00	100	1FE
665859AJ3	NORTHERN TRUST CORP 5.500% 8/15/		04/07/2011	Deutsche Bank	XXX	109,681	100,000.00	794	1FE
92343VAN4	VERIZON COMM INC 5.250% 4/15/		06/30/2011	Deutsche Bank	XXX	268,850	250,000.00	2,734	1FE
931142DA8	WAL MART STORES 1.625% 4/15/		04/18/2011	Deutsche Bank	XXX	199,460	200,000.00		1FE
949746NY3	WELLS FARGO CO 4.375% 1/31/		06/27/2011	Deutsche Bank	XXX	262,685	250,000.00	4,466	1FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	1,747,602	1,685,000.00	12,786	XXX
8399997 Subtotal - Bonds - Part 3					XXX	3,751,909	3,685,000.00	13,307	XXX
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
8399999 Subtotal - Bonds					XXX	3,751,909	3,685,000.00	13,307	XXX
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
9899999 Subtotal - Preferred and Common Stocks					XXX		XXX		XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	3,751,909	XXX	13,307	XXX

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

QE04

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 F o r e i n g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11 + 12 - 13)	15 Total Foreign Exchange Change in B./A.C.V.							
92345SAT7	Celco Part/Veri Wireless Sr. Nt	05/20/2011	MATURITY	.....XXX.....	154,000	154,000.00	154,069	154,018	.....(18)	.....(18)	.....(18)	.....(18)	.....(18)	.....154,000	.....154,000	.....154,000	.....2,888	05/20/2011	1FE
428236AX1	Hewlett-Packard Co Sr Nt	05/27/2011	MATURITY	.....XXX.....	154,000	154,000.00	154,520	154,107	.....(107)	.....(107)	.....(107)	.....(107)	.....(107)	.....154,000	.....154,000	.....154,000	.....1,733	05/27/2011	1FE
46625HG9	JP Morgan Chase & Co Sr Nt	06/01/2011	MATURITY	.....XXX.....	143,000	143,000.00	150,851	144,638	.....(1,638)	.....(1,638)	.....(1,638)	.....(1,638)	.....(1,638)	.....143,000	.....143,000	.....143,000	.....4,004	06/01/2011	1FE
589331AR8	Merck & Co Inc Sr Unsec	06/30/2011	MATURITY	.....XXX.....	145,000	145,000.00	144,965	144,991	.....9	.....9	.....9	.....9	.....9	.....145,000	.....145,000	.....145,000	.....1,359	06/30/2011	1FE
617446GM5	Morgan St Dean Witter	04/15/2011	MATURITY	.....XXX.....	143,000	143,000.00	148,109	143,802	.....(802)	.....(802)	.....(802)	.....(802)	.....(802)	.....143,000	.....143,000	.....143,000	.....4,826	04/15/2011	1FE
4581X0BF4	Inter-American Dev Bk Sr Unsec	R 06/23/2011	MATURITY	.....XXX.....	75,000	75,000.00	74,944	74,986	.....14	.....14	.....14	.....14	.....14	.....75,000	.....75,000	.....75,000	.....563	06/23/2011	1FE
471065AA0	Japan Finance Corp Govt Gtd	R 06/24/2011	MATURITY	.....XXX.....	126,000	126,000.00	125,861	125,966	.....34	.....34	.....34	.....34	.....34	.....126,000	.....126,000	.....126,000	.....1,260	06/24/2011	1FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				.....XXX.....	940,000	940,000.00	953,319	942,508	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....940,000	.....940,000	.....940,000	.....16,633	XXX	XXX
8399997 Subtotal - Bonds - Part 4				.....XXX.....	940,000	940,000.00	953,319	942,508	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....940,000	.....940,000	.....940,000	.....16,633	XXX	XXX
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)			XXX.....	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
8399999 Subtotal - Bonds				.....XXX.....	940,000	940,000.00	953,319	942,508	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....940,000	.....940,000	.....940,000	.....16,633	XXX	XXX
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)			XXX.....	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)			XXX.....	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
9899999 Subtotal - Preferred and Common Stocks			XXX.....	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
9999999 Total - Bonds, Preferred and Common Stocks				.....XXX.....	940,000	XXX	953,319	942,508	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....(2,508)	.....940,000	.....940,000	.....940,000	.....16,633	XXX	XXX

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

QE05

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 Depository		2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
						6 First Month	7 Second Month	8 Third Month	
open depositories									
Wachovia Concentration						90,669	(642,427)	(1,053,675)	XXX
JP Morgan Lock Box						155,112	59,350	25,120	XXX
0199998 Deposits in .....21 depositories that do not exceed the allowable limit in any one depository - open depositories		XXX	XXX ..	3,469	620	5,034,116	5,035,273	5,036,429	XXX
0199999 Totals - Open Depositories		XXX	XXX ..	3,469	620	5,279,897	4,452,196	4,007,874	XXX
0299998 Deposits in .....0 depositories that do not exceed the allowable limit in any one depository - suspended depositories		XXX	XXX ..						XXX
0299999 Totals - Suspended Depositories		XXX	XXX ..						XXX
0399999 Total Cash On Deposit		XXX	XXX ..	3,469	620	5,279,897	4,452,196	4,007,874	XXX
0499999 Cash in Company's Office		XXX	XXX ..	XXX ..	XXX ..				XXX
0599999 Total Cash		XXX	XXX ..	3,469	620	5,279,897	4,452,196	4,007,874	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
8699999 Total - Cash Equivalents							

N O N E

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