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QUARTERLY STATEMENT**AS OF September 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	21,939,938		21,939,938	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 (\$.....8,297,371), cash equivalents (\$.....0) and short-term investments (\$.....24,419,018)	32,716,389		32,716,389	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)	54,656,327		54,656,327	48,568,698
13. Title plants less \$.....0 charged off (for Title insurers only)				
14. Investment income due and accrued	170,235		170,235	158,664
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	3,590,536		3,590,536	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	76,847		76,847	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	1,085,802	80,887	1,004,915	1,263,149
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	14,448	8,432	6,016	5,337
21. Furniture and equipment, including health care delivery assets (\$.....0)	609,238	609,238		
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	1,451,049	1,451,049		
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)	61,654,482	2,149,606	59,504,876	53,377,402
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	61,654,482	2,149,606	59,504,876	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. Prepaid				
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)				

STATEMENT AS OF **September 30, 2011** OF THE **AMERIGROUP Ohio, Inc. dba AMERIGROUP Community Care**
LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded)	12,360,505		12,360,505	13,025,103
2. Accrued medical incentive pool and bonus amounts				
3. Unpaid claims adjustment expenses	268,976		268,976	284,095
4. Aggregate health policy reserves	1,131,208		1,131,208	462,036
5. Aggregate life policy reserves				
6. Property/casualty unearned premium reserve				
7. Aggregate health claim reserves				
8. Premiums received in advance				5,600
9. General expenses due or accrued	1,564,192		1,564,192	2,132,676
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses))	1,175,145		1,175,145	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	122,715		122,715	589,793
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current)				
15. Amounts due to parent, subsidiaries and affiliates	11,016,073		11,016,073	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)	27,638,814		27,638,814	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	22,377,166	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	9,488,886	(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	31,866,062	35,744,811
34. Total Liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	59,504,876	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 **September 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	499,456	515,593	684,848
2. Net premium income (including \$.....0 non-health premium income)	XXX	105,362,829	118,681,795	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	105,362,829	118,681,795	154,029,351
Hospital and Medical:				
9. Hospital/medical benefits		60,168,081	71,294,310	96,349,010
10. Other professional services		6,084,122	7,757,956	9,306,855
11. Outside referrals				
12. Emergency room and out-of-area		8,394,975	6,416,314	8,963,513
13. Prescription drugs		(151,106)	1,129,159	980,544
14. Aggregate write-ins for other hospital and medical		1,316,756	2,055,367	1,746,719
15. Incentive pool, withhold adjustments and bonus amounts				
16. Subtotal (Lines 9 to 15)		75,812,828	88,653,106	117,346,641
Less:				
17. Net reinsurance recoveries		1,367,302	3,451,509	4,903,341
18. Total hospital and medical (Lines 16 minus 17)		74,445,526	85,201,597	112,443,300
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$.....3,222,915 cost containment expenses		4,147,573	4,247,195	5,241,664
21. General administrative expenses		17,518,394	19,321,517	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)		96,111,493	108,770,309	142,328,921
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	9,251,336	9,911,486	11,700,430
25. Net investment income earned		284,679	614,618	756,863
26. Net realized capital gains (losses) less capital gains tax of \$.....0		5,399	(3,418)	(2,834)
27. Net investment gains or (losses) (Lines 25 plus 26)		290,078	611,200	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	9,541,414	10,522,686	12,454,459
31. Federal and foreign income taxes incurred	XXX	3,378,103	2,049,140	3,217,193
32. Net income (loss) (Lines 30 minus 31)	XXX	6,163,311	8,473,546	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		1,316,756	2,055,367	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)		1,316,756	2,055,367	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	6,163,311	8,473,546	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	(258,234)	(1,583,865)	(1,468,530)
39. Change in nonadmitted assets	313,403	1,856,745	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	246,771	211,680	276,753
45.2 Transferred to capital (Stock Dividend)			
45.3 Transferred from capital			
46. Dividends to stockholders	(10,344,000)		(10,000,000)
47. Aggregate write-ins for gains or (losses) in surplus			
48. Net change in capital and surplus (Lines 34 to 47)	(3,878,749)	8,958,106	(98,836)
49. Capital and surplus end of reporting period (Line 33 plus 48)	31,866,062	44,801,753	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	104,917,312	99,601,428	136,064,732
2.	Net investment income	450,513	580,844	866,982
3.	Miscellaneous income			
4.	Total (Lines 1 to 3)	105,367,825	100,182,272	136,931,714
5.	Benefit and loss related payments	73,549,732	95,219,525	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	21,910,550	22,243,387	28,185,875
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses)	2,837,125	978,685	1,966,220
10.	Total (Lines 5 through 9)	98,297,407	118,441,597	152,273,614
11.	Net cash from operations (Line 4 minus Line 10)	7,070,418	(18,259,325)	(15,341,900)
Cash from Investments				
12.	Proceeds from investments sold, matured or repaid:			
12.1	Bonds	10,421,779	12,756,746	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		3,418	2,834
12.8	Total investment proceeds (Lines 12.1 to 12.7)	10,421,779	12,760,164	26,503,325
13.	Cost of investments acquired (long-term only):			
13.1	Bonds	17,887,834	6,366,260	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)	17,887,834	6,366,260	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)	(7,466,055)	6,393,904	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)	(810,783)	(1,518,954)	(945,840)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(810,783)	(1,518,954)	(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)	(1,206,420)	(13,384,375)	(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)	32,716,389	27,452,232	33,922,809

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

20.0001	Depreciation	92,249	158,379	198,002
20.0002	Non Cash Capital Contribution	246,771	211,682	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	58,020								58,020	
5. Current Year										
6. Current Year Member Months	499,456								499,456	
Total Member Ambulatory Encounters for Period:										
7. Physician	195,520								195,520	
8. Non-Physician	143,430								143,430	
9. Total	338,950								338,950	
10. Hospital Patient Days Incurred	16,115								16,115	
11. Number of Inpatient Admissions	3,657								3,657	
12. Health Premiums Written (a)	107,845,191								107,845,191	
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	107,845,191								107,845,191	
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	75,740,294								75,740,294	
18. Amount Incurred for Provision of Health Care Services	75,812,828								75,812,828	

(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	2,094,216	72,087	(6,929)	(9,269)	(116,335)	2,033,770
0499999 Subtotals	2,094,216	72,087	(6,929)	(9,269)	(116,335)	2,033,770
0599999 Unreported claims and other claim reserves .....	.....	.....	.....	.....	.....	10,326,735
0699999 Total Amounts Withheld .....	.....	.....	.....	.....	.....	.....
0799999 Total Claims Unpaid .....	.....	.....	.....	.....	.....	12,360,505
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	5,794,672	67,678,213	812,852	11,547,653	6,607,524	12,124,996
8. Other health						
9. Health subtotal (Lines 1 to 8)	5,794,672	67,678,213	812,852	11,547,653	6,607,524	12,124,996
10. Healthcare receivables (a)	601,049				601,049	1,338,181
11. Other non-health						
12. Medical incentive pools and bonus amounts						
13. Totals (Lines 9 - 10 + 11 + 12)	5,193,623	67,678,213	812,852	11,547,653	6,006,475	10,786,815

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

STATEMENT AS OF **September 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 September 30, 2011 were \$7,522,201. As of September 30, 2011, the Company owed \$11,046,073 to AMERIGROUP Corporation. Of the amount due \$672,073 was the difference between the estimated amount paid for management fees to the parent and the final amount due for September 2011 and \$10,344,000 was the extraordinary dividend payable to AMERIGROUP Corporation. The outstanding management fee due was paid in October 2011. The dividend was paid on November 14, 2011. As of September 30, 2011 the Company received from AMERIGROUP Corporation non-cash capital contributions of \$246,771.

STATEMENT AS OF **September 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.

The Ohio Department of Insurance has approved the payment of an extraordinary dividend to AMERIGROUP Corporation in the amount of \$10,344,000. The dividend will be paid on November 14, 2011. A liability for the dividend payable is reflected on line 15, page 2 and Gross Paid-In and Contributed Surplus has been reduced accordingly.

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 September 30, 2011.

STATEMENT AS OF **September 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 September 30, 2011 was as follows:

Asset category	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	\$ 20,916,650	20,916,650		
Total assets measured at fair value	\$ 20,916,650	20,916,650	—	—

21. Other Items

In Q3 2011, our actuaries re-evaluated the allocation methodology used to categorize our medical expenses in the NAIC-defined service categories reported in the Statement of Revenue and Expenses. As a result, there may be sizable shifts between the service categories presented for YTD 2011 as compared with prior periods.

22. Events Subsequent

The Company has evaluated subsequent events for potential recognition and/or disclosure through November 14th, the date the financial statements are available to be issued.

23. Reinsurance

A new contract was signed with RGA Reinsurance Company effective July 1, 2011, with the attachment points of \$300,000 per member. The Company during this reporting period had no Unsecured Reinsurance Recoverable, Reinsurance Recoverable in Dispute, Uncollectible Reinsurance, and Commutation of Reinsurance or Retroactive Reinsurance.

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 September 30, 2011 \$7,801,241 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 \$812,851 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$4,411,011 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.

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

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

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

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

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

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes[] No[X]

7.2 If yes, give full information

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes[] No[X]

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

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes[] No[X]

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

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
.....	Yes[] No[X]				

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:

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 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[] No[X]

11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ 0

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

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes[] No[X]

GENERAL INTERROGATORIES (Continued)**INVESTMENT**

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds
14.22 Preferred Stock
14.23 Common Stock
14.24 Short-Term Investments
14.25 Mortgages Loans on Real Estate
14.26 All Other
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above

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

Yes[] No[X]

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

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	.....	72.020%
1.2 A&H cost containment percent	.....	2.990%
1.3 A&H expense percent excluding cost containment expenses	.....	17.100%

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)
Accident and Health - Non-affiliates						
93572	43-1235868		RGA REINS CO	MO	SSL/L/G	Yes[X] No[]

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			107,845,191					107,845,191
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			107,845,191					107,845,191
60. Reporting entity contributions for Employee Benefit Plans	XXX								
61. Total (Direct Business)	(a) 1			107,845,191					107,845,191

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

N O N E

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

No

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

Explanations:

Bar Codes:

Medicare Part D Coverage Supplement



2011

Document Code: 365

1076720113650003

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.				
1410.				
1497. Summary of remaining write-ins for Line 14 (Lines 1404 through 1496)				

STATEMENT AS OF **September 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	17,887,834	7,370,008
3. Accrual of discount	1,540	4,402
4. Unrealized valuation increase (decrease)	5,399	(2,834)
5. Total gain (loss) on disposals	10,421,779	26,500,491
6. Deduct consideration for bonds and stocks disposed of	178,945	245,027
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)	21,939,938	14,645,889
11. Deduct total nonadmitted amounts .....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11)	21,939,938	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)	47,341,649	55,873,553	57,681,367	(212,586)	60,026,307	47,341,649	45,321,249	42,719,585
2. Class 2 (a)	173,807	862,130	143,000	144,768	175,010	173,807	1,037,705	176,209
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	47,515,456	56,735,683	57,824,367	(67,818)	60,201,317	47,515,456	46,358,954	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	47,515,456	56,735,683	57,824,367	(67,818)	60,201,317	47,515,456	46,358,954	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	24,419,018	XXX	24,423,298	26,230	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	159,650,567	552,461,841
3. Accrual of discount	5,779	3,323
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	163,985,285	557,487,149
7. Deduct amortization of premium	6,140	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)	24,419,018	28,754,097
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	24,419,018	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									
3137EACV9	F H L M C M T N 1.000% 8/27/		09/30/2011	Suntrust	XXX	1,011,500	1,000,000.00	917	1
31398A3K6	F N M A M T N 1.250% 3/14/		09/30/2011	Suntrust	XXX	1,018,280	1,000,000.00	556	1
31398A3R1	Federal National Mortgage Agency		09/29/2011	Suntrust	XXX	418,569	410,000.00	123	1
0599999 Subtotal - Bonds - U.S. Governments					XXX	2,448,349	2,410,000.00	1,596	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
031162AJ9	AMGEN INC 4.850% 11/18/		09/09/2011	Deutsche Bank	XXX	112,009	100,000.00	1,495	1FE
134429AS8	CAMPBELL SOUP CO 4.875% 10/01/		07/05/2011	Deutsche Bank	XXX	217,650	200,000.00	2,546	1FE
14040HAV7	CAPITAL ONE FINL 2.125% 7/15/		07/19/2011	Deutsche Bank	XXX	119,989	120,000.00		2FE
14912L4V0	CATERPILLAR FINL MTN 1.375% 5/20/		09/16/2011	Deutsche Bank	XXX	100,863	100,000.00	443	1FE
17275RAJ1	CISCO SYSTEMS 1.625% 3/14/		07/15/2011	Deutsche Bank	XXX	101,670	100,000.00	537	1FE
209111EC3	CON EDISON 3.850% 6/15/		07/13/2011	Deutsche Bank	XXX	131,806	125,000.00	374	1FE
20825RAB7	CONOCOPHIL AU 5.500% 4/15/		09/16/2011	Deutsche Bank	XXX	214,894	200,000.00	4,614	1FE
235851AK8	DANAHER CORP 1.300% 6/23/		07/28/2011	Deutsche Bank	XXX	100,856	100,000.00	126	1FE
25459HAL9	DIRECTV HLDGS FN 4.750% 10/01/		07/22/2011	Deutsche Bank	XXX	110,099	100,000.00	1,465	2FE
26441CAA3	DUKE ENERGY CORP 5.650% 6/15/		09/15/2011	Deutsche Bank	XXX	107,502	100,000.00	1,413	2FE
263534CG2	DUPONT EI NEMOUR 1.750% 3/25/		07/11/2011	Deutsche Bank	XXX	101,636	100,000.00	515	1FE
278642AA1	EBAY INC 0.875% 10/15/		07/15/2011	Deutsche Bank	XXX	200,386	200,000.00	438	1FE
341099CC1	FLORIDA POWER CORP 4.800% 3/01/		08/18/2011	Deutsche Bank	XXX	180,673	170,000.00	3,212	1FE
369550AS7	GENERAL DYNAMICS 1.375% 1/15/		09/16/2011	Deutsche Bank	XXX	215,460	215,000.00	244	1FE
373334JT9	GEORGIA POWER CO 1.300% 9/15/		07/11/2011	Deutsche Bank	XXX	100,992	100,000.00	419	1FE
428236BN2	HEWLETT PACK CO 2.350% 3/15/		09/19/2011	Deutsche Bank	XXX	99,977	100,000.00		1FE
459200GW5	IBM CORP 1.250% 5/12/		07/22/2011	Deutsche Bank	XXX	201,828	200,000.00	486	1FE
24422ERA9	JOHN DEERE CAP MTN 1.600% 3/03/		07/11/2011	Deutsche Bank	XXX	101,420	100,000.00	569	1FE
501044CJ8	KROGER CO 5.000% 4/15/		07/05/2011	Deutsche Bank	XXX	106,854	100,000.00	1,111	2FE
50540RAD4	LABORATORY CORP AMER 5.500% 2/01/		07/05/2011	Deutsche Bank	XXX	106,866	100,000.00	2,353	2FE
585055AR7	MEDTRONIC INC 3.000% 3/15/		09/22/2011	Deutsche Bank	XXX	212,884	200,000.00	117	1FE
62875UAM7	NBC UNIVERSAL 2.100% 4/01/		07/22/2011	Deutsche Bank	XXX	101,922	100,000.00	648	2FE
69371RK39	PACCAR FINANCIAL MTN 1.550% 9/29/		09/30/2011	Deutsche Bank	XXX	99,908	100,000.00	1	1FE
713448BV9	PEPSICO INC 0.800% 8/25/		08/29/2011	Deutsche Bank	XXX	39,844	40,000.00		1FE
693476BK8	PNC FUNDING CORP 3.000% 5/19/		09/23/2011	Deutsche Bank	XXX	208,072	200,000.00	2,067	1FE
742718DU0	PROCTOR GAMBLE CO 0.700% 8/15/		08/15/2011	Deutsche Bank	XXX	204,157	205,000.00		1FE
74456QAY2	PUB SVC EL GAS MTN 0.850% 8/15/		08/16/2011	Deutsche Bank	XXX	39,976	40,000.00		1FE
744448BX8	PUBLIC SVC CO COLO 5.500% 4/01/		07/08/2011	Deutsche Bank	XXX	223,392	200,000.00	2,964	1FE
816851AQ2	SEMPRA ENERGY 2.000% 3/15/		07/13/2011	Deutsche Bank	XXX	101,510	100,000.00	617	2FE
842400ER0	SOUTHERN CAL ED 5.000% 1/15/		07/07/2011	Deutsche Bank	XXX	218,622	200,000.00	4,778	1FE
87612EAW6	TARGET CORP 1.125% 7/18/		07/18/2011	Deutsche Bank	XXX	200,209	200,000.00		1FE
883556AU6	THERMO FISHER 3.250% 11/20/		09/16/2011	Deutsche Bank	XXX	159,582	150,000.00	1,571	1FE
89233P4H6	TOYOTA MTR CRED MTN 1.375% 8/12/		07/06/2011	Deutsche Bank	XXX	201,534	200,000.00	1,100	1FE
927804EU4	VIRGINIA ELEC & PWR 4.750% 3/01/		07/11/2011	Deutsche Bank	XXX	106,344	100,000.00	1,715	1FE
931422AD1	WALGREEN CO 4.875% 8/01/		07/05/2011	Deutsche Bank	XXX	216,590	200,000.00	4,171	1FE
984121BV4	XEROX CORP 5.650% 5/15/		08/09/2011	Deutsche Bank	XXX	107,388	100,000.00	1,318	2FE
06366QGJ0	BANK OF MONTREAL MTN 1.750% 4/29/	1	07/18/2011	Deutsche Bank	XXX	203,076	200,000.00	768	1FE
89114QAA6	TORONTO DOM BANK 1.375% 7/14/	1	07/14/2011	Deutsche Bank	XXX	119,723	120,000.00		1FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	5,498,163	5,285,000.00	44,195	XXX

QE04

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)
8399997 Subtotal - Bonds - Part 3					XXX	7,946,512	7,695,000.00	45,791	XXX
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
8399999 Subtotal - Bonds					XXX	7,946,512	7,695,000.00	45,791	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	7,946,512	XXX	45,791	XXX

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

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 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.								
Bonds - U.S. Governments																						
31331JT78	FF C B DEB 0.490% 10/26/	...	09/06/2011	CALLED @ 100.00000000	XXX	1,000,000	1,000,000.00	998,900			375		375		999,275		725	725	4,219	10/26/2012	1	
3134G2BD3	F H L M C M T N 0.520% 9/28/	...	09/28/2011	CALLED @ 100.00000000	XXX	1,000,000	1,000,000.00	1,000,313			(313)		(313)		1,000,000				2,600	09/28/2012	1	
3134G2LA8	F H L M C M T N 0.700% 6/28/	...	09/28/2011	CALLED @ 100.00000000	XXX	1,000,000	1,000,000.00	1,000,000			61		61		1,000,000				1,750	06/28/2013	1	
3133XTXH4	FHLB Global Bond	...	07/27/2011	MATURITY	XXX	235,000	235,000.00	234,777	234,939						235,000				3,819	07/27/2011	1	
0599999 Subtotal - Bonds - U.S. Governments					XXX	3,235,000	3,235,000.00	3,233,990	234,939		123		123		3,234,275		725	725	12,388	XXX	XXX	
Bonds - Industrial and Miscellaneous (Unaffiliated)																						
060505CK8	Bank of America	...	08/15/2011	MATURITY	XXX	1,500,000	1,500,000.00	1,528,515	1,507,037		(7,037)		(7,037)		1,500,000				80,625	08/15/2011	IFE	
166751AK3	Chevron Corp Sr Nt	...	09/06/2011	CALLED @ 101.5570000	XXX	306,702	302,000.00	312,309	306,463		(2,578)		(2,578)		303,885		2,817	2,817	10,419	03/03/2012	1FE	
302570AV8	FPL Group Capital Inc	...	09/01/2011	MATURITY	XXX	143,000	143,000.00	153,833	146,212		(3,212)		(3,212)		143,000				8,044	09/01/2011	2FE	
369950AP3	General Dynamics Corp Nt	...	07/15/2011	MATURITY	XXX	145,000	145,000.00	144,774	144,940		60		60		145,000				2,610	07/15/2011	1FE	
254687CC8	Walt Disney Company Nts	...	07/15/2011	MATURITY	XXX	143,000	143,000.00	154,239	145,895		(2,895)		(2,895)		143,000				8,151	07/15/2011	1FE	
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	2,237,702	2,233,000.00	2,293,670	2,250,547		(15,662)		(15,662)		2,234,885		2,817	2,817	109,849	XXX	XXX	
8399997 Subtotal - Bonds - Part 4					XXX	5,472,702	5,468,000.00	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	3,542	122,237	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
8399999 Subtotal - Bonds					XXX	5,472,702	5,468,000.00	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	3,542	122,237	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
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
9899999 Subtotal - Preferred and Common Stocks					XXX	5,472,702	XXX	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	3,542	122,237	XXX	XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	5,472,702	XXX	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	3,542	122,237	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 Concentraton			0.200		634				3,223,666
JP Morgan Lock Box									33,804 XXX
0199998 Deposits in .....21	depositories that do not exceed the allowable limit in any one depository - open depositories	XXX	XXX ..	3,471		5,037,586	5,038,743	5,039,901	XXX
0199999 Totals - Open Depositories		XXX	XXX ..	3,471	634	5,037,586	5,038,743	8,297,371	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 ..	3,471	634	5,037,586	5,038,743	8,297,371	XXX
0499999 Cash in Company's Office		XXX	XXX ..	XXX ..	XXX ..				XXX
0599999 Total Cash		XXX	XXX ..	3,471	634	5,037,586	5,038,743	8,297,371	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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