



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)		(757)490-6900 (Area Code) (Telephone Number)			
Mail Address	4425 Corporation Lane (Street and Number or P.O. Box)		Virginia Beach, VA 23462 (City, or Town, State and Zip Code)			
Primary Location of Books and Records	4425 Corporation Lane (Street and Number)					
	Virginia Beach, VA 23462 (City, or Town, State and Zip Code)		(757)490-6900 (Area Code) (Telephone Number)			
Internet Web Site Address	www.amerigroupcorp.com					
Statutory Statement Contact	Margaret Mary Roomsburg (Name)		(757)473-2721 (Area Code)(Telephone Number)(Extension)			
	mroomsb@amerigroupcorp.com (E-Mail Address)		(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 Haytaian  
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)	(Signature)	(Signature)
Gary Michael Radtke	Nicholas Joseph Pace	Margaret Mary Roomsburg
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President/CEO	Vice President/Secretary	Vice President/Asst. Secretary
(Title)	(Title)	(Title)
Subscribed and sworn to before me this	a. Is this an original filing?	Yes[X] No[ ]
day of , 2011	b. If no,	
	1. State the amendment number	
	2. Date filed	
	3. Number of pages attached	

(Notary Public Signature)

ASSETS

		Current Statement Date			4
		1	2	3	
		Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1.	Bonds .....	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.	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)	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	X X X	X X X		
26.	Common capital stock	X X X	X X X	10	10
27.	Preferred capital stock	X X X	X X X		
28.	Gross paid in and contributed surplus	X X X	X X X	22,377,166	41,453,516
29.	Surplus notes	X X X	X X X		
30.	Aggregate write-ins for other than special surplus funds	X X X	X X X		
31.	Unassigned funds (surplus)	X X X	X X X	9,488,886	(5,708,715)
32.	Less treasury stock, at cost:				
32.1	.0 shares common (value included in Line 26 \$.0)	X X X	X X X		
32.2	.0 shares preferred (value included in Line 27 \$.0)	X X X	X X X		
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	X X X	X X X	31,866,062	35,744,811
34.	Total Liabilities, capital and surplus (Lines 24 and 33)	X X X	X X X	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.		X X X	X X X		
2502.		X X X	X X X		
2503.		X X X	X X X		
2598.	Summary of remaining write-ins for Line 25 from overflow page	X X X	X X X		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	X X X	X X X		
3001.		X X X	X X X		
3002.		X X X	X X X		
3003.		X X X	X X X		
3098.	Summary of remaining write-ins for Line 30 from overflow page	X X X	X X X		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	X X X	X X X		

STATEMENT 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
		1 Uncovered	2 Total	3 Total	4 Total
1.	Member Months .....	X X X .....	499,456	515,593	684,848
2.	Net premium income (including \$.....0 non-health premium income) .....	X X X .....	105,362,829	118,681,795	154,029,351
3.	Change in unearned premium reserves and reserves for rate credits .....	X X X .....			
4.	Fee-for-service (net of \$.....0 medical expenses) .....	X X X .....			
5.	Risk revenue .....	X X X .....			
6.	Aggregate write-ins for other health care related revenues .....	X X X .....			
7.	Aggregate write-ins for other non-health revenues .....	X X X .....			
8.	Total revenues (Lines 2 to 7) .....	X X X .....	105,362,829	118,681,795	154,029,351
<b>Hospital and Medical:</b>					
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
<b>Less:</b>					
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) .....	X X X .....	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) .....	X X X .....	9,541,414	10,522,686	12,454,459
31.	Federal and foreign income taxes incurred .....	X X X .....	3,378,103	2,049,140	3,217,193
32.	Net income (loss) (Lines 30 minus 31) .....	X X X .....	6,163,311	8,473,546	9,237,266
<b>DETAILS OF WRITE-INS</b>					
0601.	.....	X X X .....			
0602.	.....	X X X .....			
0603.	.....	X X X .....			
0698.	Summary of remaining write-ins for Line 6 from overflow page .....	X X X .....			
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above) .....	X X X .....			
0701.	.....	X X X .....			
0702.	.....	X X X .....			
0703.	.....	X X X .....			
0798.	Summary of remaining write-ins for Line 7 from overflow page .....	X X X .....			
0799.	TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above) .....	X X X .....			
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	2	3
		Current Year To Date	Prior Year To Date	Prior Year Ended December 31
<b>CAPITAL &amp; SURPLUS ACCOUNT</b>				
33.	Capital and surplus prior reporting year .....	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
<b>DETAILS OF WRITE-INS</b>				
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	2	3
		Current	Prior	Prior
		Year	Year	Year Ended
		To Date	To Date	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.

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

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

Aging Analysis of Unpaid Claims						
1	2	3	4	5	6	7
Account	1 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 days	Over 120 Days	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	6
		1	2	3	4	Claims Incurred in Prior Years (Columns 1+3)	Estimated Claim Reserve and Claim Liability Dec 31 of Prior Year
		On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec 31 of Prior Year	On Claims Incurred During the Year		
1.	Comprehensive (hospital & medical) .....						
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.

# 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.

**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:

<u>Tier Level</u>	<u>Tier Definition</u>
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.

**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	Fair value measurements at reporting date using			
	2011	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.**

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

Yes[ ] No[ ] N/A[X]
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes[ ] No[X]
- 2.2 If yes, date of change:
3. Have there been any substantial changes in the organizational chart since the prior quarter end?  
If yes, complete the Schedule Y - Part 1 - organizational chart.

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

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?  
If yes, attach an explanation.

Yes[X] No[ ] N/A[ ]
- 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]
- 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[ ] No[X]
- 7.2 If yes, give full information
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes[ ] No[X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms?

Yes[ ] No[X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

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

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

Yes[X] No[ ]
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended?

Yes[ ] No[X]
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers?

Yes[ ] No[X]
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

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

Yes[ ] 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?  
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[X]  
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?  
16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

Yes[X] No[ ]

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?  
16.4 If yes, give full and complete information relating thereto:

Yes[ ] No[X]

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?  
17.2 If no, list exceptions:

Yes[X] No[ ]

**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)
<b>Accident and Health - Non-affiliates</b>						
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**

		1	Direct Business Only							
			2	3	4	5	6	7	8	9
State, Etc.		Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama (AL) .....	N								
2.	Alaska (AK) .....	N								
3.	Arizona (AZ) .....	N								
4.	Arkansas (AR) .....	N								
5.	California (CA) .....	N								
6.	Colorado (CO) .....	N								
7.	Connecticut (CT) .....	N								
8.	Delaware (DE) .....	N								
9.	District of Columbia (DC) .....	N								
10.	Florida (FL) .....	N								
11.	Georgia (GA) .....	N								
12.	Hawaii (HI) .....	N								
13.	Idaho (ID) .....	N								
14.	Illinois (IL) .....	N								
15.	Indiana (IN) .....	N								
16.	Iowa (IA) .....	N								
17.	Kansas (KS) .....	N								
18.	Kentucky (KY) .....	N								
19.	Louisiana (LA) .....	N								
20.	Maine (ME) .....	N								
21.	Maryland (MD) .....	N								
22.	Massachusetts (MA) .....	N								
23.	Michigan (MI) .....	N								
24.	Minnesota (MN) .....	N								
25.	Mississippi (MS) .....	N								
26.	Missouri (MO) .....	N								
27.	Montana (MT) .....	N								
28.	Nebraska (NE) .....	N								
29.	Nevada (NV) .....	N								
30.	New Hampshire (NH) .....	N								
31.	New Jersey (NJ) .....	N								
32.	New Mexico (NM) .....	N								
33.	New York (NY) .....	N								
34.	North Carolina (NC) .....	N								
35.	North Dakota (ND) .....	N								
36.	Ohio (OH) .....	L			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) .....	X X X								
59.	Subtotal .....	X X X			107,845,191				107,845,191	
60.	Reporting entity contributions for Employee Benefit Plans .....	X X X								
61.	Total (Direct Business) .....	(a)..... 1			107,845,191				107,845,191	
DETAILS OF WRITE-INS										
5801.	.....	X X X								
5802.	.....	X X X								
5803.	.....	X X X								
5898.	Summary of remaining write-ins for Line 58 from overflow page .....	X X X								
5899.	TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 above) .....	X X X								

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

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

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

Q15

NONE

## RESPONSE

No

Bar Codes:



10767201136500003

2011

Document Code: 365

**OVERFLOW PAGE FOR WRITE-INS**

**STATEMENT OF REVENUE AND EXPENSES**

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

**SCHEDULE B - VERIFICATION**  
**Mortgage Loans**

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

**SCHEDULE BA - VERIFICATION**  
**Other Long-Term Invested Assets**

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

**SCHEDULE D - VERIFICATION**  
**Bonds and Stocks**

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	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. Total gain (loss) on disposals .....	5,399	(2,834)
6. Deduct consideration for bonds and stocks disposed of .....	10,421,779	26,500,491
7. Deduct amortization of premium .....	178,945	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) .....	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	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. Class 1 (a) .....	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
<b>PREFERRED STOCK</b>								
8. Class 1 .....								
9. Class 2 .....								
10. Class 3 .....								
11. Class 4 .....								
12. Class 5 .....								
13. Class 6 .....								
14. Total Preferred Stock .....								
15. Total Bonds & Preferred Stock .....	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	X X X	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	2
		Year To Date	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	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
<b>Bonds - U.S. Governments</b>									
3137EACV9 .....	F H L M C M T N 1.000% 8/27/ .....		09/30/2011 .....	Suntrust .....	X X X .....	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 .....	X X X .....	1,018,280 .....	1,000,000.00 .....	556 .....	1 .....
31398A3R1 .....	Federal National Mortgage Agency .....		09/29/2011 .....	Suntrust .....	X X X .....	418,569 .....	410,000.00 .....	123 .....	1 .....
0599999 Subtotal - Bonds - U.S. Governments .....					X X X .....	2,448,349 .....	2,410,000.00 .....	1,596 .....	X X X .....
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>									
031162AJ9 .....	AMGEN INC 4.850% 11/18/ .....		09/09/2011 .....	Deutsche Bank .....	X X X .....	112,009 .....	100,000.00 .....	1,495 .....	1FE .....
134429AS8 .....	CAMPBELL SOUP CO 4.875% 10/01/ .....		07/05/2011 .....	Deutsche Bank .....	X X X .....	217,650 .....	200,000.00 .....	2,546 .....	1FE .....
14040HAV7 .....	CAPITAL ONE FINL 2.125% 7/15/ .....		07/19/2011 .....	Deutsche Bank .....	X X X .....	119,989 .....	120,000.00 .....	.....	2FE .....
14912L4V0 .....	CATERPILLAR FINL MTN 1.375% 5/20/ .....		09/16/2011 .....	Deutsche Bank .....	X X X .....	100,863 .....	100,000.00 .....	443 .....	1FE .....
17275RAJ1 .....	CISCO SYSTEMS 1.625% 3/14/ .....		07/15/2011 .....	Deutsche Bank .....	X X X .....	101,670 .....	100,000.00 .....	537 .....	1FE .....
209111EC3 .....	CON EDISON 3.850% 6/15/ .....		07/13/2011 .....	Deutsche Bank .....	X X X .....	131,806 .....	125,000.00 .....	374 .....	1FE .....
20825RAB7 .....	CONOCOPHIL AU 5.500% 4/15/ .....		09/16/2011 .....	Deutsche Bank .....	X X X .....	214,894 .....	200,000.00 .....	4,614 .....	1FE .....
235851AK8 .....	DANAHER CORP 1.300% 6/23/ .....		07/28/2011 .....	Deutsche Bank .....	X X X .....	100,856 .....	100,000.00 .....	126 .....	1FE .....
25459HAL9 .....	DIRECTV HLDGS FN 4.750% 10/01/ .....		07/22/2011 .....	Deutsche Bank .....	X X X .....	110,099 .....	100,000.00 .....	1,465 .....	2FE .....
26441CAA3 .....	DUKE ENERGY CORP 5.650% 6/15/ .....		09/15/2011 .....	Deutsche Bank .....	X X X .....	107,502 .....	100,000.00 .....	1,413 .....	2FE .....
263534CG2 .....	DUPONT EI NEMOUR 1.750% 3/25/ .....		07/11/2011 .....	Deutsche Bank .....	X X X .....	101,636 .....	100,000.00 .....	515 .....	1FE .....
278642AA1 .....	EBAY INC 0.875% 10/15/ .....		07/15/2011 .....	Deutsche Bank .....	X X X .....	200,386 .....	200,000.00 .....	438 .....	1FE .....
341099CC1 .....	FLORIDA POWER CORP 4.800% 3/01/ .....		08/18/2011 .....	Deutsche Bank .....	X X X .....	180,673 .....	170,000.00 .....	3,212 .....	1FE .....
369550AS7 .....	GENERAL DYNAMICS 1.375% 1/15/ .....		09/16/2011 .....	Deutsche Bank .....	X X X .....	215,460 .....	215,000.00 .....	244 .....	1FE .....
373334JT9 .....	GEORGIA POWER CO 1.300% 9/15/ .....		07/11/2011 .....	Deutsche Bank .....	X X X .....	100,992 .....	100,000.00 .....	419 .....	1FE .....
428236BN2 .....	HEWLETT PACK CO 2.350% 3/15/ .....		09/19/2011 .....	Deutsche Bank .....	X X X .....	99,977 .....	100,000.00 .....	.....	1FE .....
459200GW5 .....	IBM CORP 1.250% 5/12/ .....		07/22/2011 .....	Deutsche Bank .....	X X X .....	201,828 .....	200,000.00 .....	486 .....	1FE .....
24422ERA9 .....	JOHN DEERE CAP MTN 1.600% 3/03/ .....		07/11/2011 .....	Deutsche Bank .....	X X X .....	101,420 .....	100,000.00 .....	569 .....	1FE .....
501044CJ8 .....	KROGER CO 5.000% 4/15/ .....		07/05/2011 .....	Deutsche Bank .....	X X X .....	106,854 .....	100,000.00 .....	1,111 .....	2FE .....
50540RAD4 .....	LABORATORY CORP AMER 5.500% 2/01/ .....		07/05/2011 .....	Deutsche Bank .....	X X X .....	106,866 .....	100,000.00 .....	2,353 .....	2FE .....
585055AR7 .....	MEDTRONIC INC 3.000% 3/15/ .....		09/22/2011 .....	Deutsche Bank .....	X X X .....	212,884 .....	200,000.00 .....	117 .....	1FE .....
62875UAM7 .....	NBC UNIVERSAL 2.100% 4/01/ .....		07/22/2011 .....	Deutsche Bank .....	X X X .....	101,922 .....	100,000.00 .....	648 .....	2FE .....
69371RK39 .....	PACCAR FINANCIAL MTN 1.550% 9/29/ .....		09/30/2011 .....	Deutsche Bank .....	X X X .....	99,908 .....	100,000.00 .....	1 .....	1FE .....
713448BV9 .....	PEPSICO INC 0.800% 8/25/ .....		08/29/2011 .....	Deutsche Bank .....	X X X .....	39,844 .....	40,000.00 .....	.....	1FE .....
693476BK8 .....	PNC FUNDING CORP 3.000% 5/19/ .....		09/23/2011 .....	Deutsche Bank .....	X X X .....	208,072 .....	200,000.00 .....	2,067 .....	1FE .....
742718DU0 .....	PROCTOR GAMBLE CO 0.700% 8/15/ .....		08/15/2011 .....	Deutsche Bank .....	X X X .....	204,157 .....	205,000.00 .....	.....	1FE .....
74456QAY2 .....	PUB SVC EL GAS MTN 0.850% 8/15/ .....		08/16/2011 .....	Deutsche Bank .....	X X X .....	39,976 .....	40,000.00 .....	.....	1FE .....
744448BX8 .....	PUBLIC SVC CO COLO 5.500% 4/01/ .....		07/08/2011 .....	Deutsche Bank .....	X X X .....	223,392 .....	200,000.00 .....	2,964 .....	1FE .....
816851AQ2 .....	SEMPRA ENERGY 2.000% 3/15/ .....		07/13/2011 .....	Deutsche Bank .....	X X X .....	101,510 .....	100,000.00 .....	617 .....	2FE .....
842400ERO .....	SOUTHERN CAL ED 5.000% 1/15/ .....		07/07/2011 .....	Deutsche Bank .....	X X X .....	218,622 .....	200,000.00 .....	4,778 .....	1FE .....
87612EAW6 .....	TARGET CORP 1.125% 7/18/ .....		07/18/2011 .....	Deutsche Bank .....	X X X .....	200,209 .....	200,000.00 .....	.....	1FE .....
883556AU6 .....	THERMO FISHER 3.250% 11/20/ .....		09/16/2011 .....	Deutsche Bank .....	X X X .....	159,582 .....	150,000.00 .....	1,571 .....	1FE .....
89233P4H6 .....	TOYOTA MTR CRED MTN 1.375% 8/12/ .....		07/06/2011 .....	Deutsche Bank .....	X X X .....	201,534 .....	200,000.00 .....	1,100 .....	1FE .....
927804EU4 .....	VIRGINIA ELEC & PWR 4.750% 3/01/ .....		07/11/2011 .....	Deutsche Bank .....	X X X .....	106,344 .....	100,000.00 .....	1,715 .....	1FE .....
931422AD1 .....	WALGREEN CO 4.875% 8/01/ .....		07/05/2011 .....	Deutsche Bank .....	X X X .....	216,590 .....	200,000.00 .....	4,171 .....	1FE .....
984121BV4 .....	XEROX CORP 5.650% 5/15/ .....		08/09/2011 .....	Deutsche Bank .....	X X X .....	107,388 .....	100,000.00 .....	1,318 .....	2FE .....
06366QGJ0 .....	BANK OF MONTREAL MTN 1.750% 4/29/ .....	I .....	07/18/2011 .....	Deutsche Bank .....	X X X .....	203,076 .....	200,000.00 .....	768 .....	1FE .....
89114QAA6 .....	TORONTO DOM BANK 1.375% 7/14/ .....	I .....	07/14/2011 .....	Deutsche Bank .....	X X X .....	119,723 .....	120,000.00 .....	.....	1FE .....
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) .....					X X X .....	5,498,163 .....	5,285,000.00 .....	44,195 .....	X X X .....

QE04

**SCHEDULE D - PART 3**

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
8399997	Subtotal - Bonds - Part 3 .....				X X X .....	7,946,512	7,695,000.00	45,791	X X X .....
8399998	Summary Item from Part 5 for Bonds (N/A to Quarterly) .....				X X X .....	X X X .....	X X X .....	X X X .....	X X X .....
8399999	Subtotal - Bonds .....				X X X .....	7,946,512	7,695,000.00	45,791	X X X .....
8999998	Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly) .....				X X X .....	X X X .....	X X X .....	X X X .....	X X X .....
9799998	Summary Item from Part 5 for Common Stocks (N/A to Quarterly) .....				X X X .....	X X X .....	X X X .....	X X X .....	X X X .....
9899999	Subtotal - Preferred and Common Stocks .....				X X X .....		X X X .....		X X X .....
9999999	Total - Bonds, Preferred and Common Stocks .....				X X X .....	7,946,512	X X X .....	45,791	X X X .....

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

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
		F o r e i g n							Prior Year Book/ Adjusted Carrying Value	11	12	13	14	15	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
CUSIP Identification	Description		Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost		Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.							
Bonds - U.S. Governments																					
31331JT78	F F C B DEB 0.490% 10/26/		09/06/2011	CALLED @ 100.0000000	X X X	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 @ 100.0000000	X X X	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 @ 100.0000000	X X X	1,000,000	1,000,000.00	1,000,000							1,000,000			1,750	06/28/2013	1	
3133XTXH4	FHLB Global Bond		07/27/2011	MATURITY	X X X	235,000	235,000.00	234,777	234,939		61		61		235,000				3,819	07/27/2011	1
0599999 Subtotal - Bonds - U.S. Governments					X X X	3,235,000	3,235,000.00	3,233,990	234,939		123		123		3,234,275		725	725	12,388	X X X	X X X
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
060505CK8	Bank of America		08/15/2011	MATURITY	X X X	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	1FE
166751AK3	Chevron Corp Sr Nt		09/06/2011	CALLED @ 101.5570000	X X X	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	X X X	143,000	143,000.00	153,833	146,212		(3,212)		(3,212)		143,000				8,044	09/01/2011	2FE
369550AP3	General Dynamics Corp Nt		07/15/2011	MATURITY	X X X	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	X X X	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)					X X X	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	X X X	X X X
8399997 Subtotal - Bonds - Part 4					X X X	5,472,702	5,468,000.00	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	122,237	X X X	X X X
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)					X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
8399999 Subtotal - Bonds					X X X	5,472,702	5,468,000.00	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	122,237	X X X	X X X
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)					X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)					X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9899999 Subtotal - Preferred and Common Stocks					X X X		X X X													X X X	X X X
9999999 Total - Bonds, Preferred and Common Stocks					X X X	5,472,702	X X X	5,527,660	2,485,486		(15,539)		(15,539)		5,469,160		3,542	3,542	122,237	X X X	X X X

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

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

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

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

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

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



**SCHEDULE E - PART 1 - CASH**

**Month End Depository Balances**

1			2	3	4	5	Book Balance at End of Each Month			9
							During Current Quarter			
Depository			Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6	7	8	*
							First Month	Second Month	Third Month	
open depositories										
Wachovia Concentraton .....				0.200		634			3,223,666	X X X
JP Morgan Lock Box .....									33,804	X X X
0199998 Deposits in .....21 depositories that do not exceed the allowable limit in any one depository - open depositories .....			X X X	X X X	3,471		5,037,586	5,038,743	5,039,901	X X X
0199999 Totals - Open Depositories .....			X X X	X X X	3,471	634	5,037,586	5,038,743	8,297,371	X X X
0299998 Deposits in .....0 depositories that do not exceed the allowable limit in any one depository - suspended depositories .....			X X X	X X X						X X X
0299999 Totals - Suspended Depositories .....			X X X	X X X						X X X
0399999 Total Cash On Deposit .....			X X X	X X X	3,471	634	5,037,586	5,038,743	8,297,371	X X X
0499999 Cash in Company's Office .....			X X X	X X X	X X X	X X X				X X X
0599999 Total Cash .....			X X X	X X X	3,471	634	5,037,586	5,038,743	8,297,371	X X X

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

Show Investments Owned End of Current Quarter

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

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