



**ANNUAL STATEMENT**  
**FOR THE YEAR ENDING DECEMBER 31, 2011**  
**OF THE CONDITION AND AFFAIRS OF THE**

**CARESOURCE**

NAIC Group Code	3683 (Current Period)	3683 (Prior Period)	NAIC Company Code	95201	Employer's ID Number	31-1143265
Organized under the Laws of	Ohio		State of Domicile or Port of Entry	Ohio		
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health [ ]		Property/Casualty [ ]	Hospital, Medical & Dental Service or Indemnity [ ]		
	Dental Service Corporation [ ]		Vision Service Corporation [ ]	Health Maintenance Organization [ X ]		
	Other [ ]		Is HMO, Federally Qualified? Yes [ ] No [ X ]			
Incorporated/Organized	06/12/1985		Commenced Business	10/01/1988		
Statutory Home Office	230 North Main Street (Street and Number)		Dayton, OH 45402 (City, State and Zip Code)			
Main Administrative Office	230 North Main Street (Street and Number)		Dayton, OH 45402 (City, State and Zip Code)			
	937-531-3300 (Area Code) (Telephone Number)					
Mail Address	PO Box 8738 (Street and Number or P.O. Box)		Dayton, OH 45401-8738 (City, State and Zip Code)			
Primary Location of Books and Records	230 North Main Street (Street and Number)		Dayton, OH 45402 (City, State and Zip Code)			
	937-531-2159 (Area Code) (Telephone Number) (Extension)					
Internet Web Site Address	www.caresource.com					
Statutory Statement Contact	L. Tarlton Thomas III (Name)		937-531-2159 (Area Code) (Telephone Number) (Extension)			
	Tarlton.Thomas@caresource.com (E-Mail Address)		937-396-3438 (Fax Number)			

**OFFICERS**

Name	Title	Name	Title
Pamela B. Morris	President & Chief Executive Officer	Bobby L. Jones	Chief Operating Officer
L. Tarlton Thomas III	Chief Financial Officer	Craig Thiele M.D.	Chief Medical Officer

**OTHER OFFICERS**

Pamela B. Morris	Michael E. Ervin M.D.	Ellen S. Leffak	
William F. Marsteller D.C.	Morris L. Brown M.D.	David T. Miller	Craig Brown

State of ..... Ohio .....  
County of ..... Montgomery.....

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The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions* and *Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Pamela B. Morris President & Chief Executive Officer	Bobby L. Jones Chief Operating Officer	L. Tarlton Thomas III Chief Financial Officer
Subscribed and sworn to before me this day of ,	a. Is this an original filing? Yes [ X ] No [ ] b. If no: 1. State the amendment number 2. Date filed 3. Number of pages attached	

## SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3+4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities .....	.0	0.000			.0	0.000
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies .....		0.000			.0	0.000
1.22 Issued by U.S. government sponsored agencies .....	.94,739,449	12.921	.94,739,449		.94,739,449	12.921
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities) .....		0.000			.0	0.000
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations .....		0.000			.0	0.000
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations .....	.7,600,540	1.037	.7,600,540		.7,600,540	1.037
1.43 Revenue and assessment obligations .....		0.000			.0	0.000
1.44 Industrial development and similar obligations .....		0.000			.0	0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA .....	.4,058,294	0.554	.4,058,294		.4,058,294	0.554
1.512 Issued or guaranteed by FNMA and FHLMC .....	.3,069,454	0.419	.3,069,454		.3,069,454	0.419
1.513 All other .....		0.000			.0	0.000
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA .....		0.000			.0	0.000
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521 .....		0.000			.0	0.000
1.523 All other .....	.7,146,602	0.975	.7,146,602		.7,146,602	0.975
2. Other debt and other fixed income securities (excluding short term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities) .....	.199,315,571	27.184	.199,315,571		.199,315,571	27.184
2.2 Unaffiliated non-U.S. securities (including Canada) .....		0.000			.0	0.000
2.3 Affiliated securities .....		0.000			.0	0.000
3. Equity interests:						
3.1 Investments in mutual funds .....	.34,320,501	4.681	.34,320,501		.34,320,501	4.681
3.2 Preferred stocks:						
3.21 Affiliated .....		0.000			.0	0.000
3.22 Unaffiliated .....		0.000			.0	0.000
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated .....		0.000			.0	0.000
3.32 Unaffiliated .....	.2,846,970	0.388	.2,846,970		.2,846,970	0.388
3.4 Other equity securities:						
3.41 Affiliated .....		0.000			.0	0.000
3.42 Unaffiliated .....		0.000			.0	0.000
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated .....		0.000			.0	0.000
3.52 Unaffiliated .....		0.000			.0	0.000
4. Mortgage loans:						
4.1 Construction and land development .....		0.000			.0	0.000
4.2 Agricultural .....		0.000			.0	0.000
4.3 Single family residential properties .....		0.000			.0	0.000
4.4 Multifamily residential properties .....		0.000			.0	0.000
4.5 Commercial loans .....		0.000			.0	0.000
4.6 Mezzanine real estate loans .....		0.000			.0	0.000
5. Real estate investments:						
5.1 Property occupied by company .....	.2,100,000	0.286	.2,100,000		.2,100,000	0.286
5.2 Property held for the production of income (including \$ of property acquired in satisfaction of debt) .....		0.000	.0		.0	0.000
5.3 Property held for sale (including \$ property acquired in satisfaction of debt) .....		0.000	.0		.0	0.000
6. Contract loans .....		0.000	.0		.0	0.000
7. Derivatives .....		0.000	.0		.0	0.000
8. Receivables for securities .....		0.000	.0		.0	0.000
9. Securities Lending (Line 10, Asset Page reinvested collateral) .....	.0	0.000	.0	XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments .....	.378,008,244	51.556	.378,008,244		.378,008,244	51.556
11. Other invested assets .....		0.000			.0	0.000
12. Total invested assets	733,205,625	100.000	733,205,625		733,205,625	100.000

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE A – VERIFICATION BETWEEN YEARS**

**Real Estate**

1. Book/adjusted carrying value, December 31 of prior year.....	2,100,000
2. Cost of acquired:	
2.1 Actual cost at time of acquisition (Part 2, Column 6).....	0
2.2 Additional investment made after acquisition (Part 2, Column 9).....	0
3. Current year change in encumbrances:	
3.1 Totals, Part 1, Column 13.....	0
3.2 Totals, Part 3, Column 11.....	0
4. Total gain (loss) on disposals, Part 3, Column 18.....	0
5. Deduct amounts received on disposals, Part 3, Column 15.....	0
6. Total foreign exchange change in book/adjusted carrying value:	
6.1 Totals, Part 1, Column 15.....	0
6.2 Totals, Part 3, Column 13.....	0
7. Deduct current year's other than temporary impairment recognized:	
7.1 Totals, Part 1, Column 12.....	0
7.2 Totals, Part 3, Column 10.....	0
8. Deduct current year's depreciation:	
8.1 Totals, Part 1, Column 11.....	0
8.2 Totals, Part 3, Column 9.....	0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8).....	2,100,000
10. Deduct total nonadmitted amounts.....	
11. Statement value at end of current period (Line 9 minus Line 10).....	2,100,000

**SCHEDULE B – VERIFICATION BETWEEN YEARS**

**Mortgage Loans**

1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....	0
2. Cost of acquired:	
2.1 Actual cost at time of acquisition (Part 2, Column 7).....	0
2.2 Additional investment made after acquisition (Part 2, Column 8).....	0
3. Capitalized deferred interest and other:	
3.1 Totals, Part 1, Column 12.....	0
3.2 Totals, Part 3, Column 11.....	0
4. Accrual of discount.....	
5. Unrealized valuation increase (decrease):	
5.1 Totals, Part 1, Column 9.....	0
5.2 Totals, Part 3, Column 8.....	0
6. Total gain (loss) on disposals, Part 3, Column 18.....	0
7. Deduct amounts received on disposals, Part 3, Column 15.....	0
8. Deduct amortization of premium and mortgage interest points and commitment fees.....	
9. Total foreign exchange change in book value/recorded investment excluding accrued interest:	
9.1 Totals, Part 1, Column 13.....	0
9.2 Totals, Part 3, Column 13.....	0
10. Deduct current year's other than temporary impairment recognized:	
10.1 Totals, Part 1, Column 11.....	0
10.2 Totals, Part 3, Column 10.....	0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0
12. Total valuation allowance.....	
13. Subtotal (Line 11 plus Line 12).....	0
14. Deduct total nonadmitted amounts.....	
15. Statement value of mortgages owned at end of current period (Line 13 minus Line 14).....	0

**NONE**

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE BA – VERIFICATION BETWEEN YEARS**

**Other Long-Term Invested Assets**

1. Book/adjusted carrying value, December 31 of prior year.....	0
2. Cost of acquired:	
2.1 Actual cost at time of acquisition (Part 2, Column 8) .....	0
2.2 Additional investment made after acquisition (Part 2, Column 9) .....	0
3. Capitalized deferred interest and other:	
3.1 Totals, Part 1, Column 16.....	0
3.2 Totals, Part 3, Column 12.....	0
4. Accrual of discount.....	
5. Unrealized valuation increase (decrease):	
5.1 Totals, Part 1, Column 13 .....	0
5.2 Totals, Part 3, Column 9 .....	0
6. Total gain (loss) on disposals, Part 3, Column 19.....	0
7. Deduct amounts received on disposals, Part 3, Column 16.....	0
8. Deduct amortization of premium and depreciation.....	
9. Total foreign exchange change in book/adjusted carrying value:	
9.1 Totals, Part 1, Column 17.....	0
9.2 Totals, Part 3, Column 14.....	0
10. Deduct current year's other than temporary impairment recognized:	
10.1 Totals, Part 1, Column 15 .....	0
10.2 Totals, Part 3, Column 11.....	0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0
12. Deduct total nonadmitted amounts.....	
13. Statement value at end of current period (Line 11 minus Line 12).....	0

**NONE**

**SCHEDULE D – VERIFICATION BETWEEN YEARS**

**Bonds and Stocks**

1. Book/adjusted carrying value, December 31 of prior year.....	294,961,034
2. Cost of bonds and stocks acquired, Part 3, Column 7.....	117,110,214
3. Accrual of discount.....	263,912
4. Unrealized valuation increase (decrease):	
4.1 Part 1, Column 12.....	0
4.2 Part 2, Section 1, Column 15.....	0
4.3 Part 2, Section 2, Column 13.....	(2,941,689)
4.4 Part 4, Column 11.....	824,525
5. Total gain (loss) on disposals, Part 4, Column 19.....	(2,117,163)
6. Deduction consideration for bonds and stocks disposed of, Part 4, Column 7.....	(322,311)
7. Deduct amortization of premium.....	54,646,394
8. Total foreign exchange change in book/adjusted carrying value:	
8.1 Part 1, Column 15.....	0
8.2 Part 2, Section 1, Column 19.....	0
8.3 Part 2, Section 2, Column 16.....	0
8.4 Part 4, Column 15.....	0
9. Deduct current year's other than temporary impairment recognized:	
9.1 Part 1, Column 14.....	33,082
9.2 Part 2, Section 1, Column 17.....	0
9.3 Part 2, Section 2, Column 14.....	0
9.4 Part 4, Column 13.....	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	353,097,382
11. Deduct total nonadmitted amounts.....	
12. Statement value at end of current period (Line 10 minus Line 11).....	353,097,382

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - SUMMARY BY COUNTRY**

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS Governments (Including all obligations guaranteed by governments)	1. United States .....	101,867,197	104,084,795	102,237,608	101,494,633
	2. Canada .....				
	3. Other Countries .....				
	4. Totals	101,867,197	104,084,795	102,237,608	101,494,633
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	0	0	0	0
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	0	0	0	0
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	7,600,540	8,276,371	7,604,246	7,580,000
Industrial and Miscellaneous and Hybrid Securities (unaffiliated)	8. United States .....	183,927,247	195,339,719	187,670,829	182,052,549
	9. Canada .....	4,192,558	4,326,094	4,351,691	4,000,000
	10. Other Countries .....	18,342,368	18,962,969	18,546,167	17,950,000
	11. Totals	206,462,173	218,628,782	210,568,687	204,002,549
Parent, Subsidiaries and Affiliates	12. Totals	0	0	0	0
	<b>13. Total Bonds</b>	315,929,911	330,989,949	320,410,542	313,077,182
PREFERRED STOCKS					
Industrial and Miscellaneous (unaffiliated)	14. United States .....				
	15. Canada .....				
	16. Other Countries .....				
	17. Totals	0	0	0	0
Parent, Subsidiaries and Affiliates	18. Totals	0	0	0	0
	<b>19. Total Preferred Stocks</b>	0	0	0	0
COMMON STOCKS					
Industrial and Miscellaneous (unaffiliated)	20. United States .....	37,167,471	37,167,471	39,570,326	
	21. Canada .....				
	22. Other Countries .....				
	23. Totals	37,167,471	37,167,471	39,570,326	
Parent, Subsidiaries and Affiliates	24. Totals	0	0	0	0
	<b>25. Total Common Stocks</b>	37,167,471	37,167,471	39,570,326	
	26. Total Stocks	37,167,471	37,167,471	39,570,326	
	27. Total Bonds and Stocks	353,097,382	368,157,420	359,980,868	

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1A - SECTION 1**

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments											
1.1 Class 1					4,058,294	4,058,294	1.1	4,439,164	1.6	4,058,294	
1.2 Class 2					0	0	0.0	0.0	0.0	0.0	
1.3 Class 3					0	0	0.0	0.0	0.0	0.0	
1.4 Class 4					0	0	0.0	0.0	0.0	0.0	
1.5 Class 5					0	0	0.0	0.0	0.0	0.0	
1.6 Class 6					0	0	0.0	0	0.0	0.0	
1.7 Totals	0	0	0	0	4,058,294	4,058,294	1.1	4,439,164	1.6	4,058,294	0
2. All Other Governments											
2.1 Class 1	1,000,145	15,085,701	19,705,600	59,633,563	2,383,895	97,808,904	27.2	75,981,053	27.9	97,808,904	
2.2 Class 2					0	0	0.0	0.0	0.0	0.0	
2.3 Class 3					0	0	0.0	0.0	0.0	0.0	
2.4 Class 4					0	0	0.0	0.0	0.0	0.0	
2.5 Class 5					0	0	0.0	0.0	0.0	0.0	
2.6 Class 6					0	0	0.0	0	0.0	0.0	
2.7 Totals	1,000,145	15,085,701	19,705,600	59,633,563	2,383,895	97,808,904	27.2	75,981,053	27.9	97,808,904	0
3. U.S. States, Territories and Possessions, etc., Guaranteed											
3.1 Class 1					0	0	0.0	0.0	0.0	0.0	
3.2 Class 2					0	0	0.0	0.0	0.0	0.0	
3.3 Class 3					0	0	0.0	0.0	0.0	0.0	
3.4 Class 4					0	0	0.0	0.0	0.0	0.0	
3.5 Class 5					0	0	0.0	0.0	0.0	0.0	
3.6 Class 6					0	0	0.0	0	0.0	0.0	
3.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Class 1		815,000	1,000,000	5,785,540		7,600,540	2.1	0	0.0	7,600,540	
4.2 Class 2					0	0	0.0	0.0	0.0	0.0	
4.3 Class 3					0	0	0.0	0.0	0.0	0.0	
4.4 Class 4					0	0	0.0	0.0	0.0	0.0	
4.5 Class 5					0	0	0.0	0.0	0.0	0.0	
4.6 Class 6					0	0	0.0	0	0.0	0.0	
4.7 Totals	0	815,000	1,000,000	5,785,540	0	7,600,540	2.1	0	0.0	7,600,540	0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 Class 1					0	0	0.0	7,297,514	2.7		
5.2 Class 2					0	0	0.0	0	0.0	0.0	
5.3 Class 3					0	0	0.0	0	0.0	0.0	
5.4 Class 4					0	0	0.0	0	0.0	0.0	
5.5 Class 5					0	0	0.0	0	0.0	0.0	
5.6 Class 6					0	0	0.0	0	0.0	0.0	
5.7 Totals	0	0	0	0	0	0	0.0	7,297,514	2.7	0	0

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1A - SECTION 1 (Continued)**

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. Industrial and Miscellaneous (unaffiliated)											
6.1 Class 1	40,420,502	58,148,067	53,496,058	9,000,000	7,146,602	168,211,228	46.7	138,815,975	51.0	168,211,228	
6.2 Class 2	16,559,534	48,923,687	16,649,522			82,132,744	22.8	45,646,716	16.8	82,132,744	
6.3 Class 3						0	0.0	0	0.0		
6.4 Class 4						0	0.0	0	0.0		
6.5 Class 5						0	0.0	0	0.0		
6.6 Class 6						0	0.0	0	0.0		
6.7 Totals	56,980,036	107,071,755	70,145,580	9,000,000	7,146,602	250,343,972	69.6	184,462,691	67.8	250,343,972	0
7. Hybrid Securities											
7.1 Class 1						0	0.0	0	0.0		
7.2 Class 2						0	0.0	0	0.0		
7.3 Class 3						0	0.0	0	0.0		
7.4 Class 4						0	0.0	0	0.0		
7.5 Class 5						0	0.0	0	0.0		
7.6 Class 6						0	0.0	0	0.0		
7.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates											
8.1 Class 1						0	0.0	0	0.0		
8.2 Class 2						0	0.0	0	0.0		
8.3 Class 3						0	0.0	0	0.0		
8.4 Class 4						0	0.0	0	0.0		
8.5 Class 5						0	0.0	0	0.0		
8.6 Class 6						0	0.0	0	0.0		
8.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1A - SECTION 1 (Continued)**

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
9. Total Bonds Current Year											
9.1 Class 1	(d) 41,420,647	74,048,768	74,201,657	74,419,104	13,588,790	277,678,966	.77.2	XXX	XXX	277,678,966	0
9.2 Class 2	(d) 16,559,534	48,923,687	16,649,522	0	0	82,132,744	22.8	XXX	XXX	82,132,744	0
9.3 Class 3	(d) 0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.4 Class 4	(d) 0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.5 Class 5	(d) 0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.6 Class 6	(d) 0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.7 Totals	57,980,181	122,972,455	90,851,179	74,419,104	13,588,790	(b) 359,811,710	100.0	XXX	XXX	359,811,710	0
9.8 Line 9.7 as a % of Col. 6	16.1	34.2	25.2	20.7	3.8	100.0	XXX	XXX	XXX	100.0	0.0
10. Total Bonds Prior Year											
10.1 Class 1	13,429,167	68,086,879	77,613,082	52,471,999	14,932,579	XXX	XXX	226,533,707	.83.2	226,533,707	0
10.2 Class 2	0	32,135,828	12,487,230	1,023,658	0	XXX	XXX	45,646,716	16.8	45,646,716	0
10.3 Class 3	0	0	0	0	0	XXX	XXX	0	0.0	0	0
10.4 Class 4	0	0	0	0	0	XXX	XXX	0	0.0	0	0
10.5 Class 5	0	0	0	0	0	XXX	XXX	(c) 0	0.0	0	0
10.6 Class 6	0	0	0	0	0	XXX	XXX	(c) 0	0.0	0	0
10.7 Totals	13,429,167	100,222,707	90,100,313	53,495,657	14,932,579	XXX	XXX	(b) 272,180,423	100.0	272,180,423	0
10.8 Line 10.7 as a % of Col. 8	4.9	36.8	33.1	19.7	5.5	XXX	XXX	100.0	XXX	100.0	0.0
11. Total Publicly Traded Bonds											
11.1 Class 1	41,420,647	74,048,768	74,201,657	74,419,104	13,588,790	277,678,966	.77.2	226,533,706	.83.2	277,678,966	XXX
11.2 Class 2	16,559,534	48,923,687	16,649,522			82,132,744	22.8	45,646,716	16.8	82,132,744	XXX
11.3 Class 3						0	0.0	0	0.0	0	XXX
11.4 Class 4						0	0.0	0	0.0	0	XXX
11.5 Class 5						0	0.0	0	0.0	0	XXX
11.6 Class 6						0	0.0	0	0.0	0	XXX
11.7 Totals	57,980,181	122,972,455	90,851,179	74,419,104	13,588,790	359,811,710	100.0	272,180,423	100.0	359,811,710	XXX
11.8 Line 11.7 as a % of Col. 6	16.1	34.2	25.2	20.7	3.8	100.0	XXX	XXX	XXX	100.0	XXX
11.9 Line 11.7 as a % of Line 9.7, Col. 6, Section 9	16.1	34.2	25.2	20.7	3.8	100.0	XXX	XXX	XXX	100.0	XXX
12. Total Privately Placed Bonds											
12.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
12.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
12.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
12.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
12.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
12.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
12.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
12.8 Line 12.7 as a % of Col. 6	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0
12.9 Line 12.7 as a % of Line 9.7, Col. 6, Section 9	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0

(a) Includes \$ ..... freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$ ..... current year, \$ ..... prior year of bonds with Z designations and \$ ..... 7,146,602 current year, \$ ..... prior year of bonds with Z\* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z\*" means the SVO could not evaluate the obligation because valuation procedures for the security class is under regulatory review.

(c) Includes \$ ..... current year, \$ ..... prior year of bonds with 5\* designations and \$ ..... current year, \$ ..... prior year of bonds with 6\* designations. "5\*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6\*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ ..... ; NAIC 2 \$ ..... ; NAIC 3 \$ ..... ; NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total from Col 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. U.S. Governments											
1.1 Issuer Obligations						0	0.0	0	0.0		
1.2 Residential Mortgage-Backed Securities						4,058,294	1.1			4,058,294	
1.3 Commercial Mortgage-Backed Securities						0	0.0				
1.4 Other Loan-Backed and Structured Securities						0	0.0				
1.5 Totals	0	0	0	0	4,058,294	4,058,294	1.1	0		4,058,294	0
2. All Other Governments											
2.1 Issuer Obligations	1,000,145	15,085,701	19,705,600	58,948,004		94,739,449	26.3	72,176,448	26.5	94,739,449	
2.2 Residential Mortgage-Backed Securities				685,560	2,383,895	3,069,454	0.9	0	0.0	3,069,454	
2.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
2.4 Other Loan-Backed and Structured Securities						0	0.0				
2.5 Totals	1,000,145	15,085,701	19,705,600	59,633,563	2,383,895	97,808,904	27.2	72,176,448		97,808,904	0
3. U.S. States, Territories and Possessions, Guaranteed											
3.1 Issuer Obligations						0	0.0	0	0.0		
3.2 Residential Mortgage-Backed Securities						0	0.0	0	0.0		
3.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
3.4 Other Loan-Backed and Structured Securities						0	0.0				
3.5 Totals	0	0	0	0	0	0	0.0	0		0	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Issuer Obligations		815,000	1,000,000	5,785,540		7,600,540	2.1	0	0.0	7,600,540	
4.2 Residential Mortgage-Backed Securities						0	0.0	0	0.0		
4.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
4.4 Other Loan-Backed and Structured Securities						0	0.0				
4.5 Totals	0	815,000	1,000,000	5,785,540	0	7,600,540	2.1	0		7,600,540	0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 Issuer Obligations						0	0.0	7,297,514	2.7		
5.2 Residential Mortgage-Backed Securities						0	0.0	0	0.0		
5.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
5.4 Other Loan-Backed and Structured Securities						0	0.0				
5.5 Totals	0	0	0	0	0	0	0.0	7,297,514		0	0
6. Industrial and Miscellaneous											
6.1 Issuer Obligations	56,980,036	107,071,755	70,145,580	9,000,000	7,146,602	243,197,370	67.6	176,848,682	65.0	243,197,370	
6.2 Residential Mortgage-Backed Securities						7,146,602	2.0	0	0.0	7,146,602	
6.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
6.4 Other Loan-Backed and Structured Securities						0	0.0				
6.5 Totals	56,980,036	107,071,755	70,145,580	9,000,000	7,146,602	250,343,972	69.6	176,848,682		250,343,972	0
7. Hybrid Securities											
7.1 Issuer Obligations						0	0.0	0	0.0		
7.2 Residential Mortgage-Backed Securities						0	0.0	0	0.0		
7.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
7.4 Other Loan-Backed and Structured Securities						0	0.0				
7.5 Totals	0	0	0	0	0	0	0.0	0		0	0
8. Parent, Subsidiaries, and Affiliates											
8.1 Issuer Obligations						0	0.0	0	0.0		
8.2 Residential Mortgage-Backed Securities						0	0.0	0	0.0		
8.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0		
8.4 Other Loan-Backed Structured Securities						0	0.0	0	0.0		
8.5 Totals	0	0	0	0	0	0	0.0	0		0	0

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## SCHEDULE D - PART 1A - SECTION 2 (Continued)

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Distribution by Type	Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues										
	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total From Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
9. Total Bonds Current Year											
9.1 Issuer Obligations	57,980,181	122,972,455	90,851,179	73,733,544	0	345,537,360	96.0	XXX	XXX	345,537,360	0
9.2 Residential Mortgage-Backed Securities	0	0	0	685,560	13,588,790	14,274,350	4.0	XXX	XXX	14,274,350	0
9.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.4 Other Loan-Backed and Structured Securities	0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.5 Totals	57,980,181	122,972,455	90,851,179	74,419,104	13,588,790	359,811,710	100.0	XXX	XXX	359,811,710	0
9.6 Lines 9.5 as a % Col. 6	16.1	34.2	25.2	20.7	3.8	100.0	XXX	XXX	XXX	100.0	0.0
10. Total Bonds Prior Year											
10.1 Issuer Obligations	13,429,167	100,222,707	90,100,313	52,570,458	0	XXX	XXX	256,322,644	94.2	256,322,644	0
10.2 Residential Mortgage-Backed Securities						XXX	XXX	0	0.0		
10.3 Commercial Mortgage-Backed Securities						XXX	XXX	0	0.0		
10.4 Other Loan-Backed and Structured Securities						XXX	XXX	0	0.0		
10.5 Totals	13,429,167	100,222,707	90,100,313	52,570,458	0	XXX	XXX	256,322,644		256,322,644	0
10.6 Line 10.5 as a % of Col. 8	5.2	39.1	35.2	20.5	0.0	XXX	XXX	100.0	XXX	100.0	0.0
11. Total Publicly Traded Bonds											
11.1 Issuer Obligations	57,980,181	122,972,455	90,851,179	74,419,104		346,222,920	96.2	256,322,644	94.2	346,222,920	XXX
11.2 Residential Mortgage-Backed Securities					13,588,790	13,588,790	3.8	0	0.0	13,588,790	XXX
11.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0	0	XXX
11.4 Other Loan-Backed and Structured Securities						0	0.0	0	0.0	0	XXX
11.5 Totals	57,980,181	122,972,455	90,851,179	74,419,104	13,588,790	359,811,710	100.0	256,322,644		359,811,710	XXX
11.6 Line 11.5 as a % of Col. 6	16.1	34.2	25.2	20.7	3.8	100.0	XXX	XXX	XXX	100.0	XXX
11.7 Line 11.5 as a % of Line 9.5, Col. 6, Section 9	16.1	34.2	25.2	20.7	3.8	100.0	XXX	XXX	XXX	100.0	XXX
12. Total Privately Placed Bonds											
12.1 Issuer Obligations						0	0.0	0	0.0	XXX	0
12.2 Residential Mortgage-Backed Securities						0	0.0	0	0.0	XXX	0
12.3 Commercial Mortgage-Backed Securities						0	0.0	0	0.0	XXX	0
12.4 Other Loan-Backed and Structured Securities						0	0.0	0	0.0	XXX	0
12.5 Totals	0	0	0	0	0	0	0.0	0	0.0	XXX	0
12.6 Line 12.5 as a % of Col. 6	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0
12.7 Line 12.5 as a % of Line 9.5, Col. 6, Section 9	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## SCHEDULE DA - VERIFICATION BETWEEN YEARS

	Short-Term Investments				
		1	2	3	4
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets(a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year .....	4,840,586	0	0	4,840,586	0
2. Cost of short-term investments acquired .....	71,325,429				71,325,429
3. Accrual of discount .....	82,657				82,657
4. Unrealized valuation increase (decrease) .....	0				
5. Total gain (loss) on disposals .....	(9,598)				(9,598)
6. Deduct consideration received on disposals .....	31,775,000				31,775,000
7. Deduct amortization of premium .....	582,275				582,275
8. Total foreign exchange change in book/adjusted carrying value .....	0				
9. Deduct current year's other than temporary impairment recognized .....	0				
10. Book adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	43,881,799	0	0	43,881,799	0
11. Deduct total nonadmitted amounts .....	0				
12. Statement value at end of current period (Line 10 minus Line 11) .....	43,881,799	0	0	43,881,799	0

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment: .....

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

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

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

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

Schedule DB - Verification  
**NONE**

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE E - VERIFICATION BETWEEN YEARS**

(Cash Equivalents)

	1 Total	2 Bonds	3 Other (a)
1. Book/adjusted carrying value, December 31 of prior year.....	239,355,455	239,355,455	0
2. Cost of cash equivalents acquired.....	394,363,324	394,363,324	.....
3. Accrual of discount.....	0	.....	.....
4. Unrealized valuation increase (decrease).....	0	.....	.....
5. Total gain (loss) on disposals.....	0	.....	.....
6. Deduct consideration received on disposals.....	239,355,455	239,355,455	.....
7. Deduct amortization of premium.....	0	.....	.....
8. Total foreign exchange change in book/adjusted carrying value.....	0	.....	.....
9. Deduct current year's other than temporary impairment recognized.....	0	.....	.....
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	394,363,324	394,363,324	0
11. Deduct total nonadmitted amounts.....	0	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11)	394,363,324	394,363,324	0

(a) Indicate the category of such investments, for example, joint ventures, transportation equipment

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE A - PART 1**

Showing All Real Estate OWNED December 31 of Current Year

1 Description of Property	2 Code	Location		5 Date Acquired	6 Date of Last Appraisal	7 Actual Cost	8 Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Fair Value Less Encumbrances	10 Current Year's Depreciation	Change in Book/Adjusted Carrying Value Less Encumbrances					16 Gross Income Earned Less Interest Incurred on Encumbrances	17 Taxes, Repairs and Expenses Incurred
		3 City	4 State								11 Current Year's Other Than Temporary Impairment Recognized	12 Current Year's Change in Encumbrances	13 Total Change in B.A.C.V. (13-11-12)	14 Total Foreign Exchange Change in B./A.C.V.	15		
Properties occupied by the reporting entity - Administrative																	
Land - Office Building..		Dayton	OH	12/01/2008	12/01/2008	2,100,000	0	2,100,000	2,100,000	0	0	0	0	0	0	0	0
0299999 - Properties occupied by the reporting entity - Administrative						2,100,000	0	2,100,000	2,100,000	0	0	0	0	0	0	0	0
0399999 - Total Properties occupied by the reporting entity						2,100,000	0	2,100,000	2,100,000	0	0	0	0	0	0	0	0
0699999 Totals						2,100,000	0	2,100,000	2,100,000	0	0	0	0	0	0	0	0

E01

Schedule A - Part 2

**NONE**

Schedule A - Part 3

**NONE**

Schedule B - Part 1

**NONE**

Schedule B - Part 2

**NONE**

Schedule B - Part 3

**NONE**

Schedule BA - Part 1

**NONE**

Schedule BA - Part 2

**NONE**

Schedule BA - Part 3

**NONE**

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1**

Showing All Long-Term **BONDS** Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Rate Used to Obtain Fair Value	11 Par Value	Change in Book / Adjusted Carrying Value					Interest					
		3 Code	4 F or e i g n	5 Bond CHAR			8 Fair Value	9 Fair Value			12 Book/ Adjusted Carrying Value	13 Unrealized Valuation Increase/ (Decrease)	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change In B./A.C.V.	16 Rate of	17 Effective Rate of	18 Admitted Amount Due & Accrued	19 Amount Rec. During Year	20	21	22
<b>Bonds - U.S. Governments - Issuer Obligations</b>																					
3128X5-ZE-1..	FHLMC MTN AGY.....				.1.	1,045,000	100,4900	1,004,900	1,000,000	.1,001,255		(12,356)			5.750	.5.750	FA	23,000	.57,500	03/26/2008	02/07/2022
31315P-RA-9..	FEDERAL AGRIC MTG CO.				.1.	2,000,000	113,2800	2,265,600	2,000,000			0			4.810	.4.810	FA	39,549	.48,100	02/03/2011	02/03/2026
31315P-SN-0..	FEDERAL AGRIC MTG CO.				.1.	1,002,890	104,9700	1,049,700	1,000,000	.1,002,447		(443)			2.600	.2.600	MS	8,017	.13,000	03/10/2011	03/10/2016
31315P-TN-9..	FEDERAL AGRIC MTG CO.				.1.	1,003,760	107,5000	1,075,000	1,000,000	.1,003,370		(390)			3.490	.3.490	MS	10,858	.17,450	03/10/2011	03/09/2018
31315P-TU-3..	FEDERAL AGRIC MTG CO.				.1.	1,002,590	111,1700	1,111,700	1,000,000	.1,002,418		(172)			4.160	.4.160	MS	12,942	.20,800	03/10/2011	03/09/2021
31315P-ZN-2..	FEDERAL AGRIC MTG CO.				.1.	5,000,000	105,8800	5,294,000	5,000,000			0			2.850	.2.850	JJ	69,271	.0	07/06/2011	07/06/2018
31331G-2Y-4..	FFCB AGY.....				.1.	1,011,646	105,8100	1,058,100	1,000,000	.1,007,090		(2,375)			2.800	.2.800	MN	4,356	.28,000	01/19/2010	11/05/2014
31331G-CS-6..	FFCB AGY.....				.1.	1,067,556	106,1000	1,061,000	1,000,000	.1,032,729		(18,034)			3.875	.3.875	AO	9,042	.38,750	01/19/2010	10/07/2013
31331G-TJ-8..	FFCB AGY.....				.1.	1,015,081	104,7900	1,047,900	1,000,000	.1,008,338		(3,503)			2.625	.2.625	AO	5,396	.26,250	01/19/2010	04/17/2014
31331J-AB-9..	FFCB AGY.....				.1.	1,000,424	101,3200	1,013,200	1,000,000	.1,000,145		(146)			1.625	.1.625	JD	316	.16,250	01/19/2010	12/24/2012
31331J-BV-4..	FFCB AGY.....				.1.	1,003,004	101,5300	1,015,300	1,000,000	.1,001,123		(969)			1.750	.1.750	FA	6,319	.17,500	01/19/2010	02/21/2013
31331X-YE-6..	FFCB AGY.....				.1.	2,561,675	101,6500	2,541,250	2,500,000	.2,506,069		(16,568)			5.700	.5.700	MN	20,583	.142,500	06/03/2008	05/09/2022
31331Y-AM-2..	FFCB AGY.....				.1.	3,000,000	103,7000	3,111,000	3,000,000	.3,000,000		0			5.800	.5.800	AO	35,283	.174,000	10/18/2007	10/18/2022
31331Y-HT-0..	FFCB AGY.....				.1.	4,996,875	103,9600	5,198,000	5,000,000	.4,997,491		165			5.375	.5.375	JD	13,438	.268,750	12/13/2007	12/13/2022
313371-7K-6..	FHLB AGY STEP-UP.....				.1.	2,995,500	100,3900	3,011,700	3,000,000	.2,996,567		854			3,000	.3,000	MS	22,750	.90,000	09/30/2010	09/30/2025
313371-P5-9..	FHLB AGY STEP-UP.....				.1.	2,994,000	100,2700	3,008,100	3,000,000	.2,995,241		1,127			3,250	.3,250	MN	10,021	.97,500	11/24/2010	11/24/2025
313373-KE-1..	FHLB AGY.....				.1.	2,215,625	109,8600	2,197,200	2,000,000	.2,204,789		(10,836)			5,000	.5,000	MN	15,278	.0	11/16/2011	05/06/2021
3133F4-B5-9..	FHLMC MTN AGY STEP-UP.....				.1.	2,980,500	100,0800	3,002,400	3,000,000	.2,984,106		2,999			3,000	.3,000	AO	19,000	.90,000	10/15/2010	10/15/2025
3133XK-JW-6..	FHLB AGY.....				.1.	1,001,250	101,5200	1,015,200	1,000,000	.1,000,116		(370)			5,650	.5,650	AO	11,143	.56,500	06/20/2008	04/20/2022
3133XK-2V-2..	FHLB AGY STEP-UP.....				.1.	2,000,000	103,1000	2,062,000	2,000,000	.2,000,000		0			3,000	.3,000	MS	19,667	.60,000	03/03/2010	03/03/2022
3133XK-T5-6..	FHLB AGY STEP-UP.....				.1.	1,000,000	100,5400	1,005,400	1,000,000	.1,000,000		0			2,000	.2,000	AO	14,333	.20,000	04/13/2010	04/13/2017
3134G1-XP-4..	FHLMC MTN AGY STEP-UP.....				.1.	3,000,000	100,0700	3,002,100	3,000,000	.3,000,000		0			1,000	.1,000	MN	4,667	.27,000	11/05/2010	11/05/2015
3134G2-4L-3..	FHLMC MTN AGY STEP-UP.....				.1.	4,975,000	100,2000	5,010,000	5,000,000	.4,975,801		801			3,000	.3,000	MN	15,000	.0	11/25/2011	11/25/2026
3134G2-SW-3..	FHLMC MTN AGY.....				.1.	2,029,000	100,7300	2,014,600	2,000,000	.2,017,282		(11,718)			2,050	.2,050	JJ	17,539	.0	08/11/2011	07/27/2016
3134G3-AH-3..	FHLMC MTN AGY STEP-UP.....				.1.	4,995,000	100,4400	5,022,000	5,000,000	.4,995,022		22			2,500	.2,500	JD	6,250	.0	12/13/2011	12/13/2021
3134G3-AU-4..	FHLMC MTN AGY STEP-UP.....				.1.	4,987,500	100,3200	5,016,000	5,000,000	.4,987,529		29			3,250	.3,250	JD	7,222	.0	12/15/2011	12/15/2026
31359M-7M-9..	FNMA AGY.....				.1.	995,490	101,2500	1,012,500	1,000,000	.996,490		250			5,375	.5,375	AO	11,944	.53,750	11/09/2007	04/11/2022
31359M-7M-9..	FNMA AGY.....				.1.	1,581,563	101,2500	1,518,750	1,500,000	.1,509,673		(34,277)			5,375	.5,375	AO	17,917	.80,625	11/13/2009	04/11/2022
31359M-7M-9..	FNMA AGY.....				.1.	1,990,973	101,2500	2,025,000	2,000,000	.1,992,979		499			5,375	.5,375	AO	23,347	.35,000	02/24/2010	02/24/2020
3136FJ-5M-9..	FNMA AGY STEP-UP.....				.1.	1,000,000	100,4400	1,004,400	1,000,000	.1,000,000		0			3,500	.3,500	FA	12,347	.35,000	02/24/2010	02/24/2020
3136FM-2H-6..	FNMA AGY STEP-UP.....	SD			.1.	3,500,000	100,5500	3,519,250	3,500,000	.3,500,000		0			1,500	.1,500	JJ	23,479	.52,500	07/20/2010	07/20/2020
3136FM-2T-0..	FNMA AGY STEP-UP.....				.1.	2,000,000	100,0800	2,001,600	2,000,000	.2,000,000		0			2,000	.2,000	JJ	16,889	.0	08/12/2011	07/29/2030
3136FM-2T-0..	FNMA AGY STEP-UP.....				.1.	2,979,000	100,0800	3,002,400	3,000,000	.2,993,836		10,480			2,000	.2,000	JJ	25,333	.60,000	07/29/2010	07/29/2030
3136FM-Y9-9..	FNMA AGY.....				.1.	2,058,880	101,1900	2,023,800	2,000,000	.2,016,691		(29,412)			3,000	.3,000	JJ	26,333	.60,000	07/23/2010	07/23/2015
3136FP-VY-0..	FNMA AGY STEP-UP.....				.1.	3,000,000	100,2500	3,007,500	3,000,000	.3,000,000		0			3,000	.3,000	MN	10,750	.90,000	11/18/2010	11/18/2025
3136FR-YS-6..	FNMA AGY STEP-UP.....				.1.	5,000,000	100,0600	5,003,000	5,000,000	.5,000,000		0			2,000	.2,000	JJ	42,778	.0	07/27/2011	07/27/2026
3136FT-HK-8..	FNMA AGY STEP-UP.....				.1.	2,997,000	100,4700	3,014,100	3,000,000	.2,997,100		100			3,000	.3,000	AO	16,000	.0	10/27/2011	10/27/2026
3136FT-JX-8..	FNMA AGY STEP-UP.....				.1.	2,000,000	100,4300	2,008,600	2,000,000	.2,000,000		0			3,250	.3,250	AO	11,556	.0	10/31/2011	10/27/2026
3136FT-SR-1..	FNMA AGY.....				.1.	3,000,000	100,3000	3,009,000	3,000,000	.3,000,000		0			1,000	.1,000	JD	.833	.0	12/21/2011	12/21/2015
31398A-DU-3..	FNMA AGY.....				.1.	1,091,711	102,4200	1,042,400	1,000,000	.1,013,753		(29,512)									

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1**

Showing All Long-Term **BONDS** Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Rate Used to Obtain Fair Value	11 Par Value	Change in Book / Adjusted Carrying Value					Interest							
		3 Code	4 F or e i g n	5 Bond CHAR			8 Fair Value	9 Fair Value			12 Book/ Adjusted Carrying Value	13 Unrealized Valuation Increase/ (Decrease)	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change In B./A.C.V.	16 Rate of	17 Effective Rate of	18 When Paid	19 Admitted Amount Due & Accrued	20 Amount Rec. During Year	21 Acquired	22 Maturity		
<b>Bonds - U.S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations</b>																							
123563-CD-8..	BUTLER CNTY OHIO TRANSN IMPT DIST				1.	1,016,920	108,5550	1,085,550	1,000,000	1,014,145		(1,383)			5.875	5.875	JD	.4,896	58,750	12/16/2009	12/01/2024		
26371G-PF-1..	DUBLIN OHIO CITY SCH DIST				1.	350,000	109,6900	383,915	350,000	350,000		0			5.250	5.250	JD	1,531	14,598	02/15/2011	12/01/2025		
34926L-BX-0..	FORT WAYNE IND MUN BLDG CORP				1.	1,465,000	108,5110	1,589,686	1,465,000	1,465,000		0			5.600	5.600	JD	.3,646	82,040	12/10/2009	12/15/2024		
44352T-AA-6..	HUBER HEIGHTS OHIO CITY SCH DIST CTS PA				1.	920,000	108,0650	.994,198	920,000	920,000		0			6.750	6.750	JD	.5,428	.65,138	11/02/2009	12/01/2024		
48451R-AK-9..	KANKAKEE VY IND MIDDLE SCH BLDG CORP				1.	1,000,000	113,6540	1,136,540	1,000,000	1,000,000		0			5.240	5.240	JJ	.24,162	.52,400	11/24/2009	.07/15/2020		
512804-YE-9..	LAKOTA OHIO LOC SCH DIST				1.	1,000,000	111,3240	1,113,240	1,000,000	1,000,000		0			5.390	5.390	JD	.4,492	.53,900	06/30/2010	12/01/2025		
533883-LE-2..	LINCOLN MICH CONS SCH DIST				1.	815,000	101,8070	829,727	815,000	815,000		0			3.000	3.000	MN	.4,075	.24,450	12/22/2009	.05/01/2013		
593325-JK-0..	MIAMI CNTY OHIO				1.	387,326	110,3040	.419,155	380,000	386,396		(591)			5.500	5.500	JD	.1,742	.20,900	05/20/2010	12/01/2022		
87122N-EZ-8..	SYCAMORE OHIO CMNTY SCH DIST				1.	650,000	111,4400	724,360	650,000	650,000		0			5.550	5.550	JD	.3,006	.33,269	12/29/2010	12/01/2025		
2599999 -	Bonds - U.S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations																						
						7,604,246	XXX	8,276,371	7,580,000	7,600,540		0	(1,974)		0	0	XXX	XXX	XXX	52,978	405,445	XXX	XXX
3199999 -	Bonds - U.S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Subtotals - U.S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies of Governments and Their Political Subdivisions					7,604,246	XXX	8,276,371	7,580,000	7,600,540		0	(1,974)		0	0	XXX	XXX	XXX	52,978	405,445	XXX	XXX
<b>Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations</b>																							
00206R-AF-9..	AT&T INC				1.	2,041,635	104,2188	2,084,375	2,000,000	2,009,838		(9,057)			4.950	4.950	JJ	.45,650	.99,000	03/28/2008	.01/15/2013		
00206R-AJ-1..	AT&T INC				1.	.998,790	115,7500	1,157,500	1,000,000	.999,233		104			5.500	5.500	FA	.22,917	.55,000	05/12/2008	.02/01/2018		
002819-AB-6..	ABBOTT LABORATORIES				1.	2,086,400	119,4219	2,388,438	2,000,000	2,057,072		(3,484)			5.600	5.600	MN	.9,644	.168,000	01/29/2008	.11/30/2017		
002819-AB-6..	ABBOTT LABORATORIES				1.	3,037,890	119,4219	3,582,656	3,000,000	3,024,897		(8,099)			5.600	5.600	MN	.14,467	.112,000	11/21/2007	.11/30/2017		
018490-AM-4..	ALLERGAN INC				1.	1,022,614	115,7500	1,157,500	1,000,000	.1,013,130		(2,682)			5.750	5.750	AO	.14,375	.57,500	.03/04/2008	.04/01/2016		
02580E-CG-6..	AMERICAN EXPRESS BK FSB				1.	524,375	103,3438	.516,719	500,000	.517,160		(7,215)			5.550	5.550	AO	.5,704	.13,875	.08/30/2011	.10/17/2012		
02666Q-F3-2..	AMER HONDA FIN MTN	R	3		1.	2,052,600	101,4063	2,028,125	2,000,000	2,025,802		(20,959)			2.375	2.375	MS	.13,590	.47,500	.09/20/2010	.03/18/2013		
02666Q-ZC-0..	AMER HONDA FIN MTN	R	3		1.	.881,721	.99,9688	.999,688	1,000,000	.994,102		40,590			0.609	0.609	FMAN	.694	.4,226	.02/24/2009	.02/21/2012		
026870-BC-1..	AMERICAN INTL GROUP MTN				2.	3,018,600	.96,3906	2,891,719	3,000,000	3,011,118		(1,975)			5.600	5.600	AO	.34,067	.168,000	.11/02/2007	.10/18/2016		
031162-AJ-9..	AMGEN INC				2.	2,011,322	108,3750	.2,167,500	2,000,000	2,005,324		(1,687)			4.850	4.850	MN	.11,586	.97,000	.02/11/2008	.11/18/2014		
031162-AQ-3..	AMGEN INC				2.	.983,200	100,3750	1,000,000	.986,007	.2,807				0.375	0.375	FA	.1,563	.0	.10/12/2011	.02/01/2013			
031162-AV-2..	AMGEN INC				2.	1,030,149	115,0000	1,150,000	1,000,000	.1,019,480		(3,019)			5.850	5.850	JD	.4,875	.58,500	.02/28/2008	.06/01/2017		
032511-BC-0..	ANADARKO PETRO				2.	1,179,250	.127,6719	1,276,719	1,000,000	.1,144,435		(15,495)			8.700	8.700	MS	.25,617	.87,000	.08/27/2009	.03/15/2019		
03523T-AD-0..	ANHEUSER BSCH	R			2.	3,306,600	111,1094	3,333,281	3,000,000	3,207,432		(68,370)			5.375	5.375	MN	.20,604	.161,250	.07/15/2010	.11/15/2014		
03523T-AR-9..	ANHEUSER BSCH	R			2.	.998,800	101,8438	1,018,438	1,000,000	.999,498		395			2.500	2.500	MS	.6,597	.25,000	.03/29/2010	.03/26/2013		
060505-BM-5..	BANK OF AMERICA CORP				2.	1,005,690	.99,5313	.995,313	1,000,000	.001,662		(618)			5.375	5.375	JD	.2,389	.53,750	.07/12/2004	.06/15/2014		
060505-CS-5..	BANK OF AMERICA CORP				2.	3,017,850	.95,9375	2,878,125	3,000,000	3,010,700		(1,904)			5.625	5.625	AO	.36,094	.168,750	.11/06/2007	.10/14/2016		
060505-DP-6..	BANK OF AMERICA CORP				2.	5,028,250	.94,4531	4,722,657	5,000,000	.5,018,601		(2,580)			5.750	5.750	JD	.23,958	.287,500	.12/07/2007	.12/01/2017		
06739G-AE-9..	BARCLAYS BANK PLC	R			2.	1,028,056	.90,4219	.904,219	1,000,000	.01,018,896		(2,617)			6.050	6.050	JD	.4,538	.60,500	.03/04/2008	.12/04/2017		
06849T-AA-6..	BARRICK GOLD FIN	I			2.	2,240,540	108,0625	.2,161,250	2,000,000	.2,115,100		(65,152)			6.125	6.125	MS	.36,069	.122,500	.01/19/2010	.09/15/2013		
084664-BE-0..	BERKSHIRE HATHAWAY FIN				1.	2,026,260	116,6250	2,332,500	2,000,000	2,018,429		(2,381)			5.400	5.400	MN	.13,800	.108,000	.06/12/2008	.05/15/2018		
126408-GN-7..	CSX				2.	2,236,898	114,2656	2,285,313	2,000,000	2,152,872		(43,478)			6.250	6.250	AO	.31,250	.125,000	.01/12/2010	.04/01/2015		
126650-BE-9..	CVS CARE				2.	2,225,100	116,4688	2,329,375	2,000,000	.2,164,151		(31,598)			6.125	6.125	FA	.46,278	.122,500	.01/12/2010	.08/15/2016		
136375-BS-0..	CANADIAN NATL RY CO	I			1.	1,088,030	107,7969	.1,077,969	1,000,000	.1,065,408		(22,622)			4.950	4.950	JJ	.22,825	.24,750	.04/11/2011	.01/15/2014		
141781-AX-2..	CARGILL INC				1.	3,069,900	117,8906	3,536,719	3,000,000	3,047,432		(6,591)			6.000	6.000	MN	.17,000	.180,000	.04/17/2008	.11/27/2017		
14912L-3K-5..	CATERPILLAR FINL SERV CORP	MTN			1.	1,043,310	.119,1563	.1,191,563	1,000,000	.1,028,530		(4,221)			5.850	5.850	MS	.19,500	.58,500	.03/25/2008	.09/01/2017		
14912L-3K-5..	CATERPILLAR FINL SERV CORP	MTN			1.	1,045,200	.119,1563	.1,191,563	1,000,000	.1,029,762		(4,407)			5.8								

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1**

Showing All Long-Term **BONDS** Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Rate Used to Obtain Fair Value	11 Par Value	Change in Book / Adjusted Carrying Value					Interest				
		3 F o r e i n g	4 B o n d C h a r	5			8 Fair Value	9			12 Book/ Adjusted Carrying Value	13 Unrealized Valuation Increase/ Decrease	14 Current Year's (Amortization)/ Accretion	15 Total Foreign Exchange Change In B./A.C.V.	16 Rate of	17 Effective Rate of	18 Admitted Amount Due & Accrued	19 Amount Rec. During Year	20	21
172967-CO-2..	CITIGROUP INC.				2..	2,893,440	.98,9688	2,969,063	3,000,000	2,953,934		15,363		5,000	.5,000	MS	44,167	150,000	09/12/2007	09/15/2014
172967-EU-1..	CITIGROUP INC.				1..	1,008,412	.104,0938	1,040,938	1,000,000	1,003,056		(1,726)		6,500	.6,500	FA	23,833	65,000	08/27/2008	08/19/2013
20030N-AP-0..	COMCAST..				2..	1,046,542	.117,6250	1,176,250	1,000,000	1,032,847		(5,478)		6,500	.6,500	JJ	29,972	.65,000	05/12/2009	01/15/2017
20825C-AR-5..	CONOCOPHILLIPS..				1..	1,018,120	.120,5000	1,205,000	1,000,000	1,013,915		(1,568)		5,750	.5,750	FA	23,958	.57,500	02/27/2009	02/01/2019
209111-DZ-3..	CON ED OF NY..				1..	2,166,140	.102,3438	2,046,875	2,000,000	2,046,934		(93,232)		5,625	.5,625	JJ	56,250	112,500	09/20/2010	07/01/2012
24424C-BN-0..	JOHN DEERE CAP MTN..				1..	3,000,000	.102,3438	3,070,313	3,000,000	3,000,000		0		2,250	.2,250	JJ	31,125	.66,375	07/21/2010	07/15/2014
24702R-AK-7..	DELL..				1..	2,017,360	.100,6563	2,013,125	2,000,000	2,010,024		(5,838)		1,400	.1,400	MS	.8,633	.28,000	09/28/2010	09/10/2013
25179M-AG-8..	DEVON ENERGY CORP NE..				2..	1,105,680	.109,0313	1,090,313	1,000,000	.078,527		(27,153)		5,625	.5,625	JJ	25,938	.28,125	04/11/2011	01/15/2014
25243Y-AK-5..	DIAGEO CAPITAL..	R..			1..	1,535,724	.100,3125	1,450,000	1,450,000	1,455,091		(63,038)		5,125	.5,125	JJ	31,170	.74,313	09/20/2010	01/30/2012
25454H-AN-5..	DIRECTV HLDG..				2..	.997,000	.104,0938	1,040,938	1,000,000	.998,019		.573		3,550	.3,550	MS	10,453	.35,500	03/18/2010	03/15/2015
25468P-CE-4..	WALT DISNEY CO MTN..				1..	2,088,280	.118,4531	2,369,063	2,000,000	2,053,085		(9,786)		5,625	.5,625	MS	33,125	.112,500	02/21/2008	09/15/2016
26439P-E0-5..	DUKE ENERGY..				2..	1,050,994	.110,3281	1,023,823	1,000,000	.10,585		6,300		6,300	.6,300	FA	26,250	.63,000	04/24/2009	02/01/2014
26441C-AC-9..	DUKE ENERGY..				2..	3,171,030	.106,6875	3,200,625	3,000,000	.3,113,084		(39,922)		3,950	.3,950	MS	34,892	.118,500	07/15/2010	09/15/2014
302570-BA-3..	FPL GRP CAP INC..				2..	1,522,500	.105,4844	1,476,781	1,400,000	1,453,421		(35,536)		5,350	.5,350	JD	3,329	.74,900	01/12/2010	06/15/2013
33766J-AD-5..	FIRSTENERGY SOLN..				2..	1,025,171	.110,9688	1,109,688	1,000,000	.021,987		(1,671)		6,050	.6,050	FA	22,856	.60,500	12/23/2009	08/15/2021
368710-AG-4..	GENENTECH INC..				1..	1,017,111	.111,5469	1,115,469	1,000,000	.1009,071		(2,317)		4,750	.4,750	JJ	21,903	.47,500	04/15/2008	07/15/2015
369604-BC-6..	GENERAL ELECTRIC CO..				1..	.991,580	.114,7813	1,147,813	1,000,000	.994,319		.794		5,250	.5,250	JD	3,646	.52,500	05/12/2008	12/06/2017
36962G-20-8..	GENERAL ELEC CAPTAL CORP MTN..				1..	2,960,700	.111,1094	3,333,281	3,000,000	.2,976,106		.3,930		5,400	.5,400	FA	61,200	.162,000	10/19/2007	02/15/2017
36962G-3K-8..	GE CAPITAL MTN..				1..	3,144,990	.103,5000	3,105,000	3,000,000	.3,107,442		(37,548)		5,250	.5,250	AO	31,500	.78,750	09/20/2011	10/19/2012
36962G-Y4-0..	GEN ELEC CAPITAL CORP MTN..				1..	3,035,460	.111,7656	3,352,969	3,000,000	.3,020,023		(3,583)		5,375	.5,375	AO	31,802	.161,250	03/20/2007	10/20/2016
36966R-FW-1..	GE CAPITAL INTERNOTES..				1..	2,000,000	.102,2813	2,045,625	2,000,000	.2,000,000		.0		4,000	.4,000	JD	.5,556	.80,000	06/19/2003	12/15/2013
36966R-T4-8..	GENERAL ELEC CAP CORP MTN..				1..	2,000,000	.99,7344	1,994,688	2,000,000	.2,000,000		.0		6,125	.6,125	MON	.5,444	.122,500	08/30/2007	08/15/2027
36966T-EA-6..	GENERAL ELECTRIC CAP..				1..	5,000,000	.99,1875	4,959,375	5,000,000	.5,000,000		.0		4,000	.4,000	JD	.556	.0	12/30/2011	12/30/2026
370334-BF-0..	GENERAL MLS INC..				2..	1,102,230	.111,4063	1,114,063	1,000,000	.084,184		(18,046)		5,200	.5,200	MS	15,022	.26,000	04/11/2011	03/17/2015
38141G-CG-7..	GOLDMAN SACHS GROUP INC..				1..	.519,070	.101,7656	.508,828	.500,000	.512,708		(6,362)		5,700	.5,700	MS	.9,500	.14,250	08/30/2011	09/01/2012
38141G-EU-4..	GOLDMAN SACHS GROUP INC..				1..	1,974,000	.98,0625	1,961,250	2,000,000	.1,985,062		.2,487		5,625	.5,625	JJ	.51,875	.112,500	02/06/2007	01/15/2017
38143U-RQ-6..	GOLDMAN SACHS GROUP MTN..				1..	2,000,000	.95,2969	1,905,938	2,000,000	.2,000,000		.0		5,000	.5,000	FA	.34,167	.50,000	02/28/2011	02/28/2026
38144L-AC-4..	GOLDMAN SACHS GROUP..				1..	.104,686	.101,7031	.101,703	.100,000	.103,347		(1,339)		5,450	.5,450	MN	.908	.2,725	08/30/2011	.11/01/2012
38259P-AB-8..	GOOGLE INC..				1..	1,977,684	.109,3281	2,186,563	2,000,000	.1,978,819		.1,135		3,625	.3,625	MN	.8,458	.36,250	05/24/2011	05/19/2021
41283D-AB-9..	HARLEY-DAVIDSON FUNDING..				2..	1,003,430	.116,8594	1,168,594	1,000,000	.002,619		(314)		6,800	.6,800	JD	.3,022	.68,000	07/14/2008	06/15/2018
416515-AR-5..	HARTFORD FINL SVCS GROUP..				2..	2,932,530	.103,8750	3,116,250	3,000,000	.2,959,291		.7,180		5,500	.5,500	AO	.34,833	.165,000	12/27/2007	10/15/2016
427866-AQ-1..	HERSHEY..				1..	2,141,317	.105,0469	1,950,000	2,048,414	.2,044,129		(74,400)		5,000	.5,000	AO	.24,375	.97,500	09/10/2010	04/01/2013
428236-AL-7..	HEWLETT PACKARD..				1..	2,160,000	.100,6563	2,013,125	2,000,000	.2,012,633		(75,349)		5,250	.5,250	MS	.35,000	.105,000	01/12/2010	03/01/2012
428236-AO-6..	HEWLETT PACKARD..				1..	2,144,900	.102,8438	2,056,875	2,000,000	.2,055,007		(46,117)		4,500	.4,500	MS	.30,000	.90,000	01/12/2010	03/01/2013
428236-AT-0..	HEWLETT-PACKARD..				1..	.976,950	.107,8281	.105,1324	.975,000	.975,835		(351)		6,125	.6,125	MS	19,906	.59,719	12/08/2008	03/01/2014
448055-AE-3..	HUSKY ENERGY..	I..			2..	1,023,121	.108,6875	1,086,875	1,000,000	.1,012,050		(4,476)		5,900	.5,900	JD	.2,622	.59,000	05/22/2009	06/15/2014
459200-GJ-4..	IBM CORP..				1..	1,038,600	.121,0938	1,210,938	1,000,000	.1,025,093		(3,695)		5,700	.5,700	MS	.16,942	.57,000	01/15/2008	09/14/2017
46625H-GN-4..	JP MORGAN CHASE & CO..				1..	2,053,860	.109,9063	2,198,125	2,000,000	.2,034,319		(5,181)		6,125	.6,125	JD	.1,361	.122,500	11/06/2007	06/27/2017
524660-AV-9..	LEGGETT & PLATT INC..				2..	.1,071,850	.107,9063	.1,079,063	.1,000,000	.1,000,000		(71,850)		5,000	.5,000	FA	.18,889	.50,000	02/04/2011	08/15/2015
58013M-EL-4..	MCDONALDS CORP MED T MTN..				1..	.1,998,994	.109,5938	.2,191,875	.2,000,000	.1,999,053		.59		3,625	.3,625	MN	.8,257	.36,250	05/25/2011..	05/20/2021
580645-AE-9..	MCGRAW-HILL COS INC..				1..	2,002,871	.108,8125	.2,176,250	.2,000,000	.2,002,046		(268)		5,900	.5,900	AO				

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 1**

Showing All Long-Term **BONDS** Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Par Value	11 Book/ Adjusted Carrying Value	Change in Book / Adjusted Carrying Value					Interest							
		3 Code	4 F o r e i g n	5 Bond CHAR			8 Rate Used to Obtain Fair Value	9 Fair Value			12 Unrealized Valuation Increase/ Decrease)	13 Current Year's (Amortization)/ Accretion	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change In B./A.C.V.	16 Rate of	17 Effective Rate of	18 Admitted Amount Due & Accrued	19 When Paid	20 Amount Rec. During Year	21 Acquired	22 Maturity		
74834L-AL-4..	QUEST DIAGNOSTICS				2	2,184,300	113,0781	2,261,563	2,000,000	2,126,108	(30,115)				5.450	5.450	MN	18,167	109,000	01/12/2010	11/01/2015		
816851-AL-3..	SEMPRA ENERGY				2	1,107,060	112,7500	1,127,500	1,000,000	1,048,551	(23,794)				8.900	8.900	MN	11,372	89,000	06/03/2009	11/15/2013		
822582-AH-5..	SHELL INTERNATIONAL	R			1	1,034,300	107,5938	1,075,938	1,000,000	1,028,980	(5,320)				3.250	3.250	MS	8,938	16,250	04/11/2011	09/22/2015		
826200-AC-1..	SIEMENS FINANCERINGS	R			1	1,549,592	115,5000	1,732,500	1,500,000	1,529,512	(5,282)				5.750	5.750	A0	17,729	86,250	11/14/2007	10/17/2016		
845437-BK-7..	SWEST ELEC POWER				2	1,085,840	116,7344	1,167,344	1,000,000	1,068,041	(7,797)				6.450	6.450	JJ	29,742	64,500	08/17/2009	01/15/2019		
854403-AB-8..	LELAND STANFORD JUNI				1	805,257	112,5938	816,305	725,000	797,129	(8,128)				4.250	4.250	MN	5,135	15,406	06/27/2011	05/01/2016		
873144-AA-7..	SPI AUSTRALIA	R			1	1,037,120	106,1250	1,061,250	1,000,000	1,016,553	(8,215)				6.150	6.150	MN	7,858	61,500	05/22/2009	11/15/2013		
87612E-AN-6..	TARGET CORP				1	1,043,700	118,4219	1,184,219	1,000,000	1,029,545	(5,645)				5.875	5.875	JJ	27,090	58,750	05/15/2009	07/15/2016		
88166C-AA-6..	TEVA PHARMACEUTICAL	R			1	1,013,200	104,1406	1,000,000	1,011,039	1,011,039	(2,161)				3.000	3.000	JD	1,333	30,000	04/11/2011	06/15/2015		
88732J-AL-2..	TIME WARNER CABLE IN				2	2,330,620	118,7656	2,375,313	2,000,000	2,304,667	(25,953)				6.750	6.750	JJ	67,500	67,500	05/09/2011	07/01/2018		
893830-AR-0..	TRANSOCEAN	R			2	242,981	102,7969	236,433	230,000	234,611	(3,683)				5.250	5.250	MS	3,555	40,425	09/04/2009	03/15/2013		
893830-AR-0..	TRANSOCEAN	R			2	810,271	102,7969	791,536	770,000	784,325	(11,427)				5.250	5.250	MS	11,903	12,075	09/04/2009	03/15/2013		
90331H-KQ-5..	US BANK MTN		3		1	2,955,750	97,7188	2,931,563	3,000,000	2,969,583	11,171				0.681	0.681	JAO	4,482	16,314	10/01/2010	10/14/2014		
90333W-AG-3..	US BK NATL ASN MINN MTN				1	5,197,500	102,9688	5,148,438	5,000,000	5,193,478	(4,022)				3.778	3.778	A0	32,533	0	12/05/2011	04/29/2020		
911312-AH-9..	UNITED PARCEL SERVICE				1	2,073,520	119,8281	2,396,563	2,000,000	2,048,843	(6,768)				5.500	5.500	JJ	50,722	110,000	01/29/2008	01/15/2018		
92343V-AC-8..	VERIZON COMMUNICATIONS INC				1	3,080,580	114,4219	3,432,656	3,000,000	3,045,494	(9,678)				5.550	5.550	FA	62,900	166,500	02/07/2008	02/15/2016		
92344U-AA-3..	VERIZON NJ				1	1,065,590	100,1719	1,001,719	1,000,000	1,002,065	(46,308)				5.875	5.875	JJ	26,764	58,750	08/16/2010	01/17/2012		
92857W-AP-5..	VODAFONE GROUP	R			1	1,032,027	116,1094	1,161,094	1,000,000	1,022,625	(3,747)				5.625	5.625	FA	19,375	56,250	05/12/2009	02/27/2017		
929766-AC-5..	WACHOVIA BANK MTN		3		1	1,919,854	94,2656	1,885,313	2,000,000	1,943,022	19,723				0.637	0.637	FMAN	2,089	13,414	10/27/2010	11/03/2014		
931142-BY-8..	WAL-MART STORES				1	948,206	111,9844	1,119,844	1,000,000	974,125	6,561			4.500	4.500	JJ	22,500	45,000	09/18/2007	07/01/2015			
931142-CJ-0..	WAL-MART STORES INC				1	1,056,350	122,5781	1,225,781	1,000,000	1,038,005	(5,175)				5.800	5.800	FA	21,911	174,000	03/11/2008	02/15/2018		
931142-CJ-0..	WAL-MART STORES INC				1	3,116,790	122,5781	3,677,344	3,000,000	3,077,383	(10,450)				5.800	5.800	FA	65,733	58,000	11/23/2007	02/15/2018		
949746-NX-5..	WELLS FARGO CO				1	2,003,746	113,9531	2,279,063	2,000,000	2,002,499	(346)				5.625	5.625	JD	6,250	112,500	12/18/2007	12/11/2017		
949746-NX-5..	WELLS FARGO CO				1	4,949,550	113,9531	5,697,657	5,000,000	4,966,659	(4,585)				5.625	5.625	JD	15,625	281,250	12/12/2007	12/11/2017		
959802-AJ-8..	WESTERN UNION				1	1,054,025	109,2813	1,092,813	1,000,000	1,025,732	(11,023)				6.500	6.500	FA	22,569	65,000	04/24/2009	02/26/2014		
984121-BV-4..	XEROX				2	1,073,550	104,9844	1,049,844	1,000,000	1,031,184	(21,871)				5.650	5.650	MN	7,219	56,500	01/12/2010	05/15/2013		
984121-BV-8..	XEROX				2	2,342,000	112,8438	2,256,875	2,000,000	2,194,020	(76,608)				8.250	8.250	MN	21,083	165,000	01/12/2010	05/15/2014		
3299999 - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations						201,684,220	XXX	210,925,418	194,982,000	199,315,571	0	(1,478,308)			0	0	XXX	XXX	XXX	2,314,329	9,034,398	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities						8,884,467	XXX	7,703,364	9,020,549	7,146,602	0	(192,077)	33,082		0	XXX	XXX	XXX	43,890	541,387	XXX	XXX	
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated) - Subtotals - Industrial and Miscellaneous (Unaffiliated)						210,568,687	XXX	218,628,782	204,002,549	206,462,173	0	(1,670,385)	33,082		0	XXX	XXX	XXX	2,358,219	9,575,785	XXX	XXX	
7799999 - Bonds - Total Bonds - Subtotals - Issuer Obligations						304,366,960	XXX	315,589,240	297,062,000	301,655,561	0	(1,634,039)	0		0	XXX	XXX	XXX	3,031,402	11,352,248	XXX	XXX	
7899999 - Bonds - Total Bonds - Subtotals - Residential Mortgage-Backed Securities						16,043,582	XXX	15,400,709	16,015,182	14,274,350	0	(222,435)	33,082		0	XXX	XXX	XXX	75,827	951,767	XXX	XXX	
8399999 Subtotals - Total Bonds						320,410,542	XXX	330,989,949	313,077,182	315,929,911	0	(1,856,474)	33,082		0	XXX	XXX	XXX	3,107,230	12,304,015	XXX	XXX	

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## **SCHEDULE D - PART 2 - SECTION 1**

Showing All **PREFERRED STOCKS** Owned December 31 of Current Year

**NONE**

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**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 2 - SECTION 2**

Showing all **COMMON STOCKS** Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes		5 Number of Shares	6 Book / Adjusted Carrying Value	Fair Value		9 Rate per Share Used To Obtain Fair Value	Dividends			Change in Book/Adjusted Carrying Value				17 NAIC Market Indicator (a)	18 Date Acquired
		3 Code	4 Foreign			7 Fair Value	8 Actual Cost		10 Declared but Unpaid	11 Amount Received During Year	12 Nonadmitted Declared But Unpaid	13 Unrealized Valuation Increase/ (Decrease)	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Change in B./A.C.V. (13-14)	16 Total Foreign Exchange Change in B./A.C.V.		
<b>Industrial and Miscellaneous (Unaffiliated)</b>																	
464287-46-5.....	iShares MSCI EAFE Index.....			12,499,000	619,075	49,530	619,075	690,514		12,783		(71,439)		(71,439)		.A.....	03/11/2011
464287-49-9.....	iShares Russell Midcap Index.....			6,909,000	679,984	98,420	679,984	713,749		7,001		(33,765)		(33,765)		.A.....	03/11/2011
464287-62-2.....	iShares Russell 1000 Index.....			8,155,000	565,712	69,370	565,712	580,794		7,389		(15,082)		(15,082)		.A.....	03/11/2011
464287-65-5.....	iShares Russell 2000 Index.....			2,781,000	205,099	73,750	205,099	215,747		1,916		(10,648)		(10,648)		.A.....	03/11/2011
92206C-68-0.....	Vanguard Russell 1000 Index ETF.....			9,971,000	570,840	57,250	570,840	584,583		6,626		(13,743)		(13,743)		.A.....	03/11/2011
92206C-68-4.....	Vanguard Russell 2000 Index ETF.....			3,524,000	206,260	58,630	206,260	217,134		1,896		(10,874)		(10,874)		.A.....	03/11/2011
9099999 - Industrial and Miscellaneous (Unaffiliated)				2,846,970	XXX	2,846,970	3,002,521	0	37,611	0	(155,551)	0	(155,551)	0	XXX	XXX	
<b>Mutual Funds</b>																	
025076-10-0.....	American Century Equity Income Inv.....			351,181,930	2,553,093	7,270	2,553,093	2,579,744		62,968		(26,651)		(26,651)		.A.....	03/11/2011
091929-76-0.....	BlackRock US Opportunities Instl.....			34,554,037	1,157,215	33,490	1,157,215	1,266,996		132,187		(260,300)		(260,300)		.A.....	03/11/2011
316071-10-9.....	Fidelity Contrafund.....			39,422,012	2,659,409	67,460	2,659,409	2,670,097		6,811		(15,294)		(15,294)		.A.....	03/11/2011
316389-77-4.....	Fidelity Advisor Small Cap Value I.....			77,299,150	1,081,415	13,990	1,081,415	1,192,590		69,872		(111,175)		(111,175)		.A.....	03/11/2011
446327-46-2.....	Huntington Situs Trust.....			73,323,478	1,432,008	19,530	1,432,008	1,395,693		0		(48,130)		(48,130)		.A.....	03/11/2011
446327-61-1.....	Huntington International Equity Trust.....			153,200,412	1,545,792	10,090	1,545,792	1,886,014		19,087		(179,172)		(179,172)		.A.....	03/11/2011
476313-10-1.....	Jensen Quality Growth J.....			93,029,804	2,466,220	26,510	2,466,220	2,580,251		25,506		(114,031)		(114,031)		.A.....	03/11/2011
552983-69-4.....	MFS Value I.....			108,767,570	2,444,007	22,470	2,444,007	2,558,570		43,676		(114,563)		(114,563)		.A.....	03/11/2011
617440-50-8.....	Morgan Stanley Inst Mid Cap Growth I.....			32,268,105	1,062,266	32,920	1,062,266	1,158,216		59,040		(173,483)		(173,483)		.A.....	03/11/2011
741479-10-9.....	T. Rowe Price Growth Stock.....			80,252,639	2,554,442	31,830	2,554,442	2,511,410		562		(50,320)		(50,320)		.A.....	03/11/2011
779556-10-9.....	T. Rowe Price Mid-Cap Growth.....			20,931,184	1,103,701	52,730	1,103,701	1,157,959		99,352		(136,906)		(136,906)		.A.....	03/11/2011
779562-10-7.....	T. Rowe Price New Horizons.....			33,476,790	1,038,785	31,030	1,038,785	1,175,752		144,914		(136,968)		(136,968)		.A.....	03/11/2011
780905-78-2.....	Royce Special Equity Invnt.....			120,178,872	2,367,524	19,700	2,367,524	2,533,750		135,036		(166,226)		(166,226)		.A.....	03/11/2011
885215-56-6.....	Thornburg International Value I.....			79,807,513	1,961,669	24,580	1,961,669	2,265,339		26,215		(290,475)		(290,475)		.A.....	03/11/2011
29875E-10-0.....	American Funds EuroPacific Gr F-2.....			93,911,062	3,297,217	35,110	3,297,217	3,835,202		65,672		(537,984)		(537,984)		.A.....	03/11/2011
38141W-39-8.....	Goldman Sachs Mid Cap Value Instl.....			52,234,093	1,753,499	33,570	1,753,499	1,728,807		16,390		(134,652)		(134,652)		.A.....	03/11/2011
47103C-24-1.....	Perkins Mid Cap Value I.....			60,636,324	1,223,641	20,180	1,223,641	1,307,664		111,796		(144,657)		(144,657)		.A.....	03/11/2011
76628R-67-2.....	RidgeWorth Large Cap Value Equity I.....			210,498,374	2,618,600	12,440	2,618,600	2,763,750		40,326		(145,150)		(145,150)		.A.....	03/11/2011
9299999 - Mutual Funds				34,320,501	XXX	34,320,501	36,567,805	0	1,059,411	0	(2,786,138)	0	(2,786,138)	0	XXX	XXX	
9799999 Total Common Stocks				37,167,471	XXX	37,167,471	39,570,326	0	1,097,022	0	(2,941,689)	0	(2,941,689)	0	XXX	XXX	
9899999 Total Preferred and Common Stocks				37,167,471	XXX	37,167,471	39,570,326	0	1,097,022	0	(2,941,689)	0	(2,941,689)	0	XXX	XXX	

(a) For all common stocks bearing the NAIC market indicator "U" provide: the number of such issues ..... , the total \$ value (included in Column 8) of all such issues \$ .....

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

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
<b>Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)</b>								
854403-AB-8.....	LELAND STANFORD JUNT.....		06/27/2011.....	HUNTINGTON BANK.....	XXX.....	805,257.....	725,000.....	4,793.....
26371G-PF-1.....	DUBLIN OHIO CITY SCH DIST.....		02/15/2011.....	FIFTH THIRD BANK.....	XXX.....	350,000.....	350,000.....	0.....
1799999 - Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)						1,155,257.....	1,075,000.....	4,793.....
<b>Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>								
31315P-RA-9.....	FEDERAL AGRIC MTG CO.....		02/03/2011.....	HUNTINGTON BANK.....	XXX.....	2,000,000.....	2,000,000.....	0.....
31315P-SN-0.....	FEDERAL AGRIC MTG CO.....		03/10/2011.....	HUNTINGTON BANK.....	XXX.....	1,002,890.....	1,000,000.....	0.....
31315P-TN-9.....	FEDERAL AGRIC MTG CO.....		03/10/2011.....	HUNTINGTON BANK.....	XXX.....	1,003,760.....	1,000,000.....	.97.....
31315P-TU-3.....	FEDERAL AGRIC MTG CO.....		03/10/2011.....	HUNTINGTON BANK.....	XXX.....	1,002,590.....	1,000,000.....	.116.....
31315P-ZN-2.....	FEDERAL AGRIC MTG CO.....		07/06/2011.....	HUNTINGTON BANK.....	XXX.....	5,000,000.....	5,000,000.....	0.....
3136FR-YS-6.....	FNMA AGY STEP-UP.....		07/27/2011.....	FIFTH THIRD BANK.....	XXX.....	5,000,000.....	5,000,000.....	0.....
3134G2-SW-3.....	FHLMC MTN AGY.....		08/11/2011.....	FIFTH THIRD BANK.....	XXX.....	2,029,000.....	2,000,000.....	1,594.....
3136FM-2T-0.....	FNMA AGY STEP-UP.....		08/12/2011.....	FIFTH THIRD BANK.....	XXX.....	2,000,000.....	2,000,000.....	1,444.....
3136FT-HK-8.....	FNMA AGY STEP-UP.....		10/27/2011.....	HUNTINGTON BANK.....	XXX.....	2,997,000.....	3,000,000.....	0.....
3136FT-JX-8.....	FNMA AGY STEP-UP.....		10/31/2011.....	FIFTH THIRD BANK.....	XXX.....	2,000,000.....	2,000,000.....	722.....
313373-KE-1.....	FHLB AGY.....		11/16/2011.....	FIFTH THIRD BANK.....	XXX.....	2,215,625.....	2,000,000.....	2,778.....
3134G2-4L-3.....	FHLMC MTN AGY STEP-UP.....		11/25/2011.....	FIFTH THIRD BANK.....	XXX.....	4,975,000.....	5,000,000.....	0.....
3134G3-AH-3.....	FHLMC MTN AGY STEP-UP.....		12/13/2011.....	HUNTINGTON BANK.....	XXX.....	4,995,000.....	5,000,000.....	0.....
3134G3-AU-4.....	FHLMC MTN AGY STEP-UP.....		12/15/2011.....	HUNTINGTON BANK.....	XXX.....	4,987,500.....	5,000,000.....	0.....
3136FT-SR-1.....	FNMA AGY.....		12/21/2011.....	FIFTH THIRD BANK.....	XXX.....	3,000,000.....	3,000,000.....	0.....
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						44,208,365.....	44,000,000.....	6,751.....
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>								
524660-AV-9.....	LEGGETT & PLATT INC.....		02/04/2011.....	FIFTH THIRD BANK.....	XXX.....	1,071,850.....	1,000,000.....	23,472.....
38143U-RQ-6.....	GOLDMAN SACHS GROUP MTN.....		02/28/2011.....	HUNTINGTON BANK.....	XXX.....	2,000,000.....	2,000,000.....	0.....
136375-BS-0.....	CANADIAN NATL RY CO.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,088,030.....	1,000,000.....	11,825.....
17275R-AC-6.....	CISCO SYS INC.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,126,490.....	1,000,000.....	7,486.....
25179M-AG-8.....	DEVON ENERGY CORP NE.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,105,680.....	1,000,000.....	13,438.....
370334-BF-0.....	GENERAL MLS INC.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,102,230.....	1,000,000.....	3,467.....
585055-AP-1.....	MEDTRONIC INC.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,081,350.....	1,000,000.....	3,250.....
674599-BZ-7.....	Occidental PETE CORP.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	993,300.....	1,000,000.....	7,986.....
68402L-AC-8.....	ORACLE CORP.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,114,260.....	1,000,000.....	12,542.....
822582-AH-5.....	SHELL INTERNATIONAL.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,034,300.....	1,000,000.....	1,715.....
88166C-AA-6.....	TEVA PHARMACEUTICAL.....		04/11/2011.....	CHARTER ONE BANK.....	XXX.....	1,013,200.....	1,000,000.....	9,667.....
38259P-AB-8.....	GOOGLE INC.....		05/24/2011.....	FIFTH THIRD BANK.....	XXX.....	1,977,684.....	2,000,000.....	1,007.....
58013M-EL-4.....	MCDONALDS CORP MED T MTN.....		05/25/2011.....	FIFTH THIRD BANK.....	XXX.....	1,998,994.....	2,000,000.....	1,007.....
670346-AG-0.....	NUCOR CORP.....		05/05/2011.....	FIFTH THIRD BANK.....	XXX.....	2,848,980.....	2,472,000.....	60,804.....
88732J-AL-2.....	TIME WARNER CABLE IN.....		05/09/2011.....	FIFTH THIRD BANK.....	XXX.....	2,330,620.....	2,000,000.....	48,000.....
02580E-CG-6.....	AMERICAN EXPRESS BK FSB.....		08/30/2011.....	CHARTER ONE BANK.....	XXX.....	524,375.....	500,000.....	10,252.....
381416-CG-7.....	GOLDMAN SACHS GROUP INC.....		08/30/2011.....	CHARTER ONE BANK.....	XXX.....	.519,070.....	500,000.....	14,171.....
36962G-3K-8.....	GE CAPITAL MTN.....		09/20/2011.....	FIFTH THIRD BANK.....	XXX.....	3,144,990.....	3,000,000.....	66,063.....
031162-AQ-3.....	AMGEN INC.....		10/12/2011.....	CHARTER ONE BANK.....	XXX.....	.983,200.....	1,000,000.....	.740.....
90333W-AG-3.....	US BK NATL ASSN MINN MTN.....		12/05/2011.....	FIFTH THIRD BANK.....	XXX.....	5,197,500.....	5,000,000.....	18,890.....
36966T-EA-6.....	GENERAL ELECTRIC CAP.....		12/30/2011.....	FIFTH THIRD BANK.....	XXX.....	5,000,000.....	5,000,000.....	0.....
38144L-AC-4.....	GOLDMAN SACHS GROUP.....		08/30/2011.....	CHARTER ONE BANK.....	XXX.....	.104,686.....	100,000.....	1,802.....
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						37,360,789.....	35,572,000.....	317,582.....
8399997 - Bonds - Subtotals - Bonds - Part 3						82,724,411.....	80,647,000.....	329,126.....
8399998 - Bonds - Summary item from Part 5 for Bonds						9,241,500.....	9,250,000.....	1,500.....
8399999 - Bonds - Subtotals - Bonds						91,965,911.....	89,897,000.....	330,626.....
<b>Common Stocks - Industrial and Miscellaneous (Unaffiliated)</b>								
464287-46-5.....	iShares:MSCI EAFE Idx.....		12/15/2011.....	FIFTH THIRD BANK.....	6,249,000.....	344,598.....	XXX.....	0.....
464287-46-5.....	iShares:MSCI EAFE Idx.....		12/16/2011.....	HUNTINGTON BANK.....	6,250,000.....	345,917.....	XXX.....	0.....
464287-49-9.....	iShares: Russ MC Idx.....		12/15/2011.....	FIFTH THIRD BANK.....	3,453,000.....	356,883.....	XXX.....	0.....
464287-49-9.....	iShares: Russ MC Idx.....		12/16/2011.....	HUNTINGTON BANK.....	3,456,000.....	356,866.....	XXX.....	0.....
464287-62-2.....	Russell 1000 iShare Idx.....		11/04/2011.....	FIFTH THIRD BANK.....	8,155,000.....	.580,794.....	XXX.....	0.....
464287-65-5.....	Russell 2000 iShare Idx.....		12/15/2011.....	FIFTH THIRD BANK.....	2,781,000.....	.215,747.....	XXX.....	0.....
92206C-68-0.....	Vanguard Russell 1000 Idx.....		11/04/2011.....	HUNTINGTON BANK.....	9,971,000.....	.584,583.....	XXX.....	0.....
92206C-66-4.....	Vanguard Russell 2000 Idx.....		12/16/2011.....	HUNTINGTON BANK.....	3,524,000.....	.217,134.....	XXX.....	0.....
909999 - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						3,002,521.....	XXX.....	0.....
<b>Common Stocks - Mutual Funds</b>								
025076-10-0.....	AmCent Eqty Income.....		11/04/2011.....	FIFTH THIRD BANK.....	351,181,930.....	2,579,744.....	XXX.....	0.....

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

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
091929-76-0.	Blackrock Opps.		12/14/2011.	HUNTINGTON BANK	963,910	31,250	XXX	0
29875E-10-0.	EuroPac		12/15/2011.	FIFTH THIRD BANK	93,911,060	3,835,202	XXX	0
316389-77-4.	Fid Adv Sm Value		12/15/2011.	FIFTH THIRD BANK	77,299,150	1,192,590	XXX	0
316071-10-9.	Fidelity Contra		11/04/2011.	HUNTINGTON BANK	6,593,830	451,250	XXX	0
38141W-39-8.	Goldman MCV		12/15/2011.	FIFTH THIRD BANK	2,107,850	76,087	XXX	0
446327-61-1.	Huntington Int'l Equity		12/14/2011.	HUNTINGTON BANK	30,263,320	307,500	XXX	0
446327-46-2.	Huntington Situs		12/14/2011.	HUNTINGTON BANK	1,631,850	31,250	XXX	0
476313-10-1.	Jensen		11/04/2011.	FIFTH THIRD BANK	93,029,800	2,580,251	XXX	0
552983-69-4.	MFS Value		11/04/2011.	FIFTH THIRD BANK	108,767,570	2,558,570	XXX	0
617440-50-8.	Morgan Stan. MidCapGrwth		12/15/2011.	FIFTH THIRD BANK	8,773,250	358,216	XXX	0
471023-59-8.	Perkins/Janus Mid Cap Value Fund		12/14/2011.	HUNTINGTON BANK	3,943,900	88,750	XXX	0
76628R-67-2.	Ridgeworth Large Cap Value		11/04/2011.	HUNTINGTON BANK	210,498,370	2,763,750	XXX	0
780905-78-2.	Royce Special Equity		12/14/2011.	HUNTINGTON BANK	120,178,870	2,533,750	XXX	0
779556-10-9.	T. Rowe Mid Growth		12/15/2011.	FIFTH THIRD BANK	5,849,380	357,870	XXX	0
779562-10-7.	T. Rowe New Horizons		12/15/2011.	FIFTH THIRD BANK	33,476,790	1,175,752	XXX	0
741479-10-9.	T. RowePrice Growth		11/04/2011.	HUNTINGTON BANK	24,933,480	826,250	XXX	0
885215-65-7.	Thornburg Intl		12/14/2011.	HUNTINGTON BANK	14,919,470	393,750	XXX	0
9299999 - Common Stocks - Mutual Funds						22,141,782	XXX	0
9799997 - Common Stocks - Subtotals - Common Stocks - Part 3						25,144,303	XXX	0
9799999 - Common Stocks - Subtotals - Common Stocks						25,144,303	XXX	0
9899999 - Common Stocks - Subtotals - Preferred and Common Stocks						25,144,303	XXX	0
9999999 Totals						117,110,214	XXX	330,626

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**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 4**

Showing all Long-Term Bonds and Stocks **SOLD, REDEEMED** or Otherwise **DISPOSED OF** During Current Year

1 CUSIP Identification	2 Description	3 Foreign Disposal Date	4 Name of Purchaser	5 Number of Shares of Stock	6 Consideration	7 Par Value	8 Actual Cost	9 Prior Year Book/Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Total Foreign Exchange Change in B/A. C.V. (11+12-13)	17 Book/ Adjusted Carrying Value at Disposal Date	18 Foreign Exchange Gain (Loss) on Disposal	19 Realized Gain (Loss) on Disposal	20 Total Gain (Loss) on Disposal	21 Bond Interest/Stock Dividends Received During Year	Maturity Date	
									11 Unrealized Valuation Increase/ (Decrease)	12 Current Year (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																					
36202F-C6-1..	GNMA 2 POOL 004593	12/01/2011	FIFTH THIRD BANK		358,043	358,043	371,302	358,043	(13,554)			(13,554)		358,043				0	70,174	12/20/2039	
05999999	Bonds - U.S. Governments				358,043	358,043	371,302	358,043	0	(13,554)	0	(13,554)	0	358,043	0	0	0	0	70,174	XXX	
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Governments and Their Political Subdivisions																					
31396H-V9-7..	FHLMC 3117-LB	09/01/2011	FIFTH THIRD BANK		116,568	116,568	115,621	116,568	1,881			1,881		116,568				0	2,415	08/15/2032	
3128KU-G5-0..	FHLMC GOLD POOL A63820	12/01/2011	FIFTH THIRD BANK		99,043	99,043	99,136	99,043	(90)			(90)		99,043				0	21,144	08/01/2037	
31335H-UN-1..	FHLMC GOLD POOL C90589	12/01/2011	FIFTH THIRD BANK		121,773	121,773	123,599	121,773	(1,795)			(1,795)		121,773				0	24,084	11/01/2022	
31371K-KE-0..	FNMA POOL 254193	12/01/2011	FIFTH THIRD BANK		114,363	114,363	116,078	114,363	(1,710)			(1,710)		114,363				0	23,378	02/01/2022	
31411N-WW-3..	FNMA POOL 912461	12/01/2011	FIFTH THIRD BANK		92,559	92,559	92,472	92,559	.87			.87		92,559				0	22,085	03/01/2037	
31371N-HZ-4..	FNMA POOL 256849	12/01/2011	FIFTH THIRD BANK		91,260	91,260	91,659	91,260	(392)			(392)		91,260				0	20,688	08/01/2037	
31413T-LF-7..	FNMA POOL 954926	12/01/2011	FIFTH THIRD BANK		13,341	13,341	13,738	13,341	(1,115)			(1,115)		13,341				0	61,673	07/01/2037	
31413T-NB-4..	FNMA POOL 954986	12/01/2011	FIFTH THIRD BANK		2,786	2,786	2,786	2,786	(264)			(264)		2,786				0	15,679	07/01/2037	
31413T-ND-0..	FNMA POOL 954988	12/01/2011	FIFTH THIRD BANK		76,405	76,405	78,673	76,405	(2,253)			(2,253)		76,405				0	16,926	07/01/2037	
3128K1-MB-0..	FHLMC MTN AGY STEP-UP	06/20/2011	FIFTH THIRD BANK	500,000	500,000	496,688	500,000	0			0		500,000				0	12,500	06/20/2011		
3133XH-E6-3..	FHLB AGY	10/27/2011	FIFTH THIRD BANK	1,500,000	1,500,000	1,478,416	1,485,250	1,806			1,806		1,500,000				0	80,250	10/27/2016		
3128K9-SW-1..	FHLMC MTN AGY	01/25/2011	FIFTH THIRD BANK	1,000,000	1,000,000	1,004,066	1,000,272	(272)			(272)		1,000,000				0	10,000	01/25/2013		
3128K9-U3-2..	FHLMC MTN AGY STEP-UP	03/30/2011	HUNTINGTON BANK	1,000,000	1,000,000	997,500	998,429	307			307		998,737				0	10,625	01/14/2013		
3133XX-IK-1..	FHLB AGY STEP-UP	10/20/2011	HUNTINGTON BANK	1,000,000	1,000,000	1,000,000	1,000,000	0			0		1,000,000				0	20,000	10/20/2016		
313370-EP-9..	FHLB AGY STEP-UP	11/18/2011	HUNTINGTON BANK	3,000,000	3,000,000	3,000,000	3,000,000	0			0		3,000,000				0	115,375	08/18/2025		
3136FP-DX-2..	FNMA AGY STEP-UP	09/10/2011	FIFTH THIRD BANK	3,000,000	3,000,000	2,999,550	2,999,680	320			320		3,000,000				0	30,000	09/10/2015		
3136FP-3D-4..	FNMA AGY STEP-UP	07/28/2011	FIFTH THIRD BANK	1,500,000	1,500,000	1,508,906	1,507,717	(7,717)			(7,717)		1,500,000				0	22,500	07/28/2015		
3133J1-4E-0..	FFCB AGY	12/08/2011	FIFTH THIRD BANK	3,000,000	3,000,000	3,000,000	3,000,000	0			0		3,000,000				0	126,900	12/08/2025		
313371-W6-9..	FHLB AGY STEP-UP	09/17/2011	HUNTINGTON BANK	3,000,000	3,000,000	3,000,000	3,000,000	0			0		3,000,000				0	84,375	12/17/2025		
31315P-MZ-9..	FNAC MTN AGY	12/30/2011	FIFTH THIRD BANK	2,000,000	2,000,000	2,000,000	2,000,000	0			0		2,000,000				0	86,000	12/30/2020		
3199999..	Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Governments and Their Political Subdivisions			22,228,097	22,228,097	22,225,971	22,219,704	0	(11,464)	0	(11,464)	0	22,226,834	0	0	14,207	14,207	816,596	XXX		
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
41013M-QC-7..	HANCOCK JOHN LIFE INS CO STEP-UP	06/15/2011	FIFTH THIRD BANK	1,000,000	1,000,000	1,000,000	1,000,000	(19,200)			(19,200)		1,000,000				0	52,500	10/15/2011		
36962G-C5-1..	GENERAL ELEC CAP CORP MTN STEP-UP	11/30/2011	FIFTH THIRD BANK	250,000	250,000	250,000	250,000	0			0		250,000				0	15,000	05/30/2018		
002824-AS-9..	ABBOTT LABS	05/15/2011	FIFTH THIRD BANK	1,000,000	1,000,000	1,007,233	1,000,616	(616)			(616)		1,000,000				0	28,000	05/15/2011		
073902-ML-9..	BEAR STEARNS CO INC	08/15/2011	FIFTH THIRD BANK	1,000,000	1,000,000	1,001,461	1,001,629	(1,629)			(1,629)		1,000,000				0	55,000	08/15/2011		
40429C-F0-0..	HSBC FINANCE CORP	06/01/2011	FIFTH THIRD BANK	1,000,000	1,000,000	1,022,545	1,002,244	(2,244)			(2,244)		1,000,000				0	28,500	06/01/2011		
02687Q-BE-7..	AMERICAN INTL GROUP MTN	10/18/2011	HUNTINGTON BANK	2,000,000	2,000,000	1,997,600	1,999,582	418			418		2,000,000				0	107,500	10/18/2011		
565849-A6-1..	MARATHON OIL	03/18/2011	FIFTH THIRD BANK	1,135,969	1,000,000	1,061,569	1,041,682	(2,652)			(2,652)		1,039,030				96,940	38,458	03/15/2014		
001957-BC-2..	ATT&T CORP	10/11/2011	HUNTINGTON BANK	1,031,673	1,025,000	1,107,431	1,083,244	(55,643)			(55,643)		1,027,601				4,072	67,758	11/15/2011		
949746-NJ-6..	WELLS FARGO CO	08/26/2011	CHARTER ONE BANK	1,000,000	1,000,000	1,006,920	1,001,265	(1,265)			(1,265)		1,000,000				0	53,000	08/26/2011		
12543T-AM-7..	COUNTRYWIDE HOME LNS 2006-13 1A12	12/01/2011	FIFTH THIRD BANK	199,616	199,616	200,489	199,616	28,584			28,584		200,489				0	17,319	09/25/2036		
749581-AN-4..	RESIDENTIAL FNDG MTG SEC I 2007-S1	12/01/2011	FIFTH THIRD BANK	48,332	48,332	47,411	48,332	35,326			35,326		48,332				0	24,660	01/25/2037		
74958D-AF-5..	1A6	12/01/2011	FIFTH THIRD BANK	108,349	108,349	108,315	108,349	44,019			44,019		108,349				0	39,362	10/25/2036		
3899999..	Bonds - Industrial and Miscellaneous (Unaffiliated)			9,773,939	9,631,297	9,825,973	8,836,559	0	25,098	0	25,098	0	9,673,801	0	101,011	101,011	527,058	XXX			
8399997..	Bonds - Subtotals - Bonds - Part 4			32,360,079	32,217,437	32,423,246	31,414,306	0	80	0	80	0	32,258,678	0	115,218	115,218	1,413,828	XXX			
8399998..	Bonds - Summary item from Part 5 for Bonds			9,250,000	9,250,000	9,241,500		0	1,476	0	1,476	0	9,242,976	0	7,024	7,024	123,406	XXX			
8399999..	Bonds - Subtotals - Bonds			41,610,079	41,467,437	41,664,746	31,414,306	0	1,556	0	1,556	0	41,501,654	0	122,242	122,242	1,537,235	XXX			
Common Stocks - Mutual Funds																					
091929-76-0..	BlackRock US Opportunities Institutional	03/11/2011	HUNTINGTON BANK	3,792,368	160,000	144,072	156,511	(12,439)			(12,439)		160,000				15,928	15,928	XXX		
277905-64-2..	Eaton Vance Large Cap	03/11/2011	HUNTINGTON BANK	127,691,248	2,352,073	2,382,982	2,332,919	50,063			50,063		2,352,073				(30,909)	.7,061	XXX		
446327-46-2..	Huntington Situs																				

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE D - PART 5**

Showing all Long-Term Bonds and Stocks **ACQUIRED** During Year and Fully **DISPOSED OF** During Current Year

1 CUSIP Identification	2 Description	3 For eign	4 Date Acquired	5 Name of Vendor	6 Disposal Date	7 Name of Purchaser	8 Par Value (Bonds) or Number of Shares (Stocks)	9 Actual Cost	10 Consideration	11 Book/ Adjusted Carrying Value at Disposal	Change in Book/Adjusted Carrying Value				17 18 19 20 21 Paid for Accrued Interest and Dividends				
											12 Unrealized Valuation Increase/ (Decrease)	13 Current Year's (Amortization)/ Accretion	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Change In B./A. C.V. (12 + 13 - 14)	16 Total Foreign Exchange Change in B./A. C.V.				
<b>Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																			
313372-BZ-6..	FHLB AGY STEP-UP.....		..01/21/2011..	FIFTH THIRD BANK.....	07/21/2011..	FIFTH THIRD BANK.....	2,000,000	2,000,000	2,000,000	2,000,000			0		0	20,000	0		
313372-D7-6..	FHLB AGY.....		..01/27/2011..	FIFTH THIRD BANK.....	05/24/2011..	FIFTH THIRD BANK.....	2,000,000	2,000,000	2,000,000	2,000,000			0		0	23,563	0		
3136FP-3F-2..	FEDERAL NATL MTG ASS.....		..01/28/2011..	FIFTH THIRD BANK.....	07/28/2011..	FIFTH THIRD BANK.....	1,000,000	1,000,000	1,000,000	1,000,000			0		0	10,000	0		
313461-T7-9..	FHLMC MTN AGY STEP-UP.....		..01/28/2011..	HUNTINGTON BANK.....	10/28/2011..	HUNTINGTON BANK.....	1,250,000	1,247,500	1,250,000	1,247,843		343	343		2,157	2,157	39,844	0	
313462-CE-0..	FHLMC MTN AGY STEP-UP.....		..04/21/2011..	FIFTH THIRD BANK.....	10/12/2011..	FIFTH THIRD BANK.....	3,000,000	2,994,000	3,000,000	2,995,134		1,134	1,134		4,866	4,866	30,000	1,500	
<b>3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																1,500			
<b>8399998 - Bonds - Subtotals - Bonds</b>																1,500			
9999999 Totals							9,241,500	9,250,000	9,242,976	0	1,476	0	1,476	0	0	7,024	7,024	123,406	1,500

**E15**

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

## **SCHEDULE D - PART 6 - SECTION 1**

### Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

### 19999999 Totals - Preferred and Common Stocks

1

1

XXX

XXX

1. Amount of insurer's capital and surplus from the prior period's statutory statement reduced by any admitted EDP, goodwill and net deferred tax assets included therein: \$ \_\_\_\_\_  
 2. Total amount of intangible assets nonadmitted: \$ \_\_\_\_\_

**SCHEDULE D - PART 6 - SECTION 2**

0399999 Totals - Preferred and Common

XXX

XXX

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE DA - PART 1**

Showing all **SHORT-TERM INVESTMENTS** Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes		5 Date Acquired	6 Name of Vendor	7 Maturity Date	8 Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value				13	14	Interest					21 Paid for Accrued Interest
		3 Code	4 Foreign					9 Unrealized Valuation Increase/ Decrease)	10 Current Year's (Amortization) / Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Total Foreign Exchange Change in B/A.C.V.			15 Amount Due And Accrued Dec. 31 of Current Year On Bond Not In Default	16 Non-Admitted Due and Accrued	17 Rate of	18 Effective Rate of	19 When Paid	20 Amount Received During Year
<b>Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations</b>																			
APPALACHIAN PWR CO.....	09/13/2011.....	Huntington Bank.....	08/15/2012.....	1,195,199		(2,976)					1,160,000	1,198,176	24,760	5,650	5,650	FA	0	21,972	
APPALACHIAN PWR CO.....	12/12/2011.....	Huntington Bank.....	08/15/2012.....	5,148,567		(71,383)					5,000,000	5,219,950	106,722	5,650	5,650	FA	0	21,301	
COCA COLA ENTERPRISE.....	03/31/2011.....	Fifth Third Bank.....	03/01/2012.....	4,022,492		(101,108)					4,000,000	4,123,600	50,000	3,750	3,750	MS	75,000	12,500	
DOW CHEM CO.....	12/06/2011.....	Huntington Bank.....	08/15/2012.....	1,537,607		(4,183)					1,500,000	1,541,790	27,483	4,850	4,850	FA	0	22,431	
DOW CHEM CO.....	09/20/2011.....	Huntington Bank.....	08/15/2012.....	3,075,999		(34,161)					3,000,000	3,110,160	54,967	4,850	4,850	FA	0	14,146	
HSBC FIN CORP HSBC F MTN.....	08/30/2011.....	Charter One Bank.....	08/15/2012.....	1,015,337		(8,233)					1,000,000	1,023,570	15,111	4,000	4,000	FA	0	1,667	
JP MORGAN CHASE & CO.....	12/05/2011.....	Fifth Third Bank.....	10/01/2012.....	5,176,418		(16,951)					5,000,000	5,193,369	67,188	5,375	5,375	AO	0	47,778	
MERRILL LYNCH CO MTN.....	08/15/2012.....	Charter One Bank.....	08/15/2012.....	510,571		(5,649)					500,000	516,220	11,428	6,050	6,050	FA	0	1,260	
MERRILL LYNCH CO MTN.....	08/17/2011.....	Huntington Bank.....	08/15/2012.....	2,041,024		(24,276)					2,000,000	2,065,300	45,711	6,050	6,050	FA	0	672	
PITNEY BOWES INC.....	10/05/2011.....	Huntington Bank.....	10/01/2012.....	3,078,729		(24,981)					3,000,000	3,103,710	34,688	4,625	4,625	AO	0	1,542	
PITNEY BOWES INC.....	11/22/2011.....	Huntington Bank.....	10/01/2012.....	3,594,511		(13,604)					3,500,000	3,608,115	40,469	4,625	4,625	AO	0	22,932	
XEROX CORP MTN.....	09/22/2011.....	Huntington Bank.....	05/15/2012.....	3,050,567		(37,258)					3,000,000	3,087,825	21,083	5,500	5,500	MN	82,500	58,208	
VODAFONE.....	10/27/2011.....	Huntington Bank.....	08/23/2012.....	10,434,778		16,352					10,493,000	10,418,427	0	0.00	0.00	MAI	0	0	
3299999 - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations				43,881,799	0	(328,412)	0	0	0	43,153,000	44,210,211	499,609	0	XXX	XXX	XXX	157,500	226,409	
3899999 - Bonds - Subtotals - Industrial and Miscellaneous (Unaffiliated)				43,881,799	0	(328,412)	0	0	0	43,153,000	44,210,211	499,609	0	XXX	XXX	XXX	157,500	226,409	
7799999 - Total Bonds - Subtotals - Issuer Obligations				43,881,799	0	(328,412)	0	0	0	43,153,000	44,210,211	499,609	0	XXX	XXX	XXX	157,500	226,409	
8399999 - Total Bonds - Subtotals - Bonds				43,881,799	0	(328,412)	0	0	0	43,153,000	44,210,211	499,609	0	XXX	XXX	XXX	157,500	226,409	
9199999 Total Short-Term Investments				43,881,799	0	(328,412)	0	0	0	XXX	44,210,211	499,609	0	XXX	XXX	XXX	157,500	226,409	

Schedule DB - Part A - Section 1

**NONE**

Schedule DB - Part A - Section 2

**NONE**

Schedule DB - Part B - Section 1

**NONE**

Schedule DB - Part B - Section 2

**NONE**

Schedule DB - Part D

**NONE**

Schedule DL - Part 1

**NONE**

Schedule DL - Part 2

**NONE**

## ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE

**SCHEDULE E - PART 1 - CASH**

1	2	3	4	5	6	7
Depository	Code	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
<b>OPEN DEPOSITORIES</b>						
US Bank.....	Dayton, OH.....	.000	.11,840	.0	.(62,218,604)	XXX
PNC Bank.....	Dayton, OH.....	.000	.0	.0	6,644	XXX
Fifth Third Bank.....	Dayton, OH.....	.000	.11,501	.0	1,006,829	XXX
Huntington Bank.....	Dayton, OH.....	.000	4,279	.0	.637,854	XXX
Independent Bank.....	Dayton, OH.....	.000	.0	.0	.84,958	XXX
Charter One.....	Dayton, OH.....	.000	219	.0	245,439	XXX
0199998 Deposits in depositories that do not exceed the allowable limit in any one depository (See Instructions)-open depositories	XXX	XXX				XXX
0199999 Totals-Open Depositories	XXX	XXX	27,839	0	(60,236,879)	XXX
0399999 Total Cash on Deposit	XXX	XXX	27,839	0	(60,236,879)	XXX
0499999 Cash in Company's Office	XXX	XXX	XXX	XXX		XXX
0599999 Total Cash	XXX	XXX	27,839	0	(60,236,879)	XXX

**TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR**

TOTALS OF DEBTORS' BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR							
1. January	(1,685,958)	4. April	(43,456,151)	7. July	(25,012,404)	10. October	(25,736,631)
2. February	(13,802,290)	5. May	(7,299,875)	8. August	5,798,039	11. November	(25,557,149)
3. March	46,590,156	6. June	10,357,281	9. September	9,259,919	12. December	(60,236,879)

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE  
**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

**Show Investments Owned December 31 of Current Year**

**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**

**SCHEDULE E PART 3 - SPECIAL DEPOSITS**

States, etc.	1 Type of Deposits	2 Purpose of Deposits	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
			3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
1. Alabama .....	AL .....					
2. Alaska .....	AK .....					
3. Arizona .....	AZ .....					
4. Arkansas .....	AR .....					
5. California .....	CA .....					
6. Colorado .....	CO .....					
7. Connecticut .....	CT .....					
8. Delaware .....	DE .....					
9. District of Columbia .....	DC .....					
10. Florida .....	FL .....					
11. Georgia .....	GA .....					
12. Hawaii .....	HI .....					
13. Idaho .....	ID .....					
14. Illinois .....	IL .....					
15. Indiana .....	IN .....					
16. Iowa .....	IA .....					
17. Kansas .....	KS .....					
18. Kentucky .....	KY .....					
19. Louisiana .....	LA .....					
20. Maine .....	ME .....					
21. Maryland .....	MD .....					
22. Massachusetts .....	MA .....					
23. Michigan .....	MI .....					
24. Minnesota .....	MN .....					
25. Mississippi .....	MS .....					
26. Missouri .....	MO .....					
27. Montana .....	MT .....					
28. Nebraska .....	NE .....					
29. Nevada .....	NV .....					
30. New Hampshire .....	NH .....					
31. New Jersey .....	NJ .....					
32. New Mexico .....	NM .....					
33. New York .....	NY .....					
34. North Carolina .....	NC .....					
35. North Dakota .....	ND .....					
36. Ohio .....	OH .....	B	On deposit with ODI	3,500,000	3,519,250	
37. Oklahoma .....	OK .....					
38. Oregon .....	OR .....					
39. Pennsylvania .....	PA .....					
40. Rhode Island .....	RI .....					
41. South Carolina .....	SC .....					
42. South Dakota .....	SD .....					
43. Tennessee .....	TN .....					
44. Texas .....	TX .....					
45. Utah .....	UT .....					
46. Vermont .....	VT .....					
47. Virginia .....	VA .....					
48. Washington .....	WA .....					
49. West Virginia .....	WV .....					
50. Wisconsin .....	WI .....					
51. Wyoming .....	WY .....					
52. American Samoa .....	AS .....					
53. Guam .....	GU .....					
54. Puerto Rico .....	PR .....					
55. US Virgin Islands .....	VI .....					
56. Northern Mariana Islands .....	MP .....					
57. Canada .....	CN .....					
58. Aggregate Other Alien .....	OT .....	XXX	XXX	0	0	0
59. Total .....		XXX	XXX	3,500,000	3,519,250	0
<b>DETAILS OF WRITE-INS</b>						
5801. ....						
5802. ....						
5803. ....						
5898. Sum of remaining write-ins for Line 58 from overflow page .....	XXX	XXX	0	0	0	0
5899. Totals (Lines 5801 - 5803 + 5898) (Line 58 above)	XXX	XXX	0	0	0	0

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**ANNUAL STATEMENT FOR THE YEAR 2011 OF THE CARESOURCE**