



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				Dayton, OH 45402			
	(Street and Number)				(City, State and Zip Code)			
Main Administrative Office	230 North Main Street				937-531-3300			
	Dayton, OH 45402				(Area Code) (Telephone Number)			
	(City, State and Zip Code)							
Mail Address	PO Box 8738				Dayton, OH 45401-8738			
	(Street and Number or P.O. Box)				(City, State and Zip Code)			
Primary Location of Books and Records	230 North Main Street				937-531-2159			
	Dayton, OH 45402				(Area Code) (Telephone Number) (Extension)			
	(City, State and Zip Code)							
Internet Web Site Address	www.caresource.com							
Statutory Statement Contact	L. Tarlton Thomas III				937-531-2159			
	(Name)				(Area Code) (Telephone Number) (Extension)			
	Tarlton.Thomas@caresource.com				937-396-3438			
	(E-Mail Address)				(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


DIRECTORS OR TRUSTEES

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	2	3	4	5	6
	Amount	Percentage	Amount	Securities Lending Reinvested Collateral Amount	Total (Col. 3+4) Amount	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	0	733,205,625	100.000

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

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).....	33,082
11.	Deduct total nonadmitted amounts.....	
12.	Statement value at end of current period (Line 10 minus Line 11)	353,097,382

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
	13. Total Bonds	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	
Parent, Subsidiaries and Affiliates	18. Totals	0	0	0	
	19. Total Preferred Stocks	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	
	25. Total Common Stocks	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

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 9.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	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		
1.3 Class 3 .....						0	0.0	0	0.0		
1.4 Class 4 .....						0	0.0	0	0.0		
1.5 Class 5 .....						0	0.0	0	0.0		
1.6 Class 6 .....						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		
2.3 Class 3 .....						0	0.0	0	0.0		
2.4 Class 4 .....						0	0.0	0	0.0		
2.5 Class 5 .....						0	0.0	0	0.0		
2.6 Class 6 .....						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		
3.2 Class 2 .....						0	0.0	0	0.0		
3.3 Class 3 .....						0	0.0	0	0.0		
3.4 Class 4 .....						0	0.0	0	0.0		
3.5 Class 5 .....						0	0.0	0	0.0		
3.6 Class 6 .....						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		
4.3 Class 3 .....						0	0.0	0	0.0		
4.4 Class 4 .....						0	0.0	0	0.0		
4.5 Class 5 .....						0	0.0	0	0.0		
4.6 Class 6 .....						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	7,297,514	2.7		
5.2 Class 2 .....						0	0.0	0	0.0		
5.3 Class 3 .....						0	0.0	0	0.0		
5.4 Class 4 .....						0	0.0	0	0.0		
5.5 Class 5 .....						0	0.0	0	0.0		
5.6 Class 6 .....						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

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 9.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	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	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	0	0.0	0	0
10.6 Class 6	0	0	0	0	0	XXX	XXX	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	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	0	0	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	XXX	0
12.2 Class 2						0	0.0	0	0.0	XXX	0
12.3 Class 3						0	0.0	0	0.0	XXX	0
12.4 Class 4						0	0.0	0	0.0	XXX	0
12.5 Class 5						0	0.0	0	0.0	XXX	0
12.6 Class 6						0	0.0	0	0.0	XXX	0
12.7 Totals	0	0	0	0	0	0	0.0	0	0.0	XXX	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	.....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		.....243,197,370	.....67.6	.....176,848,682	.....65.0	.....243,197,370	
6.2 Residential Mortgage-Backed Securities .....					.....7,146,602	.....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				
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)

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
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				
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 % 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	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			XXX	0
12.5 Totals	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

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments					
	1	2	3	4	5
	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

SCHEDULE E - VERIFICATION BETWEEN YEARS

(Cash Equivalents)			
	1	2	3
	Total	Bonds	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

## EO1

## EO1

EO1

EO1

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	2	Codes			6	7	Fair Value		10	11	Change in Book / Adjusted Carrying Value				Interest					Dates	
		3	4 F o r e i g n	5			8	9			12	13	14 Current Year's Other Than	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Temporary Impairment Recognized	Total Foreign Exchange Change In B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity	
Bonds - U.S. Governments - Issuer Obligations																					
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	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	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
3133XX-2Y-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
3133XX-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	23,889	107,500	11/13/2007	04/11/2022
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	1,024,200	1,000,000	1,013,753			(29,512)		6.318	6.318	JD	2,808	63,180	04/13/2009	06/15/2027
0199999 - Bonds - U.S. Governments - Issuer Obligations						95,078,493	XXX	96,387,450	94,500,000	94,739,449	0		(153,757)	0	0	XXX	XXX	664,095	1,912,405	XXX	XXX
Bonds - U.S. Governments - Residential Mortgage-Backed Securities																					
3128KU-G5-0	FHLMC GOLD POOL A63820				1	299,996	109.9844	329,639	299,715	299,969			(90)		6.000	6.000	MON	1,499	21,144	08/14/2007	08/01/2037
31335H-JN-1	FHLMC GOLD POOL C90589				1	350,789	109.8594	379,679	345,605	349,968			(1,795)		6.000	6.000	MON	1,728	24,084	08/14/2007	



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	2	Codes			6	7	Fair Value		10	11	Change in Book / Adjusted Carrying Value				Interest					Dates	
		3	4 F o r e i g n	5			8	9			12	13	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change In B./A.C.V.	16	17	18	19	20	21	22
CUSIP Identification	Description	Code		Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion			Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
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																					
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
263716-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 REV.				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 CTFS 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
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations																					
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
026660-F3-2.	AMER HONDA FIN.	R.			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
026660-ZC-0.	AMER HONDA FIN MTN.	R.		3.	1.	881,721	99.9688	999,688	1,000,000	994,102	40,590	(1,975)			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	1,003,750	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.	ANHEUSR 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.	ANHEUSR 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	1,001,662	(618)				5.375	5.375	JD	2,389	53,750	07/12/2004	06/15/2014
060505-CS-1.	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.	1,028,058	90.4219	904,219	1,000,000	1,018,896	(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.	BERKSHRE 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)			5.850	5.850	MS	19,500	58,500	03/25/2008	09/01/2017
14912L-4C-2.	CTRPLLR FIN SERV MTN.				1.	2,300,720	109.0156	2,180,313	2,000,000	2,175,991	(99,238)				6.200	6.200	MS	31,344	124,000	09/28/2010	09/30/2013
17252W-AF-7.	CINTAS CORP NO 2.				1.	1,380,306	101.9219	1,370,849	1,345,000	1,346,754	(4,056)				6.000	6.000	JD	6,725	80,700	07/01/2002	06/01/2012
17275R-AC-6.	CISCO SYS INC.				1.	1,126,490	116.3750	1,163,750	1,000,000	1,108,752		(17,738)			5.500	5.500	FA	19,708	27,500	04/11/2011	02/22/2016

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	2	Codes			6	7	Fair Value		10	11	Change in Book / Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	F o r e i g n	Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change In B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
172967-CQ-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-6	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	1,078,527			(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	1,454,531	1,450,000	1,455,091			(63,038)		5.125	5.125	JJ	31,170	74,313	09/20/2010	01/30/2012
25459H-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
264399-EQ-5	DUKE ENERGY				2	1,050,994	110.3281	1,103,281	1,000,000	1,023,823			(10,585)		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	1,021,987			(1,671)		6.050	6.050	FA	22,856	60,500	12/23/2009	08/15/2021
368710-AG-4	GENENTECH INC.	R			1	1,017,111	111.5469	1,115,469	1,000,000	1,009,071			(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-2G-8	GENERAL ELEC CAPITAL 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	3,556	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	1,084,184			(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	1,002,619			(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	2,048,414	1,950,000	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-AQ-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	1,051,324	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	24,911	118,000	02/26/2008	11/15/2017

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	2	Codes			6	7	Fair Value		10	11	Change in Book / Adjusted Carrying Value				Interest					Dates	
		3	4 F o r e i g n	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code		Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change In B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
74834L-AL-4.	QUEST DIAGNOSTCS.....				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 FINANCIERINGS.....	R.			1.	1,549,592	115.5000	1,732,500	1,500,000	1,529,512		(5,282)			5.750	5.750	AO	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
88166G-AA-6.	TEVA PHARMACEUTICAL.....	R.			1.	1,013,200	104.1406	1,041,406	1,000,000	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	JAJO	4,482	16,314	10/01/2010	10/14/2014
90333W-AG-3.	US BK NATL ASSN MINN MTN.....				1.	5,197,500	102.9688	5,148,438	5,000,000	5,193,478		(4,022)			3.778	3.778	AO	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
92976G-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-BY-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																					
05953Y-BK-6.	BANC OF AMER FNDG CORP 2007-4 2A14.....				1Z*	967,500	85.0796	850,796	1,000,000	761,658		(60,586)			6.000	6.000	MON	5,000	60,000	06/25/2007	06/25/2037
16162W-NH-8.	CHASE MORTGAGE F/N CORP 2005-S3 A7.....				1Z*	1,970,000	97.6144	1,952,288	2,000,000	1,962,200		80,787	14,153		5.500	5.500	MON	9,167	17,340	01/26/2007	11/25/2035
126694-EF-1.	COUNTRYWIDE HOME LNS 2005-21 A39.....				1Z*	955,625	85.1020	851,020	1,000,000	851,020		(625)	18,929		5.500	5.500	MON	4,583	55,024	07/19/2006	10/25/2035
12543T-AM-7.	COUNTRYWIDE HOME LNS 2006-13 1A12.....				1Z*	178,006	90.2600	159,967	177,231	151,755		(6,818)			6.250	6.250	MON	923	110,000	07/31/2006	09/25/2036
46628Y-AU-4.	JP MORGAN MTG TR 2006-S2 1A19.....				1Z*	1,988,750	83.7327	1,674,654	2,000,000	1,354,777		(78,368)			6.000	6.000	MON	10,000	120,000	07/19/2006	07/25/2036
74958D-AF-5.	RESIDENTIAL FNDG MTG SEC I 2006-S10 1A6.....				1Z*	1,891,060	80.3663	1,520,250	1,891,651	1,258,342		(63,706)			6.000	6.000	MON	9,458	59,660	03/08/2007	10/25/2036
749581-AN-4.	RESIDENTIAL FNDG MTG SEC I 2007-S1 A9.....				1Z*	933,527	72.9655	694,389	951,668	806,849		(62,761)			6.000	6.000	MON	4,758	119,362	02/06/2007	01/25/2037
3399999	- 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[illegible]

E11

## E12

CUSIP Identification	Description	Codes		5  Number of Shares	6  Book / Adjusted Carrying Value	Fair Value		9  Actual Cost	Dividends			Change in Book/Adjusted Carrying Value				17  NAIC Market Indicator (a)	18  Date Acquired
		3  Code	4  Foreign			7  Rate per Share Used To Obtain Fair Value	8  Fair Value		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.		
Industrial and Miscellaneous (Unaffiliated)																	
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-66-4	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	
909999 - 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
Mutual Funds																	
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 Sitrus 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	2,580,261		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	
779562-10-9	T. Rowe Price New Horizons			33,476,872	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 Invmt			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)		(537,98			

(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	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)								
854403-AB-8	LELAND STANFORD JUNI		06/27/2011	HUNTINGTON BANK	XXX	805,257	725,000	4,793
263716-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
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions								
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
Bonds - Industrial and Miscellaneous (Unaffiliated)								
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
38141G-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
Common Stocks - Industrial and Miscellaneous (Unaffiliated)								
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
9099999 - Common Stocks	Industrial and Miscellaneous (Unaffiliated)					3,002,521	XXX	0
Common Stocks - Mutual Funds								
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[illegible]

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

CUSIP Identification	Description	3  F o r e i g n  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  Book/ Adjusted Carrying Value at Disposal Date	17  Foreign Exchange Gain (Loss) on Disposal	18  Realized Gain (Loss) on Disposal	19  Total Gain (Loss) on Disposal	20  Bond Interest/Stock Dividends Received During Year	21  Maturity Date				
									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			
0599999 - Bonds - U.S. Governments																							
					358,043	358,043	371,302	358,043	0	(13,554)	0		(13,554)	0	358,043	0	0	0	70,174	XXX			
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities 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-JN-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-H2-4	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	2,868	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			
3128X1-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-EG-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		12,943	12,943	80,250	10/27/2016			
3128X9-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			
3128X9-TN-0	FHLMC MTN AGY	01/14/2011	FIFTH THIRD BANK		1,000,000	1,000,000	1,007,000	1,000,257		(257)			(257)		1,000,000			0	10,625	01/14/2013			
3128X9-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		1,263	1,263	10,000	09/30/2015			
3133XX-UK-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			
3136FM-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			
31331J-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 Agencies and Authorities 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	14,207	14,207	816,596	XXX			
Bonds - Industrial and Miscellaneous (Unaffiliated)																							
41013M-OC-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	255,000	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-WL-9	BEAR STEARNS CO INC	08/15/2011	FIFTH THIRD BANK		1,000,000	1,000,000	1,011,461	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			
026870-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-AG-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	96,940	38,458	02/15/2014			
001957-BC-2	AT&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	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 A9	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	RESIDENTIAL FNDG MTG SEC I 2006-S10 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)	(30,909)	7,061	XXX			
446327-46-2	Huntington Situs	03/11/2011	HUNTINGTON BANK		7,692,307	160,000	152,385	155,462	(3,077)				(3,077)		160,000		7,615	7,615		XXX			
471023-59-8	Perkins/Janus Mid Cap Value Fund	03/11/2011	HUNTINGTON BANK		6,884,682	160,000	160,904	155,387	5,516				5,516		160,000		(904)	(904)		XXX			
068278-70-4	Baron Growth Fund	03/14/2011	FIFTH THIRD BANK		23,260,897	1,258,415	1,132,317	1,196,308	(63,991)				(63,991)		1,258,415		126,097	126,097		XXX			
19765J-40-0	Columbia Marsico 21st Century	03/14/2011	FIFTH THIRD BANK		100,392,672	1,437,623	1,500,001	1,393,450	106,551				106,551		1,437,623		(62,378)	(62,378)		XXX			
19765J-76-4	Columbia Small Cap Value II	03/14/2011	FIFTH THIRD BANK		85,919,599	1,245,834	1,119,789	1,182,254	(62,465)				(62,465)		1,								



## 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[illegible]

## SCHEDULE D - PART 6 - SECTION 1

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

# E17

# E17

# E17

# E17

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

[illegible]

TOTALS OF DEPOSITORY 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)

## SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]

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 .....	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 .....					
59. Total	XXX XXX	XXX XXX	3,500,000	3,519,250	0 0	0 0
DETAILS OF WRITE-INS						
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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