



ANNUAL STATEMENT

For the Year Ended December 31, 2011
of the Condition and Affairs of the

U.S. FINANCIAL LIFE INSURANCE COMPANY

NAIC Group Code.....	0968	0968	NAIC Company Code.....	84530	Employer's ID Number.....	38-2046096
	(Current Period)	(Prior Period)				
Organized under the Laws of Ohio	State of Domicile or Port of Entry Ohio			Country of Domicile US		
Incorporated/Organized.....	September 30, 1974			Commenced Business..... September 30, 1974		
Statutory Home Office	4000 Smith Road, Suite 300..... Cincinnati OH 45209 (Street and Number) (City or Town, State and Zip Code)					
Main Administrative Office	1290 Avenue of the Americas..... New York NY 10104 (Street and Number) (City or Town, State and Zip Code)					
Mail Address	525 Washington Boulevard - 35th Floor..... Jersey City NJ 07310 (Street and Number or P. O. Box) (City or Town, State and Zip Code)					
Primary Location of Books and Records	525 Washington Boulevard - 35th Floor..... Jersey City NJ 07310 (Street and Number) (City or Town, State and Zip Code)					
Internet Web Site Address	www.usfli.com					
Statutory Statement Contact	Neil Guerriero (Name) controllers@axa-equitable.com (E-Mail Address)					
	212-554-1234 (Area Code) (Telephone Number)					
	201-743-5132 (Area Code) (Telephone Number)					
	201-743-5132 (Area Code) (Telephone Number) (Extension)					
	201-743-5006 (Fax Number)					

OFFICERS

Name	Title	Name	Title
1. Richard Steven Dziadzio	Chairman of the Board	2. Charles Angelo Marino	President, Chief Executive Officer and Chief Financial Officer
3. Bertrand Poupart-Lafarge #	Executive Vice President, Chief Investment Officer and Treasurer	4. William Casill	Senior Vice President and Actuary

OTHER

Alvin Henry Fenichel	Senior Vice President and Chief Accounting Officer	Keith Elliott Floman	Senior Vice President and Appointed Actuary
Anne Marie Katcher	Senior Vice President and Actuary	Allen Joel Zabusky	Senior Vice President and Controller
Eugene Anthony Capobianco	Vice President	Denise Tedeschi	Assistant Vice President and Secretary

DIRECTORS OR TRUSTEES

Richard Steven Driadzio	Nicholas Burritt Lane #	Charles Angelo Marino	Andrew John McMahon
Bertrand Poupart-Lafarge #			

State of..... New York
County of..... New York

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.

(Signature) Charles Angelo Marino	(Signature) Allen Joel Zabusky	(Signature) Keith Elliott Floman
1. (Printed Name) President, Chief Executive Officer and Chief Financial Officer	2. (Printed Name) Senior Vice President and Controller	3. (Printed Name) Senior Vice President and Appointed Actuary
(Title)	(Title)	(Title)

Subscribed and sworn to before me	a. Is this an original filing?	Yes [X] No []
This 22nd day of February 2012	b. If no	
	1. State the amendment number	
	2. Date filed	
	3. Number of pages attached	

U.S. FINANCIAL LIFE INSURANCE COMPANY
ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Net Admitted Assets
1. Bonds (Schedule D).....	503,036,309	0	503,036,309	485,699,428
2. Stocks (Schedule D):				
2.1 Preferred stocks.....	3,990,630	0	3,990,630	3,990,630
2.2 Common stocks.....	0	0	0	0
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens.....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	0	0	0	0
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	0	0	0	0
4.3 Properties held for sale (less \$.....0 encumbrances).....	0	0	0	0
5. Cash (\$.....(3,690,975), Sch. E-Part 1), cash equivalents (\$.....0, Sch. E-Part 2) and short-term investments (\$.....16,592,113, Sch. DA).....	12,901,138	0	12,901,138	27,322,529
6. Contract loans (including \$.....0 premium notes).....	23,998,231	0	23,998,231	22,864,149
7. Derivatives (Schedule DB).....	0	0	0	0
8. Other invested assets (Schedule BA).....	0	0	0	0
9. Receivables for securities.....	695	0	695	3,003
10. Securities lending reinvested collateral assets (Schedule DL).....	0	0	0	0
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	543,927,003	0	543,927,003	539,879,739
13. Title plants less \$.....0 charged off (for Title insurers only).....	0	0	0	0
14. Investment income due and accrued.....	6,807,046	0	6,807,046	6,634,222
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in course of collection.....	172,495	0	172,495	213,631
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	1,510,567	0	1,510,567	1,581,244
15.3 Accrued retrospective premiums.....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	38,550,272	0	38,550,272	37,724,691
16.2 Funds held by or deposited with reinsured companies.....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	8,745,359	0	8,745,359	7,499,432
17. Amounts receivable relating to uninsured plans.....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	0	0	0	0
18.2 Net deferred tax asset.....	74,009,000	47,017,150	26,991,850	26,273,799
19. Guaranty funds receivable or on deposit.....	1,543,873	0	1,543,873	1,324,316
20. Electronic data processing equipment and software.....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$.....0).....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates.....	0	0	0	0
24. Health care (\$.....0) and other amounts receivable.....	83,218	83,218	0	0
25. Aggregate write-ins for other than invested assets.....	117,737	5,496	112,241	156,817
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	675,466,570	47,105,864	628,360,706	621,287,891
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0	0
28. TOTALS (Lines 26 and 27).....	675,466,570	47,105,864	628,360,706	621,287,891
DETAILS OF WRITE-INS				
1101.	0	0	0	0
1102.	0	0	0	0
1103.	0	0	0	0
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Miscellaneous receivable.....	112,241	0	112,241	156,817
2502. Other assets nonadmitted.....	5,496	5,496	0	0
2503.	0	0	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	117,737	5,496	112,241	156,817

U.S. FINANCIAL LIFE INSURANCE COMPANY
LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Year	2 Prior Year
1. Aggregate reserve for life contracts \$.....511,799,973 (Exhibit 5, Line 9999999) less \$.....0 included in Line 6.3 (including \$.....0 Modco Reserve).....	511,799,973	492,666,906
2. Aggregate reserve for accident and health contracts (Exhibit 6, Line 17, Col. 1) (including \$.....0 Modco Reserve).....	0	0
3. Liability for deposit-type contracts (Exhibit 7, Line 14, Col. 1) (including \$.....0 Modco Reserve).....	1,206,722	1,193,829
4. Contract claims:		
4.1 Life (Exhibit 8, Part 1, Line 4.4, Col. 1 less sum of Cols. 9, 10 and 11).....	4,698,064	4,112,539
4.2 Accident and health (Exhibit 8, Part 1, Line 4.4, sum of Cols. 9, 10 and 11).....	0	0
5. Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid (Exhibit 4, Line 10).....	0	0
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$.....0 Modco).....	0	0
6.2 Dividends not yet apportioned (including \$.....0 Modco).....	0	0
6.3 Coupons and similar benefits (including \$.....0 Modco).....	0	0
7. Amount provisionally held for deferred dividend policies not included in Line 6.....	0	0
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$.....0 discount; including \$.....0 accident and health premiums (Exhibit 1, Part 1, Col. 1, sum of Lines 4 and 14).....	927,987	1,049,569
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts.....	0	0
9.2 Provision for experience rating refunds, including the liability of \$.....0 accident and health experience rating refunds of which \$.....0 is for medical loss ratio rebate per the Public Health Service Act.....	0	0
9.3 Other amounts payable on reinsurance, including \$.....0 assumed and \$.....35,092,430 ceded.....	35,092,430	37,530,006
9.4 Interest Maintenance Reserve (IMR, Line 6).....	302,642	517,782
10. Commissions to agents due or accrued - life and annuity contracts \$.....0, accident and health \$.....0 and deposit-type contract funds \$.....0.....	0	0
11. Commissions and expense allowances payable on reinsurance assumed.....	0	0
12. General expenses due or accrued (Exhibit 2, Line 12, Col. 6).....	0	0
13. Transfers to Separate Accounts due or accrued (net) (including \$.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances).....	0	0
14. Taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 3, Line 9, Col. 5).....	2,416,647	2,321,478
15.1 Current federal and foreign income taxes, including \$.....0 on realized capital gains (losses).....	4,166,250	4,790,844
15.2 Net deferred tax liability.....	0	0
16. Unearned investment income.....	722,521	709,392
17. Amounts withheld or retained by company as agent or trustee.....	0	849
18. Amounts held for agents' account, including \$.....1,582,367 agents' credit balances.....	1,582,367	1,908,374
19. Remittances and items not allocated.....	83,569	676,856
20. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0
21. Liability for benefits for employees and agents if not included above.....	0	0
22. Borrowed money \$.....0 and interest thereon \$.....0.....	0	0
23. Dividends to stockholders declared and unpaid.....	0	0
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve (AVR Line 16, Col. 7).....	1,689,764	810,915
24.02 Reinsurance in unauthorized companies.....	0	0
24.03 Funds held under reinsurance treaties with unauthorized reinsurers.....	0	0
24.04 Payable to parent, subsidiaries and affiliates.....	603,339	1,727,748
24.05 Drafts outstanding.....	0	0
24.06 Liability for amounts held under uninsured plans.....	0	0
24.07 Funds held under coinsurance.....	0	0
24.08 Derivatives.....	0	0
24.09 Payable for securities.....	0	0
24.10 Payable for securities lending.....	0	0
24.11 Capital notes \$.....0 and interest thereon \$.....0.....	0	0
25. Aggregate write-ins for liabilities.....	1,217,396	288,197
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....	566,509,671	550,305,284
27. From Separate Accounts Statement.....	0	0
28. Total liabilities (Line 26 and 27).....	566,509,671	550,305,284
29. Common capital stock.....	4,050,000	4,050,000
30. Preferred capital stock.....	0	0
31. Aggregate write-ins for other than special surplus funds.....	0	0
32. Surplus notes.....	0	0
33. Gross paid in and contributed surplus (Page 3, Line 33, Col. 2 plus Page 4, Line 51.1, Col. 1).....	246,285,723	246,285,723
34. Aggregate write-ins for special surplus funds.....	17,311,750	16,341,799
35. Unassigned funds (surplus).....	(205,796,438)	(195,694,915)
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 29 \$.....0).....	0	0
36.2 .....0.000 shares preferred (value included in Line 30 \$.....0).....	0	0
37. Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including \$.....0 in Separate Accounts Statement).....	57,801,035	66,932,607
38. Totals of Lines 29, 30 and 37 (Page 4, Line 55).....	61,851,035	70,982,607
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....	628,360,706	621,287,891

DETAILS OF WRITE-INS		
2501. Funds escheatable.....	427,846	265,822
2502. Miscellaneous liabilities.....	789,550	22,375
2503.	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	1,217,396	288,197
3101.	0	0
3102.	0	0
3103.	0	0
3198. Summary of remaining write-ins for Line 31 from overflow page.....	0	0
3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above).....	0	0
3401. Additional admitted deferred tax asset.....	17,311,750	16,341,799
3402.	0	0
3403.	0	0
3498. Summary of remaining write-ins for Line 34 from overflow page.....	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34 above).....	17,311,750	16,341,799

U.S. FINANCIAL LIFE INSURANCE COMPANY
SUMMARY OF OPERATIONS

	1 Current Year	2 Prior Year
1. Premiums and annuity considerations for life and accident and health contracts (Exhibit 1, Part 1, Line 20.4, Col. 1, less Col. 11).....	52,486,834	53,183,445
2. Considerations for supplementary contracts with life contingencies.....	0	0
3. Net investment income (Exhibit of Net Investment Income, Line 17).....	27,169,568	26,445,566
4. Amortization of Interest Maintenance Reserve (IMR) (Line 5).....	105,575	(8,881)
5. Separate Accounts net gain from operations excluding unrealized gains or losses.....	0	0
6. Commissions and expense allowances on reinsurance ceded (Exhibit 1, Part 2, Line 26.1, Col. 1).....	32,125,346	35,118,159
7. Reserve adjustments on reinsurance ceded.....	0	0
8. Miscellaneous Income:		
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts...	0	0
8.2 Charges and fees for deposit-type contracts.....	0	0
8.3 Aggregate write-ins for miscellaneous income.....	0	322,906
9. Totals (Lines 1 to 8.3).....	111,887,323	115,061,195
10. Death benefits.....	62,289,184	55,016,606
11. Matured endowments (excluding guaranteed annual pure endowments).....	0	0
12. Annuity benefits (Exhibit 8, Part 2, Line 6.4, Cols. 4 + 8).....	577,441	664,728
13. Disability benefits and benefits under accident and health contracts.....	32,527	26,493
14. Coupons, guaranteed annual pure endowments and similar benefits.....	0	0
15. Surrender benefits and withdrawals for life contracts.....	13,549,671	11,043,303
16. Group conversions.....	0	0
17. Interest and adjustments on contract or deposit-type contract funds.....	704,626	495,099
18. Payments on supplementary contracts with life contingencies.....	0	0
19. Increase in aggregate reserves for life and accident and health contracts.....	19,133,067	9,490,085
20. Totals (Lines 10 to 19).....	96,286,516	76,736,314
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only) (Exhibit 1, Part 2, Line 31, Col. 1).....	6,646,544	7,253,602
22. Commissions and expense allowances on reinsurance assumed (Exhibit 1, Part 2, Line 26.2, Col. 1).....	0	0
23. General insurance expenses (Exhibit 2, Line 10, Columns 1, 2, 3 and 4).....	4,588,628	5,226,007
24. Insurance taxes, licenses and fees, excluding federal income taxes (Exhibit 3, Line 7, Cols. 1 + 2 + 3).....	4,694,418	5,113,320
25. Increase in loading on deferred and uncollected premiums.....	(87,482)	(76,648)
26. Net transfers to or (from) Separate Accounts net of reinsurance.....	0	0
27. Aggregate write-ins for deductions.....	1,110,996	2,310
28. Totals (Lines 20 to 27).....	113,239,620	94,254,905
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....	(1,352,297)	20,806,290
30. Dividends to policyholders.....	0	0
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....	(1,352,297)	20,806,290
32. Federal and foreign income taxes incurred (excluding tax on capital gains).....	5,200,000	7,200,000
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32).....	(6,552,297)	13,606,290
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$....58,997 (excluding taxes of \$....(58,997) transferred to the IMR).....	(58,975)	330,627
35. Net income (Line 33 plus Line 34).....	(6,611,272)	13,936,917
CAPITAL AND SURPLUS ACCOUNT		
36. Capital and surplus, December 31, prior year (Page 3, Line 38, Col. 2).....	70,982,607	70,560,658
37. Net income (Line 35).....	(6,611,272)	13,936,917
38. Change in net unrealized capital gains (losses) less capital gains tax of \$.....0.....	0	0
39. Change in net unrealized foreign exchange capital gain (loss)	0	0
40. Change in net deferred income tax.....	5,787,000	5,922,000
41. Change in nonadmitted assets.....	(5,877,702)	(4,959,121)
42. Change in liability for reinsurance in unauthorized companies.....	0	0
43. Change in reserve on account of change in valuation basis, (increase) or decrease (Exhibit 5A, Line 9999999, Col. 4).....	0	(18,074,773)
44. Change in asset valuation reserve	(878,849)	(810,915)
45. Change in treasury stock, (Page 3, Lines 36.1 and 36.2 Col. 2 minus Col. 1).....	0	0
46. Surplus (contributed to) withdrawn from Separate Accounts during period.....	0	0
47. Other changes in surplus in Separate Accounts Statement.....	0	0
48. Change in surplus notes.....	0	0
49. Cumulative effect of changes in accounting principles.....	0	0
50. Capital changes:		
50.1 Paid in.....	0	0
50.2 Transferred from surplus (Stock Dividend).....	0	0
50.3 Transferred to surplus.....	0	0
51. Surplus adjustment:		
51.1 Paid in.....	0	0
51.2 Transferred to capital (Stock Dividend).....	0	0
51.3 Transferred from capital.....	0	0
51.4 Change in surplus as a result of reinsurance.....	(2,520,700)	(2,988,050)
52. Dividends to stockholders.....	0	0
53. Aggregate write-ins for gains and losses in surplus.....	969,951	7,395,891
54. Net change in capital and surplus for the year (Lines 37 through 53).....	(9,131,572)	421,949
55. Capital and surplus, December 31, current year (Lines 36 + 54) (Page 3, Line 38).....	61,851,035	70,982,607
DETAILS OF WRITE-INS		
08.301. Sundry receipts and adjustments.....	0	322,906
08.302.	0	0
08.303.	0	0
08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....	0	0
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....	0	322,906
2701. Sundry disbursements and adjustments.....	1,104,525	0
2702. Fines and penalties of regulatory authorities.....	6,471	2,310
2703.	0	0
2798. Summary of remaining write-ins for Line 27 from overflow page.....	0	0
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above).....	1,110,996	2,310
5301. Additional admitted deferred tax asset.....	969,951	7,395,891
5302.	0	0
5303.	0	0
5398. Summary of remaining write-ins for Line 53 from overflow page.....	0	0
5399. Totals (Lines 5301 thru 5303 plus 5398) (Line 53 above).....	969,951	7,395,891

U.S. FINANCIAL LIFE INSURANCE COMPANY
CASH FLOW

	1 Current Year	2 Prior Year
CASH FROM OPERATIONS		
1. Premiums collected net of reinsurance.....	48,373,345	50,180,831
2. Net investment income.....	27,652,193	27,264,701
3. Miscellaneous income.....	29,978,062	32,445,622
4. Total (Lines 1 through 3).....	106,003,600	109,891,154
5. Benefit and loss related payments.....	77,237,538	71,195,938
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	16,074,407	17,789,943
8. Dividends paid to policyholders.....	0	0
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	5,824,594	6,994,526
10. Total (Lines 5 through 9).....	99,136,539	95,980,407
11. Net cash from operations (Line 4 minus Line 10).....	6,867,061	13,910,747
CASH FROM INVESTMENTS		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds.....	22,315,571	20,220,326
12.2 Stocks.....	0	0
12.3 Mortgage loans.....	0	0
12.4 Real estate.....	0	0
12.5 Other invested assets.....	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	22	15
12.7 Miscellaneous proceeds.....	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	22,315,593	20,220,341
13. Cost of investments acquired (long-term only):		
13.1 Bonds.....	40,480,449	27,448,792
13.2 Stocks.....	0	0
13.3 Mortgage loans.....	0	0
13.4 Real estate.....	0	0
13.5 Other invested assets.....	0	0
13.6 Miscellaneous applications.....	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	40,480,449	27,448,792
14. Net increase (decrease) in contract loans and premium notes.....	1,134,082	3,529,407
15. Net cash from investments (Line 12.8 minus Lines 13.7 minus Line 14).....	(19,298,938)	(10,757,858)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes.....	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0
16.3 Borrowed funds.....	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	(173,500)	(147,022)
16.5 Dividends to stockholders.....	0	0
16.6 Other cash provided (applied).....	(1,816,014)	(630,594)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	(1,989,514)	(777,616)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(14,421,391)	2,375,273
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year.....	27,322,529	24,947,256
19.2 End of year (Line 18 plus Line 19.1).....	12,901,138	27,322,529
Note: Supplemental disclosures of cash flow information for non-cash transactions:		
20.0001	0	0

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1	2	Ordinary			6	Group		Accident and Health			12
	Total	Industrial Life	3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts	Credit Life (Group and Individual)	7 Life Insurance(a)	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other	Aggregate of All Other Lines of Business
1. Premiums and annuity considerations for life and accident and health contracts.....	52,486,834	0	52,465,584	21,250	0	0	0	0	0	0	0	0
2. Considerations for supplementary contracts with life contingencies.....	0	0	0	0	0	0	0	0	0	0	0	0
3. Net investment income.....	27,169,568	0	26,629,833	533,511	0	0	6,224	0	0	0	0	0
4. Amortization of Interest Maintenance Reserve (IMR).....	105,575	0	103,388	2,162	0	0	25	0	0	0	0	0
5. Separate Accounts net gain from operations excluding unrealized gains or losses.....	0	0	0	0	0	0	0	0	0	0	0	0
6. Commissions and expense allowances on reinsurance ceded.....	32,125,346	0	32,125,346	0	0	0	0	0	0	0	0	0
7. Reserve adjustments on reinsurance ceded.....	0	0	0	0	0	0	0	0	0	0	0	0
8. Miscellaneous Income:												
8.1 Fees associated with income from investment management, administration and contract guarantees from S/A.....	0	0	0	0	0	0	0	0	0	0	0	0
8.2 Charges and fees for deposit-type contracts.....	0	0	0	0	0	0	0	0	0	0	0	0
8.3 Aggregate write-ins for miscellaneous income.....	0	0	0	0	0	0	0	0	0	0	0	0
9. Totals (Lines 1 to 8.3).....	111,887,323	0	111,324,151	556,923	0	0	6,249	0	0	0	0	0
10. Death benefits.....	62,289,184	0	62,289,184	0	0	0	0	0	0	0	0	0
11. Matured endowments (excluding guaranteed annual pure endowments).....	0	0	0	0	0	0	0	0	0	0	0	0
12. Annuity benefits.....	577,441	0	0	577,441	0	0	0	0	0	0	0	0
13. Disability benefits and benefits under accident and health contracts.....	32,527	0	32,527	0	0	0	0	0	0	0	0	0
14. Coupons, guaranteed annual pure endowments and similar benefits.....	0	0	0	0	0	0	0	0	0	0	0	0
15. Surrender benefits and withdrawals for life contracts.....	13,549,671	0	13,303,095	246,576	0	0	0	0	0	0	0	0
16. Group conversions.....	0	0	0	0	0	0	0	0	0	0	0	0
17. Interest and adjustments on contract or deposit-type contract funds.....	704,626	0	516,733	187,893	0	0	0	0	0	0	0	0
18. Payments on supplementary contracts with life contingencies.....	0	0	0	0	0	0	0	0	0	0	0	0
19. Increase in aggregate reserves for life and accident and health contracts.....	19,133,067	0	19,372,813	(240,866)	0	0	1,120	0	0	0	0	0
20. Totals (Lines 10 to 19).....	96,286,516	0	95,514,352	771,044	0	0	1,120	0	0	0	0	0
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only).....	6,646,544	0	6,646,512	32	0	0	0	0	0	0	0	0
22. Commissions and expense allowances on reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0	0
23. General insurance expenses.....	4,588,628	0	4,529,714	58,914	0	0	0	0	0	0	0	0
24. Insurance taxes, licenses and fees, excluding federal income taxes.....	4,694,418	0	4,690,219	4,199	0	0	0	0	0	0	0	0
25. Increase in loading on deferred and uncollected premiums.....	(87,482)	0	(87,482)	0	0	0	0	0	0	0	0	0
26. Net transfers to or (from) Separate Accounts net of reinsurance.....	0	0	0	0	0	0	0	0	0	0	0	0
27. Aggregate write-ins for deductions.....	1,110,996	0	1,110,350	646	0	0	0	0	0	0	0	0
28. Totals (Lines 20 to 27).....	113,239,620	0	112,403,665	834,835	0	0	1,120	0	0	0	0	0
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....	(1,352,297)	0	(1,079,514)	(277,912)	0	0	5,129	0	0	0	0	0
30. Dividends to policyholders.....	0	0	0	0	0	0	0	0	0	0	0	0
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....	(1,352,297)	0	(1,079,514)	(277,912)	0	0	5,129	0	0	0	0	0
32. Federal income taxes incurred (excluding tax on capital gains).....	5,200,000	0	5,295,474	(97,269)	0	0	1,795	0	0	0	0	0
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32).....	(6,552,297)	0	(6,374,988)	(180,643)	0	0	3,334	0	0	0	0	0

DETAILS OF WRITE-INS

08.301.	0	0	0	0	0	0	0	0	0	0	0	0
08.302.	0	0	0	0	0	0	0	0	0	0	0	0
08.303.	0	0	0	0	0	0	0	0	0	0	0	0
08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....	0	0	0	0	0	0	0	0	0	0	0	0
08.399. Total (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....	0	0	0	0	0	0	0	0	0	0	0	0
2701. Sundry disbursements and adjustments.....	1,104,525	0	1,103,879	646	0	0	0	0	0	0	0	0
2702. Fines and penalties of regulatory authorities.....	6,471	0	6,471	0	0	0	0	0	0	0	0	0
2703.	0	0	0	0	0	0	0	0	0	0	0	0
2798. Summary of remaining write-ins for Line 27 from overflow page.....	0	0	0	0	0	0	0	0	0	0	0	0
2799. Total (Lines 2701 thru 2703 plus 2798) (Line 27 above).....	1,110,996	0	1,110,350	646	0	0	0	0	0	0	0	0

(a) Includes the following amounts for FEGLI/SGLI: Line 1.....0 Line 10.....0 Line 16.....0 Line 23.....0 Line 24.....0.

ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group	
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance	8 Annuities
Involving Life or Disability Contingencies (Reserves)								
(Net of Reinsurance Ceded)								
1. Reserve December 31, prior year.....	492,666,906	0	483,319,532	9,227,984	0	0	119,390	0
2. Tabular net premiums or considerations.....	50,211,170	0	50,189,919	21,251	0	0	0	0
3. Present value of disability claims incurred.....	75,000	0	75,000	0	XXX	0	0	0
4. Tabular interest.....	21,262,528	0	20,647,644	611,285	0	0	3,599	0
5. Tabular less actual reserve released.....	106,189	0	18,806	87,383	0	0	0	0
6. Increase in reserve on account of change in valuation basis.....	0	0	0	0	0	0	0	0
7. Other increases (net).....	22,000,000	0	22,000,000	0	0	0	0	0
8. Totals (Lines 1 to 7).....	586,321,793	0	576,250,901	9,947,903	0	0	122,989	0
9. Tabular cost.....	51,645,161	0	51,642,682	0	XXX	0	2,479	0
10. Reserves released by death.....	6,944,767	0	6,944,767	XXX	XXX	0	0	XXX
11. Reserves released by other terminations (net).....	15,321,924	0	14,938,580	383,344	0	0	0	0
12. Annuity, supplementary contract, and disability payments involving life contingencies.....	609,968	0	32,527	577,441	0	0	0	0
13. Net transfers to or (from) Separate Accounts.....	0	0	0	0	0	0	0	0
14. Total deductions (Lines 9 to 13).....	74,521,820	0	73,558,556	960,785	0	0	2,479	0
15. Reserve December 31, current year.....	511,799,973	0	502,692,345	8,987,118	0	0	120,510	0

U.S. FINANCIAL LIFE INSURANCE COMPANY
EXHIBIT OF NET INVESTMENT INCOME

		1	2
		Collected During Year	Earned During Year
1.	U.S. government bonds.....	(a).....1,658,802	.....1,657,020
1.1	Bonds exempt from U.S. tax.....	(a)......0	......0
1.2	Other bonds (unaffiliated).....	(a).....24,399,514	.....24,574,120
1.3	Bonds of affiliates.....	(a)......0	......0
2.1	Preferred stocks (unaffiliated).....	(b).....272,400	.....272,400
2.11	Preferred stocks of affiliates.....	(b)......0	......0
2.2	Common stocks (unaffiliated).....	......0	......0
2.21	Common stocks of affiliates.....	......0	......0
3.	Mortgage loans.....	(c)......0	......0
4.	Real estate.....	(d)......0	......0
5.	Contract loans.....	.....1,366,094	.....1,352,965
6.	Cash, cash equivalents and short-term investments.....	(e).....19,582	.....19,582
7.	Derivative instruments.....	(f)......0	......0
8.	Other invested assets.....	......0	......0
9.	Aggregate write-ins for investment income.....	.....8,287	.....8,287
10.	Total gross investment income.....	.....27,724,679	.....27,884,374
11.	Investment expenses.....		(g).....714,806
12.	Investment taxes, licenses and fees, excluding federal income taxes.....		(g)......0
13.	Interest expense.....		(h)......0
14.	Depreciation on real estate and other invested assets.....		(i)......0
15.	Aggregate write-ins for deductions from investment income.....		......0
16.	Total deductions (Lines 11 through 15).....		.....714,806
17.	Net investment income (Line 10 minus Line 16).....		.....27,169,568

DETAILS OF WRITE-INS

0901.	Miscellaneous interest.....	.....8,287	.....8,287
0902.	.....	......0	......0
0903.	.....	......0	......0
0998.	Summary of remaining write-ins for Line 9 from overflow page.....	......0	......0
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	.....8,287	.....8,287
1501.	.....		......0
1502.	.....		......0
1503.	.....		......0
1598.	Summary of remaining write-ins for Line 15 from overflow page.....		......0
1599.	Totals (Lines 1501 thru 1503 plus 1598) (Line 15 above).....		......0
(a)	Includes \$....442,957 accrual of discount less \$....1,102,392 amortization of premium and less \$....74,035 paid for accrued interest on purchases.		
(b)	Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued dividends on purchases.		
(c)	Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.		
(d)	Includes \$.....0 for company's occupancy of its own buildings; and excludes \$.....0 interest on encumbrances.		
(e)	Includes \$....1,591 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.		
(f)	Includes \$.....0 accrual of discount less \$.....0 amortization of premium.		
(g)	Includes \$.....0 investment expenses and \$.....0 investment taxes, licenses and fees, excluding federal income taxes, attributable to Segregated and Separate Accounts.		
(h)	Includes \$.....0 interest on surplus notes and \$.....0 interest on capital notes.		
(i)	Includes \$.....0 depreciation on real estate and \$.....0 depreciation on other invested assets.		

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1	2	3	4	5
	Realized Gain (Loss) on Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1.	U.S. government bonds.....	......0	......0	......0	......0
1.1	Bonds exempt from U.S. tax.....	......0	......0	......0	......0
1.2	Other bonds (unaffiliated).....	.....(168,562)	.....(168,562)	......0	......0
1.3	Bonds of affiliates.....	......0	......0	......0	......0
2.1	Preferred stocks (unaffiliated).....	......0	......0	......0	......0
2.11	Preferred stocks of affiliates.....	......0	......0	......0	......0
2.2	Common stocks (unaffiliated).....	......0	......0	......0	......0
2.21	Common stocks of affiliates.....	......0	......0	......0	......0
3.	Mortgage loans.....	......0	......0	......0	......0
4.	Real estate.....	......0	......0	......0	......0
5.	Contract loans.....	......0	......0	......0	......0
6.	Cash, cash equivalents and short-term investments.....	.....22	.....22	......0	......0
7.	Derivative instruments.....	......0	......0	......0	......0
8.	Other invested assets.....	......0	......0	......0	......0
9.	Aggregate write-ins for capital gains (losses).....	......0	......0	......0	......0
10.	Total capital gains (losses).....	.....(168,540)	.....(168,540)	......0	......0

DETAILS OF WRITE-INS

0901.	.....	......0	......0	......0	......0
0902.	.....	......0	......0	......0	......0
0903.	.....	......0	......0	......0	......0
0998.	Summary of remaining write-ins for Line 9 from overflow page...	......0	......0	......0	......0
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	......0	......0	......0	......0

EXHIBIT 1 - PART 1 - PREMIUMS AND ANNUITY CONSIDERATIONS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

	1	2	Ordinary		5	Group		Accident and Health			11
			3	4		6	7	8	9	10	
	Total	Industrial Life	Life Insurance	Individual Annuities	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group & Individual)	Other	Aggregate of All Other Lines of Business
FIRST YEAR (other than single)											
1. Uncollected.....	(23,864)	0	(23,864)	0	0	0	0	0	0	0	0
2. Deferred and accrued.....	0	0	0	0	0	0	0	0	0	0	0
3. Deferred, accrued and uncollected:											
3.1 Direct.....	8,220	0	8,220	0	0	0	0	0	0	0	0
3.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
3.3 Reinsurance ceded.....	32,084	0	32,084	0	0	0	0	0	0	0	0
3.4 Net (Line 1 + Line 2).....	(23,864)	0	(23,864)	0	0	0	0	0	0	0	0
4. Advance.....	0	0	0	0	0	0	0	0	0	0	0
5. Line 3.4 - Line 4.....	(23,864)	0	(23,864)	0	0	0	0	0	0	0	0
6. Collected during year:											
6.1 Direct.....	253,352	0	253,352	0	0	0	0	0	0	0	0
6.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
6.3 Reinsurance ceded.....	(11,748)	0	(11,748)	0	0	0	0	0	0	0	0
6.4 Net.....	265,100	0	265,100	0	0	0	0	0	0	0	0
7. Line 5 + Line 6.4.....	241,236	0	241,236	0	0	0	0	0	0	0	0
8. Prior year (uncollected + deferred and accrued - advance)...	(17,624)	0	(17,624)	0	0	0	0	0	0	0	0
9. First year premiums and considerations:											
9.1 Direct.....	260,286	0	260,286	0	0	0	0	0	0	0	0
9.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
9.3 Reinsurance ceded.....	1,426	0	1,426	0	0	0	0	0	0	0	0
9.4 Net (Line 7 - Line 8).....	258,860	0	258,860	0	0	0	0	0	0	0	0
SINGLE											
10. Single premiums and considerations:											
10.1 Direct.....	223,727	0	223,727	0	0	0	0	0	0	0	0
10.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
10.3 Reinsurance ceded.....	0	0	0	0	0	0	0	0	0	0	0
10.4 Net.....	223,727	0	223,727	0	0	0	0	0	0	0	0
RENEWAL											
11. Uncollected.....	(33,164,407)	0	(33,164,407)	0	0	0	0	0	0	0	0
12. Deferred and accrued.....	1,538,205	0	1,538,205	0	0	0	0	0	0	0	0
13. Deferred, accrued and uncollected:											
13.1 Direct.....	50,543,342	0	50,543,342	0	0	0	0	0	0	0	0
13.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
13.3 Reinsurance ceded.....	82,169,544	0	82,169,544	0	0	0	0	0	0	0	0
13.4 Net (Line 11 + Line 12).....	(31,626,202)	0	(31,626,202)	0	0	0	0	0	0	0	0
14. Advance.....	927,987	0	927,987	0	0	0	0	0	0	0	0
15. Line 13.4 - Line 14.....	(32,554,189)	0	(32,554,189)	0	0	0	0	0	0	0	0
16. Collected during year:											
16.1 Direct.....	211,301,385	0	211,280,135	21,250	0	0	0	0	0	0	0
16.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
16.3 Reinsurance ceded.....	163,416,867	0	163,416,867	0	0	0	0	0	0	0	0
16.4 Net.....	47,884,518	0	47,863,268	21,250	0	0	0	0	0	0	0
17. Line 15 + Line 16.4.....	15,330,329	0	15,309,079	21,250	0	0	0	0	0	0	0
18. Prior year (uncollected + deferred and accrued - advance)...	(36,673,918)	0	(36,673,918)	0	0	0	0	0	0	0	0
19. Renewal premiums and considerations:											
19.1 Direct.....	207,151,678	0	207,130,428	21,250	0	0	0	0	0	0	0
19.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
19.3 Reinsurance ceded.....	155,147,431	0	155,147,431	0	0	0	0	0	0	0	0
19.4 Net (Line 17 - Line 18).....	52,004,247	0	51,982,997	21,250	0	0	0	0	0	0	0
TOTAL											
20. Total premiums and annuity considerations:											
20.1 Direct.....	207,635,691	0	207,614,441	21,250	0	0	0	0	0	0	0
20.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
20.3 Reinsurance ceded.....	155,148,857	0	155,148,857	0	0	0	0	0	0	0	0
20.4 Net (Lines 9.4 + 10.4 + 19.4).....	52,486,834	0	52,465,584	21,250	0	0	0	0	0	0	0

EXHIBIT 1 - PART 2 - DIVIDENDS AND COUPONS APPLIED, REINSURANCE COMMISSIONS AND
EXPENSE ALLOWANCES AND COMMISSIONS INCURRED (direct business only)

10

	1	2	Ordinary		5	Group		Accident and Health			11
	Total	Industrial Life	3 Life Insurance	4 Individual Annuities	Credit Life (Group and Individual)	6 Life Insurance	7 Annuities	8 Group	9 Credit (Group & Individual)	10 Other	Aggregate of All Other Lines of Business
DIVIDENDS AND COUPONS APPLIED (included in Part 1)											
21. To pay renewal premiums.....	0	0	0	0	0	0	0	0	0	0	0
22. All other.....	0	0	0	0	0	0	0	0	0	0	0
REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES INCURRED											
23. First year (other than single):											
23.1 Reinsurance ceded.....	(18,212)	0	(18,212)	0	0	0	0	0	0	0	0
23.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
23.3 Net ceded less assumed.....	(18,212)	0	(18,212)	0	0	0	0	0	0	0	0
24. Single:											
24.1 Reinsurance ceded.....	0	0	0	0	0	0	0	0	0	0	0
24.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
24.3 Net ceded less assumed.....	0	0	0	0	0	0	0	0	0	0	0
25. Renewal:											
25.1 Reinsurance ceded.....	32,143,558	0	32,143,558	0	0	0	0	0	0	0	0
25.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
25.3 Net ceded less assumed.....	32,143,558	0	32,143,558	0	0	0	0	0	0	0	0
26. Totals:											
26.1 Reinsurance ceded (Page 6, Line 6).....	32,125,346	0	32,125,346	0	0	0	0	0	0	0	0
26.2 Reinsurance assumed (Page 6, Line 22).....	0	0	0	0	0	0	0	0	0	0	0
26.3 Net ceded less assumed.....	32,125,346	0	32,125,346	0	0	0	0	0	0	0	0
COMMISSIONS INCURRED (direct business only)											
27. First year (other than single).....	26,719	0	26,719	0	0	0	0	0	0	0	0
28. Single.....	0	0	0	0	0	0	0	0	0	0	0
29. Renewal.....	6,619,825	0	6,619,793	32	0	0	0	0	0	0	0
30. Deposit-type contract funds.....	0	0	0	0	0	0	0	0	0	0	0
31. Totals (to agree with Page 6, Line 21).....	6,646,544	0	6,646,512	32	0	0	0	0	0	0	0

U.S. FINANCIAL LIFE INSURANCE COMPANY
EXHIBIT 2 - GENERAL EXPENSES

		Insurance			5	6
		1	Accident and Health		Investment	Total
		Life	2 Cost Containment	3 All Other		
				All Other Lines of Business		
1.	Rent.....	272,055	.....0	.....0	.....57,362	.....329,417
2.	Salaries and wages.....	2,258,528	.....0	.....0	.....386,380	.....2,644,908
3.11	Contributions for benefit plans for employees.....	624,375	.....0	.....0	.....62,567	.....686,942
3.12	Contributions for benefit plans for agents.....	.....0	.....0	.....0	.....0	.....0
3.21	Payments to employees under non-funded benefit plans.....	.....0	.....0	.....0	.....78,485	.....78,485
3.22	Payments to agents under non-funded benefit plans.....	.....0	.....0	.....0	.....0	.....0
3.31	Other employee welfare.....	.....0	.....0	.....0	.....24,239	.....24,239
3.32	Other agent welfare.....	.....0	.....0	.....0	.....0	.....0
4.1	Legal fees and expenses.....	2,256	.....0	.....0	.....857	.....3,113
4.2	Medical examination fees.....	133,988	.....0	.....0	.....146	.....134,134
4.3	Inspection report fees.....	.....0	.....0	.....0	.....0	.....0
4.4	Fees of public accountants and consulting actuaries.....	26,319	.....0	.....0	.....44	.....26,363
4.5	Expense of investigation and settlement of policy claims.....	.....0	.....0	.....0	.....0	.....0
5.1	Traveling expenses.....	40,240	.....0	.....0	.....24,771	.....65,011
5.2	Advertising.....	303,822	.....0	.....0	.....52	.....303,874
5.3	Postage, express, telegraph and telephone.....	232,641	.....0	.....0	.....5,905	.....238,546
5.4	Printing and stationery.....	54,372	.....0	.....0	.....1,239	.....55,611
5.5	Cost or depreciation of furniture and equipment.....	20,884	.....0	.....0	.....1,966	.....22,850
5.6	Rental of equipment.....	11,154	.....0	.....0	.....2,746	.....13,900
5.7	Cost or depreciation of EDP equipment and software.....	53,447	.....0	.....0	.....716	.....54,163
6.1	Books and periodicals.....	.....0	.....0	.....0	.....363	.....363
6.2	Bureau and association fees.....	29,351	.....0	.....0	.....34,782	.....64,133
6.3	Insurance, except on real estate.....	13,708	.....0	.....0	.....584	.....14,292
6.4	Miscellaneous losses.....	.....0	.....0	.....0	.....124	.....124
6.5	Collection and bank service charges.....	11,094	.....0	.....0	.....3,403	.....14,497
6.6	Sundry general expenses.....	92,421	.....0	.....0	.....45,274	.....137,695
6.7	Group service and administration fees.....	.....0	.....0	.....0	.....0	.....0
6.8	Reimbursements by uninsured plans.....	.....0	.....0	.....0	.....0	.....0
7.1	Agency expense allowance.....	.....0	.....0	.....0	.....0	.....0
7.2	Agents' balances charged off (less \$.....0 recovered).....	.....0	.....0	.....0	.....0	.....0
7.3	Agency conferences other than local meetings.....	.....0	.....0	.....0	.....0	.....0
9.1	Real estate expenses.....	.....0	.....0	.....0	.....0	.....0
9.2	Investment expenses not included elsewhere.....	.....0	.....0	.....0	.....0	.....0
9.3	Aggregate write-ins for expenses.....	407,973	.....0	.....0	(17,199)	.....390,774
10.	General expenses Incurred.....	4,588,628	.....0	.....0	.....714,806	(a).....5,303,434
11.	General expenses unpaid December 31, prior year.....	.....0	.....0	.....0	.....0	.....0
12.	General expenses unpaid December 31, current year.....	.....0	.....0	.....0	.....0	.....0
13.	Amounts receivable relating to uninsured plans, prior year.....	.....0	.....0	.....0	.....0	.....0
14.	Amounts receivable relating to uninsured plans, current year.....	.....0	.....0	.....0	.....0	.....0
15.	General expenses paid during year (Lines 10 + 11 - 12 - 13 + 14)	4,588,628	.....0	.....0	.....714,806	.....5,303,434
DETAILS OF WRITE-INS						
09.301.	Special Services & Expenses.....	420,506	.....0	.....0	.....971	.....421,477
09.302.	Sub Reimbursements.....	(12,533)	.....0	.....0	.....(18,170)	.....(30,703)
09.303.	.....	.....0	.....0	.....0	.....0	.....0
09.398.	Summary of remaining write-ins for Line 9.3 from overflow page..	.....0	.....0	.....0	.....0	.....0
09.399.	Totals (Lines 09.301 thru 09.303 plus 09.398)(Line 9.3 above)....	407,973	.....0	.....0	(17,199)	.....390,774

(a) Includes management fees of \$.....420,063 to affiliates and \$.....0 to non-affiliates.

EXHIBIT 3 - TAXES, LICENSES AND FEES (EXCLUDING FEDERAL INCOME TAXES)

		Insurance			4	5
		1	2	3	Investment	Total
		Life	Accident and Health	All Other Lines of Business		
1.	Real estate taxes.....	.....0	.....0	.....0	.....0	.....0
2.	State insurance department licenses and fees.....	640,350	.....0	.....0	.....0	.....640,350
3.	State taxes on premiums.....	3,935,343	.....0	.....0	.....0	.....3,935,343
4.	Other state taxes, including \$.....13,064 for employee benefits.....	10,828	.....0	.....0	.....0	.....10,828
5.	U.S. Social Security taxes.....	107,897	.....0	.....0	.....0	.....107,897
6.	All other taxes.....	.....0	.....0	.....0	.....0	.....0
7.	Taxes, licenses and fees incurred.....	4,694,418	.....0	.....0	.....0	.....4,694,418
8.	Taxes, licenses and fees unpaid December 31, prior year.....	2,321,478	.....0	.....0	.....0	.....2,321,478
9.	Taxes, licenses and fees unpaid December 31, current year.....	2,416,647	.....0	.....0	.....0	.....2,416,647
10.	Taxes, licenses and fees paid during year (Lines 7 + 8 - 9).....	4,599,249	.....0	.....0	.....0	.....4,599,249

EXHIBIT 4 - DIVIDENDS OR REFUNDS

		1	2
		Life	Accident and Health
1.	Applied to pay renewal premiums.....	.....0	.....0
2.	Applied to shorten the endowment or premium-paying period.....	.....0	.....0
3.	Applied to provide paid-up additions.....	.....0	.....0
4.	Applied to provide paid-up annuities.....	.....0	.....0
5.	Total Lines 1 through 4.....	.....0	.....0
6.	Paid-in cash.....	.....0	.....0
7.	Left on deposit.....	.....0	.....0
8.	Aggregate write-ins for dividend or refund options.....	.....0	.....0
9.	Total Lines 5 through 8.....	.....0	.....0
10.	Amount due and unpaid.....	.....0	.....0
11.	Provision for dividends or refunds payable in the following calendar year.....	.....0	.....0
12.	Terminal dividends.....	.....0	.....0
13.	Provision for deferred dividend contracts.....	.....0	.....0
14.	Amount provisionally held for deferred dividend contracts not included in Line 13.....	.....0	.....0
15.	Total Lines 10 through 14.....	.....0	.....0
16.	Total from prior year.....	.....0	.....0
17.	Total dividends or refunds (Lines 9 + 15 - 16).....	.....0	.....0
DETAILS OF WRITE-INS			
0801.	.....	.....0	.....0
0802.	.....	.....0	.....0
0803.	.....	.....0	.....0
0898.	Summary of remaining write-ins for Line 8 from overflow page.....	.....0	.....0
0899.	Totals (Line 0801 thru 0803 plus 0898) (Line 8 above).....	.....0	.....0

NONE

U.S. FINANCIAL LIFE INSURANCE COMPANY
EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
Life Insurance:					
0100001. 58 CSO 3.0% NL.....	534,473	.....0	534,473	.....0	.....0
0100002. 58 CSO 3.0% CRVM.....	787,434	.....0	787,434	.....0	.....0
0100003. 58 CSO 3.5% NL.....	411,805	.....0	411,805	.....0	.....0
0100004. 58 CSO 3.5% CRVM.....	852,709	.....0	852,709	.....0	.....0
0100005. 58 CSO 4.0% CRVM.....	170	.....0	170	.....0	.....0
0100006. 58 CSO 4.5% CRVM.....	3,292,043	.....0	3,292,043	.....0	.....0
0100007. 58 CSO 5.5% CRVM.....	183	.....0	183	.....0	.....0
0100008. 58 CSO 6.0% NL.....	73	.....0	73	.....0	.....0
0100009. 80 CSO 4.0% CRVM.....	343,823,079	.....0	343,823,079	.....0	.....0
0100010. 80 CSO 4.5% CRVM.....	739,869,236	.....0	739,869,236	.....0	.....0
0100011. 80 CSO 5.0% CRVM.....	418,957	.....0	418,957	.....0	.....0
0100012. 80 CSO 5.5% CRVM.....	182,666	.....0	182,666	.....0	.....0
0100013. 2001 CSO 4.0% CRVM.....	151,973,599	.....0	151,973,599	.....0	.....0
0100014. 2001 CSO 4.5% CRVM.....	54,490,348	.....0	54,490,348	.....0	.....0
0100015. 58 CET 3.0% NL.....	2,229	.....0	2,229	.....0	.....0
0100016. 58 CET 3.5% NL.....	403	.....0	403	.....0	.....0
0100017. 80 CET 5.0% CRVM.....	1,343	.....0	1,343	.....0	.....0
0100018. 80 CET 5.5% CRVM.....	1,141	.....0	1,141	.....0	.....0
0100019. GUARANTEED PURCHASE OPTION.....	112	.....0	112	.....0	.....0
0100020. SUBSTANDARD EXTRA.....	779,240	.....0	779,240	.....0	.....0
0199997. Totals (Gross).....	1,297,421,243	.....0	1,297,421,243	.....0	.....0
0199998. Reinsurance ceded.....	912,249,908	.....0	912,249,908	.....0	.....0
0199999. Totals (Net).....	385,171,335	.....0	385,171,335	.....0	.....0
Annuities (excluding supplementary contracts with life contingencies):					
0200001. 1971 IAM, Various.....	1,544,546	XXX.....	1,544,546	XXX.....	.....0
0200002. 1983 Table a, Various.....	4,168,730	XXX.....	4,168,730	XXX.....	.....0
0200003. 2000 Table, Various.....	43,477	XXX.....	43,477	XXX.....	.....0
0200004. Flex Prem Def Annuities.....	2,963,332	XXX.....	2,963,332	XXX.....	.....0
0200005. Single Prem Def Annuities.....	267,033	XXX.....	267,033	XXX.....	.....0
0299997. Totals (Gross).....	8,987,118	XXX.....	8,987,118	XXX.....	.....0
0299999. Totals (Net).....	8,987,118	XXX.....	8,987,118	XXX.....	.....0
Accidental Death Benefits:					
0400001. 59 ADB w/58 CSO 3%.....	2,636	.....0	2,636	.....0	.....0
0499997. Totals (Gross).....	2,636	.....0	2,636	.....0	.....0
0499999. Totals (Net).....	2,636	.....0	2,636	.....0	.....0
Disability - Active Lives:					
0500001. 59 Dis. Pd 2 Ben 5, w/58 CSO 3%.....	110,150	.....0	110,150	.....0	.....0
0599997. Totals (Gross).....	110,150	.....0	110,150	.....0	.....0
0599999. Totals (Net).....	110,150	.....0	110,150	.....0	.....0
Disability - Disabled Lives:					
0600001. 70 Inteco Grp Life Dis 3%.....	120,510	.....0	.....0	.....0	120,510
0600002. 59 Dis. Pd 2 Ben 5, w/58 CSO 3%.....	972,968	.....0	972,968	.....0	.....0
0699997. Totals (Gross).....	1,093,478	.....0	972,968	.....0	120,510
0699999. Totals (Net).....	1,093,478	.....0	972,968	.....0	120,510
Miscellaneous Reserves:					
0700001. For excess of valuation net premiums over gross premiums, as required by state standards.....	242,912,225	.....0	242,912,225	.....0	.....0
0700002. For non-deduction of deferred fractional premiums or return of premiums at the death of the insured.....	3,956,323	.....0	3,956,323	.....0	.....0
0700003. Additional actuarial reserves - Asset/liability analysis.....	52,000,000	.....0	52,000,000	.....0	.....0
0799997. Totals (Gross).....	298,868,548	.....0	298,868,548	.....0	.....0
0799998. Reinsurance ceded.....	182,433,292	.....0	182,433,292	.....0	.....0
0799999. Totals (Net).....	116,435,256	.....0	116,435,256	.....0	.....0
9999999. Totals (Net) - Page 3, Line 1.....	511,799,973	.....0	511,679,463	.....0	120,510

U.S. FINANCIAL LIFE INSURANCE COMPANY
EXHIBIT 5 - INTERROGATORIES

1.1 Has the reporting entity ever issued both participating and non-participating contracts?

1.2 If not, state which kind is issued..... Non-participating

2.1 Does the reporting entity at present issue both participating and non-participating contracts?

2.2 If not, state which kind is issued..... Non-participating

3. Does the reporting entity at present issue or have in force contracts that contain non-guaranteed elements?
If so, attach a statement that contains the determination procedures, answers to the interrogatories and an actuarial opinion as described in the instructions.

Yes []

No [X]

Yes []

No [X]

Yes [X]

No []

4. Has the reporting entity any assessment or stipulated premium contracts in force? If so, state:

4.1 Amount of insurance:

4.2 Amount of reserve:

4.3 Basis of reserve:

4.4 Basis of regular assessments:

4.5 Basis of special assessments:

4.6 Assessments collected during year:

5. If the contract loan interest rate guaranteed in any one or more of its currently issued contracts is less than 5%, not in advance, state the contract loan rate guarantees on any such contracts.

Yes []

No [X]

\$.....0

\$.....0

\$.....0

6. Does the reporting entity hold reserves for any annuity contracts that are less than the reserves that would be held on a standard basis?

6.1 If so, state the amount of reserve on such contracts on the basis actually held:

6.2 That would have been held (on an exact or approximate basis) using the actual ages of the annuitants; the interest rate(s) used in 6.1; and the same mortality basis used by the reporting entity for the valuation of comparable annuity benefits issued to standard lives. If the reporting entity has no comparable annuity benefits for standard lives to be valued, the mortality basis shall be the table most recently approved by the state of domicile for valuing individual annuity benefits:
Attach statement of methods employed in their valuation.

Yes []

No [X]

\$.....0

\$.....0

7. Does the reporting entity have any Synthetic GIC contracts or agreements in effect as of December 31 of the current year?

7.1 If yes, state the total dollar amount of assets covered by these contracts or agreements:

7.2 Specify the basis (fair value, amortized cost, etc.) for determining the amount:

7.3 State the amount of reserves established for this business:

7.4 Identify where the reserves are reported in the blank.

Yes []

No [X]

\$.....0

\$.....0

EXHIBIT 5A - CHANGES IN BASES OF VALUATION DURING THE YEAR

1 Description of Valuation Class	Valuation Basis		4 Increase in Actuarial Reserve Due To Change
	2 Changed From	3 Changed To	
LIFE CONTRACTS (Including supplementary contracts set up on a basis other than that used to determine benefits) (Exhibit 5)			
0100001. Term Product Deficiency Reserves.....	2010 X factors.....	2011 X factors.....	.....66,816,907
0100002. Term Product Deficiency Reserves Coinsurance.....	2010 X factors.....	2011 X factors.....	.....(66,816,907)
0199999. Subtotal (Page 7, Line 6).....	.....XXX.....	.....XXX.....	.....0
9999999. Total (Column 4 only).....			.....0

EXHIBIT 6 - AGGREGATE RESERVES FOR ACCIDENT AND HEALTH CONTRACTS

	1	2	3	4	Other Individual Contracts				
					5	6	7	8	9
	Total	Group Accident and Health	Credit Accident and Health (Group and Individual)	Collectively Renewable	Non- Cancelable	Guaranteed Renewable	Non-Renewable for Stated Reasons Only	Other Accident Only	All Other
ACTIVE LIFE RESERVE									
1. Unearned premium reserves.....	0	0	0	0	0	0	0	0	0
2. Additional contract reserves (a).....	0	0	0	0	0	0	0	0	0
3. Additional actuarial reserves - Asset/Liability analysis.....	0	0	0	0	0	0	0	0	0
4. Reserve for future contingent benefits.....	0	0	0	0	0	0	0	0	0
5. Reserve for rate credits.....	0	0	0	0	0	0	0	0	0
6. Aggregate write-ins for reserves.....	0	0	0	0	0	0	0	0	0
7. Totals (Gross).....	0	0	0	0	0	0	0	0	0
8. Reinsurance ceded.....	0	0	0	0	0	0	0	0	0
9. Totals (Net).....	0	0	0	0	0	0	0	0	0
CLAIM RESERVE									
10. Present value of amounts not yet due on claims.....	0	0	0	0	0	0	0	0	0
11. Additional actuarial reserves - Asset/Liability analysis.....	0	0	0	0	0	0	0	0	0
12. Reserve for future contingent benefits.....	0	0	0	0	0	0	0	0	0
13. Aggregate write-ins for reserves.....	0	0	0	0	0	0	0	0	0
14. Totals (Gross).....	0	0	0	0	0	0	0	0	0
15. Reinsurance ceded.....	0	0	0	0	0	0	0	0	0
16. Totals (Net).....	0	0	0	0	0	0	0	0	0
17. TOTALS (Net).....	0	0	0	0	0	0	0	0	0
18. TABULAR FUND INTEREST.....	0	0	0	0	0	0	0	0	0

DETAILS OF WRITE-INS

0601.		0	0	0	0	0	0	0	0
0602.		0	0	0	0	0	0	0	0
0603.		0	0	0	0	0	0	0	0
0698. Summary of remaining write-ins for Line 6 from overflow page.....	0	0	0	0	0	0	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	0	0	0	0	0	0	0	0	0
1301.		0	0	0	0	0	0	0	0
1302.		0	0	0	0	0	0	0	0
1303.		0	0	0	0	0	0	0	0
1398. Summary of remaining write-ins for Line 13 from overflow page.....	0	0	0	0	0	0	0	0	0
1399. Totals (Lines 1301 thru 1303 + 1398) (Line 13 above).....	0	0	0	0	0	0	0	0	0

(a) Attach statement as to valuation standard used in calculating this reserve, specifying reserve bases, interest rates and methods.

EXHIBIT 7 - DEPOSIT-TYPE CONTRACTS

	1	2	3	4	5	6
	Total	Guaranteed Interest Contracts	Annuities Certain	Supplemental Contracts	Dividend Accumulations or Refunds	Premium and Other Deposit Funds
1. Balance at the beginning of the year before reinsurance.....	1,193,829	0	1,193,829	0	0	0
2. Deposits received during the year.....	0	0	0	0	0	0
3. Investment earnings credited to the account.....	66,393	0	66,393	0	0	0
4. Other net change in reserves.....	120,000	0	120,000	0	0	0
5. Fees and other charges assessed.....	0	0	0	0	0	0
6. Surrender charges.....	0	0	0	0	0	0
7. Net surrender or withdrawal payments.....	173,500	0	173,500	0	0	0
8. Other net transfers to or (from) Separate Accounts.....	0	0	0	0	0	0
9. Balance at the end of current year before reinsurance (Lines 1 + 2 + 3 + 4 - 5 - 6 - 7 - 8).....	1,206,722	0	1,206,722	0	0	0
10. Reinsurance balance at the beginning of the year.....	0	0	0	0	0	0
11. Net change in reinsurance assumed.....	0	0	0	0	0	0
12. Net change in reinsurance ceded.....	0	0	0	0	0	0
13. Reinsurance balance at the end of the year (Lines 10 + 11 - 12).....	0	0	0	0	0	0
14. Net balance at the end of the current year after reinsurance (Lines 9 + 13).....	1,206,722	0	1,206,722	0	0	0

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 1 - Liability End of Current Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other
1. Due and unpaid:											
1.1 Direct.....	0	0	0	0	0	0	0	0	0	0	0
1.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
1.3 Reinsurance ceded.....	0	0	0	0	0	0	0	0	0	0	0
1.4 Net.....	0	0	0	0	0	0	0	0	0	0	0
2. In course of settlement:											
2.1 Resisted:											
2.11 Direct.....	0	0	0	0	0	0	0	0	0	0	0
2.12 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
2.13 Reinsurance ceded.....	0	0	0	0	0	0	0	0	0	0	0
2.14 Net.....	0	0	(b).....0	(b).....0	0	(b).....0	(b).....0	0	0	0	0
2.2 Other:											
2.21 Direct.....	34,844,104	0	34,844,104	0	0	0	0	0	0	0	0
2.22 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
2.23 Reinsurance ceded.....	30,770,708	0	30,770,708	0	0	0	0	0	0	0	0
2.24 Net.....	4,073,396	0	(b).....4,073,396	(b).....0	0	(b).....0	(b).....0	0	(b).....0	(b).....0	(b).....0
3. Incurred but unreported:											
3.1 Direct.....	7,259,082	0	7,259,082	0	0	0	0	0	0	0	0
3.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
3.3 Reinsurance ceded.....	6,634,414	0	6,634,414	0	0	0	0	0	0	0	0
3.4 Net.....	624,668	0	(b).....624,668	(b).....0	0	(b).....0	(b).....0	0	(b).....0	(b).....0	(b).....0
4. Totals:											
4.1 Direct.....	42,103,186	0	42,103,186	0	0	0	0	0	0	0	0
4.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
4.3 Reinsurance ceded.....	37,405,122	0	37,405,122	0	0	0	0	0	0	0	0
4.4 Net.....	4,698,064	(a).....0	(a).....4,698,064	0	0	0	(a).....0	0	0	0	0

(a) Including matured endowments (but not guaranteed annual pure endowments) unpaid amounting to \$.....0 in Column 2, \$.....0 in Column 3 and \$.....0 in Column 7.

(b) Include only portion of disability and accident and health claim liabilities applicable to assumed "accrued" benefits. Reserves (including reinsurance assumed and net of reinsurance ceded) for unaccrued benefits for Ordinary Life Insurance \$.....972,968, Individual Annuities \$.....0, Credit Life (Group and Individual) \$.....0, and Group Life \$.....120,510, are included in Page 3, Line 1, (See Exhibit 5, Section on Disability Disabled Lives); and for Group Accident and Health \$.....0, Credit (Group and Individual) Accident and Health \$.....0 and Other Accident and Health \$.....0 are included in Page 3, Line 2, (See Exhibit 6, Claim Reserve).

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 2 - Incurred During the Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life (a)	Life Insurance (b)	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance (c)	Annuities	Group	Credit (Group and Individual)	Other
1. Settlements during the year:											
1.1 Direct.....	232,146,785	0	231,569,344	577,441	0	0	0	0	0	0	0
1.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
1.3 Reinsurance ceded.....	169,007,577	0	169,007,577	0	0	0	0	0	0	0	0
1.4 Net.....	(d)63,139,208	0	62,561,767	577,441	0	0	0	0	0	0	0
2. Liability December 31, current year from Part 1:											
2.1 Direct.....	42,103,186	0	42,103,186	0	0	0	0	0	0	0	0
2.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
2.3 Reinsurance ceded.....	37,405,122	0	37,405,122	0	0	0	0	0	0	0	0
2.4 Net.....	4,698,064	0	4,698,064	0	0	0	0	0	0	0	0
3. Amounts recoverable from reinsurers December 31, current year...	38,550,272	0	38,550,272	0	0	0	0	0	0	0	0
4. Liability December 31, prior year:											
4.1 Direct.....	26,656,728	0	26,656,728	0	0	0	0	0	0	0	0
4.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
4.3 Reinsurance ceded.....	22,544,189	0	22,544,189	0	0	0	0	0	0	0	0
4.4 Net.....	4,112,539	0	4,112,539	0	0	0	0	0	0	0	0
5. Amounts recoverable from reinsurers December 31, prior year.....	37,724,691	0	37,724,691	0	0	0	0	0	0	0	0
6. Incurred benefits:											
6.1 Direct.....	247,593,243	0	247,015,802	577,441	0	0	0	0	0	0	0
6.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0	0
6.3 Reinsurance ceded.....	184,694,091	0	184,694,091	0	0	0	0	0	0	0	0
6.4 Net.....	62,899,152	0	62,321,711	577,441	0	0	0	0	0	0	0

(a) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$.....0 in Line 1.1, \$.....0 in Line 1.4, \$.....0 in Line 6.1 and \$.....0 in line 6.4.

(b) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$.....0 in Line 1.1, \$.....0 in Line 1.4, \$.....0 in Line 6.1 and \$.....0 in line 6.4.

(c) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$.....0 in Line 1.1, \$.....0 in Line 1.4, \$.....0 in Line 6.1 and \$.....0 in line 6.4.

(d) Includes \$.....32,527 premiums waived under total and permanent disability benefits.

U.S. FINANCIAL LIFE INSURANCE COMPANY
EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D).....	0	0	0
2. Stocks (Schedule D):			
2.1 Preferred stocks.....	0	0	0
2.2 Common stocks.....	0	0	0
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens.....	0	0	0
3.2 Other than first liens.....	0	0	0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company.....	0	0	0
4.2 Properties held for the production of income.....	0	0	0
4.3 Properties held for sale.....	0	0	0
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA).....	0	0	0
6. Contract loans.....	0	0	0
7. Derivatives (Schedule DB).....	0	0	0
8. Other invested assets (Schedule BA).....	0	0	0
9. Receivables for securities.....	0	0	0
10. Securities lending reinvested collateral assets (Schedule DL).....	0	0	0
11. Aggregate write-ins for invested assets.....	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	0	0	0
13. Title plants (for Title insurers only).....	0	0	0
14. Investment income due and accrued.....	0	0	0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection.....	0	0	0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....	0	0	0
15.3 Accrued retrospective premiums.....	0	0	0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers.....	0	0	0
16.2 Funds held by or deposited with reinsured companies.....	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	0	0	0
17. Amounts receivable relating to uninsured plans.....	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	0	0	0
18.2 Net deferred tax asset.....	47,017,150	41,948,201	(5,068,949)
19. Guaranty funds receivable or on deposit.....	0	0	0
20. Electronic data processing equipment and software.....	0	0	0
21. Furniture and equipment, including health care delivery assets.....	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0	0
23. Receivables from parent, subsidiaries and affiliates.....	0	0	0
24. Health care and other amounts receivable.....	83,218	83,975	757
25. Aggregate write-ins for other than invested assets.....	5,496	165,937	160,441
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	47,105,864	42,198,113	(4,907,751)
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
28. TOTALS (Lines 26 and 27).....	47,105,864	42,198,113	(4,907,751)

DETAILS OF WRITE-INS

1101.	0	0	0
1102.	0	0	0
1103.	0	0	0
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0
2501. Other Assets Non-Admitted.....	5,496	165,937	160,441
2502.	0	0	0
2503.	0	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	5,496	165,937	160,441

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of U.S. Financial Life Insurance Company ("the Company") are presented on the basis of accounting practices prescribed or permitted by the Ohio Insurance Department ("SAP").

The Ohio Insurance Department recognizes only SAP for determining and reporting the financial condition and results of operations of an insurance company, in order to determine its solvency under the Ohio Insurance law. The National Association of Insurance Commissioners' ("NAIC SAP") *Accounting and Procedures* manual has been adopted as a component of prescribed or permitted practices by the State of Ohio. There are no material differences between accounting practices prescribed or permitted by NAIC SAP and by the State of Ohio.

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

The preparation of financial statements in conformity with SAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

C. Accounting Policy

Life premiums are recognized as income over the premium paying period of the related policies. On universal life-type insurance policies and annuities with life contingencies, premiums and considerations are generally recognized as income when received. Payments on deposit type contracts are recorded to the policy reserve. Policy acquisition costs incurred in connection with acquiring new insurance business, such as commissions, underwriting, agency and policy issuance expenses, are charged to operations as incurred.

In addition, the company uses the following accounting policies:

Bonds are stated principally at amortized cost, the value of which is based on the effective interest rate method, and are adjusted to regulatory mandated values through the establishment of a valuation allowance, and for impairments in value deemed to be other than temporary through write-downs recorded as realized capital losses.

Mortgage backed and asset backed bonds are amortized using the effective interest method, including anticipated prepayments from the date of purchase; significant changes in the estimated cash flows from original purchase assumptions are accounted for using the retrospective method. Mortgage backed and asset backed bond carrying values are adjusted for impairments deemed to be other than temporary through write-downs recorded as realized capital losses.

Prepayment assumptions for loan-backed bonds and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is predominately used to value all securities except issues in default; the prospective adjustment method was used to value issues in default and issues that have a variable interest rate.

Publicly traded unaffiliated common stocks are stated at market value; common stocks not publicly traded are stated at fair value. Common stock values are adjusted for impairments in value deemed to be other than temporary through write-downs recorded as realized capital losses.

Preferred stocks are stated principally at amortized cost and are adjusted to regulatory mandated values through the establishment of a valuation allowance, and for impairments in value deemed to be other than temporary through write-downs recorded as realized capital losses. The preferred stock investments include real estate investment trusts ("REIT") perpetual preferred stock, other perpetual preferred stock and redeemable preferred stock. Preferred stock investments may not have a stated maturity, may not be cumulative and do not provide for mandatory redemption by the issuer.

Short-term investments are stated at cost or amortized cost, which approximates market value.

Cash and cash equivalents includes cash on hand, amounts due from banks and highly liquid debt instruments purchased with a maturity of three months or less.

Policy loans are stated at unpaid principal balances.

Mortgage loans on real estate are stated at unpaid principal balances net of unamortized discounts or premium and valuation allowances. Valuation allowances are established for mortgage loans that are considered impaired by management and recorded based on the difference between collateral value less estimated sales costs and the amortized cost of the mortgage loan. A mortgage loan that is considered permanently impaired by management is written down to collateral value less estimated sales costs with the write-down recorded as a realized capital loss. Mortgage loans for which foreclosure is probable are considered permanently impaired by management.

NOTES TO FINANCIAL STATEMENTS

Real estate acquired in satisfaction of debt is valued at the lower of unpaid principal balance or estimated fair value at the date of acquisition. Real estate held for investment is reviewed for impairment whenever events or changes in circumstances indicate the carrying value of such assets may not be recoverable. Impaired real estate is written down to fair value with the impairment loss being included in net realized capital losses. Real estate which management has committed to disposing of by sale or abandonment is carried at the lower of estimated fair value less disposition costs or depreciated cost, the shortfall recorded as an impairment with a corresponding charge to net realized capital losses. Real estate joint ventures are reported principally on the equity method of accounting. The results of real estate joint ventures are adjusted for depreciation, write-downs and valuation allowances.

Depreciation on directly owned real estate and real estate owned by joint ventures is computed on a straight-line method, generally ranging from 40 to 50 years.

The Company does not have any investments in subsidiaries, controlled and affiliated companies.

The Company does not have any investments in real estate joint ventures and other limited partnership interests.

The Company does not have any derivatives.

The Company does not hold premium deficiency reserves on Accident & Health contracts.

The Company estimates the liabilities for losses and loss adjustment expenses in accordance with SSAP No. 51.

The Company has not modified its capitalization policy from the prior period.

The Company does not have any pharmaceutical rebate receivables.

2. Accounting Changes and Corrections of Errors

A. Corrections of Errors

None

B. Accounting Changes

Accounting changes adopted to conform to the provisions of NAIC SAP are reported as changes in accounting principles. The cumulative effect of changes in accounting principles is reported as an adjustment to unassigned surplus in the period of the change in accounting principle. The cumulative effect is the difference between the amount of capital and surplus at the beginning of the year and the amount of capital and surplus that would have been reported at that date if the new accounting principles had been applied retroactively for all prior periods. During 2011, there were no accounting changes that had a material effect on the Company.

3. Business Combinations and Goodwill

A. Statutory Purchase Method

The Company did not participate in a statutory merger during the year.

B. Statutory Merger

The Company did not participate in a statutory merger during the year.

C. Assumption Reinsurance

The Company did not enter into assumption reinsurance during the year.

D. Impairment Loss

The Company did not recognize an impairment loss on the transactions described above.

4. Discontinued Operations

The Company does not have any discontinued operations.

5. Investments

A. Mortgage Loans

None

B. Debt Restructuring

None

C. Reverse Mortgages

The Company does not have any reverse mortgages.

NOTES TO FINANCIAL STATEMENTS

D. Loan-Backed Securities

- (1)

Prepayment assumptions for loan-backed bonds and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is predominately used to value all securities except issues in default; the prospective adjustment method was used to value issues in default and issues that have a variable interest rate.
- (2)

There are no loan-backed securities with a recognized other than temporary impairment as of December 31, 2011.
- (3)

There are no loan-backed securities with a recognized other than temporary impairment recorded as of December 31, 2011.
- (4)

There are no impaired (fair value is less than amortized cost) loan-backed securities for which an other than temporary impairment has not been recognized as a realized loss as of December 31, 2011.
- (5)

The Company’s management, with the assistance of its investment advisors, monitors the investment performance of its portfolio. This review process culminates with a quarterly review of certain assets by AXA Financial’s Investments Under Surveillance Committee that evaluates whether any investments are other than temporarily impaired. The review considers an analysis of individual credit metrics of each issuer as well as industry fundamentals and the outlook for the future. Based on the analysis, a determination is made to the ability of the issuer to service its debt obligation on an ongoing basis. If this ability is deemed to be impaired, then the appropriate provisions are taken.

E. Repurchase Agreements/Security Lending Transactions

None

F. Real Estate

The company has no investments in real estate.

G. Low income housing tax credit (“LIHTC”)

Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies

- A.

The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10% of its admitted assets.
- B.

The Company did not recognize any impairment write down for its investments in Joint Ventures, Partnerships and Limited Liability Companies during the statement period.

7. Investment Income

Due and accrued income was excluded from investment income on the following bases:

Securities – as recommended by AXA Financial’s Investments Under Surveillance Committee.

The total amount of due and accrued income excluded was \$1,103,494.

8. Derivative Instruments

Not applicable.

NOTES TO FINANCIAL STATEMENTS

9. Income Taxes

- A.
1. The components of net deferred income tax assets and liabilities as of December 31 consisted of the following (in thousands):

		12/31/2011			12/31/2010			Change		
		(1)	(2)	(3)	(4)	(5)	(6)	(Col. 1-4)	(Col. 2-5)	
		Ordinary	Capital	(Col. 1+2) Total	Ordinary	Capital	(Col. 4+5) Total	Ordinary	Capital	Total
a.)	Gross Deferred Tax Assets	\$78,645	\$0	\$78,645	\$72,281	\$0	\$72,281	\$6,364	\$0	\$6,364
b.)	Statutory Valuation Allowance Adjustment	0	0	0	0	0	0	0	0	0
c.)	Adjusted gross Deferred Tax Assets (1a-1b)	\$78,645	\$0	\$78,645	\$72,281	\$0	\$72,281	\$6,364	\$0	\$6,364
d.)	Deferred Tax Liabilities	4,636	0	4,636	4,059	0	4,059	577	0	577
e.)	Subtotal (Net Deferred Tax Assets) (1c-1d)	\$74,009	\$0	\$74,009	\$68,222	\$0	\$68,222	\$5,787	\$0	\$5,787
f.)	Deferred Tax Assets Non-Admitted	(47,017)	0	(47,017)	(41,948)	0	(41,948)	(5,069)	0	(5,069)
g.)	Net Admitted Deferred Tax Assets (1e-1f)	\$26,992	\$ 0	\$26,992	\$26,274	\$ 0	\$26,274	\$718	\$ 0	\$718

2. The Company has met the necessary Risk-Based Capital levels to be able to admit the increased amount of deferred tax assets available under SSAP 10R, Income Taxes-Revised, A Temporary Replacement of SSAP No. 10., and elects to admit DTAs pursuant to SSAP 10R. This current year election does not differ from the prior period.
3. Increased Amount of Gross Admitted DTA's as a result of the application of SSAP No. 10 R, paragraph 10.e. (in thousands):

SSAP No.10R, Paragraph 10.e			SSAP No.10R, Paragraph 10.e			Additional		
(1)	(2)	(3)	(4)	(5)	(6)	(Col. 1-4)	(Col. 2-5)	
Ordinary	Capital	(Col. 1+2) Total	Ordinary	Capital	(Col. 4+5) Total	Ordinary	Capital	Total
\$26,992	\$0	\$26,992	\$9,680	\$	\$9,680	\$17,312	\$	\$17,312

4. (in thousands):

		12/31/2011			12/31/2010			Change		
		(1)	(2)	(3)	(4)	(5)	(6)	(Col. 1-4)	(Col. 2-5)	
		Ordinary	Capital	(Col. 1+2) Total	Ordinary	Capital	(Col. 4+5) Total	Ordinary	Capital	Total
Admission Calculation Components										
SSAP No. 10R, Paragraphs 10.a., 10.b., and 10.c.:										
a.)	SSAP No. 10 R, Paragraph 10.a.	\$9,680	\$0	\$9,680	\$9,932	\$0	\$9,932	\$(252)	\$0	\$(252)
b.)	SSAP No. 10 R, Paragraph 10.b. (the lesser of paragraph 10.b.i. and 10.b.ii. below)	0	0	0	0	0	0	0	0	0
c.)	SSAP No. 10 R, Paragraph 10.b.i.	0	0	0	0	0	0	(252)	0	(252)
d.)	SSAP No. 10 R, Paragraph 10.b.ii.	5,328	0	5,328	5,742	0	5,742	(414)	0	(414)
e.)	SSAP No. 10 R, Paragraph 10.c.	0	0	0	0	0	0	0	0	0
f.)	Total (4a+4b+4e)	\$9,680	\$0	\$9,680	\$9,932	\$0	\$9,932	\$(252)	\$0	\$(252)

		12/31/2011			12/31/2010			Change		
		(1)	(2)	(3)	(4)	(5)	(6)	(Col. 1-4)	(Col. 2-5)	
		Ordinary	Capital	(Col. 1+2) Total	Ordinary	Capital	(Col. 4+5) Total	Ordinary	Capital	Total
Admission Calculation Components										
SSAP No. 10R, Paragraph 10.e.:										
g.)	SSAP No. 10 R, Paragraph 10.e.i.	\$19,000	\$0	\$19,000	\$17,661	\$0	\$17,661	\$1,339	\$0	\$1,339
h.)	SSAP No. 10 R, Paragraph 10.e.ii. (the lesser of paragraph 10.e.ii.a. and 10.e.ii.b. below)	7,992	0	7,992	8,613	0	8,613	(621)	0	(621)
i.)	SSAP No. 10 R, Paragraph 10.e.ii.a.	11,019	0	11,019	9,926	0	9,926	1,093	0	1,093
j.)	SSAP No. 10 R, Paragraph 10.e.ii.b.	7,992	0	7,992	8,613		8,613	(621)	0	(621)
k.)	SSAP No. 10 R, Paragraph 10.e.iii.	0	0	0	0	0	0	0	0	0
l.)	Total (4g+4h+4k)	\$26,992	\$0	\$26,992	\$26,274	\$0	\$26,274	\$718	\$0	\$718
Used in SSAP No. 10R, Paragraph 10.d.:										
m.)	Total Adjusted Capital	XXX	XXX	\$63,541	XXX	XXX	\$71,794	XXX	XXX	\$(8,253)
n.)	Authorized Control Level	XXX	XXX	\$9,901	XXX	XXX	\$9,426	XXX	XXX	\$475

NOTES TO FINANCIAL STATEMENTS

5. Impact of Tax Planning Strategies

12/31/2011			
	(1)	(2)	(3)
	Ordinary Percent	Capital Percent	(Col. 1+2) Total Percent
Impact of Tax Planning Strategies			
a.) Adjusted Gross DTAs (% of Total Adjusted Gross DTAs)	0.00%	0.00%	0.00%
b.) Net Admitted Adjusted Gross DTAs (% of Total Net Admitted Adjusted Gross DTAs)	0.00%	0.00%	0.00%

6. SSAP No. 10R, Paragraphs 10.a., 10.b. and 10.c. (in thousands):

12/31/2011				12/31/2010			Change		
	(1)	(2)	(3)	(4)	(5)	(6)	(Col. 1-4)	(Col. 2-5)	
	Ordinary	Capital	(Col. 1+2) Total	Ordinary	Capital	(Col. 4+5) Total	Ordinary	Capital	Total
SSAP No. 10R, Paragraphs 10.a., 10.b., and 10.c.:									
a.) Admitted Deferred Tax Assets	\$9,680	\$0	\$9,680	\$9,932	\$0	\$9,932	\$(252)	\$0	\$(252)
b.) Admitted Assets	XXX	XXX	611,049	XXX	XXX	604,946	XXX	XXX	6,103
c.) Adjusted Statutory Surplus*	XXX	XXX	77,104	XXX	XXX	57,419	XXX	XXX	19,685
d.) Total Adjusted Capital from DTAs	XXX	XXX	\$9,680	XXX	XXX	\$9,932	XXX	XXX	\$(252)
Increases due to SSAP No. 10R, Paragraph 10.e.:									
e.) Admitted Deferred Tax Assets	\$17,312	\$0	\$17,312	\$16,342	0	\$16,342	\$970	\$0	\$970
f.) Admitted Assets	17,312	0	17,312	16,342	0	16,342	970	0	970
g.) Statutory Surplus	\$17,312	0	\$17,312	\$16,342	0	\$16,342	\$970	\$0	\$970

* As reported on the statutory balance sheet for the most recently filed statement with the domiciliary state commissioner in accordance with SSAP No. 10R, Paragraph 10.b.ii.

B. There are no deferred tax liabilities which are not recognized.

C. Current income taxes incurred consist of the following major components (in thousands):

1. Current Income Tax (in thousands)

	12/31/2011	12/31/2010	(Col. 1-2) Change
a.) Federal income tax on operations	\$5,200	\$7,200	\$(2,000)
b.) Foreign	0	0	0
c.) Subtotal	\$5,200	\$7,200	\$(2,000)
d.) Federal income tax on net capital gains	0	315	(315)
e.) Utilization of capital loss carry-forwards	0	(315)	315
f.) Other	0	0	0
g.) Federal and foreign income taxes incurred	\$5,200	\$7,200	\$(2,000)

2. Deferred tax assets (in thousands)

	12/31/2011	12/31/2010	(Col. 1-2) Change
a.) Ordinary			
(1) Proxy DAC	\$28,727	\$28,654	\$73
(2) Reserves	49,026	43,453	5,573
(3) Other	892	174	718
(99) Subtotal	\$78,645	\$72,281	\$6,364
b.) Statutory valuation allowance adjustment	0	0	0
c.) Nonadmitted	47,017	41,948	5,069
d.) Admitted ordinary deferred tax assets (2a99-2b-2c)	\$31,628	\$30,333	\$1,295
e.) Capital			
(1) Investments	\$0	\$0	\$0
(99) Subtotal	\$0	\$0	\$0
f.) Statutory valuation allowance adjustment	0	0	0
g.) Nonadmitted	\$0	\$0	\$0
h.) Admitted capital deferred tax assets (2e99-2f-2g)	\$0	\$0	\$0
i.) Admitted deferred tax assets (2d+2h)	\$31,628	\$30,333	\$1,295

3. Deferred tax liabilities (in thousands)

	12/31/2011	12/31/2010	(Col. 1-2) Change
a.) Ordinary			
(1) Due & deferred premiums	\$593	\$630	\$(37)
(2) Deferred commissions	3,574	2,107	1,467
(3) Other	469	1,322	(853)
(99) Subtotal	\$4,636	\$4,059	\$577
b.) Capital			
(1) Investments	\$0	\$0	\$0
(99) Subtotal	\$0	\$0	\$0
c.) Deferred tax liabilities (3a99+3b99)	\$4,636	\$4,059	\$577

4. Net deferred tax assets/liabilities (2i-3c)
(in thousands)

	12/31/2011	12/31/2010	(Col. 1-2) Change
	\$26,992	\$26,274	\$718

NOTES TO FINANCIAL STATEMENTS

5. The change in net deferred income taxes is comprised of the following (in thousands):

	12/31/2011	12/31/2010	(Col. 1-2) Change
Gross deferred tax assets	\$78,645	\$72,281	\$6,364
Deferred tax liabilities	4,636	4,059	577
Net deferred tax asset (liability)	\$74,009	\$68,222	\$5,787
Tax effect of unrealized gains (losses)			0
Increase (decrease) in net deferred tax asset (liability)			\$5,787

D. The provision for federal and foreign income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate to income before income taxes. The significant items causing this difference are as follows (in thousands):

	12/31/2011	12/31/2010
Provision computed at statutory rate	\$(474)	\$7,610
Incurred tax items in surplus	0	(6,326)
Other	(113)	(6)
Total statutory taxes	\$(587)	\$1,278
Federal and Foreign Income Taxes Incurred	\$5,200	\$7,200
Change in net deferred income tax	(5,787)	(5,922)
Incurred tax items in surplus	0	0
Total statutory taxes	\$(587)	\$1,278

E. As of December 31, 2011, the Company has no net operating loss carryforward. The amounts of federal income taxes incurred that are available for recoupment in the event of future net losses are:

a.	2011	\$ 4,800,000
b.	2010	\$ 6,600,000
c.	2009	\$ 7,600,000

There are no deposits admitted under section 6603 of the Internal Revenue Code.

F. The Company is included in a consolidated federal income tax return together with its ultimate domestic parent, AXA Financial, Inc. ("AXA Financial") and the following subsidiaries and affiliates:

1. AXA Financial, Inc.	21. AXA Financial (Bermuda) LTD
2. AXA America Corporate Solutions, Inc.	22. AXA Corporate Solutions Life Reinsurance Company
3. AXA Equitable Life and Annuity Company	23. MONY Life Insurance Company
4. AXA Equitable Life Insurance Company	24. MONY Life Insurance Company of America
5. AXA Technology Services America, Inc.	25. MONY Financial Services, Inc.
6. AllianceBernstein Corp.	26. MONY Securities Corp.
7. AXA Distribution Holding Corp.	27. 1740 Advisers, Inc.
8. Equitable Structured Settlement Corp.	28. MONY Assets Corp.
9. AXA Network of Nevada, Inc.	29. MONY Benefits Management Corp.
10. ELAS Securities Acquisition Corp.	30. 1740 Ventures, Inc.
11. AXA Network Insurance Agency of Texas, Inc.	31. Enterprise Capital Management, Inc.
12. Equitable Casualty Insurance Co.	32. MONY Brokerage, Inc.
13. AXA Distributors Insurance Agency of Texas, Inc.	33. MBI Agency of Alabama, Inc.
14. JMR Realty Services, Inc.	34. MBI Agency of Massachusetts, Inc.
15. MONY Agricultural Investment Advisors, Inc.	35. MBI Agency of New Mexico, Inc.
16. MONY Capital Management, Inc.	36. MBI Agency of Ohio, Inc.
17. MONY Asset Management, Inc.	37. MBI Agency of Texas, Inc.
18. Coliseum Reinsurance Company	38. Trusted Investment Advisors Corp.
19. AXA Insurance Company	39. Trusted Insurance Advisors General Agency Corp.
20. Mosaic Insurance Company	40. Financial Marketing Agency, Inc.

Federal income taxes are charged or credited to operations based upon amounts estimated to be payable or receivable as a result of taxable operations for the current year.

In accordance with the tax sharing agreement between AXA Financial and the Company, tax expense is allocated based on separate company computations. Any loss not currently usable is carried forward and credited when usable by the company on a separate basis.

NOTES TO FINANCIAL STATEMENTS

10. Information Concerning Parent, Subsidiaries and Affiliates

- A. B. & C. All transactions between the Company and its affiliates are disclosed on Schedule Y, Part 2.
- D. The Company reported \$0 due from affiliates and \$0.6 million payable to affiliates at December 31, 2011 primarily related to reinsurance administration and expense allocations.
- E. The Company does not have any guarantees for the benefit of an affiliate or related party.
- F. The Company reimburses AXA Equitable Life Insurance Company (“AXA Equitable”) for their use of personnel, property and facilities in carrying out certain of their operations. The Company reimburses AXA Financial and certain affiliates for certain provided services. Reimbursement for intercompany services is made on the basis of the cost of services provided. Acquisition costs, such as commissions and other costs incurred in connection with acquiring new business, are charge to operations as incurred.

AllianceBernstein L.P. (“AllianceBernstein”) provides investment advisory and management services to the Company on a fee basis. The Company pays distribution fees to AXA Network, LLC, AXA Advisors, LLC and AXA Distributors, LLC for distributing the Company’s products.

- G. The organizational structure of the Company, its parent and all affiliates at December 31, 2011 is disclosed in Schedule Y Part 1.
- The Company is a wholly owned subsidiary of MONY Life Insurance Company (“MONY Life”). MONY Life is a wholly owned subsidiary of AXA Equitable Financial Services, LLC, a downstream holding company of AXA Financial, Inc.
- H. The Company owns no shares either directly or indirectly of an upstream intermediate.
- I. The Company does not have any investments in subsidiaries, controlled, and affiliated entities that exceed 10% of admitted assets.
- J. The Company did not have any impairment in investments in subsidiaries, controlled, and affiliated entities during the year.
- K. The Company has no investment in a foreign insurance subsidiary.
- L. The Company has no investments in a downstream holding company.

11. Debt

- A. Debt and Capital Notes

The Company has no debt or capital note obligations outstanding at December 31, 2011.

- B. Federal Home Loan Bank (“FHLB”)

The Company has no FHLB agreement.

12. Retirement plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Plans

None

13. Capital and Surplus, Shareholders’ Dividend Restrictions and Quasi-Reorganizations

- (1) The Company has 405,000 shares of common stock authorized, 405,000 shares issued, and 405,000 outstanding. All outstanding shares are held by MONY Life.
- (2) The Company has no preferred stock outstanding.
- (3) Under Ohio Insurance Law, a domestic life insurer may without prior approval of the Superintendent, pay a dividend to its shareholders not exceeding an amount calculated based on a statutory formula. This formula would not permit the Company to pay shareholders dividends during 2012. Any payment of dividends exceeding this amount would require the insurer to file notice of its intent to declare such dividends with the Superintendent who then has 30 days to disapprove the distribution.
- (4) The Company did not pay any dividends in 2011.
- (5) Within the limitations of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

NOTES TO FINANCIAL STATEMENTS

- (6)

The Company had special surplus funds of \$17.3 million and \$16.3 million as of December 31, 2011 and December 31, 2010, respectively.
- (7)

The Company has no advances to surplus unpaid.
- (8)

No stock of the Company is being held for special purposes.
- (9)

The change in special surplus funds represents the additional admitted deferred tax asset under SSAP No. 10R.
- (10)

The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses is \$0.
- (11)

The Company has not issued any surplus debentures or similar obligations.
- (12)

The Company did not restate gross paid in and contributed surplus and unassigned funds (surplus) under a quasi-reorganization.
- (13)

The Company did not restate gross paid in and contributed surplus and unassigned funds (surplus) under a quasi-reorganization in the last 10 years.

14. Contingencies

A. Contingent Commitments

The Company does not have any contingent liabilities as of December 31, 2011.

B. Assessments

The Company holds \$1.3 million liability for the estimated portion of future assessments related to insolvent insurers, primarily Lincoln Memorial Life Insurance Company. These assessments are expected to be paid over an extended period. The Company also holds \$1.1 million asset for premium tax offsets that are expected to be realized with respect to these assessments.

C. Gain Contingencies

The Company has not realized a gain contingency subsequent to the balance sheet date.

D. Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits

	Direct
Claims related ECO and bad faith losses paid during the reporting period	\$121,083

Number of claims where amounts were paid to settle claims related extra contractual obligations or bad faith claims resulting from lawsuits during the reporting period.

(a) 0-25 Claims	(b) 26-50 Claims	(c) 51-100 Claims	(d) 101-500 Claims	(e) More than 500 Claims
X				

Indicate whether claim count information is disclosed per claim or per claimant

(f) Per Claim []

(g) Per Claimant [X]

E. All other contingencies

The Company is subject to extensive regulation and supervision by state insurance departments, as well as other Federal and state agencies. Such agencies may conduct regular or targeted examinations of the operations and accounts of the Company and make requests for particular information from it. In addition, in recent years, the insurance industry has seen an increase in inquiries from, among others, state attorneys general, state securities regulators and state treasurers regarding compliance with applicable laws. For example, the Company, along with other life insurance industry companies, has been the subject of various examinations regarding its unclaimed property and escheatment procedures. For example, the Company has been contacted by a third party auditor acting on behalf of a number of U.S. state jurisdictions reviewing compliance with unclaimed property laws of those jurisdictions. The Company is cooperating with those examinations.

The Company is involved in various legal actions and proceedings in connection with its business. While the ultimate outcome of such matters cannot be predicted with certainty, in the opinion of management no such matter is likely to have a material adverse effect on the Company’s consolidated financial position or results of operations. However, it should be noted that the frequency of large damage awards, including large punitive damage awards that bear little or no relation to actual economic damages incurred by plaintiffs in some jurisdictions, continues to create the potential for an unpredictable judgment in any given matter.

NOTES TO FINANCIAL STATEMENTS

15. Leases
- A. Leasing arrangements

The Company does not have any material lease obligation as of December 31, 2011.
- B. Lessor Business Activities

The Company is not involved in any lessor business activities.
16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk
- The Company has no Financial Instruments with off balance sheet risk or significant concentrations of credit risks at December 31, 2011.
17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
- A. Transfers of Receivables reported as sales

The Company did not sell any receivables during 2011.
- B. Transfer and Servicing of Financial Assets

The Company did not have any transactions related to the transfer and servicing of financial assets and extinguishments of liabilities.
- C. Wash Sales

The Company did not sell any securities during the year ended December 31, 2011, which were reacquired within 30 days of the sale date.
18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans
- The Company does not have any uninsured or partially insured A&H Plans.
19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators
- None of the Company’s premium was written through managing general agents or third party administrators.
20. Fair Value Measurements
- A. Fair Value Measurements at Reporting Date

The Company has no invested assets that were required to be reported at fair value as of December 31, 2011 and 2010.
21. Other Items
- A. Extraordinary Items

None
- B. Troubled Debt Restructuring

None
- C. Other Disclosures

Special Deposits

Assets in the amount of \$7.7 million and \$7.7 million at December 31, 2011 and 2010, respectively, were on deposit with government authorities or trustees as required by law. These assets are listed on Schedule E Part 3 – Special Deposits. No Company assets were maintained as compensating balances or pledged as collateral for bank loans or other financing as of December 31, 2011 and 2010, respectively.
- D. Uncollectible Assets

The Company did not have any admitted assets reported for assets covered under SSAP No. 6, Uncollected Premium Balances, Bills Receivable, and Amounts Due From Agents and Brokers, SSAP No. 47, Uninsured Plans, or SSAP No. 66, Retrospectively Rated Contracts.

NOTES TO FINANCIAL STATEMENTS

E. Business Interruption Insurance Recoveries

The Company did not receive any business interruption recoveries in 2011 or 2010.

F. State Transferable Tax Credits

The Company has no state transferable tax credits.

G. Subprime Exposure

(1) Subprime residential mortgages are mortgage loans made by banks or mortgage lenders to residential borrowers with lower credit ratings. The criteria used to categorize such subprime borrowers include Fair Isaac Credit Organization (“FICO”) scores, interest rates charged, debt-to-income ratios and loan-to-value ratios. Alt-A residential mortgages are mortgage loans where the risk profile falls between prime and subprime; borrowers typically have clean credit histories but the mortgage loan has an increased risk profile due to higher loan-to-value and debt-to-income ratios and/or inadequate documentation of the borrowers’ income. Residential Mortgage Backed Securities (RMBS) are securities whose cash flows are backed by the principal and interest payments from a set of residential mortgage loans.

U.S. Financial Life Insurance Company does not originate, purchase or warehouse residential mortgages and is not in the mortgage servicing business.

(2) The Company has no direct exposure through investments in subprime mortgage loans.

(3) Listed below is the Company’s indirect exposure to subprime mortgage risk:

	Actual Cost	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Other Than Temporary Impairment Losses Recognized
a. Residential mortgage-backed securities				
b. Commercial mortgage-backed securities				
c. Collateralized debt obligations				
d. Structured securities	\$289,081	\$289,081	\$292,641	0
e. Equity investment in SCAs*				
f. Other assets				
g. Total	\$289,081	\$289,081	\$292,641	0

(4) The Company has no underwriting exposure to subprime mortgage risk through Mortgage Guaranty coverage, Financial Guaranty coverage, Directors and Officers liability, Errors and Omissions liability, and any other lines of insurance.

H. Retained Assets

None

22. Events Subsequent

Subsequent events have been considered through February 22, 2012. The Company is not aware of any Type I or Type II subsequent events.

23. Reinsurance

A. Ceded Reinsurance Report

Section 1 - General Interrogatories

- (1)

Are any of the reinsurers, listed in schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company? Yes () No (X)
- (2)

Have any policies issued by the company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) which is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business? Yes () No (X)

NOTES TO FINANCIAL STATEMENTS

Section 2 - Ceded Reinsurance Report - Part A

- (1)

Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?
Yes () No (X)
- (2)

Does the company have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts which, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies? Yes () No (X)

Section 3 - Ceded Reinsurance Report - Part B

- (1)

What is the estimated amount of the aggregate reduction in surplus, for agreements not reflected in Section 2 above, of termination of all reinsurance agreements, by either party, as of the date of this statement? \$0.2 million
- (2)

Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts which were in-force or which had existing reserves established by the company as of the effective date of the agreement? Yes () No (X)

B. Uncollectible Reinsurance

The Company has not written off any reinsurance balances due in the current year.

C. Commutation of Ceded Reinsurance

The Company has no reported commutation of ceded reinsurance in the current year.

24. **Retrospectively Rated Contracts and Contracts Subject to Redetermination**

The Company does not write retrospective rated contracts.

25. **Change in Incurred Losses and Loss Adjustment Expenses**

There are no material changes in the provision for incurred loss and loss adjustment expenses attributable to insured events of prior years.

26. **Intercompany Pooling Arrangements**

The Company does not participate in any intercompany pooling arrangements with affiliated insurers.

27. **Structured Settlements**

The Company does not purchase structured settlement annuities.

28. **Health Care Receivables**

The Company does not have any health care receivables.

29. **Participating Policies**

The Company does not have any participating business.

30. **Premium Deficiency Reserves**

The Company does not have any accident & health or property & casualty business.

31. **Reserves for Life Contracts and Annuity Contracts**

- (1)

The Company waives deduction of deferred fractional premiums upon death of insured and returns any portion of the final premium beyond the date of death. Surrender values are not promised in excess of the legally computed reserves.
- (2)

Extra premiums are charged for substandard lives for all policies plus the gross premium for a true age. Mean reserves are determined by computing the regular mean reserve for the plan at the true age and holding an additional one-half (1/2) of the extra charge for the year.
- (3)

As of December 31, 2011, the Company had \$26.3 billion of insurance in force for which the gross premiums are less than the net premiums according to the standard valuation of the State of Ohio. Reserves to cover the above insurance totaled \$242,912,225 at year-end and are reported in the Miscellaneous Reserves section of Exhibit 5.

NOTES TO FINANCIAL STATEMENTS

- (4) The Tabular interest (Page 7, Line 4), the Tabular less actual reserve released (Page 7, Line 5), and the Tabular cost (Page 7, Line 9) have been determined by formulas as described in the instructions for Page 7.
- (5) The tabular interest of funds not involving life contingencies under Exhibit 7, Line 3 is calculated as the actual amount of interest credited to the amount of funds at the valuation interest rate.
- (6) The major component of “Other increases (net)” for Page 7, Line 7 is, for individual life, an increase of \$22.0 million in actuarial reserves determined from asset/liability analysis.

32. Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics

Withdrawal Characteristics of Annuity Actuarial Reserves and Deposit-Type Contract Funds and other Liabilities without Life or Disability Contingencies

			General Account	Separate Account With Guarantees	Separate Account Nonguaranteed	Total	% of Total
A		Subject to discretionary withdrawal:					
	(1)	With fair value adjustment					
	(2)	At book value less current surrender charge of 5% or more					
	(3)	At fair value					
	(4)	Total with adjustment or at fair value (Total of 1 through 3)					
	(5)	At book value without adjustment (minimal or no charge or adjustment)	\$3,230,365			\$3,230,365	31.69%
B		Not subject to discretionary withdrawal	6,963,475			6,963,475	68.31%
C		Total (gross: direct + assumed)	\$10,193,840			\$10,193,840	100.00%
D		Reinsurance ceded	0			0	0
E		Total (net)* (C) - (D)	\$10,193,840			\$10,193,840	100.00%

* Reconciliation of total annuity actuarial reserves and deposit fund liabilities.

F. Life & Accident & Health Annual Statement:	Amount
1) Exhibit 5, Annuities Section, Total (net)	\$ 8,987,118
2) Exhibit 5, Supplementary Contracts with Life Contingencies Sections, Total (net)	0
3) Exhibit 7, Deposit-Type Contracts, Line 14, Column 1	<u>1,206,722</u>
4) Subtotal	\$ 10,193,840

Separate Accounts Annual Statement:	
5) Exhibit 3, Line 02999999, Column 2	0
6) Exhibit 3, Line 03999999, Column 2	0
7) Policyholder dividend and coupon accumulations	0
8) Policyholder premiums	0
9) Guaranteed interest contracts	0
10) Other contract deposit funds	<u>0</u>
11) Subtotal	<u>0</u>
12) Combined Total	<u>\$ 10,193,840</u>

NOTES TO FINANCIAL STATEMENTS

33.

Premium and Annuity Considerations Deferred and Uncollected

Deferred and uncollected life insurance premiums and annuity considerations as of December 31, 2011 were as follows:

Type	(1) Gross	(2) Net of Loading
1) Industrial	\$ 0	\$ 0
2) Ordinary new business	0	0
3) Ordinary renewal	1,688,739	1,683,062
4) Credit life	0	0
5) Group life	0	0
6) Group annuity	0	0
7) Totals	<u>\$ 1,688,739</u>	<u>\$ 1,683,062</u>

34.

Separate Accounts

Not applicable

35.

Loss/Claim Adjustment Expenses

The Company does not have any accident & health or property & casualty business.

U.S. FINANCIAL LIFE INSURANCE COMPANY
GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

1.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?

Yes [X] No []

1.2

If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations?

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

1.3

State regulating?

Ohio

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [] No [X]

2.2

If yes, date of change:

3.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2010

3.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2005

3.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

10/31/2006

3.4

By what department or departments?

State of Ohio Department of Insurance

3.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with departments?

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

3.6

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

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

4.1

During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.11

sales of new business?

Yes [] No [X]

4.12

renewals?

Yes [] No [X]

4.2

During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.21

sales of new business?

Yes [] No [X]

4.22

renewals?

Yes [] No [X]

5.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [] No [X]

5.2

If yes, provide the name of the entity, NAIC company code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1	2	3
Name of Entity	NAIC Co. Code	State of Domicile

6.1

Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [] No [X]

6.2

If yes, give full information:

7.1

Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity?

Yes [X] No []

7.2

If yes,

7.21

State the percentage of foreign control

.....100.000 %

7.22

State the nationality(ies) of the foreign person(s) or entity(ies); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(ies) (e.g., individual, corporation, government, manager or attorney-in-fact)

1	2
Nationality	Type of Entity
French	Corporation

8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [] No [X]

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [X] No []

8.4

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

1	2	3	4	5	6	7
Affiliate Name	Location (City, State)	FRB	OCC	OTS	FDIC	SEC
AllianceBernstein Investments, Inc.	New York, NY			NO		YES
Alliance Corporate Finance Group, Inc.	New York, NY			NO		YES
AllianceBernstein Corporation	New York, NY			NO		YES
AllianceBernstein Global Derivatives Corporatio	New York, NY			NO		YES
AllianceBernstein Holding LP	New York, NY			NO		YES
AllianceBernstein LP	New York, NY			NO		YES
Sanford C. Bernstein & Co. LLC	New York, NY			NO		YES
AXA Advisors LLC	New York, NY			NO		YES
AXA Distributors LLC	New York, NY			NO		YES
AXA Equitable Life Insurance Company	New York, NY			NO		YES
AXA Equitable Funds Management Group, LLC	New York, NY			NO		YES
AXA Investment Managers, Inc.	Greenwich, CT			NO		YES
AXA Private Equity (US) LLC	New York, NY			NO		YES
AXA Rosenberg Investment Management LLC	Orinda, CA			NO		YES

9.

What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?

PricewaterhouseCoopers LLP, 1177 Avenue of the Americas, New York, NY 10036

10.1

Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation?

Yes [] No [X]

10.2

If the response to 10.1 is yes, provide information related to this exemption:

10.3

Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 17A of the Model Regulation, or substantially similar state law or regulation?

Yes [] No [X]

10.4

If the response to 10.3 is yes, provide information related to this exemption:

U.S. FINANCIAL LIFE INSURANCE COMPANY
GENERAL INTERROGATORIES

- 10.5
- Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws?
- Yes [X]
- No []
- N/A []
- 10.6
- If the answer to 10.5 is no or n/a, please explain.

11.
- What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Keith Floman, Senior Vice President and Appointed Actuary, 525 Washington Blvd., Jersey City, NJ 07310, 34th Floor
- 12.1
- Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly?
- Yes []
- No [X]
- 12.11
- Name of real estate holding company
- 12.12
- Number of parcels involved
-0
- 12.13
- Total book/adjusted carrying value
- \$.....0
- 12.2
- If yes, provide explanation.

13.
- FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:
- 13.1
- What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?
- 13.2
- Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located?
- Yes []
- No []
- 13.3
- Have there been any changes made to any of the trust indentures during the year?
- Yes []
- No []
- 13.4
- If answer to (13.3) is yes, has the domiciliary or entry state approved the changes?
- Yes []
- No []
- N/A []
- 14.1
- Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
- Yes [X]
- No []
- a.
- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- b.
- Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- c.
- Compliance with applicable governmental laws, rules and regulations;
- d.
- The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- e.
- Accountability for adherence to the code.
- 14.11
- If the response to 14.1 is no, please explain:

- 14.2
- Has the code of ethics for senior managers been amended?
- Yes [X]
- No []
- 14.21
- If the response to 14.2 is yes, provide information related to amendment(s).
The Policy Statement on Ethics was amended on September 2011 in the following respects: Removed references to New York Stock Exchange ("NYSE") reporting requirements and AXA ADRs in view of AXA's de-listing from the NYSE. Removed references to AllianceBernstein Holding LP and AXA Asia Pacific Holdings. Removed the process that provided an option to report certain matters directly to the Chair of the AXA Group Audit Committee. (In light of AXA's de-listing from the NYSE and deregistration from the Securities and Exchange Commission ("SEC"), effective July 2011, AXA Group has revised its global policy to eliminate this option, and we conformed our policy to the Group policy). Changed the last paragraph in the Reporting Violations policy, in response to the recently enacted SEC Whistleblower Rule mandated by the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010.
- 14.3
- Have any provisions of the code of ethics been waived for any of the specified officers?
- Yes []
- No [X]
- 14.31
- If the response to 14.3 is yes, provide the nature of any waiver(s).

- 15.1
- Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance with a NAIC rating of 3 or below?
- Yes []
- No [X]
- 15.2
- If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.
- | | | | |
|---------------------------------------------------|---------------------------------|-----------------------------------------------------|--------|
| 1 | 2 | 3 | 4 |
| American Bankers Association (ABA) Routing Number | Issuing or Confirming Bank Name | Circumstances That Can Trigger the Letter of Credit | Amount |
| | | | |

PART 1 - COMMON INTERROGATORIES - BOARD OF DIRECTORS

16.
- Is the purchase or sale of all investments of the reporting entity passed upon either by the Board of Directors or a subordinate committee thereof?
- Yes [X]
- No []
17.
- Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof?
- Yes [X]
- No []
18.
- Has the reporting entity an established procedure for disclosure to its Board of Directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person?
- Yes [X]
- No []

PART 1 - COMMON INTERROGATORIES - FINANCIAL

19.
- Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)?
- Yes []
- No [X]
- 20.1
- Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.11
- To directors or other officers
- \$.....0
- 20.12
- To stockholders not officers
- \$.....0
- 20.13
- Trustees, supreme or grand (Fraternal only)
- \$.....0
- 20.2
- Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.21
- To directors or other officers
- \$.....0
- 20.22
- To stockholders not officers
- \$.....0
- 20.23
- Trustees, supreme or grand (Fraternal only)
- \$.....0
- 21.1
- Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement?
- Yes []
- No [X]
- 21.2
- If yes, state the amount thereof at December 31 of the current year:
- 21.21
- Rented from others
- \$.....0
- 21.22
- Borrowed from others
- \$.....0
- 21.23
- Leased from others
- \$.....0
- 21.24
- Other
- \$.....0
- 22.1
- Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments?
- Yes [X]
- No []

PART 1 - COMMON INTERROGATORIES - FINANCIAL

- 22.2 If answer is yes:
- 22.21 Amount paid as losses or risk adjustment

22.22 Amount paid as expenses

22.23 Other amounts paid
- \$.....2,577

\$.....0

\$.....0
- 23.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?
- Yes [] No [X]
- 23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount.
- \$.....0

PART 1 - COMMON INTERROGATORIES - INVESTMENT

- 24.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date (other than securities lending programs addressed in 24.3)?
- Yes [] No [X]
- 24.2 If no, give full and complete information relating thereto.
Exceptions are listed in Schedule of Special Deposits.
- 24.3 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet (an alternative is to reference Note 17 where this information is also provided).
- 24.4 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions?
- Yes [] No [] N/A [X]
- 24.5 If answer to 24.4 is yes, report amount of collateral for conforming programs.
- \$.....0
- 24.6 If answer to 24.4 is no, report amount of collateral for other programs.
- \$.....0
- 24.7 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract?
- Yes [] No [] N/A [X]
- 24.8 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%?
- Yes [] No [] N/A [X]
- 24.9 Does the reporting entity or the reporting entity's securities lending agent utilize the Master Securities Lending Agreement (MSLA) to conduct securities lending?
- Yes [] No [] N/A [X]
- 25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.3)
- Yes [X] No []
- 25.2 If yes, state the amount thereof at December 31 of the current year:
- 25.21 Subject to repurchase agreements

25.22 Subject to reverse repurchase agreements

25.23 Subject to dollar repurchase agreements

25.24 Subject to reverse dollar repurchase agreements

25.25 Pledged as collateral

25.26 Placed under option agreements

25.27 Letter stock or securities restricted as to sale

25.28 On deposit with state or other regulatory body

25.29 Other
- \$.....0

\$.....0

\$.....0

\$.....0

\$.....0

\$.....0

\$.....0

\$.....7,669,954

\$.....0
- 25.3 For category (25.27) provide the following:
- | 1 | 2 | 3 |
|-----------------------|-------------|--------|
| Nature of Restriction | Description | Amount |
| | | |
- 26.1 Does the reporting entity have any hedging transactions reported on Schedule DB?
- Yes [] No [X]
- 26.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?
If no, attach a description with this statement.
- Yes [] No [] N/A [X]
- 27.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity?
- Yes [] No [X]
- 27.2 If yes, state the amount thereof at December 31 of the current year:
- \$.....0
28. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?
- Yes [X] No []
- 28.01 For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:
- | 1 | 2 |
|----------------------|-----------------------------------|
| Name of Custodian(s) | Custodian's Address |
| JPMorgan Chase | 270 Park Ave., New York, NY 10017 |
- 28.02 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:
- | 1 | 2 | 3 |
|---------|-------------|-------------------------|
| Name(s) | Location(s) | Complete Explanation(s) |
| | | |
- 28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year?
- Yes [] No [X]
- 28.04 If yes, give full and complete information relating thereto:
- | 1 | 2 | 3 | 4 |
|---------------|---------------|----------------|--------|
| Old Custodian | New Custodian | Date of Change | Reason |
| | | | |
- 28.05 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:
- | 1 | 2 | 3 |
|-------------------------------------------|----------------------------------|--------------------------------------------------------------------|
| Central Registration Depository Number(s) | Name | Address |
| 902 | Adelante Capital Management | 555 12th Street, Suite 2100, Oakland, CA 94607 |
| 902 | Albion Investors, LLC | 1345 Ave. of the Americas, New York, NY 10105 |
| 902 | AllianceBernstein, LP | 1345 Ave. of the Americas, New York, NY 10105 |
| 902 | Brookfield Investment Management | 3 WFC, 200 Vesey Street, 10th Floor, NYC, NY 10281-1010 |
| 902 | Morgan Stanley | 3424 Peachtree Road N.E., Suite 800, Atlanta, GA 30326 |
| 902 | Quadrant Real Estate Advisors | 200 Deerfield Pt., 12735 Morris Rd., Ste 100, Alpharetta, GA 30004 |
- 29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D-Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])?
- Yes [] No [X]
- 29.2 If yes, complete the following schedule:
- | 1 | 2 | 3 |
|----------------|---------------------|-------------------------|
| CUSIP # | Name of Mutual Fund | Book/Adj.Carrying Value |
| 29.2999. TOTAL | | 0 |

PART 1 - COMMON INTERROGATORIES - INVESTMENT

29.3 For each mutual fund listed in the table above, complete the following schedule:

1	2	3	4
Name of Mutual Fund (from the above table)	Name of Significant Holding of the Mutual Fund	Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to Holding	Date of Valuation

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1	2	3
	Statement (Admitted) Value	Fair Value	Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds.....	519,628,423	571,959,116	52,330,693
30.2 Preferred stocks.....	3,990,630	3,391,875	(598,755)
30.3 Totals.....	523,619,053	575,350,991	51,731,938

30.4 Describe the sources or methods utilized in determining the fair values:
For publicly traded securities, market prices were generally obtained from an independent pricing source. For the direct placements, future cash flows were discounted using a weighted average rate from yield matrix based on quality and maturity distribution. In cases where quoted market prices are not available, fair values are measured using present value or other valuation techniques. The fair value determinations are made at a specific point in time, based on available market information and judgments about the financial instruments.

- 31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D?

Yes [X] No []
- 31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source?

Yes [] No [X]
- 31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D. The Pricing Group will periodically review and maintain FAS related input Levels based on an established framework and company policy. Securities that fall in the Level 3 category will be reviewed and tested in accordance with the FAS 157 Testing Policy. The testing consists of observing securities that are mapped to similar structured securities and comparing values. This process is subject to the oversight of the Valuation Committee.
- 32.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes [X] No []
- 32.2 If no, list exceptions:

PART 1 - COMMON INTERROGATORIES - OTHER

- 33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any?

\$.....15,700
- 33.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1	2
Name	Amount Paid
A. M. Best Company Inc.	15,700

- 34.1 Amount of payments for legal expenses, if any?

\$.....0
- 34.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1	2
Name	Amount Paid

- 35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?

\$.....0
- 35.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1	2
Name	Amount Paid

GENERAL INTERROGATORIES

PART 2 - LIFE INTERROGATORIES

- 1.1

Does the reporting entity have any direct Medicare Supplement Insurance in force?

Yes [☐] No [☒]
- 1.2

If yes, indicate premium earned on U.S. business only

\$.....0
- 1.3

What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit?

\$.....0
- 1.31

Reason for excluding

- 1.4

Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above.

\$.....0
- 1.5

Indicate total incurred claims on all Medicare Supplement insurance.

\$.....0
- 1.6

Individual policies:

Most current three years:

1.61

Total premium earned

\$.....0

1.62

Total incurred claims

\$.....0

1.63

Number of covered lives

.....0

All years prior to most current three years:

1.64

Total premium earned

\$.....0

1.65

Total incurred claims

\$.....0

1.66

Number of covered lives

.....0
- 1.7

Group policies:

Most current three years:

1.71

Total premium earned

\$.....0

1.72

Total incurred claims

\$.....0

1.73

Number of covered lives

.....0

All years prior to most current three years:

1.74

Total premium earned

\$.....0

1.75

Total incurred claims

\$.....0

1.76

Number of covered lives

.....0

2. Health test:

	1	2
	Current Year	Prior Year
2.1 Premium Numerator.....	.....0	.....0
2.2 Premium Denominator.....	.....52,486,834	.....53,183,445
2.3 Premium Ratio (2.1/2.2).....	.....0.0	.....0.0
2.4 Reserve Numerator.....	.....0	.....0
2.5 Reserve Denominator.....	.....400,062,781	.....396,344,369
2.6 Reserve Ratio (2.4/2.5).....	.....0.0	.....0.0

- 3.1

Does this reporting entity have Separate Accounts?

Yes [☐] No [☒]
- 3.2

If yes, has a Separate Accounts statement been filed with this Department?

Yes [☐] No [☐] N/A [☐]
- 3.3

What portion of capital and surplus funds of the reporting entity covered by assets in the Separate Accounts statement, is not currently distributable from the Separate Accounts to the general account for use by the general account?

\$.....0
- 3.4

State the authority under which Separate Accounts are maintained:

- 3.5

Was any of the reporting entity's Separate Accounts business reinsured as of December 31?

Yes [☐] No [☒]
- 3.6

Has the reporting entity assumed by reinsurance any Separate Accounts business as of December 31?

Yes [☐] No [☒]
- 3.7

If the reporting entity has assumed Separate Accounts business, how much, if any, reinsurance assumed receivable for reinsurance of Separate Accounts reserve expense allowances is included as a negative amount in the liability for "Transfers to Separate Accounts due or accrued (net)"

\$.....0

- 4.1

Are personnel or facilities of this reporting entity used by another entity or entities or are personnel or facilities of another entity or entities used by this reporting entity (except for activities such as administration of jointly underwritten group contracts and joint mortality or morbidity studies)?

Yes [☒] No [☐]
- 4.2

Net reimbursement of such expenses between reporting entities:

4.21

Paid

\$.....4,575,558

4.22

Received

\$.....0

- 5.1

Does the reporting entity write any guaranteed interest contracts?

Yes [☐] No [☒]
- 5.2

If yes, what amount pertaining to these items is included in:

5.21

Page 3, Line 1

\$.....0

5.22

Page 4, Line 1

\$.....0

6.

For stock reporting entities only:

6.1

Total amount paid in by stockholders as surplus funds since organization of the reporting entity:

\$.....246,285,723
7.

Total dividends paid stockholders since organization of the reporting entity:

7.11

Cash

\$.....0

7.12

Stock

\$.....200,000

GENERAL INTERROGATORIES

PART 2 - LIFE INTERROGATORIES

- 8.1

Does the company reinsure any Workers' Compensation Carve-Out business defined as:
Reinsurance (including retrocessional reinsurance) assumed by life and health insurers of medical,
wage loss and death benefits of the occupational illness and accident exposures, but not the employers
liability exposures, of business originally written as workers' compensation insurance.

Yes [] No [X]
- 8.2

If yes, has the reporting entity completed the Workers' Compensation Carve-Out Supplement to the Annual Statement?

Yes [] No []
- 8.3

If 8.1 is yes, the amounts of earned premiums and claims incurred in this statement are:

1	2	3
Reinsurance Assumed	Reinsurance Ceded	Net Retained
8.31 Earned premium.....
8.32 Paid claims.....
8.33 Claim liability and reserve (beginning of year).....
8.34 Claim liability and reserve (end of year).....
8.35 Incurred claims.....

- 8.4

If reinsurance assumed included amounts with attachment points below \$1,000,000, the distribution of the amounts reported in Lines 8.31 and
8.34 for Col. (1) are:

Attachment Point	1	2
	Earned Premium	Claim Liability and Reserve
8.41 < \$25,000.....
8.42 \$25,000 -- 99,999.....
8.43 \$100,000 -- 249,999.....
8.44 \$250,000 -- 999,999.....
8.45 \$1,000,000 or more.....

- 8.5

What portion of earned premium reported in 8.31, Col. 1 was assumed from pools?

\$.....0

- 9.1

Does the company have variable annuities with guaranteed benefits?

Yes [] No [X]

- 9.2

If 9.1 is yes, complete the following table for each type of guaranteed benefit.

Type		3	4	5	6	7	8	9
1	2	Waiting Period Remaining	Account Value Related to Col. 3	Total Related Account Values	Gross Amount of Reserve	Location of Reserve	Portion Reinsured	Reinsurance Reserve Credit
Guaranteed Death Benefit	Guaranteed Living Benefit							

10.

For reporting entities having sold annuities to another insurer when the insurer purchasing the annuities has obtained a release of liability from the claimant (payee)
as the result of the purchase of an annuity from the reporting entity only:

- 10.1

Amount of loss reserves established by these annuities during the current year?

\$.....0

- 10.2

List the name and location of the insurance company purchasing the annuities and the statement value on the purchase date of the annuities.

1	2
P&C Insurance Company and Location	Statement Value on Purchase Date of Annuities (i.e., Present Value)
	\$

- 11.1

Do you act as a custodian for health savings account?

Yes [] No [X]
- 11.2

If yes, please provide the amount of custodial funds held as of the reporting date.

\$.....0
- 11.3

Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 11.4

If yes, please provide the balance of the funds administered as of the reporting date.

\$.....0

U.S. FINANCIAL LIFE INSURANCE COMPANY
FIVE-YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e., 17.6.

Show amounts of life insurance in this exhibit in thousands (omit \$000)

	1 2011	2 2010	3 2009	4 2008	5 2007
Life Insurance in Force (Exhibit of Life Insurance)					
1. Ordinary - whole life and endowment (Line 34, Col. 4).....	3,187,755	3,404,450	3,650,094	3,955,283	4,238,014
2. Ordinary - term (Line 21, Col. 4, less Line 34, Col. 4).....	40,533,521	43,853,531	47,575,957	51,632,732	55,579,885
3. Credit life (Line 21, Col. 6).....	0	0	0	0	0
4. Group, excluding FEGLI/SGLI (Line 21, Col. 9 less Lines 43 & 44, Col. 4).....	0	0	0	0	0
5. Industrial (Line 21, Col. 2).....	0	0	0	0	0
6. FEGLI/SGLI (Lines 43 & 44, Col. 4).....	0	0	0	0	0
7. Total (Line 21, Col. 10).....	43,721,276	47,257,981	51,226,051	55,588,015	59,817,899
New Business Issued (Exhibit of Life Insurance)					
8. Ordinary - whole life and endowment (Line 34, Col. 2).....	500	60	0	7,300	254,220
9. Ordinary - term (Line 2, Col. 4, less Line 34, Col. 2).....	10	0	0	6,170	5,857,592
10. Credit life (Line 2, Col. 6).....	0	0	0	0	0
11. Group (Line 2, Col. 9).....	0	0	0	0	0
12. Industrial (Line 2, Col. 2).....	0	0	0	0	0
13. Total (Line 2, Col. 10).....	510	60	0	13,470	6,111,812
Premium Income - Lines of Business (Exhibit 1-Part 1)					
14. Industrial life (Line 20.4, Col. 2).....	0	0	0	0	0
15.1 Ordinary life insurance (Line 20.4, Col.. 3).....	52,465,584	53,162,660	61,178,889	65,343,829	73,667,966
15.2 Ordinary individual annuities (Line 20.4, Col. 4).....	21,250	20,785	22,796	28,601	31,000
16. Credit life (group and individual) (Line 20.4, Col. 5).....	0	0	0	0	0
17.1 Group life insurance (Line 20.4, Col. 6).....	0	0	0	0	0
17.2 Group annuities (Line 20.4, Col. 7).....	0	0	0	0	0
18.1 A&H - group (Line 20.4, Col. 8).....	0	0	0	0	0
18.2 A&H - credit (group and individual) (Line 20.4, Col. 9).....	0	0	0	0	0
18.3 A&H - other (Line 20.4, Col. 10).....	0	0	0	0	0
19. Aggregate of all other lines of business (Line 20.4, Col. 11).....	0	0	0	0	0
20. Total.....	52,486,834	53,183,445	61,201,685	65,372,430	73,698,966
Balance Sheet (Pages 2 and 3)					
21. Total admitted assets excluding Separate Accounts business (Page 2, Line 26, Col. 3)....	628,360,706	621,287,891	598,827,756	567,974,414	543,683,858
22. Total liabilities excluding Separate Accounts business (Page 3, Line 26).....	566,509,671	550,305,284	528,267,098	519,563,210	498,253,130
23. Aggregate life reserves (Page 3, Line 1).....	511,799,973	492,666,906	465,102,048	447,775,758	424,698,493
24. Aggregate A&H reserves (Page 3, Line 2).....	0	0	0	17,933	20,450
25. Deposit-type contract funds (Page 3, Line 3).....	1,206,722	1,193,829	1,261,091	1,366,618	1,690,665
26. Asset valuation reserve (Page 3, Line 24.01).....	1,689,764	810,915	0	0	1,551,127
27. Capital (Page 3, Lines 29 & 30).....	4,050,000	4,050,000	4,050,000	4,050,000	4,050,000
28. Surplus (Page 3, Line 37).....	57,801,035	66,932,607	66,510,658	44,361,204	41,380,728
Cash Flow (Page 5)					
29. Net Cash from operations (Line 11).....	6,867,061	13,910,747	35,507,173	7,613,217	18,326,868
Risk-Based Capital Analysis					
30. Total adjusted capital.....	63,540,799	71,793,522	70,560,658	48,411,204	46,981,855
31. Authorized control level risk-based capital.....	9,900,635	9,425,869	9,760,633	9,521,854	9,288,185
Percentage Distribution of Cash, Cash Equivalents and Invested Assets (Page 2, Col. 3) (Line No. /Page 2, Line 12, Col. 3) x 100.0					
32. Bonds (Line 1).....	92.5	90.0	90.5	90.3	86.9
33. Stocks (Lines 2.1 and 2.2).....	0.7	0.7	1.1	1.2	1.2
34. Mortgage loans on real estate (Lines 3.1 and 3.2).....	0.0	0.0	0.0	0.0	0.0
35. Real estate (Line 4.1, 4.2 and 4.3).....	0.0	0.0	0.0	0.0	0.0
36. Cash, cash equivalents and short-term investments (Line 5).....	2.4	5.1	4.7	5.5	9.8
37. Contract loans (Line 6).....	4.4	4.2	3.7	3.0	2.1
38. Derivatives (Line 7).....	0.0	0.0	XXX	XXX	XXX
39. Other invested assets (Line 8).....	0.0	0.0	0.0	0.0	0.0
40. Receivables for securities (Line 9).....	0.0	0.0	0.0	0.0	0.0
41. Securities lending reinvested collateral assets (Line 10).....	0.0	0.0	XXX	XXX	XXX
42. Aggregate write-ins for invested assets (Line 11).....	0.0	0.0	0.0	0.0	0.0
43. Cash, cash equivalents and invested assets (Line 12).....	100.0	100.0	100.0	100.0	100.0

U.S. FINANCIAL LIFE INSURANCE COMPANY
FIVE-YEAR HISTORICAL DATA

(continued)

	1 2011	2 2010	3 2009	4 2008	5 2007
Investments in Parent, Subsidiaries and Affiliates					
44. Affiliated bonds (Sch. D Summary, Line 12 Col. 1).....	0	0	0	0	0
45. Affiliated preferred stocks (Sch. D Summary, Line 18 Col. 1).....	0	0	0	0	0
46. Affiliated common stocks (Sch. D Summary, Line 24 Col. 1).....	0	0	0	0	0
47. Affiliated short-term investments (subtotal included in Sch. DA, Verif. Col. 5, Line 10).....	0	0	0	0	0
48. Affiliated mortgage loans on real estate	0	0	0	0	0
49. All other affiliated	0	0	0	0	0
50. Total of above Lines 44 to 49.....	0	0	0	0	0
Total Nonadmitted and Admitted Assets					
51. Total nonadmitted assets (Page 2, Line 28, Col. 2).....	47,105,864	42,198,113	44,634,882	60,533,208	59,762,164
52. Total admitted assets (Page 2, Line 28, Col. 3).....	628,360,706	621,287,891	598,827,756	567,974,414	543,683,858
Investment Data					
53. Net investment income (Exhibit of Net Investment Income).....	27,169,568	26,445,566	26,369,649	25,507,965	25,395,560
54. Realized capital gains (losses) (Page 4, Line 34, Column 1).....	(58,975)	330,627	(1,149,028)	(8,484,373)	(11,379)
55. Unrealized capital gains (losses) (Page 4, Line 38, Column 1).....	0	0	0	0	0
56. Total of above Lines 53, 54 and 55.....	27,110,593	26,776,193	25,220,621	17,023,592	25,384,181
Benefits and Reserve Increase (Page 6)					
57. Total contract benefits - life (Lines 10, 11, 12, 13, 14 and 15 Col. 1 less Lines 10, 11, 12, 13, 14 and 15, Cols. 9, 10 & 11).....	76,448,823	66,751,131	74,531,544	64,934,965	67,818,975
58. Total contract benefits - A&H (Lines 13 & 14, Cols. 9, 10 & 11).....	0	0	56,684	482	4,357
59. Increase in life reserves - other than group and annuities (Line 19, Cols. 2 & 3).....	19,372,813	9,805,737	16,710,976	23,026,476	27,287,386
60. Increase in A&H reserves (Line 19, Cols. 9, 10 & 11).....	0	0	(17,933)	(2,517)	(2,050)
61. Dividends to policyholders (Line 30, Col 1).....	0	0	0	0	0
Operating Percentages					
62. Insurance expense percent (Page 6, Col. 1, Lines 21, 22, & 23 less Line 6)/(Page 6 Col. 1, Line 1 plus Exhibit 7, Col. 2, Line 2) x 100.00.....	(40.0)	(42.6)	(43.3)	(27.2)	43.0
63. Lapse percent (ordinary only) [(Exhibit of Life Insurance, Col. 4, Lines 14 & 15) / 1/2 (Exhibit of Life Insurance, Col. 4, Lines 1 & 21)] x 100.00.....	7.3	7.5	7.7	7.0	6.2
64. A&H loss percent (Schedule H, Part 1, Lines 5 & 6, Col. 2).....	0.0	0.0	0.0	0.0	0.0
65. A&H cost containment percent (Schedule H, Part 1, Line 4, Col. 2).....	0.0	0.0	0.0	0.0	0.0
66. A&H expense percent excluding cost containment expenses (Schedule H, Part 1, Line 10, Col. 2).....	0.0	0.0	0.0	0.0	0.0
A&H Claim Reserve Adequacy					
67. Incurred losses on prior years' claims - group health (Sch. H, Part 3, Line 3.1, Col. 2).....	0	0	53,416	18,415	24,807
68. Prior years' claim liability and reserve - group health (Sch. H, Part 3, Line 3.2, Col. 2).....	0	0	17,933	20,450	22,500
69. Incurred losses on prior years' claims - health other than group (Sch. H, Part 3, Line 3.1, Col. 1 less Col. 2).....	0	0	0	0	0
70. Prior years' claim liability and reserve - health other than group (Sch. H, Part 3, Line 3.2, Col. 1 less Col. 2).....	0	0	0	0	0
Net Gains From Operations After Federal Income Taxes by Lines of Business (Page 6, Line 33)					
71. Industrial life (Col. 2).....	0	0	0	0	0
72. Ordinary - life (Col. 3).....	(6,374,988)	13,783,703	18,158,654	5,900,362	(27,725,803)
73. Ordinary - individual annuities (Col. 4).....	(180,643)	(180,860)	(304,260)	(293,220)	(61,978)
74. Ordinary - supplementary contracts (Col. 5).....	0	0	0	0	0
75. Credit life (Col. 6).....	0	0	0	0	0
76. Group life (Col. 7).....	3,334	3,447	19,804	(3,546)	5,921
77. Group annuities (Col. 8).....	0	0	0	0	0
78. A&H - group (Col. 9).....	0	0	(25,188)	2,040	(649)
79. A&H - credit (Col. 10).....	0	0	0	0	0
80. A&H - other (Col. 11).....	0	0	0	0	0
81. Aggregate of all other lines of business (Col. 12).....	0	0	0	0	0
82. Total (Col. 1).....	(6,552,297)	13,606,290	17,849,010	5,605,636	(27,782,509)

NOTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, Accounting Changes and Correction of Errors?

Yes [] No []

If no, please explain:

EXHIBIT OF LIFE INSURANCE

	Industrial		Ordinary		Credit Life (Group and Individual)		Group			10
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Individual Policies and Group Certificates	6 Amount of Insurance (a)	Number of		9 Amount of Insurance (a)	Total Amount of Insurance (a)
							7	8		
	Policies						Policies	Certificates		
1. In force end of prior year.....	0	0	143,835	47,257,981	0	0	0	0	0	47,257,981
2. Issued during year.....	0	0	1	510	0	0	0	0	0	510
3. Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0
4. Revived during year.....	0	0	0	0	0	0	0	0	0	0
5. Increased during year (net).....	0	0	0	0	0	0	0	0	0	0
6. Subtotals, Lines 2 to 5.....	0	0	1	510	0	0	0	0	0	510
7. Additions by dividends during year.....	XXX	0	XXX	0	XXX	0	XXX	XXX	0	0
8. Aggregate write-ins for increases.....	0	0	0	0	0	0	0	0	0	0
9. Totals (Lines 1 and 6 to 8).....	0	0	143,836	47,258,491	0	0	0	0	0	47,258,491
Deductions during year:										
10. Death.....	0	0	1,166	234,801	0	0	XXX	0	0	234,801
11. Maturity.....	0	0	3	30	0	0	XXX	0	0	30
12. Disability.....	0	0	0	0	0	0	XXX	0	0	0
13. Expiry.....	0	0	18	1,303	0	0	0	0	0	1,303
14. Surrender.....	0	0	808	212,005	0	0	0	0	0	212,005
15. Lapse.....	0	0	7,768	3,089,076	0	0	0	0	0	3,089,076
16. Conversion.....	0	0	0	0	0	0	XXX	XXX	XXX	0
17. Decreased (net).....	0	0	0	0	0	0	0	0	0	0
18. Reinsurance.....	0	0	0	0	0	0	0	0	0	0
19. Aggregate write-ins for decreases.....	0	0	0	0	0	0	0	0	0	0
20. Totals (Lines 10 to 19).....	0	0	9,763	3,537,215	0	0	0	0	0	3,537,215
21. In force end of year (Line 9 minus Line 20).....	0	0	134,073	43,721,276	0	0	0	0	0	43,721,276
22. Reinsurance ceded end of year.....	XXX	0	XXX	40,104,170	XXX	0	XXX	XXX	0	40,104,170
23. Line 21 minus Line 22.....	XXX	0	XXX	3,617,106	XXX	(b) 0	XXX	XXX	0	3,617,106

DETAILS OF WRITE-INS

0801.	0	0	0	0	0	0	0	0	0	0
0802.	0	0	0	0	0	0	0	0	0	0
0803.	0	0	0	0	0	0	0	0	0	0
0898. Summary of remaining write-ins for Line 8 from overflow page.....	0	0	0	0	0	0	0	0	0	0
0899. Totals (Lines 0801 thru 0803 plus 0898) (Line 8 above).....	0	0	0	0	0	0	0	0	0	0
1901.	0	0	0	0	0	0	0	0	0	0
1902.	0	0	0	0	0	0	0	0	0	0
1903.	0	0	0	0	0	0	0	0	0	0
1998. Summary of remaining write-ins for Line 19 from overflow page.....	0	0	0	0	0	0	0	0	0	0
1999. Totals (Lines 1901 thru 1903 plus 1998) (Line 19 above).....	0	0	0	0	0	0	0	0	0	0

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000).

(b) Group \$.....0; Individual \$.....0.

EXHIBIT OF LIFE INSURANCE (continued)

ADDITIONAL INFORMATION ON INSURANCE IN FORCE END OF YEAR

	Industrial		Ordinary	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
24. Additions by dividends.....	XXX	0	XXX	0
25. Other paid-up insurance.....	0	0	541	3,211
26. Debit ordinary insurance.....	XXX	XXX	0	0

ADDITIONAL INFORMATION ON ORDINARY INSURANCE

Term Insurance Excluding Extended Term Insurance	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
27. Term policies-decreasing.....	0	0	110	775
28. Term policies-other.....	0	10	110,777	40,532,402
29. Other term insurance-decreasing.....	XXX	0	XXX	0
30. Other term insurance.....	XXX	0	XXX	0
31. Totals (Lines 27 to 30).....	0	10	110,887	40,533,177
Reconciliation to Lines 2 and 21:				
32. Term additions.....	XXX	0	XXX	0
33. Totals, extended term insurance.....	XXX	XXX	18	344
34. Totals, whole life and endowment.....	1	500	23,168	3,187,755
35. Totals (Lines 31 to 34).....	1	510	134,073	43,721,276

CLASSIFICATION OF AMOUNT OF INSURANCE (a) BY PARTICIPATING STATUS

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Non-Participating	2 Participating	3 Non-Participating	4 Participating
36. Industrial.....	0	0	0	0
37. Ordinary.....	510	0	43,721,276	0
38. Credit Life (Group and Individual).....	0	0	0	0
39. Group.....	0	0	0	0
40. Totals (Lines 36 to 39).....	510	0	43,721,276	0

ADDITIONAL INFORMATION ON CREDIT LIFE AND GROUP INSURANCE

	Credit Life		Group	
	1 Number of Individual Policies and Group Certificates	2 Amount of Insurance (a)	3 Number of Certificates	4 Amount of Insurance (a)
41. Amount of insurance included in Line 2 ceded to other companies.....	XXX	0	XXX	0
42. Number in force end of year if the number under shared groups is counted on a pro-rata basis.....	0	XXX	0	XXX
43. Federal Employees' Group Life Insurance included in Line 21.....	0	0	0	0
44. Servicemen's Group Life Insurance included in Line 21.....	0	0	0	0
45. Group Permanent Insurance included in Line 21.....	0	0	0	0

ADDITIONAL ACCIDENTAL DEATH BENEFITS

46. Amount of additional accidental death benefits in force end of year under ordinary policies (a).....	8,086
----------------------------------------------------------------------------------------------------------	-------

BASIS OF CALCULATION OF ORDINARY TERM INSURANCE

47. State basis of calculation of (47.1) decreasing term insurance contained in Family Income, Mortgage Protection, etc., policies and riders and of (47.2) term insurance on wife and children under Family, Parent and Children, etc., policies and riders included above.
47.1 Actual Amount
47.2 One unit is \$5,000 Basic Insured, \$1,000 on Spouse, \$2,500 on Children

POLICIES WITH DISABILITY PROVISIONS

Disability Provision	Industrial		Ordinary		Credit		Group	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Policies	6 Amount of Insurance (a)	7 Number of Certificates	8 Amount of Insurance (a)
48. Waiver of Premium.....	0	0	2,639	796,537	0	0	0	0
49. Disability Income.....	0	0	0	0	0	0	0	0
50. Extended Benefits.....	0	0	XXX	XXX	0	0	0	0
51. Other.....	0	0	0	0	0	0	0	0
52. Total.....	0	(b) 0	2,639	(b) 796,537	0	(b) 0	0	(b) 0

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000).

(b) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the Annual Statement Instructions.

EXHIBIT OF NUMBER OF POLICIES, CONTRACTS, CERTIFICATES, INCOME PAYABLE
AND ACCOUNT VALUES IN FORCE FOR SUPPLEMENTARY CONTRACTS,
ANNUITIES, ACCIDENT & HEALTH AND OTHER POLICIES

SUPPLEMENTARY CONTRACTS

	Ordinary		Group	
	1 Involving Life Contingencies	2 Not Involving Life Contingencies	3 Involving Life Contingencies	4 Not Involving Life Contingencies
1. In force end of prior year.....	0	0	0	0
2. Issued during year.....	0	0	0	0
3. Reinsurance assumed.....	0	0	0	0
4. Increased during year (net).....	0	0	0	0
5. Total (Lines 1 to 4).....	0	0	0	0
Deductions during year:				
6. Decreased (net).....	0	0	0	0
7. Reinsurance ceded.....	0	0	0	0
8. Totals (Lines 6 and 7).....	0	0	0	0
9. In force end of year.....	0	0	0	0
10. Amount on deposit.....	0	(a) 0	0	(a) 0
11. Income now payable.....	0	0	0	0
12. Amount of income payable.....	(a) 0	(a) 0	(a) 0	(a) 0

ANNUITIES

	Ordinary		Group	
	1 Immediate	2 Deferred	3 Contracts	4 Certificates
1. In force end of prior year.....	81	266	0	0
2. Issued during year.....	0	0	0	0
3. Reinsurance assumed.....	0	0	0	0
4. Increased during year (net).....	0	0	0	0
5. Total (Lines 1 to 4).....	81	266	0	0
Deductions during year:				
6. Decreased (net).....	3	22	0	0
7. Reinsurance ceded.....	0	0	0	0
8. Totals (Lines 6 and 7).....	3	22	0	0
9. In force end of year.....	78	244	0	0
Income now payable:				
10. Amount of income payable.....	(a) 542,962	XXX	XXX	(a) 0
Deferred fully paid:				
11. Account balance.....	XXX	(a) 3,230,365	XXX	(a) 0
Deferred not fully paid:				
12. Account balance.....	XXX	(a) 0	XXX	(a) 0

ACCIDENT AND HEALTH INSURANCE

	Group		Credit		Other	
	1 Certificates	2 Premiums in force	3 Policies	4 Premiums in force	5 Policies	6 Premiums in force
1. In force end of prior year.....	0	0	0	0	0	0
2. Issued during year.....	0	0	0	0	0	0
3. Reinsurance assumed.....	0	0	0	0	0	0
4. Increased during year (net).....	0	0	0	XXX	0	XXX
5. Total (Lines 1 to 4).....	0	0	0	XXX	0	XXX
Deductions during year:						
6. Conversions.....	0	XXX	XXX	XXX	XXX	XXX
7. Decreased (net).....	0	XXX	0	XXX	0	XXX
8. Reinsurance ceded.....	0	XXX	0	XXX	0	XXX
9. Totals (Lines 6 to 8).....	0	XXX	0	XXX	0	XXX
10. In force end of year.....	0	(a) 0	0	(a) 0	0	(a) 0

DEPOSIT FUNDS AND DIVIDEND ACCUMULATIONS

	1 Deposit Funds	2 Dividend Accumulations
	Contracts	Contracts
1. In force end of prior year.....	14	0
2. Issued during year.....	0	0
3. Reinsurance assumed.....	0	0
4. Increased during year (net).....	0	0
5. Total (Lines 1 to 4).....	14	0
Deductions during year:		
6. Decreased (net).....	1	0
7. Reinsurance ceded.....	0	0
8. Totals (Lines 6 and 7).....	1	0
9. In force end of year.....	13	0
10. Amount of account balance.....	(a) 1,206,722	(a) 0

(a) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the Annual Statement Instructions.

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS
Allocated by States and Territories

States, Etc.			Direct Business Only						
			Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Mem- bership and Other Fees	5 Other Considerations	6 Total Columns 2 through 5	7 Deposit-Type Contracts	
			2 Life Insurance Premiums	3 Annuity Considerations					
1.	Alabama.....	AL	4,452,174	.0	.0	.0	4,452,174	.0	
2.	Alaska.....	AK	236,255	.0	.0	.0	236,255	.0	
3.	Arizona.....	AZ	2,540,465	.0	.0	.0	2,540,465	.0	
4.	Arkansas.....	AR	1,828,910	.0	.0	.0	1,828,910	.0	
5.	California.....	CA	16,674,887	.0	.0	.0	16,674,887	.0	
6.	Colorado.....	CO	3,843,477	.0	.0	.0	3,843,477	.0	
7.	Connecticut.....	CT	3,891,490	.0	.0	.0	3,891,490	.0	
8.	Delaware.....	DE	909,211	.0	.0	.0	909,211	.0	
9.	District of Columbia.....	DC	160,145	.0	.0	.0	160,145	.0	
10.	Florida.....	FL	13,360,847	.0	.0	.0	13,360,847	.0	
11.	Georgia.....	GA	6,781,625	.0	.0	.0	6,781,625	.0	
12.	Hawaii.....	HI	542,189	.0	.0	.0	542,189	.0	
13.	Idaho.....	ID	610,101	.0	.0	.0	610,101	.0	
14.	Illinois.....	IL	9,182,417	.0	.0	.0	9,182,417	.0	
15.	Indiana.....	IN	4,233,568	2,175	.0	.0	4,235,743	.0	
16.	Iowa.....	IA	2,245,365	.0	.0	.0	2,245,365	.0	
17.	Kansas.....	KS	2,656,091	.0	.0	.0	2,656,091	.0	
18.	Kentucky.....	KY	3,568,598	7,000	.0	.0	3,575,598	.0	
19.	Louisiana.....	LA	2,341,254	.0	.0	.0	2,341,254	.0	
20.	Maine.....	ME	905,999	.0	.0	.0	905,999	.0	
21.	Maryland.....	MD	4,071,568	.0	.0	.0	4,071,568	.0	
22.	Massachusetts.....	MA	5,627,655	.0	.0	.0	5,627,655	.0	
23.	Michigan.....	MI	10,170,059	4,856	.0	.0	10,174,915	.0	
24.	Minnesota.....	MN	4,746,162	.0	.0	.0	4,746,162	.0	
25.	Mississippi.....	MS	3,210,011	.0	.0	.0	3,210,011	.0	
26.	Missouri.....	MO	4,680,909	6,000	.0	.0	4,686,909	.0	
27.	Montana.....	MT	646,025	.0	.0	.0	646,025	.0	
28.	Nebraska.....	NE	1,600,445	.0	.0	.0	1,600,445	.0	
29.	Nevada.....	NV	760,814	.0	.0	.0	760,814	.0	
30.	New Hampshire.....	NH	879,103	.0	.0	.0	879,103	.0	
31.	New Jersey.....	NJ	6,058,525	.0	.0	.0	6,058,525	.0	
32.	New Mexico.....	NM	790,789	.0	.0	.0	790,789	.0	
33.	New York.....	NY	1,946,315	.0	.0	.0	1,946,315	.0	
34.	North Carolina.....	NC	8,808,360	.0	.0	.0	8,808,360	.0	
35.	North Dakota.....	ND	1,094,382	.0	.0	.0	1,094,382	.0	
36.	Ohio.....	OH	12,519,944	.0	.0	.0	12,519,944	.0	
37.	Oklahoma.....	OK	2,249,243	.0	.0	.0	2,249,243	.0	
38.	Oregon.....	OR	1,926,417	.0	.0	.0	1,926,417	.0	
39.	Pennsylvania.....	PA	10,723,844	.0	.0	.0	10,723,844	.0	
40.	Rhode Island.....	RI	979,937	.0	.0	.0	979,937	.0	
41.	South Carolina.....	SC	4,220,755	.0	.0	.0	4,220,755	.0	
42.	South Dakota.....	SD	1,364,735	.0	.0	.0	1,364,735	.0	
43.	Tennessee.....	TN	7,817,835	.0	.0	.0	7,817,835	.0	
44.	Texas.....	TX	18,517,476	1,220	.0	.0	18,518,696	.0	
45.	Utah.....	UT	2,392,796	.0	.0	.0	2,392,796	.0	
46.	Vermont.....	VT	430,137	.0	.0	.0	430,137	.0	
47.	Virginia.....	VA	3,256,949	.0	.0	.0	3,256,949	.0	
48.	Washington.....	WA	3,850,730	.0	.0	.0	3,850,730	.0	
49.	West Virginia.....	WV	666,839	.0	.0	.0	666,839	.0	
50.	Wisconsin.....	WI	4,050,155	.0	.0	.0	4,050,155	.0	
51.	Wyoming.....	WY	465,259	.0	.0	.0	465,259	.0	
52.	American Samoa.....	AS	.0	.0	.0	.0	.0	.0	
53.	Guam.....	GU	2,158	.0	.0	.0	2,158	.0	
54.	Puerto Rico.....	PR	4,724	.0	.0	.0	4,724	.0	
55.	US Virgin Islands.....	VI	20,080	.0	.0	.0	20,080	.0	
56.	Northern Mariana Islands.....	MP	.0	.0	.0	.0	.0	.0	
57.	Canada.....	CN	151,554	.0	.0	.0	151,554	.0	
58.	Aggregate Other Alien.....	OT	89,456	.0	.0	.0	89,456	.0	
59.	Subtotal.....	(a) 50	211,757,213	21,251	.0	.0	211,778,464	.0	
90.	Reporting entity contributions for employee benefit plans.....	XXX	.0	.0	.0	.0	.0	.0	
91.	Dividends or refunds applied to purchase paid-up additions and annuities.....	XXX	.0	.0	.0	.0	.0	.0	
92.	Dividends or refunds applied to shorten endowment or premium paying period.....	XXX	.0	.0	.0	.0	.0	.0	
93.	Premium or annuity considerations waived under disability or other contract provisions.....	XXX	.0	.0	.0	.0	.0	.0	
94.	Aggregate other amounts not allocable by State.....	XXX	.0	.0	.0	.0	.0	.0	
95.	Totals (Direct Business).....	XXX	211,757,213	21,251	.0	.0	211,778,464	.0	
96.	Plus reinsurance assumed.....	XXX	.0	.0	.0	.0	.0	.0	
97.	Totals (All Business).....	XXX	211,757,213	21,251	.0	.0	211,778,464	.0	
98.	Less reinsurance ceded.....	XXX	163,405,119	.0	.0	.0	163,405,119	.0	
99.	Totals (All Business) less reinsurance ceded.....	XXX	48,352,094	21,251	(b)	.0	48,373,345	.0	
DETAILS OF WRITE-INS									
5801.	Other Alien.....	XXX	89,456	.0	.0	.0	89,456	.0	
5802.	.....	XXX	.0	.0	.0	.0	.0	.0
5803.	.....	XXX	.0	.0	.0	.0	.0	.0
5898.	Summ. of remaining write-ins for line 58 from overflow page.....	XXX	.0	.0	.0	.0	.0	.0	
5899.	Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....	XXX	89,456	.0	.0	.0	89,456	.0	
9401.	.....	XXX	.0	.0	.0	.0	.0	.0
9402.	.....	XXX	.0	.0	.0	.0	.0	.0
9403.	.....	XXX	.0	.0	.0	.0	.0	.0
9498.	Summ. of remaining write-ins for line 94 from overflow page.....	XXX	.0	.0	.0	.0	.0	.0	
9499.	Total (Lines 9401 thru 9403 plus 9498) (Line 94 above).....	XXX	.0	.0	.0	.0	.0	.0	

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

Explanation of basis of allocation by states, etc., of premiums and annuity considerations.

Insurance premiums and Annuity Considerations are allocated to the State in which the policy and contract notices are sent, except (a) single sum annuity considerations are allocated according to the residence of the purchaser of the annuity and (b) premiums and annuity considerations for group coverage, except group universal life policies, are allocated according to where the largest number of lives in the group is located, unless number of lives equals 100 or greater, in which event allocation is by a method based on number of lives in each state.

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

(b) Column 4 should balance with Exhibit 1, Lines 6.4, 10.4 and 16.4, Cols. 8, 9, and 10, or with Schedule H, Part 1, Column 1, Line 1. Indicate which:

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

Names of Parent, Subsidiaries or Affiliates	Ownership %	Federal ID#	NAIC Code	State of Domicile
AXA SA	100.00			
AXA Assistance SA	100.00			
AXA Inter Partner Assistance - Belgium	98.75			
AXA Corporate Solutions Assurance - France	100.00			
MATRIX	100.00			
AXA Group Solutions - France	100.00			
AXA Assistance Inc. USA	73.77			
AXA Investment Managers	100.00			
AXA Investment Managers - France	100.00			
AXA Rosenberg Group LLC	100.00			
AXA IM Rose Inc	100.00	22-3624513		
AllianceBernstein LP	15.16	13-4064930		
AXA Mediterranean Holdings, S.A.U	100.00			
AXA Millésimes	42.34			
AXA Real Estate Investment Managers	100.00			
AXA Technology Services	100.00			
AXA Belgium	100.00			
AXA Life Insurance Company Ltd. - Hong Kong	100.00			
AXA General Ins. Hong Kong Ltd.- Hong Kong	100.00			
AXA General Insurance China Ltd	100.00			
AXA China - France	51.00			
AXA-Mimentals Assurance Company Limited	51.00			
AXA Societe Beaujon	100.00			
AXA Pojistovna a.s.	100.00			
AXA Zivtni Pojistonva a.s.	100.00			
AXA Penzijni Fond a.s.	99.98			
AXA Biztosito Zrt.	100.00			
AXA Zycie Towarzystwo Ubezpieczen S.A.	90.24			
AXA Powszechne Towarzystwo Emerytalne S.A.	100.00			
AXA Towarzystwo Ubezpieczen i Reasekuracji S.A.	100.00			
AXA Life Insurance SA	99.90			
AXA Business Services Private Limited	99.99			
Compagnie Financiere de Paris	100.00			
AXA France Assurance	100.00			
AXA Corporate Solutions Assurance	98.75			
AXA Global Life	100.00			
AXA Global P&C	100.00			
AXA Liabilities Managers - France	99.90			
AXA Liabilities Managers - US	100.00			
Colisee Re - France	99.90	AA-1320035		

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

Names of Parent, Subsidiaries or Affiliates		Ownership %	Federal ID#	NAIC Code	State of Domicile
AXA SA		100.00			
AXA Konzern AG		100.00			
	AXA Investment Managers	5.20			
	WinCom Versicherungs-Holding AG	100.00			
	DBV Deutsche Beamtenversicherung Leben AG	94.90			
	DBV Deutsche Beamtenversicherung AG	100.00			
	DBV Deutsche Lebensversicherung AG	100.00			
	AXA ART Versicherung AG - Clologne	100.00			
	AXA Art Holdings Inc.	100.00			
	Fine Art Service International Inc.	100.00			
	AXA Art Insurance Corporation	100.00	13-3368745	29530	NY
AXA Szolgaltato Kft.		100.00			
AXA India Holdings		100.00			
	Bharti AXA Life Insurance Company	22.22			
Bharti AXA General Insurance		100.00			
National Mutual International Pty Limited		100.00			
	AXA-AFFIN Life Insurance Berhad	49.00			
	AXA Financial Services (Singapore) Pte Ltd.	100.00			
	ipac financial planning Taiwan Limited	100.00			
	AXA Insurance Singapore Pte Ltd	100.00			
	AXA Asia Regional Centre Pte Ltd	100.00			
P.T. Asuransi AXA Indonesia		80.00			
P.T. Life Indonesia		80.00			
AXA Financial Services (Singapore) Pte Ltd.		100.00			
AXA Life Europe		100.00			
AXA Global Distributors (Ireland) Limited		100.00			
AXA Ireland Limited		100.00			
AXA mps Financial Ltd.		100.00			
AXA Italia S.p.A.		98.24			
	AXA Assicurazioni S.p.A.	98.11			
AXA Japan Holding Co., Ltd		78.67			
	AXA Life Insurance Co.,	100.00			
	AXA General Insurance Co., Ltd	100.00			
	AXA Collection Services Co. Ltd	100.00			
	Nextia Life Insurance Co., Ltd	97.25			
AXA Seguros, S.A. de CV		99.94			
Voltaire Participacoes		100.00			
AXA Luxembourg SA		99.99			
Finance Solutions S.ar.l. ("Finso")		100.00			
Matignon Finance S.A.		100.00			
AXA-AFFIN General Insurance Berhad		42.40			
Philippine AXA Life Insurance Corporation		45.00			
AXA Middle East SAL Lebanon		49.00			
AXA Holding SAL		100.00			
AXA Gulf Holding W.L.L.		95.00			
AXA Holding Maroc		100.00			
AXA Assurance Maroc		100.00			

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

Names of Parent, Subsidiaries or Affiliates		Ownership %	Federal ID#	NAIC Code	State of Domicile
AXA SA		100.00			
	Seguro Directo Gere Compania de Seguros SA	100.00			
	AXA Portugal Companhia de Seguros SA	83.02			
	AXA Portugal Companhia de Seguros Vida SA	87.63			
	AXA Services s.r.o.	100.00			
	EX-SR a.s. v likvdacii	100.00			
	AXA d.s.s., a.s.	100.00			
	AXA d.d.s., a.s.	100.00			
	AXA General Insurance	94.13			
	AXA Mediterraenan Holding, S.A.U	100.00			
		99.99			
		100.00			
		100.00			
		99.89			
		100.00			
		100.00			
		99.80			
	AXA Senegal	51.53			
	AXA Cote d'Ivoire	78.64			
	AXA Cameroun ©	99.90			
	AXA Gabon	86.49			
	AXA Versicherungen AG	100.00			
		100.00			
		66.67			
	AXA Insurance Public Co. Ltd	24.99			
	ASM Holdings Limited	48.80			
	Krungthai-AXA Life Insurance Company Limited	25.00			
	AXA Hayat ve Emeklilik A.S.	100.00			
	AXA Sigorta A.S.	72.55			
	AXA Insurance	50.29			
	AXA Ukraine	50.00			
	AXA Global Risks (Uk) Limited	100.00			
	Hordel FV	100.00			
	AXA Equity & Law Plc	99.90			
		46.90			
	AXA UK PLC	53.10			
		100.00			
		100.00			
		100.00			
		100.00			
		100.00			
		100.00			

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

Names of Parent, Subsidiaries or Affiliates	Ownership %	Federal ID#	NAIC Code	State of Domicile
AXA SA	100.00			
AXA America Holdings, Inc	100.00	90-0226248		
AXA Technology Services America Inc.	100.00	30-0011728		
AXA America Corporate Solutions, Inc.	100.00	36-3044045		
Coliseum Reinsurance Company	100.00	36-2994662	36552	DE
AllianceBernstein LP	3.09	13-4064930		
Mosaic Insurance Company	100.00	04-2482364	16187	DE
AXA Corporate Solutions Life Reinsurance Company	100.00	04-2729166	68365	DE
AXA Delaware LLC	100.00	13-4177328		
AXA Insurance Company	100.00	13-3594502	33022	NY
AXA Financial, Inc.	100.00	13-3623351		
787 Holdings, LLC	100.00	27-0294443		
AXA Equitable Financial Services, LLC	100.00	52-2197822		
AXA Distribution Holding Corporation	100.00	13-4078005		
AXA Advisors, LLC	100.00	13-4071393		
AXA Network, LLC	100.00	06-1555494		
PlanConnect, LLC	100.00	27-1540220		
AXA Financial (Bermuda) Ltd.	100.00	14-1903564		
AllianceBernstein LP	5.78	13-4064930		
AXA Equitable Life Insurance Company	100.00	13-5570651	62944	NY
AXA Equitable Funds Management Group, LLC	100.00	27-5373651		
Equitable Deal Flow Fund, LP	100.00	13-3385076		
EVSA, Inc	100.00	23-2671508		
Equitable Holdings, LLC	100.00	22-2766036		
Equitable Casualty Insurance Company	100.00	06-1166226	10589	VT
ECMC, LLC	100.00	13-3266813		
AXA Distributors, LLC	100.00	52-2233674		
JMR Reality services, Inc	100.00	13-3813232		
ACMC, LLC.	100.00	13-2677213		
AllianceBernstein LP	36.65	13-4064930		
AXA Equitable Life and Annuity Company	100.00	13-3198083	62880	CO
MONEY Life Insurance Company	100.00	13-1632487	66370	NY
MONEY Life Insurance Company of America	100.00	86-0222062	78077	AZ
AllianceBernstein LP	0.98	13-4064930		
U.S. Financial Life Insurance Company	100.00	38-2046096	84530	OH
AllianceBernstein LP	2.59	13-4064930		
MONEY International Holdings, LLC	100.00	13-3790446		
MONEY Life Insurance Company of the Americas, Ltd.	100.00	98-0152046		
MONEY Financial Services, Inc	100.00	11-3722370		
Financial Marketing Agency, Inc.	100.00	31-1465146		
MONEY Brokerage, Inc.	100.00	22-3015130		
1740 Advisors, Inc.	100.00	13-2645490		
MONEY Securities Corporation	100.00	13-2645488		

2011 ALPHABETICAL INDEX

LIFE ANNUAL STATEMENT BLANK

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