



QUARTERLY STATEMENT

As of March 31, 2012
of the Condition and Affairs of the

U.S. FINANCIAL LIFE INSURANCE COMPANY

NAIC Group Code.....0968, 968
(Current Period) (Prior Period)

NAIC Company Code..... 84530

Employer's ID Number..... 38-2046096

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)

212-554-1234
(Area Code) (Telephone Number)

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)

201-743-5132
(Area Code) (Telephone Number)

Internet Web Site Address

www.usfli.com

Statutory Statement Contact

Neil Guerriero
(Name)

201-743-5132
(Area Code) (Telephone Number) (Extension)

controllers@axa-equitable.com
(E-Mail Address)

201-743-5006
(Fax Number)

OFFICERS

Name	Title	Name	Title
1. Charles Angelo Marino	President, Chief Executive Officer and Chief Financial Officer	2. Bertrand Poupart-Lafarge	Executive Vice President, Chief Investment Officer and Treasurer
3. William Casill	Senior Vice President and Actuary	4. Keith Elliott Floman	Senior Vice President and Appointed Actuary

OTHER

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

Nicholas Burritt Lane	Charles Angelo Marino	Andrew John McMahon	Bertrand Poupart-Lafarge
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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)

Allen Joel Zabusky

1. (Printed Name)

Senior Vice President and Controller

(Title)

(Signature)

Keith Elliott Floman

2. (Printed Name)

Senior Vice President and Appointed Actuary

(Title)

(Signature)

Denise Tedeschi

3. (Printed Name)

Assistant Vice President and Secretary

(Title)

Subscribed and sworn to before me

a. Is this an original filing? Yes [X] No []

This 11th day of May, 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 Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds.....	490,922,819	0	490,922,819	503,036,309
2. Stocks:				
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:				
3.1 First liens.....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
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 (\$.....(1,691,397)), cash equivalents (\$.....0) and short-term investments (\$.....16,246,319).....	14,554,922	0	14,554,922	12,901,138
6. Contract loans (including \$.....0 premium notes).....	24,189,775	0	24,189,775	23,998,231
7. Derivatives.....	0	0	0	0
8. Other invested assets.....	0	0	0	0
9. Receivables for securities.....	1,854	0	1,854	695
10. Securities lending reinvested collateral assets.....	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).....	533,660,000	0	533,660,000	543,927,003
13. Title plants less \$.....0 charged off (for Title insurers only).....	0	0	0	0
14. Investment income due and accrued.....	6,528,303	0	6,528,303	6,807,046
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	207,694	0	207,694	172,495
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	1,515,586	0	1,515,586	1,510,567
15.3 Accrued retrospective premiums.....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	47,760,102	0	47,760,102	38,550,272
16.2 Funds held by or deposited with reinsured companies.....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	9,010,073	0	9,010,073	8,745,359
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.....	72,294,000	53,483,228	18,810,772	26,991,850
19. Guaranty funds receivable or on deposit.....	1,591,867	0	1,591,867	1,543,873
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.....	341,868	0	341,868	0
24. Health care (\$.....0) and other amounts receivable.....	79,017	79,017	0	0
25. Aggregate write-ins for other than invested assets.....	211,507	5,721	205,786	112,241
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	673,200,017	53,567,966	619,632,051	628,360,706
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0	0
28. Total (Lines 26 and 27).....	673,200,017	53,567,966	619,632,051	628,360,706

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.....	205,786	0	205,786	112,241
2502. Other assets nonadmitted.....	5,721	5,721	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).....	211,507	5,721	205,786	112,241

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

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$.....511,024,432 less \$.....0 included in Line 6.3 (including \$.....0 Modco Reserve).....	511,024,432	511,799,973
2. Aggregate reserve for accident and health contracts (including \$.....0 Modco Reserve).....	0	0
3. Liability for deposit-type contracts (including \$.....0 Modco Reserve).....	1,145,373	1,206,722
4. Contract claims:		
4.1 Life.....	1,186,774	4,698,064
4.2 Accident and health.....	0	0
5. Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid.....	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.....	1,398,399	927,987
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 \$.....34,001,075 ceded.....	34,001,075	35,092,430
9.4 Interest Maintenance Reserve.....	406,582	302,642
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.....	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.....	2,217,254	2,416,647
15.1 Current federal and foreign income taxes, including \$.....100,000 on realized capital gains (losses).....	4,466,250	4,166,250
15.2 Net deferred tax liability.....	0	0
16. Unearned investment income.....	683,232	722,521
17. Amounts withheld or retained by company as agent or trustee.....	600	0
18. Amounts held for agents' account, including \$.....1,883,658 agents' credit balances.....	1,883,658	1,582,367
19. Remittances and items not allocated.....	53,075	83,569
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.....	1,887,303	1,689,764
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.....	295,458	603,339
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.....	653,970	1,217,396
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....	561,303,435	566,509,671
27. From Separate Accounts statement.....	0	0
28. Total liabilities (Lines 26 and 27).....	561,303,435	566,509,671
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.....	246,285,723	246,285,723
34. Aggregate write-ins for special surplus funds.....	0	17,311,750
35. Unassigned funds (surplus).....	(192,007,107)	(205,796,438)
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).....	54,278,616	57,801,035
38. Totals of Lines 29, 30 and 37.....	58,328,616	61,851,035
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....	619,632,051	628,360,706
DETAILS OF WRITE-INS		
2501. Funds escheatable.....	371,593	427,846
2502. Miscellaneous liabilities.....	282,377	789,550
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).....	653,970	1,217,396
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.....	0	17,311,750
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).....	0	17,311,750

SUMMARY OF OPERATIONS

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts.....	12,065,786	13,225,008	52,486,834
2. Considerations for supplementary contracts with life contingencies.....	0	0	0
3. Net investment income.....	6,710,904	6,694,580	27,169,568
4. Amortization of Interest Maintenance Reserve (IMR).....	40,775	25,787	105,575
5. Separate Accounts net gain from operations excluding unrealized gains or losses.....	0	0	0
6. Commissions and expense allowances on reinsurance ceded.....	7,829,553	8,360,443	32,125,346
7. Reserve adjustments on reinsurance ceded.....	0	0	0
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts.....	0	0	0
8.2 Charges and fees for deposit-type contracts.....	0	0	0
8.3 Aggregate write-ins for miscellaneous income.....	(2,782)	0	0
9. Totals (Lines 1 to 8.3).....	26,644,236	28,305,818	111,887,323
10. Death benefits.....	16,046,063	12,243,081	62,289,184
11. Matured endowments (excluding guaranteed annual pure endowments).....	0	0	0
12. Annuity benefits.....	131,807	138,238	577,441
13. Disability benefits and benefits under accident and health contracts.....	31,956	11,941	32,527
14. Coupons, guaranteed annual pure endowments and similar benefits.....	0	0	0
15. Surrender benefits and withdrawals for life contracts.....	2,399,623	3,688,392	13,549,671
16. Group conversions.....	0	0	0
17. Interest and adjustments on contract or deposit-type contract funds.....	163,721	118,263	704,626
18. Payments on supplementary contracts with life contingencies.....	0	0	0
19. Increase in aggregate reserves for life and accident and health contracts.....	(775,541)	(637,343)	19,133,067
20. Totals (Lines 10 to 19).....	17,997,629	15,562,572	96,286,516
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only).....	1,523,534	1,701,185	6,646,544
22. Commissions and expense allowances on reinsurance assumed.....	0	0	0
23. General insurance expenses.....	769,934	1,150,061	4,588,628
24. Insurance taxes, licenses and fees, excluding federal income taxes.....	1,200,230	1,241,714	4,694,418
25. Increase in loading on deferred and uncollected premiums.....	(55,532)	(24,392)	(87,482)
26. Net transfers to or (from) Separate Accounts net of reinsurance.....	0	0	0
27. Aggregate write-ins for deductions.....	(458,007)	74,164	1,110,996
28. Totals (Lines 20 to 27).....	20,977,788	19,705,304	113,239,620
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....	5,666,448	8,600,514	(1,352,297)
30. Dividends to policyholders.....	0	0	0
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....	5,666,448	8,600,514	(1,352,297)
32. Federal and foreign income taxes incurred (excluding tax on capital gains).....	200,000	2,300,000	5,200,000
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).....	5,466,448	6,300,514	(6,552,297)
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$.....22,076 (excluding taxes of \$.....77,924 transferred to the IMR).....	(22,076)	16,318	(58,975)
35. Net income (Line 33 plus Line 34).....	5,444,372	6,316,832	(6,611,272)
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year.....	61,851,035	70,982,607	70,982,607
37. Net income (Line 35).....	5,444,372	6,316,832	(6,611,272)
38. Change in net unrealized capital gains (losses) less capital gains tax of \$.....0.....	0	0	0
39. Change in net unrealized foreign exchange capital gain (loss).....	0	0	0
40. Change in net deferred income tax.....	(1,715,000)	(665,000)	5,787,000
41. Change in nonadmitted assets.....	(6,462,102)	294,262	(5,877,702)
42. Change in liability for reinsurance in unauthorized companies.....	0	0	0
43. Change in reserve on account of change in valuation basis, (increase) or decrease.....	0	0	0
44. Change in asset valuation reserve.....	(197,539)	(242,234)	(878,849)
45. Change in treasury stock.....	0	0	0
46. Surplus (contributed to) withdrawn from Separate Accounts during period.....	0	0	0
47. Other changes in surplus in Separate Accounts Statement.....	0	0	0
48. Change in surplus notes.....	0	0	0
49. Cumulative effect of changes in accounting principles.....	0	0	0
50. Capital changes:			
50.1 Paid in.....	0	0	0
50.2 Transferred from surplus (Stock Dividend).....	0	0	0
50.3 Transferred to surplus.....	0	0	0
51. Surplus adjustment:			
51.1 Paid in.....	0	0	0
51.2 Transferred to capital (Stock Dividend).....	0	0	0
51.3 Transferred from capital.....	0	0	0
51.4 Change in surplus as a result of reinsurance.....	(592,150)	(659,100)	(2,520,700)
52. Dividends to stockholders.....	0	0	0
53. Aggregate write-ins for gains and losses in surplus.....	0	(3,080,478)	969,951
54. Net change in capital and surplus (Lines 37 through 53).....	(3,522,419)	1,964,282	(9,131,572)
55. Capital and surplus as of statement date (Lines 36 + 54).....	58,328,616	72,946,889	61,851,035
DETAILS OF WRITE-INS			
08.301. Sundry receipts and adjustments.....	(2,782)	0	0
08.302.	0	0	0
08.303.	0	0	0
08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....	0	0	0
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....	(2,782)	0	0
2701. Sundry disbursements and adjustments.....	(458,007)	73,635	1,104,525
2702. Fines and penalties of regulatory authorities.....	0	529	6,471
2703.	0	0	0
2798. Summary of remaining write-ins for Line 27 from overflow page.....	0	0	0
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above).....	(458,007)	74,164	1,110,996
5301. Additional admitted deferred tax asset.....	0	(3,080,478)	969,951
5302.	0	0	0
5303.	0	0	0
5398. Summary of remaining write-ins for Line 53 from overflow page.....	0	0	0
5399. Totals (Lines 5301 thru 5303 plus 5398) (Line 53 above).....	0	(3,080,478)	969,951

U.S. FINANCIAL LIFE INSURANCE COMPANY
CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	11,460,158	12,406,487	48,373,345
2. Net investment income.....	7,080,644	6,846,628	27,652,193
3. Miscellaneous income.....	6,879,391	7,433,464	29,978,062
4. Total (Lines 1 through 3).....	25,420,193	26,686,579	106,003,600
5. Benefit and loss related payments.....	31,384,424	14,617,922	77,237,538
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	3,713,580	4,351,072	16,074,407
8. Dividends paid to policyholders.....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	0	0	5,824,594
10. Total (Lines 5 through 9).....	35,098,004	18,968,994	99,136,539
11. Net cash from operations (Line 4 minus Line 10).....	(9,677,811)	7,717,585	6,867,061
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	17,629,262	8,665,907	22,315,571
12.2 Stocks.....	0	0	0
12.3 Mortgage loans.....	0	0	0
12.4 Real estate.....	0	0	0
12.5 Other invested assets.....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	0	18	22
12.7 Miscellaneous proceeds.....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	17,629,262	8,665,925	22,315,593
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	5,452,622	30,019,503	40,480,449
13.2 Stocks.....	0	0	0
13.3 Mortgage loans.....	0	0	0
13.4 Real estate.....	0	0	0
13.5 Other invested assets.....	0	0	0
13.6 Miscellaneous applications.....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	5,452,622	30,019,503	40,480,449
14. Net increase (decrease) in contract loans and premium notes.....	191,544	542,634	1,134,082
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	11,985,096	(21,896,212)	(19,298,938)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds.....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	(80,000)	0	(173,500)
16.5 Dividends to stockholders.....	0	0	0
16.6 Other cash provided (applied).....	(573,501)	248,814	(1,816,014)
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(653,501)	248,814	(1,989,514)
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).....	1,653,784	(13,929,813)	(14,421,391)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	12,901,138	27,322,529	27,322,529
19.2 End of period (Line 18 plus Line 19.1).....	14,554,922	13,392,716	12,901,138

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001	0	0	0
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EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Industrial life.....	0	0	0
2. Ordinary life insurance.....	45,839,936	49,520,801	207,614,441
3. Ordinary individual annuities.....	11,105	12,755	21,250
4. Credit life (group and individual).....	0	0	0
5. Group life insurance.....	0	0	0
6. Group annuities.....	0	0	0
7. A&H - group.....	0	0	0
8. A&H - credit (group and individual).....	0	0	0
9. A&H - other.....	0	0	0
10. Aggregate of all other lines of business.....	0	0	0
11. Subtotal.....	45,851,041	49,533,556	207,635,691
12. Deposit-type contracts.....	0	0	0
13. Total.....	45,851,041	49,533,556	207,635,691

DETAILS OF WRITE-INS

1001.	0	0	0
1002.	0	0	0
1003.	0	0	0
1098. Summary of remaining write-ins for Line 10 from overflow page.....	0	0	0
1099. Total (Lines 1001 thru 1003 plus 1098) (Line 10 above).....	0	0	0

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

There have been no significant changes since the annual statement filing.

- A. 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 operation 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. and C. No significant change.

Note 2 - Accounting Changes and Corrections of Errors

In November 2011, the NAIC adopted SSAP No.101, Income Taxes, a replacement of SSAP No. 10R and SSAP No.10 with an adoption date effective January 1, 2012. Implementation of this guidance did not have a material impact on the Company’s financial statements.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 – Investments

- A.– C. and E. – G. No significant change.

- D. Loan-backed Securities

The table below summarizes the amount of the Company's investment in loan-backed securities:

Assets	Admitted Value as of March 31, 2012	Fair Value as of March 31, 2012
Loan-backed securities	4,382,040	4,511,342

- (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 securities; the prospective adjustment method was used to value issues in default and issues that have a variable interest rate.

- (2) and (3) There are no loan-backed securities with a recognized other than temporary impairment as of March 31, 2012.

- (4) 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 March 31, 2012 are as follows:

	1 Unrealized Losses	2 Fair Value
Securities in continuous unrealized loss position < 12 months	-	-
Securities in continuous unrealized loss position ≥ 12 months	-	-

- (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 the Company’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 insurer as well as industry fundamentals and the outlook for the future. Based on the analysis, a determination is made as 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.

NOTES TO FINANCIAL STATEMENTS

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant change.

Note 11 - Debt

No significant change.

Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No significant change.

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

No significant change.

Note 14 - Contingencies

A.- E. No significant change.

Note 15 - Leases

No significant change.

Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

No significant change.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. and B. No significant change.

C. Wash Sales

The Company did not sell any securities during the quarter ended March 31, 2012, which were reacquired within 30 days of the sale date.

Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No significant change.

Note 20 - Fair Value

D. Fair Value Measurements at Reporting Date

The Company has no invested assets that were required to be reported at fair value as of March 31, 2012.

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 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.

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - Reserves for Life Contracts and Annuity Contracts

No significant change.

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

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 33 - Premiums and Annuity Considerations Deferred and Uncollected

No significant change.

Note 34 - Separate Accounts

No significant change.

Note 35 - Loss/Claim Adjustment Expenses

No significant change.

U.S. FINANCIAL LIFE INSURANCE COMPANY
GENERAL INTERROGATORIES
PART 1 - COMMON INTERROGATORIES - GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [☐] No [☒ X]
- 1.2

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

Yes [☐] No [☐]
- 2.1

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

Yes [☐] No [☒ X]
- 2.2

If yes, date of change:

.....
3.

Have there been any substantial changes in the organizational chart since the prior quarter end?
If yes, complete the Schedule Y-Part 1 - Organizational chart.

Yes [☐] No [☒ X]
- 4.1

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

Yes [☐] No [☒ X]
- 4.2

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

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

5.

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

Yes [☐] No [☒ X] N/A [☐]
-
-

- 6.1

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

12/31/2010.....
- 6.2

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

12/31/2005.....
- 6.3

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

10/31/2006.....
- 6.4

By what department or departments?
State of Ohio Department of Insurance

- 6.5

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

Yes [☐] No [☐] N/A [☒ X]
- 6.6

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

Yes [☒ X] No [☐] N/A [☐]
- 7.1

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

Yes [☐] No [☒ X]
- 7.2

If yes, give full information:

- 8.1

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

Yes [☐] No [☒ X]
- 8.2

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

- 8.3

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

Yes [☒ X] No [☐]
- 8.4

If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the 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
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC
AllianceBernstein Investments, Inc.	New York, NY				YES
Alliance Corporate Finance Group, Inc.	New York, NY				YES
AllianceBernstein Corporation	New York, NY				YES
AllianceBernstein Global Derivatives Corporation	New York, NY				YES
AllianceBernstein Holding LP	New York, NY				YES
AllianceBernstein LP	New York, NY				YES
Sanford C. Bernstein & Co., LLC	New York, NY				YES
AXA Advisors, LLC	New York, NY				YES
AXA Distributors, LLC	New York, NY				YES
AXA Equitable Funds Management Group, LLC	New York, NY				YES
AXA Equitable Life Insurance Company	New York, NY				YES
AXA Investment Managers, LLC	Greenwich, CT				YES
AXA Private Equity (US), LLC	New York, NY				YES
AXA Rosenberg Investment Management, LLC	Orinda, CA				YES

- 9.1

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

Yes [☒ X] No [☐]

- 9.11

If the response to 9.1 is No, please explain:

U.S. FINANCIAL LIFE INSURANCE COMPANY
GENERAL INTERROGATORIES
PART 1 - COMMON INTERROGATORIES - GENERAL

9.2

Has the code of ethics for senior managers been amended?

Yes []No [X]

9.21

If the response to 9.2 is Yes, provide information related to amendment(s).

9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes []No [X]

9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).

PART 1 - FINANCIAL

10.1

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

Yes [X]No []

10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:

\$.....0

PART 1 - INVESTMENT

11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes []No [X]

11.2

If yes, give full and complete information relating thereto:

12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$.....0

13.

Amount of real estate and mortgages held in short-term investments:

\$.....0

14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes []No [X]

14.2

If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds.....	\$0	\$0
14.22 Preferred Stock.....	\$0	\$0
14.23 Common Stock.....	\$0	\$0
14.24 Short-Term Investments.....	\$0	\$0
14.25 Mortgage Loans on Real Estate.....	\$0	\$0
14.26 All Other.....	\$0	\$0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$0	\$0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....	\$0	\$0

15.1

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

Yes []No [X]

15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?
If no, attach a description with this statement.

16.

Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes [X]No []

16.1

For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase	270 Park Avenue, New York, NY 10017

16.2

For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

16.3

Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter?

Yes []No [X]

16.4

If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

16.5

Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
902	Adelante Capital Management	555 12th Street, Suite 2100, Oakland, CA 94607
902	Albion Investors, LLC	1345 Avenue of the Americas, New York, NY 10105
902	AllianceBernstein LP	1345 Avenue 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

PART 1 - INVESTMENT

902	Quadrant Real Estate Advisors	200 Deerfield Pte 12735 Morris Rd Ste 100 Alpharetta GA 30004
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17.1

Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes ☒ X]

No ☐]

17.2

If no, list exceptions:

U.S. FINANCIAL LIFE INSURANCE COMPANY
GENERAL INTERROGATORIES (continued)
PART 2 - LIFE & HEALTH

1.

Report the statement value of mortgage loans at the end of this reporting period for the following categories:

2

1.1

Long-term mortgages in good standing

Amount

1.11

Farm mortgages.....

\$.....0

1.12

Residential mortgages.....

\$.....0

1.13

Commercial mortgages.....

\$.....0

1.14

Total mortgages in good standing.....

\$.....0

1.2

Long-term mortgages in good standing with restructured terms

1.21

Total mortgages in good standing with restructured terms.....

\$.....0

1.3

Long-term mortgage loans upon which interest is overdue more than three months

1.31

Farm mortgages.....

\$.....0

1.32

Residential mortgages.....

\$.....0

1.33

Commercial mortgages.....

\$.....0

1.34

Total mortgages with interest overdue more than three months.....

\$.....0

1.4

Long-term mortgage loans in process of foreclosure

1.41

Farm mortgages.....

\$.....0

1.42

Residential mortgages.....

\$.....0

1.43

Commercial mortgages.....

\$.....0

1.44

Total mortgages in process of foreclosure.....

\$.....0

1.5

Total mortgage loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)

\$.....0

1.6

Long-term mortgages foreclosed, properties transferred to real estate in current quarter

1.61

Farm mortgages.....

\$.....0

1.62

Residential mortgages.....

\$.....0

1.63

Commercial mortgages.....

\$.....0

1.64

Total mortgages foreclosed and transferred to real estate.....

\$.....0

2.

Operating Percentages:

2.1

A&H loss percent.....

.....0.0

2.2

A&H cost containment percent.....

.....0.0

2.3

A&H expense percent excluding cost containment expenses.....

.....0.0

3.1

Do you act as a custodian for health savings accounts?.....

Yes []

No [X]

3.2

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

\$.....0

3.3

Do you act as an administrator for health savings accounts?.....

Yes []

No [X]

3.4

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

\$.....0

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (YES or NO)
Life Non-Affiliates						
00000.....	AA-3194128.....	02/01/2012	Allied World Assurance Company Limited.....	BM.....	CAT.....	NO.....
10348.....	06-1430254.....	02/01/2012	Arch Reinsurance Company.....	NE.....	CAT.....	YES.....
20370.....	51-0434766.....	02/01/2012	AXIS Reinsurance Company.....	NY.....	CAT.....	NO.....
62383.....	42-0813782.....	02/01/2012	Centurion Life Insurance Company.....	IA.....	CAT.....	YES.....
00000.....	AA-1120841.....	02/01/2012	Chartis Europe Limited.....	GB.....	CAT.....	NO.....
00000.....	A1595*.....	02/01/2012	DEVK Ruckversicherungs-und Beteiligungs-AG.....	GB.....	CAT.....	NO.....
00000.....	AA-5340310.....	02/01/2012	General Insurance Corporation of India.....	IN.....	CAT.....	NO.....
00000.....	AA-3190060.....	02/01/2012	Hannover Re (Bermuda) Limited.....	BM.....	CAT.....	NO.....
00000.....	AA-1126510.....	02/01/2012	Lloyd's Underwriter Syndicate No. 0510 KLN.....	GB.....	CAT.....	NO.....
00000.....	AA-1126780.....	02/01/2012	Lloyd's Underwriter Syndicate No. 0780 ADV.....	GB.....	CAT.....	NO.....
00000.....	AA-1127084.....	02/01/2012	Lloyd's Underwriter Syndicate No. 1084 CSL.....	GB.....	CAT.....	NO.....
00000.....	AA-1127183.....	02/01/2012	Lloyd's Underwriter Syndicate No. 1183 TAL.....	GB.....	CAT.....	NO.....
00000.....	AA-1127200.....	02/01/2012	Lloyd's Underwriter Syndicate No. 1206 SAL.....	GB.....	CAT.....	NO.....
00000.....	AA-1127301.....	02/01/2012	Lloyd's Underwriter Syndicate No. 1301 TUL.....	GB.....	CAT.....	NO.....
00000.....	AA-1127400.....	02/01/2012	Lloyd's Underwriter Syndicate No. 1400 DRE.....	GB.....	CAT.....	NO.....
00000.....	AA-1120103.....	02/01/2012	Lloyd's Underwriter Syndicate No. 1967 WRB.....	GB.....	CAT.....	NO.....
00000.....	AA-1120055.....	02/01/2012	Lloyd's Underwriter Syndicate No. 3623 AFB.....	GB.....	CAT.....	NO.....
00000.....	AA-1126005.....	02/01/2012	Lloyd's Underwriter Syndicate No. 4000 PEM.....	GB.....	CAT.....	NO.....
00000.....	AA-1120075.....	02/01/2012	Lloyd's Underwriter Syndicate No. 4020 ARK.....	GB.....	CAT.....	NO.....
00000.....	98-0467112.....	02/01/2012	Mapfre Re, Compania de Reaserguros S.A.....	ES.....	CAT.....	NO.....
10227.....	13-4924125.....	02/01/2012	Munich Reinsurance America, Incorporated.....	DE.....	CAT.....	YES.....
00000.....	AA-1840680.....	02/01/2012	Nacional de Reaserguros, SA.....	ES.....	CAT.....	NO.....
19445.....	25-0687550.....	02/01/2012	National Fire Insurance Company of Pittsburgh, PA.....	PA.....	CAT.....	YES.....
16535.....	36-4233459.....	02/01/2012	Zurich American Insurance Company.....	NY.....	CAT.....	NO.....

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

States, Etc.		1	Direct Business Only					
			Life Contracts		4	5	6	7
			2	3				
		Active Status	Life Insurance Premiums	Annuity Considerations	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	Other Considerations	Total Columns 2 through 5	Deposit-Type Contracts
1.	Alabama.....	AL.....L.....	1,047,943	0	0	0	1,047,943	0
2.	Alaska.....	AK.....L.....	49,943	0	0	0	49,943	0
3.	Arizona.....	AZ.....L.....	625,029	0	0	0	625,029	0
4.	Arkansas.....	AR.....L.....	437,306	360	0	0	437,666	0
5.	California.....	CA.....L.....	3,612,000	0	0	0	3,612,000	0
6.	Colorado.....	CO.....L.....	906,917	0	0	0	906,917	0
7.	Connecticut.....	CT.....L.....	920,887	0	0	0	920,887	0
8.	Delaware.....	DE.....L.....	115,076	0	0	0	115,076	0
9.	District of Columbia.....	DC.....L.....	51,438	0	0	0	51,438	0
10.	Florida.....	FL.....L.....	3,215,342	0	0	0	3,215,342	0
11.	Georgia.....	GA.....L.....	1,648,695	0	0	0	1,648,695	0
12.	Hawaii.....	HI.....L.....	117,687	0	0	0	117,687	0
13.	Idaho.....	ID.....L.....	139,184	0	0	0	139,184	0
14.	Illinois.....	IL.....L.....	2,080,517	0	0	0	2,080,517	0
15.	Indiana.....	IN.....L.....	1,039,108	25	0	0	1,039,133	0
16.	Iowa.....	IA.....L.....	533,886	0	0	0	533,886	0
17.	Kansas.....	KS.....L.....	623,561	0	0	0	623,561	0
18.	Kentucky.....	KY.....L.....	837,120	7,000	0	0	844,120	0
19.	Louisiana.....	LA.....L.....	564,252	0	0	0	564,252	0
20.	Maine.....	ME.....L.....	210,246	0	0	0	210,246	0
21.	Maryland.....	MD.....L.....	1,006,509	0	0	0	1,006,509	0
22.	Massachusetts.....	MA.....L.....	1,347,431	0	0	0	1,347,431	0
23.	Michigan.....	MI.....L.....	2,424,977	1,920	0	0	2,426,897	0
24.	Minnesota.....	MN.....L.....	1,139,602	0	0	0	1,139,602	0
25.	Mississippi.....	MS.....L.....	727,913	0	0	0	727,913	0
26.	Missouri.....	MO.....L.....	1,233,699	1,500	0	0	1,235,199	0
27.	Montana.....	MT.....L.....	161,001	0	0	0	161,001	0
28.	Nebraska.....	NE.....L.....	383,271	0	0	0	383,271	0
29.	Nevada.....	NV.....L.....	194,054	0	0	0	194,054	0
30.	New Hampshire.....	NH.....L.....	225,738	0	0	0	225,738	0
31.	New Jersey.....	NJ.....L.....	1,410,679	0	0	0	1,410,679	0
32.	New Mexico.....	NM.....L.....	219,798	0	0	0	219,798	0
33.	New York.....	NY.....N.....	441,129	0	0	0	441,129	0
34.	North Carolina.....	NC.....L.....	2,123,376	0	0	0	2,123,376	0
35.	North Dakota.....	ND.....L.....	305,374	0	0	0	305,374	0
36.	Ohio.....	OH.....L.....	2,919,267	0	0	0	2,919,267	0
37.	Oklahoma.....	OK.....L.....	529,745	0	0	0	529,745	0
38.	Oregon.....	OR.....L.....	421,699	0	0	0	421,699	0
39.	Pennsylvania.....	PA.....L.....	2,539,445	0	0	0	2,539,445	0
40.	Rhode Island.....	RI.....L.....	237,781	0	0	0	237,781	0
41.	South Carolina.....	SC.....L.....	911,589	0	0	0	911,589	0
42.	South Dakota.....	SD.....L.....	352,877	0	0	0	352,877	0
43.	Tennessee.....	TN.....L.....	1,857,563	0	0	0	1,857,563	0
44.	Texas.....	TX.....L.....	4,563,629	300	0	0	4,563,929	0
45.	Utah.....	UT.....L.....	754,097	0	0	0	754,097	0
46.	Vermont.....	VT.....L.....	63,215	0	0	0	63,215	0
47.	Virginia.....	VA.....L.....	752,694	0	0	0	752,694	0
48.	Washington.....	WA.....L.....	852,162	0	0	0	852,162	0
49.	West Virginia.....	WV.....L.....	160,405	0	0	0	160,405	0
50.	Wisconsin.....	WI.....L.....	894,959	0	0	0	894,959	0
51.	Wyoming.....	WY.....L.....	126,567	0	0	0	126,567	0
52.	American Samoa.....	AS.....N.....	0	0	0	0	0	0
53.	Guam.....	GU.....N.....	363	0	0	0	363	0
54.	Puerto Rico.....	PR.....N.....	901	0	0	0	901	0
55.	US Virgin Islands.....	VI.....N.....	377	0	0	0	377	0
56.	Northern Mariana Islands.....	MP.....N.....	0	0	0	0	0	0
57.	Canada.....	CN.....N.....	46,973	0	0	0	46,973	0
58.	Aggregate Other Alien.....	OT.....XXX.....	22,978	0	0	0	22,978	0
59.	Subtotal.....	(a).....50.....	50,129,974	11,105	0	0	50,141,079	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.....	50,129,974	11,105	0	0	50,141,079	0
96.	Plus Reinsurance Assumed.....	XXX.....	0	0	0	0	0	0
97.	Totals (All Business).....	XXX.....	50,129,974	11,105	0	0	50,141,079	0
98.	Less Reinsurance Ceded.....	XXX.....	38,680,921	0	0	0	38,680,921	0
99.	Totals (All Business) less Reinsurance Ceded.....	XXX.....	11,449,053	11,105	0	0	11,460,158	0
DETAILS OF WRITE-INS								
5801.	Other Alien.....	XXX.....	22,978	0	0	0	22,978	0
5802.	.....	XXX.....	0	0	0	0	0	0
5803.	.....	XXX.....	0	0	0	0	0	0
5898.	Summary 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.....	22,978	0	0	0	22,978	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.	Summary 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.
(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

Q12

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

Q12.1

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			
Maignon 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			
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		

Q12.3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
Members														
0968.....	AXA.....	00000.....	00-0000000	0000.....	0000898427	Paris Stock Exchange	AXA SA.....	FR.....	UIP.....			0.00		0.....
0.....		0.....		0.....			AXA Assistance SA.....	FR.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Inter Partner Assistance - Belgium.....	BE.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Corporate Solutions Assurance - France.....	FR.....	NIA.....	AXA.....	Ownership.....	98.75	AXA.....	0.....
0.....		0.....		0.....			MATRIX.....	US.....	IA.....	AXA Corporate Solutions Assurance - Fr.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Group Solutions - France.....	FR.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Assistance Inc. USA.....	US.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Investment Managers.....	FR.....	NIA.....	AXA.....	Ownership.....	73.77	AXA.....	0.....
0.....		0.....		0.....			AXA Investment Managers.....	FR.....	NIA.....	AXA Konzern AG.....	Ownership.....	5.20	AXA.....	0.....
0.....		0.....		0.....			AXA Investment Managers - France.....	FR.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Investment Managers Holdings US.....	US.....	NIA.....	AXA Investment Managers - France.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Rosenberg Group LLC.....	US.....	NIA.....	AXA Investment Managers.....	Ownership.....	75.00	AXA.....	0.....
0.....		0.....	22-3624513	0.....	0001459848		AXA IM Rose Inc.....	US.....	NIA.....	AXA Investment Managers.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....		New York Stock Exchange	AllianceBernstein LP.....	US.....	NIA.....	AXA IM Rose Inc.....	Ownership.....	15.16	AXA.....	0.....
0.....		0.....	13-4064930	0.....	0001109448		AXA Mediterranean Holdings, S.A.U.....	ES.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Millésimes.....	PT.....	NIA.....	AXA.....	Ownership.....	42.34	AXA.....	0.....
0.....		0.....		0.....			AXA Real Estate Investment Managers.....	FR.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Technology Services.....	FR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Belgium.....	BE.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Life Insurance Company Ltd. - Hong Kong....	CA.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA General Ins. Hong Kong Ltd.- Hong Kong.....	CA.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA General Insurance China Ltd.....	CA.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA China - France.....	FR.....	NIA.....	AXA.....	Ownership.....	51.00	AXA.....	0.....
0.....		0.....		0.....			AXA-Mimentals Assurance Company Limited.....	CA.....	IA.....	AXA China - France.....	Ownership.....	51.00	AXA.....	0.....
0.....		0.....		0.....			AXA Societe Beaujon.....	FR.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Pojistovna a.s.....	CZ.....	IA.....	AXA Societe Beaujon.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Zivtni Pojistonva a.s.....	CZ.....	IA.....	AXA Societe Beaujon.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Penzijni Fond a.s.....	CZ.....	IA.....	AXA Societe Beaujon.....	Ownership.....	99.98	AXA.....	0.....
0.....		0.....		0.....			Compagnie Financiere de Paris.....	FR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA France Assurance.....	FR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Corporate Solutions Assurance.....	FR.....	IA.....	AXA France Assurance.....	Ownership.....	98.75	AXA.....	0.....
0.....		0.....		0.....			AXA Global Life.....	FR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Global P&C.....	FR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			AXA Liabilities Managers- France.....	FR.....	IA.....	AXA.....	Ownership.....	99.90	AXA.....	0.....
0.....		0.....		0.....			AXA Liabilities Managers-US.....	US.....	IA.....	AXA Liabilities Managers- France.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	AA-1320035	0.....	0.....		Colisee Re - France.....	FR.....	IA.....	AXA.....	Ownership.....	99.90	AXA.....	0.....
0.....		0.....		0.....			AXA Konzern AG.....	DE.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			WinCom Versicherungs-Holding AG.....	DE.....	NIA.....	AXA Konzern AG.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			DBV Deutsche Beamtenversicherung Leben AG....	DE.....	IA.....	WinCom Versicherungs-Holding AG.....	Ownership.....	94.90	AXA.....	0.....
0.....		0.....		0.....			DBV Deutsche Beamtenversicherung AG.....	DE.....	IA.....	WinCom Versicherungs-Holding AG.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....			DBV Deutsche Lebensversicherung AG.....	DE.....	IA.....	WinCom Versicherungs-Holding AG.....	Ownership.....	100.00	AXA.....	0.....

Q13

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Q13.1

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0.....		0.....		0.....	0.....		AXA ART Versicherung AG - Clogne.....	DE.....	IA.....	AXA Konzern AG.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Art Holdings Inc.....	US.....	NIA.....	AXA ART Versicherung AG - Clogne.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Fine Art Service International Inc.....	US.....	NIA.....	AXA Art Holdings Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		29530.....	13-3368745.....	0.....	0.....		AXA Art Insurance Corporation.....	US.....	IA.....	AXA Art Holdings Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Biztosito Zrt.....	HU.....	IA.....	AXA Societe Beaujon.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Szolgaltato Kft.....	HU.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA India Holdings.....	ID.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Bharti AXA Life Insurance Company.....	ID.....	IA.....	AXA India Holdings.....	Ownership.....	22.22	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Business Services Private Limited.....	ID.....	NIA.....	AXA.....	Ownership.....	99.90	AXA.....	0.....
0.....		0.....		0.....	0.....		Bharti AXA General Insurance.....	ID.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		National Mutual International Pty Limited.....	AU.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		P.T. Asuransi AXA Indonesia.....	ID.....	IA.....	AXA.....	Ownership.....	80.00	AXA.....	0.....
0.....		0.....		0.....	0.....		P.T. Life Indonesia.....	ID.....	IA.....	AXA.....	Ownership.....	80.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Financial Services (Singapore) Pte Ltd.....	SG.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Life Europe.....	IE.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Global Distributors (Ireland) Limited.....	IE.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Ireland Limited.....	IE.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA mps Financial Ltd.....	IE.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Italia S.p.A.....	IT.....	NIA.....	AXA.....	Ownership.....	98.24	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Assicurazioni S.p.A.....	IT.....	IA.....	AXA Italia S.p.A.....	Ownership.....	98.11	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Japan Holding Co., Ltd.....	JP.....	NIA.....	AXA.....	Ownership.....	78.67	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Life Insurance Co.....	JP.....	IA.....	AXA Japan Holding Co., Ltd.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA General Insurance Co., Ltd.....	JP.....	IA.....	AXA Japan Holding Co., Ltd.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Collection Services Co. Ltd.....	JP.....	IA.....	AXA Japan Holding Co., Ltd.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Nextia Life Insurance Co., Ltd.....	JP.....	IA.....	AXA Japan Holding Co., Ltd.....	Ownership.....	97.25	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Seguros, S.A. de CV.....	MX.....	IA.....	AXA.....	Ownership.....	99.94	AXA.....	0.....
0.....		0.....		0.....	0.....		Voltaire Participacoes.....	BR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Luxembourg SA.....	LU.....	IA.....	AXA.....	Ownership.....	99.99	AXA.....	0.....
0.....		0.....		0.....	0.....		Finance Solutions S.ar.l. ("Finso").....	LU.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Matignon Finance S.A.....	LU.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA-AFFIN General Insurance Berhad.....	MY.....	IA.....	AXA.....	Ownership.....	42.40	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA-AFFIN Life Insurance Berhad.....	MY.....	IA.....	National Mutual International Pty Limited.....	Ownership.....	49.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Philippine AXA Life Insurance Corporation.....	MY.....	IA.....	AXA.....	Ownership.....	45.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Middle East SAL Lebanon.....	LB.....	NIA.....	AXA.....	Ownership.....	49.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Holding SAL.....	LB.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Gulf Holding W.L.L.....	BH.....	NIA.....	AXA.....	Ownership.....	95.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Holding Maroc.....	MA.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Assurance Maroc.....	MA.....	IA.....	AXA Holding Maroc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Zycie Towarzystwo Ubezpieczen S.A.....	PL.....	IA.....	AXA Societe Beaujon.....	Ownership.....	90.24	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Powszechne Towarzystwo Emerytalne S.A.....	PL.....	IA.....	AXA Societe Beaujon.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Towarzystwo Ubezpieczen i Reasekuracji S.A.....	PL.....	IA.....	AXA Societe Beaujon.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Seguro Directo Gere Compania de Seguros SA.....	PT.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Portugal Companhia de Seguros SA.....	PT.....	IA.....	AXA.....	Ownership.....	83.02	AXA.....	0.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0.....		0.....		0.....	0.....		AXA Portugal Companhia de Seguros Vida SA....	PT.....	IA.....	AXA.....	Ownership.....	87.63	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Life Insurance SA.....	RO.....	IA.....	AXA Societe Beaujon.....	Ownership.....	99.90	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Financial Services (Singapore) Pte Ltd.....	SG.....	NIA.....	National Mutual International Pty Limited.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		ipac financial planning Taiwan Limited.....	TW.....	NIA.....	National Mutual International Pty Limited.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Insurance Singapore Pte Ltd.....	SG.....	IA.....	National Mutual International Pty Limited.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Asia Regional Centre Pte Ltd.....	SG.....	IA.....	National Mutual International Pty Limited.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Services s.r.o.....	SK.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		EX-SR a.s. v likvdacii.....	SK.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA d.s.s., a.s.....	SK.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA d.d.s., a.s.....	SK.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA General Insurance.....	KR.....	IA.....	AXA.....	Ownership.....	94.13	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Medterraenan Holding, S.A.U.....	ES.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Hilo Direct, Seguros y Reaseguros S.A.....	ES.....	IA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	99.99	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA MEDLA IT & Local Support Services, S.A.....	ES.....	NIA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Regional Services, S.A.....	ES.....	NIA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Seguros Generales, S.A. de Seguros y Reaseguros	ES.....	IA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	99.89	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Pensiones, S.A. E.G.F.P.....	ES.....	IA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Tigris, S.A.....	ES.....	IA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Vida, S.A.de Seguros y Reaseguros.....	ES.....	IA.....	AXA Medterraenan Holding, S.A.U.....	Ownership.....	99.80	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Senegal.....	SN.....	IA.....	AXA.....	Ownership.....	51.53	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Cote d'Ivoire.....	CI.....	IA.....	AXA.....	Ownership.....	78.64	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Cameroun ©.....	CM.....	IA.....	AXA.....	Ownership.....	99.90	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Gabon.....	GA.....	IA.....	AXA.....	Ownership.....	86.49	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Versicherungen AG.....	CH.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Leben AG.....	CH.....	IA.....	AXA Versicherungen AG.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Rechtsschutz AG.....	CH.....	IA.....	AXA Versicherungen AG.....	Ownership.....	66.67	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Insurance Public Co. Ltd.....	TH.....	IA.....	AXA.....	Ownership.....	24.99	AXA.....	0.....
0.....		0.....		0.....	0.....		ASM Holdings Limited.....	TH.....	NIA.....	AXA.....	Ownership.....	48.80	AXA.....	0.....
0.....		0.....		0.....	0.....		Krungthai-AXA Life Insurance Company Limited...	TH.....	IA.....	AXA.....	Ownership.....	25.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Hayat ve Emeklilik A.S.....	TR.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Sigorta A.S.....	TR.....	IA.....	AXA.....	Ownership.....	72.55	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Insurance.....	UA.....	IA.....	AXA.....	Ownership.....	50.29	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Ukraine.....	UA.....	IA.....	AXA.....	Ownership.....	50.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Global Risks (Uk) Limited.....	GB.....	IA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Hordel FV.....	GB.....	NIA.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA Equity & Law Plc.....	GB.....	IA.....	AXA.....	Ownership.....	99.90	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA UK PLC.....	GB.....	IA.....	AXA Equity & Law Plc.....	Ownership.....	46.90	AXA.....	0.....
0.....		0.....		0.....	0.....		AXA UK PLC.....	GB.....	IA.....	AXA.....	Ownership.....	53.10	AXA.....	0.....
0.....		0.....		0.....	0.....		Bluefin Group Limited.....	GB.....	IA.....	AXA UK PLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		GBI Holdings Limited.....	GB.....	IA.....	AXA UK PLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Guardian Royal Exchange PLC.....	GB.....	NIA.....	AXA UK PLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Architas Advisory Services Limited.....	GB.....	NIA.....	AXA UK PLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....		0.....	0.....		Architas Multi-Manager Limited.....	GB.....	NIA.....	AXA UK PLC.....	Ownership.....	100.00	AXA.....	0.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Q13.3

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0.....		0.....		0.....	0.....		AXA Sun Direct Limited.....	GB.....	IA.....	AXA UK PLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		00000.....	90-0226248	0.....	0001333986		AXA America Holdings, Inc.....	US.....	UIP.....	AXA.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	30-0011728	0.....	0.....		AXA Technology Services America Inc.....	US.....	NIA.....	AXA America Holdings, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		00000.....	36-3044045	0.....	0001456276		AXA America Corporate Solutions, Inc.....	US.....	NIA.....	AXA America Holdings, Inc.....	Ownership.....	100.00	AXA.....	0.....
0968.....		36552.....	36-2994662	0.....	0001456280		Coliseum Reinsurance Company.....	US.....	IA.....	AXA America Corporate Solutions, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-4064930	0.....	0001109448	New York Stock Exchange	AllianceBernstein LP.....	US.....	NIA.....	Coliseum Reinsurance Company.....	Ownership.....	3.09	AXA.....	0.....
0968.....		16187.....	04-2482364	0.....	0.....		Mosaic Insurance Company.....	US.....	IA.....	Coliseum Reinsurance Company.....	Ownership.....	100.00	AXA.....	0.....
0968.....		68365.....	04-2729166	0.....	0.....		Company.....	US.....	IA.....	Coliseum Reinsurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		00000.....	13-4177328	0.....	0.....		AXA Delaware LLC.....	US.....	NIA.....	Coliseum Reinsurance Company.....	Ownership.....	100.00	AXA.....	0.....
0968.....		33022.....	13-3594502	0.....	0.....		AXA Insurance Company.....	US.....	IA.....	AXA Delaware LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-3623351	0.....	0000888002		AXA Financial, Inc.....	US.....	UIP.....	AXA America Holdings, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	27-0294443	0.....	0.....		787 Holdings, LLC.....	US.....	NIA.....	AXA Financial, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	52-2197822	0.....	0001257148		AXA Equitable Financial Services, LLC.....	US.....	UIP.....	AXA Financial, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-4078005	0.....	0.....		AXA Distribution Holding Corporation.....	US.....	NIA.....	AXA Equitable Financial Services, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-4071393	0.....	0000033179		AXA Advisors, LLC.....	US.....	NIA.....	AXA Distribution Holding Corporation.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	06-1555494	0.....	0001292309		AXA Network, LLC.....	US.....	NIA.....	AXA Distribution Holding Corporation.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	27-1540220	0.....	0.....		PlanConnect, LLC.....	US.....	NIA.....	AXA Distribution Holding Corporation.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	14-1903564	0.....	0001450152		AXA Financial (Bermuda) Ltd.....	BM.....	IA.....	AXA Equitable Financial Services, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-4064930	0.....	0001109448	New York Stock Exchange	AllianceBernstein LP.....	US.....	NIA.....	AXA Financial (Bermuda) Ltd.....	Ownership.....	5.78	AXA.....	0.....
0968.....		62944.....	13-5570651	0.....	0000727920		AXA Equitable Life Insurance Company.....	US.....		AXA Equitable Financial Services, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	27-5373651	0.....	0.....		AXA Equitable Funds Management Group, LLC.....	US.....	NIA.....	AXA Equitable Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-3385076	0.....	0.....		Equitable Deal Flow Fund, LP.....	US.....	NIA.....	AXA Equitable Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	23-2671508	0.....	0.....		EVSA, Inc.....	US.....	NIA.....	AXA Equitable Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	22-2766036	0.....	0001257149		Equitable Holdings, LLC.....	US.....	NIA.....	AXA Equitable Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-2677213	0.....	0000003798		ACMC, LLC.....	US.....	NIA.....	AXA Equitable Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0968.....		10589.....	06-1166226	0.....	0.....		Equitable Casualty Insurance Company.....	US.....	IA.....	Equitable Holdings, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-3266813	0.....	0000842885		ECMC, LLC.....	US.....	NIA.....	Equitable Holdings, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	52-2233674	0.....	0000858875		AXA Distributors, LLC.....	US.....	NIA.....	Equitable Holdings, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-3813232	0.....	0.....		JMR Reality services, Inc.....	US.....	NIA.....	Equitable Holdings, LLC.....	Ownership.....	100.00	AXA.....	0.....
0968.....		62880.....	13-3198083	0.....	0001342913		AXA Equitable Life and Annuity Company.....	US.....	IA.....	AXA Equitable Financial Services, LLC.....	Ownership.....	100.00	AXA.....	0.....
0968.....		66370.....	13-1632487	0.....	0001209935		MONY Life Insurance Company.....	US.....	UDP.....	AXA Equitable Financial Services, LLC.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-3790446	0.....	0.....		MONY International Holdings, LLC.....	US.....	NIA.....	MONY Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	98-0152046	0.....	0.....		Ltd.....	US.....	IA.....	MONY International Holdings, LLC.....	Ownership.....	100.00	AXA.....	0.....
0968.....		78077.....	86-0222062	0.....	0000835357		MONY Life Insurance Company of America.....	US.....	IA.....	MONY Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-4064930	0.....	0001109448	New York Stock Exchange	AllianceBernstein LP.....	US.....	NIA.....	MONY Life Insurance Company of America.....	Ownership.....	0.98	AXA.....	0.....
0968.....		84530.....	38-2046096	0.....	0.....		U.S. Financial Life Insurance Company.....	US.....	OTH.....	MONY Life Insurance Company.....	Ownership.....	100.00	AXA.....	*
0.....		0.....	13-4064930	0.....	0001109448	New York Stock Exchange	AllianceBernstein LP.....	US.....	NIA.....	MONY Life Insurance Company.....	Ownership.....	2.59	AXA.....	0.....
0.....		0.....	11-3722370	0.....	0.....		MONY Financial Services, Inc.....	US.....	NIA.....	MONY Life Insurance Company.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	31-1465146	0.....	0.....		Financial Marketing Agency, Inc.....	US.....	NIA.....	MONY Financial Services, Inc.....	Ownership.....	100.00	AXA.....	0.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0.....		0.....	22-3015130	0.....	0.....	.....	MONY Brokerage, Inc.....	US.....	NIA.....	MONY Financial Services, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-2645490	0.....	0.....	.....	1740 Advisors, Inc.....	US.....	NIA.....	MONY Financial Services, Inc.....	Ownership.....	100.00	AXA.....	0.....
0.....		0.....	13-2645488	0.....	0.....	.....	MONY Securities Corporation.....	US.....	NIA.....	MONY Financial Services, Inc.....	Ownership.....	100.00	AXA.....	0.....

Asterisk	Explanation
*	Reporting Entity

U.S. FINANCIAL LIFE INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

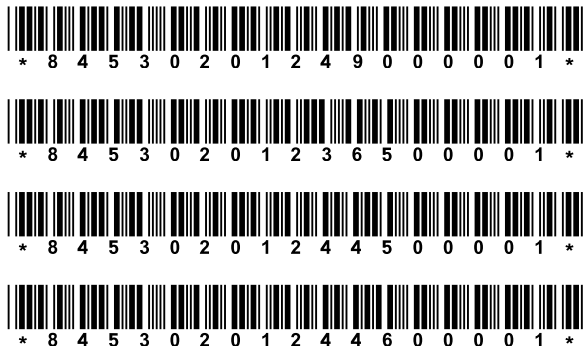
The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC?	NO
6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC?	NO
7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC?	NO

Explanations:

1.
2.
3.
4.
5.
6.
7.

Bar Code:



U.S. FINANCIAL LIFE INSURANCE COMPANY
Overflow Page for Write-Ins

NONE

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....	0	0
2.2 Additional investment made after acquisition.....	0	0
3. Current year change in encumbrances.....	0	0
4. Total gain (loss) on disposals.....	0	0
5. Deduct amounts received on disposals.....	0	0
6. Total foreign exchange change in book/adjusted carrying value.....	0	0
7. Deduct current year's other than temporary impairment recognized.....	0	0
8. Deduct current year's depreciation.....	0	0
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	0	0
10. Deduct total nonadmitted amounts.....	0	0
11. Statement value at end of current period (Line 9 minus Line 10).....	0	0

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

NONE

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	507,026,938	489,690,057
2. Cost of bonds and stocks acquired.....	5,452,622	40,480,449
3. Accrual of discount.....	109,880	442,957
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	222,639	(168,562)
6. Deduct consideration for bonds and stocks disposed of.....	17,629,262	22,315,571
7. Deduct amortization of premium.....	269,368	1,102,392
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	494,913,449	507,026,938
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	494,913,449	507,026,938

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	354,062,031	33,626,205	46,013,175	1,823,377	343,498,439	0	0	354,062,031
2. Class 2 (a).....	148,283,504	2,130,622	1,000,000	(1,962,735)	147,451,390	0	0	148,283,504
3. Class 3 (a).....	12,425,247	0	1,043,448	(429)	11,381,370	0	0	12,425,247
4. Class 4 (a).....	982,300	0	0	0	982,300	0	0	982,300
5. Class 5 (a).....	3,495,140	0	0	(19,702)	3,475,439	0	0	3,495,140
6. Class 6 (a).....	380,200	0	0	0	380,200	0	0	380,200
7. Total Bonds.....	519,628,422	35,756,827	48,056,623	(159,489)	507,169,138	0	0	519,628,422
PREFERRED STOCK								
8. Class 1.....	0	0	0	0	0	0	0	0
9. Class 2.....	3,990,630	0	0	0	3,990,630	0	0	3,990,630
10. Class 3.....	0	0	0	0	0	0	0	0
11. Class 4.....	0	0	0	0	0	0	0	0
12. Class 5.....	0	0	0	0	0	0	0	0
13. Class 6.....	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	3,990,630	0	0	0	3,990,630	0	0	3,990,630
15. Total Bonds and Preferred Stock.....	523,619,052	35,756,827	48,056,623	(159,489)	511,159,768	0	0	523,619,052

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999 Totals.....	16,246,319	XXX.....	16,246,319	1,833	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	16,592,113	18,209,631
2. Cost of short-term investments acquired.....	30,304,206	68,704,452
3. Accrual of discount.....	0	30
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration received on disposals.....	30,650,000	70,322,000
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	16,246,319	16,592,113
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	16,246,319	16,592,113

Sch. DB-Pt A-Verification

NONE

Sch. DB-Pt B-Verification

NONE

Sch. DB-Pt C-Sn 1

NONE

Sch. DB-Pt C-Sn 2

NONE

Sch. DB-Verification

NONE

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE E- VERIFICATION
Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	10,199,844
2. Cost of cash equivalents acquired.....	0	40,548,379
3. Accrual of discount.....	0	1,561
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	22
6. Deduct consideration received on disposals.....	0	50,749,806
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/ adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	0	0
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	0	0

Sch. A-Pt 2

NONE

Sch. A-Pt 3

NONE

Sch. B-Pt 2

NONE

Sch. B-Pt 3

NONE

Sch. BA-Pt 2

NONE

Sch. BA-Pt 3

NONE

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
912828 RX 0	UNITED STATES OF AMERICA TREASURY.....		...02/01/2012	VARIOUS.....		3,322,000	3,300,000	2,419	1.....
0599999.	Total - Bonds - U.S. Government.....					3,322,000	3,300,000	2,419	XXX.....
Bonds - Industrial and Miscellaneous									
78573A AA 8	SABMILLER HOLDINGS INC.....		...01/10/2012	MORGAN STANLEY.....		1,492,830	1,500,000	0	2FE.....
40052V AB 0	GRUPO BIMBO SAB DE CV.....	F.....	...01/18/2012	CITIGROUP GLOBAL MARKETS INC.....		637,792	643,000	0	2FE.....
3899999.	Total - Bonds - Industrial & Miscellaneous.....					2,130,622	2,143,000	0	XXX.....
8399997.	Total - Bonds - Part 3.....					5,452,622	5,443,000	2,419	XXX.....
8399999.	Total - Bonds.....					5,452,622	5,443,000	2,419	XXX.....
9999999.	Total - Bonds, Preferred and Common Stocks.....					5,452,622	XXX.....	2,419	XXX.....

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

SCHEDULE D - PART 4

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

1	2			3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
												11	12	13	14	15							
CUSIP Identification	Description			F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)

Bonds - U.S. Government

36201N	K9	0	GOVERNMENT NATL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		1,642	1,642	1,700	1,643	0	0	0	0	0	1,642	0	0	0	17	11/01/2031	1.....
36210T	Q2	5	GOVERNMENT NATL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		4,592	4,592	4,776	4,593	0	(1)	0	(1)	0	4,592	0	0	0	46	11/01/2027	1.....
36210X	T7	2	GOVERNMENT NATL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		8,277	8,277	8,608	8,280	0	(3)	0	(3)	0	8,277	0	0	0	120	10/01/2024	1.....
36213E	PQ	3	GOVERNMENT NATL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		31,868	31,868	31,766	31,868	0	0	0	0	0	31,868	0	0	0	186	04/01/2030	1.....
912827	7L	0	UNITED STATES OF AMERICA TREASURY.....	....	03/08/2012	VARIOUS.....		3,300,000	3,300,000	3,613,500	3,304,788	0	(4,788)	0	(4,788)	0	3,300,000	0	0	0	80,438	02/15/2012	1.....
912828	MT	4	UNITED STATES OF AMERICA TREASURY.....	....	02/14/2012	VARIOUS.....		10,125,508	10,000,000	9,905,469	9,960,735	0	3,992	0	3,992	0	9,964,727	0	160,781	160,781	57,795	03/15/2013	1.....
0599999.			Total - Bonds - U.S. Government.....					13,471,887	13,346,379	13,565,819	13,311,907	0	(800)	0	(800)	0	13,311,106	0	160,781	160,781	138,602	XXX...	..XXX...

Bonds - U.S. Special Revenue and Special Assessment

312903	KT	3	FED HOME LOAN MTG CORP.....	....	03/15/2012	MBS PAYDOWN.....		3,112	3,112	3,187	3,113	0	0	0	0	0	3,112	0	0	0	37	06/15/2017	1.....
312905	WS	7	FED HOME LOAN MTG CORP.....	....	03/01/2012	MBS PAYDOWN.....		563	563	576	563	0	0	0	0	0	563	0	0	0	8	03/01/2019	1.....
312909	A4	6	FED HOME LOAN MTG CORP.....	....	03/01/2012	MBS PAYDOWN.....		2,244	2,244	2,356	2,245	0	(1)	0	(1)	0	2,244	0	0	0	32	01/01/2013	1.....
3133T6	M8	1	FED HOME LOAN MTG CORP.....	....	03/01/2012	MBS PAYDOWN.....		3,466	3,466	3,250	3,464	0	2	0	2	0	3,466	0	0	0	38	05/01/2025	1.....
31340Y	FN	4	FED HOME LOAN MTG CORP.....	....	03/15/2012	MBS PAYDOWN.....		2,092	2,092	2,163	2,093	0	(1)	0	(1)	0	2,092	0	0	0	38	01/15/2019	1.....
31358E	JG	8	FED NATIONAL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		747	747	648	746	0	1	0	1	0	747	0	0	0	7	04/01/2020	1.....
31358E	QE	5	FED NATIONAL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		898	898	924	898	0	0	0	0	0	898	0	0	0	14	05/01/2020	1.....
31358J	SN	2	FED NATIONAL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		1,947	1,947	1,988	1,947	0	0	0	0	0	1,947	0	0	0	35	06/01/2021	1.....
31358L	JB	3	FED NATIONAL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		585	585	596	586	0	0	0	0	0	585	0	0	0	8	08/01/2021	1.....
31359D	6L	2	FED NATIONAL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		11,967	11,967	11,440	11,962	0	5	0	5	0	11,967	0	0	0	138	05/01/2022	1.....
3837H0	QK	2	GOVERNMENT NATL MTG ASSN.....	....	03/01/2012	MBS PAYDOWN.....		6,732	6,732	6,492	6,730	0	1	0	1	0	6,732	0	0	0	69	03/01/2025	1.....
3199999.			Total - Bonds - U.S. Special Revenue & Assessment.....					34,353	34,353	33,620	34,347	0	7	0	7	0	34,353	0	0	0	424	XXX...	..XXX...

Bonds - Industrial and Miscellaneous

17313Y	AL	5	CITIGROUP INC - FDIC INS.....	....	02/14/2012	DAIN RAUSCHER WESSELS....		2,023,140	2,000,000	1,992,840	1,998,087	0	288	0	288	0	1,998,374	0	24,766	24,766	11,771	10/22/2012	1FE.....
257867	AR	2	DONNELLEY (R.R.) & SONS.....	....	03/13/2012	PREREFUNDED.....		1,080,540	1,044,000	1,042,553	1,043,416	0	32	0	32	0	1,043,448	0	37,092	37,092	9,825	05/15/2015	3FE.....
42307T	AF	5	HJ HEINZ FINANCE CO.....	....	03/15/2012	MATURITY.....		1,000,000	1,000,000	1,062,160	1,002,008	0	(2,008)	0	(2,008)	0	1,000,000	0	0	0	30,000	03/15/2012	2FE.....
921796	LE	6	VANDERBILT MTGE FINANCE.....	....	03/01/2012	MBS PAYDOWN.....		19,339	19,339	19,338	19,339	0	0	0	0	0	19,339	0	0	0	211	05/01/2014	1FE.....
3899999.			Total - Bonds - Industrial & Miscellaneous.....					4,123,019	4,063,339	4,116,891	4,062,850	0	(1,688)	0	(1,688)	0	4,061,161	0	61,858	61,858	51,807	XXX...	..XXX...
8399997.			Total - Bonds - Part 4.....					17,629,259	17,444,071	17,716,330	17,409,104	0	(2,481)	0	(2,481)	0	17,406,620	0	222,639	222,639	190,833	XXX...	..XXX...
8399999.			Total - Bonds.....					17,629,259	17,444,071	17,716,330	17,409,104	0	(2,481)	0	(2,481)	0	17,406,620	0	222,639	222,639	190,833	XXX...	..XXX...
9999999.			Total - Bonds, Preferred and Common Stocks.....					17,629,259	XXX.....	17,716,330	17,409,104	0	(2,481)	0	(2,481)	0	17,406,620	0	222,639	222,639	190,833	XXX...	..XXX...

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

QE05

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt B-Sn 1B-Broker List
NONE

Sch. DB-Pt D
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

NONE

SCHEDULE DB - PART B - SECTION 1
Futures Contracts Open December 31 of Current Year

1 Ticker Symbol	2 Number of Contracts	3 Notional Amount	4 Description	5 Description of Hedged Item(s)	6 Schedule/ Exhibit Identifier	7 Type(s) of Risk	8 Date of Maturity or Expiration	9 Exchange	10 Trade Date	11 Transaction Price	12 Reporting Date Price	13 Fair Value	14 Book/ Adjusted Carrying Value	Change in Variation Margin				19 Potential Exposure	20 Hedge Effectiveness at Inception and at Quarter-end (a)
														15 Cumulative	16 Gain (Loss) Recognized in Current Year	17 Gain (Loss) Used to Adjust Basis of Hedged Item	18 Deferred		

NONE

QE07

Broker Name	Net Cash Deposits
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NONE

QE07FE

NONE

SCHEDULE DB - PART D

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

1	2	3	4	Book Adjusted Carrying Value			Fair Value			11	12
				5	6	7	8	9	10		
Description Counterparty or Exchange Traded	Master Agreement (Y or N)	Credit Support Annex (Y or N)	Fair Value of Acceptable Collateral	Contracts With Book Adjusted Carrying Value > 0	Contracts With Book Adjusted Carrying Value < 0	Exposure Net of Collateral	Contracts With Fair Value > 0	Contracts With Fair Value < 0	Exposure Net of Collateral	Potential Exposure	Off-Balance Sheet Exposure

NONE

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation /Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Dates

General Interrogatories:

1. The activity for the year to date: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
2. Average balance for the year to date: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
NAIC 1: \$.....0 NAIC 2: \$.....0 NAIC 3: \$.....0 NAIC 4: \$.....0 NAIC 5: \$.....0 NAIC 6: \$.....0

NONE

SCHEDULE DL - PART 2

SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation /Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Dates

General Interrogatory:

1. The activity for the year to date: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
2. Average balance for the year to date: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
3. Grand Total Schedule DL Part 1 and Part 2: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0

NONE

U.S. FINANCIAL LIFE INSURANCE COMPANY
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
Fifth Third..... Cincinnati, OH.....		0.000	0	0	(17,719,698)	(6,114,501)	(8,613,692)	XXX..
JPMorgan Chase..... New York, NY.....		0.000	0	0	1,224,330	1,419,620	6,922,295	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	0	0	(16,495,368)	(4,694,881)	(1,691,397)	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	0	0	(16,495,368)	(4,694,881)	(1,691,397)	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	0	0	(16,495,368)	(4,694,881)	(1,691,397)	XXX..

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year

NONE