



# QUARTERLY STATEMENT

AS OF JUNE 30, 2012  
OF THE CONDITION AND AFFAIRS OF THE

## Plans' Liability Insurance Company

NAIC Group Code 00023 , 00023 NAIC Company Code 26794 Employer's ID Number 36-3503382  
(Current Period) (Prior Period)

Organized under the Laws of Ohio , State of Domicile or Port of Entry Ohio  
Country of Domicile United States

Incorporated/Organized 05/15/1986 Commenced Business 06/17/1986

Statutory Home Office 6740 North High Street , Worthington, OH 43085  
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 2 Mid America Plaza, Suite 200 Oakbrook Terrace, IL 60181 630-472-7700  
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 2 Mid America Plaza, Suite 200 , Oakbrook Terrace, IL 60181  
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 2 Mid America Plaza, Suite 200 Oakbrook Terrace, IL 60181 630-472-7700  
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address N/A

Statutory Statement Contact Elias Georgopoulos 630-472-7749  
(Name) (Area Code) (Telephone Number) (Extension)  
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### OFFICERS

Name	Title	Name	Title
<u>Howard Francis Beacham III</u>	<u>President &amp; CEO</u>	<u>Henry Alan Carpenter</u>	<u>Secretary, General Counsel &amp; SVP</u>
<u>Susan Ann Pickar</u>	<u>Treasurer &amp; Senior Vice President</u>	<u>Thomas Ellis Bowser</u>	<u>Chairman of the Board</u>

### OTHER OFFICERS

<u>Matthew Thomas Brannigan</u>	<u>Senior Vice President</u>	<u>Sharon Jane Dold</u>	<u>Vice President</u>
<u>David John Jacobs</u>	<u>Senior Vice President</u>	<u>Dale Edward Palka</u>	<u>Senior Vice President</u>

### DIRECTORS OR TRUSTEES

<u>Howard Francis Beacham III</u>	<u>Thomas Ellis Bowser</u>	<u>Terry Dee Kellogg</u>	<u>Steven Scott Martin</u>
<u>James Edward Purcell</u>	<u>Scott Phillip Serota</u>	<u>Paul Mark White</u>	

State of Illinois

County of Du Page ss

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.

Howard Francis Beacham III  
President, Chairman & CEO

Henry Alan Carpenter  
Secretary, General Counsel & SVP

Susan Ann Pickar  
Treasurer & Senior Vice President

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

b. If no:

1. State the amendment number \_\_\_\_\_
2. Date filed \_\_\_\_\_
3. Number of pages attached \_\_\_\_\_

Subscribed and sworn to before me this  
31st day of July, 2012

Laura Jameson, Notary Public  
October 24, 2013

**STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company**

**ASSETS**

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	80,052,295		80,052,295	80,158,329
2. Stocks:				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....	215,600		215,600	177,800
3. Mortgage loans on real estate:				
3.1 First liens .....			0	0
3.2 Other than first liens .....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....			0	0
4.3 Properties held for sale (less \$ ..... encumbrances) .....			0	0
5. Cash (\$ .....237,014 ), cash equivalents (\$ .....0 ) and short-term investments (\$ .....2,841,422 ) .....	3,078,436		3,078,436	2,174,552
6. Contract loans (including \$ ..... premium notes) .....			0	0
7. Derivatives .....			0	0
8. Other invested assets .....	0		0	0
9. Receivables for securities .....			0	0
10. Securities lending reinvested collateral assets .....			0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	83,346,331	0	83,346,331	82,510,681
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	641,707		641,707	653,083
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	252,146		252,146	168,374
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....			0	0
15.3 Accrued retrospective premiums .....			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....			0	0
16.2 Funds held by or deposited with reinsured companies .....			0	0
16.3 Other amounts receivable under reinsurance contracts .....			0	0
17. Amounts receivable relating to uninsured plans .....			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon .....	1,094,752		1,094,752	708,000
18.2 Net deferred tax asset .....	2,053,658	1,441,537	612,121	193,433
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
23. Receivables from parent, subsidiaries and affiliates .....			0	0
24. Health care (\$ ..... ) and other amounts receivable .....			0	0
25. Aggregate write-ins for other than invested assets .....	128,429	0	128,429	86,466
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	87,517,023	1,441,537	86,075,486	84,320,037
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27)	87,517,023	1,441,537	86,075,486	84,320,037
<b>DETAILS OF WRITE-INS</b>				
1101. ....			0	0
1102. ....			0	0
1103. ....			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Miscellaneous Accounts Receivable .....	128,429		128,429	86,466
2502. ....			0	0
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	128,429	0	128,429	86,466

STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ .....950,801 ) .....	18,437,861	19,184,869
2. Reinsurance payable on paid losses and loss adjustment expenses .....	67,564	1,513,737
3. Loss adjustment expenses .....	5,243,734	5,085,210
4. Commissions payable, contingent commissions and other similar charges .....		0
5. Other expenses (excluding taxes, licenses and fees) .....	121,149	106,010
6. Taxes, licenses and fees (excluding federal and foreign income taxes) .....	70,000	60,000
7.1 Current federal and foreign income taxes (including \$ ..... on realized capital gains (losses)) .....		0
7.2 Net deferred tax liability .....		0
8. Borrowed money \$ .....4,250,000 and interest thereon \$ .....	4,250,000	2,400,321
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ ..... and including warranty reserves of \$ ..... and accrued accident and health experience rating refunds including \$ ..... for medical loss ratio rebate per the Public Health Service Act) .....	1,937,558	460,618
10. Advance premium .....		0
11. Dividends declared and unpaid:		
11.1 Stockholders .....		0
11.2 Policyholders .....		0
12. Ceded reinsurance premiums payable (net of ceding commissions) .....		0
13. Funds held by company under reinsurance treaties .....		0
14. Amounts withheld or retained by company for account of others .....		0
15. Remittances and items not allocated .....		0
16. Provision for reinsurance .....		0
17. Net adjustments in assets and liabilities due to foreign exchange rates .....		0
18. Drafts outstanding .....		0
19. Payable to parent, subsidiaries and affiliates .....	636,245	492,989
20. Derivatives .....		0
21. Payable for securities .....	179,874	0
22. Payable for securities lending .....		0
23. Liability for amounts held under uninsured plans .....		0
24. Capital notes \$ ..... and interest thereon \$ .....		0
25. Aggregate write-ins for liabilities .....	3,887,273	1,286,748
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25) .....	34,831,258	30,590,502
27. Protected cell liabilities .....		0
28. Total liabilities (Lines 26 and 27) .....	34,831,258	30,590,502
29. Aggregate write-ins for special surplus funds .....	0	0
30. Common capital stock .....	2,942,436	2,942,436
31. Preferred capital stock .....		0
32. Aggregate write-ins for other than special surplus funds .....	0	0
33. Surplus notes .....		0
34. Gross paid in and contributed surplus .....	23,180,772	23,180,772
35. Unassigned funds (surplus) .....	25,121,020	27,606,327
36. Less treasury stock, at cost:		
36.1 ..... shares common (value included in Line 30 \$ ..... ) .....		0
36.2 ..... shares preferred (value included in Line 31 \$ ..... ) .....		0
37. Surplus as regards policyholders (Lines 29 to 35, less 36) .....	51,244,228	53,729,535
38. Totals (Page 2, Line 28, Col. 3)	86,075,486	84,320,037
<b>DETAILS OF WRITE-INS</b>		
2501. Assumed Reinsurance Liability.....	1,174,829	1,174,829
2502. Retroactive Reinsurance Reserve Assumed.....	94,202	111,919
2503. Continuity Credit Assumed Liability.....	2,618,242	
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	3,887,273	1,286,748
2901. ....		0
2902. ....		0
2903. ....		0
2998. Summary of remaining write-ins for Line 29 from overflow page .....	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	0
3201. ....		0
3202. ....		0
3203. ....		0
3298. Summary of remaining write-ins for Line 32 from overflow page .....	0	0
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)	0	0

## STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>UNDERWRITING INCOME</b>			
1. Premiums earned:			
1.1 Direct (written \$ .....0 )	0	0	0
1.2 Assumed (written \$ .....3,373,107 )	1,896,167	2,124,990	3,004,226
1.3 Ceded (written \$ ..... )	0	0	0
1.4 Net (written \$ .....3,373,107 )	1,896,167	2,124,990	3,004,226
DEDUCTIONS:			
2. Losses incurred (current accident year \$ .....950,801 ):			
2.1 Direct	0	0	0
2.2 Assumed	352,762	(649,410)	1,328,735
2.3 Ceded	0	0	0
2.4 Net	352,762	(649,410)	1,328,735
3. Loss adjustment expenses incurred	1,017,396	617,269	1,049,838
4. Other underwriting expenses incurred	2,784,944	2,463,964	3,666,283
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	4,155,102	2,431,823	6,044,856
7. Net income of protected cells	0	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(2,258,935)	(306,833)	(3,040,630)
<b>INVESTMENT INCOME</b>			
9. Net investment income earned	1,606,665	1,700,295	3,326,456
10. Net realized capital gains (losses) less capital gains tax of \$ .....132,106	285,902	257,278	409,335
11. Net investment gain (loss) (Lines 9 + 10)	1,892,567	1,957,573	3,735,791
<b>OTHER INCOME</b>			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ ..... amount charged off \$ ..... )	0	0	0
13. Finance and service charges not included in premiums	0	0	0
14. Aggregate write-ins for miscellaneous income	(3,390,264)	58,145	78,184
15. Total other income (Lines 12 through 14)	(3,390,264)	58,145	78,184
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(3,756,632)	1,708,885	773,345
17. Dividends to policyholders	0	0	0
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	(3,756,632)	1,708,885	773,345
19. Federal and foreign income taxes incurred	(518,858)	387,771	(55,912)
20. Net income (Line 18 minus Line 19)(to Line 22)	(3,237,774)	1,321,114	829,257
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
21. Surplus as regards policyholders, December 31 prior year	53,729,535	52,960,244	52,960,244
22. Net income (from Line 20)	(3,237,774)	1,321,114	829,257
23. Net transfers (to) from Protected Cell accounts	0	0	0
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ .....113,485	220,294	50,795	20,016
25. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
26. Change in net deferred income tax	863,136	(198,547)	(245,470)
27. Change in nonadmitted assets	(533,602)	141,264	165,488
28. Change in provision for reinsurance	0	0	0
29. Change in surplus notes	0	0	0
30. Surplus (contributed to) withdrawn from protected cells	0	0	0
31. Cumulative effect of changes in accounting principles	202,639	0	0
32. Capital changes:			
32.1 Paid in	0	0	0
32.2 Transferred from surplus (Stock Dividend)	0	0	0
32.3 Transferred to surplus	0	0	0
33. Surplus adjustments:			
33.1 Paid in	0	0	0
33.2 Transferred to capital (Stock Dividend)	0	0	0
33.3 Transferred from capital	0	0	0
34. Net remittances from or (to) Home Office	0	0	0
35. Dividends to stockholders	0	0	0
36. Change in treasury stock	0	0	0
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	(2,485,307)	1,314,626	769,291
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	51,244,228	54,274,870	53,729,535
<b>DETAILS OF WRITE-INS</b>			
0501. ....	0	0	0
0502. ....	0	0	0
0503. ....	0	0	0
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)	0	0	0
1401. Retroactive Reinsurance Gain Assumed	17,717	59,872	65,001
1402. Miscellaneous Income (Expense)	(2,703)	(1,727)	13,183
1403. Continuity Credit Assumed	(3,405,278)	0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	(3,390,264)	58,145	78,184
3701. ....	0	0	0
3702. ....	0	0	0
3703. ....	0	0	0
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. TOTALS (Lines 3701 through 3703 plus 3798) (Line 37 above)	0	0	0

## STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

## CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance.....	3,289,335	3,283,489	2,814,973
2. Net investment income .....	1,753,561	1,775,373	3,547,518
3. Miscellaneous income .....	(3,390,264)	58,145	78,184
4. Total (Lines 1 to 3) .....	1,652,632	5,117,007	6,440,675
5. Benefit and loss related payments .....	2,018,601	1,364,511	2,742,510
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 .....	4,156,569	2,925,020	5,109,147
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ ..... tax on capital gains (losses).....	0	638,970	638,970
10. Total (Lines 5 through 9) .....	6,175,170	4,928,501	8,490,627
11. Net cash from operations (Line 4 minus Line 10) .....	(4,522,538)	188,506	(2,049,952)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	11,069,977	12,299,152	22,131,273
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	0	0
12.7 Miscellaneous proceeds .....	179,874	5,102	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	11,249,851	12,304,254	22,131,273
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	10,337,110	11,568,793	22,311,269
13.2 Stocks .....	37,800	7,000	7,000
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	2,713	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	10,374,910	11,578,506	22,318,269
14. Net increase (or decrease) in contract loans and premium notes .....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	874,941	725,748	(186,996)
<b>Cash from Financing and Miscellaneous Sources</b>			
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 .....	1,849,679	(1,000,313)	399,861
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied).....	2,701,802	(149,119)	926,922
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	4,551,481	(1,149,432)	1,326,783
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	903,884	(235,178)	(910,165)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	2,174,552	3,084,717	3,084,717
19.2 End of period (Line 18 plus Line 19.1) .....	3,078,436	2,849,539	2,174,552

## NOTES TO FINANCIAL STATEMENTS

### 1. Summary of Significant Accounting Policies

#### a. Accounting Practices

The accompanying financial statements of the Company have been prepared on the basis of accounting procedures prescribed or permitted by the Ohio Insurance Department. The state of Ohio requires insurance companies domiciled in the state of Ohio to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual subject to any deviations prescribed or permitted by the Ohio Insurance Department.

#### b. Use of Estimates in the Preparation of the Financial Statements

No Change

#### c. Accounting Policies

No Change

### 2. Accounting Changes and Corrections of Errors

Accounting changes adopted to conform to the provisions of NAIC SAP or other state prescribed practices are reported as changes in accounting principles. The cumulative effect of changes in accounting principles is generally reported as an adjustment to unassigned funds (surplus) in the period of the change in accounting principle. Generally, the cumulative effect is the difference between the amount of capital and surplus at the beginning of the year and the amount of capital and surplus that would have been reported at the date if the new accounting principles had been applied retroactively for all prior periods.

Effective January 1, 2012, the Company adopted Statement of Statutory Accounting Principle ("SSAP") No. 101, *Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10* ("SSAP No. 101"). SSAP No. 101 changes statutory accounting for income taxes in two key areas (1) tax contingencies and (2) the admissibility of deferred tax assets.

Under SSAP No. 101, Federal and foreign income tax contingencies are now determined under a modified version of SSAP No. 5 – Revised, Liabilities, Contingencies and Impairment of SSAP ("SSAP No. 5R"). Under this standard, the recognition of tax loss contingencies uses a more likely than not model.

SSAP No. 101 also provides for a three-step calculation to determine the admitted portion of adjusted gross deferred tax assets. In the first part of the admissibility test, all filers will be allowed to use a reversal period that corresponds to the tax loss carryback provisions of the Internal Revenue Code. (The carry back period for the Company is two years.) In the second part of the admissibility test, the reversal period and surplus limitation parameters (one year & 10 percent or three years & 15 percent) are determined based upon risk-based capital ("RBC") levels. Companies not meeting the minimum threshold are prohibited from admitting anything in this part of the admissibility test. For purposes of determining test parameters, the Company used prior year-end calculations of RBC and current period surplus thresholds.

As a result of the Company's adoption of this guidance effective January 1, 2012, the Company was able to admit more deferred tax assets. This resulted in a \$202,639 increase to statutory surplus.

### 3. Business Combinations and Goodwill

#### a. Statutory Purchase Method

None

#### b. Statutory Merger

None

#### c. Writedowns for Impairment of Investments in Affiliates

None

### 4. Discontinued Operations

Not Applicable

### 5. Investments

#### a. Mortgage Loans

No Change

#### b. Troubled Debt Restructuring for Creditors

No Change

#### c. Reverse Mortgages

No Change

## NOTES TO FINANCIAL STATEMENTS

## d. Loan Backed Securities

- Anticipated prepayments for loan-backed and structured securities are used to determine the effective yield of an issue at purchase. Changes in the estimated cash flows of the issue are incorporated when determining the statement value at the end of each quarter and year-end. Prepayments for loan-backed and structured securities were obtained from the broker dealer survey or Bloomberg Systems. These assumptions are consistent with the current interest rate and economic environment. The retrospective scientific method is used to value most loan-backed and structured securities. For structured securities deemed to be high-risk, meaning the Company might not recover substantially all of its recorded investment due to unanticipated prepayment events, changes in investment yields due to changes in estimated future cash flows are accounted for on a prospective basis.
- The Company has the following recognized other-than-temporary impairments on loan-backed securities:

	Amortized Cost		Other-than-Temporary Impairment		Fair Value C1-(C2a + C2b)
	Basis Before Other-than- Temporary Impairment	Recognized in Loss			
		2a Interest	2b Non-interest		
Aggregate intent to sell	\$ -	\$ -	\$ -	\$ -	\$ -
Aggregate intent & ability	-	-	-	-	-

- The following table details loan-backed securities held as of June 30, 2012, with recognized other-than-temporary impairment charges in a prior period that did not have additional impairments in 2012:

CUSIP	Book/Adj Carrying Value Amortized cost before current period OTTI	Projected Cash flows	Recognized other-than- temporary impairment  (In dollars)	Amortized cost after other-than temporary impairment	Fair Value	Date of Financial Statement Reported
07387AAW5	\$ 166,665	163,101	3,564	163,101	104,463	September 2009
126670CM8	204,995	201,094	3,901	201,094	246,863	September 2009
126683AB7	218,748	150,947	67,801	150,947	128,875	September 2009
17307G6K9	191,036	184,683	6,353	184,683	121,570	September 2009
94983RAD6	185,011	182,130	2,881	182,130	119,629	September 2009
05949CKQ8	49,357	44,514	4,843	44,514	38,763	December 2009
07387AAW5	148,997	136,237	12,760	136,237	114,348	December 2009
126670CM8	201,002	144,455	56,547	144,455	64,967	December 2009
126683AB7	139,708	130,846	8,862	130,846	104,921	December 2009
17307G6K9	169,541	154,140	15,401	154,140	128,426	December 2009
78473WAC7	70,580	64,123	6,457	64,123	48,709	December 2009
94983RAD6	164,090	151,055	13,035	151,055	129,651	December 2009
94984GAD9	188,758	169,140	19,618	169,140	155,412	December 2009
05949CHQ2	72,158	66,332	5,826	66,332	63,370	June 2010
05949CKQ8	41,867	40,406	1,461	40,406	39,394	June 2010
07387AAW5	129,906	127,516	2,390	127,516	115,796	June 2010
126670CM8	143,875	91,469	52,406	91,469	70,626	June 2010
17307G6K9	146,598	136,752	9,846	136,752	131,789	June 2010
3623414F3	149,128	147,640	1,488	147,640	135,405	June 2010
590219AE1	139,404	134,211	5,193	134,211	131,503	June 2010
94983RAD6	140,420	138,923	1,497	138,923	127,249	June 2010
05949CHQ2	63,700	61,697	2,003	61,697	57,682	September 2010
07387AAW5	122,941	118,858	4,083	118,858	111,608	September 2010
126670CM8	91,387	71,290	20,097	71,290	74,371	September 2010
12668XAC9	261,229	192,706	68,523	192,706	131,064	September 2010
17307G6K9	132,253	130,066	2,187	130,066	125,687	September 2010
32051GRD9	293,846	292,806	1,039	292,806	193,054	September 2010
3623414F3	142,261	133,223	9,039	133,223	126,362	September 2010
78473WAC7	57,665	55,623	2,042	55,623	47,968	September 2010
94983RAD6	130,277	122,929	7,348	122,929	118,450	September 2010
126670CM8	70,447	44,579	25,868	44,579	73,272	December 2010
32051GRD9	285,072	284,915	157	284,915	186,649	December 2010
94984GAD9	134,355	132,900	1,455	132,900	136,325	December 2010
1248MGAP9	127,319	118,569	8,750	118,569	69,807	December 2011
12544LAA9	103,472	102,753	720	102,753	95,009	December 2011
126673WE8	425,549	410,757	14,791	410,757	211,399	December 2011
12668BEG4	106,366	91,565	14,801	91,565	82,924	December 2011
225458EZ7	171,177	167,209	3,968	167,209	133,472	December 2011
74958TAB9	137,018	126,865	10,153	126,865	102,802	December 2011
949834AA3	118,832	118,010	822	118,010	109,970	December 2011
Total	\$ 6,037,011	5,537,034	499,975	5,537,034	4,509,602	

## NOTES TO FINANCIAL STATEMENTS

4. All impaired securities (fair value is less than cost or amortized cost) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):
- a. The aggregate amount of unrealized losses:
- |                        |           |
|------------------------|-----------|
| a. Less than 12 months | \$4,253   |
| b. 12 Months or Longer | \$705,403 |
- b. The aggregate related fair value of securities with unrealized losses was
- |                        |             |
|------------------------|-------------|
| a. Less than 12 months | \$308,103   |
| b. 12 Months or Longer | \$3,915,944 |
5. The Company periodically reviews its fixed maturity securities on a case-by-case basis to determine if any decline in fair value below amortized cost is other-than-temporary. Factors considered when determining whether a decline is other-than-temporary include the length of time a security has been in an unrealized loss position, reasons for the decline in value, expectations for the amount and timing of a recovery in fair value, and the Company's intent to sell and whether the Company is more likely than not will be required to sell the security. When the Company intends to sell an impaired security or more likely than not will be required to sell an impaired security before recovery of its amortized cost basis, an other than temporary impairment is recognized in earnings. If the Company does not expect to recover the entire amortized cost basis of an impaired debt security, even if it does not intend to sell the security and it is not more likely than not that it will not be required to sell the security before recovery of its amortized cost basis, the entity must consider, based upon an estimate of the present value of cash flows expected to be collected on the debt security as compared to its amortized cost basis, whether a credit loss exists. The portion of the total other than temporary impairment related to a credit loss is recognized in the statement of income. For structured securities the difference between amortized cost and net present value of future cash flows is considered to be a credit loss. For all other securities, the difference between fair market value and amortized cost is considered to be a credit loss. If it is determined that a decline in fair value of an investment is temporary, an other-than-temporary impairment loss is not recorded.

Generally, securities with fair values that are less than 80% of cost and other securities the Company determines are underperforming or potential problem securities are subject to regular review. To facilitate the review, securities with significant declines in value, or where objective criteria evidencing credit deterioration have been met, are included on a watch list. Among the criteria for securities to be included on a watch list are: credit deterioration which has led to a significant decline in value of the security; a significant covenant related to the security has been breached; and an issuer has filed or indicated a possibility of filing for bankruptcy, has missed or announced it intends to miss a scheduled interest or principal payment, or has experienced a specific material adverse change that may impair its creditworthiness.

When performing these reviews, the Company considers the relevant facts and circumstances relating to each investment and exercises considerable judgment in determining whether a security is other-than-temporarily impaired. Assessment factors include judgments about an obligor's current and projected financial position, an issuer's current and projected ability to service and repay its debt obligations, the existence of, and realizable value of, any collateral backing the obligations, the macro-economic and the micro-economic outlooks for specific industries and issuers. Assessing the duration of asset-backed securities can also involve assumptions regarding underlying collateral such as prepayment rates, default and recovery rates, and third-party servicing capabilities.

Among the factors considered is whether the decline in fair value results from a change in the quality of the security itself, or from a downward movement in the market as a whole, the likelihood of recovering the carrying value based on the current and short-term prospects of the issuer, and the Company's ability and intent to hold the security until such a recovery may occur. Unrealized losses that are considered to be primarily the result of market conditions, such as increasing interest rates, unusual market volatility, or industry-related events, and where the Company also believes there exists a reasonable expectation for recovery and, furthermore, has the intent and ability to hold the investment until maturity or the market recovery, are usually determined to be temporary. To the extent factors contributing to recognize other-than-temporary impairment losses affected other investments, such investments were reviewed for other-than-temporary impairment and losses were recorded when appropriate.

In addition to the review procedures described above, investment in structured securities where market prices are depressed are subject to a review of their future estimated cash flows, including expected and stress case scenarios, to identify potential shortfalls in contractual payments. Even in the case of severely depressed market values on structured securities, the Company places significant importance on the results of its cash flow testing and its ability and intent to hold these securities until their fair values recover when reaching other-than-temporary impairment conclusions. If there has been an adverse change in estimated cash flows which results in negative yield, an other-than-temporary impairment is recognized in the consolidated statements of income.

## NOTES TO FINANCIAL STATEMENTS

There are inherent uncertainties in assessing the fair values assigned to the Company's investments and in determining whether a decline in fair value is other-than-temporary. The Company's review of fair value involves several criteria including economic conditions, credit loss experience, other issuer-specific developments and future cash flows. These assessments are based on the best available information at the time. Factors such as market liquidity, the widening of bid/ask spreads and a change in the cash flow assumptions can contribute to future price volatility. If actual experience differs negatively from the assumptions and other consideration, realized losses may be recognized in the consolidated statements of income in future periods.

The Company currently does not have the intent to sell securities with unrealized losses not considered other-than-temporary until they mature or recover in value. However, if the specific facts and circumstances surrounding a security or the outlook for its industry sector change, the Company may sell the security and realize a loss.

## e. Repurchase Agreements

None

## f. Real Estate

None

## g. Low Income Housing Tax Credits

None

## 6. Joint Ventures, Partnerships and Limited Liability Companies

## a. Detail for Those Greater than 10 % of Admitted Assets

Not Applicable

## b. Write-downs for Impairments

Not Applicable

## 7. Investment Income

## a. Accrued Investment Income

No Change

## b. Amounts Nonadmitted

None

## 8. Derivative Instruments

None

## 9. Income Taxes

The June 30, 2012 and December 31, 2011 balances and related disclosures are calculated and presented pursuant to SSAP 101.

On January 1, 2012, as a result of applying paragraph 11.b., the Company increased its admitted asset threshold. The Company computed the following balances related to deferred taxes.

	January 1, 2012	December 31, 2011	Change
Gross DTA	1,317,544	1,317,544	-
Statutory Valuation Allowance Adjustment	-	-	-
Adjusted Gross DTA	1,317,544	1,317,544	-
Deferred Tax Assets Nonadmitted	907,935	1,110,574	(202,639)
Admitted Adjusted Gross DTA	409,609	206,970	202,639
Gross DTL	13,537	13,537	-
Net Admitted Adjusted Gross DTA	396,072	193,433	202,639

## NOTES TO FINANCIAL STATEMENTS

- a. The net deferred tax asset at June 30, 2012 and the change from the prior year are comprised of the following components:

	June 30, 2012			December 31, 2011			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Total gross deferred tax assets	1,719,300	350,922	2,070,222	843,121	474,423	1,317,544	876,179	(123,501)	752,678
Total gross deferred tax liabilities	16,564	-	16,564	13,537	-	13,537	3,027	-	3,027
Net deferred tax assets	1,702,736	350,922	2,053,658	829,584	474,423	1,304,007	873,152	(123,501)	749,651
Nonadmitted deferred tax assets	1,090,615	350,922	1,441,537	636,151	474,423	1,110,574	454,464	(123,501)	330,963
Net admitted deferred tax assets	612,121	-	612,121	193,433	-	193,433	418,688	-	418,688

The admission calculation components of SSAP No. 101 paragraph 11 are as follows:

	June 30, 2012			December 31, 2011			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
a. Federal Income Taxes Paid in Prior Years Recoverable Through Loss Carrybacks	-	-	-	193,433	-	193,433	(193,433)	-	(193,433)
b. Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets from a, above) After Application of the Threshold Limitation. (The Lesser of b.i. and b.ii. Below)									
i. Adjusted Gross Deferred Tax Assets Expected To Be Realized Following the Balance Sheet Date	612,121	-	612,121	-	-	-	612,121	-	612,121
ii. Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
c. Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets from a. and b. above) Offset by Gross Deferred Tax Liabilities	16,564	-	16,564	13,537	-	13,537	3,027	-	3,027
Deferred Tax Assets Admitted as the result of application of SSAP No. 101. (Total a + b + c)	628,685	-	628,685	206,970	-	206,970	421,715	-	421,715

## NOTES TO FINANCIAL STATEMENTS

The Company's risk-based capital level used for purposes of paragraph 11.b. is based on the following:

	June 30 2012	December 31, 2011	Change
Recovery Period and Threshold Limitation Amount	1324%	1400%	-76%
Amount of Adjusted Capital and Surplus Used To Determine Recovery Period and Threshold Limitation	51,244,228	53,729,535	(2,485,307)

June 30 2012		
Ordinary	Capital	Total %

**Impact of Tax Planning Strategies**

Adjusted Gross DTAs (% of Total Adjusted Gross DTAs)	0%	17%	17%
Net Admitted Adjusted Gross DTAs (% of Total Net Admitted Adjusted Gross DTAs)	0%	0%	0%

## b. Unrecognized DTL's

Not Applicable

## c. Current Tax and Change in Deferred Tax

Income tax expense for the years ended June 30, 2012 and December 31, 2011 is comprised of the following components:

	June 30, 2012	December 31, 2011
Current tax expense on realized capital gains	132,106	50,986
Current tax revenue - all other	<u>(518,858)</u>	<u>(55,912)</u>
Federal income taxes incurred	<u><u>(386,752)</u></u>	<u><u>(4,926)</u></u>

## NOTES TO FINANCIAL STATEMENTS

The main components of deferred income tax assets and liabilities and the changes therein are as follows:

	June 30, 2012	December 31, 2011	Change
Deferred Tax Assets			
<u>Ordinary</u>			
Discounting of unpaid losses and LAE	797,775	811,799	(14,024)
Change in unearned premium reserve	31,322	31,322	-
Continuity credit	890,203	-	890,203
Nonadmitted deferred tax assets	-	-	-
Subtotal	1,719,300	843,121	876,179
Nonadmitted deferred tax assets	1,090,615	636,151	454,464
Admitted ordinary deferred tax assets	628,685	206,970	421,715
<u>Capital</u>			
Unrealized losses on bonds	121,849	235,334	(113,485)
Other than temporary impairment	229,046	239,062	(10,016)
Tax free exchanges on securities	27	27	-
Subtotal	350,922	474,423	(123,501)
Nonadmitted deferred tax assets	350,922	474,423	(123,501)
Admitted capital deferred tax assets	-	-	-
Admitted deferred tax assets	628,685	206,970	421,715
Deferred Tax Liabilities			
<u>Ordinary</u>			
Bond discount accrual	16,564	13,537	3,027
Total ordinary deferred tax liabilities	16,564	13,537	3,027
Net admitted deferred tax assets	612,121	193,433	418,688

The change in net deferred income taxes reported in surplus before consideration of nonadmitted assets is comprised of the following components:

	June 30, 2012	December 31, 2011	Change
Total adjusted gross deferred tax assets	2,070,222	1,317,544	752,678
Total gross deferred tax liabilities	16,564	13,537	3,027
Net deferred tax assets	2,053,658	1,304,007	749,651
Deferred tax on change in net unrealized capital gains			113,485
Change in net deferred income tax			863,136

## d. Reconciliation of Federal Income Tax Rate to Actual Effective Rate

The Company's income tax incurred and change in deferred income tax differs from the amount obtained by applying the federal statutory rate of 34% to income before income taxes in 2012 as follows:

	June 30, 2012
Current income taxes incurred	(386,752)
Change in net deferred income tax	(863,136)
Total income tax reported	<u>(1,249,888)</u>
Income before taxes	(3,624,526)
Expected income tax expense at 34% statutory rate	(1,232,339)
Increase (decrease) in actual tax reported resulting from:	
Non deductible expense for meals, entertainment, lobbying, and penalties	1,255
Tax exempt interest	(18,804)
Total income tax	<u>(1,249,888)</u>

## NOTES TO FINANCIAL STATEMENTS

e. Operating Loss and Tax Credit Carryforwards

As of June 30, 2012 and December 31, 2011, the Company had an income tax benefit of \$386,752 and \$2,180, respectively, which will be realized through carry back of losses against prior year taxable income.

As of June 30, 2012 and December 31, 2011, income tax expense available for recoupment in the event of future net losses was \$0 and \$0, respectively. The reporting entity has a total of \$0 protective deposits which are on deposit with the Internal Revenue Service under Section 6603 of the Internal Revenue Service Code.

f. Consolidated Federal Income Tax Return

The Company's federal income tax return is not consolidated.

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

a. Nature of Relationships

No Change

b. Detail of Transactions Greater than 1/2% of Admitted Assets

None

c. Change in Intercompany Arrangements

None

d. Amounts Due to or from Related Parties

At June 30, 2012, the Company reported \$636,245 payable to affiliates. The balance is comprised of \$636,245 payable to BCS Financial Corporation (BCSF).

e. Guarantees or Contingencies for Related Parties

None

f. Management or Service Contracts and Cost Sharing Arrangements

No Change

g. Nature of Control Relationship Disclosure

No Change

h. Amount Deducted for Investment in Upstream Company

No Change

i. Investments in SCA Entity that Exceeds 10% of Admitted Assets

No Change

j. Investments in Impaired SCA Entities

No Change

k. Foreign Insurance Subsidiary

No Change

l. Downstream Holding Company Valued Using Look-Through Method

No Change

11. Debt

a. Capital Notes

No Change

## NOTES TO FINANCIAL STATEMENTS

b. All Other Debt

In the second quarter of 2010, the Company became a member of the Federal Home Loan Bank of Cincinnati (FHLBC) which provides the Company access to collateralized advances, collateralized funding agreement, and other FHLBC products. The Company's membership in FHLBC requires the ownership of member stock, and borrowing from FHLBC required the purchase of FHLBC activity based stock in an amount equal to .15 of 1 percent of total assets.

In 2010, the Company purchased \$170,800 of common stock in the FHLBC. In 2011 and 2012, it purchased an additional \$7,000 and \$37,800, respectively of common stock and currently maintains an investment of \$215,600 in the FHLBC.

The Company, as a member of the FHLBC, currently has borrowings outstanding of \$4,250,000 at June 30, 2012. The Company has placed \$4,439,545 on deposit with FHLBC to secure borrowings.

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

a. Defined Benefit Plan

No Change

b. Defined Contribution Plans

No Change

c. Multiemployer Plans

No Change

d. Consolidated/Holding Company Plans

No Change

e. Postemployment Benefits and Compensated Absences

No Change

f. Impact of Medicare Modernization Act on Postretirement Benefits

No Change

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

a. Outstanding Shares

No Change

b. Dividend Rate of Preferred Stock

No Change

c. d. and e. Dividend Restrictions

All dividends require notification to the Director of the Ohio Department of Insurance. The amount of dividends that can be paid by insurance companies domiciled in Ohio without prior approval of the Director of the Ohio Department of Insurance is subject to restriction and cannot exceed the greater of ten percent of the prior year end surplus or the prior year's net income. The amount of dividends that could be paid during 2012 without prior approval was \$5,372,954. No dividends were paid for the six-month period ending June 30, 2012.

f. Restrictions on Unassigned Funds

Not Applicable

g. Mutual Surplus Advances

Not Applicable

h. Company Stock Held for Special Purposes

No Change

i. Changes in Special Surplus Funds

No Change

## NOTES TO FINANCIAL STATEMENTS

## j. Changes in Unassigned Funds

The portion of unassigned funds represented or reduced by each item below is as follows:

Description	<u>(Decrease) in Surplus</u>
1. Unrealized gains (losses)	(236,532)

## k. Surplus Notes

No Change

## l. and m. Quasi Reorganizations

No Change

## 14. Contingencies

## a. Contingent Commitments

No Change

## b. Guaranty Fund and Other Assessments

No Change

## c. Gain Contingencies

No Change

## d. Extra Contractual Obligation and Bad Faith Losses

No Change

## e. All Other Contingencies

No Change

## 15. Leases

## a. and b. Disclosures Related to Lessee and Lessor Leasing Arrangements

No Change

## 16. Information About Financial Instruments with Off-Balance Sheet Risk

## a. Face or Contract Amounts

No Change

## b. Nature and Terms

No Change

## c. Exposure to credit-related losses

No Change

## d. Collateral Policy

No Change

## 17. Sale, Transfer and Servicing of Financial Assets and Extinguishment of Liabilities

## a. Transfer of Receivables Reported as Sales

No Change

## b. Transfer and Servicing of Financial Assets

No Change

## c. Wash Sales

The Company historically has not acquired securities with a NAIC designation of 3 or below. Nor has the Company sold and reacquired a security within a 30-day period of its original sale.

## 18. Gain or Loss to the Reporting Entity from Uninsured A &amp; H Plans and the Uninsured Portion of Partially Insured Plans

## a. Administrative Services Only (ASO) Plans

No Change

## NOTES TO FINANCIAL STATEMENTS

b. Administrative Services Contract (ASC) Plans

No Change

c. Medicare or Similarly Structured Cost Based Reimbursement Contracts

No Change

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

No change in production sources.

20. Fair Value Measurements

No Material Change

21. Other Items

a. Extraordinary Items

None

b. Troubled Debt Restructuring Debtors

None

c. Other Disclosures

In 2012 PLIC and BCS Insurance Company (BCSI), the direct insurer, implemented a continuity credit program for the professional liability policyholders. The continuity credit program is a mechanism to reward the policyholders for their continued participation in the program. BCSI issued a rider to the 2012 professional liability policies, which granted a continuity credit of 40% of 2012 premium on primary coverage and 20% of 2012 premium on excess coverage. The amount of the continuity credit that could be paid to the policyholder in 2012 is equal to 25% of the continuity credit balance. The remaining amount is carried forward into future years, and is forfeited if the policyholder decides not to renew. Pursuant to a reinsurance treaty between PLIC and BCSI, PLIC is reinsuring BCSI for the continuity credit. The total continuity credit as of June 30, 2012 is \$3,405,278, and is reflected in aggregate write-ins for miscellaneous income on page 4 of this Statement. Per the reinsurance treaty, PLIC reimburses BCSI only when BCSI actually pays the continuity credit to the policyholder. As of June 30, 2012, PLIC has reimbursed BCSI \$787,036, leaving a continuity credit liability of \$2,618,242, which is reflected in aggregate write-ins for liabilities on page 3 of this Statement.

d. Balances Uncollectible for Assets

None

e. Business Interruption Insurance Recoveries

None

f. State Transferable Tax Credits

None

g. Subprime Mortgage Related Risk Exposure

No Material Change

22. Events Subsequent

- a. Subsequent events have been considered through August 10, 2012 for these statutory financial statements which are to be issued August 15, 2012. There were no events occurring subsequent to the end of the year that merited recognition or disclosure in these statements.

23. Reinsurance

a. Unsecured Reinsurance Recoverable

No Change

b. Reinsurance Recoverable in Dispute

No Change

## NOTES TO FINANCIAL STATEMENTS

## c. Reinsurance Assumed and Ceded

The following table summarizes ceded and assumed unearned premiums and the related commission equity at June 30, 2012:

	Assumed Premium Reserve	Reinsurance Commission Equity	Ceded Premium Reserve	Reinsurance Commission Equity	Net Premium Reserve	Reinsurance Commission Equity
a. Affiliates	1,937,558	243,164	-	-	1,937,558	243,164
b. All Other	-	-	-	-	-	-
c. Totals	1,937,558	243,164	-	-	1,937,558	243,164

## d. Uncollectible Reinsurance

None

## e. Commutation of Ceded Reinsurance

No Change

## f. Retroactive Reinsurance

	<u>Assumed</u>
Reserves Transferred:	
Initial Reserves	(2,488,504)
Adjustments - Prior Year(s)	2,376,585
Adjustments - Current Year	<u>17,717</u>
Current Total Asset (Liability)	<u>(94,202)</u>
Consideration (Paid) or Received:	
Initial Consideration	2,488,504
Adjustments - Prior Year(s)	-
Adjustments - Current Year	<u>-</u>
Current Total	<u>2,488,504</u>
Paid Losses (Reimbursed) or Recovered:	
Prior Year(s)	(1,941,184)
Current Year	<u>-</u>
Current Total	<u>(1,941,184)</u>
Cumulative Total Transferred to Unassigned Funds	<u>453,118</u>

## g. Reinsurance Accounted for as a Deposit

No Change

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

## a. Methods Used to Estimate

None

## b. Method Used to Record

None

## c. Amount and Percent of Net Retrospective Premiums

None

## d. Calculation of Nonadmitted Accrued Retrospective Premiums

None

## 25. Changes in Incurred Losses and Loss Adjustment Expenses

The estimated savings on the loss and loss adjustment expenses attributable to insured events of prior years is \$181,000, or 0.3% of the prior year-end surplus, for the six months ending June 30, 2012.

## 26. Intercompany Pooling Arrangements

No Change

## NOTES TO FINANCIAL STATEMENTS

27. Structured Settlements

- a. Reserves Released Due to Purchase of Annuities

No Change

- b. Annuity Insurers with Balances Due Greater than 1% of Policyholders' Surplus

No Change

28. Health Care Receivables

None

29. Participating Policies

None

30. Premium Deficiency Reserves

No Change

31. High Deductibles

No Change

32. Discounting of Liabilities for Unpaid Losses and Loss Adjustment Expenses

- a. Tabular Discounts

Not Applicable

- b. Non-Tabular Discounts

Not Applicable

- c. Changes in Discount Assumptions

Not Applicable

33. Asbestos/ Environmental Reserves

Not Applicable

34. Subscriber Savings Accounts

Not Applicable

35. Multiple Peril Crop Insurance

Not Applicable

36. Financial Guaranty Insurance

Not Applicable

# 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? ..... Yes [ ] No [X]  
If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? ..... Yes [ ] No [X]
- 4.2 If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? ..... Yes [ ] No [X] NA [ ]  
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .... 12/31/2008
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. .... 12/31/2008
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). .... 05/07/2010
- 6.4 By what department or departments?  
Ohio.....
- 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 [ ] NA [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [X] No [ ] NA [ ]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? ..... Yes [ ] No [X]
- 7.2 If yes, give full information:  
.....
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? ..... Yes [ ] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.  
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? ..... Yes [ ] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

## GENERAL INTERROGATORIES

- 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? ..... Yes  No
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
 (c) Compliance with applicable governmental laws, rules and regulations;  
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
 (e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:  
 .....

- 9.2 Has the code of ethics for senior managers been amended? ..... Yes  No

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

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

### FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? ..... Yes  No

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

### 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

11.2 If yes, give full and complete information relating thereto:

The Company has \$4,439,545 on deposit with FHLB to secure a line of credit.....

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

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 .....	\$ .....6,650	\$ .....6,654
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).....	\$ .....6,650	\$ .....6,654
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

- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? ..... Yes  No

If no, attach a description with this statement.

**STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company**

**GENERAL INTERROGATORIES**

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  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
State Street Bank and Trust Co. Boston.....	One Lincoln Street, Boston, MA 02111.....

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

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
109875.....	Asset Allocation Management Company, LLP.....	30 North LaSalle Street, 35th Floor, Chicago, IL 60602.....
106595.....	Wellington Management Company, LLP.....	75 State Steet, Boston, MA 02109.....

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

Yes  No

17.2 If no, list exceptions:

.....



**SCHEDULE F - CEDED REINSURANCE**

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Is Insurer Authorized? (Yes or No)
<b>NONE</b>				

STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

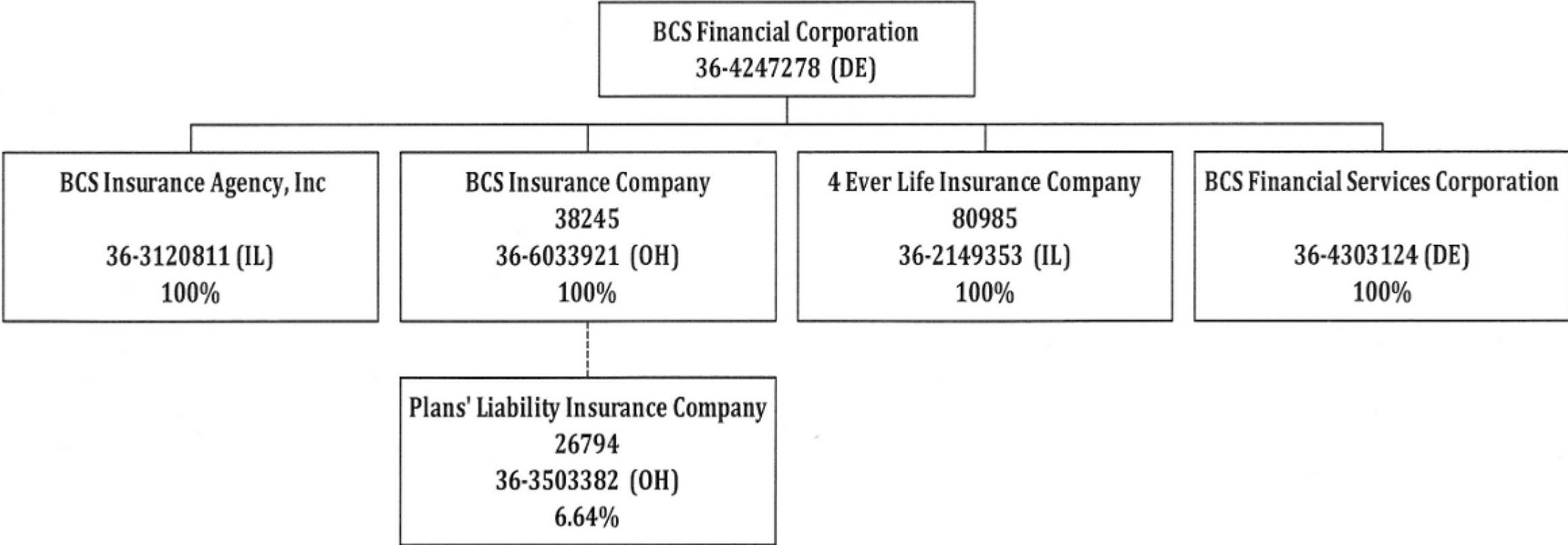
Current Year to Date - Allocated by States and Territories

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





**PART 1 - LOSS EXPERIENCE**

Line of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire			0.0	0.0
2. Allied lines			0.0	0.0
3. Farmowners multiple peril			0.0	0.0
4. Homeowners multiple peril			0.0	0.0
5. Commercial multiple peril			0.0	0.0
6. Mortgage guaranty			0.0	0.0
8. Ocean marine			0.0	0.0
9. Inland marine			0.0	0.0
10. Financial guaranty			0.0	0.0
11.1 Medical professional liability -occurrence			0.0	0.0
11.2 Medical professional liability -claims made			0.0	0.0
12. Earthquake			0.0	0.0
13. Group accident and health			0.0	0.0
14. Credit accident and health			0.0	0.0
15. Other accident and health			0.0	0.0
16. Workers' compensation			0.0	0.0
17.1 Other liability occurrence			0.0	0.0
17.2 Other liability-claims made			0.0	0.0
17.3 Excess Workers' Compensation			0.0	0.0
18.1 Products liability-occurrence			0.0	0.0
18.2 Products liability-claims made			0.0	0.0
19.1,19.2 Private passenger auto liability			0.0	0.0
19.3,19.4 Commercial auto liability			0.0	0.0
21. Auto physical damage			0.0	0.0
22. Aircraft (all perils)			0.0	0.0
23. Fidelity			0.0	0.0
24. Surety			0.0	0.0
26. Burglary and theft			0.0	0.0
27. Boiler and machinery			0.0	0.0
28. Credit			0.0	0.0
29. International			0.0	0.0
30. Warranty			0.0	0.0
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	0.0
35. TOTALS	0	0	0.0	0.0
<b>DETAILS OF WRITE-INS</b>				
3401.			0.0	0.0
3402.			0.0	0.0
3403.			0.0	0.0
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	0.0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)	0	0	0.0	0.0

NONE

**PART 2 - DIRECT PREMIUMS WRITTEN**

Line of Business	1	2	3
	Current Quarter	Current Year to Date	Prior Year Year to Date
1. Fire	0		0
2. Allied lines	0		0
3. Farmowners multiple peril	0		0
4. Homeowners multiple peril	0		0
5. Commercial multiple peril	0		0
6. Mortgage guaranty	0		0
8. Ocean marine	0		0
9. Inland marine	0		0
10. Financial guaranty	0		0
11.1 Medical professional liability-occurrence	0		0
11.2 Medical professional liability-claims made	0		0
12. Earthquake	0		0
13. Group accident and health	0		0
14. Credit accident and health	0		0
15. Other accident and health	0		0
16. Workers' compensation	0		0
17.1 Other liability occurrence	0		0
17.2 Other liability-claims made	0		0
17.3 Excess Workers' Compensation	0		0
18.1 Products liability-occurrence	0		0
18.2 Products liability-claims made	0		0
19.1,19.2 Private passenger auto liability	0		0
19.3,19.4 Commercial auto liability	0		0
21. Auto physical damage	0		0
22. Aircraft (all perils)	0		0
23. Fidelity	0		0
24. Surety	0		0
26. Burglary and theft	0		0
27. Boiler and machinery	0		0
28. Credit	0		0
29. International	0		0
30. Warranty	0		0
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. TOTALS	0	0	0
<b>DETAILS OF WRITE-INS</b>			
3401.	0		0
3402.	0		0
3403.	0		0
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)	0	0	0

NONE

STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2012 Loss and LAE Payments on Claims Reported as of Prior Year-End	2012 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2012 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)
1. 2009 + Prior .....	14,784	3,073	17,857	1,584		1,584	13,155		2,636	15,791	(45)	(437)	(482)
2. 2010 .....	2,039	1,418	3,457	67		67	2,505		1,256	3,761	533	(162)	371
3. Subtotals 2010 + prior .....	16,823	4,491	21,314	1,651	0	1,651	15,660	0	3,892	19,552	488	(599)	(111)
4. 2011 .....	882	2,075	2,957	66		66	1,087		1,734	2,821	271	(341)	(70)
5. Subtotals 2011 + prior .....	17,705	6,566	24,271	1,717	0	1,717	16,747	0	5,626	22,373	759	(940)	(181)
6. 2012 .....	XXX	XXX	XXX	XXX	243	243	XXX	914	394	1,308	XXX	XXX	XXX
7. Totals .....	17,705	6,566	24,271	1,717	243	1,960	16,747	914	6,020	23,681	759	(940)	(181)
8. Prior Year-End Surplus As Regards Policy-holders	53,730												
											Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. 4.3	2. (14.3)	3. (0.7)
													Col. 13, Line 7 Line 8
													4. (0.3)

## 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.

	<u>Response</u>
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	.....NO.....
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	.....NO.....
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	.....NO.....
4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?	.....NO.....

**Explanation:**

- 1.
- 2.
- 3.
- 4.

**Bar Code:**

1.	 2 6 7 9 4 2 0 1 2 4 9 0 0 0 0 0 2
2.	 2 6 7 9 4 2 0 1 2 4 5 5 0 0 0 0 2
3.	 2 6 7 9 4 2 0 1 2 3 6 5 0 0 0 0 2
4.	 2 6 7 9 4 2 0 1 2 5 0 5 0 0 0 0 2

**OVERFLOW PAGE FOR WRITE-INS**

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STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

**SCHEDULE A – VERIFICATION**

Real Estate

	1 Year To Date	2 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
2.2 Additional investment made after acquisition .....		0
3. Current year change in encumbrances .....		0
4. Total gain (loss) on disposals .....		0
5. Deduct amounts received on disposals .....		0
6. Total foreign exchange change in book/adjusted carrying value .....		0
7. Deduct current year's other than temporary impairment recognized .....		0
8. Deduct current year's depreciation .....		0
9. Book/adjusted carrying value at the 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 Year To Date	2 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
2.2 Additional investment made after acquisition .....		0
3. Capitalized deferred interest and other .....		0
4. Accrual of discount .....		0
5. Unrealized valuation increase (decrease) .....		0
6. Total gain (loss) on disposals .....		0
7. Deduct amounts received on disposals .....		0
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		0
10. Deduct current year's other than temporary impairment recognized .....		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 Year To Date	2 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
2.2 Additional investment made after acquisition .....		0
3. Capitalized deferred interest and other .....		0
4. Accrual of discount .....		0
5. Unrealized valuation increase (decrease) .....		0
6. Total gain (loss) on disposals .....		0
7. Deduct amounts received on disposals .....		0
8. Deduct amortization of premium and depreciation .....		0
9. Total foreign exchange change in book/adjusted carrying value .....		0
10. Deduct current year's other than temporary impairment recognized .....		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 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	80,336,139	79,894,785
2. Cost of bonds and stocks acquired .....	10,374,909	22,318,269
3. Accrual of discount .....	83,645	168,044
4. Unrealized valuation increase (decrease) .....	333,779	30,324
5. Total gain (loss) on disposals .....	418,008	555,605
6. Deduct consideration for bonds and stocks disposed of .....	11,069,970	22,131,273
7. Deduct amortization of premium .....	208,615	404,330
8. Total foreign exchange change in book/adjusted carrying value .....		0
9. Deduct current year's other than temporary impairment recognized .....		95,285
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	80,267,895	80,336,139
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	80,267,895	80,336,139

**STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company**

**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 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. Class 1 (a).....	73,002,748	6,177,018	7,795,171	(960,999)	73,002,748	70,423,596	0	72,686,944
2. Class 2 (a).....	10,222,668	1,071,611	675,881	1,078,141	10,222,668	11,696,539	0	8,923,524
3. Class 3 (a).....	517,317		4,894	(95,421)	517,317	417,002	0	420,872
4. Class 4 (a).....	166,263		5,393	195,707	166,263	356,577	0	175,199
5. Class 5 (a).....	0				0	0	0	0
6. Class 6 (a).....	0				0	0	0	0
7. Total Bonds	83,908,996	7,248,629	8,481,339	217,428	83,908,996	82,893,714	0	82,206,539
<b>PREFERRED STOCK</b>								
8. Class 1.....	0				0	0	0	0
9. Class 2.....	0				0	0	0	0
10. Class 3.....	0				0	0	0	0
11. Class 4.....	0				0	0	0	0
12. Class 5.....	0				0	0	0	0
13. Class 6.....	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	83,908,996	7,248,629	8,481,339	217,428	83,908,996	82,893,714	0	82,206,539

(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 \$ ..... ; NAIC 2 \$ ..... ;  
NAIC 3 \$ ..... ; NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

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**SCHEDULE DA - PART 1**

## Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	2,841,422	XXX	2,841,422	46	

**SCHEDULE DA - VERIFICATION**

## Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	2,048,202	2,005,783
2. Cost of short-term investments acquired .....	10,158,132	17,741,950
3. Accrual of discount .....		0
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals .....		0
6. Deduct consideration received on disposals .....	9,364,910	17,699,531
7. Deduct amortization of premium.....		0
8. Total foreign exchange change in book/adjusted carrying value.....		0
9. Deduct current year's other than temporary impairment recognized.....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	2,841,424	2,048,202
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	2,841,424	2,048,202

STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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

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

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

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

Schedule DB - Verification  
**NONE**

Schedule E - Verification  
**NONE**

Schedule A - Part 2  
**NONE**

Schedule A - Part 3  
**NONE**

Schedule B - Part 2  
**NONE**

Schedule B - Part 3  
**NONE**

Schedule BA - Part 2  
**NONE**

Schedule BA - Part 3  
**NONE**

STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
<b>Bonds - U.S. Governments</b>									
912828-SF-8	US Treasury N/B 2.000% 02/15/22		04/30/2012	Deutsche Bank Securities		75,519	75,000	313	1
<b>0599999 - Bonds - U.S. Governments</b>						75,519	75,000	313	XXX
<b>Bonds - U.S. Special Revenue</b>									
19648C-AC-5	Colorado St Hsg & Fin Colorado Ser B 0		06/21/2012	Goldman Sachs & Co		110,000	110,000		1FE
30290H-AE-8	FREMF Mortgage Trust Series 2012-K708 Cl		05/31/2012	Barclays Capital Fixed Inc		57,930	60,533	38	1
30290K-AN-1	FREMF Mortgage Trust Series 2012-K709 Cl		06/19/2012	First Union Capital Mkts		69,639	75,000	203	1
759911-U2-4	Regl Transprt Auth II Ser A 1.044% 04		06/14/2012	Chase Securities Inc		80,000	80,000		1FE
759911-U3-2	Regl Transprt Auth II Ser A 1.064% 06		06/14/2012	Chase Securities Inc		80,000	80,000		1FE
<b>3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Government and Their Political Subdivisions</b>						397,569	405,533	241	XXX
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>									
03063W-AD-9	Americredit Automobile Rec Series 2012-2		04/11/2012	Credit Suisse 1st Boston		150,962	151,000		1FE
09247X-AJ-0	Blackrock Inc 3.375% 06/01/22		05/22/2012	Citigroup Global Mkts Inc		99,469	100,000		1FE
12591A-AE-7	Cnh Equipment Trust 2012-B B 1.780% 06		06/12/2012	Credit Suisse 1st Boston		56,995	57,000		1FE
20030N-BD-2	Comcast Corp 3.125% 07/15/22		06/26/2012	Wells Fargo		144,875	145,000		2FE
23336P-AA-9	Dt Auto Owner Trust Series 2012-1A Class		04/17/2012	RBS Green		249,985	250,000		1FE
25459H-BE-4	Direct TV Holdings 2.400% 03/15/17		05/09/2012	Tax Free Exchange		84,914	85,000	346	2FE
25459H-BF-1	Direct TV Holdings 3.800% 03/15/22		05/09/2012	Tax Free Exchange		264,891	265,000	1,706	2FE
30263F-AL-9	FREMF Mortgage Trust Series 2011-K702 B		04/17/2012	Morgan Stanley & Co Inc		20,485	20,000	52	1FM
34529W-AE-0	Ford Credit Auto Owner Trust Series 2012		04/18/2012	Barclays Capital Fixed Inc		114,995	115,000		1FE
416518-AB-4	Hartford Finl Svcs Grp 5.125% 04/15/22		04/02/2012	Goldman Sachs & Co		19,891	20,000		2FE
483050-AA-1	Kaiser Foundation Hospit 3.500% 04/01/		04/11/2012	Various		124,899	125,000	6	1FE
500760-AF-3	Kraft Foods Inc Series 144 A 3.500% 06		05/30/2012	JP Morgan		29,730	30,000		2FE
501044-CQ-2	Kroger Co/The 3.400% 04/15/22		04/10/2012	Citigroup Global Mkts Inc		248,388	250,000		2FE
53079E-AW-4	Liberty Mutual Group 144A 4.950% 05/01		05/01/2012	Chase Securities Inc		5,981	6,000		2FE
53117C-AN-2	Liberty Property Lp 4.125% 06/15/22		06/06/2012	Chase Securities Inc		124,756	125,000		2FE
553140-AE-7	Mmaf Equipment Finance Llc Series 2012-A		06/13/2012	Chase Securities Inc		134,969	135,000		1FE
80282X-AB-4	Santander Drive Auto Receivabl Series 20		06/26/2012	Barclays Capital Fixed Inc		34,998	35,000		1FE
92553P-AM-4	Viacom Inc 3.125% 06/15/22		06/07/2012	Chase Securities Inc		54,204	55,000		2FE
92852T-AB-8	Vivendi Sa Series 144 A 3.450% 01/12/1	F	04/03/2012	Chase Securities Inc		99,962	100,000		2FE
<b>3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						2,065,349	2,069,000	2,110	XXX
<b>8399997 - Subtotals- Bonds - Part 3</b>						2,538,437	2,549,533	2,664	XXX
<b>8399999 - Subtotals - Bonds</b>						2,538,437	2,549,533	2,664	XXX
<b>Common Stocks - Industrial and Miscellaneous</b>									
31337#-10-5	Federal Home Loan Bank		04/30/2012	Direct	5.000	500			U
<b>9099999 - Common Stocks - Industrial and Miscellaneous (Unaffiliated)</b>						500		0	XXX
<b>9799997 - Subtotals - Common Stocks - Part 3</b>						500		0	XXX
<b>9799999 - Subtotals - Common Stocks</b>						500		0	XXX
<b>9899999 - Subtotals- Preferred and Common Stocks</b>						500		0	XXX
<b>9999999 Totals</b>						2,538,937		2,664	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues .....1

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STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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	Foreign	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 Designation or Market Indicator (a)
<b>Bonds - U.S. Governments</b>																					
36200J-6P-0...	GNMA Pool 603078 5.000%		06/01/2012	Paydown		23,038	23,038	23,398	23,370		(333)		(333)		23,038			0	497	08/15/2033	1
36200K-W8-6...	GNMA Pool 603771 5.500%		06/01/2012	Paydown		5,716	5,716	5,964	5,950		(234)		(234)		5,716			0	155	05/15/2033	1
36211U-HD-7...	GNMA Pool 523228 8.000%		06/01/2012	Paydown		3	3	3	3				0		3			0	0	10/15/2030	1
36212G-SB-9...	GNMA Pool 533414 8.000%		06/01/2012	Paydown		40	40	41	41		(1)		(1)		40			0	1	11/15/2030	1
36212U-BM-2...	GNMA Pool 543744 8.000%		06/01/2012	Paydown		45	45	47	47		(2)		(2)		45			0	2	12/15/2030	1
36213H-TL-3...	GNMA Pool 555055 5.500%		06/01/2012	Paydown		966	966	1,008	998		(32)		(32)		966			0	22	06/15/2033	1
36241K-BZ-0...	GNMA Pool 781856 6.000%		06/01/2012	Paydown		8,775	8,775	9,079	9,060		(285)		(285)		8,775			0	224	08/15/2034	1
36241K-J6-6...	GNMA Pool 782085 7.000%		06/01/2012	Paydown		930	930	962	960		(30)		(30)		930			0	26	11/15/2033	1
36241K-JL-3...	GNMA Pool 782067 7.000%		06/01/2012	Paydown		2,031	2,031	2,119	2,113		(82)		(82)		2,031			0	59	11/15/2032	1
36241K-JQ-2...	GNMA Pool 782071 7.000%		06/01/2012	Paydown		1,124	1,124	1,173	1,169		(45)		(45)		1,124			0	32	05/15/2033	1
36241K-JS-8...	GNMA Pool 782073 7.000%		06/01/2012	Paydown		1,922	1,922	2,006	1,999		(77)		(77)		1,922			0	54	03/15/2032	1
36241K-JT-6...	GNMA Pool 782074 7.000%		06/01/2012	Paydown		1,012	1,012	1,057	1,053		(41)		(41)		1,012			0	29	01/15/2033	1
36295Q-BH-2...	GNMA Pool 676940 5.000%		06/01/2012	Paydown		16,185	16,185	16,529	16,521		(336)		(336)		16,185			0	324	04/15/2038	1
36295Q-J8-4...	GNMA Pool 677187 6.000%		06/01/2012	Paydown		10,646	10,646	10,979	10,971		(325)		(325)		10,646			0	260	06/15/2038	1
38374L-5Z-0...	GNMA Series 2005-74 Class HC 7.500% 09		06/01/2012	Paydown		1,421	1,421	1,514	1,495		(74)		(74)		1,421			0	46	09/16/2035	1
62888V-AB-4...	NCUA Guaranteed Notes Series 2010-R1 Cla		06/04/2012	Paydown		15,591	15,591	15,650	15,628		(37)		(37)		15,591			0	119	10/07/2020	1
62888W-AC-0...	NCUA Guaranteed Notes Series 2010-R3 Cla		06/06/2012	Paydown		1,677	1,677	1,673	1,673		4		4		1,677			0	16	12/08/2020	1
912828-QN-3...	US Treasury N/B 3.125%		04/24/2012	Goldman Sachs & Co.		194,461	175,000	183,928	183,610		(259)		(259)		183,351		11,110	11,110	2,434	05/15/2021	1
912828-RC-6...	US Treasury N/B 2.125%		06/06/2012	Various		231,004	225,000	229,002	228,913		(129)		(129)		228,784		2,219	2,219	3,507	08/15/2021	1
912828-SH-4...	US Treasury N/B 1.375%		02/28/19	Various		250,656	250,000	246,455	246,455		26		26		246,481		4,175	4,175	489	02/28/2019	1
<b>0599999 - Bonds - U.S. Governments</b>																					
<b>Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>																					
337653-AC-3...	Fiscal Yr 2005 Securitization 3.510%		04/01/2012	Call	100,000	5,000	5,000	5,000	5,000				0		5,000			0	88	10/01/2012	1FE
<b>2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>																					
<b>Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																					
3128K5-WP-3...	FHLMC Pool A45154 6.000% 05/01/35		06/01/2012	Paydown		11,264	11,264	11,565	11,552		(288)		(288)		11,264			0	318	05/01/2035	1
3128KQ-D7-8...	FHLMC Pool A60126 6.000% 05/01/37		06/01/2012	Paydown		3,876	3,876	4,063	4,060		(183)		(183)		3,876			0	96	05/01/2037	1
3128KY-JB-6...	FHLMC Pool A67458 6.000% 11/01/37		06/01/2012	Paydown		7,588	7,588	7,709	7,704		(117)		(117)		7,588			0	201	11/01/2037	1
3128L0-Q8-8...	FHLMC Pool A68579 6.000% 11/01/37		06/01/2012	Paydown		5,077	5,077	5,196	5,193		(116)		(116)		5,077			0	135	11/01/2037	1
3128L0-V6-6...	FHLMC Pool A68737 6.500% 11/01/37		06/01/2012	Paydown		6,352	6,352	6,483	6,479		(127)		(127)		6,352			0	160	11/01/2037	1
3128LX-FS-4...	FHLMC Pool G01977 5.000% 12/01/35		06/01/2012	Paydown		29,327	29,327	28,431	28,455		872		872		29,327			0	638	12/01/2035	1
3128M5-4E-7...	FHLMC Pool G04121 5.500% 04/01/38		06/01/2012	Paydown		21,817	21,817	23,686	23,686		(1,868)		(1,868)		21,817			0	404	04/01/2038	1
3128M5-GR-5...	FHLMC Pool G03508 6.000% 07/01/37		06/01/2012	Paydown		14,189	14,189	14,313	14,310		(121)		(121)		14,189			0	356	07/01/2037	1
3128M6-3Y-2...	FHLMC Pool G05015 5.500% 09/01/38		06/01/2012	Paydown		49,391	49,391	53,412	53,403		(4,011)		(4,011)		49,391			0	1,143	09/01/2038	1

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STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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	Foreign	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 Designation or Market Indicator (a)
3128M6-EP-9	FHLMC Pool 604342 6.000% 04/01/38		06/01/2012	Paydown		11,882	11,882	11,890	11,889		(7)		(7)		11,882			0	301	04/01/2038	1
3128M7-YV-2	FHLMC Pool 605824 5.500% 01/01/40		06/01/2012	Paydown		8,118	8,118	8,601	8,590		(472)		(472)		8,118			0	184	01/01/2040	1
3128M8-G3-2	FHLMC Pool 606218 3.500% 12/01/40		06/01/2012	Paydown		1,989	1,989	2,011	2,011		(22)		(22)		1,989			0	32	12/01/2040	1
3128MJ-DT-4	FHLMC Pool 608113 6.500% 02/01/36		06/01/2012	Paydown		3,394	3,394	3,464	3,461		(67)		(67)		3,394			0	90	02/01/2036	1
3128MJ-Q3-7	FHLMC Pool 608473 3.500% 01/01/42		06/01/2012	Paydown		7,126	7,126	7,342			(216)		(216)		7,126			0	87	01/01/2042	1
3128MJ-OT-0	FHLMC Pool 608465 4.000% 11/01/41		06/01/2012	Paydown		37,883	37,883	39,398	39,391		(1,509)		(1,509)		37,883			0	631	11/01/2041	1
3128MJ-OU-7	FHLMC Pool 608466 3.500% 11/01/41		06/01/2012	Paydown		11,084	11,084	11,313	11,312		(228)		(228)		11,084			0	160	11/01/2041	1
3128MM-PE-7	FHLMC Pool 618420 3.000% 01/01/27		06/01/2012	Paydown		5,922	5,922	6,134			(212)		(212)		5,922			0	63	01/01/2027	1
3128PR-TM-1	FHLMC Pool 312356 4.000% 06/01/25		06/01/2012	Paydown		18,638	18,638	19,249	19,216		(578)		(578)		18,638			0	302	06/01/2025	1
31292H-VU-5	FHLMC Pool C01527 5.500% 04/01/33		06/01/2012	Paydown		9,625	9,625	9,879	9,862		(237)		(237)		9,625			0	219	04/01/2033	1
312941-3E-5	FHLMC Pool A93497 4.500% 08/01/40		06/01/2012	Paydown		10,472	10,472	10,805	10,800		(328)		(328)		10,472			0	194	08/01/2040	1
312942-4G-7	FHLMC Pool A94423 4.000% 10/01/40		06/01/2012	Paydown		40,920	40,920	42,413	42,377		(1,457)		(1,457)		40,920			0	782	10/01/2040	1
312942-C0-6	FHLMC Pool A93679 4.000% 09/01/40		06/01/2012	Paydown		26,233	26,233	26,880	26,868		(636)		(636)		26,233			0	428	09/01/2040	1
312942-YK-5	FHLMC Pool A94314 4.500% 10/01/40		06/01/2012	Paydown		1,053	1,053	1,092	1,092		(38)		(38)		1,053			0	20	10/01/2040	1
312942-Z9-9	FHLMC Pool A94368 4.000% 10/01/40		06/01/2012	Paydown		7,766	7,766	7,668	7,669		97		97		7,766			0	110	10/01/2040	1
312943-6L-1	FHLMC Pool A94703 3.500% 11/01/40		06/01/2012	Paydown		11,012	11,012	11,105	11,103		(90)		(90)		11,012			0	160	11/01/2040	1
312943-QZ-9	FHLMC Pool A94972 4.500% 11/01/40		06/01/2012	Paydown		6,634	6,634	6,799	6,796		(162)		(162)		6,634			0	120	11/01/2040	1
312943-UP-6	FHLMC Pool A95090 4.500% 11/01/40		06/01/2012	Paydown		21,412	21,412	21,948	21,937		(525)		(525)		21,412			0	397	11/01/2040	1
312943-VN-0	FHLMC Pool A95121 4.500% 11/01/40		06/01/2012	Paydown		14,871	14,871	15,569	15,558		(688)		(688)		14,871			0	265	11/01/2040	1
312965-HQ-2	FHLMC Pool B12939 5.000% 04/01/19		06/01/2012	Paydown		9,115	9,115	9,391	9,293		(179)		(179)		9,115			0	181	04/01/2019	1
312965-T4-8	FHLMC Pool B13271 4.500% 04/01/19		06/01/2012	Paydown		6,867	6,867	6,808	6,822		45		45		6,867			0	127	04/01/2019	1
312976-6W-6	FHLMC Pool A28985 6.000% 12/01/34		06/01/2012	Paydown		3,655	3,655	3,778	3,772		(117)		(117)		3,655			0	91	12/01/2034	1
31326D-ST-5	FGLMC Pool 000858 4.000% 05/01/41		06/01/2012	Paydown		17,830	17,830	18,036	18,033		(203)		(203)		17,830			0	309	05/01/2041	1
31326G-C6-8	FGLMC Pool 002771 4.000% 08/01/41		06/01/2012	Paydown		4,606	4,606	4,787	4,785		(179)		(179)		4,606			0	85	08/01/2041	1
31326J-EL-9	FGLMC Pool 003139 4.000% 09/01/41		06/01/2012	Paydown		8,367	8,367	8,755	8,752		(385)		(385)		8,367			0	132	09/01/2041	1
31326K-V9-4	FHLMC Pool 004540 3.500% 11/01/41		06/01/2012	Paydown		11,426	11,426	11,629	11,628		(202)		(202)		11,426			0	159	11/01/2041	1
31326K-ZN-9	FHLMC Pool 004649 3.500% 11/01/41		06/01/2012	Paydown		9,072	9,072	9,309			(236)		(236)		9,072			0	107	11/01/2041	1
31326L-VB-7	FGLMC Pool 005410 3.500% 01/01/42		06/01/2012	Paydown		2,805	2,805	2,873	2,873		(68)		(68)		2,805			0	41	01/01/2042	1
31371K-P4-7	FNMA Pool No 254343 6.500% 06/01/17		06/01/2012	Paydown		3,959	3,959	4,185	4,078		(120)		(120)		3,959			0	107	06/01/2017	1
31371L-CE-7	FNMA Pool No 254869 5.500% 09/01/33		06/01/2012	Paydown		3,473	3,473	3,481	3,480		(7)		(7)		3,473			0	81	09/01/2033	1
31371L-DL-0	FNMA Pool No 254907 5.000% 10/01/18		06/01/2012	Paydown		770	770	790	783		(12)		(12)		770			0	16	10/01/2018	1
31371M-UK-1	FNMA Pool No 256286 6.000% 06/01/36		06/01/2012	Paydown		4,083	4,083	4,014	4,016		67		67		4,083			0	106	06/01/2036	1
31371N-EW-1	FNMA Pool No 256749 6.000% 06/01/37		06/01/2012	Paydown		50,345	50,345	54,624	54,550		(4,206)		(4,206)		50,345			0	1,275	06/01/2037	1

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STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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	Foreign	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 Designation or Market Indicator (a)
31371N-ST-3	FNMA Pool No 257130 5.000% 03/01/38		06/01/2012	Paydown		68,463	68,463	67,334	67,360		1,103		1,103		68,463			0	1,426	03/01/2038	1
31377S-M2-1	FNMA Pool No 385677 4.680% 12/01/12		06/01/2012	Paydown		211,549	211,549	212,682	211,089		460		460		211,549			0	5,028	12/01/2012	1
31381Q-2U-9	FNMA Pool No 467987 3.740% 04/01/18		06/01/2012	Paydown		263	263	266	266		(3)		(3)		263			0	4	04/01/2018	1
31381S-GZ-9	FNMA Pool No 469216 2.780% 10/01/18		06/01/2012	Paydown		535	535	555			(20)		(20)		535			0	5	10/01/2018	1
31385G-KD-5	FNMA Pool No 543992 7.500% 07/01/30		06/01/2012	Paydown		70	70	72	71		(1)		(1)		70			0	2	07/01/2030	1
31385W-WZ-8	FNMA Pool No 555164 6.500% 11/01/17		06/01/2012	Paydown		1,642	1,642	1,723	1,687		(45)		(45)		1,642			0	45	11/01/2017	1
31385W-Z5-1	FNMA Pool No 555264 4.859% 02/01/13		06/01/2012	Paydown		3,606	3,606	3,707	3,618		(12)		(12)		3,606			0	85	02/01/2013	1
31385X-BC-0	FNMA Pool No 555435 4.501% 05/01/13		06/01/2012	Paydown		1,086	1,086	1,076	1,081		5		5		1,086			0	21	05/01/2013	1
31386X-J3-1	FNMA Pool No 576382 6.500% 05/01/16		06/01/2012	Paydown		542	542	545	542		0		0		542			0	15	05/01/2016	1
31387C-4M-0	FNMA Pool No 580528 6.500% 05/01/16		06/01/2012	Paydown		3,404	3,404	3,425	3,403		1		1		3,404			0	79	05/01/2016	1
31387C-D6-5	FNMA Pool No 579825 6.500% 05/01/16		06/01/2012	Paydown		466	466	468	465		0		0		466			0	13	05/01/2016	1
31388R-V2-0	FNMA Pool No 612733 6.000% 11/01/16		06/01/2012	Paydown		6,833	6,833	6,890	6,859		(26)		(26)		6,833			0	171	11/01/2016	1
31389R-UG-9	FNMA Pool No 633383 5.500% 05/01/17		06/01/2012	Paydown		3,547	3,547	3,524	3,529		18		18		3,547			0	79	05/01/2017	1
3138A2-BV-0	FNMA Pool No AH0951 4.500% 12/01/40		06/01/2012	Paydown		10,515	10,515	10,974	10,968		(453)		(453)		10,515			0	192	12/01/2040	1
31390G-B5-5	FNMA Pool No 645460 6.500% 05/01/32		06/01/2012	Paydown		2,089	2,089	2,201	2,189		(101)		(101)		2,089			0	52	05/01/2032	1
31390J-RR-4	FNMA Pool No 647696 6.500% 05/01/17		06/01/2012	Paydown		3,099	3,099	3,276	3,198		(99)		(99)		3,099			0	76	05/01/2017	1
31392C-T6-1	Fannie Mae Series 2002-W3 Class A4 6.5		06/01/2012	Paydown		4,241	4,241	4,191	4,202		40		40		4,241			0	115	11/25/2041	1
31393B-BN-4	Fannie Mae Series 2003-36 Class 0G 5.5		06/01/2012	Paydown		46,471	46,471	47,372	46,398		73		73		46,471			0	1,040	12/25/2031	1
31393B-HP-3	Fannie Mae Series 2003-33 Class PT 4.5		06/01/2012	Paydown		729	729	735	734		(5)		(5)		729			0	12	05/25/2033	1
31393R-ZN-3	Freddie Mac Series 2627 Class BG 3.250		06/01/2012	Paydown		3,722	3,722	3,570	3,682		39		39		3,722			0	50	06/15/2017	1
31393X-FS-1	Fannie Mae Series 2004-T1 Class 1A1 6		06/01/2012	Paydown		2,730	2,730	2,862	2,817		(87)		(87)		2,730			0	71	01/25/2044	1
31394K-MW-1	Freddie Mac Series 2686 Class JH 5.500		06/01/2012	Paydown		29,790	29,790	29,771	29,733		56		56		29,790			0	686	07/15/2032	1
31394Y-P4-0	Freddie Mac Series 2802 Class NM 4.500		06/01/2012	Paydown		106,167	106,167	100,726	105,588		579		579		106,167			0	1,989	09/15/2029	1
31401X-LZ-8	FNMA Pool No 721344 5.000% 06/01/18		06/01/2012	Paydown		9,314	9,314	9,032	9,089		225		225		9,314			0	194	06/01/2018	1
31402D-J9-2	FNMA Pool No 725788 4.563% 01/01/15		06/01/2012	Paydown		4,152	4,152	4,097	4,126		26		26		4,152			0	73	01/01/2015	1
31402K-BX-1	FNMA Pool No 730954 5.000% 08/01/33		06/01/2012	Paydown		11,728	11,728	11,172	11,197		530		530		11,728			0	251	08/01/2033	1
31403C-6L-0	FNMA Pool No 745275 5.000% 02/01/36		06/01/2012	Paydown		55,642	55,642	56,015	56,016		(374)		(374)		55,642			0	1,166	02/01/2036	1
31403J-TN-6	FNMA Pool No 750357 6.000% 11/01/33		06/01/2012	Paydown		18,800	18,800	19,425	19,369		(569)		(569)		18,800			0	553	11/01/2033	1
31403T-QE-7	FNMA Pool No 757453 5.000% 11/01/18		06/01/2012	Paydown		214	214	219	217		(3)		(3)		214			0	5	11/01/2018	1
31404A-M4-3	FNMA Pool No 762779 5.000% 11/01/18		06/01/2012	Paydown		11,750	11,750	12,049	11,955		(205)		(205)		11,750			0	245	11/01/2018	1
31404Q-QW-2	FNMA Pool No 775469 6.500% 05/01/34		06/01/2012	Paydown		105	105	110	110		(4)		(4)		105			0	3	05/01/2034	1
31404Y-2P-2	FNMA Pool No 780282 6.500% 07/01/34		06/01/2012	Paydown		3,104	3,104	3,250	3,231		(127)		(127)		3,104			0	100	07/01/2034	1
31405A-M6-7	FNMA Pool No 783481 5.500% 06/01/34		06/01/2012	Paydown		45,883	45,883	45,324	45,367		516		516		45,883			0	1,159	06/01/2034	1

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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	Foreign	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 Designation or Market Indicator (a)
31405R-F3-5	FNMA Pool No 796786 5.000% 01/01/35		06/01/2012	Paydown		27,527	27,527	27,335	27,342		185		185		27,527			0	562	01/01/2035	1
31405S-ET-7	FNMA Pool No 797646 6.000% 09/01/35		06/01/2012	Paydown		9,185	9,185	9,415	9,403		(218)		(218)		9,185			0	229	09/01/2035	1
31405S-KJ-2	FNMA Pool No 797797 6.000% 04/01/35		06/01/2012	Paydown		472	472	486	485		(14)		(14)		472			0	12	04/01/2035	1
31406K-KA-7	FNMA Pool No 812189 5.000% 02/01/35		06/01/2012	Paydown		10,543	10,543	10,470	10,472		71		71		10,543			0	223	02/01/2035	1
31406Y-Y7-9	FNMA Pool No 824334 5.500% 07/01/35		06/01/2012	Paydown		16,144	16,144	16,263	16,256		(111)		(111)		16,144			0	348	07/01/2035	1
31407F-6B-1	FNMA Pool No 829866 5.000% 07/01/35		06/01/2012	Paydown		47,456	47,456	46,763	46,786		670		670		47,456			0	995	07/01/2035	1
31407H-DK-9	FNMA Pool No 830906 5.000% 07/01/35		06/01/2012	Paydown		3,794	3,794	3,738	3,740		54		54		3,794			0	87	07/01/2035	1
31407R-04-9	FNMA Pool No 838475 5.000% 09/01/35		06/01/2012	Paydown		14,628	14,628	13,937	13,961		667		667		14,628			0	293	09/01/2035	1
31407Y-RV-3	FNMA Pool No 844800 5.000% 10/01/35		06/01/2012	Paydown		39,685	39,685	37,970	38,027		1,657		1,657		39,685			0	839	10/01/2035	1
31408B-U5-5	FNMA Pool No 846704 6.000% 01/01/36		06/01/2012	Paydown		13,076	13,076	13,274	13,264		(187)		(187)		13,076			0	311	01/01/2036	1
31409T-TB-4	FNMA Pool No 878146 5.000% 07/01/36		06/01/2012	Paydown		1,536	1,536	1,499	1,500		36		36		1,536			0	26	07/01/2036	1
31410G-AF-0	FNMA Pool No 888406 5.000% 08/01/36		06/01/2012	Paydown		7,605	7,605	7,230	7,242		364		364		7,605			0	159	08/01/2036	1
31410G-E4-1	FNMA Pool No 888555 5.500% 09/01/21		06/01/2012	Paydown		4,646	4,646	4,675	4,668		(22)		(22)		4,646			0	106	09/01/2021	1
31410P-EM-1	FNMA Pool No 893040 6.000% 11/01/36		06/01/2012	Paydown		16,169	16,169	16,315	16,309		(140)		(140)		16,169			0	402	11/01/2036	1
31412D-SQ-2	FNMA Pool No 922227 6.500% 12/01/36		06/01/2012	Paydown		10,799	10,799	11,326	11,315		(515)		(515)		10,799			0	299	12/01/2036	1
31412P-U8-2	FNMA Pool No 931307 4.500% 06/01/39		06/01/2012	Paydown		32,823	32,823	34,079	34,050		(1,227)		(1,227)		32,823			0	629	06/01/2039	1
31412Q-7B-9	FNMA Pool No 932490 4.500% 02/01/40		06/01/2012	Paydown		18,759	18,759	19,644	19,622		(863)		(863)		18,759			0	355	02/01/2040	1
31412S-PS-8	FNMA Pool No 933433 5.000% 03/01/38		06/01/2012	Paydown		30,837	30,837	29,541	29,576		1,261		1,261		30,837			0	649	03/01/2038	1
31413J-UL-6	FNMA Pool No 947087 6.000% 10/01/37		06/01/2012	Paydown		5,114	5,114	5,163	5,161		(47)		(47)		5,114			0	125	10/01/2037	1
31414B-XR-6	FNMA Pool No 961588 5.000% 02/01/38		06/01/2012	Paydown		8,857	8,857	8,711	8,714		143		143		8,857			0	181	02/01/2038	1
31414K-FW-5	FNMA Pool No 968281 5.000% 02/01/38		06/01/2012	Paydown		32,124	32,124	31,346	31,365		759		759		32,124			0	710	02/01/2038	1
31414S-GR-8	FNMA Pool No 974608 5.000% 03/01/38		06/01/2012	Paydown		57	57	54	55		2		2		57			0	1	03/01/2038	1
31414S-M7-5	FNMA Pool No 974782 5.000% 04/01/38		06/01/2012	Paydown		17,129	17,129	16,847	16,853		276		276		17,129			0	355	04/01/2038	1
31414S-Y6-4	FNMA Pool No 975133 6.000% 05/01/38		06/01/2012	Paydown		12,002	12,002	12,171	12,165		(163)		(163)		12,002			0	301	05/01/2038	1
31415R-ZU-1	FNMA Pool No 987355 6.500% 10/01/38		06/01/2012	Paydown		9,844	9,844	10,045	10,039		(196)		(196)		9,844			0	267	10/01/2038	1
31416L-HY-5	FNMA Pool No AA2946 4.500% 04/01/24		06/01/2012	Paydown		15,542	15,542	16,069	16,013		(471)		(471)		15,542			0	292	04/01/2024	1
31416R-RG-0	FNMA Pool No AA7686 4.500% 06/01/39		06/01/2012	Paydown		17,682	17,682	18,376	18,358		(675)		(675)		17,682			0	320	06/01/2039	1
31416X-QT-0	FNMA Pool No AB2265 4.000% 02/01/41		06/01/2012	Paydown		4,273	4,273	4,448	4,447		(174)		(174)		4,273			0	70	02/01/2041	1
31417Y-HM-2	FNMA Pool No MA0235 4.000% 11/01/19		06/01/2012	Paydown		8,804	8,804	9,075	9,042		(238)		(238)		8,804			0	146	11/01/2019	1
31418M-KS-0	FNMA Pool No ADD304 6.000% 05/01/22		06/01/2012	Paydown		15,184	15,184	16,397	16,299		(1,116)		(1,116)		15,184			0	376	05/01/2022	1
31418N-YK-0	FNMA Pool No AD1613 4.500% 02/01/25		06/01/2012	Paydown		16,275	16,275	16,890	16,856		(581)		(581)		16,275			0	297	02/01/2025	1
31418V-T5-1	FNMA Pool No AD7771 4.000% 07/01/25		06/01/2012	Paydown		9,357	9,357	9,803	9,785		(428)		(428)		9,357			0	155	07/01/2025	1
31418W-PP-9	FNMA Pool No AD8529 4.500% 08/01/40		06/01/2012	Paydown		15,426	15,426	16,120	16,107		(681)		(681)		15,426			0	282	08/01/2040	1

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SCHEDULE D - PART 4

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										11	12	13	14	15							
CUSIP Identification	Description	Foreign	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 Designation or Market Indicator (a)
31419J-T0-1	FNMA Pool No AE7758 3.500% 11/01/25		06/01/2012	Paydown		12,582	12,582	12,810	12,801		(220)		(220)		12,582			.0	.179	11/01/2025	1
31419L-XR-9	FNCL Pool No AE9687 4.000% 11/01/40		06/01/2012	Paydown		4,568	4,568	4,634	4,632		(64)		(64)		4,568			.0	.76	11/01/2040	1
647200-M9-2	New Mexico MTG Fin 4.500% 09/01/28		06/01/2012	Call	100.0000	5,000	5,000	5,383	5,340		(15)		(15)		5,325		(325)	(325)	.169	09/01/2028	1FE
<b>3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>						1,729,043	1,729,043	1,747,818	1,702,159	0	(19,820)	0	(19,820)	0	1,729,368	0	(325)	(325)	36,644	XXX	XXX
<b>Bonds - Industrial and Miscellaneous (Unaffiliated)</b>																					
0258MO-CW-7	Amer Express Credit Co 5.875% 05/02/13		04/24/2012	HSBC Securities		157,134	150,000	162,839	155,433		(1,266)		(1,266)		154,168		2,966	2,966	4,235	05/02/2013	1FE
03061L-AC-7	Americredit Automobile Rec Series 2010-A		06/06/2012	Paydown		12,654	12,654	12,652	12,653		.1		.1		12,654			.0	.186	07/06/2017	1FE
03064G-AC-5	Americredit Automobile Rec Series 2010-B		04/12/2012	Southwest Securities Inc.		112,398	110,000	109,981	109,991		.2		.2		109,993		2,405	2,405	.997	11/06/2017	1FE
045424-FK-9	Asset Securitization Corp Series 1997-D5		04/11/2012	Paydown		157,710	157,710	170,327	159,779		(2,069)		(2,069)		157,710			.0	3,666	02/14/2043	1FM
05377R-AB-0	Aesop Funding II LLC Series 2009-1A Clas		06/20/2012	Paydown		50,000	50,000	54,586	52,045		(2,045)		(2,045)		50,000			.0	2,134	10/20/2013	1FE
05947U-ES-3	Banc Of America Commercial Mor Series 20		05/11/2012	Call	100.0000	1,425	1,425	1,452	1,423		.2		.2		1,425			.0	.37	06/11/2035	1FM
05947U-ES-3	Banc Of America Commercial Mor Series 20		04/01/2012	Paydown		1,308	1,308	1,334	1,306		.2		.2		1,308			.0	.27	06/11/2035	1FM
05947U-HM-3	Banc Of America Commercial Mor Series 20		06/01/2012	Paydown		16,571	16,571	17,348	16,655		(84)		(84)		16,571			.0	.316	07/11/2043	1FM
05949A-5A-4	Banc Of America Mortgage Secur Series 20		06/01/2012	Paydown		16,460	16,460	16,759	15,268	1,353	(161)		1,192		16,460			.0	.376	05/25/2035	1FM
05949C-H0-2	Banc Of America Mortgage Secur Series 20		06/01/2012	Paydown		2,936	2,936	2,579	2,579		357		357		2,936			.0	.33	10/25/2035	1FM
05949C-K0-8	Banc Of America Mortgage Secur Series 20		06/01/2012	Paydown		1,289	1,289	1,113	1,113		176		176		1,289			.0	.16	11/25/2035	1FM
07383F-PW-2	Bear Stearns Commercial Mortgage Series 20		06/01/2012	Paydown		89,496	89,496	90,643	89,411		.86		.86		89,496			.0	1,950	08/15/2038	1FM
07387A-AW-5	Bear Stearns Adjustable Rate II Series 20		06/01/2012	Paydown		4,676	4,676	4,011	4,010		666		666		4,676			.0	.59	06/25/2035	1FM
105340-AE-3	Brandywine Operatg Partnership 5.750% Credit-Based Asset		04/01/2012	Maturity		19,000	19,000	18,959	18,998		.2		.2		19,000			.0	.546	04/01/2012	2FE
1248MG-AP-9	Countrywide Home Loans Series 2007-11 Cl		06/01/2012	Paydown		1,249	1,249	.783	.464	.319	.467		.786		1,249			.0	.15	01/25/2037	1FM
12544L-AA-9	Cigna Corp 2.750% 11/15/16		05/01/2012	Morgan Stanley & Co Inc.		109,491	107,000	107,016	107,016		(1)		(1)		107,015		2,476	2,476	1,422	11/15/2016	2FE
126659-AA-9	CVS Pass-Through Trust 144A 8.353% 07/		06/10/2012	Redemption	100.0000	1,138	1,138	1,138	1,138		.0		.0		1,138			.0	.40	07/10/2031	2FE
126683-AB-7	Countrywide Asset-Backed Certi Series 20		06/01/2012	Paydown		13,927	14,059	9,826	10,944		2,983		2,983		13,927			.0	.331	06/25/2035	1FM
12668B-EG-4	Countrywide Alternative Loan T Series 20		06/01/2012	Paydown		2,561	4,175	3,174	3,174		(613)		(613)		2,561			.0	.94	02/25/2036	2FM
12668X-AC-9	Countrywide Asset-Backed Certi Series 20		06/01/2012	Paydown		6,576	6,576	4,826	4,314	.454	1,807		2,261		6,576			.0	.148	04/25/2036	2FM
12669G-HY-0	Countrywide Home Loans Series 2004-29 Cl		06/25/2012	Paydown		.61	.61	.61	.61		.0		.0		.61			.0	.0	02/25/2035	1FM
12669G-NL-1	Countrywide Home Loans Series 2005-7 Cla		05/23/2012	Credit Suisse 1st Boston		8,450	11,892	12,036	12,030		(10)		(10)		12,020		(3,570)	(3,570)	.24	03/25/2035	1FM
12669G-NL-1	Countrywide Home Loans Series 2005-7 Cla		05/25/2012	Paydown		.19	.19	.19	.19		.0		.0		.19			.0	.5	03/25/2035	1FM
161137-AU-8	Charming Shoppes Master Trust Series 200		06/15/2012	Paydown		75,000	75,000	74,982	74,997		.3		.3		75,000			.0	1,922	09/15/2017	1FE
172973-TL-3	Citigroup Mortgage Securities Series 2003		06/01/2012	Paydown		5,831	5,831	5,781	5,794		.37		.37		5,831			.0	.116	11/25/2018	1FM
17307G-6K-9	Citigroup Mortgage Loan Trust Series 200		06/01/2012	Paydown		2,668	3,563	2,884	2,474	.410	(216)		194		2,668			.0	.43	03/25/2036	1FM
17310B-AY-0	Citicorp Mortgage Securities Series 2006		06/01/2012	Paydown		16,116	16,116	15,408	15,587		.529		.529		16,116			.0	.310	06/25/2036	1FM

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STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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	Foreign	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 Designation or Market Indicator (a)
191216-AV-2	Coca Cola 3.300% 09/01/21		04/24/2012	Credit Suisse 1st Boston		58,219	55,000	54,954	54,955		.3		.3		54,958		3,261	3,261	1,286	09/01/2021	1FE
201730-AD-0	Commercial Mortgage Asset Trus Series 19		06/11/2012	Paydown		11,444	11,444	12,470	11,856		(412)		(412)		11,444			.0	333	01/17/2032	1FM
225410-DJ-8	CS First Boston Mortgage Secur Series 20		06/01/2012	Paydown		19,121	19,121	18,487	19,143		(21)		(21)		19,121			.0	346	05/15/2038	1FM
225410-SF-0	CS First Boston Mortgage Secur Series 20		06/01/2012	Paydown		12,891	12,891	12,772	12,851		.40		.40		12,891			.0	270	08/15/2036	1FM
225458-DK-1	CS First Boston Mortgage Secur Series 20		06/01/2012	Paydown		7,252	7,252	7,098	7,236		.16		.16		7,252			.0	160	02/15/2038	1FM
225458-EZ-7	CS First Boston Mortgage Secur Series 20		06/01/2012	Paydown		2,101	2,101	2,004	1,609	.395	.97		.492		2,101			.0	.48	03/25/2035	1FM
23317F-AA-4	Developers Diversified Series 2009-DDR1		06/01/2012	Paydown		1,108	1,108	1,172			(63)		(63)		1,108			.0	.7	10/14/2022	1FM
23336P-AA-9	Dt Auto Owner Trust Series 2012-1A Class		06/15/2012	Paydown		34,483	34,483	34,481			.2		.2		34,483			.0	.35	01/15/2015	1FE
25459H-BC-8	Direct TV Holdings 144A 2.400% 03/15/11		05/09/2012	Tax Free Exchange		84,914	85,000	84,912			.3		.3		84,914			.0	346	03/15/2017	2FE
25459H-BD-6	Direct TV Holdings 144A 3.800% 03/15/12		05/09/2012	Tax Free Exchange		264,891	265,000	264,889			.2		.2		264,891			.0	1,706	03/15/2022	2FE
320516-DA-0	First Horizon Alternative Mort Series 20		06/01/2012	Paydown		3,583	3,583	2,965	2,983		.600		.600		3,583			.0	.93	01/25/2035	1FM
320516-RD-9	First Horizon Alternative Mort Series 20		06/01/2012	Paydown		9,246	9,246	9,131	7,572	1,561	.113		1,674		9,246			.0	230	08/25/2035	1FM
337367-AE-6	First Union-Lehman Brothers Series 1998-Ford Credit Auto Lease		06/01/2012	Paydown		37,323	37,323	41,267	37,643		(320)		(320)		37,323			.0	1,111	11/18/2035	1FM
34529C-AC-8	Trust Series 2010		06/15/2012	Paydown		88,480	88,480	88,472	88,477		.3		.3		88,480			.0	332	07/15/2013	1FE
36161R-AD-1	General Electric Capital Assur Series 20		06/01/2012	Paydown		4,092	4,092	4,177	4,129		(37)		(37)		4,092			.0	.89	05/12/2035	1FM
36170U-AB-7	G-Force LLC Series 2005-RRA Class A2 4		06/01/2012	Paydown		5,393	5,393	5,015	5,291		.101		.101		5,393			.0	107	08/22/2036	4AM
361856-DD-6	GMAC Mortgage Corporation Loan Series 20		06/01/2012	Paydown		23,969	23,969	23,062	23,223		.745		.745		23,969			.0	460	10/25/2033	1FM
362341-4F-3	GSR Mortgage Loan Trust Series 2006-AR1		06/01/2012	Paydown		1,573	1,573	1,452	1,451		.122		.122		1,573			.0	.36	01/25/2036	1FM
368280-BR-6	Ge Capital Commercial Mortgage Series 20		06/01/2012	Paydown		1,843	1,843	1,963	1,892		(49)		(49)		1,843			.0	.47	07/10/2037	1FM
36962G-YY-4	General Elec Cap Corp MTNA 6.000% 06/1		06/15/2012	Maturity		400,000	400,000	397,210	399,834		.166		.166		400,000			.0	12,000	06/15/2012	1FE
370334-BF-0	General Mills Inc 5.200% 03/17/15		04/24/2012	Chase Securities Inc		55,902	50,000	49,887	49,943		.5		.5		49,948		5,953	5,953	1,574	03/17/2015	2FE
43812K-AC-7	Honda Auto Receivables Owner T Series 20		06/18/2012	Paydown		21,905	21,905	21,902	21,904		.1		.1		21,905			.0	.121	03/18/2014	1FE
55265K-XT-1	Mastr Asset Securitization Tru Series 20		06/01/2012	Paydown		6,141	6,141	5,896	5,901		.240		.240		6,141			.0	.137	06/25/2033	1FM
59020U-NZ-4	MLCC Mortgage Investors Inc Series 2004		05/23/2012	Morgan Stanley & Co Inc		5,319	6,409	6,409	6,409		.0		.0		6,409		(1,089)	(1,089)	.13	01/25/2030	1FM
59020U-NZ-4	MLCC Mortgage Investors Inc Series 2004		05/25/2012	Paydown		.8	.8	.8	.8		.0		.0		.8			.0	.4	01/25/2030	1FM
59020U-QD-0	MLCC Mortgage Investors Inc Series 2005		06/01/2012	Paydown		3,060	3,060	3,012	3,017		.43		.43		3,060			.0	.37	12/25/2034	1FM
590219-AE-1	MLCC Mortgage Investors Inc Series 2006		06/01/2012	Paydown		4,584	4,584	4,384	4,393		.191		.191		4,584			.0	.46	05/25/2036	1FM
59022C-AB-9	Merrill Lynch & Co 6.220% 09/15/26		05/04/2012	Corporate Action		105,815	100,000	95,600	95,860		.68		.68		95,928		9,887	9,887	7,319	09/15/2026	2FE
61746W-H2-9	Morgan Stanley Dean Witter Cap Series 20		06/01/2012	Paydown		3,032	3,032	3,231	3,132		(100)		(100)		3,032			.0	.66	06/13/2041	1FM
61746W-HF-0	Morgan Stanley Dean Witter Cap Series 20		06/01/2012	Paydown		3,336	3,336	3,516	3,329		.7		.7		3,336			.0	.75	07/15/2033	1FM
61746W-PF-1	Morgan Stanley Dean Witter Cap Series 20		04/01/2012	Paydown		12,017	12,017	12,088	11,992		.25		.25		12,017			.0	240	01/15/2039	1FM
61913P-AR-3	Mortgageit Trust Series 2005-1 Class 2A		06/01/2012	Paydown		.989	.989	.974	.976		.13		.13		.989			.0	.6	02/25/2035	1FM
655356-JG-9	Nomura Asset Securities Corp Series 1998		06/11/2012	Paydown		10,406	10,406	10,991	10,586		(181)		(181)		10,406			.0	330	03/15/2030	1FM

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STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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	Foreign	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 Designation or Market Indicator (a)
674135-BD-9...	Oakwood Mortgage Investors Inc Series 19 Quest Corp 7.625%		06/01/2012	Paydown		6,626	6,626	7,007	6,926		(300)		(300)		6,626			0	219	10/15/2026	1FE
749136-AK-1...	06/15/15 Residential Funding Mtg Sec I Series 200		04/18/2012	Corporate Action		39,874	35,000	39,963	38,725		(300)		(300)		38,425		1,449	1,449	1,962	06/15/2015	2FE
74958T-AB-9...	Residential Asset Mortgage Pro Series 20		06/01/2012	Paydown		8,451	10,910	8,495	6,878	1,616	(43)		1,573		8,451			0	232	07/27/2037	1FM
760985-ZH-7...	Residential Funding Mortgage S Series 20		05/01/2012	Paydown		4,754	4,754	4,754	2,985	1,764	6		1,770		4,754			0	97	09/25/2033	1FM
76110V-MH-8...	Residential Asset Securities C Series 20 Roche Hldgs Inc 144A		06/01/2012	Paydown		4,841	4,841	4,644	4,688		152		152		4,841			0	80	04/25/2033	1FM
771196-AQ-5...	5.000% 03/01/14 Suntrust Adjustable Rate Mortg Series 20		04/24/2012	Chase Securities Inc		68,969	64,000	65,814	64,851		(120)		(120)		64,731		4,238	4,238	2,080	03/01/2014	1FE
78473W-AC-7...	Sequoia Mortgage Trust Series 2004-11 Cl		06/01/2012	Paydown		920	920	818	664	155	102		257		920			0	21	10/25/2037	2FM
81744F-FJ-1...	Sequoia Mortgage Trust Series 2004-11 Cl		06/20/2012	Paydown		116	116	116	116				0		116			0	0	12/20/2034	1FM
81744F-FY-8...	Springleaf Mortgage Loan Series 2011-1A		06/20/2012	Paydown		219	219	219	166	53			53		219			0	0	01/20/2035	1FM
85171U-AA-5...	Structured Asset Securities Co Series 20		06/01/2012	Paydown		12,760	12,760	12,750	12,751		9		9		12,760			0	209	01/25/2058	1FM
86359A-MH-3...	Structured Asset Securities Co Series 20		06/01/2012	Paydown		5,259	5,259	4,589	4,743		516		516		5,259			0	74	04/25/2031	1FM
86359A-WU-3...	Structured Asset Securities Co Series 20		06/01/2012	Paydown		6,506	6,506	5,591	5,796		710		710		6,506			0	92	01/25/2031	1AM
86359B-A4-3...	Trinity Rail Leasing LP Series 2003-1A C		06/01/2012	Paydown		2,675	2,675	2,749	2,715		(40)		(40)		2,675			0	62	09/25/2019	1FM
89655V-AA-0...	Unitedhealth Group Inc 3.375% 11/15/21		06/12/2012	Paydown		1,291	1,291	1,291	1,291				0		1,291			0	30	10/12/2026	1FE
91324P-BT-8...	Vanderbilt Mortgage Finance Series 2001		04/24/2012	Nomura Securities Int Inc		31,277	30,000	29,836	29,838		5		5		29,842		1,435	1,435	464	11/15/2021	1FE
921796-LJ-5...	Vanderbilt Mortgage Finance Series 2002		06/01/2012	Paydown		6,251	6,251	6,716	5,203	1,433	(385)		1,048		6,251			0	215	09/07/2031	2FE
921796-MP-0...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		8,382	8,382	8,516	8,472		(90)		(90)		8,382			0	238	08/07/2024	1FE
949767-AA-5...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		11,497	11,497	11,060	11,116		380		380		11,497			0	212	11/25/2018	1FM
94981Y-AB-7...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		1,984	1,984	1,991	1,633	356	(5)		351		1,984			0	21	01/25/2035	1FM
949834-AA-3...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		6,315	6,315	6,242	5,817	425	73		498		6,315			0	157	10/25/2037	3FM
94983B-AH-2...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		8,370	8,370	8,402	8,360		10		10		8,370			0	193	04/25/2036	2FM
94983R-AD-6...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		3,055	4,040	3,410	3,410		(354)		(354)		3,055			0	43	04/25/2036	1FM
94984G-AD-9...	Wells Fargo Mortgage Backed Se Series 20		06/01/2012	Paydown		3,946	3,946	3,545	3,543		403		403		3,946			0	92	09/25/2036	1FM
<b>8999999 - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						2,442,470	2,416,777	2,435,277	2,014,895	10,729	1,983	0	12,712	0	2,413,059	0	29,411	29,411	55,068	XXX	XXX
<b>8399997 - Subtotals - Bonds - Part 4</b>						4,943,756	4,891,942	4,940,682	4,227,628	10,729	(20,129)	0	(9,400)	0	4,897,165	0	46,590	46,590	100,096	XXX	XXX
<b>8399999 - Subtotals - Bonds</b>						4,943,756	4,891,942	4,940,682	4,227,628	10,729	(20,129)	0	(9,400)	0	4,897,165	0	46,590	46,590	100,096	XXX	XXX
<b>9999999 Totals</b>						4,943,756	XXX	4,940,682	4,227,628	10,729	(20,129)	0	(9,400)	0	4,897,165	0	46,590	46,590	100,096	XXX	XXX

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

STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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Schedule DB - Part A - Section 1

**NONE**

Schedule DB - Part B - Section 1

**NONE**

Schedule DB - Part D

**NONE**

Schedule DL - Part 1

**NONE**

Schedule DL - Part 2

**NONE**



STATEMENT AS OF JUNE 30, 2012 OF THE Plans' Liability Insurance Company

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

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
<b>NONE</b>							
8699999 Total Cash Equivalents					0	0	0

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