



U.S. FINANCIAL LIFE INSURANCE COMPANY
201 - Statement (Annual, Quarterly and Combined)

LIFE AND ACCIDENT AND HEALTH COMPANIES—ASSOCIATION EDITION

QUARTERLY STATEMENT

As of June 30, 2012
of the Condition and Affairs of the
U.S. FINANCIAL LIFE INSURANCE COMPANY

NAIC Group Code 0968 0968 NAIC Company Code 84530 Employer's ID Number 38-2046096
(Current) (Prior)

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

Incorporated/Organized: September 30, 1974

Commenced Business: September 30, 1974

Statutory Home Office: 4000 Smith Road, Suite 300, Cincinnati, Ohio 45209

Main Administrative Office: 1290 Avenue of the Americas New York, New York 10104 - Telephone Number: (212) 554-1234

Mail Address: 525 Washington Boulevard Jersey City, New Jersey 07310 - Controllars 35th Floor, Telephone Number: (201) 743-5132

Primary Location of Books and Records: 525 Washington Boulevard Jersey City, N. J. 07310 - Controllars 35th Floor Telephone Number: (201) 743-5132

Internet Website Address: www.usfli.com

Statutory Statement Contact: Neil Guerriero, Vice President, (201) 743-5132

E-Mail Address: controllars@axa-equitable.com

Fax Number: (201) 743-5006

OFFICERS

ANDERS BJÖRN MALMSTRÖM #
Chairman of the Board

CHARLES ANGELO MARINO
President, Chief Executive Officer and
Chief Financial Officer

ANDREA MARIE NITZAN #
Executive Vice President and
Chief Accounting Officer

BERTRAND POUPART-LAFARGE
Executive Vice President, Chief
Investment Officer and Treasurer

WILLIAM CASILL
Senior Vice President and Actuary

KEITH ELLIOTT FLOMAN
Senior Vice President and Appointed
Actuary

ADRIENNE AIMEE JOHNSON #
Senior Vice President and
Chief Auditor

ANNE MARIE KATCHER
Senior Vice President and Actuary

ALLEN JOEL ZABUSKY
Senior Vice President and Controller

EUGENE ANTHONY CAPOBIANCO
Vice President

DENISE TEDESCHI
Assistant Vice President and Secretary

DIRECTORS

NICHOLAS BURRITT LANE
ANDREW JOHN McMAHON

ANDERS BJÖRN MALMSTRÖM #
BERTRAND POUPART-LAFARGE

CHARLES ANGELO MARINO

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

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

} ss

The officers of U.S. FINANCIAL LIFE INSURANCE COMPANY being duly sworn, each depose and say that they are the described officers of the 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.

ALLEN JOEL ZABUSKY
Senior Vice President and Controller

KEITH ELLIOTT FLOMAN
Senior Vice President and Appointed Actuary

DENISE TEDESCHI
Assistant Vice President and Secretary

Subscribed and sworn to before me this
8th day of August, 2012

- 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 _____

Orchid Garbutt
Notary Public, State of New York
No. 01GA6049018
Qualified in: Kings County
Certificate filed in New York County
Commission Expires: 10/02/2014



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.....	486,970,325	0	486,970,325	503,036,309
2. Stocks:				
2.1 Preferred stocks.....	3,990,630	0	3,990,630	3,990,630
2.2 Common stocks.....	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens.....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	0	0	0	0
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	0	0	0	0
4.3 Properties held for sale (less \$.....0 encumbrances).....	0	0	0	0
5. Cash (\$.....12,133,995), cash equivalents (\$.....0) and short-term investments (\$.....21,099,749).....	33,233,744	0	33,233,744	12,901,138
6. Contract loans (including \$.....0 premium notes).....	24,677,361	0	24,677,361	23,998,231
7. Derivatives.....	0	0	0	0
8. Other invested assets.....	0	0	0	0
9. Receivables for securities.....	1,524	0	1,524	695
10. Securities lending reinvested collateral assets.....	0	0	0	0
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	548,873,584	0	548,873,584	543,927,003
13. Title plants less \$.....0 charged off (for Title insurers only).....	0	0	0	0
14. Investment income due and accrued.....	6,657,814	0	6,657,814	6,807,046
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	405,369	0	405,369	172,495
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	1,789,160	0	1,789,160	1,510,567
15.3 Accrued retrospective premiums.....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	38,020,059	0	38,020,059	38,550,272
16.2 Funds held by or deposited with reinsured companies.....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	7,945,326	0	7,945,326	8,745,359
17. Amounts receivable relating to uninsured plans.....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	0	0	0	0
18.2 Net deferred tax asset.....	71,069,000	53,335,502	17,733,498	26,991,850
19. Guaranty funds receivable or on deposit.....	1,612,534	0	1,612,534	1,543,873
20. Electronic data processing equipment and software.....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$.....0).....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates.....	3,851,650	0	3,851,650	0
24. Health care (\$.....0) and other amounts receivable.....	0	0	0	0
25. Aggregate write-ins for other than invested assets.....	70,457	5,705	64,752	112,241
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	680,294,953	53,341,207	626,953,746	628,360,706
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0	0
28. Total (Lines 26 and 27).....	680,294,953	53,341,207	626,953,746	628,360,706

DETAILS OF WRITE-INS

1101.....	0	0	0	0
1102.....	0	0	0	0
1103.....	0	0	0	0
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Miscellaneous receivable.....	64,752	0	64,752	112,241
2502. Other assets nonadmitted.....	5,705	5,705	0	0
2503.....	0	0	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	70,457	5,705	64,752	112,241

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$.....512,322,032 less \$.....0 included in Line 6.3 (including \$.....0 Modco Reserve).....	512,322,032	511,799,973
2. Aggregate reserve for accident and health contracts (including \$.....0 Modco Reserve).....	.0	.0
3. Liability for deposit-type contracts (including \$.....0 Modco Reserve).....	1,113,080	1,206,722
4. Contract claims:		
4.1 Life.....	6,728,539	4,698,064
4.2 Accident and health.....	.0	.0
5. Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid.....	.0	.0
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$.....0 Modco).....	.0	.0
6.2 Dividends not yet apportioned (including \$.....0 Modco).....	.0	.0
6.3 Coupons and similar benefits (including \$.....0 Modco).....	.0	.0
7. Amount provisionally held for deferred dividend policies not included in Line 6.....	.0	.0
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$.....0 discount; including \$.....0 accident and health premiums.....	1,182,324	927,987
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts.....	.0	.0
9.2 Provision for experience rating refunds, including the liability of \$.....0 accident and health experience rating refunds of which \$.....0 is for medical loss ratio rebate per the Public Health Service Act.....	.0	.0
9.3 Other amounts payable on reinsurance, including \$.....0 assumed and \$.....33,249,641 ceded.....	33,249,641	35,092,430
9.4 Interest Maintenance Reserve.....	380,113	302,642
10. Commissions to agents due or accrued - life and annuity contracts \$.....0, accident and health \$.....0 and deposit-type contract funds \$.....0.....	.0	.0
11. Commissions and expense allowances payable on reinsurance assumed.....	.0	.0
12. General expenses due or accrued.....	.0	.0
13. Transfers to Separate Accounts due or accrued (net) (including \$.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances).....	.0	.0
14. Taxes, licenses and fees due or accrued, excluding federal income taxes.....	1,955,791	2,416,647
15.1 Current federal and foreign income taxes, including \$.....0 on realized capital gains (losses).....	4,266,250	4,166,250
15.2 Net deferred tax liability.....	.0	.0
16. Unearned investment income.....	734,995	722,521
17. Amounts withheld or retained by company as agent or trustee.....	.0	.0
18. Amounts held for agents' account, including \$.....1,616,905 agents' credit balances.....	1,616,905	1,582,367
19. Remittances and items not allocated.....	875,305	83,569
20. Net adjustment in assets and liabilities due to foreign exchange rates.....	.0	.0
21. Liability for benefits for employees and agents if not included above.....	.0	.0
22. Borrowed money \$.....0 and interest thereon \$.....0.....	.0	.0
23. Dividends to stockholders declared and unpaid.....	.0	.0
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve.....	2,192,979	1,689,764
24.02 Reinsurance in unauthorized companies.....	.0	.0
24.03 Funds held under reinsurance treaties with unauthorized reinsurers.....	.0	.0
24.04 Payable to parent, subsidiaries and affiliates.....	180,821	603,339
24.05 Drafts outstanding.....	.0	.0
24.06 Liability for amounts held under uninsured plans.....	.0	.0
24.07 Funds held under coinsurance.....	.0	.0
24.08 Derivatives.....	.0	.0
24.09 Payable for securities.....	.0	.0
24.10 Payable for securities lending.....	.0	.0
24.11 Capital notes \$.....0 and interest thereon \$.....0.....	.0	.0
25. Aggregate write-ins for liabilities.....	857,802	1,217,396
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....	567,656,577	566,509,671
27. From Separate Accounts statement.....	.0	.0
28. Total liabilities (Lines 26 and 27).....	567,656,577	566,509,671
29. Common capital stock.....	4,050,000	4,050,000
30. Preferred capital stock.....	.0	.0
31. Aggregate write-ins for other than special surplus funds.....	.0	.0
32. Surplus notes.....	.0	.0
33. Gross paid in and contributed surplus.....	246,285,723	246,285,723
34. Aggregate write-ins for special surplus funds.....	.0	17,311,750
35. Unassigned funds (surplus).....	(191,038,554)	(205,796,438)
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 29 \$.....0).....	.0	.0
36.2 .....0.000 shares preferred (value included in Line 30 \$.....0).....	.0	.0
37. Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including \$.....0 in Separate Accounts Statement).....	55,247,169	57,801,035
38. Totals of Lines 29, 30 and 37.....	59,297,169	61,851,035
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....	626,953,746	628,360,706

DETAILS OF WRITE-INS

2501. Funds escheatable.....	533,978	427,846
2502. Miscellaneous liabilities.....	323,824	789,550
2503. ....	.0	.0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	.0	.0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	857,802	1,217,396
3101. ....	.0	.0
3102. ....	.0	.0
3103. ....	.0	.0
3198. Summary of remaining write-ins for Line 31 from overflow page.....	.0	.0
3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above).....	.0	.0
3401. Additional admitted deferred tax asset.....	.0	17,311,750
3402. ....	.0	.0
3403. ....	.0	.0
3498. Summary of remaining write-ins for Line 34 from overflow page.....	.0	.0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34 above).....	.0	17,311,750

SUMMARY OF OPERATIONS

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts.....	23,339,393	26,231,020	52,486,834
2. Considerations for supplementary contracts with life contingencies.....	0	0	0
3. Net investment income.....	13,322,018	13,546,314	27,169,568
4. Amortization of Interest Maintenance Reserve (IMR).....	81,672	51,575	105,575
5. Separate Accounts net gain from operations excluding unrealized gains or losses.....	0	0	0
6. Commissions and expense allowances on reinsurance ceded.....	15,585,835	16,665,395	32,125,346
7. Reserve adjustments on reinsurance ceded.....	0	0	0
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts.....	0	0	0
8.2 Charges and fees for deposit-type contracts.....	0	0	0
8.3 Aggregate write-ins for miscellaneous income.....	0	0	0
9. Totals (Lines 1 to 8.3).....	52,328,918	56,494,304	111,887,323
10. Death benefits.....	32,860,547	35,358,350	62,289,184
11. Matured endowments (excluding guaranteed annual pure endowments).....	0	0	0
12. Annuity benefits.....	265,466	266,566	577,441
13. Disability benefits and benefits under accident and health contracts.....	34,532	28,932	32,527
14. Coupons, guaranteed annual pure endowments and similar benefits.....	0	0	0
15. Surrender benefits and withdrawals for life contracts.....	4,269,250	6,520,706	13,549,671
16. Group conversions.....	0	0	0
17. Interest and adjustments on contract or deposit-type contract funds.....	325,386	269,210	704,626
18. Payments on supplementary contracts with life contingencies.....	0	0	0
19. Increase in aggregate reserves for life and accident and health contracts.....	522,059	(1,094,270)	19,133,067
20. Totals (Lines 10 to 19).....	38,277,240	41,349,494	96,286,516
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only).....	2,834,892	3,407,147	6,646,544
22. Commissions and expense allowances on reinsurance assumed.....	0	0	0
23. General insurance expenses.....	1,346,504	2,269,707	4,588,628
24. Insurance taxes, licenses and fees, excluding federal income taxes.....	2,221,851	2,356,975	4,694,418
25. Increase in loading on deferred and uncollected premiums.....	(34,966)	(49,951)	(87,482)
26. Net transfers to or (from) Separate Accounts net of reinsurance.....	0	0	0
27. Aggregate write-ins for deductions.....	(389,769)	144,326	1,110,996
28. Totals (Lines 20 to 27).....	44,255,752	49,477,698	113,239,620
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....	8,073,166	7,016,606	(1,352,297)
30. Dividends to policyholders.....	0	0	0
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....	8,073,166	7,016,606	(1,352,297)
32. Federal and foreign income taxes incurred (excluding tax on capital gains).....	100,000	600,000	5,200,000
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32).....	7,973,166	6,416,606	(6,552,297)
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$....(85,692) (excluding taxes of \$....85,692 transferred to the IMR).....	304,628	16,318	(58,975)
35. Net income (Line 33 plus Line 34).....	8,277,794	6,432,924	(6,611,272)
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year.....	61,851,035	70,982,607	70,982,607
37. Net income (Line 35).....	8,277,794	6,432,924	(6,611,272)
38. Change in net unrealized capital gains (losses) less capital gains tax of \$.....0.....	0	(42,354)	0
39. Change in net unrealized foreign exchange capital gain (loss).....	0	0	0
40. Change in net deferred income tax.....	(2,940,000)	(1,819,806)	5,787,000
41. Change in nonadmitted assets.....	(6,235,345)	1,651,232	(5,877,702)
42. Change in liability for reinsurance in unauthorized companies.....	0	0	0
43. Change in reserve on account of change in valuation basis, (increase) or decrease.....	0	0	0
44. Change in asset valuation reserve.....	(503,215)	(394,858)	(878,849)
45. Change in treasury stock.....	0	0	0
46. Surplus (contributed to) withdrawn from Separate Accounts during period.....	0	0	0
47. Other changes in surplus in Separate Accounts Statement.....	0	0	0
48. Change in surplus notes.....	0	0	0
49. Cumulative effect of changes in accounting principles.....	0	0	0
50. Capital changes:			
50.1 Paid in.....	0	0	0
50.2 Transferred from surplus (Stock Dividend).....	0	0	0
50.3 Transferred to surplus.....	0	0	0
51. Surplus adjustment:			
51.1 Paid in.....	0	0	0
51.2 Transferred to capital (Stock Dividend).....	0	0	0
51.3 Transferred from capital.....	0	0	0
51.4 Change in surplus as a result of reinsurance.....	(1,153,100)	(1,304,550)	(2,520,700)
52. Dividends to stockholders.....	0	0	0
53. Aggregate write-ins for gains and losses in surplus.....	0	(4,040,464)	969,951
54. Net change in capital and surplus (Lines 37 through 53).....	(2,553,866)	482,124	(9,131,572)
55. Capital and surplus as of statement date (Lines 36 + 54).....	59,297,169	71,464,731	61,851,035

DETAILS OF WRITE-INS

08.301.	0	0	0
08.302.	0	0	0
08.303.	0	0	0
08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....	0	0	0
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....	0	0	0
2701. Sundry disbursements and adjustments.....	(389,769)	143,797	1,104,525
2702. Fines and penalties of regulatory authorities.....	0	529	6,471
2703.	0	0	0
2798. Summary of remaining write-ins for Line 27 from overflow page.....	0	0	0
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above).....	(389,769)	144,326	1,110,996
5301. Additional admitted deferred tax asset.....	0	(4,040,464)	969,951
5302.	0	0	0
5303.	0	0	0
5398. Summary of remaining write-ins for Line 53 from overflow page.....	0	0	0
5399. Totals (Lines 5301 thru 5303 plus 5398) (Line 53 above).....	0	(4,040,464)	969,951

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	22,330,421	24,147,448	48,373,345
2. Net investment income.....	13,777,456	13,550,380	27,652,193
3. Miscellaneous income.....	14,182,090	15,244,781	29,978,062
4. Total (Lines 1 through 3).....	50,289,967	52,942,609	106,003,600
5. Benefit and loss related payments.....	35,181,542	38,200,907	77,237,538
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	6,898,003	8,512,548	16,074,407
8. Dividends paid to policyholders.....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	0	0	5,824,594
10. Total (Lines 5 through 9).....	42,079,545	46,713,455	99,136,539
11. Net cash from operations (Line 4 minus Line 10).....	8,210,422	6,229,154	6,867,061
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	23,160,306	7,809,892	22,315,571
12.2 Stocks.....	0	0	0
12.3 Mortgage loans.....	0	0	0
12.4 Real estate.....	0	0	0
12.5 Other invested assets.....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	0	18	22
12.7 Miscellaneous proceeds.....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	23,160,306	7,809,910	22,315,593
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	6,948,512	33,120,672	40,480,449
13.2 Stocks.....	0	0	0
13.3 Mortgage loans.....	0	0	0
13.4 Real estate.....	0	0	0
13.5 Other invested assets.....	0	0	0
13.6 Miscellaneous applications.....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	6,948,512	33,120,672	40,480,449
14. Net increase (decrease) in contract loans and premium notes.....	679,131	1,380,376	1,134,082
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	15,532,663	(26,691,138)	(19,298,938)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds.....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	(130,000)	(75,000)	(173,500)
16.5 Dividends to stockholders.....	0	0	0
16.6 Other cash provided (applied).....	(3,280,479)	513,916	(1,816,014)
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(3,410,479)	438,916	(1,989,514)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	20,332,606	(20,023,068)	(14,421,391)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	12,901,138	27,322,529	27,322,529
19.2 End of period (Line 18 plus Line 19.1).....	33,233,744	7,299,461	12,901,138
Note: Supplemental disclosures of cash flow information for non-cash transactions:			
20.0001 Non cash disposition of investments.....	200	0	0

EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Industrial life.....	0	0	0
2. Ordinary life insurance.....	95,650,399	101,719,015	207,614,441
3. Ordinary individual annuities.....	19,540	15,000	21,250
4. Credit life (group and individual).....	0	0	0
5. Group life insurance.....	0	0	0
6. Group annuities.....	0	0	0
7. A&H - group.....	0	0	0
8. A&H - credit (group and individual).....	0	0	0
9. A&H - other.....	0	0	0
10. Aggregate of all other lines of business.....	0	0	0
11. Subtotal.....	95,669,939	101,734,015	207,635,691
12. Deposit-type contracts.....	0	0	0
13. Total.....	95,669,939	101,734,015	207,635,691

DETAILS OF WRITE-INS

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

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

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

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

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

Note 2 - Accounting Changes and Corrections of Errors

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

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

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

- D. Loan-backed Securities

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

Assets	Admitted Value as of June 30, 2012	Fair Value as of June 30, 2012
Loan-backed securities	4,322,550	4,496,037

- (1) Prepayment assumptions for loan-backed bonds and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is predominately used to value securities; the prospective adjustment method was used to value issues in default and issues that have a variable interest rate.
- (2) and (3) There are no loan-backed securities with a recognized other than temporary impairment as of June 30, 2012.
- (4) Impaired (fair value is less than amortized cost) loan-backed securities for which an other than temporary impairment has not been recognized as a realized loss as of June 30, 2012 are as follows:

	1 Unrealized Losses	2 Fair Value
--	---------------------------	-----------------

Securities in continuous unrealized loss position < 12 months	-	-
Securities in continuous unrealized loss position ≥ 12 months	-	-

- (5) The Company's management, with the assistance of its investment advisors, monitors the investment performance of its portfolio. This review process culminates with a quarterly review of certain assets by the Company's Investments Under Surveillance Committee that evaluates whether any investments are other than temporarily impaired. The review considers an analysis of individual credit metrics of each insurer as well as industry fundamentals and the outlook for the future. Based on the analysis, a determination is made as to the ability of the issuer to service its debt obligation on an ongoing basis. If this ability is deemed to be impaired, then the appropriate provisions are taken.
- (6) The Company does not hold any loan-backed securities that have not been evaluated for impairment in accordance with SSAP #27.

NOTES TO FINANCIAL STATEMENTS

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

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

No significant change.

Note 11 - Debt

No significant change.

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

No significant change.

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

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

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

No significant change.

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

A. and B. No significant change.

C. Wash Sales

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

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

No significant change.

NOTES TO FINANCIAL STATEMENTS

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

No significant change.

Note 20 - Fair Value

D. Fair Value Measurements at Reporting Date

The Company has no invested assets that were required to be reported at fair value as of June 30, 2012.

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

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

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - Reserves for Life Contracts and Annuity Contracts

No significant change.

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

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 33 - Premiums and Annuity Considerations Deferred and Uncollected

No significant change.

Note 34 - Separate Accounts

No significant change.

Note 35 - Loss/Claim Adjustment Expenses

No significant change.

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 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] N/A []
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. 12/31/2010.....
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010.....
- 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). 6/23/2012.....
- 6.4 By what department or departments?
State of Ohio Department of Insurance

- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [] N/A [X]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:

- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [X] No []
- 8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
AllianceBernstein Investments, Inc.	New York, NY				YES
Alliance Corporate Finance Group, Inc.	New York, NY				YES
AllianceBernstein Corporation	New York, NY				YES
AllianceBernstein Global Derivatives Corporation	New York, NY				YES
AllianceBernstein Holding LP	New York, NY				YES
AllianceBernstein LP	New York, NY				YES
Sanford C. Bernstein & Co., LLC	New York, NY				YES
AXA Advisors, LLC	New York, NY				YES
AXA Distributors, LLC	New York, NY				YES
AXA Equitable Funds Management Group, LLC	New York, NY				YES
AXA Equitable Life Insurance Company	New York, NY				YES
AXA Investment Managers, LLC	Greenwich, CT				YES
AXA Private Equity (US), LLC	New York, NY				YES
AXA Rosenberg Investment Management, LLC	Orinda, CA				YES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []
 - (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 - (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
 - (c) Compliance with applicable governmental laws, rules and regulations;
 - (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
 - (e) Accountability for adherence to the code.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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).

The AXA Financial Policy Statement on Ethics was amended in May 2012 primarily to make reference, as appropriate within the Policy Statement, to the new AXA Financial Anti-Bribery Policy.

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).

PART 1 - FINANCIAL

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

Yes No

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

\$.....0

PART 1 - INVESTMENT

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

Yes No

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

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

\$.....0

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

\$.....0

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

Yes No

14.2 If yes, please complete the following:

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

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

Yes No

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

Yes No

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
JP Morgan Chase	270 Park Avenue, New York, NY 10017

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

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

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

Yes No

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

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

PART 1 - INVESTMENT

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

1 Central Registration Depository	2 Name(s)	3 Address
902	Adelante Capital Management	555 12th Street, Suite 2100, Oakland, CA 94607
902	Albion Investors, LLC	75 Rockefeller Plaza, 15 Floor, New York, NY 10019
902	AllianceBernstein LP	1345 Avenue of the Americas, New York, NY 10105
902	Brookfield Investment Management	3 WFC, 200 Vesey Street, 10th Floor, NYC, NY 10281-1010
902	Morgan Stanley	3424 Peachtree Road N. E., Suite 800, Atlanta, GA 30326
902	Quadrant Real Estate Advisors	200 Deerfield Pte 12735 Morris Rd Ste 100 Alpharetta GA 30004

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:

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

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

	Amount	
1.1 Long-term mortgages in good standing		
1.11 Farm mortgages.....	\$.....	0
1.12 Residential mortgages.....	\$.....	0
1.13 Commercial mortgages.....	\$.....	0
1.14 Total mortgages in good standing.....	\$.....	0
1.2 Long-term mortgages in good standing with restructured terms		
1.21 Total mortgages in good standing with restructured terms.....	\$.....	0
1.3 Long-term mortgage loans upon which interest is overdue more than three months		
1.31 Farm mortgages.....	\$.....	0
1.32 Residential mortgages.....	\$.....	0
1.33 Commercial mortgages.....	\$.....	0
1.34 Total mortgages with interest overdue more than three months.....	\$.....	0
1.4 Long-term mortgage loans in process of foreclosure		
1.41 Farm mortgages.....	\$.....	0
1.42 Residential mortgages.....	\$.....	0
1.43 Commercial mortgages.....	\$.....	0
1.44 Total mortgages in process of foreclosure.....	\$.....	0
1.5 Total mortgage loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)	\$.....	0
1.6 Long-term mortgages foreclosed, properties transferred to real estate in current quarter		
1.61 Farm mortgages.....	\$.....	0
1.62 Residential mortgages.....	\$.....	0
1.63 Commercial mortgages.....	\$.....	0
1.64 Total mortgages foreclosed and transferred to real estate.....	\$.....	0
2. Operating Percentages:		
2.1 A&H loss percent.....	.....	0.0
2.2 A&H cost containment percent.....	.....	0.0
2.3 A&H expense percent excluding cost containment expenses.....	.....	0.0
3.1 Do you act as a custodian for health savings accounts?.....	Yes [] No [X]	
3.2 If yes, please provide the amount of custodial funds held as of the reporting date.....	\$.....	0
3.3 Do you act as an administrator for health savings accounts?.....	Yes [] No [X]	
3.4 If yes, please provide the balance of the funds administered as of the reporting date.....	\$.....	0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (YES or NO)
Life Non-Affiliates						
00000	AA-3194128	02/01/2012	Allied World Assurance Company Limited	BM	CAT	NO
10348	06-1430254	02/01/2012	Arch Reinsurance Company	NE	CAT	YES
20370	51-0434766	02/01/2012	AXIS Reinsurance Company	NY	CAT	NO
62383	42-0813782	02/01/2012	Centurion Life Insurance Company	IA	CAT	YES
00000	AA-1120841	02/01/2012	Chartis Europe Limited	GB	CAT	NO
00000	A1595*	02/01/2012	DEVK Ruckversicherungs-und Beteiligungs-AG	GB	CAT	NO
00000	AA-5340310	02/01/2012	General Insurance Corporation of India	IN	CAT	NO
00000	AA-3190060	02/01/2012	Hannover Re (Bermuda) Limited	BM	CAT	NO
00000	AA-1126510	02/01/2012	Lloyd's Underwriter Syndicate No. 0510 KLN	GB	CAT	NO
00000	AA-1126780	02/01/2012	Lloyd's Underwriter Syndicate No. 0780 ADV	GB	CAT	NO
00000	AA-1127084	02/01/2012	Lloyd's Underwriter Syndicate No. 1084 CSL	GB	CAT	NO
00000	AA-1127183	02/01/2012	Lloyd's Underwriter Syndicate No. 1183 TAL	GB	CAT	NO
00000	AA-1127206	02/01/2012	Lloyd's Underwriter Syndicate No. 1206 SAL	GB	CAT	NO
00000	AA-1127301	02/01/2012	Lloyd's Underwriter Syndicate No. 1301 TUL	GB	CAT	NO
00000	AA-1127400	02/01/2012	Lloyd's Underwriter Syndicate No. 1400 DRE	GB	CAT	NO
00000	AA-1120103	02/01/2012	Lloyd's Underwriter Syndicate No. 1967 WRB	GB	CAT	NO
00000	AA-1120055	02/01/2012	Lloyd's Underwriter Syndicate No. 3623 AFB	GB	CAT	NO
00000	AA-1126005	02/01/2012	Lloyd's Underwriter Syndicate No. 4000 PEM	GB	CAT	NO
00000	AA-1120075	02/01/2012	Lloyd's Underwriter Syndicate No. 4020 ARK	GB	CAT	NO
00000	98-0467112	02/01/2012	Mapfre Re, Compania de Reaserguros S.A	ES	CAT	NO
10227	13-4924125	02/01/2012	Munich Reinsurance America, Incorporated	DE	CAT	YES
00000	AA-1840680	02/01/2012	Nacional de Reaserguros, SA	ES	CAT	NO
19445	25-0687550	02/01/2012	National Fire Insurance Company of Pittsburgh, PA	PA	CAT	YES
16535	36-4233459	02/01/2012	Zurich American Insurance Company	NY	CAT	NO

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

Current Year to Date - Allocated by States and Territories

States, Etc.	1	Active Status	Life Contracts		Direct Business Only			
			2	3	4	5	6	7
1. Alabama.....	AL	L	2,100,789	0	0	0	2,100,789	0
2. Alaska.....	AK	L	102,324	0	0	0	102,324	0
3. Arizona.....	AZ	L	1,202,017	0	0	0	1,202,017	0
4. Arkansas.....	AR	L	901,026	600	0	0	901,626	0
5. California.....	CA	L	7,897,202	0	0	0	7,897,202	0
6. Colorado.....	CO	L	1,729,047	0	0	0	1,729,047	0
7. Connecticut.....	CT	L	1,814,202	0	0	0	1,814,202	0
8. Delaware.....	DE	L	256,164	0	0	0	256,164	0
9. District of Columbia.....	DC	L	90,442	0	0	0	90,442	0
10. Florida.....	FL	L	6,510,002	3,000	0	0	6,513,002	0
11. Georgia.....	GA	L	3,354,232	0	0	0	3,354,232	0
12. Hawaii.....	HI	L	227,943	0	0	0	227,943	0
13. Idaho.....	ID	L	298,686	0	0	0	298,686	0
14. Illinois.....	IL	L	4,331,181	0	0	0	4,331,181	0
15. Indiana.....	IN	L	1,986,077	75	0	0	1,986,152	0
16. Iowa.....	IA	L	1,045,788	0	0	0	1,045,788	0
17. Kansas.....	KS	L	1,225,637	0	0	0	1,225,637	0
18. Kentucky.....	KY	L	1,671,855	7,000	0	0	1,678,855	0
19. Louisiana.....	LA	L	1,050,359	0	0	0	1,050,359	0
20. Maine.....	ME	L	428,425	0	0	0	428,425	0
21. Maryland.....	MD	L	2,040,059	0	0	0	2,040,059	0
22. Massachusetts.....	MA	L	2,611,982	0	0	0	2,611,982	0
23. Michigan.....	MI	L	4,868,607	2,365	0	0	4,870,972	0
24. Minnesota.....	MN	L	2,349,477	0	0	0	2,349,477	0
25. Mississippi.....	MS	L	1,391,853	0	0	0	1,391,853	0
26. Missouri.....	MO	L	2,345,755	3,000	0	0	2,348,755	0
27. Montana.....	MT	L	308,003	0	0	0	308,003	0
28. Nebraska.....	NE	L	760,379	0	0	0	760,379	0
29. Nevada.....	NV	L	375,612	0	0	0	375,612	0
30. New Hampshire.....	NH	L	418,334	0	0	0	418,334	0
31. New Jersey.....	NJ	L	2,864,212	0	0	0	2,864,212	0
32. New Mexico.....	NM	L	399,738	0	0	0	399,738	0
33. New York.....	NY	N	1,038,310	3,000	0	0	1,041,310	0
34. North Carolina.....	NC	L	4,102,627	0	0	0	4,102,627	0
35. North Dakota.....	ND	L	545,855	0	0	0	545,855	0
36. Ohio.....	OH	L	5,777,247	0	0	0	5,777,247	0
37. Oklahoma.....	OK	L	1,026,740	0	0	0	1,026,740	0
38. Oregon.....	OR	L	893,619	0	0	0	893,619	0
39. Pennsylvania.....	PA	L	5,067,414	0	0	0	5,067,414	0
40. Rhode Island.....	RI	L	459,618	0	0	0	459,618	0
41. South Carolina.....	SC	L	1,894,501	0	0	0	1,894,501	0
42. South Dakota.....	SD	L	709,542	0	0	0	709,542	0
43. Tennessee.....	TN	L	3,642,292	0	0	0	3,642,292	0
44. Texas.....	TX	L	9,097,012	500	0	0	9,097,512	0
45. Utah.....	UT	L	1,137,953	0	0	0	1,137,953	0
46. Vermont.....	VT	L	287,378	0	0	0	287,378	0
47. Virginia.....	VA	L	1,561,336	0	0	0	1,561,336	0
48. Washington.....	WA	L	1,638,748	0	0	0	1,638,748	0
49. West Virginia.....	WV	L	322,586	0	0	0	322,586	0
50. Wisconsin.....	WI	L	1,745,968	0	0	0	1,745,968	0
51. Wyoming.....	WY	L	237,683	0	0	0	237,683	0
52. American Samoa.....	AS	N	0	0	0	0	0	0
53. Guam.....	GU	N	725	0	0	0	725	0
54. Puerto Rico.....	PR	N	2,922	0	0	0	2,922	0
55. US Virgin Islands.....	VI	N	1,704	0	0	0	1,704	0
56. Northern Mariana Islands.....	MP	N	0	0	0	0	0	0
57. Canada.....	CN	N	83,897	0	0	0	83,897	0
58. Aggregate Other Alien.....	OT	XXX	39,075	0	0	0	39,075	0
59. Subtotal.....	(a)	50	100,272,161	19,540	0	0	100,291,701	0
90. Reporting entity contributions for employee benefit plans.....	XXX		0	0	0	0	0	0
91. Dividends or refunds applied to purchase paid-up additions and annuities.....	XXX		0	0	0	0	0	0
92. Dividends or refunds applied to shorten endowment or premium paying period.....	XXX		0	0	0	0	0	0
93. Premium or annuity considerations waived under disability or other contract provisions.....	XXX		0	0	0	0	0	0
94. Aggregate other amounts not allocable by State.....	XXX		0	0	0	0	0	0
95. Totals (Direct Business).....	XXX		100,272,161	19,540	0	0	100,291,701	0
96. Plus Reinsurance Assumed.....	XXX		0	0	0	0	0	0
97. Totals (All Business).....	XXX		100,272,161	19,540	0	0	100,291,701	0
98. Less Reinsurance Ceded.....	XXX		77,961,280	0	0	0	77,961,280	0
99. Totals (All Business) less Reinsurance Ceded.....	XXX		22,310,881	19,540	0	0	22,330,421	0

DETAILS OF WRITE-INS

5801. Other Alien.....	XXX		39,075	0	0	0	39,075	0
5802.	XXX		0	0	0	0	0	0
5803.	XXX		0	0	0	0	0	0
5898. Summary of remaining write-ins for line 58 from overflow page.....	XXX		0	0	0	0	0	0
5899. Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....	XXX		39,075	0	0	0	39,075	0
9401.	XXX		0	0	0	0	0	0
9402.	XXX		0	0	0	0	0	0
9403.	XXX		0	0	0	0	0	0
9498. Summary of remaining write-ins for line 94 from overflow page.....	XXX		0	0	0	0	0	0
9499. Total (Lines 9401 thru 9403 plus 9498) (Line 94 above).....	XXX		0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

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

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

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

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

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

Q12.1

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

Names of Parent, Subsidiaries or Affiliates	Ownership %	Federal ID#	NAIC Code	State of Domicile
AXA SA	100.00			
Seguro Directo Gere Compania de Seguros SA	100.00			
AXA Portugal Companhia de Seguros SA	83.02			
AXA Portugal Companhia de Seguros Vida SA	87.63			
AXA Services s.r.o.	100.00			
EX-SR a.s. v likvdacii	100.00			
AXA d.s.s., a.s.	100.00			
AXA d.d.s., a.s.	100.00			
AXA General Insurance	94.13			
AXA Mediterraenan Holding, S.A.U	100.00			
Hilo Direct, Seguros y Reaseguros S.A.	99.99			
AXA MEDLA IT & Local Support Services, S.A.	100.00			
AXA Regional Services, S.A.	100.00			
AXA Seguros Generales, S.A. de Seguros y Reaseguros	99.89			
AXA Pensiones, S.A. E.G.F.P.	100.00			
AXA Tigris, S.A.	100.00			
AXA Vida, S.A.de Seguros y Reaseguros	99.80			
AXA Senegal	51.53			
AXA Cote d'Ivoire	78.64			
AXA Cameroun ©	99.90			
AXA Gabon	86.49			
AXA Versicherungen AG	100.00			
AXA Leben AG	100.00			
Rechtsschutz AG	66.67			
AXA Insurance Public Co. Ltd	24.99			
ASM Holdings Limited	48.80			
Krungthai-AXA Life Insurance Company Limited	25.00			
AXA Hayat ve Emeklilik A.S.	100.00			
AXA Sigorta A.S.	72.55			
AXA Insurance	50.29			
AXA Ukraine	50.00			
AXA Global Risks (Uk) Limited	100.00			
Hordel FV	100.00			
AXA Equity & Law Plc	99.90			
AXA UK PLC	46.90			
AXA UK PLC	53.10			
Bluefin Group Limited	100.00			
GBI Holdings Limited	100.00			
Guardian Royal Exchange PLC	100.00			
Architas Advisory Services Limited	100.00			
Architas Multi-Manager Limited	100.00			
AXA Sun Direct Limited	100.00			

Q12.2

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

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

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SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
0968	AXA	00000	00-0000000	0000	0000898427	Paris Stock Exchange	AXA SA	FR	UIP			0.000		0
0		0		0	0		AXA Assistance SA	FR	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Inter Partner Assistance - Belgium	BE	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Corporate Solutions Assurance - France	FR	NIA	AXA	Ownership	98.750	AXA	0
0		0		0	0		MATRIX	US	IA	AXA Corporate Solutions Assurance - Fr	Ownership	100.000	AXA	0
0		0		0	0		AXA Group Solutions - France	FR	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Assistance Inc. USA	US	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Investment Managers	FR	NIA	AXA	Ownership	73.770	AXA	0
0		0		0	0		AXA Investment Managers	FR	NIA	AXA Konzern AG	Ownership	5.200	AXA	0
0		0		0	0		AXA Investment Managers - France	FR	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Investment Managers Holdings US	US	NIA	AXA Investment Managers - France	Ownership	100.000	AXA	0
0		0		0	0		AXA Rosenberg Group LLC	US	NIA	AXA Investment Managers	Ownership	75.000	AXA	0
0		0	22-3624513	0	0001459848		AXA IM Rose Inc.	US	NIA	AXA Investment Managers	Ownership	100.000	AXA	0
0		0	13-4064930	0	0001109448	New York Stock Exchange	AllianceBernstein LP	US	NIA	AXA IM Rose Inc.	Ownership	15.160	AXA	0
0		0		0	0		AXA Mediterranean Holdings, S.A.U.	ES	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Millésimes	PT	NIA	AXA	Ownership	42.340	AXA	0
0		0		0	0		AXA Real Estate Investment Managers	FR	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Technology Services	FR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Belgium	BE	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Life Insurance Company Ltd. - Hong Kong	CA	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA General Ins. Hong Kong Ltd.- Hong Kong	CA	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA General Insurance China Ltd.	CA	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA China - France	FR	NIA	AXA	Ownership	51.000	AXA	0
0		0		0	0		AXA-Mimentals Assurance Company Limited	CA	IA	AXA China - France	Ownership	51.000	AXA	0
0		0		0	0		AXA Societe Beaujon	FR	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Pojistovna a.s.	CZ	IA	AXA Societe Beaujon	Ownership	100.000	AXA	0
0		0		0	0		AXA Zivtni Pojistonva a.s.	CZ	IA	AXA Societe Beaujon	Ownership	100.000	AXA	0
0		0		0	0		AXA Penzjini Fond a.s.	CZ	IA	AXA Societe Beaujon	Ownership	99.980	AXA	0
0		0		0	0		Compagnie Financiere de Paris	FR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA France Assurance	FR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Corporate Solutions Assurance	FR	IA	AXA France Assurance	Ownership	98.750	AXA	0
0		0		0	0		AXA Global Life	FR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Global P&C	FR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Liabilities Managers- France	FR	IA	AXA	Ownership	99.900	AXA	0

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SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0		0		0	0		AXA Liabilities Managers-US	US	IA	AXA Liabilities Managers- France	Ownership	100.000	AXA	0
0		0	AA-1320035	0	0		Colisee Re - France	FR	IA	AXA	Ownership	99.900	AXA	0
0		0		0	0		AXA Konzern AG	DE	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		WinCom Versicherungs-Holding AG	DE	NIA	AXA Konzern AG	Ownership	100.000	AXA	0
0		0		0	0		DBV Deutsche Beamtenversicherung Leben AG	DE	IA	WinCom Versicherungs-Holding AG	Ownership	94.900	AXA	0
0		0		0	0		DBV Deutsche Beamtenversicherung AG	DE	IA	WinCom Versicherungs-Holding AG	Ownership	100.000	AXA	0
0		0		0	0		DBV Deutsche Lebensversicherung AG	DE	IA	WinCom Versicherungs-Holding AG	Ownership	100.000	AXA	0
0		0		0	0		AXA ART Versicherung AG - Clologne	DE	IA	AXA Konzern AG	Ownership	100.000	AXA	0
0		0		0	0		AXA Art Holdings Inc	US	NIA	AXA ART Versicherung AG - Clologne	Ownership	100.000	AXA	0
0		0		0	0		Fine Art Service International Inc	US	NIA	AXA Art Holdings Inc	Ownership	100.000	AXA	0
0		29530	13-3368745	0	0		AXA Art Insurance Corporation	US	IA	AXA Art Holdings Inc	Ownership	100.000	AXA	0
0		0		0	0		AXA Biztosito Zrt	HU	IA	AXA Societe Beaujon	Ownership	100.000	AXA	0
0		0		0	0		AXA Szolgaltato Kft	HU	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA India Holdings	ID	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		Bharti AXA Life Insurance Company	ID	IA	AXA India Holdings	Ownership	22.220	AXA	0
0		0		0	0		AXA Business Services Private Limited	ID	NIA	AXA	Ownership	99.900	AXA	0
0		0		0	0		Bharti AXA General Insurance	ID	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		National Mutual International Pty Limited	AU	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		P.T. Asuransi AXA Indonesia	ID	IA	AXA	Ownership	80.000	AXA	0
0		0		0	0		P.T. Life Indonesia	ID	IA	AXA	Ownership	80.000	AXA	0
0		0		0	0		AXA Financial Services (Singapore) Pte Ltd	SG	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Life Europe	IE	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Global Distributors (Ireland) Limited	IE	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Ireland Limited	IE	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA mps Financial Ltd	IE	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Italia S.p.A	IT	NIA	AXA	Ownership	98.240	AXA	0
0		0		0	0		AXA Assicurazioni S.p.A	IT	IA	AXA Italia S.p.A	Ownership	98.110	AXA	0
0		0		0	0		AXA Japan Holding Co., Ltd	JP	NIA	AXA	Ownership	78.670	AXA	0
0		0		0	0		AXA Life Insurance Co.	JP	IA	AXA Japan Holding Co., Ltd	Ownership	100.000	AXA	0
0		0		0	0		AXA General Insurance Co., Ltd	JP	IA	AXA Japan Holding Co., Ltd	Ownership	100.000	AXA	0
0		0		0	0		AXA Collection Services Co. Ltd	JP	IA	AXA Japan Holding Co., Ltd	Ownership	100.000	AXA	0
0		0		0	0		Nextia Life Insurance Co., Ltd	JP	IA	AXA Japan Holding Co., Ltd	Ownership	97.250	AXA	0
0		0		0	0		AXA Seguros, S.A. de CV	MX	IA	AXA	Ownership	99.940	AXA	0
0		0		0	0		Voltaire Participacoes	BR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Luxembourg SA	LU	IA	AXA	Ownership	99.990	AXA	0

Q13.1

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0		0		0	0		Finance Solutions S.ar.l. ("Finso")	LU	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		Matignon Finance S.A.	LU	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA-AFFIN General Insurance Berhad	MY	IA	AXA	Ownership	42.400	AXA	0
0		0		0	0		AXA-AFFIN Life Insurance Berhad	MY	IA	National Mutual International Pty Limited	Ownership	49.000	AXA	0
0		0		0	0		Philippine AXA Life Insurance Corporation	MY	IA	AXA	Ownership	45.000	AXA	0
0		0		0	0		AXA Middle East SAL Lebanon	LB	NIA	AXA	Ownership	49.000	AXA	0
0		0		0	0		AXA Holding SAL	LB	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Gulf Holding W.L.L.	BH	NIA	AXA	Ownership	95.000	AXA	0
0		0		0	0		AXA Holding Maroc	MA	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Assurance Maroc	MA	IA	AXA Holding Maroc	Ownership	100.000	AXA	0
0		0		0	0		AXA Zycie Towarzystwo Ubezpieczen S.A.	PL	IA	AXA Societe Beaujon	Ownership	90.240	AXA	0
0		0		0	0		AXA Powszechne Towarzystwo Emerytalne S.A.	PL	IA	AXA Societe Beaujon	Ownership	100.000	AXA	0
0		0		0	0		AXA Towarzystwo Ubezpieczen i Reasekuracji S.A	PL	IA	AXA Societe Beaujon	Ownership	100.000	AXA	0
0		0		0	0		Seguro Directo Gere Compania de Seguros SA	PT	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Portugal Companhia de Seguros SA	PT	IA	AXA	Ownership	83.020	AXA	0
0		0		0	0		AXA Portugal Companhia de Seguros Vida SA	PT	IA	AXA	Ownership	87.630	AXA	0
0		0		0	0		AXA Life Insurance SA	RO	IA	AXA Societe Beaujon	Ownership	99.900	AXA	0
0		0		0	0		AXA Financial Services (Singapore) Pte Ltd	SG	NIA	National Mutual International Pty Limited	Ownership	100.000	AXA	0
0		0		0	0		ipac financial planning Taiwan Limited	TW	NIA	National Mutual International Pty Limited	Ownership	100.000	AXA	0
0		0		0	0		AXA Insurance Singapore Pte Ltd	SG	IA	National Mutual International Pty Limited	Ownership	100.000	AXA	0
0		0		0	0		AXA Asia Regional Centre Pte Ltd	SG	IA	National Mutual International Pty Limited	Ownership	100.000	AXA	0
0		0		0	0		AXA Services s.r.o	SK	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		EX-SR a.s. v likvdacii	SK	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA d.s.s., a.s.	SK	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA d.d.s., a.s.	SK	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA General Insurance	KR	IA	AXA	Ownership	94.130	AXA	0
0		0		0	0		AXA Mediterraenan Holding, S.A.U.	ES	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		Hilo Direct, Seguros y Reaseguros S.A.	ES	IA	AXA Mediterraenan Holding, S.A.U.	Ownership	99.990	AXA	0
0		0		0	0		AXA MEDLA IT & Local Support Services, S.A.	ES	NIA	AXA Mediterraenan Holding, S.A.U.	Ownership	100.000	AXA	0
0		0		0	0		AXA Regional Services, S.A.	ES	NIA	AXA Mediterraenan Holding, S.A.U.	Ownership	100.000	AXA	0
0		0		0	0		AXA Seguros Generales, S.A. de Seguros y Reaseguros	ES	IA	AXA Mediterraenan Holding, S.A.U.	Ownership	99.890	AXA	0
0		0		0	0		AXA Pensiones, S.A. E.G.F.P.	ES	IA	AXA Mediterraenan Holding, S.A.U.	Ownership	100.000	AXA	0
0		0		0	0		AXA Tigris, S.A.	ES	IA	AXA Mediterraenan Holding, S.A.U.	Ownership	100.000	AXA	0
0		0		0	0		AXA Vida, S.A.de Seguros y Reaseguros	ES	IA	AXA Mediterraenan Holding, S.A.U.	Ownership	99.800	AXA	0

Q13.2

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0		0		0	0		AXA Senegal	SN	IA	AXA	Ownership	51.530	AXA	0
0		0		0	0		AXA Cote d'Ivoire	CI	IA	AXA	Ownership	78.640	AXA	0
0		0		0	0		AXA Cameroun ©	CM	IA	AXA	Ownership	99.900	AXA	0
0		0		0	0		AXA Gabon	GA	IA	AXA	Ownership	86.490	AXA	0
0		0		0	0		AXA Versicherungen AG	CH	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Leben AG	CH	IA	AXA Versicherungen AG	Ownership	100.000	AXA	0
0		0		0	0		Rechtsschutz AG	CH	IA	AXA Versicherungen AG	Ownership	66.670	AXA	0
0		0		0	0		AXA Insurance Public Co. Ltd	TH	IA	AXA	Ownership	24.990	AXA	0
0		0		0	0		ASM Holdings Limited	TH	NIA	AXA	Ownership	48.800	AXA	0
0		0		0	0		Krungthai-AXA Life Insurance Company Limited	TH	IA	AXA	Ownership	25.000	AXA	0
0		0		0	0		AXA Hayat ve Emeklilik A.S.	TR	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Sigorta A.S.	TR	IA	AXA	Ownership	72.550	AXA	0
0		0		0	0		AXA Insurance	UA	IA	AXA	Ownership	50.290	AXA	0
0		0		0	0		AXA Ukraine	UA	IA	AXA	Ownership	50.000	AXA	0
0		0		0	0		AXA Global Risks (Uk) Limited	GB	IA	AXA	Ownership	100.000	AXA	0
0		0		0	0		Hordel FV	GB	NIA	AXA	Ownership	100.000	AXA	0
0		0		0	0		AXA Equity & Law Plc	GB	IA	AXA	Ownership	99.900	AXA	0
0		0		0	0		AXA UK PLC	GB	IA	AXA Equity & Law Plc	Ownership	46.900	AXA	0
0		0		0	0		AXA UK PLC	GB	IA	AXA	Ownership	53.100	AXA	0
0		0		0	0		Bluefin Group Limited	GB	IA	AXA UK PLC	Ownership	100.000	AXA	0
0		0		0	0		GBI Holdings Limited	GB	IA	AXA UK PLC	Ownership	100.000	AXA	0
0		0		0	0		Guardian Royal Exchange PLC	GB	NIA	AXA UK PLC	Ownership	100.000	AXA	0
0		0		0	0		Architas Advisory Services Limited	GB	NIA	AXA UK PLC	Ownership	100.000	AXA	0
0		0		0	0		Architas Multi-Manager Limited	GB	NIA	AXA UK PLC	Ownership	100.000	AXA	0
0		0		0	0		AXA Sun Direct Limited	GB	IA	AXA UK PLC	Ownership	100.000	AXA	0
0		00000	90-0226248	0	0001333986		AXA America Holdings, Inc	US	UIP	AXA	Ownership	100.000	AXA	0
0		0	30-0011728	0	0		AXA Technology Services America Inc	US	NIA	AXA America Holdings, Inc	Ownership	100.000	AXA	0
0		00000	36-3044045	0	0001456276		AXA America Corporate Solutions, Inc	US	NIA	AXA America Holdings, Inc	Ownership	100.000	AXA	0
0968		36552	36-2994662	0	0001456280		Coliseum Reinsurance Company	US	IA	AXA America Corporate Solutions, Inc	Ownership	100.000	AXA	0
0		0	13-4064930	0	0001109448	New York Stock Exchange	AllianceBernstein LP	US	NIA	Coliseum Reinsurance Company	Ownership	3.090	AXA	0
0968		16187	04-2482364	0	0		Mosaic Insurance Company	US	IA	Coliseum Reinsurance Company	Ownership	100.000	AXA	0
0968		68365	04-2729166	0	0		AXA Corporate Solutions Life Reinsurance Company	US	IA	Coliseum Reinsurance Company	Ownership	100.000	AXA	0
0		00000	13-4177328	0	0		AXA Delaware LLC	US	NIA	Coliseum Reinsurance Company	Ownership	100.000	AXA	0
0968		33022	13-3594502	0	0		AXA Insurance Company	US	IA	AXA Delaware LLC	Ownership	100.000	AXA	0

Q13.3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0		0	13-3623351	0	0000888002		AXA Financial, Inc.	US	UIP	AXA America Holdings, Inc.	Ownership	100.000	AXA	0
0		0	27-0294443	0	0		787 Holdings, LLC	US	NIA	AXA Financial, Inc.	Ownership	100.000	AXA	0
0		0	52-2197822	0	0001257148		AXA Equitable Financial Services, LLC	US	UIP	AXA Financial, Inc.	Ownership	100.000	AXA	0
0		0	13-4078005	0	0		AXA Distribution Holding Corporation	US	NIA	AXA Equitable Financial Services, LLC	Ownership	100.000	AXA	0
0		0	13-4071393	0	0000033179		AXA Advisors, LLC	US	NIA	AXA Distribution Holding Corporation	Ownership	100.000	AXA	0
0		0	06-1555494	0	0001292309		AXA Network, LLC	US	NIA	AXA Distribution Holding Corporation	Ownership	100.000	AXA	0
0		0	27-1540220	0	0		PlanConnect, LLC	US	NIA	AXA Distribution Holding Corporation	Ownership	100.000	AXA	0
0		0	14-1903564	0	0001450152		AXA Financial (Bermuda) Ltd.	BM	IA	AXA Equitable Financial Services, LLC	Ownership	100.000	AXA	0
0		0	13-4064930	0	0001109448	New York Stock Exchange	AllianceBernstein LP	US	NIA	AXA Financial (Bermuda) Ltd.	Ownership	5.780	AXA	0
0968		62944	13-5570651	0	0000727920		AXA Equitable Life Insurance Company	US		AXA Equitable Financial Services, LLC	Ownership	100.000	AXA	0
0		0	27-5373651	0	0		AXA Equitable Funds Management Group, LLC	US	NIA	AXA Equitable Life Insurance Company	Ownership	100.000	AXA	0
0		0	13-3385076	0	0		Equitable Deal Flow Fund, LP	US	NIA	AXA Equitable Life Insurance Company	Ownership	100.000	AXA	0
0		0	23-2671508	0	0		EVSA, Inc.	US	NIA	AXA Equitable Life Insurance Company	Ownership	100.000	AXA	0
0		0	22-2766036	0	0001257149		Equitable Holdings, LLC	US	NIA	AXA Equitable Life Insurance Company	Ownership	100.000	AXA	0
0		0	13-2677213	0	0000003798		ACMC, LLC	US	NIA	AXA Equitable Life Insurance Company	Ownership	100.000	AXA	0
0968		10589	06-1166226	0	0		Equitable Casualty Insurance Company	US	IA	Equitable Holdings, LLC	Ownership	100.000	AXA	0
0		0	13-3266813	0	0000842885		ECMC, LLC	US	NIA	Equitable Holdings, LLC	Ownership	100.000	AXA	0
0		0	52-2233674	0	0000858875		AXA Distributors, LLC	US	NIA	Equitable Holdings, LLC	Ownership	100.000	AXA	0
0		0	13-3813232	0	0		JMR Realty services, Inc.	US	NIA	Equitable Holdings, LLC	Ownership	100.000	AXA	0
0968		62880	13-3198083	0	0001342913		AXA Equitable Life and Annuity Company	US	IA	AXA Equitable Financial Services, LLC	Ownership	100.000	AXA	0
0968		66370	13-1632487	0	0001209935		MONY Life Insurance Company	US	UDP	AXA Equitable Financial Services, LLC	Ownership	100.000	AXA	0
0		0	13-3790446	0	0		MONY International Holdings, LLC	US	NIA	MONY Life Insurance Company	Ownership	100.000	AXA	0
0		0	98-0152046	0	0		MONY Life Insurance Company of the Americas, Ltd.	US	IA	MONY International Holdings, LLC	Ownership	100.000	AXA	0
0968		78077	86-0222062	0	0000835357		MONY Life Insurance Company of America	US	IA	MONY Life Insurance Company	Ownership	100.000	AXA	0
0		0	13-4064930	0	0001109448	New York Stock Exchange	AllianceBernstein LP	US	NIA	MONY Life Insurance Company of America	Ownership	0.980	AXA	0
0968		84530	38-2046096	0	0		U.S. Financial Life Insurance Company	US	OTH	MONY Life Insurance Company	Ownership	100.000	AXA	*
0		0	13-4064930	0	0001109448	New York Stock Exchange	AllianceBernstein LP	US	NIA	MONY Life Insurance Company	Ownership	2.590	AXA	0
0		0	11-3722370	0	0		MONY Financial Services, Inc.	US	NIA	MONY Life Insurance Company	Ownership	100.000	AXA	0
0		0	31-1465146	0	0		Financial Marketing Agency, Inc.	US	NIA	MONY Financial Services, Inc.	Ownership	100.000	AXA	0
0		0	22-3015130	0	0		MONY Brokerage, Inc.	US	NIA	MONY Financial Services, Inc.	Ownership	100.000	AXA	0
0		0	13-2645490	0	0		1740 Advisors, Inc.	US	NIA	MONY Financial Services, Inc.	Ownership	100.000	AXA	0
0		0	13-2645488	0	0		MONY Securities Corporation	US	NIA	MONY Financial Services, Inc.	Ownership	100.000	AXA	0

Q13.4

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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

Asterisk Explanation

*	Reporting Entity
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U.S. FINANCIAL LIFE INSURANCE COMPANY SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanations:

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

Bar Code:



NONE

U.S. FINANCIAL LIFE 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	0
2.2 Additional investment made after acquisition.....	0	0
3. Current year change in encumbrances.....	0	0
4. Total gain (loss) on disposals.....	0	0
5. Deduct amounts received on disposals.....	0	0
6. Total foreign exchange change in book/adjusted carrying value.....	0	0
7. Deduct current year's other than temporary impairment recognized.....	0	0
8. Deduct current year's depreciation.....	0	0
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	0	0
10. Deduct total nonadmitted amounts.....	0	0
11. Statement value at end of current period (Line 9 minus Line 10).....	0	0

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

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

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.....	507,026,938	489,690,057
2. Cost of bonds and stocks acquired.....	6,948,512	40,480,449
3. Accrual of discount.....	213,160	442,957
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	463,771	(168,562)
6. Deduct consideration for bonds and stocks disposed of.....	23,160,306	22,315,571
7. Deduct amortization of premium.....	531,120	1,102,392
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	490,960,955	507,026,938
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	490,960,955	507,026,938

SCHEDULE D - PART 1B

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

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	343,498,439	21,249,320	16,078,985	(2,783,437)	343,498,439	345,885,337	0	354,062,031
2. Class 2 (a).....	147,451,390	0	4,067,744	2,648,219	147,451,390	146,031,866	0	148,283,504
3. Class 3 (a).....	11,381,370	0	0	(457)	11,381,370	11,380,913	0	12,425,247
4. Class 4 (a).....	982,300	0	0	0	982,300	982,300	0	982,300
5. Class 5 (a).....	3,475,439	0	16,385	(22,798)	3,475,439	3,436,256	0	3,495,140
6. Class 6 (a).....	380,200	0	26,798	0	380,200	353,402	0	380,200
7. Total Bonds.....	507,169,138	21,249,320	20,189,912	(158,473)	507,169,138	508,070,074	0	519,628,422
PREFERRED STOCK								
8. Class 1.....	0	0	0	0	0	0	0	0
9. Class 2.....	3,990,630	0	0	0	3,990,630	3,990,630	0	3,990,630
10. Class 3.....	0	0	0	0	0	0	0	0
11. Class 4.....	0	0	0	0	0	0	0	0
12. Class 5.....	0	0	0	0	0	0	0	0
13. Class 6.....	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	3,990,630	0	0	0	3,990,630	3,990,630	0	3,990,630
15. Total Bonds and Preferred Stock.....	511,159,768	21,249,320	20,189,912	(158,473)	511,159,768	512,060,704	0	523,619,052

QS102

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

Statement as of June 30, 2012 of the **U.S. FINANCIAL LIFE INSURANCE COMPANY**
SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals.....	.....21,099,749	.....XXX.....	.....21,099,749	.....1,899	.....0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	.....16,592,113	.....18,209,631
2. Cost of short-term investments acquired.....	.....50,057,635	.....68,704,452
3. Accrual of discount.....	.....0	.....30
4. Unrealized valuation increase (decrease).....	.....0	.....0
5. Total gain (loss) on disposals.....	.....0	.....0
6. Deduct consideration received on disposals.....	.....45,550,000	.....70,322,000
7. Deduct amortization of premium.....	.....0	.....0
8. Total foreign exchange change in book/adjusted carrying value.....	.....0	.....0
9. Deduct current year's other than temporary impairment recognized.....	.....0	.....0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	.....21,099,748	.....16,592,113
11. Deduct total nonadmitted amounts.....	.....0	.....0
12. Statement value at end of current period (Line 10 minus Line 11).....	.....21,099,748	.....16,592,113

**Sch. DB-Pt A-Verification
NONE**

**Sch. DB-Pt B-Verification
NONE**

**Sch. DB-Pt C-Sn 1
NONE**

**Sch. DB-Pt C-Sn 2
NONE**

**Sch. DB-Verification
NONE**

Statement as of June 30, 2012 of the **U.S. FINANCIAL LIFE INSURANCE COMPANY**
SCHEDULE E- VERIFICATION
Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	10,199,843
2. Cost of cash equivalents acquired.....	0	40,548,379
3. Accrual of discount.....	0	1,562
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	22
6. Deduct consideration received on disposals.....	0	50,749,806
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/ adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	0	0
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	0	0

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - Industrial and Miscellaneous									
24422E RT 8	JOHN DEERE CAPITAL CORP.....		...06/26/2012	DEUTSCHE-ALEX BROWN, EUROPE.....		.....1,495,890	.....1,500,000	.....0	1FE.....
52517P F6 3	LEHMAN BROTHERS HLDG.....		...04/17/2012	CAPITALIZED INTEREST.....		.....0	.....147,442	.....0	6.....
52517P VV 0	LEHMAN BROTHERS HLDG.....		...04/17/2012	CAPITALIZED INTEREST.....		.....0	.....153,623	.....0	6.....
3899999.	Total - Bonds - Industrial & Miscellaneous.....					.....1,495,890	.....1,801,065	.....0	.....XXX.....
8399997.	Total - Bonds - Part 3.....					.....1,495,890	.....1,801,065	.....0	.....XXX.....
8399999.	Total - Bonds.....					.....1,495,890	.....1,801,065	.....0	.....XXX.....
9999999.	Total - Bonds, Preferred and Common Stocks.....					.....1,495,890	.....XXX.....	.....0	.....XXX.....

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

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Desig- nation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization) Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.							
Bonds - U.S. Government																					
36201N K9 0	GOVERNMENT NATL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		1,770	1,770	1,832	1,770	0	(1)	0	(1)	0	1,770	0	0	0	45	11/01/2031	1.....
36210T Q2 5	GOVERNMENT NATL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		100,266	100,266	104,276	100,540	0	(275)	0	(275)	0	100,266	0	0	0	2,751	09/01/2027	1.....
36210X T7 2	GOVERNMENT NATL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		809	809	841	814	0	(5)	0	(5)	0	809	0	0	0	20	11/01/2024	1.....
36213E PQ 3	GOVERNMENT NATL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		18,735	18,735	18,675	18,736	0	(1)	0	(1)	0	18,735	0	0	0	400	04/01/2030	1.....
0599999.	Total - Bonds - U.S. Government.....					121,580	121,580	125,624	121,860	0	(282)	0	(282)	0	121,580	0	0	0	3,216	....XXX...	..XXX...
Bonds - U.S. Special Revenue and Special Assessment																					
312903 KT 3	FED HOME LOAN MTG CORP.....		06/15/2012	MBS PAYDOWN.....		2,096	2,096	2,147	2,097	0	(1)	0	(1)	0	2,096	0	0	0	82	06/15/2017	1.....
312905 WS 7	FED HOME LOAN MTG CORP.....		06/01/2012	MBS PAYDOWN.....		871	871	891	871	0	0	0	0	0	871	0	0	0	32	04/01/2019	1.....
312909 A4 6	FED HOME LOAN MTG CORP.....		06/01/2012	MBS PAYDOWN.....		2,370	2,370	2,488	2,371	0	(1)	0	(1)	0	2,370	0	0	0	83	01/01/2013	1.....
313376 M8 1	FED HOME LOAN MTG CORP.....		06/01/2012	MBS PAYDOWN.....		2,419	2,419	2,268	2,414	0	5	0	5	0	2,419	0	0	0	62	05/01/2025	1.....
31340Y FN 4	FED HOME LOAN MTG CORP.....		06/15/2012	MBS PAYDOWN.....		974	974	1,007	975	0	(1)	0	(1)	0	974	0	0	0	35	01/15/2019	1.....
31358E JG 8	FED NATIONAL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		706	706	613	704	0	2	0	2	0	706	0	0	0	19	04/01/2020	1.....
31358E QE 5	FED NATIONAL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		3,686	3,686	3,794	3,687	0	(2)	0	(2)	0	3,686	0	0	0	117	05/01/2020	1.....
31358J SN 2	FED NATIONAL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		1,238	1,238	1,264	1,239	0	(1)	0	(1)	0	1,238	0	0	0	37	06/01/2021	1.....
31358L JB 3	FED NATIONAL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		895	895	912	895	0	0	0	0	0	895	0	0	0	31	08/01/2021	1.....
31359D 6L 2	FED NATIONAL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		11,141	11,141	10,650	11,125	0	16	0	16	0	11,141	0	0	0	296	09/01/2023	1.....
3837HO QK 2	GOVERNMENT NATL MTG ASSN.....		06/01/2012	MBS PAYDOWN.....		10,699	10,699	10,318	10,691	0	9	0	9	0	10,699	0	0	0	309	03/01/2025	1.....
3199999.	Total - Bonds - U.S. Special Revenue & Assessment.....					37,095	37,095	36,352	37,069	0	26	0	26	0	37,095	0	0	0	1,103	....XXX...	..XXX...
Bonds - Industrial and Miscellaneous																					
064057 BA 9	BANK OF NEW YORK MELLON.....		04/01/2012	MATURITY.....		1,000,000	1,000,000	1,116,700	1,003,867	0	(3,867)	0	(3,867)	0	1,000,000	0	0	0	31,875	04/01/2012	1FE.....
266228 CR 4	DUQUESNE LIGHT.....		04/15/2012	MATURITY.....		1,000,000	1,000,000	1,144,800	1,006,027	0	(6,027)	0	(6,027)	0	1,000,000	0	0	0	33,500	04/15/2012	2FE.....
524908 UB 4	LEHMAN BROTHERS HOLDINGS INC.....		05/25/2012	DIRECT.....		0	2,000,000	0	200	0	0	0	0	200	0	(200)	(200)	0	01/03/2017	6.....	
52517P F6 3	LEHMAN BROTHERS HLDG.....		04/18/2012	DIRECT.....		122,887	147,442	12,768	13,045	0	0	0	0	13,045	0	109,842	109,842	0	04/04/2016	6.....	
52517P VV 0	LEHMAN BROTHERS HLDG.....		04/18/2012	DIRECT.....		122,847	153,623	13,352	13,553	0	0	0	0	13,553	0	109,294	109,294	0	03/13/2014	6.....	
74955E AA 7	RGS (I&M) FUNDING CORP.....		06/07/2012	SINKING FUND REDEMPTION.....		16,385	16,385	22,050	16,568	0	(184)	0	(184)	0	16,385	0	0	0	804	12/07/2022	5AM.....
803111 AM 5	SARA LEE CORP.....		04/03/2012	PREREFUNDED.....		2,089,940	2,000,000	2,079,700	2,068,179	0	(435)	0	(435)	0	2,067,744	0	22,196	22,196	51,722	11/01/2032	2FE.....
91913Y AD 2	VALERO ENERGY CORP.....		04/15/2012	MATURITY.....		1,000,000	1,000,000	1,055,750	1,003,371	0	(3,371)	0	(3,371)	0	1,000,000	0	0	0	34,375	04/15/2012	2FE.....
921796 LE 6	VANDERBILT MTGE FINANCE.....		06/01/2012	MBS PAYDOWN.....		20,309	20,309	20,307	20,309	0	0	0	0	20,309	0	0	0	0	565	06/01/2014	1FE.....
3899999.	Total - Bonds - Industrial & Miscellaneous.....					5,372,368	7,337,759	5,465,427	5,145,119	0	(13,884)	0	(13,884)	0	5,131,236	0	241,132	241,132	152,841	....XXX...	..XXX...
8399997.	Total - Bonds - Part 4.....					5,531,043	7,496,434	5,627,403	5,304,048	0	(14,140)	0	(14,140)	0	5,289,911	0	241,132	241,132	157,160	....XXX...	..XXX...
8399999.	Total - Bonds.....					5,531,043	7,496,434	5,627,403	5,304,048	0	(14,140)	0	(14,140)	0	5,289,911	0	241,132	241,132	157,160	....XXX...	..XXX...
9999999.	Total - Bonds, Preferred and Common Stocks.....					5,531,043	XXX.....	5,627,403	5,304,048	0	(14,140)	0	(14,140)	0	5,289,911	0	241,132	241,132	157,160	....XXX...	..XXX...

QE05

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

**Sch. DB-Pt A-Sn 1
NONE**

**Sch. DB-Pt B-Sn 1
NONE**

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

**Sch. DB-Pt D
NONE**

**Sch. DL-Pt. 1
NONE**

**Sch. DL-Pt. 2
NONE**

Statement as of June 30, 2012 of the **U.S. FINANCIAL LIFE INSURANCE COMPANY**
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	

Open Depositories

Fifth Third	Cincinnati, OH.....	.....0.000	.....0	.....0	.....(4,555,646)	.....(7,675,428)	.....(6,420,140)	XXX..
JPMorgan Chase.....	New York, NY.....	.....0.000	.....0	.....0	.....14,667,296	.....16,212,846	.....18,554,135	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	.....0	.....0	.....10,111,650	.....8,537,418	.....12,133,995	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	.....0	.....0	.....10,111,650	.....8,537,418	.....12,133,995	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	.....0	.....0	.....10,111,650	.....8,537,418	.....12,133,995	XXX..

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
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NONE