



QUARTERLY STATEMENT
AS OF September 30, 2012
OF THE CONDITION AND AFFAIRS OF THE
UNITY FINANCIAL LIFE INSURANCE COMPANY

NAIC Group Code	0000 (Current Period)	0000 (Prior Period)	NAIC Company Code	63819	Employer's ID Number	23-1640528
Organized under the Laws of	Ohio		State of Domicile or Port of Entry		Ohio	
Country of Domicile	United States of America					
Incorporated/Organized	05/06/1964		Commenced Business	05/06/1964		
Statutory Home Office	4675 Cornell Road, Suite 160 (Street and Number)				Cincinnati, OH 45241 (City, or Town, State and Zip Code)	
Main Administrative Office			4675 Cornell Road, Suite 160 (Street and Number)	Cincinnati, OH 45241 (City or Town, State and Zip Code)		
Mail Address	P.O. Box 625700 (Street and Number or P.O. Box)				Cincinnati, OH 45262-5700 (Area Code) (Telephone Number)	
Primary Location of Books and Records			4675 Cornell Road, Suite 160 (Street and Number)	Cincinnati, OH 45241 (City, or Town, State and Zip Code)		
Internet Web Site Address	www.uflife.com		(513)247-0711 (Area Code) (Telephone Number)			
Statutory Statement Contact	Beth Adkins (Name) badkins@uflife.com (E-Mail Address)		(513)247-5665 (Area Code)(Telephone Number)(Extension) (513)247-5040 (Fax Number)			

OFFICERS

Name	Title
Thomas Cresson Hardy	Chairman/President/CEO
Janeen Rene Rutherford	Secretary
Beth Anne Adkins	Treasurer

VICE-PRESIDENTS

Beth Anne Adkins, Vice President	Janeen Rene Rutherford, Assistant Vice President
Jay Cresson Hardy, Senior Vice President	

DIRECTORS OR TRUSTEES

David Benjamin Abraham	Thomas Cresson Hardy
Alexander Meeker Clark	John Joseph Waller
Jerry Michael Gannon #	John Bernard Yanko
Jay Cresson Hardy	

State of Ohio
 County of Hamilton ss

The officers of this reporting entity, 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.

(Signature)
 Thomas Hardy
 (Printed Name)
 1.
 President
 (Title)

(Signature)
 Janeen Rutherford
 (Printed Name)
 2.
 Secretary
 (Title)

(Signature)
 Beth Adkins
 (Printed Name)
 3.
 Treasurer
 (Title)

Subscribed and sworn to before me this
 _____ day of _____, 2012

a. Is this an original filing?
 b. If no, 1. State the amendment number
 2. Date filed
 3. Number of pages attached

Yes[X] No[]

(Notary Public Signature)

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	135,376,385		135,376,385	118,920,109
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks				
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances)				
4.2 Properties held for the production of income (less \$.....0 encumbrances)				
4.3 Properties held for sale (less \$.....0 encumbrances)				
5. Cash (\$.....876,218), cash equivalents (\$.....0) and short-term investments (\$.....233,836)	1,110,054		1,110,054	2,791,337
6. Contract loans (including \$.....0 premium notes)	72,711		72,711	65,679
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	136,559,150		136,559,150	121,777,125
13. Title plants less \$.....0 charged off (for Title insurers only)				
14. Investment income due and accrued	1,466,864		1,466,864	1,485,794
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	23,439		23,439	17,756
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums)	2,313,432		2,313,432	1,962,279
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	113,231		113,231	153,679
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	2,315,673	1,077,771	1,237,902	1,093,359
19. Guaranty funds receivable or on deposit	33,193		33,193	30,298
20. Electronic data processing equipment and software	226,124	218,236	7,887	14,569
21. Furniture and equipment, including health care delivery assets (\$.....0)	7,705	7,705		
22. Net adjustments in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				
24. Health care (\$.....0) and other amounts receivable	814,068	814,068		
25. Aggregate write-ins for other than invested assets	25,857	25,857		
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	143,898,736	2,143,638	141,755,098	126,534,859
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	143,898,736	2,143,638	141,755,098	126,534,859
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501. Premiums Receivable	3,035	3,035		
2502. Prepaid Expenses	22,823	22,823		
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	25,857	25,857		

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Aggregate reserve for life contracts \$.....125,478,675 less \$.....0 included in Line 6.3 (including \$.....0 Modco Reserve)	125,478,675	109,106,708
2.	Aggregate reserve for accident and health contracts (including \$.....0 Modco Reserve)		
3.	Liability for deposit-type contracts (including \$.....0 Modco Reserve)		
4.	Contract claims:		
4.1	Life	609,731	746,976
4.2	Accident and health		
5.	Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid		
6.	Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1	Dividends apportioned for payment (including \$.....0 Modco)		
6.2	Dividends not yet apportioned (including \$.....0 Modco)		
6.3	Coupons and similar benefits (including \$.....0 Modco)		
7.	Amount provisionally held for deferred dividend policies not included in Line 6		
8.	Premiums and annuity considerations for life and accident & health contracts received in advance less \$.....0 discount; including \$.....0 accident and health premiums	17,896	12,164
9.	Contract liabilities not included elsewhere:		
9.1	Surrender values on canceled contracts		
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		
9.3	Other amounts payable on reinsurance; including \$.....0 assumed and \$.....912,702 ceded	912,702	1,089,844
9.4	Interest Maintenance Reserve	1,118,324	1,103,736
10.	Commissions to agents due or accrued-life and annuity contracts \$.....39,546, accident and health \$.....0 and deposit-type contract funds \$.....0	39,546	5,571
11.	Commissions and expense allowances payable on reinsurance assumed		
12.	General expenses due or accrued	295,949	326,398
13.	Transfers to Separate Accounts due or accrued (net) (Including \$.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances)		
14.	Taxes, licenses and fees due or accrued, excluding federal income taxes	278,207	321,659
15.1	Current federal and foreign income taxes, including \$.....40,949 on realized capital gains (losses)	24,681	68,791
15.2	Net deferred tax liability		
16.	Unearned investment income		
17.	Amounts withheld or retained by company as agent or trustee	104,084	76,166
18.	Amounts held for agents' account, including \$.....830,596 agents' credit balances	830,596	657,630
19.	Remittances and items not allocated	662,165	608,343
20.	Net adjustment in assets and liabilities due to foreign exchange rates		
21.	Liability for benefits for employees and agents if not included above		
22.	Borrowed money \$.....0 and interest thereon \$.....0		
23.	Dividends to stockholders declared and unpaid		
24.	Miscellaneous liabilities:		
24.01	Asset valuation reserve	372,799	326,228
24.02	Reinsurance in unauthorized companies		
24.03	Funds held under reinsurance treaties with unauthorized reinsurers	34,370	125,567
24.04	Payable to parent, subsidiaries and affiliates		
24.05	Drafts outstanding		
24.06	Liability for amounts held under uninsured plans		
24.07	Funds held under coinsurance		
24.08	Derivatives		
24.09	Payable for securities		
24.10	Payable for securities lending		
24.11	Capital notes \$.....0 and interest thereon \$.....0		
25.	Aggregate write-ins for liabilities		1,173,915
26.	Total Liabilities excluding Separate Accounts business (Lines 1 to 25)	130,779,725	115,749,696
27.	From Separate Accounts Statement		
28.	Total Liabilities (Lines 26 and 27)	130,779,725	115,749,696
29.	Common capital stock	2,524,500	2,524,500
30.	Preferred capital stock		
31.	Aggregate write-ins for other than special surplus funds		
32.	Surplus notes		
33.	Gross paid in and contributed surplus	2,584,370	2,584,370
34.	Aggregate write-ins for special surplus funds		566,954
35.	Unassigned funds (surplus)	5,866,503	5,109,339
36.	Less treasury stock, at cost:		
36.1	.....0 shares common (value included in Line 29 \$.....0)		
36.2	.....0 shares preferred (value included in Line 30 \$.....0)		
37.	Surplus (Total Lines 31 to 35, Less 36) (including \$.....0 in Separate Accounts Statement)	8,450,873	8,260,663
38.	Totals of Lines 29, 30 and 37	10,975,373	10,785,163
39.	Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	141,755,098	126,534,859

DETAILS OF WRITE-INS

2501.	Amount payable to TPA's		1,173,915
2502.	.....	
2503.	.....	
2598.	Summary of remaining write-ins for Line 25 from overflow page		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)		1,173,915
3101.	.....	
3102.	.....	
3103.	.....	
3198.	Summary of remaining write-ins for Line 31 from overflow page		
3199.	TOTALS (Lines 3101 through 3103 plus 3198) (Line 31 above)		
3401.	Adoption of SSAP No. 10R		566,954
3402.	.....	
3403.	.....	
3498.	Summary of remaining write-ins for Line 34 from overflow page		
3499.	TOTALS (Lines 3401 through 3403 plus 3498) (Line 34 above)		566,954

STATEMENT AS OF **September 30, 2012** OF THE **UNITY FINANCIAL LIFE INSURANCE COMPANY**
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	34,078,304	29,281,429	39,002,729
2. Considerations for supplementary contracts with life contingencies			
3. Net investment income	4,176,804	3,879,257	5,220,191
4. Amortization of Interest Maintenance Reserve (IMR)	149,208	129,206	168,131
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	3,899,529	7,062,026	8,994,056
7. Reserve adjustments on reinsurance ceded			
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts			
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income			
9. Totals (Lines 1 to 8.3)	42,303,845	40,351,918	53,385,107
10. Death benefits	12,627,546	11,196,016	15,185,194
11. Matured endowments (excluding guaranteed annual pure endowments)			
12. Annuity benefits			
13. Disability benefits and benefits under accident and health contracts			
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	136,547	79,417	102,162
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	1,539	615	936
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts	15,963,082	13,182,640	17,358,173
20. TOTALS (Lines 10 to 19)	28,728,714	24,458,688	32,646,466
21. Commissions on premiums, annuity considerations, and deposit type contract funds (direct business only)	8,396,742	11,264,634	14,567,807
22. Commissions and expense allowances on reinsurance assumed			
23. General insurance expenses	1,999,726	2,165,573	2,930,242
24. Insurance taxes, licenses and fees, excluding federal income taxes	1,265,051	1,083,764	1,367,427
25. Increase in loading on deferred and uncollected premiums	363,622	292,044	192,756
26. Net transfers to or (from) Separate Accounts, net of reinsurance			
27. Aggregate write-ins for deductions			
28. Totals (Lines 20 to 27)	40,753,855	39,264,703	51,704,698
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	1,549,990	1,087,215	1,680,410
30. Dividends to policyholders			
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	1,549,990	1,087,215	1,680,410
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	145,552	172,993	277,825
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)			
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$.....0 (excluding taxes of \$.....0 transferred to the IMR)	1,404,438	914,222	1,402,585
35. Net income (Line 33 plus Line 34)	1,404,438	914,222	1,402,585
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	10,785,163	10,180,028	10,180,030
37. Net Income (Line 35)	1,404,438	914,222	1,402,585
38. Change in net unrealized capital gains (losses) less capital gains tax of \$.....40,949			
39. Change in net unrealized foreign exchange capital gain (loss)			
40. Change in net deferred income tax	101,437	143,899	132,803
41. Change in nonadmitted assets	294,790	(170,584)	(849,430)
42. Change in liability for reinsurance in unauthorized companies			
43. Change in reserve on account of change in valuation basis, (increase) or decrease	(408,885)		
44. Change in asset valuation reserve	(46,571)	(50,953)	(80,826)
45. Change in treasury stock			
46. Surplus (contributed to) withdrawn from Separate Accounts during period			
47. Other changes in surplus in Separate Accounts Statement			
48. Change in surplus notes			
49. Cumulative effect of changes in accounting principles			
50. Capital changes:			
50.1 Paid in			
50.2 Transferred from surplus (Stock Dividend)			
50.3 Transferred to surplus			
51. Surplus adjustment:			
51.1 Paid in			
51.2 Transferred to capital (Stock Dividend)			
51.3 Transferred from capital			
51.4 Change in surplus as a result of reinsurance			
52. Dividends to stockholders	(555,000)		
53. Aggregate write-ins for gains and losses in surplus	(600,000)	(166,487)	
54. Net change in capital and surplus (Lines 37 through 53)	190,209	670,097	605,133
55. Capital and surplus as of statement date (Lines 36 + 54)	10,975,372	10,850,125	10,785,163
DETAILS OF WRITE-INS			
08.301.			
08.302.			
08.303.			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page			
08.399. TOTALS (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)			
2701.			
2702.			
2703.			
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. TOTALS (Lines 2701 through 2703 plus 2798) (Line 27 above)			
5301. Adoption of SSAP No. 10R additional admitted DTA		(166,487)	(141,585)
5302. Reclass DTA of additional admitted DTA from special surplus to unassigned surplus		(600,000)	141,585
5303. Forgiveness of ownership shares			
5398. Summary of remaining write-ins for Line 53 from overflow page			
5399. TOTALS (Lines 5301 through 5303 plus 5398) (Line 53 above)	(600,000)	(166,487)	

STATEMENT AS OF **September 30, 2012** OF THE **UNITY FINANCIAL LIFE INSURANCE COMPANY**
CASH FLOW

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations				
1.	Premiums collected net of reinsurance	33,363,578	28,661,700	38,590,591
2.	Net investment income	4,455,504	4,060,311	5,236,413
3.	Miscellaneous income	3,899,529	7,117,092	8,994,056
4.	Total (Lines 1 to 3)	41,718,611	39,839,103	52,821,060
5.	Benefit and loss related payments	13,080,020	10,263,220	14,512,645
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	11,614,306	14,587,168	18,913,613
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses)	230,610	101,001	201,001
10.	Total (Lines 5 through 9)	24,924,937	24,951,388	33,627,260
11.	Net cash from operations (Line 4 minus Line 10)	16,793,674	14,887,714	19,193,800
Cash from Investments				
12.	Proceeds from investments sold, matured or repaid:			
12.1	Bonds	10,960,832	16,742,530	19,654,290
12.2	Stocks			
12.3	Mortgage loans			
12.4	Real estate			
12.5	Other invested assets	600,000		
12.6	Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7	Miscellaneous proceeds			
12.8	Total investment proceeds (Lines 12.1 to 12.7)	11,560,832	16,742,530	19,654,290
13.	Cost of investments acquired (long-term only):			
13.1	Bonds	27,467,766	30,042,417	37,108,777
13.2	Stocks			
13.3	Mortgage loans			
13.4	Real estate			
13.5	Other invested assets			600,000
13.6	Miscellaneous applications	0		
13.7	Total investments acquired (Lines 13.1 to 13.6)	27,467,767	30,042,417	37,708,777
14.	Net increase (or decrease) in contract loans and premium notes	7,031	20,403	36,736
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(15,913,966)	(13,320,290)	(18,091,223)
Cash from Financing and Miscellaneous Sources				
16.	Cash provided (applied):			
16.1	Surplus notes, capital notes			
16.2	Capital and paid in surplus, less treasury stock			
16.3	Borrowed funds			
16.4	Net deposits on deposit-type contracts and other insurance liabilities			
16.5	Dividends to stockholders	555,000		
16.6	Other cash provided (applied)	(2,005,990)	606,567	1,406,162
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(2,560,990)	606,567	1,406,162
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS				
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(1,681,282)	2,173,991	2,508,739
19.	Cash, cash equivalents and short-term investments:			
19.1	Beginning of year	2,791,337	282,599	282,598
19.2	End of period (Line 18 plus Line 19.1)	1,110,055	2,456,590	2,791,337

Note: Supplemental Disclosures of Cash Flow Information for Non-Cash Transactions:

20.0001				
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EXHIBIT 1**DIRECT PREMIUMS AND DEPOSIT - TYPE CONTRACTS**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Industrial life			
2. Ordinary life insurance	19,505,598	21,682,618	27,742,588
3. Ordinary individual annuities			
4. Credit life (group and individual)			(802)
5. Group life insurance	31,476,333	26,561,178	35,532,928
6. Group annuities			
7. A & H - group			
8. A & H - credit (group and individual)			
9. A & H - other			
10. Aggregate of all other lines of business			
11. Subtotal	50,981,931	48,243,796	63,274,714
12. Deposit-type contracts			
13. Total	50,981,931	48,243,796	63,274,714

DETAILS OF WRITE-INS

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

Notes to Financial Statement

1. Summary of Significant Accounting Policies

A. Accounting Practices

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

The Department recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under Ohio Insurance Law. The National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures* manual, (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Ohio.

2. Accounting Changes and Correction of Errors – No Change.

3. Business Combinations and Goodwill – No Change.

4. Discontinued Operations – No Change.

5. Investments

D. Loan Backed Securities

(1) Prepayment assumptions for mortgage-backed/loan backed and structured securities were obtained from broker dealer survey values.

(2) The Company does not have any recognized securities with Other Than Temporary Impairments.

(3) The Company does not have any recognized securities with Other Than Temporary Impairments to list by cusip.

(4) Impaired Securities (Fair Value less than Cost or Amortized Cost)

a. The aggregate amount of unrealized losses:

1. Less than 12 months	\$ 0
2. 12 months or Longer	\$ 2.92

b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 months	\$ 0
2. 12 months or Longer	\$ 155.67

(5) For loan backed securities with an unrealized loss, management considers the size and duration of the loss, whether the security is backed by an agency of the United States government, general economic data, management's assessment of whether it has the ability and intent to hold the security and whether it is more than likely than not it will be required to sell the security before its anticipated recovery. Based upon management's review of the Company's loan backed securities using the aforementioned criteria and the relative insignificance of the unrealized loss position of those securities, the Company concluded that there are no Other Than Temporary Impaired loan backed securities as of June 30, 2012.

6. Joint Ventures, Partnerships, and Limited Liability Companies – No Change.

7. Investment Income – No Change.

8. Derivative Instruments – No Change.

9. Income Taxes – No Change.

10. Information Concerning Parent, Subsidiaries and Affiliates – No Change.

11. Debt – No Change.

12. Retirement Plans, Deferred Compensation, and Other Postretirement Benefits – No Change.

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

4. Shareholder dividends of \$555,000 were paid in 2012.

14. Contingent Liabilities – No Change.

15. Leases – No Change.

16. Financial Instruments with Off-Balance Sheet Risk – No Change.

STATEMENT AS OF **September 30, 2012** OF THE **UNITY FINANCIAL LIFE INSURANCE COMPANY**
Notes to Financial Statement

17. Sales Transfer and Servicing of Financial Assets and Extinguishments of Liabilities – No Change.
18. Gain or Loss from Uninsured A&H Plans – No Change.
19. Direct Premium Written by Managing General Agents/Third Party Administrators – No Change.
20. Fair Value Measurements – No Change.
21. Other Items – No Change.
22. Events Subsequent – No Change.
23. Reinsurance – No Change.
24. Retrospectively Rated Contracts and Contracts Subject to Redetermination – No Change.
25. Change in Incurred Losses and Loss Adjustment Expenses – No Change.
26. Intercompany Pooling Managements – No Change.
27. Structured Settlements – No Change.
28. Health Care Receivables – No Change.
29. Participating Policies – No Change.
30. Premium Deficiency Reserves – No Change.
31. Reserves for Life Contracts and Deposit Type Contracts – No Change.
32. Analysis of Annuity Actuarial Reserves and Deposit Liabilities – No Change.
33. Premiums and Annuity Considerations Deferred and Uncollected – No Change.
34. Separate Accounts – No Change.
35. Loss/Claim Adjustment Expense – No 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]
Yes[] No[] N/A[X]

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

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes[] No[X]

2.2 If yes, date of change:

3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes[] No[X]
If yes, complete the Schedule Y - Part 1 - organizational chart.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes[] No[X]

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes[] No[] N/A[X]
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. 12/31/2007

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. 12/31/2007

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). 09/14/2008

6.4 By what department or departments?
Pennsylvania

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. Yes[] No[X]

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes[] No[X]

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

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
.....	Yes[] No[X]	Yes[] No[X]	Yes[] No[X]	Yes[] No[X]

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.

9.11 If the response to 9.1 is No, please explain: Yes[] No[X]

9.2 Has the code of ethics for senior managers been amended? Yes[] No[X]

9.21 If the response to 9.2 is Yes, provide information related to amendment(s). Yes[] No[X]

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes[] No[X]

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s). Yes[] No[X]

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 0

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes[] No[X]

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ 0

13. Amount of real estate and mortgages held in short-term investments: \$ 0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes[] No[X]

14.2 If yes, please complete the following:

GENERAL INTERROGATORIES (Continued)

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

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

Yes[] No[X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

If no, attach a description with this statement.

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

Yes[X] No[]

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

1 Name of Custodian(s)	2 Custodian Address
Fifth Third Bank, NA	38 Fountain Square, Cincinnati, OH 45263

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

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

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

Yes[] No[X]

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
N/A	McDonnell Investment Management, LLC	1515 West 22nd St., 11th Fl., Oak Brook, IL 60523

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

Yes[X] No[]

17.2 If no, list exceptions:

GENERAL INTERROGATORIES**PART 2 - LIFE & HEALTH**

	Amount
1. Report the statement value of mortgage loans at the end of this reporting period for the following categories:	
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	0.000%
2.2 A&H cost containment percent	0.000%
2.3 A&H expense percent excluding cost containment expenses	0.000%
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)
			N O N E			

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS**Current Year To Date - Allocated by States and Territories**

States, Etc.	1 Active Status	Direct Business Only					
		Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	5 Other Considerations	6 Total Columns 2 Through 5	7 Deposit-Type Contracts
		2 Life Insurance Premiums	3 Annuity Considerations				
1. Alabama (AL)	L	1,171,283				1,171,283	
2. Alaska (AK)	N	928				928	
3. Arizona (AZ)	L	178,210				178,210	
4. Arkansas (AR)	L	183,909				183,909	
5. California (CA)	L	288,189				288,189	
6. Colorado (CO)	L	247,661				247,661	
7. Connecticut (CT)	L	27,699				27,699	
8. Delaware (DE)	L	45,657				45,657	
9. District of Columbia (DC)	L	106,785				106,785	
10. Florida (FL)	L	4,676,887				4,676,887	
11. Georgia (GA)	L	1,703,416				1,703,416	
12. Hawaii (HI)	N	607				607	
13. Idaho (ID)	L	5,414				5,414	
14. Illinois (IL)	L	1,740,733				1,740,733	
15. Indiana (IN)	L	1,307,536				1,307,536	
16. Iowa (IA)	L	169,838				169,838	
17. Kansas (KS)	L	317,354				317,354	
18. Kentucky (KY)	L	240,917				240,917	
19. Louisiana (LA)	L	2,337,241				2,337,241	
20. Maine (ME)	L	82,222				82,222	
21. Maryland (MD)	L	680,637				680,637	
22. Massachusetts (MA)	L	117,991				117,991	
23. Michigan (MI)	N	32,164				32,164	
24. Minnesota (MN)	L	592,159				592,159	
25. Mississippi (MS)	L	2,726,831				2,726,831	
26. Missouri (MO)	L	1,030,470				1,030,470	
27. Montana (MT)	L	7,304				7,304	
28. Nebraska (NE)	L	103,306				103,306	
29. Nevada (NV)	L	46,057				46,057	
30. New Hampshire (NH)	N	1,378				1,378	
31. New Jersey (NJ)	L	846,854				846,854	
32. New Mexico (NM)	L	147,106				147,106	
33. New York (NY)	N	67,332				67,332	
34. North Carolina (NC)	L	6,357,906				6,357,906	
35. North Dakota (ND)	L	4,820				4,820	
36. Ohio (OH)	L	3,461,894				3,461,894	
37. Oklahoma (OK)	L	214,362				214,362	
38. Oregon (OR)	L	175,622				175,622	
39. Pennsylvania (PA)	L	1,553,571				1,553,571	
40. Rhode Island (RI)	L						
41. South Carolina (SC)	L	1,799,566				1,799,566	
42. South Dakota (SD)	L	8,479				8,479	
43. Tennessee (TN)	L	1,138,238				1,138,238	
44. Texas (TX)	L	11,094,316				11,094,316	
45. Utah (UT)	L	16,306				16,306	
46. Vermont (VT)	L	2,520				2,520	
47. Virginia (VA)	L	686,049				686,049	
48. Washington (WA)	L	28,761				28,761	
49. West Virginia (WV)	L	164,773				164,773	
50. Wisconsin (WI)	L	2,977,965				2,977,965	
51. Wyoming (WY)	L	2,731				2,731	
52. American Samoa (AS)	N						
53. Guam (GU)	N						
54. Puerto Rico (PR)	N	730				730	
55. U.S. Virgin Islands (VI)	N						
56. Northern Mariana Islands (MP)	N						
57. Canada (CN)	N						
58. Aggregate other alien (OT)	XXX	60				60	
59. Subtotal	(a) 46	50,920,745				50,920,745	
90. Reporting entity contributions for employee benefits plans	XXX						
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX						
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX						
93. Premium or annuity considerations waived under disability or other contract provisions	XXX						
94. Aggregate other amounts not allocatable by State	XXX						
95. Totals (Direct Business)	XXX	50,920,745				50,920,745	
96. Plus Reinsurance Assumed	XXX						
97. Totals (All Business)	XXX	50,920,745				50,920,745	
98. Less Reinsurance Ceded	XXX	17,557,167				17,557,167	
99. Totals (All Business) less Reinsurance Ceded	XXX	33,363,578				33,363,578	

DETAILS OF WRITE-INS

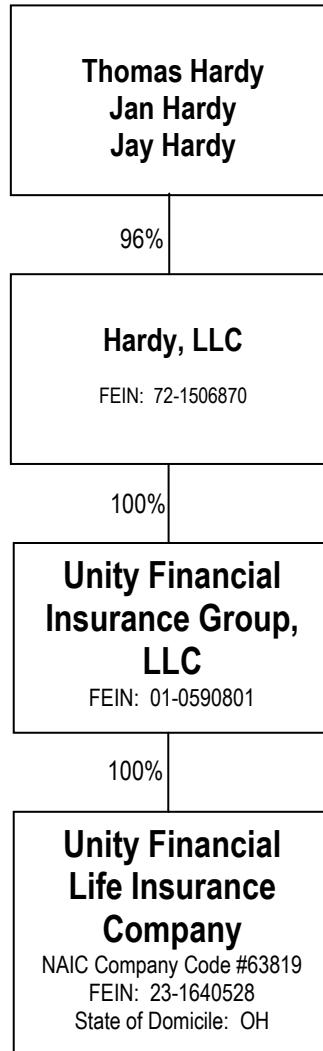
5801. All Others	XXX	60				60	
5802.	XXX						
5803.	XXX						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX						
5899. TOTAL (Lines 5801 through 5803 plus 5898) (Line 58 above)	XXX	60				60	
9401.	XXX						
9402.	XXX						
9403.	XXX						
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX						
9499. TOTAL (Lines 9401 through 9403 plus 9498) (Line 94 above)	XXX						

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

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

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

Q12



SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Com- pany Code	4 Federal ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domic- iliary Loca- tion	10 Relation- ship to Report- ing 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 *
		00000												

N O N E

Asterisk	
0000001	

Q13

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.

	RESPONSES
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 of 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:

Bar Codes:

Trusted Surplus Statement



6381920124900003

2012

Document Code: 490

Medicare Part D Coverage Supplement



6381920123650003

2012

Document Code: 365

Reasonableness 1 - Assumptions



6381920124450003

2012

Document Code: 445

Reasonableness 2 - Consistency



6381920124460003

2012

Document Code: 446

Reasonableness 3 - Implied Guarantee



6381920124470003

2012

Document Code: 447

Reasonableness 4 - Ave. Market Value



6381920124480003

2012

Document Code: 448

Reasonableness 5 - Market Value



6381920124490003

2012

Document Code: 449

STATEMENT AS OF **September 30, 2012** OF THE **UNITY FINANCIAL LIFE INSURANCE COMPANY**
OVERFLOW PAGE FOR WRITE-INS

STATEMENT AS OF **September 30, 2012** OF THE **UNITY 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
2. Cost of acquired:
2.1 Actual cost at time of acquisition
2.2 Additional investment made after acquisition
3. Current year change in encumbrances
4. Total gain (loss) on disposals
5. Deduct amounts received on disposals
6. Total foreign exchange change in book/adjusted carrying value
7. Deduct current year's other than temporary impairment recognized
8. Deduct current year's depreciation
9. Book/adjusted carrying value at the end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 - 7 - 8)
10. Deduct total nonadmitted amounts
11. Statement value at end of current period (Line 9 minus Line 10)

N O N E

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

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

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
2. Cost of bonds and stocks acquired
3. Accrual of discount
4. Unrealized valuation increase (decrease)
5. Total gain (loss) on disposals
6. Deduct consideration for bonds and stocks disposed of
7. Deduct amortization of premium
8. Total foreign exchange change in book/adjusted carrying value
9. Deduct current year's other than temporary impairment recognized
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)
11. Deduct total nonadmitted amounts
12. Statement value at end of current period (Line 10 minus Line 11)

SCHEDULE D - PART 1B
Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	109,291,320	8,372,663	4,211,989	(52,416)	101,836,905	109,291,320	113,399,578	96,195,636
2. Class 2 (a)	22,553,676	246,142	873,742	284,568	23,211,706	22,553,676	22,210,644	23,136,674
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	131,844,996	8,618,805	5,085,731	232,152	125,048,611	131,844,996	135,610,222	119,332,310
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	131,844,996	8,618,805	5,085,731	232,152	125,048,611	131,844,996	135,610,222	119,332,310

(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

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	233,836	XXX	233,837	1,114	

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	1,127,385	.....
2. Cost of short-term investments acquired		1,127,385
3. Accrual of discount .....		.....
4. Unrealized valuation increase (decrease) .....		.....
5. Total gain (loss) on disposals .....		.....
6. Deduct consideration received on disposals	893,549	.....
7. Deduct amortization of premium .....		.....
8. Total foreign exchange change in book/adjusted carrying value .....		.....
9. Deduct current year's other than temporary impairment recognized .....		.....
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	233,836	1,127,385
11. Deduct total nonadmitted amounts .....		.....
12. Statement value at end of current period (Line 10 minus Line 11)	233,836	1,127,385

SI04 Schedule DB - Part A Verification **NONE**

SI04 Schedule DB - Part B Verification **NONE**

SI05 Schedule DB Part C Section 1 **NONE**

SI06 Schedule DB Part C Section 2 **NONE**

SI07 Schedule DB - Verification **NONE**

SI08 Schedule E - Verification (Cash Equivalents) **NONE**

E01 Schedule A Part 2 **NONE**

E01 Schedule A Part 3 **NONE**

E02 Schedule B Part 2 **NONE**

E02 Schedule B Part 3 **NONE**

E03 Schedule BA Part 2 **NONE**

E03 Schedule BA Part 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 - U.S. Governments									
3133EAG44	FEDERAL FARM CREDIT BANK		09/27/2012	PIPER JA	XXX	2,012,950	2,000,000.00	7,890	1
3133EAN79	FEDERAL FARM CREDIT BANK		08/28/2012	PIPER JA	XXX	1,019,370	1,000,000.00	314	1
3133XUMS9	FEDERAL HOME LOAN BANK		09/25/2012	PIPER JA	XXX	1,209,880	1,000,000.00	1,625	1
0599999	Subtotal - Bonds - U.S. Governments				XXX	4,242,200	4,000,000.00	9,829	XXX
Bonds - U.S. States, Territories and Possessions									
29270CYM1	ENERGY NW ELEC-TXBL		08/21/2012	MERRILL	XXX	1,003,070	1,000,000.00	61	1FE
1799999	Subtotal - Bonds - U.S. States, Territories and Possessions				XXX	1,003,070	1,000,000.00	61	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
03523TBQ0	ANHEUSER-BUSCH INBEV WOR		07/31/2012	USBANC	XXX	582,032	550,000.00	974	1FE
278642AE3	EBAY INC		08/22/2012	CSFIRST	XXX	847,127	850,000.00	2,026	1FE
29379VAC7	ENTERPRISE PRODUCTS OPER		07/24/2012	KEY	XXX	246,142	200,000.00	6,392	2FE
31428XAS5	FEDEX CORP		07/25/2012	GOLDMAN	XXX	1,003,410	1,000,000.00	219	1FE
94974BEV8	WELLS FARGO & COMPANY		07/31/2012	MILLENNIUM ADVISORS	XXX	694,824	600,000.00	9,353	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				XXX	3,373,535	3,200,000.00	18,964	XXX
8399997	Subtotal - Bonds - Part 3				XXX	8,618,805	8,200,000.00	28,854	XXX
8399998	Summary Item from Part 5 for Bonds (N/A to Quarterly)				XXX	XXX	XXX	XXX	XXX
8399999	Subtotal - Bonds				XXX	8,618,805	8,200,000.00	28,854	XXX
8999998	Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)				XXX	XXX	XXX	XXX	XXX
9799998	Summary Item from Part 5 for Common Stocks (N/A to Quarterly)				XXX	XXX	XXX	XXX	XXX
9899999	Subtotal - Preferred and Common Stocks				XXX		XXX		XXX
9999999	Total - Bonds, Preferred and Common Stocks				XXX	8,618,805	XXX	28,854	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0.

QE04

SCHEDULE D - PART 4**Show All Long-Term Bonds and Stocks Sold, Redeemed or Otherwise Disposed of
During the Current Quarter**

1	2	3 F o r e i g n	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's Other Than Temporary Impairment Recognized	Total Change in B/A.C.V.	Total Foreign Exchange Change in B/A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)			
Bonds - U.S. Governments																						
36202DTF8	GNMA II POOL 3250	09/20/2012	PRINCIPAL RECEIPT	XXX	736	736.32	754	743	(7)	(7)	(7)	736	736	736	736	736	736	736	32	06/01/2032	1FE	
36211SRZ2	GNMA I POOL 521704	09/17/2012	PRINCIPAL RECEIPT	XXX	26	25.83	26	26	26	26	26	26	26	26	26	26	26	26	1	12/15/2029	1FE	
36202AJP3	GNMA II POOL 000270M	09/20/2012	PRINCIPAL RECEIPT	XXX	18	17.69	19	18	(1)	(1)	(1)	18	18	18	18	18	18	18	1	01/20/2031	1FE	
36201ATD0	GOVT NATL MTG ASSN POOL 577548	09/17/2012	PRINCIPAL RECEIPT	XXX	95	94.70	96	94	1	1	1	95	95	95	95	95	95	95	4	01/15/2032	1FE	
36200ME33	GOVT NATL MTG ASSN POOL 604154	09/17/2012	PRINCIPAL RECEIPT	XXX	4,157	4,157.22	4,322	4,307	(150)	(150)	(150)	4,157	4,157	4,157	4,157	4,157	4,157	4,157	185	04/01/2033	1FE	
83162CQK2	SMALL BUSINESS ADMIN SER 2006-20G	07/02/2012	PRINCIPAL RECEIPT	XXX	15,805	15,805.31	16,761	16,665	(860)	(860)	(860)	15,805	15,805	15,805	15,805	15,805	15,805	15,805	1,019	07/01/2026	1FE	
83162CSG9	SMALL BUSINESS ADMIN SER 2009-20A	07/02/2012	PRINCIPAL RECEIPT	XXX	6,397	6,397.32	6,735	6,686	(289)	(289)	(289)	6,397	6,397	6,397	6,397	6,397	6,397	6,397	370	01/01/2029	1FE	
83162CUG6	SMALL BUSINESS ADMIN SER 2011-210	09/04/2012	PRINCIPAL RECEIPT	XXX	43,382	43,382.16	44,975	44,975	(1,593)	(1,593)	(1,593)	43,382	43,382	43,382	43,382	43,382	43,382	43,382	630	09/01/2031	1	
0599999 Subtotal - Bonds - U.S. Governments	XXX	70,616	70,616.55	73,688	28,539		(2,899)		(2,899)		(2,899)	70,616							2,242	XXX	XXX	
Bonds - U.S. Special Revenue, Special Assessment																						
31297H2Y4	FED HOME LN MTG CORP POOL A29791	09/17/2012	PRINCIPAL RECEIPT	XXX	3,630	3,629.80	3,543	3,556	73	73	73	3,630	3,630	3,630	3,630	3,630	3,630	3,630	120	02/01/2035	1FE	
3128K7MS4	FED HOME LN MTG CORP POOL A46669	09/15/2012	PRINCIPAL RECEIPT	XXX	23,880	23,879.79	23,049	23,105	774	774	774	23,880	23,880	23,880	23,880	23,880	23,880	23,880	688	08/01/2035	1FE	
31292HXA7	FED HOME LN MTG CORP POOL C01573	09/17/2012	PRINCIPAL RECEIPT	XXX	4,336	4,335.50	4,492	4,432	(96)	(96)	(96)	4,336	4,336	4,336	4,336	4,336	4,336	4,336	161	06/01/2033	1FE	
31287SNL7	FED HOME LN MTG CORP POOL C66695	09/17/2012	PRINCIPAL RECEIPT	XXX	513	513.09	513	513	513	513	513	513	513	513	513	513	513	513	20	05/01/2032	1FE	
31288HQD5	FED HOME LN MTG CORP POOL C78552	09/17/2012	PRINCIPAL RECEIPT	XXX	405	404.93	413	410	(6)	(6)	(6)	405	405	405	405	405	405	405	15	04/01/2033	1FE	
31283KLZ9	FED HOME LN MTG CORP POOL G11244	09/17/2012	PRINCIPAL RECEIPT	XXX	1,138	1,137.52	1,154	1,143	(6)	(6)	(6)	1,138	1,138	1,138	1,138	1,138	1,138	1,138	46	04/01/2017	1FE	
31395HGB0	FED HOME LN MTG CORP SER 2869	09/17/2012	PRINCIPAL RECEIPT	XXX	15,533	15,532.80	15,541	15,543	(10)	(10)	(10)	15,533	15,533	15,533	15,533	15,533	15,533	15,533	447	11/15/2032	1FE	
31396HE54	FED HOME LN MTG CORP SER 3113	09/17/2012	PRINCIPAL RECEIPT	XXX	170,500	170,499.60	164,266	165,059	5,440	5,440	5,440	170,500	170,500	170,500	170,500	170,500	170,500	170,500	5,721	10/01/2031	1FE	
31371LDJ5	FED NATL MTG ASSN POOL 254905	09/25/2012	PRINCIPAL RECEIPT	XXX	3,954	3,953.89	4,093	4,060	(106)	(106)	(106)	3,954	3,954	3,954	3,954	3,954	3,954	3,954	155	01/01/2033	1FE	
31371L2M0	FED NATL MTG ASSN POOL 255580	09/25/2012	PRINCIPAL RECEIPT	XXX	9,927	9,927.03	10,128	10,058	(131)	(131)	(131)	9,927	9,927	9,927	9,927	9,927	9,927	9,927	368	02/01/2035	1FE	
31371L4P1	FED NATL MTG ASSN POOL 255630	09/25/2012	PRINCIPAL RECEIPT	XXX	24,326	24,325.56	24,335	24,292	33	33	33	24,326	24,326	24,326	24,326	24,326	24,326	24,326	823	02/01/2035	1FE	
31388UQA1	FED NATL MTG ASSN POOL 615249	09/25/2012	PRINCIPAL RECEIPT	XXX	5,970	5,969.85	6,293	6,089	(119)	(119)	(119)	5,970	5,970	5,970	5,970	5,970	5,970	5,970	186	11/25/2016	1FE	
31389RB47	FED NATL MTG ASSN POOL 632859	09/25/2012	PRINCIPAL RECEIPT	XXX	279	279.41	295	286	(6)	(6)	(6)	279	279	279	279	279	279	279	11	03/25/2017	1FE	
31390L6J0	FED NATL MTG ASSN POOL 649873	09/25/2012	PRINCIPAL RECEIPT	XXX	197	197.28	215	199	(1)	(1)	(1)	197	197	197	197	197	197	197 .....	.8	08/01/2032	1FE
31401WMD8	FED NATL MTG ASSN POOL 720456	09/25/2012	PRINCIPAL RECEIPT	XXX	5,454	5,453.82	5,799	5,468	(14)	(14)	(14)	5,454	5,454	5,454	5,454	5,454	5,454	5,454	162	08/01/2018	1FE	
31402DMP2	FED NATL MTG ASSN POOL 725866	09/25/2012	PRINCIPAL RECEIPT	XXX	19,338	19,337.75	18,964	18,949	389	389	389	19,338	19,338	19,338	19,338	19,338	19,338	19,338	581	09/01/2034	1FE	
31403DWD7	FED NATL MTG ASSN POOL 745944	09/25/2012	PRINCIPAL RECEIPT	XXX	36,777	36,776.86	36,843	37,525	(749)	(749)	(749)	36,777	36,777	36,777	36,777	36,777	36,777	36,777	1,229	12/25/2033	1FE	
31403LPS4	FED NATL MTG ASSN POOL 752033	09/25/2012	PRINCIPAL RECEIPT	XXX	1,917	1,916.85	2,037	1,977	(60)	(60)	(60)	1,917	1,917	1,917	1,917	1,917	1,917	1,917	77	10/01/2018	1FE	
31403MCX8	FED NATL MTG ASSN POOL 753175	09/25/2012	PRINCIPAL RECEIPT	XXX	166	165.62	174	172	(7)	(7)	(7)	166	166	166	166	166	166	166	7	12/01/2033	1FE	
31406BGQ7	FED NATL MTG ASSN POOL 804907	09/25/2012	PRINCIPAL RECEIPT	XXX	2,982	2,981.62	3,052	2,911	(7)	(7)	(7)	2,982	2,982	2,982	2,982	2,982	2,982	2,982	89	01/01/2035	1FE	
31406NJP0	FED NATL MTG ASSN POOL 814870	09/25/2012	PRINCIPAL RECEIPT	XXX	3,219	3,218.80	3,292	3,175	(43)	(43)	(43)	3,219	3,219	3,219	3,219	3,219	3,219	3,219	97	04/01/2020	1FE	
31407EHZ9	FED NATL MTG ASSN POOL 828348	09/25/2012	PRINCIPAL RECEIPT	XXX	13,768	13,768.40	13,229	13,209	559	559	559	13,768	13,768	13,768	13,768	13,768	13,768	13,768	403	07/01/2035	1FE	
31407LZN0	FED NATL MTG ASSN POOL 834249	09/25/2012	PRINCIPAL RECEIPT	XXX	17,513	17,512.74	16,472	16,566	947	947	947	17,513	17,513	17,513	17,513	17,513	17,513	17,513	509	08/01/2035	1FE	

SCHEDULE D - PART 4**Show All Long-Term Bonds and Stocks 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 Designation 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.	15 Total Foreign Exchange Change in B./A.C.V.								
59023BAB0	MERRILL LYNCH MTG TR	...	09/25/2012	VARIOUS	...	XXX	261,836	261,814.05	263,253	261,814	...	...	...	...	261,814	...	22	...	11,132	05/01/2039	2FM	
61749MAS8	MORGAN STANLEY CAPITAL I	...	09/25/2012	VARIOUS	...	XXX	162,555	161,927.89	162,818	161,928	...	...	...	...	161,928	...	627	...	627	8,956	08/01/2041	2FM
665772BW8	NORTHERN STS PWR CO MINN	...	08/28/2012	MATURITY	...	XXX	300,000	300,000.00	336,090	305,400	(5,400)	...	(5,400)	...	300,000	...	...	...	24,000	08/28/2012	1FE	
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)	...	...	...	...	...	XXX	1,724,615	1,723,965.54	1,798,791	1,734,722	(10,756)	...	(10,756)	...	1,723,966	...	649	...	649	101,040	...	XXX
8399997 Subtotal - Bonds - Part 4	...	...	...	...	...	XXX	3,191,522	3,153,055.24	3,242,680	3,037,333	(17,768)	...	(17,768)	...	3,153,060	...	38,462	...	38,462	144,086	...	XXX
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)	...	...	...	...	...	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	...	XXX
8399999 Subtotal - Bonds	...	...	...	...	...	XXX	3,191,522	3,153,055.24	3,242,680	3,037,333	(17,768)	...	(17,768)	...	3,153,060	...	38,462	...	38,462	144,086	...	XXX
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)	...	...	...	...	...	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	...	XXX
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)	...	...	...	...	...	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	...	XXX
9899999 Subtotal - Preferred and Common Stocks	...	...	...	...	...	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	...	XXX
9999999 Total - Bonds, Preferred and Common Stocks	...	...	...	...	...	XXX	3,191,522	XXX	3,242,680	3,037,333	(17,768)	...	(17,768)	...	3,153,060	...	38,462	...	38,462	144,086	...	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0.

E06	Schedule DB Part A Section 1	NONE
E07	Schedule DB Part B Section 1	NONE
E08	Schedule DB Part D	NONE
E09	Schedule DL - Part 1 - Securities Lending Collateral Assets	NONE
E10	Schedule DL - Part 2 - Securities Lending Collateral Assets	NONE

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									
JP Morgan Chase Bank	Madison, WI					1,195,397	1,682,755	1,051,741	XXX
Fifth Third Bank	Cincinnati, OH					139,786	48,667	(175,523)	XXX
0199998 Deposits in	0 depositories that do not exceed the allowable limit in any one depository - open depositories	XXX	XXX ..						XXX
0199999 Totals - Open Depositories		XXX	XXX ..			1,335,182	1,731,422	876,218	XXX
0299998 Deposits in	0 depositories that do not exceed the allowable limit in any one depository - suspended depositories	XXX	XXX ..						XXX
0299999 Totals - Suspended Depositories		XXX	XXX ..			1,335,182	1,731,422	876,218	XXX
0399999 Total Cash On Deposit		XXX	XXX ..			1,335,182	1,731,422	876,218	XXX
0499999 Cash in Company's Office		XXX	XXX ..	XXX ..	XXX ..				XXX
0599999 Total Cash		XXX	XXX ..			1,335,182	1,731,422	876,218	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
8699999 Total - Cash Equivalents							

N O N E

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