

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Col. 1 minus Col. 2)	
1. Bonds	5,623,280		5,623,280	4,676,645
2. Stocks:				
2.1 Preferred stocks	500		500	500
2.2 Common stocks	5,036,007	3,118	5,032,889	4,187,223
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 \$ 100,000 encumbrances)	2,133,942		2,133,942	1,717,750
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$ 1,343,207), cash equivalents (\$) and short-term investments (\$ 6,887,473)	8,230,680		8,230,680	9,359,023
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets	860,001	273,125	586,876	
12. Subtotals, cash and invested assets (Line 1 to Line 11)	21,884,410	276,243	21,608,167	19,941,141
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	14,798		14,798	28,951
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	54,515		54,515	41,756
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)				
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	94,447		94,447	76,343
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans	1,147,236		1,147,236	1,079,364
18.1 Current federal and foreign income tax recoverable and interest thereon	281,537	14,000	267,537	271,000
18.2 Net deferred tax asset	682,000	156,000	526,000	361,000
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	36,964		36,964	12,986
21. Furniture and equipment, including health care delivery assets (\$)	287,109	285,213	1,896	45,814
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	886,633		886,633	1,262,683
24. Health care (\$) and other amounts receivable	49,714	14,020	35,694	30,738
25. Aggregate write-ins for other than invested assets				539,372
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Line 12 to Line 25)	25,419,363	745,476	24,673,887	23,691,148
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Totals (Line 26 and Line 27)	25,419,363	745,476	24,673,887	23,691,148
DETAILS OF WRITE-INS				
1101. Cash Surrender Value of Officer's Life Insurance	586,876		586,876	
1102. Prepaid Expenses and Deposits	273,125	273,125		
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Line 1001 through Line 1103 plus Line 1198) (Line 11 above)	860,001	273,125	586,876	
2501. Cash Surrender Value of Officers Life Insurance				539,372
2502. Prepaid Expenses and Deposits				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above)				539,372

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$ less \$ included in Line 6.3 (including \$ Modco Reserve)		
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)		
3. Liability for deposit-type contracts (including \$ Modco Reserve)		
4. Contract claims:		
4.1 Life	75,000	75,000
4.2 Accident and health	3,409,996	3,284,804
5. Policyholders' dividends \$ and coupons \$ due and unpaid		
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$ Modco)		
6.2 Dividends not yet apportioned (including \$ Modco)		
6.3 Coupons and similar benefits (including \$ Modco)		
7. Amount provisionally held for deferred dividend policies not included in Line 6		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ discount; including \$ accident and health premiums	749,379	611,133
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on cancelled contracts		
9.2 Provision for experience rating refunds, including the liability of \$ accident and health experience rating refunds of which \$ is for medical loss ratio rebate per the Public Health Service Act		
9.3 Other amounts payable on reinsurance, including \$ assumed and \$ ceded	(198)	953
9.4 Interest Maintenance Reserve		
10. Commissions to agents due or accrued-life and annuity contracts \$ accident and health \$ and deposit-type contract funds \$	83,532	94,991
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued		
13. Transfers to Separate Accounts due or accrued (net) (including \$ accrued for expense allowances recognized in reserves, net of reinsured allowances)	2,613,182	2,778,062
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	58,123	96,686
15.1 Current federal and foreign income taxes, including \$ on realized capital gains (losses)		
15.2 Net deferred tax liability	273,821	
16. Unearned investment income		
17. Amounts withheld or retained by company as agent or trustee	5,000	3,662
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated		
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 \$ and interest thereon \$		
23. Dividends to stockholders declared and unpaid		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve	901,932	754,523
24.02 Reinsurance in unauthorized companies		
24.03 Funds held under reinsurance treaties with unauthorized reinsurers		
24.04 Payable to parent, subsidiaries and affiliates	169,381	63,079
24.05 Drafts outstanding		
24.06 Liability for amounts held under uninsured plans	1,775,073	1,814,036
24.07 Funds held under coinsurance		
24.08 Derivatives		
24.09 Payable for securities		
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	140,000	140,000
26. Total liabilities excluding Separate Accounts business (Line 1 to Line 25)	10,254,221	9,716,929
27. From Separate Accounts statement		
28. Total liabilities (Line 26 and Line 27)	10,254,221	9,716,929
29. Common capital stock		
30. Preferred capital stock		
31. Aggregate write-ins for other than special surplus funds		
32. Surplus notes		
33. Gross paid in and contributed surplus		
34. Aggregate write-ins for special surplus funds		
35. Unassigned funds (surplus)	14,419,665	13,974,216
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 29 \$)		
36.2 shares preferred (value included in Line 30 \$)		
37. Surplus (Total Line 31 through Line 35 minus Line 36) (including \$ in Separate Accounts Statement)	14,419,665	13,974,216
38. Total of Line 29, Line 30 and Line 37	14,419,665	13,974,216
39. Total of Line 28 and Line 38 (Page 2, Line 28, Col. 3)	24,673,887	23,691,145
DETAILS OF WRITE-INS		
2501. Claims Adjustment Liability	60,000	60,000
2502. Liability for Negative Equity in Subsidiary		
2503. Liability for Amounts Held for Employee Claims Reserve	80,000	80,000
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above)	140,000	140,000
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Line 3101 through Line 3103 plus Line 3198) (Line 31 above)		
3401.		
3402.		
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page		
3499. Totals (Line 3401 through Line 3403 plus Line 3498) (Line 34 above)		

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	14,801,308	14,828,192	19,600,184
2. Considerations for supplementary contracts with life contingencies	105,471	140,171	168,651
3. Net investment income	1,151	50	157
4. Amortization of Interest Maintenance Reserve (IMR)			
5. Separate Accounts net gain from operations excluding unrealized gains or losses	19,741		14,000
6. Commissions and expense allowances on reinsurance ceded			
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	1,952,979	2,084,443	2,723,532
8.3 Aggregate write-ins for miscellaneous income			
9. Totals (Line 1 to Line 8.3)	16,880,651	17,052,856	22,506,524
10. Death benefits	51,070	87,871	69,112
11. Matured endowments (excluding guaranteed annual pure endowments)			
12. Annuity benefits			
13. Disability benefits and benefits under accident and health contracts	12,211,259	12,764,996	16,293,300
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts			
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds			
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts			
20. Totals (Line 10 to Line 19)	12,262,329	12,852,867	16,362,412
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	1,118,215	1,297,533	1,550,476
22. Commissions and expense allowances on reinsurance assumed	3,353,616	3,051,968	3,968,911
23. General insurance expenses	355,327	409,739	523,536
24. Insurance taxes, licenses and fees, excluding federal income taxes			
25. Increase in loading on deferred and uncollected premiums			
26. Net transfers to or (from) Separate Accounts net of reinsurance			
27. Aggregate write-ins for deductions			
28. Totals (Line 20 to Line 27)	17,089,486	17,612,107	22,405,335
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(208,836)	(559,251)	101,189
30. Dividends to policyholders			
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	(208,836)	(559,251)	101,189
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(151,449)	(270,565)	190,198
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)	(57,387)	(288,686)	(89,009)
34. Net realized capital gains or (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ (excluding taxes of \$ transferred to the IMR)	6,843	(8,877)	(9,280)
35. Net Income (Line 33 plus Line 34)	(50,544)	(297,563)	(98,289)
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	13,974,216	13,828,147	13,828,147
37. Net income (Line 35)	(50,544)	(297,563)	(98,289)
38. Change in net unrealized capital gains (losses) less capital gains tax of \$	727,163	592,200	327,404
39. Change in net unrealized foreign exchange capital gain (loss)			
40. Change in net deferred income tax			
41. Change in nonadmitted assets	(83,762)	(216,530)	(72,799)
42. Change in liability for reinsurance in unauthorized companies			
43. Change in reserve on account of change in valuation basis, (increase) or decrease			
44. Change in asset valuation reserve	(147,409)	(49,359)	(10,247)
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			
53. Aggregate write-ins for gains and losses in surplus			
54. Net change in capital and surplus (Line 37 through Line 53)	445,449	28,748	146,069
55. Capital and surplus as of statement date (Line 36 plus Line 54)	14,419,665	13,856,895	13,974,216
DETAILS OF WRITE-INS			
08.301. Miscellaneous	1,883,352	2,008,643	2,623,080
08.302. Fee Income	69,627	75,800	100,452
08.303. Management Fee Income			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page			
08.399. Totals (Line 08.301 through Line 08.303 plus Line 08.398) (Line 8.3 above)	1,952,979	2,084,443	2,723,532
2701. Penalties			
2702.			
2703.			
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. Totals (Line 2701 through Line 2703 plus Line 2798) (Line 27 above)			
5301.			
5302.			
5303.			
5398. Summary of remaining write-ins for Line 53 from overflow page			
5399. Totals (Line 5301 through Line 5303 plus Line 5398) (Line 53 above)			

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	14,926,795	14,836,193	19,417,616
2. Net investment income	225,894	90,174	286,748
3. Miscellaneous income	1,972,720	2,084,443	2,737,532
4. Total (Line 1 through Line 3)	17,125,409	17,010,810	22,441,896
5. Benefit and loss related payments	12,155,241	12,168,608	15,936,527
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	5,148,895	5,185,869	5,473,910
7. Commissions, expenses paid and aggregate write-ins for deductions	(428,733)	97,118	237,198
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)			
10. Total (Line 5 through Line 9)	16,875,403	17,451,595	21,647,635
11. Net cash from operations (Line 4 minus Line 10)	250,006	(440,785)	794,261
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	3,639,863	1,641,406	2,991,432
12.2 Stocks	406,967	210,037	520,037
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments		7,606	1,513
12.7 Miscellaneous proceeds	7,269		7,403
12.8 Total investment proceeds (Line 12.1 through Line 12.7)	4,054,099	1,859,049	3,520,385
13. Cost of investments acquired (long-term only):			
13.1 Bonds	4,601,739	2,080,644	2,465,597
13.2 Stocks	414,543	189,779	197,867
13.3 Mortgage loans			
13.4 Real estate	507,253	(1,092,285)	(211,325)
13.5 Other invested assets			
13.6 Miscellaneous applications	111,187	309	34,832
13.7 Total investments acquired (Line 13.1 through Line 13.6)	5,634,722	1,178,447	2,486,971
14. Net increase or (decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(1,580,623)	680,602	1,033,414
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			
16.6 Other cash provided (applied)	202,272	223,820	(145,021)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	202,272	223,820	(145,021)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	(1,128,345)	463,637	1,682,654
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	9,359,022	7,676,368	7,676,368
19.2 End of period (Line 18 plus Line 19.1)	8,230,677	8,140,005	9,359,022

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

20.0001			
20.0002			
20.0003			
20.0004			
20.0005			
20.0006			
20.0007			
20.0008			
20.0009			
20.0010			

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			
3. Ordinary individual annuities			
4. Credit life (group and individual)			
5. Group life insurance	317,039	355,684	470,249
6. Group annuities			
7. A & H - group	16,483,624	16,613,032	21,946,032
8. A & H - credit (group and individual)			
9. A & H - other			
10. Aggregate of all other lines of business			
11. Subtotal	16,800,663	16,968,716	22,416,281
12. Deposit-type contracts			
13. Total	16,800,663	16,968,716	22,416,281
DETAILS OF WRITE-INS			
1001.			
1002.			
1003.			
1098. Summary of remaining write-ins for Line 10 from overflow page			
1099. Total (Line 1001 through Line 1003 plus Line 1098) (Line 10 above)			

NOTES TO FINANCIAL STATEMENTS**NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Medical Benefits Mutual Life Insurance Co. is owned by its policyholders and provides health, life, dental, vision, and other insurance products for its policyholders and customers throughout Ohio, Indiana, Kentucky, Michigan, Pennsylvania, West Virginia, and several other states.

Medical Benefits Mutual Life Insurance Co., the parent organization, provides health, life, and other insurance products to its policyholders. Medical Benefits Administrators, Inc. (MBA), a wholly owned subsidiary of the Company, is a third party administrator for health and health related employee benefit plans. VisionPlus of America, Inc. (VPA), a wholly owned subsidiary of the Company, is a third party administrator for vision benefit claims. MedBen Marketing Services, Inc. (MMS), a wholly owned subsidiary of the Company, is an insurance agency that markets various life, medical, and other insurance products.

NOTE 2 – ACCOUNTING CHANGES AND CORRECTION OF ERRORS

None

NOTE 3 – BUSINESS COMBINATIONS AND GOODWILL

None

NOTE 4 – DISCONTINUED OPERATIONS

None

NOTE 5 – INVESTMENTS

No change.

NOTE 6 – JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

None

NOTE 7 - INVESTMENT INCOME

Investment income is recognized on an as earned basis. Amounts earned but not yet received are recorded as a receivable on the balance sheet. Investment income earned and uncollected that is more than 90 days old is classified as non-admitted. As of September 30, 2012 and December 31, 2011, investment income earned and not yet collected was \$14,798 and \$28,951, respectively. There were no amounts older than 90 days for both years.

NOTE 8 – DERIVATIVE INSTRUMENTS

None

NOTE 9 – INCOME TAXES

The Company files a consolidated federal income tax return with the following entities:

Medical Benefits Administrators, Inc.
VisionPlus of America, Inc.
MedBen Marketing Services, Inc.

Depreciation is provided using rates established by the Internal Revenue Code.

A written tax sharing consolidation agreement is approved by management. Allocation is based upon separate return calculations and the consolidated tax return calculation.

NOTES TO FINANCIAL STATEMENTS**NOTE 9 – INCOME TAXES (continued)**

Deferred tax assets and liabilities consist of the following components as of September 30, 2012 and December 31, 2011:

	<u>2012</u>	<u>2011</u>
Deferred tax assets		
Admitted	\$ 361,000	\$ 361,000
Non-admitted	<u>621,000</u>	<u>621,000</u>
	<u><u>\$1,147,000</u></u>	<u><u>\$1,147,000</u></u>
Deferred tax liabilities		
Depreciation	\$ 45,000	\$ 45,000
Other	14,000	14,000
Marketable securities	<u>214,821</u>	<u>106,000</u>
	<u><u>\$273,821</u></u>	<u><u>\$165,000</u></u>

Deferred tax liabilities were netted against deferred tax assets for the year ended December 31, 2011.

Components of total income tax expense as of September 30, 2012 and December 31, 2011 are as follows:

	<u>2012</u>	<u>2011</u>
Currently payable (refundable)		
Federal	\$(151,599)	\$128,198
Deferred tax charge	<u>0</u>	<u>62,000</u>
Total income tax expense - current and deferred	<u><u>\$(151,599)</u></u>	<u><u>\$190,198</u></u>

Reconciliation between the standard federal income tax rate and the effective tax rate as of September 30, 2012 and December 31, 2011 are as follows:

	<u>2012</u>	<u>2011</u>
Standard federal income tax rate	34.0%	34.0%
Permanent differences		
Dividend received deduction and tax exempt interest	(27.0)%	(27.0)%
Other permanent differences	2.4%	2.4%
Temporary differences		
Other differences	<u>75.7%</u>	<u>75.7%</u>
Effective tax rate	<u><u>85.1%</u></u>	<u><u>85.1%</u></u>

The Company does not have any tax credit carry forwards available for use. Net operating loss carryovers that are available for offsetting future net taxable income, amount to \$402,000, \$781,000, and \$0 from 2011, 2010, and 2009, respectively. Contribution carry forwards available for recovery in the event of future net operating income amount to \$43,000, \$40,000, and \$0 from 2011, 2010, and 2009 respectively. Capital loss carryovers available for recovery in the event of future capital gain income amount to \$31,000, \$23,000, and \$127,000 from 2011, 2010, and 2009, respectively.

Statutory Accounting Principles limit deferred tax benefits to certain limitations of 15% of adjusted capital, deferred tax liabilities, and other factors. Because of these limitations, non-admitted deferred tax assets of \$621,000 and \$677,000 for 2011 and 2010, respectively, were not admitted as assets and charged to surplus.

Starting in 2010, Statutory Accounting Principles require that deferred tax assets be evaluated for potential impairment. If impairment is deemed necessary, the Company would establish a valuation allowance. After considering all the evidence, both positive and negative, management has concluded it is likely that all future tax benefits will be realized; therefore, a deferred tax asset valuation is not necessary. There was no prior balance in the valuation allowance and therefore there was no change in the valuation allowance this period.

NOTES TO FINANCIAL STATEMENTS**NOTE 10 - INVESTMENT IN AFFILIATES**

The Company has invested in the common stock of three wholly owned non-insurance subsidiaries which shares the same management. The valuation of these affiliates was determined under GAAP, with adjustments for statutory valuation rules, as prescribed by Statutory Accounting Principles. Balances were \$1,994,556 and \$1,459,258 at September 30, 2012 and December 31, 2011 respectively.

MBA and VPA are third party administrators (TPA's) that administer claims in the medical and vision fields. MMS is an insurance agency that markets various life, medical and other insurance products. The Company also owns a preferred stock interest of \$500 in MMS as of September 30, 2012.

The following summarizes data from each affiliate for the period ending September 30, 2012 (all are presented under GAAP):

	<u>Medical Benefits Administrators, Inc.</u>	<u>Vision Plus of America, Inc.</u>	<u>Medben Marketing Services, Inc.</u>
<u>September 30, 2012</u>			
Total assets	\$3,408,483	\$ 230,208	\$ 902,517
Total liabilities	1,702,228	114,827	707,390
Total equity	1,706,255	115,381	195,128
Net income (loss)	365,630	85,153	84,515

The common and preferred stocks for affiliates are not traded on any stock exchange; therefore no fair market value is readily available. Under Statutory Accounting Principles, the carrying value for these non-insurance affiliates that are not publicly traded is their equity basis under generally accepted accounting principles in the United States of America (GAAP), with adjustments in accordance with statutory investment valuation rules.

NOTE 11 – DEBT

The Company has two lines-of-credit with a maximum amount of \$2,000,000 and each with an interest rate equal to prime or 4.0%, whichever is higher. The first line-of-credit is collateralized by a first mortgage on real estate owned by the Company. The other line-of-credit is unsecured. Outstanding debt as of September 30, 2012 and December 31, 2011 totaled \$100,000 and \$225,000, respectively.

The Company, through one of its subsidiaries (VPA), also has a line of credit with a maximum amount of \$220,000 with an interest rate equal to prime or 4.0%, whichever is higher. This line is unsecured, but is guaranteed by the parent. Outstanding debt as of September 30, 2012 and December 31, 2011 totaled \$0 and \$0, respectively.

NOTE 12 – DEFERRED COMPENSATION PLANS, POST-EMPLOYMENT BENEFITS AND PROFIT-SHARING PLANS

The Company currently has two deferred compensation plans, known as equity participation plans. One plan is for specified key employees, and the other plan is for the Board of Directors.

The Equity Participation Plan for key employees is a discretionary plan that rewards key employees with long-term service to the Company. The plan shares the appreciation of equity of the Company with key employees. The employee's share of the compensation vests over a ten year period, and is payable upon normal retirement, which is usually age 65. In the event that an employee terminates employment, either voluntarily or non-voluntarily, before age 65, the employee shall not be entitled to any payments at the time of termination, and forfeits his/her right to any future benefits under the plan.

The Company has estimated its present value of this liability to be \$1,244,121 and \$1,244,121 as of September 30, 2011 and December 31, 2011, respectively.

NOTES TO FINANCIAL STATEMENTS**NOTE 12 – DEFERRED COMPENSATION PLANS, POST-EMPLOYMENT BENEFITS AND PROFIT-SHARING PLANS (continued)**

The Equity Participation Plan for the Board Directors is similar to the one for key employees, in terms of vesting, normal retirement age, termination of employment, etc. The Company has estimated its present value of this liability to be \$429,278 and \$429,278 as of September 30, 2012 and December 31, 2011, respectively.

The Company has a profit-sharing plan with a 401(k) feature. The plan covers all employees meeting minimum eligibility requirements. Profit-sharing contributions are determined by the Board of

Directors and were 3% and 0% of eligible compensation for 2011 and 2010. The Company matches 50% of the first 6% salary deferral elected by each employee.

NOTE 13 – CAPITAL AND SURPLUS RESTRICTIONS AND QUASI-REORGANIZATIONS

None

NOTE 14 – CONTINGENCIESAssessments

The Company has estimated that it will be assessed by various state assessment funds in the amount of \$50,000 and \$50,000 for the periods ended September 30, 2012 and December 31, 2011, respectively, for their share of insurance company insolvencies in those particular states. These amounts have been recorded as a liability for their respective years.

Various Legal Matters

The Company is involved in various lawsuits and subject to certain contingencies in the normal course of business. Management believes that the outcome of these matters will not have a material impact on the Company's financial position.

NOTE 15 – LEASE OBLIGATIONS

No change.

NOTE 16 – INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

None

NOTE 17 – SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

None

NOTE 18 – GAIN OR LOSS FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

No change.

NOTE 19 – DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS OR THIRD PART ADMINISTRATORS

None

NOTES TO FINANCIAL STATEMENTS

NOTE 20 – FAIR VALUE MEASUREMENTS

Statutory Accounting Principles (SAP) has adopted practices similar to generally accepted accounting principles (GAAP) for fair value measurements of financial assets that are recognized or disclosed at fair value in the financial statements on a recurring basis. SAP establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy prioritizes unadjusted quote prices in active markets for identical assets or liabilities and significant unobservable inputs. The three fair value levels are as follows:

Level 1 – Inputs to the valuation methodology are quoted market prices available in active markets for identical assets or liabilities as of the reporting date.

Level 2 – Inputs to the valuation methodology are other than quoted prices in active markets, which are directly or indirectly observable as of the reporting date, and fair value can be determined through the use of models or other valuation methodologies.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The following table presents the assets and liabilities that are measured at fair value on a recurring basis at:

	Quoted Prices in Active Markets for Identical Assets (<u>Level 1</u>)	Significant other Observable Inputs (<u>Level 2</u>)	Significant Unobservable Inputs (<u>Level 3</u>)	<u>Fair Value</u>
<u>September 30, 2012</u>				
Marketable equity securities	<u>\$3,041,451</u>	\$_____0	\$_____0	<u>\$3,041,451</u>
<u>December 31, 2011</u>				
Marketable equity securities	<u>\$2,731,217</u>	\$_____0	\$_____0	<u>\$2,731,217</u>

NOTE 21 – OTHER ITEMS

None

NOTE 22 – EVENTS SUBSEQUENT

None

NOTE 23 – REINSURANCE

Effective September 15, 2009, the Company entered into a medical excess reinsurance agreement with Munich Reinsurance America, Inc., which received an A.M. Best rating of “excellent”. Munich Reinsurance America, Inc. shall be liable for 100% of ultimate net loss, on each covered person, in excess of the Company's retention of the first \$175,000 (2011), \$150,000 (2010), and \$100,000 (2009), on each covered person up to \$1,825,000 (2011), \$1,850,000 (2010), and \$1,900,000 (2009) with the policy life time maximum of \$2,000,000.

NOTE 24 – RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

None

NOTES TO FINANCIAL STATEMENTS**NOTE 25 – CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES**

The reserve for claims incurred but not received, plus unpaid claims in inventory, before reinsurance, has increased to \$3,484,996 at September 30, 2012 from \$3,359,804 at December 31, 2011 as a result of continued reevaluation of unpaid losses principally on the Accident & Health line of business. This increase is due to recent loss development trends and is reflected on the Statement of Operations on a net reinsured basis. Please see Note 23 for a description of the company's reinsurance plan.

NOTE 26 – INTERCOMPANY POOLING ARRANGEMENTS

None

NOTE 27 – STRUCTURED SETTLEMENTS

None

NOTE 28 – HEALTH CARE RECEIVABLES

No change.

NOTE 29 – PARTICIPATING POLICIES

None

NOTE 30 – PREMIUM DEFICIENCY RESERVES

None

NOTE 31 – RESERVES FOR LIFE CONTRACTS AND DEPOSIT-TYPE CONTRACTS

The company records as part of its incurred but not received reserve a portion related to the life insurance line of business. This amounted to \$75,000 and \$75,000 at September 30, 2012 and December 31, 2011, respectively. The company does not have any products that would qualify as "deposit-type" contracts.

NOTE 32 – ANALYSIS OF ANNUITY RESERVES AND DEPOSIT LIABILITIES BY WITHDRAWAL CHARACTERISTICS

None

NOTE 33 – PREMIUM AND ANNUITY CONSIDERATIONS DEFERRED AND UNCOLLECTED

No change.

NOTE 34 – SEPARATE ACCOUNTS

None

NOTE 35 – LOSS/CLAIM ADJUSTMENT EXPENSES

The balance in the liability for unpaid claim adjustment expenses at September 30, 2012 and December 31, 2011 are \$60,000 and \$60,000, respectively.

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)

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 () N/A (X)

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 05/31/2009

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. 05/31/2009

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). 11/17/2009

6.4 By what department or departments? _____

.....

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes () No () N/A (X)

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes (X) No () N/A ()

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? (You need not report an action, either formal or informal, if a confidentiality clause is part of the agreement.) Yes () No (X)

7.2 If yes, give full information _____

.....

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes () No (X)

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

.....

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

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

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

GENERAL INTERROGATORIES (continued)**PART 1 - COMMON INTERROGATORIES****GENERAL**

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:

.....

9.2 Has the code of ethics for senior managers been amended? Yes () No (X)

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

.....

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

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

.....

FINANCIAL

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

10.2 If yes, indicate the amounts receivable from parent included in the Page 2 amount: \$ 886,633

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: \$

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

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes (X) 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	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Line 14.21 to Line 14.26)	\$	\$
14.28 Total Investment in Parent included in Line 14.21 to Line 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? Yes () No ()

If no, attach a description with this statement.

GENERAL INTERROGATORIES (continued)**PART 1 - COMMON INTERROGATORIES****INVESTMENT**

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 Consideration, 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
Park National Bank	50 North Third Street, Newark, Ohio 43055
Merrill Lynch	4661 Sawmill Road, Columbus, Ohio 43220
Morgan Stanley	5600 Paul Blazer Parkway, Suite 150, Dublin, Ohio 43017

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 brokers/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
.....
.....
.....

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 AND HEALTH**

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

	1	Amount
1.1 Long-Term Mortgages in Good Standing		
1.11 Farm Mortgages		\$
1.12 Residential Mortgages		\$
1.13 Commercial Mortgages		\$
1.14 Total Mortgages in Good Standing		<u>\$</u>
1.2 Long-Term Mortgages in Good Standing with Restructured Terms		
1.21 Total Mortgages in Good Standing with Restructured Terms		<u>\$</u>
1.3 Long-Term Mortgage Loans upon which Interest is Overdue more than Three Months		
1.31 Farm Mortgages		\$
1.32 Residential Mortgages		\$
1.33 Commercial Mortgages		\$
1.34 Total Mortgages with Interest Overdue more than Three Months		<u>\$</u>
1.4 Long-Term Mortgage Loans in Process of Foreclosure		
1.41 Farm Mortgages		\$
1.42 Residential Mortgages		\$
1.43 Commercial Mortgages		\$
1.44 Total Mortgages in Process of Foreclosure		<u>\$</u>
1.5 Total Mortgage Loans (Line 1.14 plus Line 1.21 plus Line 1.34 plus Line 1.44) (Page 2, Column 3, Line 3.1 plus Line 3.2)		<u>\$</u>
1.6 Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter		
1.61 Farm Mortgages		\$
1.62 Residential Mortgages		\$
1.63 Commercial Mortgages		\$
1.64 Total Mortgages Foreclosed and Transferred to Real Estate		<u>\$</u>
2. Operating Percentages:		
2.1 A&H loss percent %
2.2 A&H cost containment percent %
2.3 A&H expense percent excluding cost containment expenses %
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		\$
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		\$

Page 10
Schedule S - Ceded Reinsurance
NONE

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

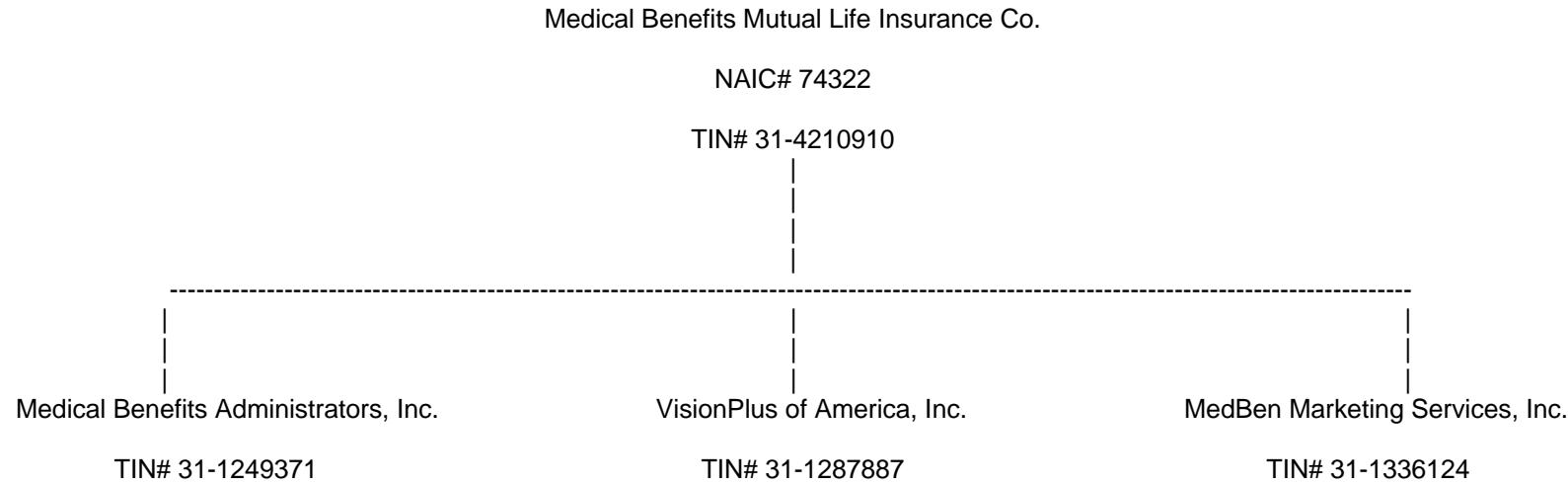
States, Etc.	Active Status	1	Direct Business Only				
			Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	5 Other Considerations	7 Deposit-Type Contracts
			2 Life Insurance Premiums	3 Annuity Considerations			
1. Alabama	AL N						
2. Alaska	AK N						
3. Arizona	AZ N						
4. Arkansas	AR N						
5. California	CA N						
6. Colorado	CO N						
7. Connecticut	CT N						
8. Delaware	DE N						
9. District of Columbia	DC N						
10. Florida	FL N						
11. Georgia	GA N						
12. Hawaii	HI N						
13. Idaho	ID N						
14. Illinois	IL N						
15. Indiana	IN L	183,827			9,659,370		9,843,197
16. Iowa	IA N						
17. Kansas	KS N						
18. Kentucky	KY N						
19. Louisiana	LA N						
20. Maine	ME N						
21. Maryland	MD N						
22. Massachusetts	MA N						
23. Michigan	MI N						
24. Minnesota	MN N						
25. Mississippi	MS N						
26. Missouri	MO N						
27. Montana	MT N						
28. Nebraska	NE N						
29. Nevada	NV N						
30. New Hampshire	NH N						
31. New Jersey	NJ N						
32. New Mexico	NM N						
33. New York	NY N						
34. North Carolina	NC N						
35. North Dakota	ND N						
36. Ohio	OH L	115,228			5,515,604		5,630,832
37. Oklahoma	OK N						
38. Oregon	OR N						
39. Pennsylvania	PA N						
40. Rhode Island	RI N						
41. South Carolina	SC N						
42. South Dakota	SD N						
43. Tennessee	TN N						
44. Texas	TX N						
45. Utah	UT N						
46. Vermont	VT N						
47. Virginia	VA N						
48. Washington	WA N						
49. West Virginia	WV L	17,983			1,308,649		1,326,633
50. Wisconsin	WI N						
51. Wyoming	WY N						
52. American Samoa	AS N						
53. Guam	GU N						
54. Puerto Rico	PR N						
55. U. S. Virgin Islands	VI N						
56. Northern Mariana Islands	MP N						
57. Canada	CN N						
58. Aggregate Other Alien	OT XXX						
59. Subtotal	(a) 3	317,039			16,483,624		16,800,663
90. Reporting entity contributions for employee benefit 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 allocable by State		XXX					
95. Totals (Direct Business)		XXX	317,039		16,483,624		16,800,663
96. Plus Reinsurance Assumed		XXX					
97. Totals (All Business)		XXX	317,039		16,483,624		16,800,663
98. Less Reinsurance Ceded		XXX	31,600		1,967,755		1,998,355
99. Totals (All Business) less Reinsurance Ceded		XXX	285,439		14,515,869		14,801,308
DETAILS OF WRITE-INS							
5801.		XXX					
5802.		XXX					
5803.		XXX					
5898. Summary of remaining write-ins for Line 58 from overflow page		XXX					
5899. Total (Line 5801 through Line 5803 plus Line 5898) (Line 58 above)		XXX					
9401.		XXX					
9402.		XXX					
9403.		XXX					
9498. Summary of remaining write-ins for Line 94 from overflow page		XXX					
9499. Total (Line 9401 through Line 9403 plus Line 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



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 *
						31-1249371	Medical Benefits Administrators, Inc.	OH	Sub	Medical Benefits Mutual Life Insurance Co.	Ownership	100.000		
						31-1287887	VisionPlus of America, Inc.	OH	Sub	Medical Benefits Mutual Life Insurance Co.	Ownership	100.000		
						31-1336124	MedBen Marketing Services, Inc.	OH	Sub	Medical Benefits Mutual Life Insurance Co.	Ownership	100.000		

Asterisk	Explanation
----------	-------------

NONE

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 Trusted Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
Explanation: Not Required	
Barcode:	 7 4 3 2 2 2 0 1 2 4 9 0 0 0 0 0 0 3
Document Identifier 490:	
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
Explanation: Not Required	
Barcode:	 7 4 3 2 2 2 0 1 2 3 6 5 0 0 0 0 0 3
Document Identifier 365:	
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
EXPLANATION: Not Required	
BARCODE:	 7 4 3 2 2 2 0 1 2 4 4 5 0 0 0 0 0 3
Document Identifier 445:	
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
EXPLANATION: Not Required	
BARCODE:	 7 4 3 2 2 2 0 1 2 4 4 6 0 0 0 0 0 3
Document Identifier 446:	
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
EXPLANATION: Not Required	
BARCODE:	 7 4 3 2 2 2 0 1 2 4 4 7 0 0 0 0 0 3
Document Identifier 447:	
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
EXPLANATION: Not Required	
BARCODE:	 7 4 3 2 2 2 0 1 2 4 4 8 0 0 0 0 0 3
Document Identifier 448:	
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
EXPLANATION: Not Required	
BARCODE:	 7 4 3 2 2 2 0 1 2 4 4 9 0 0 0 0 0 3
Document Identifier 449:	

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	1,717,749	2,031,595
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	382,253	13,675
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances	125,000	(225,000)
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	91,061	102,521
9. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 minus Line 5 plus Line 6 minus Line 7 minus Line 8)	2,133,941	1,717,749
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	2,133,941	1,717,749

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year To Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after a		
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 mort.		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		
10. Deduct current year's other than temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 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 a		
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 (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 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	8,867,621	9,379,640
2. Cost of bonds and stocks acquired	5,016,282	2,663,464
3. Accrual of discount	641	15,492
4. Unrealized valuation increase (decrease)	838,350	362,236
5. Total gain (loss) on disposals	(426)	(16,682)
6. Deduct consideration for bonds and stocks disposed of	4,046,830	3,511,469
7. Deduct amortization of premium	15,850	25,060
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 (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)	10,659,786	8,867,621
11. Deduct total nonadmitted amounts	3,118	3,253
12. Statement value at end of current period (Line 10 minus Line 11)	10,656,669	8,864,368

STATEMENT AS OF SEPTEMBER 30, 2012 OF THE Medical Benefits Mutual Life Insurance Company

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	5,488,218	761,551	280,691	(345,798)	5,363,682	5,488,218	5,623,280	4,676,645
2. Class 2 (a)								
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	5,488,218	761,551	280,691	(345,798)	5,363,682	5,488,218	5,623,280	4,676,645
PREFERRED STOCK								
8. Class 1	500				500	500	500	500
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	500				500	500	500	500
15. Total Bonds and Preferred Stock	5,488,718	761,551	280,691	(345,798)	5,364,182	5,488,718	5,623,780	4,677,145

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

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

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	6,887,473	XXX	6,887,473	4,442	398

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	7,679,411	7,678,712
2. Cost of short-term investments acquired	7,623	1,838,590
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	799,561	1,837,891
6. Deduct consideration received on disposals		
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 (Line 1 + Line 2 + Line 3 + Line 4 + Line 5 - Line 6 - Line 7 + Line 8 - Line 9)	6,887,473	7,679,411
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	6,887,473	7,679,411

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Schedule DB, Part A, Verification
NONE

Schedule DB, Part B, Verification
NONE

Page SI05

Schedule DB, Pt. C, Section 1, Replicated (Synthetic Assets) Open
NONE

Page SI06

Sch DB, Pt C, Sn 2, Replication (Syn Assets) Transactions Open
NONE

Page SI07

Schedule DB, Verification
NONE

Page SI08

Schedule E, Verification (Cash Equivalents)
NONE

Page E01

Sch. A, Pt. 2, Real Estate Acquired
NONE

Sch. A, Pt. 3, Real Estate Disposed
NONE

Page E02

Schedule B, Part 2, Mortgage Loans Acquired
NONE

Schedule B, Part 3, Mortgage Loans Disposed
NONE

Page E03

Sch. BA, Pt. 2, Other Long-Term Invested Assets Acquired
NONE

Sch. BA, Pt. 3, Other Long-Term Invested Assets Disposed
NONE

STATEMENT AS OF SEPTEMBER 30, 2012 OF THE Medical Benefits Mutual Life Insurance Company

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company 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. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions									
186343-NB-1	Cleveland Ohio 5.750% 8/1/15		09/20/2012	Merrill Lynch	11,265	10,000.00			1
313380-TJ-0	FHLB 1.45% 2/1/19		08/01/2012	Park National Bank	25,000	25,000.00			1
313380-KQ-9	FHLB 2.00% 9/14/20		09/14/2012	Park National Bank	25,000	25,000.00			1
3133EA-WS-3	FFCB 1.44% 7/5/18		07/05/2012	Park National Bank	25,000	25,000.00			1
3133EA-ZB-7	FFCB 1.54% 4/23/19		07/23/2012	Park National Bank	25,000	25,000.00			1
67760A-AW-6	Ohio St Park & Rec 4.00% 12/1/16		09/11/2012	Merrill Lynch	28,371	25,000.00			1
713448-CB-2	Pepsico Incorporated 1.25% 8/13/17		08/14/2012	Park National Bank	24,963	25,000.00			1
882508-AU-8	Texas Instruments Inc 1.65% 8/3/19		08/17/2012	Park National Bank	24,848	25,000.00		13	1
912828-KV-1	U.S. TREASURY NOTE 2.250% 5/31/14		07/05/2012	Merrill Lynch	322,105	310,000.00			686
3199999 - Subtotal - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					511,552	495,000.00			700
8399997 - Subtotal - Bonds - Part 3					511,552	495,000.00			700
8399999 - Subtotal - Bonds					511,552	495,000.00			700
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
018802-10-8	Alliant Energy Corp		08/15/2012	Merrill Lynch	3.042	141			L
025537-10-1	AMN Elec Power Co		09/10/2012	Merrill Lynch	1.134	49			L
071813-10-9	Baxter Internl Inc		07/02/2012	Merrill Lynch	0.637	34			L
191216-10-0	Coca Cola Company		07/02/2012	Merrill Lynch	0.665	52			L
20030N-10-1	Comcast Corp New Cl A		07/25/2012	Merrill Lynch	2.075	66			L
26441C-10-5	Duke Energy Corp New		09/17/2012	Merrill Lynch	1.268	81			L
291011-10-4	EMERSON ELECTRIC		09/10/2012	Merrill Lynch	3.328	165			L
37733W-10-5	Glaxosmithkline PLC		07/05/2012	Merrill Lynch	1.232	57			L
37733W-10-5	Glaxosmithkline PLC		07/09/2012	Merrill Lynch	0.004				L
406216-10-1	Halliburton Co		09/26/2012	Merrill Lynch	0.534	18			L
428236-10-3	Hewlett Packard Co Del		07/05/2012	Merrill Lynch	2.690	54			L
437076-10-2	Home Depot Inc		09/13/2012	Merrill Lynch	2.040	120			L
438516-10-6	Honeywell Intl Inc Del		09/10/2012	Merrill Lynch	1.290	77			L
458140-10-0	INTEL CORP		09/04/2012	Merrill Lynch	4.772	117			L
46625H-10-0	JP MORGAN CHASE		07/31/2012	Merrill Lynch	7.672	277			L
478160-10-4	JOHNSON & JOHNSON		09/11/2012	Merrill Lynch	2.798	191			L
494368-10-3	Kimberly Clark		07/03/2012	Merrill Lynch	2.747	231			L
50075N-10-4	Kraft Foods Inc Va Cl A		07/16/2012	Merrill Lynch	3.765	150			L
58155Q-10-3	McKesson Corporation Com		07/02/2012	Merrill Lynch	0.530	50			L
585055-10-6	Medtronic		07/27/2012	Merrill Lynch	1.336	52			L
594918-10-4	MICROSOFT CORP		09/13/2012	Merrill Lynch	0.650	20			L
65339F-10-1	Nextera Energy Inc		09/17/2012	Merrill Lynch	2.774	187			L
693718-10-8	Paccar Inc		09/05/2012	Merrill Lynch	0.253	10			L
717081-10-3	Pfizer Inc		09/05/2012	Merrill Lynch	6.648	160			L
718172-10-9	Philip Morris Intl Inc		07/12/2012	Merrill Lynch	0.890	80			L
742718-10-9	PROCTOR & GAMBLE CO		08/15/2012	Merrill Lynch	3.490	232			L
747525-10-3	Qualcomm Inc		09/26/2012	Merrill Lynch	0.408	26			L
904784-70-9	Unilever NV NY Reg SHS		09/12/2012	Merrill Lynch	2.931	104			L
904784-70-9	Unilever NV NY Reg SHS		09/14/2012	Merrill Lynch	0.005				L
913017-10-9	United Techs Corp Com		09/10/2012	Merrill Lynch	2.808	221			L
92343V-10-4	Verizon Communications Com		08/01/2012	Merrill Lynch	4.690	211			L
92553P-20-1	Viacom Inc New Class B		07/02/2012	Merrill Lynch	0.577	28			L
92857W-20-9	Vodafone Grop PLC SP ADR		08/01/2012	Merrill Lynch	3.600	106			L

(continues)

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

STATEMENT AS OF SEPTEMBER 30, 2012 OF THE Medical Benefits Mutual Life Insurance Company

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company 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)
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)									
92857W-20-9	Vodafone Grop PLC SP ADR		08/03/2012	Merrill Lynch	0.025	1			L
94106L-10-9	Waste Management Inc New		09/21/2012	Merrill Lynch	5.758	187			L
98389B-10-0	Xcel Energy Inc		07/20/2012	Merrill Lynch	1.927	56			L
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					3,611			
Common Stocks - Mutual Funds									
36242H-10-4	GABELLI DIV & INC TRUST		07/24/2012	Merrill Lynch	12.135	193			L
36242H-10-4	GABELLI DIV & INC TRUST		08/24/2012	Merrill Lynch	12.012	194			L
36242H-10-4	GABELLI DIV & INC TRUST		09/21/2012	Merrill Lynch	11.517	195			L
9299999	Subtotal - Common Stocks - Mutual Funds					582			
9799997	Subtotal - Common Stocks - Part 3					4,193			
9799999	Subtotal - Common Stocks					4,193			
9899999	Subtotal - Preferred and Common Stocks					4,193			
9999999	TOTALS					515,745		700	

STATEMENT AS OF SEPTEMBER 30, 2012 OF THE Medical Benefits Mutual Life Insurance Company

SCHEDULE D - PART 4

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

1 CUSIP Identifi- cation	2 Description	3 Foreign	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 Designa- tion or Market Indi- cator (a)		
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization) / 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. Special Revenue and Special Assessment and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																							
3128MC-WD-3	FHLMC #G1-4044 3.00% 1/1/26	09/18/2012	Principal Reduction		15,672	15,671.90	15,770	229,545		(284)		(284)			15,672						693	01/01/2026	1
3128MM-NM-1	FHLMC #G18395 3.00% 7/1/26	09/18/2012	Principal Reduction		13,977	13,977.01	14,064	221,988		(539)		(539)			13,977						1,242	07/01/2026	1
31331Y-3X-6	FFCB 3.95% 7/23/12	07/23/2012	Park National Bank		25,000	25,000.00	25,000	25,000							25,000						988	07/23/2012	1
31416X-HY-9	FNMA #AB2046 3.00% 1/1/26	09/26/2012	Principal Reduction		12,821	12,820.92	12,901	232,252		(199)		(199)			12,821						503	01/01/2026	1
31416Y-JW-6	FNMA #AB3296 3.00% 7/1/26	09/26/2012	Principal Reduction		9,829	9,829.43	9,891	240,389		(203)		(203)			9,829						514	07/01/2026	1
313380-DX-2	FHLB .40% 8/21/14	09/24/2012	Park National Bank		250,000	250,000.00	250,000								250,000						175	08/21/2014	1
3133EA-CM-8	FFCB 2.18% 8/7/20	07/25/2012	Park National Bank		250,000	250,000.00	249,800			9		9			249,809						191	191	2,543
3133EA-HH-4	FFCB 1.65% 3/14/18	07/23/2012	Park National Bank		25,000	25,000.00	24,988			1		1			24,988						12	12	292
3133EA-QR-2	FFCB 2.05% 2/21/20	08/22/2012	Park National Bank		25,000	25,000.00	25,000								25,000						130	02/21/2020	1
3199999 - Subtotal - Bonds - U.S. Special Revenue and Special Assessment and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																							
					627,299	627,299.26	627,414	949,174		(1,215)		(1,215)			627,096						203	203	7,080
8399997 - Subtotal - Bonds - Part 4																							
					627,299	627,299.26	627,414	949,174		(1,215)		(1,215)			627,096						203	203	7,080
8399999 - Subtotal - Bonds																							
					627,299	627,299.26	627,414	949,174		(1,215)		(1,215)			627,096						203	203	7,080
Common Stocks - Mutual Funds																							
921937-81-9	Vanguard Intermediate	08/15/2012	Park National Bank		3,078.873	37,000		36,577							36,577						423	423	L
921937-82-7	Vanguard Short-Term Bond ETF	08/10/2012	Park National Bank		1,837.926	19,556		19,537							19,537						18	18	L
921937-82-7	Vanguard Short-Term Bond ETF	07/06/2012	Park National Bank		3,524.436	37,476		37,500							37,500						(24)	(24)	89
921937-82-7	Vanguard Short-Term Bond ETF	07/06/2012	Park National Bank		2,349.624	24,968		25,000							25,000						(32)	(32)	42
9299999 - Subtotal - Common Stocks - Mutual Funds					119,000		118,614								118,614						385	385	131
9799997 - Subtotal - Common Stocks - Part 4																							
					119,000		118,614								118,614						385	385	131
9799999 - Subtotal - Common Stocks																							
					119,000		118,614								118,614						385	385	131
9899999 - Subtotal - Preferred and Common Stocks																							
					119,000		118,614								118,614						385	385	131
9999999 - TOTALS																							
					746,299		746,028	949,174		(1,215)		(1,215)			745,710						588	588	7,211

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

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Schedule DB, Part A, Section 1

NONE

Financial or Economic Impact of the Hedge

NONE

Page E07

Schedule DB, Part B, Section 1

NONE

Schedule DB, Part B, Section 1, Broker Name

NONE

Schedule DB, Part B, Financial or Economic Impact of the Hedge

NONE

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Schedule DB, Part D

NONE

Page E09

Schedule DL, Part 1

NONE

Page E10

Schedule DL, Part 2

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	
Name	Location and Supplemental Information							
Open Depositories								
Park National Bank	Newark, Ohio			565,191	661,882	642,142		
Morgan Stanley Smith Barney LLC	Chicago, IL			700,804	700,810	5		
JP Morgan Chase & Co	Chicago, IL					700,810		
0199999 - TOTAL - Open Depositories				1,265,995	1,362,692	1,342,957		
0399999 - TOTAL Cash on Deposit				1,265,995	1,362,692	1,342,957		
0499999 - Cash in Company's Office				250	250	250		
0599999 - TOTALS				1,266,245	1,362,942	1,343,207		

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Schedule E, Part 2, Cash Equivalents
NONE