54402201420100102 2014 Document Code: 201

QUARTERLY STATEMENT

AS OF JUNE 30, 2014

OF THE CONDITION AND AFFAIRS OF THE

DELTA DENTAL PLAN OF OHIO, INC.

NAIC Group Code 0477 (Current Period), 0477 (Prior Period) NAIC Company Code 54402 Employer's ID Number 31-0685339

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

Country of Domicile United States of America

Licensed as business type: Life, Accident & Health[ ] Property/Casualty[ ] Hospital, Medical & Dental Service or Indemnity[ ]
Dental Service Corporation[ ] Vision Service Corporation[ ] Health Maintenance Organization[ ]
Other[X] Is HMO Federally Qualified? Yes[ ] No[ ] N/A[X]

Incorporated/Organized 03/06/1960 Commenced Business 04/01/1964

Statutory Home Office 5600 Blazer Pkwy., Suite 150 (Street and Number), Dublin, OH, 43017 (City or Town, State, Country and Zip Code)

Main Administrative Office 4100 Okemos Road (Street and Number)

Okemos, MI, 48864 (City or Town, State, Country and Zip Code) (517)349-6000 (Area Code) (Telephone Number)

Mail Address P.O. Box 30416 (Street and Number or P.O. Box), Lansing, MI, 48909-7916 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 4100 Okemos Road (Street and Number)

Okemos, MI, 48864 (City or Town, State, Country and Zip Code) (517)349-6000 (Area Code) (Telephone Number)

Internet Web Site Address http://ddpoh.com/

Statutory Statement Contact Glenn R. Simon, CPA (Name) (517)347-5405 (Area Code)(Telephone Number)(Extension)

gsimon@deltadentalmi.com (E-Mail Address) (517)381-5572 (Fax Number)

OFFICERS

Name	Title
Laura Linda Czelada, CPA	President & Chief Executive Officer
Ann Marie Flermoen, DDS	Secretary
Bruce Randall Smith	Treasurer
Michael Thomas Schaffer, DDS	Chairperson
Douglas Robert Anderson, DDS, MS, JD	Vice Chairperson
James Price Hallan	Immediate Past Chairperson

OTHERS

Goran Mike Jurkovic, CPA, Vice President & Chief Financial Officer
Jonathan Stong Groat, Vice President & General Counsel

DIRECTORS OR TRUSTEES

Douglas Robert Anderson, DDS, MS, JD
Frank Buzaki, Jr.
Patrick Thomas Cahill, JD
Ann Marie Flermoen, DDS
James Price Hallan
Timothy Eldon Moffit, DBA
Michael Thomas Schaeffer, DDS
Bruce Randall Smith
James Robert Stahl, DDS

State of Michigan
County of Eaton 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)	(Signature)	(Signature)
Laura Linda Czelada, CPA	Ann Marie Flermoen, DDS	Bruce Randall Smith
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President & Chief Executive Officer	Secretary	Treasurer
(Title)	(Title)	(Title)

Subscribed and sworn to before me this
_____ day of August, 2014

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

(Notary Public Signature)

ASSETS

		Current Statement Date			4
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1.	Bonds	28,532,237		28,532,237	17,676,223
2.	Stocks:				
	2.1 Preferred stocks				
	2.2 Common stocks	85,070,785		85,070,785	74,220,970
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 $...............0 encumbrances)				
5.	Cash ($.......(368,059)), cash equivalents ($...............0) and short-term investments ($.......2,397,911)	2,029,852		2,029,852	12,086,328
6.	Contract loans (including $...............0 premium notes)				
7.	Derivatives				
8.	Other invested assets	2,500,000	2,294,807	205,193	
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)	118,132,874	2,294,807	115,838,067	103,983,521
13.	Title plants less $...............0 charged off (for Title insurers only)				
14.	Investment income due and accrued	87,740		87,740	68,747
15.	Premiums and considerations:				
	15.1 Uncollected premiums and agents' balances in the course of collection	1,711,395	10,900	1,700,495	1,806,199
	15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $...............0 earned but unbilled premiums)				
	15.3 Accrued retrospective premiums				
16.	Reinsurance:				
	16.1 Amounts recoverable from reinsurers				
	16.2 Funds held by or deposited with reinsured companies				
	16.3 Other amounts receivable under reinsurance contracts				
17.	Amounts receivable relating to uninsured plans	14,421,088	7,322	14,413,766	13,288,776
18.1	Current federal and foreign income tax recoverable and interest thereon				
18.2	Net deferred tax asset				
19.	Guaranty funds receivable or on deposit				
20.	Electronic data processing equipment and software				
21.	Furniture and equipment, including health care delivery assets ($...............0)				
22.	Net adjustments in assets and liabilities due to foreign exchange rates				
23.	Receivables from parent, subsidiaries and affiliates				1,129,147
24.	Health care ($...............0) and other amounts receivable				
25.	Aggregate write-ins for other than invested assets				
26.	TOTAL assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	134,353,097	2,313,029	132,040,068	120,276,390
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28.	TOTAL (Lines 26 and 27)	134,353,097	2,313,029	132,040,068	120,276,390
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.					
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)				

LIABILITIES, CAPITAL AND SURPLUS

		Current Period 1 Covered	Current Period 2 Uncovered	Current Period 3 Total	Prior Year 4 Total
1.	Claims unpaid (less $...............0 reinsurance ceded)	7,405,200		7,405,200	6,337,100
2.	Accrued medical incentive pool and bonus amounts				
3.	Unpaid claims adjustment expenses	195,251		195,251	193,905
4.	Aggregate health policy reserves, including the liability of $...............0 for medical loss ratio rebate per the Public Health Service Act				
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserve				
7.	Aggregate health claim reserves				
8.	Premiums received in advance	968,659		968,659	1,888,015
9.	General expenses due or accrued	2,384,653		2,384,653	1,998,801
10.1	Current federal and foreign income tax payable and interest thereon (including $...............0 on realized gains (losses))				
10.2	Net deferred tax liability				
11.	Ceded reinsurance premiums payable				
12.	Amounts withheld or retained for the account of others	1,611,150		1,611,150	1,653,347
13.	Remittances and items not allocated				
14.	Borrowed money (including $...............0 current) and interest thereon $...............0 (including $...............0 current)				
15.	Amounts due to parent, subsidiaries and affiliates	1,986,778		1,986,778	451
16.	Derivatives				
17.	Payable for securities				
18.	Payable for securities lending				
19.	Funds held under reinsurance treaties with ($...............0 authorized reinsurers, $...............0 unauthorized reinsurers and $...............0 certified reinsurers)				
20.	Reinsurance in unauthorized and certified ($...............0) companies				
21.	Net adjustments in assets and liabilities due to foreign exchange rates				
22.	Liability for amounts held under uninsured plans	6,711,853		6,711,853	6,262,702
23.	Aggregate write-ins for other liabilities (including $.........223,615 current)	223,615		223,615	245,766
24.	Total liabilities (Lines 1 to 23)	21,487,159		21,487,159	18,580,087
25.	Aggregate write-ins for special surplus funds	XXX	XXX	577,007	
26.	Common capital stock	XXX	XXX		
27.	Preferred capital stock	XXX	XXX		
28.	Gross paid in and contributed surplus	XXX	XXX	9,712,604	9,712,604
29.	Surplus notes	XXX	XXX		
30.	Aggregate write-ins for other than special surplus funds	XXX	XXX		
31.	Unassigned funds (surplus)	XXX	XXX	100,263,298	91,983,699
32.	Less treasury stock, at cost:				
	32.1 ....0 shares common (value included in Line 26 $...............0)	XXX	XXX		
	32.2 ....0 shares preferred (value included in Line 27 $...............0)	XXX	XXX		
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	110,552,909	101,696,303
34.	Total Liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	132,040,068	120,276,390
DETAILS OF WRITE-INS					
2301.	Uninsured Claim Admin Expense Reserve	223,615		223,615	245,766
2302.					
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page				
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)	223,615		223,615	245,766
2501.	2015 ACA Fee	XXX	XXX	577,007	
2502.		XXX	XXX		
2503.		XXX	XXX		
2598.	Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	577,007	
3001.		XXX	XXX		
3002.		XXX	XXX		
3003.		XXX	XXX		
3098.	Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX		

STATEMENT OF REVENUE AND EXPENSES

		Current Year To Date 1 Uncovered	Current Year To Date 2 Total	Prior Year To Date 3 Total	Prior Year Ended December 31 4 Total
1.	Member Months	X X X	3,726,924	3,342,843	6,682,012
2.	Net premium income (including $..............0 non-health premium income)	X X X	93,357,015	84,167,800	167,041,466
3.	Change in unearned premium reserves and reserves for rate credits	X X X			
4.	Fee-for-service (net of $..............0 medical expenses)	X X X			
5.	Risk revenue	X X X			
6.	Aggregate write-ins for other health care related revenues	X X X			
7.	Aggregate write-ins for other non-health revenues	X X X			
8.	Total revenues (Lines 2 to 7)	X X X	93,357,015	84,167,800	167,041,466
Hospital and Medical:					
9.	Hospital/medical benefits				
10.	Other professional services		81,087,728	73,223,902	141,853,212
11.	Outside referrals				
12.	Emergency room and out-of-area				
13.	Prescription drugs				
14.	Aggregate write-ins for other hospital and medical				
15.	Incentive pool, withhold adjustments and bonus amounts				
16.	Subtotal (Lines 9 to 15)		81,087,728	73,223,902	141,853,212
Less:					
17.	Net reinsurance recoveries				
18.	Total hospital and medical (Lines 16 minus 17)		81,087,728	73,223,902	141,853,212
19.	Non-health claims (net)				
20.	Claims adjustment expenses, including $..........60,148 cost containment expenses		1,946,354	2,723,869	3,307,223
21.	General administrative expenses		6,065,748	4,381,046	10,299,971
22.	Increase in reserves for life and accident and health contracts (including $..............0 increase in reserves for life only)				
23.	Total underwriting deductions (Lines 18 through 22)		89,099,830	80,328,817	155,460,406
24.	Net underwriting gain or (loss) (Lines 8 minus 23)	X X X	4,257,185	3,838,983	11,581,060
25.	Net investment income earned		1,106,523	900,588	2,161,395
26.	Net realized capital gains (losses) less capital gains tax of $..............0		621,738	905,540	1,399,420
27.	Net investment gains or (losses) (Lines 25 plus 26)		1,728,261	1,806,128	3,560,815
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered $..............0) (amount charged off $..............0)]		(712)	(491)	889
29.	Aggregate write-ins for other income or expenses			2,045	5,377
30.	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	X X X	5,984,734	5,646,665	15,148,141
31.	Federal and foreign income taxes incurred	X X X			
32.	Net income (loss) (Lines 30 minus 31)	X X X	5,984,734	5,646,665	15,148,141
DETAILS OF WRITE-INS					
0601.		X X X			
0602.		X X X			
0603.		X X X			
0698.	Summary of remaining write-ins for Line 6 from overflow page	X X X			
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	X X X			
0701.		X X X			
0702.		X X X			
0703.		X X X			
0798.	Summary of remaining write-ins for Line 7 from overflow page	X X X			
0799.	TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above)	X X X			
1401.					
1402.					
1403.					
1498.	Summary of remaining write-ins for Line 14 from overflow page				
1499.	TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)				
2901.	Miscellaneous Income (Expense)			2,045	5,377
2902.					
2903.					
2998.	Summary of remaining write-ins for Line 29 from overflow page				
2999.	TOTALS (Lines 2901 through 2903 plus 2998) (Line 29 above)			2,045	5,377

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CAPITAL & SURPLUS ACCOUNT			
33.	Capital and surplus prior reporting year	101,696,303	83,232,938	83,232,938
34.	Net income or (loss) from Line 32	5,984,734	5,646,665	15,148,141
35.	Change in valuation basis of aggregate policy and claim reserves			
36.	Change in net unrealized capital gains (losses) less capital gains tax of $...............0	2,676,858	1,085,582	4,185,665
37.	Change in net unrealized foreign exchange capital gain or (loss)			
38.	Change in net deferred income tax			
39.	Change in nonadmitted assets	195,014	(942,502)	(870,441)
40.	Change in unauthorized and certified reinsurance			
41.	Change in treasury stock			
42.	Change in surplus notes			
43.	Cumulative effect of changes in accounting principles			
44.	Capital Changes:			
	44.1 Paid in			
	44.2 Transferred from surplus (Stock Dividend)			
	44.3 Transferred to surplus			
45.	Surplus adjustments:			
	45.1 Paid in			
	45.2 Transferred to capital (Stock Dividend)			
	45.3 Transferred from capital			
46.	Dividends to stockholders			
47.	Aggregate write-ins for gains or (losses) in surplus			
48.	Net change in capital and surplus (Lines 34 to 47)	8,856,606	5,789,745	18,463,365
49.	Capital and surplus end of reporting period (Line 33 plus 48)	110,552,909	89,022,683	101,696,303
DETAILS OF WRITE-INS				
4701.				
4702.				
4703.				
4798.	Summary of remaining write-ins for Line 47 from overflow page			
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 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	92,538,042	83,167,060	167,624,160
2.	Net investment income	1,111,457	936,446	2,232,519
3.	Miscellaneous income		2,045	5,377
4.	TOTAL (Lines 1 to 3)	93,649,499	84,105,551	169,862,056
5.	Benefit and loss related payments	80,019,628	72,862,033	141,674,242
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	5,212,988	10,836,066	17,792,948
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..............0 tax on capital gains (losses)			
10.	TOTAL (Lines 5 through 9)	85,232,616	83,698,099	159,467,190
11.	Net cash from operations (Line 4 minus Line 10)	8,416,883	407,452	10,394,866
	Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	3,091,265	2,741,948	4,807,267
	12.2 Stocks	5,724,515	7,618,892	14,484,979
	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			
	12.7 Miscellaneous proceeds		2,585	2,585
	12.8 TOTAL investment proceeds (Lines 12.1 to 12.7)	8,815,780	10,363,425	19,294,831
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	13,983,306	4,333,687	6,499,571
	13.2 Stocks	13,263,635	9,478,059	23,193,173
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets			
	13.6 Miscellaneous applications			
	13.7 TOTAL investments acquired (Lines 13.1 to 13.6)	27,246,941	13,811,746	29,692,744
14.	Net increase (or decrease) in contract loans and premium notes			
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(18,431,161)	(3,448,321)	(10,397,913)
	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)	(42,198)	50,507	311,305
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(42,198)	50,507	311,305
	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)	(10,056,476)	(2,990,362)	308,258
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	12,086,328	11,778,070	11,778,070
	19.2 End of period (Line 18 plus Line 19.1)	2,029,852	8,787,708	12,086,328

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

20.0001				

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	554,603					554,603				
2. First Quarter	617,826					617,826				
3. Second Quarter	625,973					625,973				
4. Third Quarter										
5. Current Year										
6. Current Year Member Months	3,726,924					3,726,924				
Total Member Ambulatory Encounters for Period:										
7. Physician										
8. Non-Physician										
9. Total										
10. Hospital Patient Days Incurred										
11. Number of Inpatient Admissions										
12. Health Premiums Written (a)	93,357,015					93,357,015				
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	93,357,015					93,357,015				
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	80,019,627					80,019,627				
18. Amount Incurred for Provision of Health Care Services	81,087,728					81,087,728				

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees $..............0.

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 days	6 Over 120 Days	7 Total
0199999 Individually Listed Claims Unpaid						
0499999 Subtotals						
0599999 Unreported claims and other claim reserves						7,405,200
0799999 Total Claims Unpaid						7,405,200
0899999 Accrued Medical Incentive Pool And Bonus Amounts						

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5	6
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec 31 of Prior Year	4 On Claims Incurred During the Year	Claims Incurred in Prior Years (Columns 1+3)	Estimated Claim Reserve and Claim Liability Dec 31 of Prior Year
1. Comprehensive (hospital & medical)						
2. Medicare Supplement						
3. Dental only	5,781,304	74,238,323	287,100	7,118,100	6,068,404	6,337,100
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare						
7. Title XIX - Medicaid						
8. Other health						
9. Health subtotal (Lines 1 to 8)	5,781,304	74,238,323	287,100	7,118,100	6,068,404	6,337,100
10. Healthcare receivables (a)						
11. Other non-health						
12. Medical incentive pools and bonus amounts						
13. Totals (Lines 9 - 10 + 11 + 12)	5,781,304	74,238,323	287,100	7,118,100	6,068,404	6,337,100

(a) Excludes $..............0 loans or advances to providers not yet expensed.

Notes to Financial Statement

1. **Summary of Significant Accounting Policies**

A. Accounting Practices

The financial statements of Delta Dental Plan of Ohio (Company) are presented on the basis of accounting practices prescribed or permitted by the State of Ohio Insurance Department in accordance with the National Association of Insurance Commissioners (NAIC) *Accounting Practices and Procedures Manual*.

The State of Ohio Insurance 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 the Ohio Insurance Law. The NAIC *Accounting Practices and Procedures* manual has been adopted as a component of prescribed or permitted practices by the State of Ohio. The state has not adopted any accounting practices that differ from those found in NAIC SAP with regards to completion the Company's financial statement.

Description	June 30, 2014	December 31, 2013
Net Income, OH	$ 5,984,734	$ 15,148,141
Effect of OH prescribed practices		
Effect of OH permitted practices		
Net income, NAIC SAP	$ 5,984,734	$ 15,148,141

Description	June 30, 2014	December 31, 2013
Statutory Surplus, OH	$ 110,552,909	$ 101,696,303
Effect of OH prescribed practices		
Effect of OH permitted practices		
Policyholders Surplus, NAIC SAP	$ 110,552,909	$ 101,696,303

B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

C. Accounting Policy

Health premiums are earned ratably over the terms of the related insurance contracts or policies. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred.

In addition, the company uses the following accounting policies:

(1) Short-term investments are stated at amortized cost.
(2) Bonds not backed by other loans are stated at amortized cost using the interest method.
(3) Common stocks are recorded at market value except investments in stocks of uncombined subsidiaries and affiliates in which the Company has an interest of 20% or more are carried on the statutory equity basis.
(4) No preferred stocks are held as of June 30, 2014 and 2013.
(5) No mortgage loans on real estate are held as of June 30, 2014 and 2013.
(6) Loan backed securities are stated at amortized cost. The retrospective adjustment method is used to value MBS's and the scientific interest method is used to value CMO's.
(7) The Company carries its investment in a non-insurance affiliate at the audited GAAP equity basis adjusted to a statutory equity basis.
(8) The Company has no ownership interests in joint ventures, partnerships or limited liability companies as of June 30, 2014 and 2013.
(9) No derivatives are held as of June 30, 2014 and 2013.
(10) Not applicable.
(11) Unpaid losses and loss adjustment expenses include an amount determined from individual case estimates and loss reports and an amount, based on past experience, for losses incurred but not reported. Such liabilities are necessarily based on assumptions and estimates and while management believes the amount is adequate, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liability are continually reviewed and any adjustments are reflected in the period determined.
(12) The Company has not modified it capitalization policy from the prior period.
(13) Not applicable

Notes to Financial Statement

2. Accounting Changes and Corrections of Errors

A. 1. None.

2. None.

3. None.

4. None.

3. Business Combinations and Goodwill

No change.

4. Discontinued Operations

No change.

5. Investments

The Company owned no mortgage loans.
B. The Company had no investments in restructured debt.
C. The Company had no investments in reverse mortgages.
D. The Company had no investments in loan backed securities that are recorded at other-than-temporarily impaired values.
E. The Company had no repurchase agreements.
F. The Company does not have investments in real estate.
G. The Company has no investments in low-income housing tax credits (LIHTC).
H. Restricted Assets

(1) Restricted Assets (Including Pledged)

	1	2	3	4	5	6
Restricted Asset Category	**Total Gross Restricted from Current Year**	**Total Gross Restricted from Prior Year**	**Increase/ (Decrease) (1 minus 2)**	**Total Current Year Admitted Restricted**	**Percentage Gross Restricted to Total Assets**	**Percentage Admitted Restricted to Total Admitted Assets**
a. Subject to contractual obligation for which liability is not shown						
b. Collateral held under security lending agreements						
c. Subject to repurchase agreements						
d. Subject to reverse repurchase agreements						
e. Subject to dollar repurchase agreements						
f. Subject to dollar reverse repurchase agreements						
g. Placed under option contracts						
h. Letter stock or securities restricted as to sale						
j. On deposit with other regulatory bodies	$150,651	$150,715	$(64)	$150,651	0.112%	0.114%
k. Pledged as collateral not captured in other categories						
l. Other restricted assets						
m. Total Restricted Assets						

(2) & (3) – Not applicable

Notes to Financial Statement

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, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No change.

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

No change.

14. Contingencies

No change.

15. Leases

No change.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk

No change.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. The Company had no transfers of receivables reported as sales.
B. The Company had no transfer or servicing of Financial Assets.
C. The Company was not involved in any wash sales during the periods presented in these statements.

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

No material change.

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

No change.

Notes to Financial Statement

20. Fair Value Measurements

A. 1. Assets Measured at Fair Value on a Recurring Basis

Description	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Perpetual Preferred stock				
Industrial & Misc	$0	$0	$0	$0
Parent, Subs, and Affiliate	0	0	0	$0
Total Perpetual Preferred Stocks	$0	$0	$0	$0
Bonds				
U.S. Governments	$0	$7,975,706	$0	$7,975,706
Industrial & Misc	0	21,306,064	0	21,306,064
Hybrid Securities	0	0	0	0
Parent, Subs, and Affiliate	0	0	0	0
Total Bonds	$0	$29,281,770	$0	$29,281,770
Common stock				
Industrial & Misc	$80,706,557	$0	$0	$80,706,557
Parent, Subs, and Affiliate	0	0	0	0
Total Common Stocks	$80,706,557	$0	$0	$80,706,557
Derivative assets				
Interest rate contracts	$0	$0	$0	$0
Foreign exchange contracts	0	0	0	0
Credit contracts	0	0	0	0
Commodity futures contracts	0	0	0	0
Commodity forward contracts	0	0	0	0
Total Derivatives	$0	$0	$0	$0
Separate account assets	$0	$0	$0	$0
Total assets at fair value	$80,706,557	$29,281,770	$0	$109,988,327
b. Liabilities at fair value				
Derivative liabilities	$0	$0	$0	$0
Total liabilities at fair value	$0	$0	$0	$0

2. No change.
3. No change.
4. No change.
5. No change.

B. None.

C. None

D. None

21. Other Items

No change.

22. Events Subsequent

The Company has no events subsequent to June 30, 2014, that may have a material effect on these financial statements.

23. Reinsurance

No change.

24. Retrospectively Rated Contracts & Contracts Subject to Re-determination

No material change.

Notes to Financial Statement

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2013 were $6,531,005. As of June 30, 2014, $5,975,209 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Remaining reserves for prior years are now $287,100 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a $268,696 favorable prior-year gains development since December 31, 2013 to June 30, 2014. This decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims. The business to which this relates does not include retrospectively rated policies, therefore there was no return premium accrued as a result of the prior year effects.

26. Intercompany Pooling Arrangements

No change.

27. Structured Settlement

No change.

28. Health Care Receivables

No change.

29. Participating Policies

No change.

30. Premium Deficiency Reserves

No change.

31. Anticipated Salvage and Subrogation

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]
1.2 If yes, has the report been filed with the domiciliary state? Yes[ ] No[ ] N/A[X]

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: ....

3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes[X] No[ ]
If yes, complete Schedule Y, Parts 1 and 1A.
3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes[ ] No[X]
3.3 If the response to 3.2 is yes, provide a brief description of those changes:

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010
6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010
6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 05/21/2012
6.4 By what department or departments?
State of Ohio Department of Insurance
6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes[ ] No[ ] N/A[X]
6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes[X] No[ ] N/A[ ]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes[ ] No[X]
7.2 If yes, give full information

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes[ ] No[X]
8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes[ ] 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:
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[ ] 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

GENERAL INTERROGATORIES (Continued)

INVESTMENT

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	4,297,412	4,364,228
14.24	Short-Term Investments		
14.25	Mortgages Loans on Real Estate		
14.26	All Other	2,500,000	2,500,000
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	6,797,412	6,864,228
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? Yes[ ] No[ ] N/A[X]
If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 0
16.2 Total book/adjusted carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 0
16.3 Total payable for securities lending reported on the liability page $ 0

17. 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[ ]
17.1 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
Bank of America/Merrill Lynch	135. LaSalle St ., Chicago, IL 60603
Fifth Third Bank	P.O. Box 630900, Cincinnati, OH 45263-0900

17.2 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)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes[ ] No[X]
17.4 If yes, give full and complete information relating thereto:

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

17.5 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
108633	AEW REIT	Two Seaport Lane, Boston, MA 02210-2021
104859	Eaton Vance	P.O. Box 9653, Providence, RI 02940-9653
105360	Invesco Advisers, Inc.	1555 Peachtree Street, NE, Atlanta, GA 30309
107038	JPM International	270 Park Avenue, New York, NY 10017
74069	McDonnell Investment Management, LLC	1515 W 22nd St., 11th Fl., Oak Brook, IL 60523
2908	Neuberger Berman, LLC, Managed Account Group	605 Third Ave., New York, NY 10158-3698
121876	NWQ Investment Management	2049 Century Park East 4th Floor, Los Angeles, CA 90067

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes[X] No[ ]
18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1	A&H loss percent	87.000%
1.2	A&H cost containment percent	0.000%
1.3	A&H expense percent excluding cost containment expenses	6.000%

2.1	Do you act as a custodian for health savings accounts?	Yes[ ] No[X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.	$ 0
2.3	Do you act as an administrator for health savings accounts?	Yes[ ] No[X]
2.4	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 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
			NONE					

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

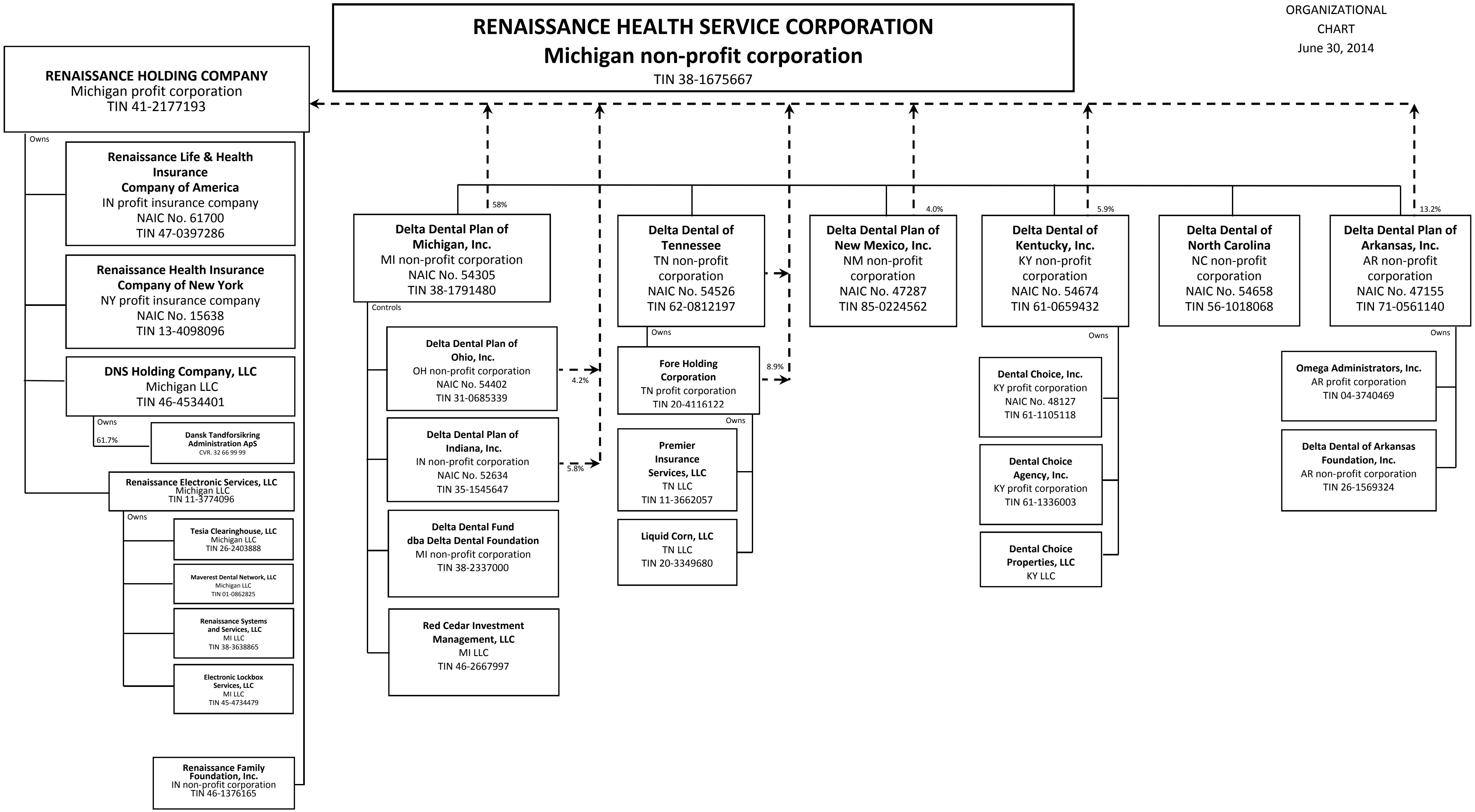
			Direct Business Only							
		1	2	3	4	5	6	7	8	9
	State, Etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
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)	N								
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	93,357,015						93,357,015	
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)	N								
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 (CAN)	N								
58.	Aggregate other alien (OT)	XXX								
59.	Subtotal	XXX	93,357,015						93,357,015	
60.	Reporting entity contributions for Employee Benefit Plans	XXX								
61.	Total (Direct Business)	(a) 1	93,357,015						93,357,015	
DETAILS OF WRITE-INS										
5801.		XXX								
5802.		XXX								
5803.		XXX								
5898.	Summary of remaining write-ins for Line 58 from overflow page	XXX								
5899.	TOTALS (Lines 5801 through 5803 plus 5898) (Line 58 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

ORGANIZATIONAL
CHART
June 30, 2014



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 *
		0	38-1675667				Renaissance Health Service Corporation	MI	UIP					
		0	46-1376165				Renaissance Family Foundation, Inc.	IN	NIA					
		0	41-2177193				Renaissance Holding Company	MI	NIA	Delta Dental Plan of Michigan, Inc.	Ownership	58.0	Renaissance Health Service Corporation	
		0	41-2177193				Renaissance Holding Company	MI	NIA	Delta Dental Plan of Ohio, Inc.	Ownership	4.2	Renaissance Health Service Corporation	
		0	41-2177193				Renaissance Holding Company	MI	NIA	Delta Dental Plan of Indiana, Inc.	Ownership	5.8	Renaissance Health Service Corporation	
		0	41-2177193				Renaissance Holding Company	MI	NIA	Fore Holding Corporation	Ownership	8.9	Renaissance Health Service Corporation	
		0	41-2177193				Renaissance Holding Company	MI	NIA	Delta Dental of Kentucky, Inc.	Ownership	5.9	Renaissance Health Service Corporation	
		0	41-2177193				Renaissance Holding Company	MI	NIA	Delta Dental Plan of New Mexico, Inc.	Ownership	4.0	Renaissance Health Service Corporation	
		0	41-2177193				Renaissance Holding Company	MI	NIA	Delta Dental Plan of Arkansas, Inc.	Ownership	13.2	Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	61700	47-0397286				Renaissance Life & Health Insurance Company of America	IN	IA	Renaissance Holding Company	Ownership	100.0	Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	15638	13-4098096				Renaissance Health Insurance Company of New York	NY	IA	Renaissance Holding Company	Ownership	100.0	Renaissance Health Service Corporation	
		0	46-4534401				DNS Holding Company, LLC	MI	NIA	Renaissance Holding Company	Ownership	100.0	Renaissance Health Service Corporation	
		0	32669999				Dansk Tandforsikring Administration ApS	DK	NIA	DNS Holding Company, LLC	Ownership	61.7	Renaissance Health Service Corporation	
		0	26-2403888				Tesia Clearinghouse, LLC	MI	NIA	Renaissance Electronic Services, LLC	Ownership	100.0	Renaissance Health Service Corporation	
		0	11-3774096				Renaissance Electronic Services, LLC	MI	NIA	Renaissance Holding Company	Ownership	100.0	Renaissance Health Service Corporation	
		0	01-0862825				Maverest Dental Network, LLC	MI	NIA	Renaissance Electronic Services, LLC	Ownership	100.0	Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	54305	38-1791480				Delta Dental Plan of Michigan, Inc.	MI	UDP	Renaissance Health Service Corporation	Board of Directors		Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	54402	31-0685339				Delta Dental Plan of Ohio, Inc.	OH	UDP	Delta Dental Plan of Michigan, Inc.	Board of Directors		Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	52634	35-1545647				Delta Dental Plan of Indiana, Inc.	IN	IA	Delta Dental Plan of Michigan, Inc.	Board of Directors		Renaissance Health Service Corporation	
		0	38-2337000				Delta Dental Fund dba Delta Dental Foundation	MI	NIA	Delta Dental Plan of Michigan, Inc.	Board of Directors		Renaissance Health Service Corporation	
		0	46-2667997				Red Cedar Investment Management, LLC	MI	NIA	Delta Dental Plan of Michigan, Inc.	Board of Directors		Renaissance Health Service Corporation	
		0	38-3638865				Renaissance Systems and Services, LLC	MI	NIA	Renaissance Electronic Services, LLC	Ownership	100.0	Renaissance Health Service Corporation	
		0	45-4734479				Electronic Lockbox Services, LLC	MI	NIA	Renaissance Electronic Services, LLC	Ownership	100.0	Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	54526	62-0812197				Delta Dental of Tennessee	TN	IA	Renaissance Health Service Corporation	Board of Directors		Renaissance Health Service Corporation	

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	FEDERAL RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity / Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies) / Person(s)	*
		0	20-4116122				Fore Holding Corporation	TN	NIA	Delta Dental of Tennessee	Ownership	100.0	Renaissance Health Service Corporation	
		0	11-3662057				Premier Insurance Services, LLC	TN	NIA	Delta Dental of Tennessee	Ownership	100.0	Renaissance Health Service Corporation	
		0	20-3349680				Liquid Corn, LLC	TN	NIA	Delta Dental of Tennessee	Ownership	100.0	Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	47287	85-0224562				Delta Dental Plan of New Mexico, Inc.	NM	IA	Renaissance Health Service Corporation	Board of Directors		Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	54674	61-0659432				Delta Dental of Kentucky, Inc.	KY	IA	Renaissance Health Service Corporation	Board of Directors		Renaissance Health Service Corporation	
		0	61-1336003				Dental Choice Agency, Inc.	KY	NIA	Delta Dental of Kentucky, Inc.	Ownership	100.0	Renaissance Health Service Corporation	
		48127	61-1105118				Dental Choice Inc.	KY	NIA	Delta Dental of Kentucky, Inc.	Ownership	100.0	Renaissance Health Service Corporation	
		0					Dental Choice Properties, LLC	KY	NIA	Delta Dental of Kentucky, Inc.	Ownership	100.0	Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	54658	56-1018068				Delta Dental of North Carolina	NC	IA	Renaissance Health Service Corporation	Board of Directors		Renaissance Health Service Corporation	
477	Renaissance Health Service Corporation	47155	71-0561140				Delta Dental Plan of Arkansas, Inc.	AR	IA	Renaissance Health Service Corporation	Board of Directors		Renaissance Health Service Corporation	
		0	04-3740469				Omega Administrators, Inc.	AR	NIA	Delta Dental Plan of Arkansas, Inc.	Ownership	100.0	Renaissance Health Service Corporation	
		0	26-1569324				Delta Dental of Arkansas Foundation, Inc.	AR	NIA	Delta Dental Plan of Arkansas, Inc.	Board of Directors		Renaissance Health Service Corporation	

Asterisk	Explanation
0000001	Footnote

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 Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	No

Explanations:

Bar Codes:

Medicare Part D Coverage Supplement

54402201436500002 2014 Document Code: 365

OVERFLOW PAGE FOR WRITE-INS

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)		

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year To Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year		
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 and commitment fees		
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 (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)		

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	2,500,000	2,500,000
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)	2,500,000	2,500,000
12. Deduct total nonadmitted amounts	2,294,807	2,500,000
13. Statement value at end of current period (Line 11 minus Line 12)	205,193	

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	91,897,193	75,976,858
2. Cost of bonds and stocks acquired	27,246,941	29,692,744
3. Accrual of discount	7,798	12,455
4. Unrealized valuation increase (decrease)	2,676,858	4,185,665
5. Total gain (loss) on disposals	621,737	1,399,420
6. Deduct consideration for bonds and stocks disposed of	8,815,780	19,292,246
7. Deduct amortization of premium	31,725	77,703
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)	113,603,022	91,897,193
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	113,603,022	91,897,193

SCHEDULE D - PART 1B

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

NAIC Designation	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. NAIC 1 (a)	25,375,402	5,585,547	937,696	12,733	25,375,402	30,035,986		22,786,741
2. NAIC 2 (a)	1,001,182	14,768	119,706	(2,082)	1,001,182	894,162		1,095,115
3. NAIC 3 (a)								
4. NAIC 4 (a)								
5. NAIC 5 (a)								
6. NAIC 6 (a)								
7. Total Bonds	26,376,584	5,600,315	1,057,402	10,651	26,376,584	30,930,148		23,881,856
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	26,376,584	5,600,315	1,057,402	10,651	26,376,584	30,930,148		23,881,856

(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 $.......2,397,911; 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	2,397,911	X X X	2,397,911	1,749	

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	6,205,633	17,426,770
2.	Cost of short-term investments acquired	30,721	3,019,876
3.	Accrual of discount		
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals		
6.	Deduct consideration received on disposals	3,838,443	14,241,013
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)	2,397,911	6,205,633
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	2,397,911	6,205,633

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									
912828UJ7	UNITED STATES TREAS NTS		04/04/2014	McDonnell	XXX	118,022	120,000		1
912828WK2	UNITED STATES TREAS NTS		04/03/2014	McDonnell	XXX	199,949	200,000		1
912810QY7	US TREASURY		05/30/2014	McDonnell	XXX	206,373	230,000		1
0599999 Subtotal - Bonds - U.S. Governments					XXX	524,344	550,000		XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00440EAJ6	ACE INA HOLDINGS		06/24/2014	McDonnell	XXX	16,743	15,000	314	1FE
161571GL2	CHASE ISSUANCE TR 2014-3A 2018		04/01/2014	McDonnell	XXX	125,000	125,000		1
172967HM6	CITIGROUP INC SR NT 2.55%19		04/04/2014	McDonnell	XXX	90,063	90,000	6	1
22303QAL4	COVIDIEN INTL FIN S A GTD SR N		05/08/2014	McDonnell	XXX	16,418	15,000	259	1FE
25470DAH2	DISCOVERY COMMUNICATIONS		05/09/2014	McDonnell	XXX	14,768	15,000	58	2FE
464288513	ISHARES H/Y CORP BOND FUND		06/10/2014	Bank of America	XXX	642,856			1
464287226	ISHARES LEHMAN AGG BOND		06/10/2014	Bank of America	XXX	1,340,922			1
46625HJX9	JPMORGAN CHASE & CO SR GLBL NT		06/17/2014	McDonnell	XXX	99,898	100,000	373	1FE
55616XAL1	MACYS RETAIL HLDGS INC SR NT 3		05/20/2014	McDonnell	XXX	64,934	65,000		1
73936Q835	POWERSHARES INT CORP BOND		06/10/2014	VARIOUS	XXX	576,929			1
74005PAZ7	PRAXAIR INC		05/13/2014	McDonnell	XXX	15,257	15,000	94	1FE
921937835	VANGUARD TOTAL BOND MARKET		06/10/2014	Bank of America	XXX	1,250,796			1
98158LAC1	WORLD OMNI AUTO TR 2014-A 2019		04/15/2014	McDonnell	XXX	124,984	125,000		1
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	4,379,568	565,000	1,104	XXX
8399997 Subtotal - Bonds - Part 3					XXX	4,903,912	1,115,000	1,104	XXX
8399999 Subtotal - Bonds					XXX	4,903,912	1,115,000	1,104	XXX
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
00287Y109	ABBVIE INC		06/17/2014	MERRILL LYNCH	714.000	38,596	XXX		L
008252108	AFFILIATED MANAGERS		05/05/2014	MERRILL LYNCH	194.000	37,980	XXX		L
008916108	AGRIUM INC		05/16/2014	MERRILL LYNCH	181.000	16,556	XXX		L
014491104	ALEXANDER AND BALDWIN INC		05/06/2014	MERRILL LYNCH	429.000	17,025	XXX		L
020002101	ALLSTATE		04/01/2014	MERRILL LYNCH	505.000	28,446	XXX		L
03027X100	AMERICAN TOWER		04/01/2014	MERRILL LYNCH	71.000	5,767	XXX		L
032511107	ANADARKO PETE CORP		05/02/2014	MERRILL LYNCH	169.000	16,892	XXX		L
037411105	Apache Corp.		06/18/2014	MERRILL LYNCH	586.000	57,530	XXX		L
052528304	AUST NW ZBG ADR		06/19/2014	MERRILL LYNCH	93.000	2,998	XXX		L
05381L101	AVIV REIT INC		06/05/2014	MERRILL LYNCH	547.000	15,739	XXX		L
054303102	AVON PRODUCT INC		05/06/2014	MERRILL LYNCH	960.000	12,942	XXX		L
06738E204	BARCLAYS PLC ADR		05/09/2014	MERRILL LYNCH	668.000	11,535	XXX		L
097023105	BOEING CO		04/01/2014	MERRILL LYNCH	83.000	10,620	XXX		L
055622104	BP Amoco PLC Sponsored ADR		04/01/2014	MERRILL LYNCH	129.000	6,196	XXX		L
10552T107	BRF SA ADR		04/16/2014	MERRILL LYNCH	300.000	6,503	XXX		L
110448107	BRITISH AMN TOBACO SPADR		05/19/2014	MERRILL LYNCH	98.000	11,638	XXX		L
111013108	BRITISH SKY BDCT SPD ADR		04/16/2014	MERRILL LYNCH	54.000	3,195	XXX		L
12541W209	C.H. Robinson Worldwide		06/17/2014	MERRILL LYNCH	1,214.000	75,116	XXX		L
133131102	CAMDEN PPTY TR SH BEN INT		06/04/2014	MERRILL LYNCH	118.000	8,339	XXX		L
149123101	CATERPILLAR INC.		06/01/2014	MERRILL LYNCH	379.000	39,238	XXX		L
172967424	CITIGROUP INC COM NEW		04/01/2014	MERRILL LYNCH	303.000	14,575	XXX		L
20825C104	Conocophillips		05/02/2014	MERRILL LYNCH	656.000	50,222	XXX		L
219350105	Corning Inc		06/17/2014	MERRILL LYNCH	653.000	13,899	XXX		L
G2554F113	COVIDIEN LTD		05/12/2014	MERRILL LYNCH	340.000	24,520	XXX		L
G27823106	DELPHI AUTOMOTIVE		04/01/2014	MERRILL LYNCH	413.000	28,696	XXX		L
251542106	DEUTSCHE BOERSE AG SHS		05/12/2014	MERRILL LYNCH	433.000	3,333	XXX		L
25179M103	DEVON ENERGY CORP		06/01/2014	MERRILL LYNCH	1,303.000	92,893	XXX		L

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)
256677105	DOLLAR GENERAL CORP		04/01/2014	MERRILL LYNCH	72.000	4,054	XXX		L
G29183103	EATON CORP		04/01/2014	MERRILL LYNCH	200.000	15,094	XXX		L
285039103	ELECTRICITE DE FRANCE		04/08/2014	MERRILL LYNCH	590.000	4,694	XXX		L
291011104	EMERSON ELECTRIC CO		06/01/2014	MERRILL LYNCH	570.000	38,404	XXX		L
294821608	ERICSSON LM TEL CL B ADR		06/18/2014	MERRILL LYNCH	6,410.000	81,022	XXX		L
297178105	ESSEX PPTY TR INC COM		04/03/2014	MERRILL LYNCH	171.000	34,078	XXX		L
339041105	FLEETCOR TECHNOLOGIS INC		06/09/2014	MERRILL LYNCH	621.000	77,026	XXX		L
36318L104	GALAXY ENTMT GROUP TLD		06/11/2014	MERRILL LYNCH	113.000	9,361	XXX		L
38259P706	GOOGLE INC SHS		04/08/2014	Undefined	166.000	51,720	XXX		L
39137B109	GREAT WALL MOTOR CO		06/11/2014	MERRILL LYNCH	245.000	9,794	XXX		L
406216101	HALLIBURTON COMPANY		04/23/2014	MERRILL LYNCH	585.000	37,349	XXX		L
40414L109	HCP INC COM		06/04/2014	MERRILL LYNCH	219.000	9,145	XXX		L
437076102	HOME DEPOT INC		06/10/2014	MERRILL LYNCH	769.000	62,102	XXX		L
456837103	Ing Group NV Netherlands		04/04/2014	MERRILL LYNCH	327.000	4,841	XXX		L
G47791101	Ingersoll-Rand Co Ltd		04/08/2014	MERRILL LYNCH	278.000	15,293	XXX		L
460690100	INTERPUBLIC GROUP OF COS INC		04/25/2014	MERRILL LYNCH	1,089.000	18,903	XXX		L
46625H100	JP MORGAN CHASE & CO		04/01/2014	MERRILL LYNCH	184.000	11,170	XXX		L
4812A4831	JPMORGAN TR I INTL VA SMA SH		04/07/2014	MERRILL LYNCH	1,031.000	14,166	XXX		L
46626D108	JSC MMC NORILSK NCKL ADR		06/19/2014	MERRILL LYNCH	608.000	12,119	XXX		L
500458401	KOMATSU NEW NEW SPNSDARD		04/14/2014	MERRILL LYNCH	153.000	3,180	XXX		L
48268K101	KT CORP SPONSORED ADR		04/15/2014	MERRILL LYNCH	742.000	11,464	XXX		L
50540R409	LABORATORY CP AMER HLDGS		04/04/2014	MERRILL LYNCH	369.000	37,767	XXX		L
535919203	LIONS GATE ENTMT		05/05/2014	MERRILL LYNCH	896.000	23,612	XXX		L
N53745100	LYONDELLBASELL INDUSTRIES		06/05/2014	MERRILL LYNCH	186.000	18,440	XXX		L
565849106	MARATHON OIL CORP		05/02/2014	MERRILL LYNCH	316.000	11,544	XXX		L
59156R108	METLIFE INC		04/01/2014	MERRILL LYNCH	322.000	17,211	XXX		L
606783207	MITSUBISHI ESTATE		05/08/2014	MERRILL LYNCH	884.000	19,989	XXX		L
606822104	Mitsubishi UFJ Financial		06/20/2014	MERRILL LYNCH	832.000	5,207	XXX		L
608190104	MOHAWK INDUSTRIES		06/01/2014	MERRILL LYNCH	139.000	18,948	XXX		L
65339F101	NEXTERA ENERGY INC SHS		04/17/2014	MERRILL LYNCH	155.000	15,087	XXX		L
65535H208	Nomura Holdings Inc ADR		06/20/2014	MERRILL LYNCH	635.000	4,678	XXX		L
656531605	NORSK HYDRO		05/08/2014	MERRILL LYNCH	3,176.000	16,738	XXX		L
674599105	OCCIDENTAL PETE CORP CAL		06/10/2014	MERRILL LYNCH	245.000	24,477	XXX		L
693475105	PNC BANK CORP		04/01/2014	MERRILL LYNCH	331.000	28,873	XXX		L
73328P106	PORSCHE AUTOMOBIL		04/11/2014	MERRILL LYNCH	2,101.000	22,909	XXX		L
73942H100	PRADA		06/10/2014	MERRILL LYNCH	214.000	3,026	XXX		L
74340W103	PROLOGIS INC COM		05/05/2014	MERRILL LYNCH	195.000	8,029	XXX		L
744320102	Prudential Financial		04/01/2014	MERRILL LYNCH	277.000	23,756	XXX		L
7591EP100	REGIONS FINL CORP		04/01/2014	MERRILL LYNCH	1,315.000	14,763	XXX		L
76169C100	REXFORD INDL RLTY		05/12/2014	MERRILL LYNCH	781.000	11,130	XXX		L
780259206	ROYAL DUTCH SHELL PLC		06/16/2014	MERRILL LYNCH	81.000	6,539	XXX		L
783513104	RYANAIR HOLDINGS		04/09/2014	MERRILL LYNCH	65.000	3,794	XXX		L
803054204	SAP AG SHS		05/05/2014	MERRILL LYNCH	48.000	3,774	XXX		L
80687P106	SCHNEIDER ELEC SA		05/07/2014	MERRILL LYNCH	171.000	3,203	XXX		L
82481R106	SHIRE PLC-ADR		04/10/2014	MERRILL LYNCH	21.000	3,109	XXX		L
828806109	SIMON PROPERTY GROUP DEL		04/01/2014	MERRILL LYNCH	114.000	18,708	XXX		L
85590A401	STARWOOD HOTELS		06/18/2014	MERRILL LYNCH	481.000	38,580	XXX		L
85771P102	STATOILHYDRO ASA		06/16/2014	MERRILL LYNCH	900.000	26,157	XXX		L
867224107	SUNCOR ENERGY-NEW		05/01/2014	MERRILL LYNCH	83.000	3,204	XXX		L
87612E106	TARGET CORP		05/22/2014	MERRILL LYNCH	380.000	21,245	XXX		L
880770102	TERADYNE INC		05/21/2014	MERRILL LYNCH	2,566.000	45,668	XXX		L
881609101	TESORO CORP		05/09/2014	MERRILL LYNCH	691.000	37,035	XXX		L
881624209	Teva Pharmaceutical Ind ADR		05/19/2014	MERRILL LYNCH	61.000	3,048	XXX		L
254687106	THE WALT DISNEY CO		06/01/2014	MERRILL LYNCH	146.000	12,261	XXX		L

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)
883556102	THERMO ELECTRON CORP		05/12/2014	MERRILL LYNCH	249.000	29,520	X X X		L
872540109	TJX COS INC NEW		06/10/2014	MERRILL LYNCH	1,239.000	71,643	X X X		L
892331307	TOYOTA MOTOR CORP ADR		06/19/2014	MERRILL LYNCH	226.000	25,836	X X X		L
900148701	TURKIYE GRTI BK SPN ADR		04/02/2014	MERRILL LYNCH	3,307.000	12,001	X X X		L
H89231338	UBS AG		05/06/2014	MERRILL LYNCH	304.000	6,242	X X X		L
911271302	UNTD OVERSEAS BK SPN ADR		05/16/2014	MERRILL LYNCH	563.000	20,343	X X X		L
928563402	VMWARE INC		04/25/2014	MERRILL LYNCH	184.000	17,561	X X X		L
92857W308	VODAFONE GROUP		04/08/2014	MERRILL LYNCH	98.000	3,527	X X X		L
939647103	WASHINGTON PRIME GRP		06/12/2014	Undefined	986.000	17,878	X X X		L
977868306	WOLSELEY		04/23/2014	MERRILL LYNCH	826.000	4,764	X X X		L
92937A102	WPP PLC NEW/ADR		05/09/2014	MERRILL LYNCH	30.000	3,235	X X X		L
985817105	YELP INC		04/10/2014	MERRILL LYNCH	540.000	36,357	X X X		L
989825104	ZURICH INSURANCE GROUP		06/01/2014	MERRILL LYNCH	1,027.000	30,489	X X X		L
76026T205	Repsol S A Spns Adr	F	05/22/2014	MERRILL LYNCH	168.000	4,676	X X X		L
9099999 Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					X X X	2,012,549	X X X		X X X
Common Stocks - Mutual Funds									
057071870	BAIRD CORE PLUS BOND FUND		06/25/2014	Bank of America	47,009.965	519,933	X X X		L
057071409	BAIRD SHORT TERM BOND FUND		06/25/2014	Bank of America	1,177.573	11,457	X X X		L
256210105	Dodge & Cox		06/10/2014	Bank of America	35,971.223	500,000	X X X		L
31420B300	FEDERATED INST HIGH YLD BOND		06/01/2014	Bank of America	2,745.603	28,463	X X X		L
464287614	ISHARES RUSSELL 1000 GROWTH		05/01/2014	Bank of America	6,508.000	556,931	X X X		L
464287598	Ishares Russell 1000 Value Indx Fd		04/16/2014	Bank of America	4,071.000	390,386	X X X		L
4812C1330	JP MORGAN SHORT DURAT BOND-SL		06/26/2014	Bank of America	347.770	3,792	X X X		L
68381F607	OPPENHEIMER MAIN ST S/M C-I		04/16/2014	Bank of America	11,216.964	365,000	X X X		L
808524201	SCHWAB US LARGE_CAP		04/16/2014	Bank of America	14,330.000	635,679	X X X		L
921909784	VANGUARD (NEW) TOTAL INTERNAT'L ST		05/01/2014	Bank of America	1,276.860	145,000	X X X		L
9299999 Subtotal - Common Stocks - Mutual Funds					X X X	3,156,641	X X X		X X X
Common Stocks - Money Market Mutual Funds									
111111118	BBIF Money Fund		03/30/2014	Merrill Lynch	323,340.000	323,340	X X X		K
9399999 Subtotal - Common Stocks - Money Market Mutual Funds					X X X	323,340	X X X		X X X
9799997 Subtotal - Common Stocks - Part 3					X X X	5,492,530	X X X		X X X
9799999 Subtotal - Common Stocks					X X X	5,492,530	X X X		X X X
9899999 Subtotal - Preferred and Common Stocks					X X X	5,492,530	X X X		X X X
9999999 Total - Bonds, Preferred and Common Stocks					X X X	10,396,442	X X X	1,104	X X X

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments																					
38373MR44	GNMA CMO 2008-14		04/16/2014	VARIOUS	XXX	3,441	3,441	3,640	3,913		2,616		2,616		6,529		(3,088)	(3,088)	57	10/16/2042	1
38376GC24	GNMA CMO 2011		06/16/2014	PRINCIPAL RECEIPT	XXX	1,242	1,242	1,234	1,235		7		7		1,242				9	04/16/2032	1
38376GL57	GNMA CMO 2011		06/16/2014	PRINCIPAL RECEIPT	XXX	10,696	10,696	10,754	10,746		(50)		(50)		10,696				89	12/16/2035	1
38378BQQ5	GNMA CMO 2012		06/16/2014	PRINCIPAL RECEIPT	XXX	522	522	527	527		(5)		(5)		522				3	03/16/2040	1
38378B7E3	GNMA CMO 2013		06/16/2014	PRINCIPAL RECEIPT	XXX	643	643	640	640		3		3		643				4	05/16/2046	1
38378KWU9	GNMA CMO 2013-96		06/16/2014	PRINCIPAL RECEIPT	XXX	726	726	718	718		8		8		726				3	11/16/2041	1
38374USR3	GNMA REMIC TRUST 2009-29 20340		06/16/2014	PRINCIPAL RECEIPT	XXX	3,139	3,139	3,316	3,854		(715)		(715)		3,139				52	06/16/2034	1
38376GVY3	GNMA REMIC TRUST 2010-122 2037		06/16/2014	PRINCIPAL RECEIPT	XXX	293	293	299	298		(5)		(5)		293				2	11/16/2037	1
38376GRF9	GNMA REMIC TRUST 2010-71		06/16/2014	VARIOUS	XXX	6,594	6,594	6,660	6,651		(4)		(4)		6,647		(53)	(53)	113	03/16/2039	1
38378BSP5	GNMA REMIC TRUST 2012-46 20381		06/16/2014	PRINCIPAL RECEIPT	XXX	8,252	8,252	8,335	8,326		(74)		(74)		8,252				50	11/16/2038	1
38376GJ35	GNT 2011-47A CMO 2011		06/16/2014	PRINCIPAL RECEIPT	XXX	6,111	6,111	6,164	6,156		(45)		(45)		6,111				52	04/16/2032	1
912828HN3	TSY INFL IX N/B		04/04/2014	McDonnell	XXX	145,686	120,000	121,174	127,437		909		909		128,346		17,340	17,340	1,086	01/15/2018	1
0599999 Subtotal - Bonds - U.S. Governments					XXX	187,345	161,659	163,461	170,501		2,645		2,645		173,146		14,199	14,199	1,520	XXX	XXX
Bonds - U.S. Special Revenue, Special Assessment																					
3137EACM9	FEDERAL HOME LN MTG CORP		05/30/2014	McDonnell	XXX	204,616	200,000	207,700	204,419		(847)		(847)		203,572		1,044	1,044	1,750	09/10/2015	1
312932ZG4	FHLMC A8 6143		06/16/2014	PRINCIPAL RECEIPT	XXX	151	151	155	154		(4)		(4)		151				3	05/01/2039	1
312934M58	FHLMC A8 7580		06/16/2014	PRINCIPAL RECEIPT	XXX	2,192	2,192	2,226	2,222		(29)		(29)		2,192				44	07/01/2039	1
312936KB2	FHLMC A8 9290		06/16/2014	PRINCIPAL RECEIPT	XXX	1,078	1,078	1,117	1,112		(34)		(34)		1,078				20	10/01/2039	1
3137A1TK9	FHLMC CMO 2010 - 3725		06/16/2014	PRINCIPAL RECEIPT	XXX	1,063	1,063	1,111	1,099		(37)		(37)		1,063				14	09/15/2024	1
3137AA5U3	FHLMC CMO 2011		06/16/2014	PRINCIPAL RECEIPT	XXX	1,483	1,483	1,533	1,522		(39)		(39)		1,483				18	07/15/2025	1
3128MJGB0	FHLMC GO 8193		06/16/2014	PRINCIPAL RECEIPT	XXX	1,696	1,696	1,775	1,768		(72)		(72)		1,696				37	04/01/2037	1
31292SBY5	FHLMC PC GOLD CASH 30		06/16/2014	PRINCIPAL RECEIPT	XXX	5,381	5,381	5,558			(177)		(177)		5,381				61	12/01/2043	1
31292SA83	FHLMC PC GOLD CASH 30		06/16/2014	PRINCIPAL RECEIPT	XXX	1,101	1,101	1,090	1,091		11		11		1,101				9	02/01/2043	1
31292SB25	FHLMC PC GOLD CASH 30		06/16/2014	PRINCIPAL RECEIPT	XXX	3,147	3,147	3,275			(128)		(128)		3,147				41	01/01/2044	1
3128MMRN5	FHLMC PC GOLD COMB 15		06/16/2014	PRINCIPAL RECEIPT	XXX	5,030	5,030	5,146			(116)		(116)		5,030				38	01/01/2029	1
3128M8NA8	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	7,927	7,927	8,656	8,654		(727)		(727)		7,927				149	08/01/2040	1
3128MJQ78	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	4,870	4,870	4,871	4,871		(2)		(2)		4,870				57	02/01/2042	1
3128MJS35	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	2,784	2,784	2,656	2,656		129		129		2,784				28	07/01/2043	1
3128MJT26	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	4,995	4,995	5,344			(349)		(349)		4,995				58	01/01/2044	1
3128MJT67	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	2,146	2,146	2,166			(20)		(20)		2,146				13	02/01/2044	1
3128MJT75	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	2,655	2,655	2,771			(116)		(116)		2,655				21	02/01/2044	1
3128MJTH3	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	2,991	2,991	3,117	3,117		(125)		(125)		2,991				40	10/01/2043	1
3128MJTU4	FHLMC PC GOLD COMB 30		06/16/2014	PRINCIPAL RECEIPT	XXX	1,381	1,381	1,378			3		3		1,381				12	01/01/2044	1
312940EU9	FHLMC PC GOLD COMB 30 5.000 20		06/16/2014	PRINCIPAL RECEIPT	XXX	3,796	3,796	3,925	3,908		(112)		(112)		3,796				73	04/01/2040	1
3132JA6N0	FHLMC PC GOLD PC 30YR		06/16/2014	PRINCIPAL RECEIPT	XXX	5,258	5,258	5,290			(32)		(32)		5,258				52	06/01/2043	1
3132JNZ26	FHLMC PC GOLD PC 30YR		06/16/2014	PRINCIPAL RECEIPT	XXX	1,946	1,946	1,934	1,934		12		12		1,946				27	09/01/2043	1
3137A5LS1	FHLMC REMIC SERIES 3795		06/16/2014	PRINCIPAL RECEIPT	XXX	2,841	2,841	2,917	2,997		(156)		(156)		2,841				38	03/24/2015	1
3137A8FP8	FLHMC CMO 2011		06/16/2014	PRINCIPAL RECEIPT	XXX	1,507	1,507	1,554	1,545		(38)		(38)		1,507				20	02/15/2025	1
31416TDX4	FN AA9117		06/25/2014	PRINCIPAL RECEIPT	XXX	1,404	1,404	1,395	1,395		9		9		1,404				20	07/01/2039	1
31417CB95	FNMA PAB 5463		06/25/2014	PRINCIPAL RECEIPT	XXX	1,626	1,626	1,693	1,691		(65)		(65)		1,626				16	06/01/2042	1
31398MAQ9	FNMA 2010-9		06/25/2014	PRINCIPAL RECEIPT	XXX	1,773	1,773	1,796	1,789		(16)		(16)		1,773				20	01/25/2024	1
31403DUB3	FNMA P745878		06/25/2014	PRINCIPAL RECEIPT	XXX	2,321	2,321	2,447	2,431		(110)		(110)		2,321				46	10/01/2036	1
31410KXY5	FNMA P889995		06/25/2014	PRINCIPAL RECEIPT	XXX	2,297	2,297	2,433	2,417		(120)		(120)		2,297				43	09/01/2038	1
31410XGC4	FNMA P900295		06/25/2014	PRINCIPAL RECEIPT	XXX	74	74	77	77		(3)		(3)		74				2	09/01/2036	1
31416A4W7	FNMA P994637		06/25/2014	PRINCIPAL RECEIPT	XXX	2,495	2,495	2,697	2,684		(188)		(188)		2,495				45	11/01/2038	1
31416H4V4	FNMA PAA0835		06/25/2014	PRINCIPAL RECEIPT	XXX	322	322	327	327		(5)		(5)		322				5	01/01/2039	1
31416SWB3	FNMA PAA8741		06/25/2014	PRINCIPAL RECEIPT	XXX	1,336	1,336	1,376	1,372		(36)		(36)		1,336				20	07/01/2039	1
31417LBR5	FNMA PAC1847		06/25/2014	PRINCIPAL RECEIPT	XXX	620	620	631	628		(8)		(8)		620				10	09/01/2024	1
31417LD36	FNMA PAC1921		06/25/2014	PRINCIPAL RECEIPT	XXX	1,765	1,765	1,778	1,776		(11)		(11)		1,765				24	09/01/2039	1
31417NAQ4	FNMA PAC3614		06/25/2014	PRINCIPAL RECEIPT	XXX	239	239	239	239						239				4	08/01/2024	1
31417QRZ9	FNMA PAC5003		06/25/2014	PRINCIPAL RECEIPT	XXX	2,095	2,095	2,121	2,118		(23)		(23)		2,095				35	01/01/2040	1
31419A4N4	FNMA PAE 0828		06/25/2014	PRINCIPAL RECEIPT	XXX	2,416	2,416	2,503	2,499		(82)		(82)		2,416				31	02/01/2041	1
31419FD60	FNMA PAE4624 4% 2040		06/25/2014	PRINCIPAL RECEIPT	XXX	1,322	1,322	1,290	1,291		30		30		1,322				20	10/01/2040	1
3138AV3Q6	FNMA PASS THRU		06/25/2014	PRINCIPAL RECEIPT	XXX	1,884	1,884	1,923	1,920		(36)		(36)		1,884				27	10/01/2041	1
31412PXC0	FNMA PASS THRU LNG 30 YEAR		06/25/2014	PRINCIPAL RECEIPT	XXX	765	765	771	770		(5)		(5)		765				10	06/01/2039	1
31417B5T0	FNMA PASS-THRU INT 15 YEAR 2.5		06/25/2014	PRINCIPAL RECEIPT	XXX	2,433	2,433	2,507	2,500		(67)		(67)		2,433				21	06/01/2027	1
3138EL5L3	FNMA PASS-THRU LNG 30 YEAR		06/25/2014	PRINCIPAL RECEIPT	XXX	11,744	11,744	12,528			(784)		(784)		11,744				118	12/01/2043	1
31418UBC7	FNMA PASS-THRU LNG 30 YEAR 4.5		06/25/2014	PRINCIPAL RECEIPT	XXX	4,726	4,726	4,802	4,792		(66)		(66)		4,726				68	05/01/2040	1
31371M7H4	FNMA PASS-THRU LNG 30 YEAR 5.0		06/25/2014	PRINCIPAL RECEIPT	XXX	1,388	1,388	1,442	1,432		(44)		(44)		1,388				23	02/01/2037	1
31418AES3	FNMA PMA 1044		06/25/2014	PRINCIPAL RECEIPT	XXX	3,532	3,532	3,620	3,616		(83)		(83)		3,532				36	04/01/2042	1
3199999 Subtotal - Bonds - U.S. Special Revenue, Special Assessment					XXX	320,612	315,996	327,661	280,833		(4,718)		(4,718)		319,568		1,044	1,044	3,267	XXX	XXX

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
14313KAC2	CARMAX AUTO OWNER ABS		06/16/2014	PRINCIPAL RECEIPT	XXX	7,995	7,995	7,994	7,996		(1)		(1)		7,995				17	03/15/2016	1FE
172967EM9	CITIGROUP INC		04/04/2014	McDonnell	XXX	68,786	60,000	61,991	62,052		(138)		(138)		61,914		6,873	6,873	1,409	11/21/2017	1FE
22546QAD9	CREDIT SUISSE		05/05/2014	McDonnell	XXX	83,922	75,000	80,135	57,269		(203)		(203)		79,590		4,332	4,332	2,768	01/14/2020	1FE
36962G6S8	GENERAL ELEC CAP CORP		06/06/2014	McDonnell	XXX	34,822	35,000	35,352	35,332		(14)		(14)		35,318		(496)	(496)	1,001	01/09/2023	1FE
44890GAC9	HYUNDAI AUTO RE ABS 2012		06/16/2014	PRINCIPAL RECEIPT	XXX	9,732	9,732	9,731	9,735		(3)		(3)		9,732				26	03/15/2016	1FE
46625HJJ0	JP MORGAN CHASE & CO		06/17/2014	McDonnell	XXX	136,233	140,000	138,192	114,896		65		65		138,260		(2,028)	(2,028)	3,006	05/01/2023	1FE
494550BR6	KINDER MORGAN ENERGY PARTNERS		06/06/2014	McDonnell	XXX	45,595	45,000	45,269	45,261		(21)		(21)		45,240		355	355	1,014	02/01/2019	2FE
594918AT1	MICROSOFT CORP		06/06/2014	McDonnell	XXX	33,359	35,000	35,076	35,071		(3)		(3)		35,068		(1,709)	(1,709)	508	05/01/2023	1FE
69352PAF0	PPL CAPITAL FUNDING INC		06/04/2014	McDonnell	XXX	74,341	75,000	74,452	60,000		14		14		74,466		(125)	(125)	1,332	06/01/2023	2FE
91159HGR5	US BANCORP		05/15/2014	MATURITY	XXX	35,000	35,000	37,705	35,340		(340)		(340)		35,000				807	05/15/2014	1FE
92867DAD2	VOLKSWAGEN AUTO ABS 2011		06/20/2014	PRINCIPAL RECEIPT	XXX	19,661	19,661	19,657	19,659		1		1		19,661				145	09/20/2017	1FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	549,446	537,388	545,554	482,611		(643)		(643)		542,244		7,202	7,202	12,033	XXX	XXX
8399997 Subtotal - Bonds - Part 4					XXX	1,057,403	1,015,043	1,036,676	933,945		(2,716)		(2,716)		1,034,958		22,445	22,445	16,820	XXX	XXX
8399999 Subtotal - Bonds					XXX	1,057,403	1,015,043	1,036,676	933,945		(2,716)		(2,716)		1,034,958		22,445	22,445	16,820	XXX	XXX
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																					
00287Y109	ABBVIE INC		06/20/2014	MERRILL LYNCH	714.000	38,408	XXX	38,596							38,596		(188)	(188)		XXX	L
004239109	ACADIA REALTY TRUST REIT		06/04/2014	MERRILL LYNCH	218.000	6,040	XXX	5,615	5,413	202			202		5,615		425	425	242	XXX	L
001055102	AFLAC Corp.		04/02/2014	MERRILL LYNCH	811.000	51,377	XXX	42,247	54,175	(11,928)			(11,928)		42,247		9,131	9,131	515	XXX	L
018581108	ALLIANCE DATA SYS CORP		04/24/2014	MERRILL LYNCH	39.000	9,330	XXX	6,228	10,254	(4,026)			(4,026)		6,228		3,102	3,102		XXX	L
018805101	ALLINZ SE SPD ADR		04/23/2014	MERRILL LYNCH	1,097.000	18,425	XXX	11,956	19,889	(7,933)			(7,933)		11,956		6,470	6,470		XXX	L
023135106	Amazon.Com Inc.		05/06/2014	MERRILL LYNCH	146.000	44,027	XXX	31,392	58,223	(26,831)			(26,831)		31,392		12,635	12,635		XXX	L
035128206	ANGLOGOLD ASHANTI LTD		04/14/2014	MERRILL LYNCH	580.000	10,596	XXX	25,805	6,798	19,007			19,007		25,805		(15,209)	(15,209)		XXX	L
038222105	APPLIED MATERIALS INC		05/09/2014	MERRILL LYNCH	2,144.000	41,185	XXX	24,664	37,906	(13,242)			(13,242)		24,664		16,521	16,521	214	XXX	L
046353108	ASTRAZENECA PLC SPND ADR		06/18/2014	MERRILL LYNCH	78.000	5,814	XXX	4,479	4,631	(152)			(152)		4,479		1,336	1,336	193	XXX	L
Y0486S104	AVAGO TECHNOLOGIES		04/02/2014	MERRILL LYNCH	69.000	4,426	XXX	2,367	3,649	(1,282)			(1,282)		2,367		2,060	2,060	55	XXX	L
05382A104	AVIVA PLC		05/16/2014	MERRILL LYNCH	1,056.000	18,193	XXX	16,283							16,283		1,909	1,909	333	XXX	L
054536107	AXA-SPONS ADR		05/16/2014	MERRILL LYNCH	239.000	5,550	XXX	3,246	6,666	(3,419)			(3,419)		3,246		2,304	2,304		XXX	L
06738E204	BARCLAYS PLC ADR		06/12/2014	MERRILL LYNCH	275.000	4,445	XXX	2,424	4,986	(2,562)			(2,562)		2,424		2,021	2,021	155	XXX	L
067901108	Barrick Gold Corp		04/22/2014	MERRILL LYNCH	2,151.000	37,585	XXX	85,862	37,922	47,940			47,940		85,862		(48,277)	(48,277)	108	XXX	L
055262505	Basf Ag Spons Adr		06/18/2014	MERRILL LYNCH	57.000	6,662	XXX	3,931	6,144	(2,213)			(2,213)		3,931		2,731	2,731	614	XXX	L
078454105	BELLE INTERNAT-UNSPON AD		04/02/2014	MERRILL LYNCH	654.000	6,536	XXX	10,202	7,541	2,661			2,661		10,202		(3,666)	(3,666)		XXX	L
09061G101	BIOMARIN PHARMACEUTICALS		04/11/2014	MERRILL LYNCH	273.000	15,738	XXX	20,967	19,206	1,762			1,762		20,967		(5,230)	(5,230)		XXX	L
05565A202	BNP PARIBAS SPN ADR		06/12/2014	MERRILL LYNCH	52.000	1,804	XXX	940	2,038	(1,098)			(1,098)		940		864	864	120	XXX	L
097023105	BOEING CO		04/23/2014	MERRILL LYNCH	366.000	46,661	XXX	27,104	49,955	(22,851)			(22,851)		27,104		19,557	19,557		XXX	L
05564E106	BRE PPTYS INC MARYLAND		04/03/2014	MERRILL LYNCH	578.000	34,078	XXX	34,078	25,002	2,145			2,145		34,078				7,127	XXX	L
110448107	BRITISH AMN TOBACO SPADR		05/20/2014	MERRILL LYNCH	331.000	39,039	XXX	34,171	25,029	(2,496)			(2,496)		34,171		4,869	4,869	769	XXX	L
13342B105	CAMERON INTL CORP		06/01/2014	MERRILL LYNCH	431.000	27,500	XXX	23,319	25,657	(2,339)			(2,339)		23,319		4,181	4,181		XXX	L
136385101	CANADIAN NATURAL RES LTD		06/24/2014	MERRILL LYNCH	661.000	28,125	XXX	23,300	22,368	932			932		23,300		4,825	4,825	546	XXX	L
156700106	CENTURYLINK INC		05/27/2014	MERRILL LYNCH	1,084.000	38,941	XXX	38,648	34,525	4,123			4,123		38,648		293	293	1,077	XXX	L
125269100	CF INDS HLDGS INC		06/11/2014	MERRILL LYNCH	178.000	43,044	XXX	35,249	41,481	(6,232)			(6,232)		35,249		7,795	7,795	356	XXX	L
168919108	CHINA CONSTR BK CORP ADR		05/19/2014	MERRILL LYNCH	868.000	12,249	XXX	12,716	13,176	(460)			(460)		12,716		(467)	(467)		XXX	L
126132109	CNOOC LTD		04/15/2014	MERRILL LYNCH	72.000	11,709	XXX	16,388	13,512	2,876			2,876		16,388		(4,678)	(4,678)		XXX	L
202597605	COMMERZBANK		05/08/2014	MERRILL LYNCH	476.000	7,906	XXX	8,099							8,099		(193)	(193)		XXX	L
225401108	CREDIT SUISSE GP SP ADR		04/30/2014	MERRILL LYNCH	0.001		XXX													XXX	L
247361702	DELTA AIR LINES INC		06/10/2014	MERRILL LYNCH	1,728.000	71,415	XXX	41,716	47,468	(5,752)			(5,752)		41,716		29,699	29,699	363	XXX	L
251566105	Deutsche Telekom Ag Spons		05/22/2014	MERRILL LYNCH	1,561.000	25,424	XXX	19,413	26,943	(7,530)			(7,530)		19,413		6,011	6,011		XXX	L
G29183103	EATON CORP		06/06/2014	MERRILL LYNCH	846.000	61,664	XXX	50,292	64,398	(14,106)			(14,106)		50,292		11,372	11,372		XXX	L
285039103	ELECTRICITE DE FRANCE		06/01/2014	MERRILL LYNCH	1,030.000	6,966	XXX	4,551	7,220	(2,670)			(2,670)		4,551		2,415	2,415	201	XXX	L
268648102	EMC CORP/MASS		06/11/2014	MERRILL LYNCH	2,472.000	65,846	XXX	62,301	62,171	131			131		62,301		3,545	3,545	494	XXX	L
26874R108	ENI Spa Sponsored Adr		04/03/2014	MERRILL LYNCH	286.000	14,270	XXX	11,442	13,868	(2,427)			(2,427)		11,442		2,828	2,828		XXX	L
26884U109	EPR PPTYS		06/04/2014	MERRILL LYNCH	191.000	10,449	XXX	9,062	9,390	(327)			(327)		9,062		1,387	1,387	1,677	XXX	L
29476L107	EQUITY RESIDENTIAL SH BEN INT		05/05/2014	MERRILL LYNCH	102.000	6,162	XXX	5,912	5,291	621			621		5,912		250	250	1,546	XXX	L
30231G102	EXXON MOBILE CORP		05/02/2014	MERRILL LYNCH	1,300.000	132,863	XXX	132,070							132,070		793	793	819	XXX	L
307000109	FAMILY DOLLAR STORES		04/03/2014	MERRILL LYNCH	580.000	33,525	XXX	35,627	37,683	(2,055)			(2,055)		35,627		(2,102)	(2,102)	369	XXX	L
33610F109	FIRST POTOMAC RLTY TR COM		06/02/2014	MERRILL LYNCH	1,058.000	13,804	XXX	12,313	12,305	9			9		12,313		1,491	1,491	242	XXX	L
35671D857	FREPRT-MDMRAN CPR & GLD		06/17/2014	MERRILL LYNCH	822.000	27,990	XXX	34,579	31,022	3,557			3,557		34,579		(6,589)	(6,589)	514	XXX	L
369604103	GENERAL ELECTRIC CO		04/01/2014	MERRILL LYNCH	2,283.000	58,840	XXX	40,815	63,992	(23,177)			(23,177)		40,815		18,025	18,025		XXX	L
37045V100	GENRAL MOTORS		04/11/2014	MERRILL LYNCH	1,087.000	35,247	XXX	44,986	44,426	560			560		44,986		(9,739)	(9,739)		XXX	L
375558103	GILEAD SCIENCES INC COM		06/10/2014	MERRILL LYNCH	825.000	65,962	XXX	21,393	61,958	(40,565)			(40,565)		21,393		44,570	44,570		XXX	L
38141G104	Goldman Sachs Group Inc		05/02/2014	MERRILL LYNCH	322.000	51,243	XXX	41,932	57,078	(15,146)			(15,146)		41,932		9,311	9,311	400	XXX	L

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
38259P706	GOOGLE INC SHS		04/24/2014	MERRILL LYNCH	18.000	9,428	XXX	5,608							5,608		3,820	3,820		XXX	L
38259P508	Google, Inc.		04/08/2014	ROC		51,720	XXX	51,720	51,720						51,720					XXX	L
40049J206	GRUPO TELEVISA SA ADR		06/17/2014	MERRILL LYNCH	114.000	3,886	XXX	2,505	3,450	(945)			(945)		2,505		1,381	1,381	88	XXX	L
416515104	HARTFORD FINANCIAL SVCS GRP		06/06/2014	MERRILL LYNCH	306.000	11,060	XXX	7,363	11,086	(3,723)			(3,723)		7,363		3,697	3,697	384	XXX	L
40414L109	HCP INC COM		05/05/2014	MERRILL LYNCH	326.000	13,758	XXX	14,924	11,840	3,084			3,084		14,924		(1,166)	(1,166)	1,439	XXX	L
438128308	HONDA MOTOR ADR NEW		05/01/2014	MERRILL LYNCH	946.000	32,119	XXX	32,510	31,467	(5,307)			(5,307)		32,510		(390)	(390)	149	XXX	L
448415208	HUTCHISN WHAMPOA ADR		04/04/2014	MERRILL LYNCH	335.000	9,111	XXX	5,440	9,112	(3,672)			(3,672)		5,440		3,670	3,670		XXX	L
45104G104	ICICI BANK LTD SPD		04/23/2014	MERRILL LYNCH	423.000	18,492	XXX	13,857	15,723	(1,866)			(1,866)		13,857		4,635	4,635		XXX	L
4812A4831	JPMORGAN TR I INTL VA SMA SH		06/19/2014	MERRILL LYNCH	3,235.000	44,543	XXX	33,644	44,578	(10,934)			(10,934)		33,644		10,899	10,899		XXX	L
49456B101	KINDER MORGAN INC		06/18/2014	MERRILL LYNCH	1,679.000	58,651	XXX	62,480	60,444	2,036			2,036		62,480		(3,830)	(3,830)	705	XXX	L
55616P104	MACY'S		05/16/2014	MERRILL LYNCH	1,010.000	58,068	XXX	35,317	53,934	(18,617)			(18,617)		35,317		22,751	22,751	505	XXX	L
G60754101	MICHAEL KORS HLDGS LTD SHS		06/16/2014	MERRILL LYNCH	427.000	38,682	XXX	26,179	34,668	(8,489)			(8,489)		26,179		12,503	12,503		XXX	L
641069406	NESTLE S A SPONSORED ADR		05/23/2014	MERRILL LYNCH	212.000	16,533	XXX	12,648	15,601	(2,953)			(2,953)		12,648		3,885	3,885		XXX	L
66987V109	Novartis AG		06/18/2014	MERRILL LYNCH	104.000	9,388	XXX	7,064	8,360	(1,296)			(1,296)		7,064		2,324	2,324		XXX	L
717081103	PFIZER INC		05/01/2014	MERRILL LYNCH	1,102.000	34,486	XXX	20,867	33,754	(12,887)			(12,887)		20,867		13,619	13,619		XXX	L
718172109	PHILIP MORRIS INTL INC		05/20/2014	MERRILL LYNCH	366.000	31,202	XXX	21,374	31,890	(10,516)			(10,516)		21,374		9,828	9,828	688	XXX	L
718546104	PHILLIPS 66		05/02/2014	MERRILL LYNCH	174.000	14,576	XXX	6,683	13,421	(6,738)			(6,738)		6,683		7,894	7,894	538	XXX	L
744320102	Prudential Financial		06/01/2014	MERRILL LYNCH	277.000	22,721	XXX	23,756							23,756		(1,035)	(1,035)	147	XXX	L
74463M106	PUBLICIS GROUPE SPON ADR		05/16/2014	MERRILL LYNCH	373.000	7,540	XXX	8,057	8,568	(510)			(510)		8,057		(517)	(517)		XXX	L
767204100	Rio Tinto PLC Spnsrd ADR		05/02/2014	MERRILL LYNCH	146.000	7,987	XXX	6,831	8,239	(1,408)			(1,408)		6,831		1,156	1,156	1,016	XXX	L
80105N105	Sanofi Aventis		04/09/2014	MERRILL LYNCH	828.000	43,617	XXX	26,416	44,406	(17,990)			(17,990)		26,416		17,201	17,201		XXX	L
828806109	SIMON PROPERTY GROUP DEL		05/05/2014	MERRILL LYNCH	45.000	7,806	XXX	7,272	6,847	425			425		7,272		533	533	1,022	XXX	L
86562M209	SUMITOMO MITSUI-UNSPONS		05/22/2014	MERRILL LYNCH	1,180.000	9,167	XXX	7,174	12,378	(5,204)			(5,204)		7,174		1,993	1,993		XXX	L
907818108	UNION PACIFIC CORP		05/12/2014	MERRILL LYNCH	59.000	11,256	XXX	4,357	9,912	(5,555)			(5,555)		4,357		6,899	6,899	852	XXX	L
910047109	UNITED CONTL HLDGS INC		06/01/2014	MERRILL LYNCH	832.000	37,113	XXX	39,178							39,178		(2,064)	(2,064)		XXX	L
91913Y100	VALERO ENERGY CORP NEW		05/09/2014	MERRILL LYNCH	1,312.000	72,263	XXX	53,577	66,125	(12,548)			(12,548)		53,577		18,686	18,686	328	XXX	L
92276F100	VENTAS INC COM		05/05/2014	MERRILL LYNCH	48.000	3,217	XXX	3,044	2,749	295			295		3,044		173	173	1,185	XXX	L
92857W308	VODAFONE GROUP		05/21/2014	MERRILL LYNCH	242.000	8,339	XXX	12,160							12,160		(3,821)	(3,821)	2,188	XXX	L
928662402	VOLKSWAGON A G		04/01/2014	MERRILL LYNCH	177.000	8,984	XXX	6,429	9,990	(3,561)			(3,561)		6,429		2,555	2,555		XXX	L
949746101	WELLS FARGO & CO NEW		04/01/2014	MERRILL LYNCH	2,605.000	129,479	XXX	76,344	118,267	(41,923)			(41,923)		76,344		53,136	53,136	1,216	XXX	L
9099999 Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					XXX	2,122,255	XXX	1,793,458	1,799,888	(307,095)			(307,095)		1,793,458		328,803	328,803	31,499	XXX	XXX
9799997 Subtotal - Common Stocks - Part 4					XXX	2,122,255	XXX	1,793,458	1,799,888	(307,095)			(307,095)		1,793,458		328,803	328,803	31,499	XXX	XXX
9799999 Subtotal - Common Stocks					XXX	2,122,255	XXX	1,793,458	1,799,888	(307,095)			(307,095)		1,793,458		328,803	328,803	31,499	XXX	XXX
9899999 Subtotal - Preferred and Common Stocks					XXX	2,122,255	XXX	1,793,458	1,799,888	(307,095)			(307,095)		1,793,458		328,803	328,803	31,499	XXX	XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	3,179,658	XXX	2,830,134	2,733,833	(307,095)	(2,716)		(309,811)		2,828,416		351,248	351,248	48,319	XXX	XXX

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

E06 Schedule DB Part A Section 1 . . . . NONE

E07 Schedule DB Part B Section 1 . . . . NONE

E08 Schedule DB Part D Section 1 . . . . NONE

E09 Schedule DB Part D Section 2 - Collateral Pledged By Reporting Entity . . . . . . NONE

E09 Schedule DB Part D Section 2 - Collateral Pledged To Reporting Entity . . . . . . NONE

E10 Schedule DL - Part 1 - Securities Lending Collateral Assets . . . . NONE

E11 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 6 First Month	7 Second Month	8 Third Month	9 *
open depositories										
Fifth Third Admin	Cincinnati, OH						(106,124)	(105,190)	(127,327)	XXX
Fifth Third Claims Checking	Cincinnati, OH						(15,458,967)	(13,309,181)	(12,433,237)	XXX
Bank of America	Wilmington, DE						(23,356)	(34,151)	(49,377)	XXX
Fifth Third Eaton Claims	Cincinnati, OH						(21,003)	(5,570)	(1,966)	XXX
Fifth Third Control Account	Cincinnati, OH						17,607,084	13,558,901	10,006,557	XXX
Fifth Third Prefund Account	Cincinnati, OH						834,400	834,400	834,400	XXX
Bank of America Cash Account	Tampa, FL						534	263,084	597	XXX
Wells Fargo Deferred Compensation	Baton Rouge, LA						925,659	950,329	978,571	XXX
Bank of America Cash Account	Tampa, FL						405,974	405,973	423,723	XXX
0199998 Deposits in ....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - open depositories			XXX	XXX						XXX
0199999 Totals - Open Depositories			XXX	XXX			4,164,201	2,558,595	(368,059)	XXX
0299998 Deposits in ....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - suspended depositories			XXX	XXX						XXX
0299999 Totals - Suspended Depositories			XXX	XXX						XXX
0399999 Total Cash On Deposit			XXX	XXX			4,164,201	2,558,595	(368,059)	XXX
0499999 Cash in Company's Office			XXX	XXX	XXX	XXX				XXX
0599999 Total Cash			XXX	XXX			4,164,201	2,558,595	(368,059)	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
NONE							
8699999 Total - Cash Equivalents							

INDEX TO HEALTH QUARTERLY STATEMENT

INDEX TO HEALTH
QUARTERLY STATEMENT