QUARTERLY STATEMENT

OF

2012

OF

Parkersburg

IN THE STATE OF

West Virginia

TO THE

Insurance Department

OF THE

State of West Virginia

AS OF
SEPTEMBER 30, 2012

HEALTH

2012

54828201220100103

HEALTH QUARTERLY STATEMENT

As of September 30, 2012

of the Condition and Affairs of the

Highmark West Virginia Inc. d/b/a Highmark Blue Cross Blue Shield West Virginia

NAIC Group Code..... 00812, 00 812 (Current Period) (Prior Period) NAIC Company Code..... 54828 Employer's ID Number..... 55-0624615

Organized under the Laws of West Virginia State of Domicile or Port of Entry West Virginia Country of Domicile United States

Licensed as Business Type Hospital, Medical & Dental Service or Indemnity Is HMO Federally Qualified? Yes [ ] No [ ]

Incorporated/Organized..... November 18, 1982 Commenced Business..... January 1, 1983

Statutory Home Office	614 Market Street..... Parkersburg ..... WV ..... 26101 *(Street and Number) (City or Town, State and Zip Code)*	
Main Administrative Office	614 Market Street..... Parkersburg ..... WV ..... 26101 *(Street and Number) (City or Town, State and Zip Code)*	304-424-7700 *(Area Code) (Telephone Number)*
Mail Address	614 Market Street P.O. Box 1948..... Parkersburg ..... WV ..... 26102 *(Street and Number or P. O. Box) (City or Town, State and Zip Code)*	
Primary Location of Books and Records	614 Market Street..... Parkersburg ..... WV ..... 26101 *(Street and Number) (City or Town, State and Zip Code)*	412-544-6902 *(Area Code) (Telephone Number)*
Internet Web Site Address	www.highmarkbcbswv.com	
Statutory Statement Contact	Janine Kopas Colinear *(Name)* janine.colinear@highmark.com *(E-Mail Address)*	412-544-6902 *(Area Code) (Telephone Number) (Extension)* 412-544-8674 *(Fax Number)*

OFFICERS

John Frederick Earley, II .....President
Joseph Michael Walter #.. .....Treasurer
Edward August Bittner, Jr #.....Secretary

DIRECTORS OR TRUSTEES

David Lee Campbell	John Frederick Earley, II	James Bernard Hayhurst Jr.	Daniel William O'Malley
Kenneth Michael Perdue	Deborah Lynn Rice-Johnson	Robert Michael Robinson	Judith Wilena Sjostedt
Gregory Kent Smith	Joseph Michael Walter #		

State of.....Pennyslvania
County of.....Allegheny

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions* and *Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

John Frederick Earley, II President	Joseph Michael Walter Treasurer	Edward August Bittner, Jr. Secretary

Subscribed and sworn to before me
This 13th day of November, 2012

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

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sara M. Malara, Notary Public
City of Pittsburgh, Allegheny County
My Commission Expires Sept. 12, 2014
Member, Pennsylvania Association of Notaries

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	278,333,700	0	278,333,700	245,292,517
2. Stocks:				
2.1 Preferred stocks	40,200	0	40,200	40,200
2.2 Common stocks	26,545,444	0	26,545,444	17,238,403
3. Mortgage loans on real estate:				
3.1 First liens	0	0	0	0
3.2 Other than first liens	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less $.....0 encumbrances)	22,907,711	0	22,907,711	23,494,447
4.2 Properties held for the production of income (less $.....0 encumbrances)	0	0	0	0
4.3 Properties held for sale (less $.....0 encumbrances)	200,000	0	200,000	200,000
5. Cash ($.....(3,032,693)), cash equivalents ($.....0) and short-term investments ($.....56,053,067)	53,020,374	0	53,020,374	58,996,619
6. Contract loans (including $.....0 premium notes)	0	0	0	0
7. Derivatives	0	0	0	0
8. Other invested assets	75,000	0	75,000	0
9. Receivables for securities	750,750	0	750,750	1,806,148
10. Securities lending reinvested collateral assets	15,338,419	0	15,338,419	14,043,389
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	397,211,598	0	397,211,598	361,111,723
13. Title plants less $.....0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	2,498,431	0	2,498,431	2,211,085
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	101,557,364	81,260	101,476,104	101,491,652
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $.....0 earned but unbilled premiums)	0	0	0	0
15.3 Accrued retrospective premiums	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	792,136	0	792,136	818,772
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	0	0	0	0
17. Amounts receivable relating to uninsured plans	4,861,901	51,645	4,810,256	9,753,258
18.1 Current federal and foreign income tax recoverable and interest thereon	2,134,577	0	2,134,577	705,571
18.2 Net deferred tax asset	471,292	0	471,292	1,731,143
19. Guaranty funds receivable or on deposit	0	0	0	0
20. Electronic data processing equipment and software	411,813	1,833	409,980	804,975
21. Furniture and equipment, including health care delivery assets ($.....0)	2,876,631	2,876,631	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	3,795,979	20,925	3,775,054	4,462,037
24. Health care ($.....5,652,695) and other amounts receivable	14,978,915	485,487	14,493,428	15,817,775
25. Aggregate write-ins for other than invested assets	33,323,002	29,494,763	3,828,239	2,038,576
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	564,913,639	33,012,544	531,901,095	500,946,567
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Total (Lines 26 and 27)	564,913,639	33,012,544	531,901,095	500,946,567

DETAILS OF WRITE-INS

1101.	0	0	0	0
1102.	0	0	0	0
1103.	0	0	0	0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Prepaid Pension Plan Asset	27,046,886	27,046,886	0	0
2502. Pension Intangible Asset	2,038,576	0	2,038,576	2,038,576
2503. Prepaid Other Postretirement Plan Asset	2,021,067	2,021,067	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	2,216,473	426,810	1,789,663	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	33,323,002	29,494,763	3,828,239	2,038,576

LIABILITIES, CAPITAL AND SURPLUS

		Current Period			Prior Year
		1 Covered	2 Uncovered	3 Total	4 Total
1.	Claims unpaid (less $.....51,350 reinsurance ceded)	72,244,185	0	72,244,185	67,648,250
2.	Accrued medical incentive pool and bonus amounts	0	0	0	0
3.	Unpaid claims adjustment expenses	1,205,028	0	1,205,028	1,156,816
4.	Aggregate health policy reserves, including the liability of $.....0 for medical loss ratio rebate per the Public Health Service Act	66,508,050	0	66,508,050	69,416,080
5.	Aggregate life policy reserves	0	0	0	0
6.	Property/casualty unearned premium reserve	0	0	0	0
7.	Aggregate health claim reserves	0	0	0	0
8.	Premiums received in advance	10,305,462	0	10,305,462	10,538,063
9.	General expenses due or accrued	19,445,379	0	19,445,379	20,258,418
10.1	Current federal and foreign income tax payable and interest thereon (including $.....0 on realized gains (losses))	0	0	0	0
10.2	Net deferred tax liability	0	0	0	0
11.	Ceded reinsurance premiums payable	3,353	0	3,353	3,552
12.	Amounts withheld or retained for the account of others	757,817	0	757,817	834,482
13.	Remittances and items not allocated	0	0	0	0
14.	Borrowed money (including $.....0 current) and interest thereon $.....0 (including $.....0 current)	0	0	0	0
15.	Amounts due to parent, subsidiaries and affiliates	5,570,220	0	5,570,220	4,750,254
16.	Derivatives	0	0	0	0
17.	Payable for securities	1,264,712	0	1,264,712	3,768,860
18.	Payable for securities lending	15,338,419	0	15,338,419	14,043,389
19.	Funds held under reinsurance treaties with ($.....0 authorized reinsurers and $.....0 unauthorized reinsurers)	0	0	0	0
20.	Reinsurance in unauthorized companies	0	0	0	0
21.	Net adjustments in assets and liabilities due to foreign exchange rates	0	0	0	0
22.	Liability for amounts held under uninsured plans	2,254,477	0	2,254,477	2,784,127
23.	Aggregate write-ins for other liabilities (including $.....0 current)	17,938,106	0	17,938,106	17,692,016
24.	Total liabilities (Lines 1 to 23)	212,835,208	0	212,835,208	212,894,307
25.	Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26.	Common capital stock	XXX	XXX	0	0
27.	Preferred capital stock	XXX	XXX	0	0
28.	Gross paid in and contributed surplus	XXX	XXX	0	0
29.	Surplus notes	XXX	XXX	0	0
30.	Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31.	Unassigned funds (surplus)	XXX	XXX	319,065,887	288,052,260
32.	Less treasury stock, at cost:				
	32.1 .....0.000 shares common (value included in Line 26 $.....0)	XXX	XXX	0	0
	32.2 .....0.000 shares preferred (value included in Line 27 $.....0)	XXX	XXX	0	0
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	319,065,887	288,052,260
34.	Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	531,901,095	500,946,567

DETAILS OF WRITE-INS

2301.	Funds held as agent for others	17,938,106	0	17,938,106	17,692,016
2302.		0	0	0	0
2303.		0	0	0	0
2398.	Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399.	Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	17,938,106	0	17,938,106	17,692,016
2501.				0	0
2502.				0	0
2503.				0	0
2598.	Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	XXX	XXX	0	0
3001.				0	0
3002.				0	0
3003.				0	0
3098.	Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099.	Totals (Lines 3001 thru 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member months	XXX	1,616,031	1,552,139	2,086,630
2. Net premium income (including $.....0 non-health premium income)	XXX	608,325,299	604,779,292	800,971,208
3. Change in unearned premium reserves and reserve for rate credits	XXX	2,908,030	(24,199,163)	(30,972,397)
4. Fee-for-service (net of $.....0 medical expenses)	XXX	0	0	0
5. Risk revenue	XXX	0	0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	611,233,329	580,580,129	769,998,811
Hospital and Medical:				
9. Hospital/medical benefits	0	436,647,460	395,551,564	522,536,925
10. Other professional services	0	0	0	0
11. Outside referrals	0	0	0	0
12. Emergency room and out-of-area	0	0	0	0
13. Prescription drugs	0	91,143,891	82,680,888	125,281,308
14. Aggregate write-ins for other hospital and medical	0	1,195,338	425,829	1,388,197
15. Incentive pool, withhold adjustments and bonus amounts	0	0	0	0
16. Subtotal (Lines 9 to 15)	0	528,986,689	478,658,281	649,206,430
Less:				
17. Net reinsurance recoveries	0	806,308	691,072	856,679
18. Total hospital and medical (Lines 16 minus 17)	0	528,180,381	477,967,209	648,349,751
19. Non-health claims (net)	0	0	0	0
20. Claims adjustment expenses, including $.....11,976,456 cost containment expenses	0	20,254,283	30,533,049	28,102,114
21. General administrative expenses	0	36,155,202	25,306,625	42,309,824
22. Increase in reserves for life and accident and health contracts (including $.....0 increase in reserves for life only)	0	0	0	0
23. Total underwriting deductions (Lines 18 through 22)	0	584,589,866	533,806,883	718,761,689
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	26,643,463	46,773,246	51,237,122
25. Net investment income earned	0	8,110,693	6,941,200	9,604,283
26. Net realized capital gains (losses) less capital gains tax of $.....0	0	2,828,223	1,497,768	1,539,004
27. Net investment gains or (losses) (Lines 25 plus 26)	0	10,938,916	8,438,968	11,143,287
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered $.....0) (amount charged off $.....0)]	0	0	0	0
29. Aggregate write-ins for other income or expenses	0	(421,693)	4,081,907	883,859
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	37,160,686	59,294,121	63,264,268
31. Federal and foreign income taxes incurred	XXX	5,941,994	9,481,130	11,566,652
32. Net income (loss) (Lines 30 minus 31)	XXX	31,218,692	49,812,991	51,697,616

DETAILS OF WRITE-INS

0601.	XXX	0	0	0
0602.	XXX	0	0	0
0603.	XXX	0	0	0
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above)	XXX	0	0	0
0701.	XXX	0	0	0
0702.	XXX	0	0	0
0703.	XXX	0	0	0
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above)	XXX	0	0	0
1401. Dental Claims Expense	0	19,913	0	29,484
1402. Vision Claims Expense	0	1,175,425	26,665	1,358,713
1403. Medical Supplies	0	0	399,164	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	1,195,338	425,829	1,388,197
2901. HM Health Insurance Company Profit Sharing Arrangement	0	2,830,122	3,777,420	3,849,369
2902. Other (expense) income	0	(3,251,815)	304,487	(2,965,510)
2903.	0	0	0	0
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	(421,693)	4,081,907	883,859

STATEMENT OF REVENUE AND EXPENSES (Continued)

CAPITAL AND SURPLUS ACCOUNT	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
33. Capital and surplus prior reporting year	288,052,260	241,701,503	241,701,503
34. Net income or (loss) from Line 32	31,218,692	49,812,991	51,697,616
35. Change in valuation basis of aggregate policy and claim reserves	0	0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of $.....0	243,631	(3,764,497)	(2,726,163)
37. Change in net unrealized foreign exchange capital gain or (loss)	0	0	0
38. Change in net deferred income tax	(1,317,156)	(911,917)	(1,201,095)
39. Change in nonadmitted assets	344,599	1,208,776	(1,419,601)
40. Change in unauthorized reinsurance	0	0	0
41. Change in treasury stock	0	0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles	523,861	0	0
44. Capital changes:			
44.1 Paid in	0	0	0
44.2 Transferred from surplus (Stock Dividend)	0	0	0
44.3 Transferred to surplus	0	0	0
45. Surplus adjustments:			
45.1 Paid in	0	0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital	0	0	0
46. Dividends to stockholders	0	0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital and surplus (Lines 34 to 47)	31,013,627	46,345,353	46,350,757
49. Capital and surplus end of reporting period (Line 33 plus 48)	319,065,887	288,046,856	288,052,260

DETAILS OF WRITE-INS

4701.	0	0	0
4702.	0	0	0
4703.	0	0	0
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above)	0	0	0

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	608,249,155	586,132,590	776,567,971
2. Net investment income	10,479,442	9,067,494	12,352,642
3. Miscellaneous income	1,877,782	(1,825,881)	(3,785,797)
4. Total (Lines 1 through 3)	620,606,379	593,374,203	785,134,816
5. Benefit and loss related payments	522,653,528	490,145,372	659,136,967
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	51,771,334	71,082,747	82,928,796
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of $.....0 tax on capital gains (losses)	7,371,000	7,095,000	10,900,000
10. Total (Lines 5 through 9)	581,795,862	568,323,119	752,965,763
11. Net cash from operations (Line 4 minus Line 10)	38,810,517	25,051,084	32,169,053
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	166,975,499	158,439,096	196,039,407
12.2 Stocks	649,943	1,000,000	1,000,000
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	(9,391,909)
12.5 Other invested assets	0	6,356,161	750,000
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
12.7 Miscellaneous proceeds	1,328,636	4,721,506	10,813,004
12.8 Total investment proceeds (Lines 12.1 to 12.7)	168,954,078	170,516,763	199,210,502
13. Cost of investments acquired (long-term only):			
13.1 Bonds	199,752,186	175,043,298	220,747,210
13.2 Stocks	8,229,958	4,158,140	4,323,227
13.3 Mortgage loans	0	0	0
13.4 Real estate	45,274	9,416,829	42,973
13.5 Other invested assets	75,000	(3,774)	0
13.6 Miscellaneous applications	4,049,395	0	2,056,620
13.7 Total investments acquired (Lines 13.1 to 13.6)	212,151,813	188,614,493	227,170,030
14. Net increase (decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(43,197,735)	(18,097,730)	(27,959,528)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	(1,589,027)	4,720,885	2,254,456
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(1,589,027)	4,720,885	2,254,456
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	(5,976,245)	11,674,239	6,463,981
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	58,996,619	52,532,638	52,532,638
19.2 End of period (Line 18 plus Line 19.1)	53,020,374	64,206,877	58,996,619

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

20.0001	0	0	0

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
	Total	2 Individual	3 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	179,397	12,440	98,397	7,513	1,517	0	57,403	0	0	2,127
2. First Quarter	178,538	13,045	97,251	6,938	1,494	0	57,604	0	0	2,206
3. Second Quarter	180,560	13,348	98,844	6,862	1,508	0	57,640	0	0	2,358
4. Third Quarter	182,922	13,614	100,940	6,814	1,502	0	57,703	0	0	2,349
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	1,616,031	118,427	876,118	61,702	13,486	0	518,580	0	0	27,718
Total Member Ambulatory Encounters for Period:										
7. Physician	1,016,467	51,846	461,834	112,841	2,244	0	387,702	0	0	0
8. Non-Physician	234,793	9,889	90,663	26,204	0	0	108,037	0	0	0
9. Total	1,251,260	61,735	552,497	139,045	2,244	0	495,739	0	0	0
10. Hospital Patient Days Incurred	22,129	1,372	11,452	1,574	0	0	7,731	0	0	0
11. Number of Inpatient Admissions	8,094	388	3,533	1,476	0	0	2,697	0	0	0
12. Health Premiums Written (a)	609,314,280	31,989,737	337,988,500	14,525,021	1,402,457	46,958	204,682,629	0	0	18,678,978
13. Life Premiums Direct	0	0	0	0	0	0	0	0	0	0
14. Property/Casualty Premiums Written	0	0	0	0	0	0	0	0	0	0
15. Health Premiums Earned	612,222,310	31,989,737	337,988,500	14,525,021	1,402,457	46,958	207,590,659	0	0	18,678,978
16. Property/Casualty Premiums Earned	0	0	0	0	0	0	0	0	0	0
17. Amount Paid for Provision of Health Care Services	523,745,248	27,272,853	276,803,357	10,453,111	1,170,382	22,322	191,870,403	0	0	16,152,820
18. Amount Incurred for Provision of Health Care Services	528,986,689	27,805,890	276,476,085	10,540,161	1,175,425	19,913	195,634,589	0	0	17,334,626

(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
Claims Unpaid (Reported)						
0399999. Aggregate Accounts Not Individually Listed-Covered	11,275,142	0	0	0	0	11,275,142
0499999. Subtotals	11,275,142	0	0	0	0	11,275,142
0599999. Unreported Claims and Other Claim Reserves						61,020,393
0799999. Total Claims Unpaid						72,295,535

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 December 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 December 31 of Prior Year
1. Comprehensive (hospital and medical)	41,647,697	262,428,513	355,251	42,701,351	42,002,948	43,402,544
2. Medicare Supplement	1,913,454	8,539,657	39,668	2,060,088	1,953,122	2,102,070
3. Dental only	0	0	0	0	0	0
4. Vision only	49,082	331,552	1,419	63,722	50,501	56,745
5. Federal Employees Health Benefits Plan	18,855,330	173,015,072	213,047	21,863,786	19,068,377	18,312,647
6. Title XVIII - Medicare	0	0	0	0	0	0
7. Title XIX - Medicaid	0	0	0	0	0	0
8. Other health	3,668,152	12,484,668	6,038	4,939,815	3,674,190	3,774,244
9. Health subtotal (Lines 1 to 8)	66,133,715	456,799,462	615,423	71,628,762	66,749,138	67,648,250
10. Healthcare receivables (a)	0	3,529,811	0	0	0	4,181,080
11. Other non-health	0	0	0	0	0	0
12. Medical incentive pools and bonus amounts	0	0	0	0	0	0
13. Totals (Lines 9-10+11+12)	66,133,715	453,269,651	615,423	71,628,762	66,749,138	63,467,170

(a) Excludes $.....250,000 loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

HEALTH

Note #	Description	Page #
1	Summary of Significant Accounting Policies	10.1
2	Accounting Changes and Corrections of Errors	10.1
3	Business Combinations and Goodwill	10.1
4	Discontinued Operations	10.1
5	Investments	10.1
6	Joint Ventures, Partnerships and Limited Liability Companies	10.2
7	Investment Income	10.2
8	Derivative Instruments	10.2
9	Income Taxes	10.3
10	Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties	10.3
11	Debt	10.4
12	Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans	10.4
13	Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations	10.4
14	Contingencies	10.5
15	Leases	10.5
16	Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk	10.5
17	Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities	10.5
18	Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans	10.6
19	Direct Premium Written/Produced by Managing General Agents/Third Party Administrators	10.6
20	Fair Value Measurements	10.6
21	Other Items	10.8
22	Events Subsequent	10.8
23	Reinsurance	10.8
24	Retrospectively Rated Contracts & Contracts Subject to Redetermination	10.8
25	Change in Incurred Claims and Claim Adjustment Expenses	10.8
26	Intercompany Pooling Arrangements	10.9
27	Structured Settlements	10.9
28	Health Care Receivables	10.9
29	Participating Policies	10.9
30	Premium Deficiency Reserves	10.9
31	Anticipated Salvage and Subrogation	10.9

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Highmark West Virginia Inc. (the "Corporation") are presented on the basis of accounting practices prescribed by the West Virginia Offices of the Insurance Commissioner (the "WVOIC"). The WVOIC recognizes only statutory accounting practices prescribed or permitted by West Virginia for determining and reporting the financial condition and results of operations of an insurance company in order to assess its solvency under West Virginia insurance law and regulations. The National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* ("NAIC SAP") has been adopted as a component of prescribed or permitted practices by West Virginia. The West Virginia Insurance Commissioner has the right to permit other specific practices that deviate from prescribed practices.

For the period ended September 30, 2012, there were no differences between NAIC SAP and practices prescribed or permitted by West Virginia.

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

No change.

C. Accounting Policies

No change.

2. Accounting Changes and Corrections of Errors

SSAP No. 101, Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10, was adopted by the NAIC effective January 1, 2012. Refer to Note 9 – Income Taxes for the effect of this change on the statutory financial statements.

3. Business Combinations and Goodwill

None.

4. Discontinued Operations

None.

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

None.

B. Debt Restructuring

None.

C. Reverse Mortgages

None.

D. Loan-Backed Securities

The aggregate fair value of loan-backed securities held by the Corporation was $92,015,968 at September 30, 2012. The Corporation uses the retrospective adjustment method regarding prepayment assumptions, which are generally obtained from broker dealer survey values. The Corporation has no loan-backed securities that were acquired prior to January 1, 1994. The Corporation did not hold any loan-backed securities for which the yield had become negative at September 30, 2012.

The Corporation's investments in loan-backed securities are comprised of mortgage-backed and asset-backed instruments which are subject to concentrations of credit risk. If parties to the instruments fail to perform to the terms of the contracts and the collateral for the amounts due prove to be inadequate, the Corporation could lose all or a portion of its investment in these securities.

There were no other-than-temporary impairments recorded or reversed on loan-backed securities in accordance with SSAP No. 43R during the period ended September 30, 2012.

The gross unrealized losses and fair values of loan-backed securities classified by length of time individual securities were in a continuous loss position at September 30, 2012 were as follows:

Less than 12 months		12 months or more		Total Unrealized Losses	
Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value
($17,125)	$10,423,911	$ -	$ -	($17,125)	$10,423,911

NOTES TO FINANCIAL STATEMENTS

In deciding whether impairments are other-than-temporary, the Corporation may consider several factors, including the adequacy of collateral, probability of default, and estimates regarding timing and amount of recoveries associated with a default.

E. Repurchase Agreements and/or Securities Lending Transactions

The Corporation participates in securities lending transactions. The Corporation maintains effective control over the loaned securities and requires collateral initially equal to at least 102% of loaned domestic securities and 105% of loaned international securities at the loan date. Collateral received consists of cash and fixed-income securities. Noncash collateral is not recorded in the statements of assets, liabilities, capital and surplus, as the Corporation does not have the right to sell, pledge, or otherwise reinvest the noncash collateral. Cash collateral is invested in short-term debt securities and the offsetting collateral liability is included in payable for securities lending in the statements of assets, liabilities, capital and surplus. Noncash collateral consists of short-term debt securities. The Corporation did not have other-than-temporary impairments on invested collateral at September 30, 2012.

The aggregate amounts of contractually obligated open collateral positions and the corresponding liabilities that represented the Corporation's obligations to return the collateral were $17,072,398 at September 30, 2012. All open collateral positions were under 30-day repayment terms at September 30, 2012.

The aggregate fair values of all securities acquired from the sale, trade or use of accepted collateral were $15,339,138 at September 30, 2012.

The aggregate amount of reinvested cash collateral by maturity term at September 30, 2012 was as follows:

	Amortized Cost	Fair Value
Open	$ 138	$ 126
30 Days or Less	7,069,330	7,069,476
31 to 60 Days	1,972,913	1,973,050
61 to 90 Days	1,102,866	1,102,912
91 to 120 Days	935,175	935,536
121 to 180 Days	1,811,413	1,811,793
181 to 365 Days	2,386,684	2,387,261
1 to 2 Years	34,017	33,700
Greater Than 3 Years	25,883	25,284
Sub-Total	$ 15,338,419	$ 15,339,138
Securities Received	-	-
Total Collateral Reinvested	$ 15,338,419	$ 15,339,138

F. Real Estate

None.

G. Low-Income Housing Tax Credits

None.

6. Joint Ventures, Partnerships and Limited Liability Companies

None.

7. Investment Income

A. Basis for Excluding Due and Accrued Investment Income from Statutory Surplus

No change.

B. Amounts Excluded from Statutory Surplus

None.

8. Derivative Instruments

None.

NOTES TO FINANCIAL STATEMENTS

9. Income Taxes

A., C. Components and Changes in Deferred Taxes

SSAP No. 101, Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10, was adopted by the NAIC effective January 1, 2012. This guidance provides that the deferred tax asset ("DTA") admissibility guidance is no longer elective, and the reversal and surplus limitation parameters in the admissibility tests are determined based on the risk-based capital level. It also requires gross DTAs to be reduced by a statutory valuation allowance if it is more likely than not that some portion or all of the gross DTAs will not be realized. Finally, the guidance sets a more likely than not threshold for the recording of contingent liabilities. The cumulative effect of adopting this pronouncement is an increase to surplus of $523,861.

The following summarizes the impact of adoption:

	1/1/12	12/31/11	Change
Gross DTA	$ 23,919,388	$ 47,779,597	$ 23,860,209
Statutory valuation allowance	(20,693,719)	(44,553,928)	(23,860,209)
Adjusted gross DTA	$ 3,225,669	$ 3,225,669	$ -
Non admitted DTA	0	(523,861)	523,861
Gross deferred tax liability	(970,664)	(970,664)	-
Net admitted DTA	$ 2,255,005	$ 1,731,144	$ 523,861
Contingent tax liability	-	-	-
Penalty/interest	-	-	-
Net increase to surplus	$ 2,255,005	$ 1,731,144	$ 523,861

B. Unrecognized Deferred Tax Liabilities

None.

D. Rate Reconciliation

No significant change.

E. Income Tax Carryforwards and Carrybacks

No significant change.

F. Consolidation of Federal Return

No change.

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

A.-C, F. Nature of Relationships Involved and Related Party Transactions

In order to comply with the requirements of the Blue Cross Blue Shield Association ("BCBSA"), Highmark Inc. ("Highmark"), the Corporation's sole corporate member, has agreed to guarantee the contractual and financial obligations of the customers of the Corporation and its subsidiary. In addition, Highmark has agreed that, if the Corporation ceases operations for any reason, Highmark will offer or will arrange for the offering of Blue Cross and/or Blue Shield coverage to all the Corporation's subscribers without exclusions, limitations or conditions based on health status.

Highmark provides certain administrative and corporate services to the Corporation. The Corporation incurred expenses for these services of approximately $28,179,643 for the period ended September 30, 2012. Similarly, Parker Benefits, Inc. ("Parker"), the Corporation's wholly-owned for-profit subsidiary, provides Highmark with certain administrative services. Management service revenue related to these services was $25,480,104 for the period ended September 30, 2012.

The Corporation provides claim processing and administrative services to Parker. Administrative fees of $25,553,075 from Parker were recognized as a reduction to general administrative expenses for the period ended September 30, 2012 in the statutory statements of revenue and expenses.

D. Related Party Receivables and Payables

At September 30, 2012, the Corporation reported $3,775,054 as amounts receivable from parent, subsidiary and affiliates and $5,570,220 as amounts payable to parent, subsidiary and affiliates. The terms of settlement generally require that amounts be settled within 30 days.

E. Commitments and Contingencies to SCAs

None.

NOTES TO FINANCIAL STATEMENTS

G. Relationships with Enterprises under Common Ownership

No change.

H. Amounts Deducted from Value of an Upstream Intermediate Entity

None.

I. Investments in SCA Entities that exceed 10% of Admitted Assets

None.

J. Impairment in SCAs

None.

K. Investments in Foreign Insurance Subsidiaries

None.

L. Downstream Noninsurance Holding Company

None.

11. Debt

None.

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

A. Defined Benefit Plans

No significant change.

B. Defined Contribution Plans

No significant change.

C. Multiemployer Plans

None.

D. Consolidated/Holding Company Plans

None.

E. Postemployment Benefits and Compensated Absences

No significant change.

F. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

None.

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

A. Capital Stock

None.

B. Preferred Stock

None.

C., D., E. Dividends

None.

F. Surplus Restrictions

None.

G. Mutual Surplus Advances

Not Applicable.

NOTES TO FINANCIAL STATEMENTS

H. Company Stock Held for Special Purposes

None.

I. Special Surplus Funds

None.

J. Changes in Surplus

The Corporation's surplus included cumulative net unrealized gains of $1,168,200 at September 30, 2012.

K. Surplus Notes

None.

L., M. Quasi-Reorganizations

Not applicable.

14. Contingencies

A. Contingent Commitments

None.

B. Assessments

None.

C. Gain Contingencies

None.

D. Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming From Lawsuits

None.

E. All Other Contingencies

The Corporation is subject to various contingencies, including legal and compliance actions and proceedings that arise in the ordinary course of its business. In the opinion of management, based on consultation with legal counsel, adequate provision has been made in the financial statements for any potential liability related to these matters, and the amount of ultimate liability is not expected to materially affect the financial position of the Corporation.

15. Leases

A. Lessee Operating Leases

No significant change.

B. Lessor and Leveraged Leases

None.

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

None.

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

A. Transfers of Receivables Reported as Sales

None.

B. Transfer and Servicing of Financial Assets

Refer to Note 5 – Repurchase Agreements and/or Securities Lending Transactions.

C. Wash Sales

None.

NOTES TO FINANCIAL STATEMENTS

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

A. ASO Plans

None.

B. ASC Plans

The net loss from operations from uninsured groups and host BlueCard arrangements for the period ended September 30, 2012 was as follows:

Gross reimbursement for medical costs incurred	$ 976,420,343
Gross network access fees	3,096,909
Gross administrative fees reimbursed	30,756,482
Gross expenses incurred (claim and administrative)	(1,013,500,497)
Total net loss from operations	$ (3,226,763)

C. Medicare or Similarly Structured Cost Based Reimbursement Contract

None.

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

None.

20. Fair Value Measurements

A. Assets and Liabilities Measured at Fair Value

In accordance with SSAP No. 100, financial assets and liabilities recorded at fair value in the statements of assets, liabilities, and capital and surplus are categorized based upon the level of judgment associated with the inputs used to measure their fair value. Input levels, as defined by NAIC SAP, are as follows:

Level 1 – Pricing inputs are based on unadjusted quoted market prices for identical financial assets in active markets. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are based on other than quoted prices in active markets included in Level 1 that are observable unadjusted quoted market prices for similar financial assets or liabilities in active markets or quoted market prices for identical assets in inactive markets.

Level 3 – Pricing inputs include unobservable inputs that are supported by little or no market activity that reflect management's best estimate of what market participants would use in pricing the asset at the measurement date.

The following methods and assumptions were used to determine the fair value of each class of the following assets and liabilities:

Bonds: Fair values are based on quoted market prices, where available. These fair values are obtained primarily from a third party pricing service, which generally uses Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. Level 2 securities primarily include corporate securities, securities from states, municipalities and political subdivisions and mortgage-backed securities. Inputs that are often used in the valuation methodologies include, but are not limited to, broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. The Corporation has certain fixed maturity securities, primarily corporate debt and other fixed maturity securities that are designated Level 3 securities. For these securities, the valuation methodologies may incorporate broker quotes or assumptions for benchmark yields, credit spreads, default rates and prepayment speeds that are not observable in the markets.

Common stocks: Fair values are generally designated as Level 1 and are based on quoted market prices. The Corporation also has certain common stock, including private equity securities, for which the fair value is estimated based on each security's current condition and future cash flow projections or based on the Corporation's share of the entities' undistributed earnings, which approximates fair value. Such securities are designated Level 3. Certain common stocks' prices have been estimated using the net asset value per share of the investments, which are based on market prices of underlying securities. At September 30, 2012, the Corporation held securities with fair value of $26,203,539, the pricing of which was based on assigned net asset values.

Short-term securities: Short-term securities include Class 1 and exempt money market accounts, and securities with a maturity of less than one year but greater than 90 days at the date of purchase. Fair values of short-term securities are based on quoted market prices, where available. These fair values are obtained primarily from a third party pricing service, which generally use Level 1 or Level 2 inputs, for the determination of fair value to facilitate fair value measurements and disclosures. U.S. Government securities represent Level 1 securities, while Level 2 securities include corporate securities. Inputs that are often used in the valuation methodologies include, but are not limited to, broker quotes, benchmark yields, credit spreads, default rates, and prepayment speeds.

Cash and cash equivalents: Cash equivalents include commercial paper, discount notes or securities with a maturity of 3 months or less, and bank deposits that are purchased or deposited daily with specified yield rates. Cash equivalents are designated as Level 1 or Level 2, depending on structure and the extent of credit-related features.

NOTES TO FINANCIAL STATEMENTS

Securities lending invested collateral: Fair values of securities lending collateral are based on quoted market prices, where available. These fair values are obtained primarily from third party pricing services, which generally use Level 1 or Level 2 inputs for the determination of fair value to facilitate fair value measurements and disclosures.

The Corporation uses a third party pricing service to obtain quoted prices for each security. The third party service provides pricing based on recent trades of the specific security or like securities, as well as a variety of valuation methodologies for those securities where an observable market price may not exist. The third party service may derive pricing for Level 2 securities from market corroborated pricing, matrix pricing, and inputs such as yield curves and indices. Pricing for Level 3 securities may be obtained from investment managers for private placements or derived from discounted cash flows, or ratio analysis and price comparisons of similar companies. The Corporation performs an analysis of reasonableness of the prices received for fair value by monitoring month-to-month fluctuations and determining reasons for significant differences, selectively testing fair values against prices obtained from other sources, and comparing the combined fair value of a class of assets against an appropriate index benchmark. There were no adjustments to quoted market prices obtained from third party pricing services during the period ended September 30, 2012 that were material to the statutory financial statements.

The following table summarizes fair value measurements by level at September 30, 2012 for financial assets measured at fair value:

	Fair Value	Level 1	Level 2	Level 3
Bonds				
Industrial and miscellaneous securities	$ 2,289,646	$ -	$ 2,289,646	$ -
Total bonds	$ 2,289,646	$ -	$ 2,289,646	$ -
Common stocks - unaffiliated				
Domestic	$ 26,545,444	$ 26,203,539	$ -	$ 341,905
Total equity securities	$ 26,545,444	$ 26,203,539	$ -	$ 341,905
Total	$ 28,835,090	$ 26,203,539	$ 2,289,646	$ 341,905

Transfers between levels, if any, are recorded as of the end of the reporting period unless, with respect to a particular issue, a significant event occurred that necessitated the transfer be reported at the date of the event.

There were no transfers between Levels 1 and 2 or Levels 2 and 3 during the period ended September 30, 2012.

The changes in fair value for assets measured using significant unobservable inputs (Level 3) for the period ended September 30, 2012 were as follows:

Balance at June 30	$ 341,905
Total gains or losses	
Realized gain on investment	-
Unrealized net holding gain arising during the period	-
Purchases	-
Issuances	-
Sales	-
Settlements	-
Transfers into Level 3	-
Transfers out of Level 3	-
Balance at September 30	$ 341,905

C. Fair Value and Admitted Value of All Financial Assets

The following table summarizes the aggregate fair value for all financial assets and the related admitted values at September 30, 2012:

	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds						
U.S. Government	$ 30,958,640	$ 29,957,703	$ 4,054,049	$ 26,904,591	$ -	$ -
Special Revenue & Special Assessment Obligations	81,632,977	78,570,672	-	81,632,977	-	-
Mortgage-backed securities:						
Commerical	1,043,890	1,019,157	-	1,043,890	-	-
Other loan-backed and structured securities	2,094,770	1,809,638	-	2,094,770	-	-
Industrial and miscellaneous securities	178,585,483	166,976,530	-	178,585,483	-	-
Total bonds	294,315,760	278,333,700	4,054,049	290,261,711	-	-
Stocks						
Preferred stocks - unaffiliated						
Domestic	125,353	40,200	125,353	-	-	-
Common stocks - unaffiliated						
Domestic	26,545,444	26,545,444	26,203,539	-	341,905	-
Total stocks	26,670,797	26,585,644	26,328,892	-	341,905	-
Short-term securities	56,057,751	56,053,067	55,056,631	1,001,120	-	-
Cash and cash equivalents	(3,032,693)	(3,032,693)	(3,032,693)	-	-	-
Securities lending collateral assets	15,338,054	15,338,419	485,014	14,853,040	-	-
Total	$ 389,349,669	$ 373,278,137	$ 82,891,893	$ 306,115,871	$ 341,905	$ -

NOTES TO FINANCIAL STATEMENTS

D. Estimated Fair Values Not Practicable

None.

21. Other Items

A. Extraordinary Items

None.

B. Troubled Debt Restructuring: Debtors

None.

C. Other Disclosures

In October 2011, Highmark entered into an agreement with West Penn Allegheny Health System, Inc. ("WPAHS") with respect to a proposed transaction pursuant to which WPAHS and Highmark and, therefore, the Corporation, would become affiliated entities commonly controlled by a single ultimate parent entity. Consummation of the proposed affiliation is subject to various conditions precedent, including receipt of all necessary regulatory approvals. Such approvals include approval by all applicable regulatory agencies or authorities of the change of control of Highmark and its subsidiaries and affiliates, including the Corporation, that will occur upon consummation of the transaction. In September 2012, WPAHS delivered a notice to Highmark asserting that WPAHS was "excused, released, and discharged" from performing its obligations under the affiliation agreement due to an alleged incurable anticipatory breach of the agreement by Highmark. Highmark denies that it has breached the agreement and has filed a suit against WPAHS seeking to enforce the agreement against WPAHS.

D. Uncollectible Receivable Balances

No significant change.

E. Business Interruption Insurance Recoveries

None.

F. State Transferable and Non-transferable Tax Credits

None.

G. Subprime Mortgage Related Risk Exposure

None.

H. Retained Assets

None.

22. Events Subsequent

None.

23. Reinsurance

A. Ceded Reinsurance Report

No significant change.

B. Uncollectible Reinsurance

None.

C. Commutation of Ceded Reinsurance

None.

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

None.

25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves for incurred claims and claims adjustment expenses attributable to insured events of prior years decreased during the period ended September 30, 2012 by $899,112 and $14,997, respectively, as a result of re-estimation of unpaid claims and claim adjustment expenses. The re-estimation decrease was generally the result of ongoing analysis of recent loss development trends. Original estimates are adjusted as additional information becomes known regarding individual claims.

NOTES TO FINANCIAL STATEMENTS

26. Intercompany Pooling Arrangements

None.

27. Structured Settlements

Not applicable.

28. Health Care Receivables

A. Pharmaceutical Rebates Receivable

The following is an analysis of pharmaceutical rebates receivable:

Quarter Ended	Estimated Pharmaceutical Rebates As Reported	Pharmaceutical Rebates as Invoiced or Confirmed	Actual Rebates Collected Within 90 Days	Actual Rebates Collected Within 91-180 Days	Actual Rebates Collected More Than 180 Days
09/30/2012	$ 2,824,446	$ -	$ -	$ -	$ -
06/30/2012	$ 2,746,637	$ 2,720,062	$ 82,389	$ -	$ -
03/31/2012	$ 2,679,819	$ 2,699,499	$ 890,287	$ -	$ -
12/31/2011	$ 3,051,854	$ 3,062,193	$ 2,333,140	$ 153,907	$ 547,469
09/30/2011	$ 3,046,023	$ 3,169,433	$ 2,271,067	$ 179,920	$ 718,446
06/30/2011	$ 3,037,073	$ 3,136,648	$ 1,914,296	$ 457,095	$ 765,257
03/31/2011	$ 3,034,960	$ 3,063,868	$ 1,589,583	$ 669,026	$ 805,259
12/31/2010	$ 2,494,916	$ 2,781,333	$ -	$ -	$ 2,781,333
09/30/2010	$ 2,379,027	$ 2,743,186	$ -	$ -	$ 2,743,186
06/30/2010	$ 2,422,738	$ 2,713,041	$ -	$ 2,540,064	$ 172,977
03/31/2010	$ 2,516,606	$ 2,775,184	$ -	$ 2,584,634	$ 190,550
12/31/2009	$ 3,264,514	$ 3,090,002	$ -	$ 1,799,777	$ 1,290,225

B. Risk Sharing Receivables

None.

29. Participating Policies

None.

30. Premium Deficiency Reserves

No change.

31. Anticipated Salvage and Subrogation

None.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [ ] No [X]

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

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

2.2 If yes, date of change: .....

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

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

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2011.....

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2008.....

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/5/2010.....

6.4 By what department or departments?
West Virginia Offices of Insurance Commissioner

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

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

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 [X] No [ ]

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
In May 2012, the Corporation's Board of Directors approved a modified Code of Conduct containing three additional sections entitled "Knowing and Complying with Our Policies," "Insider Trading" and "Marketing and Advertising Activities."

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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

PART 1 - FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $.....31,989

PART 1 - INVESTMENT

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

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

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

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

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [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	$ 0	$ 0
14.22 Preferred Stock	$ 0	$ 0
14.23 Common Stock	$ 0	$ 0
14.24 Short-Term Investments	$ 0	$ 0
14.25 Mortgage Loans on Real Estate	$ 0	$ 0
14.26 All Other	$ 0	$ 0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 0	$ 0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

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

16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No [ ]

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

1 Name of Custodian(s)	2 Custodian Address
The Bank of New York Mellon	One Mellon Center, Pittsburgh, PA 15258

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

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

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [ ] No [X]

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
43276	Wesbanco Bank	One Bank Plaza, Wheeling, WV 26003
	Highmark Inc.	120 Fifth Avenue, Pittsburgh, PA 15222
	United National Bank	514 Market Street, Parkersburg, WV 26101
112192	Shenkman Capital Management	460 Fifth Avenue, New York, NY 10017

PART 1 - INVESTMENT

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No [ ]

17.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2 - HEALTH

1.	Operating Percentages:		
	1.1 A&H loss percent		85.0 %
	1.2 A&H cost containment percent		2.6 %
	1.3 A&H expense percent excluding cost containment expenses		3.4 %
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 amount of funds administered as of the reporting date.		0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (YES or NO)
A&H Non-Affiliates						
19453	13-5616274	05/01/2012	TRANSATLANTIC REINSURANCE COMPANY	NY	SSLA/I/G	NO

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

	1	Direct Business Only							
		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	0	0	0	0	0	0	0	0
2. Alaska AK	N	0	0	0	0	0	0	0	0
3. Arizona AZ	N	0	0	0	0	0	0	0	0
4. Arkansas AR	N	0	0	0	0	0	0	0	0
5. California CA	N	0	0	0	0	0	0	0	0
6. Colorado CO	N	0	0	0	0	0	0	0	0
7. Connecticut CT	N	0	0	0	0	0	0	0	0
8. Delaware DE	N	0	0	0	0	0	0	0	0
9. District of Columbia DC	N	0	0	0	0	0	0	0	0
10. Florida FL	N	0	0	0	0	0	0	0	0
11. Georgia GA	N	0	0	0	0	0	0	0	0
12. Hawaii HI	N	0	0	0	0	0	0	0	0
13. Idaho ID	N	0	0	0	0	0	0	0	0
14. Illinois IL	N	0	0	0	0	0	0	0	0
15. Indiana IN	N	0	0	0	0	0	0	0	0
16. Iowa IA	N	0	0	0	0	0	0	0	0
17. Kansas KS	N	0	0	0	0	0	0	0	0
18. Kentucky KY	N	0	0	0	0	0	0	0	0
19. Louisiana LA	N	0	0	0	0	0	0	0	0
20. Maine ME	N	0	0	0	0	0	0	0	0
21. Maryland MD	N	0	0	0	0	0	0	0	0
22. Massachusetts MA	N	0	0	0	0	0	0	0	0
23. Michigan MI	N	0	0	0	0	0	0	0	0
24. Minnesota MN	N	0	0	0	0	0	0	0	0
25. Mississippi MS	N	0	0	0	0	0	0	0	0
26. Missouri MO	N	0	0	0	0	0	0	0	0
27. Montana MT	N	0	0	0	0	0	0	0	0
28. Nebraska NE	N	0	0	0	0	0	0	0	0
29. Nevada NV	N	0	0	0	0	0	0	0	0
30. New Hampshire NH	N	0	0	0	0	0	0	0	0
31. New Jersey NJ	N	0	0	0	0	0	0	0	0
32. New Mexico NM	N	0	0	0	0	0	0	0	0
33. New York NY	N	0	0	0	0	0	0	0	0
34. North Carolina NC	N	0	0	0	0	0	0	0	0
35. North Dakota ND	N	0	0	0	0	0	0	0	0
36. Ohio OH	N	0	0	0	0	0	0	0	0
37. Oklahoma OK	N	0	0	0	0	0	0	0	0
38. Oregon OR	N	0	0	0	0	0	0	0	0
39. Pennsylvania PA	N	0	0	0	0	0	0	0	0
40. Rhode Island RI	N	0	0	0	0	0	0	0	0
41. South Carolina SC	N	0	0	0	0	0	0	0	0
42. South Dakota SD	N	0	0	0	0	0	0	0	0
43. Tennessee TN	N	0	0	0	0	0	0	0	0
44. Texas TX	N	0	0	0	0	0	0	0	0
45. Utah UT	N	0	0	0	0	0	0	0	0
46. Vermont VT	N	0	0	0	0	0	0	0	0
47. Virginia VA	N	0	0	0	0	0	0	0	0
48. Washington WA	N	0	0	0	0	0	0	0	0
49. West Virginia WV	L	404,631,651	0	0	204,682,629	0	0	609,314,280	0
50. Wisconsin WI	N	0	0	0	0	0	0	0	0
51. Wyoming WY	N	0	0	0	0	0	0	0	0
52. American Samoa AS	N	0	0	0	0	0	0	0	0
53. Guam GU	N	0	0	0	0	0	0	0	0
54. Puerto Rico PR	N	0	0	0	0	0	0	0	0
55. U.S. Virgin Islands VI	N	0	0	0	0	0	0	0	0
56. Northern Mariana Islands MP	N	0	0	0	0	0	0	0	0
57. Canada CN	N	0	0	0	0	0	0	0	0
58. Aggregate Other alien OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	404,631,651	0	0	204,682,629	0	0	609,314,280	0
60. Reporting entity contributions for Employee Benefit Plans	XXX	0	0	0	0	0	0	0	0
61. Total (Direct Business)	(a) 1	404,631,651	0	0	204,682,629	0	0	609,314,280	0

DETAILS OF WRITE-INS

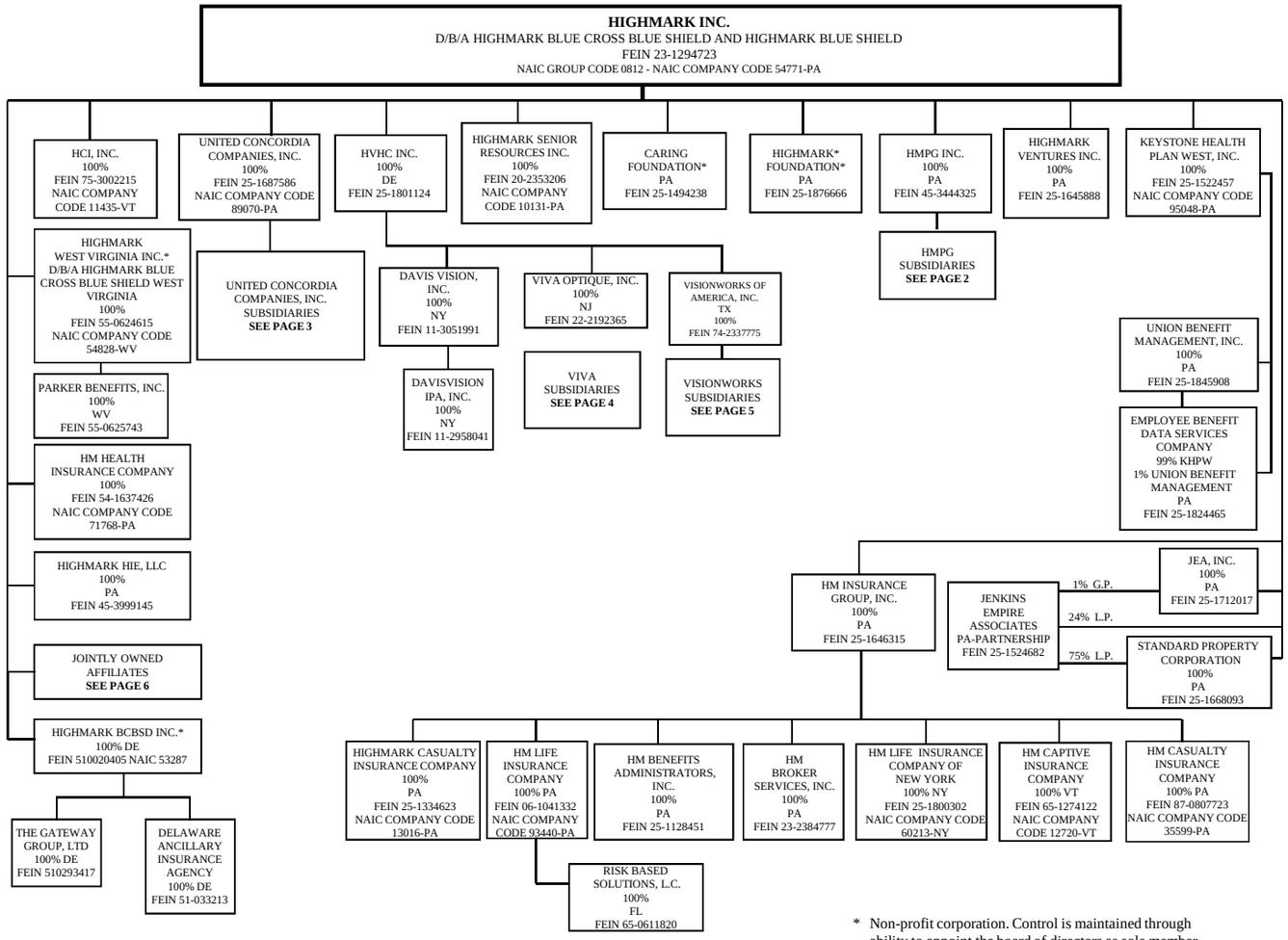
5801.	0	0	0	0	0	0	0	0	0
5802.	0	0	0	0	0	0	0	0	0
5803.	0	0	0	0	0	0	0	0	0
5898. Summary of remaining write-ins for line 58 from overflow page	0	0	0	0	0	0	0	0	0
5899. Total (Lines 5801 thru 5803 plus 5898) (Line 58 above)	0	0	0	0	0	0	0	0	0

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

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

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

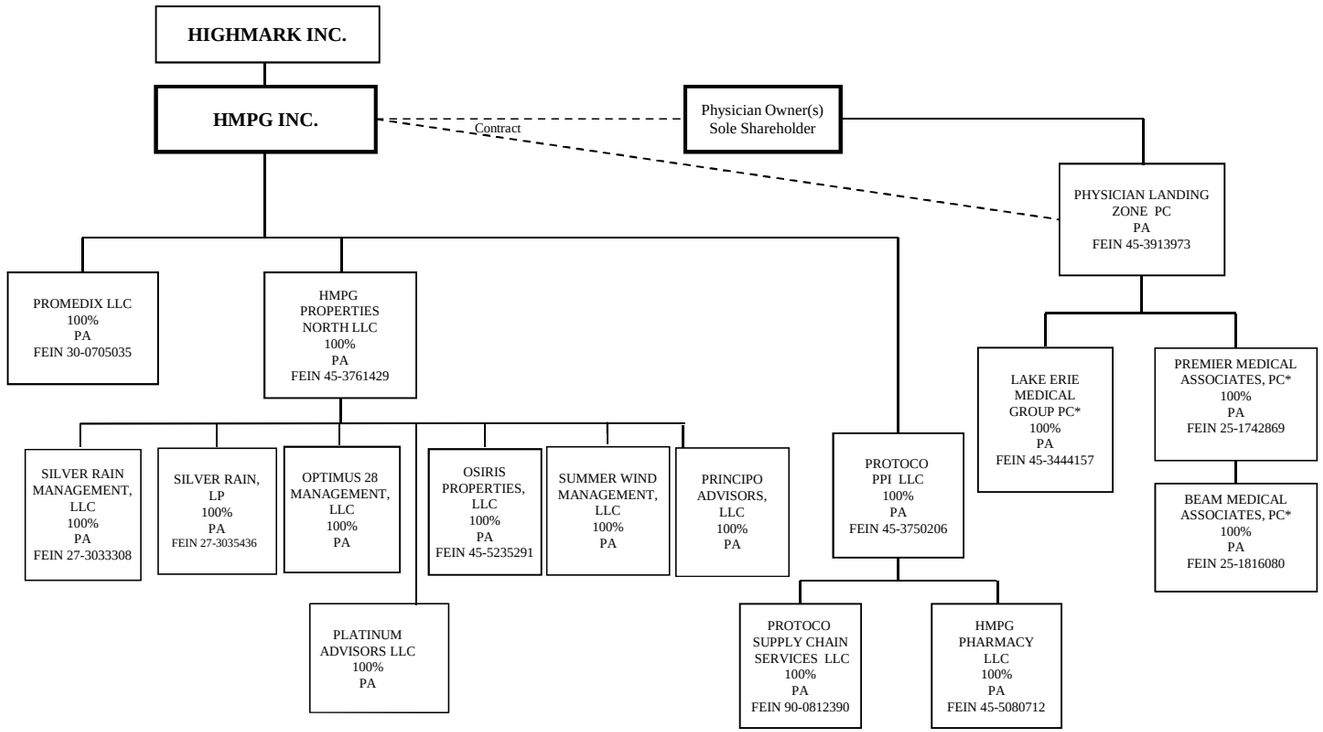
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
Part 1 – ORGANIZATION CHART



* Non-profit corporation. Control is maintained through ability to appoint the board of directors as sole member.

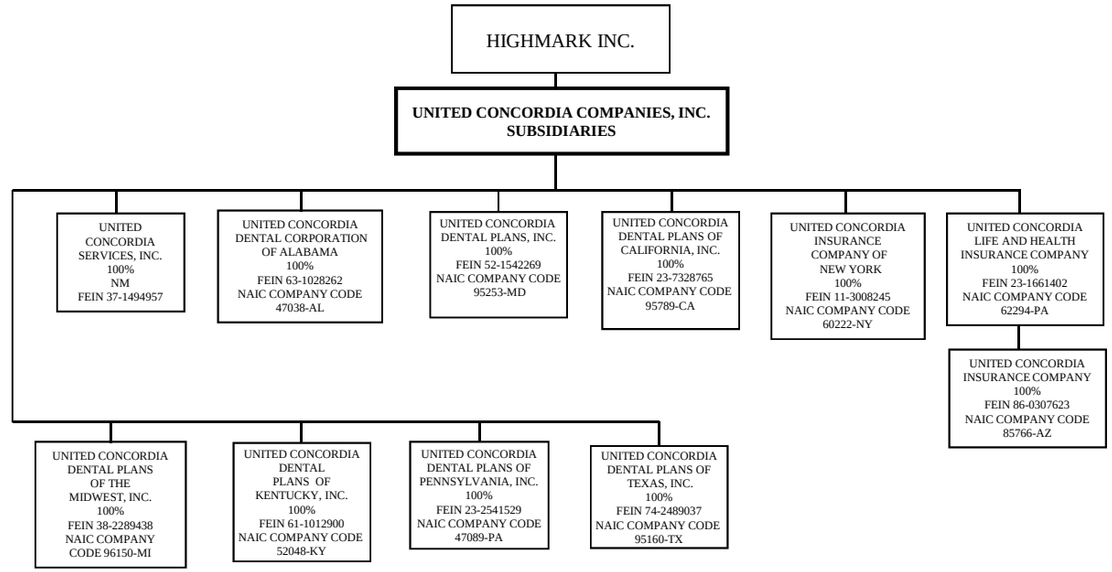
Q15.1

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
Part 1 – ORGANIZATION CHART



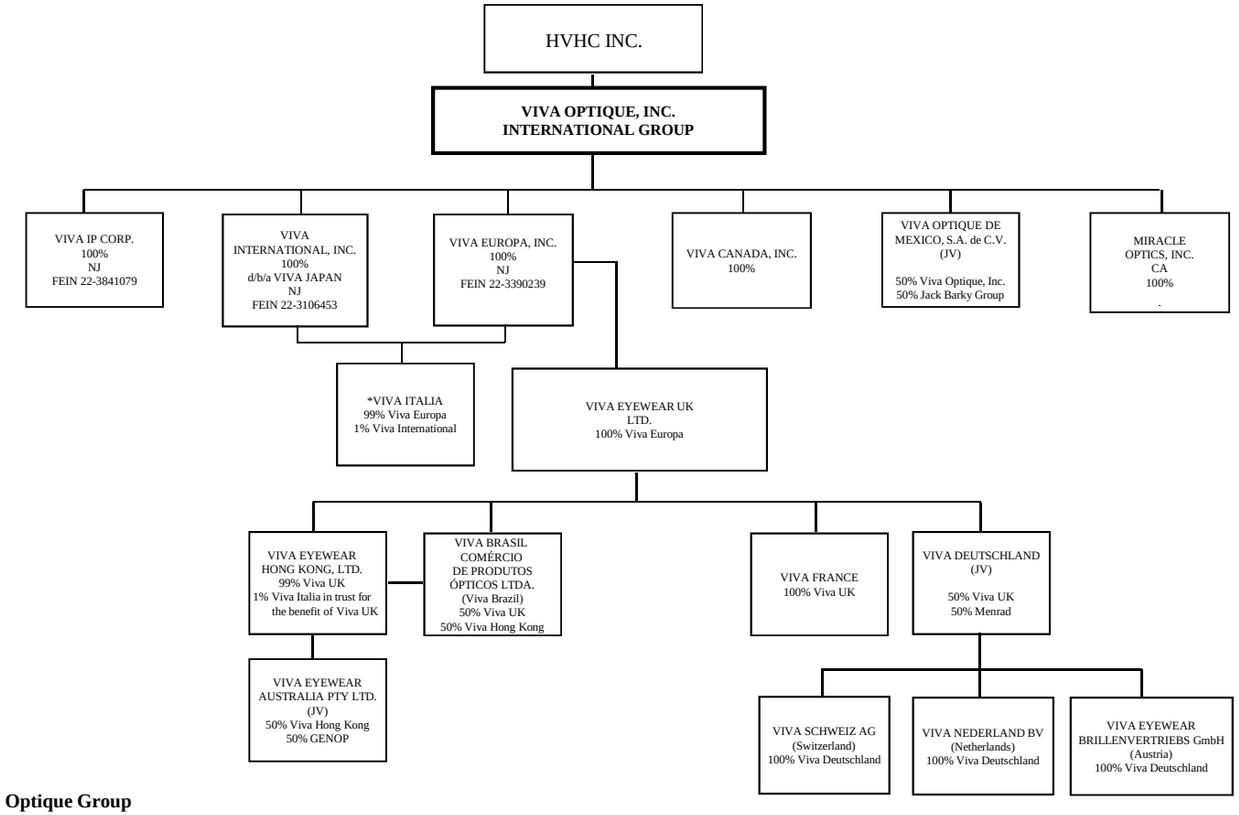
Q15.2

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
Part 1 – ORGANIZATION CHART



Q15.3

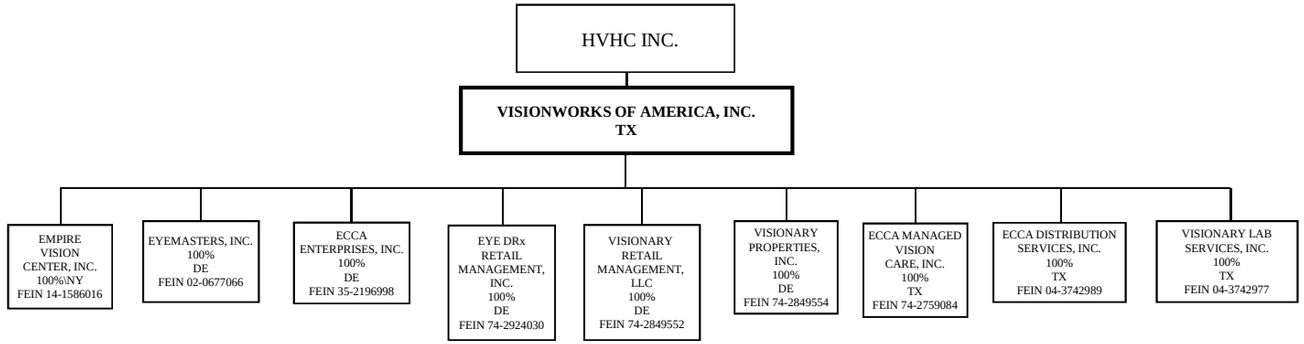
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
Part 1 – ORGANIZATION CHART



Viva Optique Group

*Viva Italia Operations ceased September 2004
– In process of dissolution

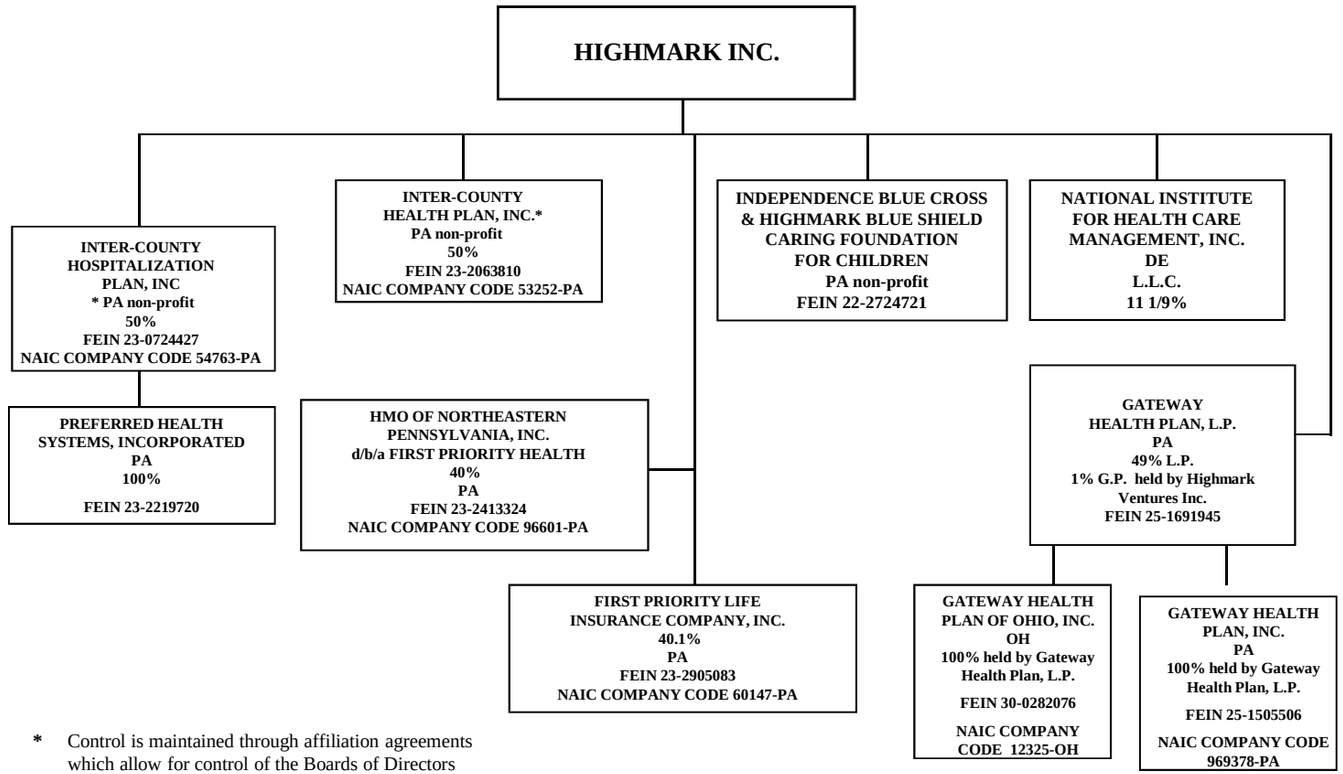
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
Part 1 – ORGANIZATION CHART



Q15.4

Q15.5

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
Part 1 – ORGANIZATION CHART



* Control is maintained through affiliation agreements which allow for control of the Boards of Directors

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
0000		11435	75-3002215	0	0		HCI, INC.	VT	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		54828	55-0624615	0	0		HIGHMARK WEST VIRGINIA INC.	WV	IA	HIGHMARK INC.	BOARD	0.000	HIGHMARK INC.	0
0000		00000	55-0625743	0	0		PARKER BENEFITS, INC.	WV	DS	HIGHMARK WEST VIRGINIA INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		71768	54-1637426	0	0		HM HEALTH INSURANCE COMPANY	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-3999145	0	0		HIGHMARK HIE, LLC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1645888	0	0		HIGHMARK VENTURES INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		95048	25-1522457	0	0		KEYSTONE HEALTH PLAN WEST, INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1845908	0	0		UNION BENEFIT MANAGEMENT, INC.	PA	DS	KEYSTONE HEALTH PLAN WEST, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1824465	0	0		EMPLOYEE BENEFIT DATA SERVICES COMPANY	PA	NIA	UNION BENEFIT MANAGEMENT, INC.	OWNERSHIP	1.000	HIGHMARK INC.	0
0000		00000	25-1824465	0	0		EMPLOYEE BENEFIT DATA SERVICES COMPANY	PA	DS	KEYSTONE HEALTH PLAN WEST, INC.	OWNERSHIP	99.000	HIGHMARK INC.	0
0000		10131	20-2353206	0	0		HIGHMARK SENIOR RESOURCES INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1712017	0	0		JEA INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1668093	0	0		STANDARD PROPERTY CORPORATION	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1524682	0	0		JENKINS EMPIRE ASSOCIATES	PA	DS	HIGHMARK INC.	OWNERSHIP	24.000	HIGHMARK INC.	0
0000		00000	25-1524682	0	0		JENKINS EMPIRE ASSOCIATES	PA	DS	STANDARD PROPERTY CORPORATION	OWNERSHIP	75.000	HIGHMARK INC.	0
0000		00000	25-1524682	0	0		JENKINS EMPIRE ASSOCIATES	PA	DS	JEA INC.	OWNERSHIP	1.000	HIGHMARK INC.	0
0000		00000	25-1646315	0	0		HM INSURANCE GROUP, INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		35599	25-1334623	0	0		HIGHMARK CASUALTY INSURANCE COMPANY	PA	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		93440	06-1041332	0	0		HM LIFE INSURANCE COMPANY	PA	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	65-0611820	0	0		RISK BASED SOLUTIONS, L.C.	FL	DS	HM LIFE INSURANCE COMPANY	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	25-1128451	0	0		HM BENEFITS ADMINISTRATORS, INC.	PA	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	23-2384777	0	0		HM BROKER SERVICES, INC.	PA	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		60213	25-1800302	0	0		HM LIFE INSURANCE COMPANY OF NEW YORK	NY	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		12720	65-1274122	0	0		HM CAPTIVE INSURANCE COMPANY	VT	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		13016	87-0807723	0	0		HM CASUALTY INSURANCE COMPANY	PA	DS	HM INSURANCE GROUP, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		89070	25-1687586	0	0		UNITED CONCORDIA COMPANIES, INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	37-1494957	0	0		UNITED CONCORDIA SERVICES, INC.	NM	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		47038	63-1028262	0	0		UNITED CONCORDIA DENTAL CORPORATION OF ALABAMA	AL	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		95253	52-1542269	0	0		UNITED CONCORDIA DENTAL PLANS, INC.	MD	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		95789	23-7328765	0	0		UNITED CONCORDIA DENTAL PLANS OF CALIFORNIA, INC.	CA	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		60222	11-3008245	0	0		UNITED CONCORDIA INSURANCE COMPANY OF NEW YORK	NY	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0

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 *
0000		62294	23-1661402	0	0		UNITED CONCORDIA LIFE AND HEALTH INSURANCE COMPANY	PA	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		85766	86-0307623	0	0		UNITED CONCORDIA INSURANCE COMPANY	AZ	DS	UNITED CONCORDIA LIFE AND HEALTH INSURANCE COMPANY	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		96150	38-2289438	0	0		UNITED CONCORDIA DENTAL PLANS OF THE MIDWEST, INC.	MI	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		52048	61-1012900	0	0		UNITED CONCORDIA DENTAL PLANS OF KENTUCKY, INC.	KY	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		47089	23-2541529	0	0		UNITED CONCORDIA DENTAL PLANS OF PENNSYLVANIA, INC.	PA	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		95160	74-2489037	0	0		UNITED CONCORDIA DENTAL PLANS OF TEXAS, INC.	TX	DS	UNITED CONCORDIA COMPANIES, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-3444325	0	0		HMPG INC.	PA	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	30-0705035	0	0		PROMEDIX LLC	PA	DS	HMPG INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-3761429	0	0		HMPG PROPERTIES NORTH LLC	PA	DS	HMPG INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	32-0371926	0	0		OPTIMUS 28 MANAGEMENT, LCC	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-5235291	0	0		OSIRIS PROPERTIES, LLC	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	27-3033308	0	0		SILVER RAIN MANAGEMENT, LLC	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	27-3035436	0	0		SILVER RAIN, LP	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	99.000	HIGHMARK INC.	0
0000		00000	27-3035436	0	0		SILVER RAIN, LP	PA	DS	SILVER RAIN, LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		PLATINUM ADVISORS LLC	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		SUMMER WIND MANAGEMENT, LLC	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		PRINCIPO ADVISORS, LLC	PA	DS	HMPG PROPERTIES NORTH LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-3750206	0	0		PROTOCO PPI LLC	PA	DS	HMPG INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	90-0812390	0	0		PROTOCO SUPPLY CHAIN SERVICES LLC	PA	DS	PROTOCO PPI LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-5080712	0	0		HMPG PHARMACY LLC	PA	DS	PROTOCO PPI LLC	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	45-3913973	0	0		PHYSICIAN LANDING ZONE PC	PA	DS	HMPG INC.	OTHER	0.000	HIGHMARK INC.	0
0000		00000	45-3444157	0	0		LAKE ERIE MEDICAL GROUP PC	PA	DS	PHYSICIAN LANDING ZONE PC	OTHER	0.000	HIGHMARK INC.	0
0000		00000	25-1742869	0	0		PREMIER MEDICAL ASSOCIATES, PC	PA	DS	PHYSICIAN LANDING ZONE PC	OTHER	0.000	HIGHMARK INC.	0
0000		00000	25-1816080	0	0		BEAM MEDICAL ASSOCIATES, PC	PA	DS	PHYSICIAN LANDING ZONE PC	OTHER	0.000	HIGHMARK INC.	0
0000		00000	25-1801124	0	0		HVHC INC.	DE	DS	HIGHMARK INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	11-3051991	0	0		DAVIS VISION, INC.	NY	DS	HVHC INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	11-2958041	0	0		DAVISVISION IPA, INC.	NY	DS	DAVIS VISION, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	74-2337775	0	0		VISIONWORKS OF AMERICA, INC.	TX	DS	HVHC INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	14-1586016	0	0		EMPIRE VISION CENTER, INC.	NY	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	02-0677066	0	0		EYEMASTERS, INC.	DE	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0

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 *
0000		00000	35-2196998	0	0		ECCA ENTERPRISES, INC.	DE	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	74-2924030	0	0		EYEDRX RETAIL MANAGEMENT, INC.	DE	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	74-2849552	0	0		VISIONARY RETAIL MANAGEMENT, LLC.	DE	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	74-2849554	0	0		VISIONARY PROPERTIES, INC.	DE	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	74-2759084	0	0		ECCA MANAGED VISION CARE, INC.	TX	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	04-3742989	0	0		ECCA DISTRIBUTION SERVICES, INC.	TX	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	04-3742977	0	0		VISIONARY LAB SERVICES, INC.	TX	DS	VISIONWORKS OF AMERICA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	22-2192365	0	0		VIVA OPTIQUE, INC.	NJ	DS	HVHC INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	22-3841079	0	0		VIVA IP CORP.	NJ	DS	VIVA OPTIQUE, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA CANADA, INC.	CN	DS	VIVA OPTIQUE, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA OPTIQUE DE MEXICO, S.A. de C.V.	MX	NIA	VIVA OPTIQUE, INC.	OWNERSHIP	50.000	HIGHMARK INC.	0
0000		00000		0	0		MIRACLE OPTICS, INC.	CA	DS	VIVA OPTIQUE, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	22-3106453	0	0		VIVA INTERNATIONAL, INC.	NJ	DS	VIVA OPTIQUE, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	22-3390239	0	0		VIVA EUROPA, INC.	NJ	DS	VIVA OPTIQUE, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA ITALIA	IT	DS	VIVA INTERNATIONAL, INC.	OWNERSHIP	1.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA ITALIA	IT	DS	VIVA EUROPA, INC.	OWNERSHIP	99.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA EYEWEAR UK LTD.	GB	DS	VIVA EUROPA, INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA EYEWEAR HONG KONG, LTD.	HK	DS	VIVA EYEWEAR UK LTD.	OWNERSHIP	99.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA EYEWEAR HONG KONG, LTD.	HK	DS	VIVA ITALIA	OWNERSHIP	1.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA EYEWEAR AUSTRALIA PTY LTD.	AU	NIA	VIVA EYEWEAR HONG KONG, LTD.	OWNERSHIP	50.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA BRASIL COMERCIO DE PRODUTOS OPTICOS LTDA	BR	NIA	VIVA EYEWEAR UK LTD.	OWNERSHIP	50.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA BRASIL COMERCIO DE PRODUTOS OPTICOS LTDA	BR	NIA	VIVA EYEWEAR HONG KONG, LTD.	OWNERSHIP	50.000	HIGHMARK INC.	0
0000		00000		0	0		INVIVA EYEWEAR, S.A.	ES	NIA	VIVA EYEWEAR UK LTD.	OWNERSHIP	50.000	HIGHMARK INC.	0
0000		00000		0	0		INVIVA EYEWEAR PORTUGAL	PT	DS	VIVA BRASIL	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA FRANCE	FR	DS	VIVA EYEWEAR UK LTD.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA DEUTSCHLAND	DE	NIA	VIVA EYEWEAR UK LTD.	OWNERSHIP	50.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA SCHWEIZ AG	CH	DS	VIVA DEUTSCHLAND	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA NEDERLAND BV	NL	DS	VIVA DEUTSCHLAND	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000		0	0		VIVA EYEWEAR BRILLENVERTRIEBS GmbH	AT	DS	VIVA DEUTSCHLAND	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		53252	23-2063810	0	0		INTER-COUNTY HEALTH PLAN, INC.	PA	IA	HIGHMARK INC.	OWNERSHIP	50.000	HIGHMARK INC. / INDEPENDENCE BLUE CROSS	0
0000		54763	23-0724427	0	0		INTER-COUNTY HOSPITALIZATION PLAN, INC.	PA	IA	HIGHMARK INC.	OWNERSHIP	50.000	HIGHMARK INC. / INDEPENDENCE BLUE CROSS	0
0000		00000	23-2219720	0	0		PREFERRED HEALTH SYSTEMS, INCORPORATED	PA	DS	INTER-COUNTY HOSPITALIZATION PLAN, INC.	OWNERSHIP	100.000	HIGHMARK INC. / INDEPENDENCE BLUE CROSS	0

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 *
0000		96601	23-2413324	0	0		HMO OF NORTHEASTERN PENNSYLVANIA	PA	IA	HIGHMARK INC.	OWNERSHIP	40.000	HIGHMARK INC. / BLUE CROSS OF NORTHEASTERN PA	0
0000		60147	23-2905083	0	0		FIRST PRIORITY LIFE INSURANCE COMPANY, INC.	PA	IA	HIGHMARK INC.	OWNERSHIP	40.100	HIGHMARK INC. / BLUE CROSS OF NORTHEASTERN PA	0
0000		00000	25-1691945	0	0		GATEWAY HEALTH PLAN, L.P.	PA	IA	HIGHMARK INC.	OWNERSHIP	49.000	HIGHMARK INC. / MERCY HEALTH PLAN	0
0000		00000	25-1691945	0	0		GATEWAY HEALTH PLAN, L.P.	PA	IA	HIGHMARK VENTURES INC.	OWNERSHIP	1.000	HIGHMARK INC. / MERCY HEALTH PLAN	0
0000		00000	30-0282076	0	0		GATEWAY HEALTH PLAN OF OHIO, INC.	OH	DS	GATEWAY HEALTHPLAN, L.P.	OWNERSHIP	100.000	HIGHMARK INC. / MERCY HEALTH PLAN	0
0000		00000	25-1505506	0	0		GATEWAY HEALTH PLAN, INC.	PA	DS	GATEWAY HEALTHPLAN, L.P.	OWNERSHIP	100.000	HIGHMARK INC. / MERCY HEALTH PLAN	0
0000		00000	25-1494238	0	0		CARING FOUNDATION	PA	OTH	HIGHMARK INC.	BOARD	0.000	HIGHMARK INC.	0
0000		00000	25-1876666	0	0		HIGHMARK FOUNDATION	PA	OTH	HIGHMARK INC.	BOARD	0.000	HIGHMARK INC.	0
0000		00000	22-2724721	0	0		INDEPENDENCE BLUE CROSS AND HIGHMARK BLUE SHIELD CARING FOUNDATION FOR CHILDREN	PA	OTH	HIGHMARK INC.	BOARD	0.000	HIGHMARK INC. / INDEPENDENCE BLUE CROSS	0
0000		0		0	0		NATIONAL INSTITUTE FOR HEALTHCARE MANAGEMENT LLC	DE	OTH	HIGHMARK INC.	BOARD	0.000	PARTICIPATING BLUES PLANS	0
0000		53287	51-0020405	0	0		HIGHMARK BCBSD INC.	DE	IA	HIGHMARK INC.	BOARD	100.000	HIGHMARK INC.	0
0000		00000	51-0293417	0	0		THE GATEWAY GROUP, LTD.	DE	DS	HIGHMARK BCBSD INC.	OWNERSHIP	100.000	HIGHMARK INC.	0
0000		00000	51-033213	0	0		DELAWARE ANCILLARY INSURANCE AGENCY.	DE	DS	HIGHMARK BCBSD INC.	OWNERSHIP	100.000	HIGHMARK INC.	0

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

Explanation:

1.

Bar Code:

* 5 4 8 2 8 2 0 1 2 3 6 5 0 0 0 0 3 *

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. Prepaid Assets	426,810	426,810	0	0
2505. HHIC Profit share	1,789,663	0	1,789,663	0
2597. Summary of remaining write-ins for Line 25	2,216,473	426,810	1,789,663	0

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	23,694,447	15,095,995
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after acquisition	45,274	42,973
3. Current year change in encumbrances	0	9,391,909
4. Total gain (loss) on disposals	0	0
5. Deduct amounts received on disposals	0	0
6. Total foreign exchange change in book/adjusted carrying value	0	0
7. Deduct current year's other than temporary impairment recognized	0	0
8. Deduct current year's depreciation	632,010	836,430
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	23,107,711	23,694,447
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	23,107,711	23,694,447

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after acquisition	0	0
3. Capitalized deferred interest and other	0	0
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	0	0
6. Total gain (loss) on disposals	0	0
7. Deduct amounts received on disposals	0	0
8. Deduct amortization of premium and mortgage interest points and commitment fees	0	0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance	0	0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	804,682
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	75,000	0
2.2 Additional investment made after acquisition	0	0
3. Capitalized deferred interest and other	0	(7,906)
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	0	0
6. Total gain (loss) on disposals	0	0
7. Deduct amounts received on disposals	0	750,000
8. Deduct amortization of premium and depreciation	0	46,776
9. Total foreign exchange change in book/adjusted carrying value	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	75,000	0
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	75,000	0

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	262,571,120	237,896,338
2. Cost of bonds and stocks acquired	207,982,144	223,070,437
3. Accrual of discount	120,236	249,644
4. Unrealized valuation increase (decrease)	1,187,384	(792,633)
5. Total gain (loss) on disposals	2,828,222	1,927,269
6. Deduct consideration for bonds and stocks disposed of	167,625,442	197,039,407
7. Deduct amortization of premium	2,144,320	2,352,263
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	388,265
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	304,919,344	262,571,120
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	304,919,344	262,571,120

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	270,879,738	361,804,415	355,557,422	(2,521,180)	280,645,389	270,879,738	274,605,552	283,838,171
2. Class 2 (a)	32,471,558	7,136,002	5,556,897	2,042,316	27,416,975	32,471,558	36,092,979	21,040,352
3. Class 3 (a)	8,736,405	4,209,733	2,371,970	(95,759)	3,804,911	8,736,405	10,478,408	0
4. Class 4 (a)	10,995,259	4,467,760	2,127,866	(125,325)	6,967,500	10,995,259	13,209,828	0
5. Class 5 (a)	0	0	0	0	0	0	0	0
6. Class 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	323,082,960	377,617,910	365,614,155	(699,948)	318,834,775	323,082,960	334,386,767	304,878,523
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	40,200	0	0	0	0	40,200	40,200	0
12. Class 5	0	0	0	0	40,200	0	0	40,200
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	40,200	0	0	0	40,200	40,200	40,200	40,200
15. Total Bonds and Preferred Stock	323,123,160	377,617,910	365,614,155	(699,948)	318,874,975	323,123,160	334,426,967	304,918,723

(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 $.....996,436; 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	56,053,067	XXX	56,052,071	24,862	159

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	59,586,006	52,427,526
2. Cost of short-term investments acquired	997,968,734	1,115,392,731
3. Accrual of discount	996	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	1,001,502,669	1,108,234,251
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	56,053,067	59,586,006
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	56,053,067	59,586,006

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of cash equivalents acquired	2,890	0
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	2,890	0
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/ adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1	2	Location		5	6	7	8	9	10	11	12	13
		3	4									
CUSIP Identification	Name or Description	City	State	Name of Vendor or General Partner	NAIC Desig-nation	Date Originally Acquired	Type and Strategy	Actual Cost at Time of Acquisition	Additional Investment Made After Acquisition	Amount of Encumbrances	Commitment for Additional Investment	Percentage of Ownership
Non-Collateral Loans - Unaffiliated												
000000 00 0	West Virginia Family Health Plan note receivable	Charleston	VA	West Virginia Family Health Plan		09/06/2012	0	75,000	0	0	0	0.0
2599999. Total - Non-Collateral Loans - Unaffiliated								75,000	0	0	0	XXX
3999999. Subtotal - Unaffiliated								75,000	0	0	0	XXX
4199999. Totals								75,000	0	0	0	XXX

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SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1	2	Location		5	6	7	8	Changes in Book/Adjusted Carrying Value						15	16	17	18	19	20
		3	4					9	10	11	12	13	14						
CUSIP Identification	Name or Description	City	State	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in B./A.C.V (9+10-11+12)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Consideration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Investment Income

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. Government									
36176R 6K 3	GNMA POOL# 774274 4.500% 12/15/41		07/09/2012	UBS SECURITIES LLC/CMO		3,127,826	2,829,012	6,365	1
36176X P6 0	GNMA POOL# 779245 4.000% 05/15/42		08/06/2012	UBSFINANCIALSERVICESINC WE		2,327,240	2,113,571	4,462	1
36179M E4 8	GNMA POOL# MA0155 4.000% 06/20/42		07/19/2012	DAIWA SECURITIES AMERICA INC		4,385,032	3,975,100	8,392	1
36202F P6 7	GNMA SF II POOL# G2 494 4.000% 02/20/41		09/12/2012	BAIRD ROBERT W & CO INC		1,893,067	1,721,948	3,635	1
912828 TJ 9	US TREASURY NOTE 1.625% 08/15/22		08/15/2012	PNC CAPITAL MKTS		983,906	1,000,000	44	1
912828 TL 4	US TREASURY NOTE 0.250% 08/31/14		09/24/2012	FIRSTCLEARINGLLC RICHMOND		300,000	300,000	54	1
0599999.	Total - Bonds - U.S. Government					13,017,071	11,939,631	22,952	XXX
Bonds - U.S. Special Revenue and Special Assessment									
313380 L9 6	FEDERAL HOME LOAN BANK 0.500% 11/20/15		09/11/2012	FIRSTCLEARINGLLC RICHMOND		351,071	350,000	97	1
3133EA K3 1	FEDERAL FARM CREDIT BAN 0.470% 08/20/15		08/14/2012	FIRSTCLEARINGLLC RICHMOND		450,000	450,000	0	1
3133EA N5 3	FEDERAL FARM CREDIT BAN 0.830% 08/22/16		08/21/2012	FIRSTCLEARINGLLC RICHMOND		400,000	400,000	9	1
3134G3 YV 6	FEDERAL HOME LOAN MTG B 1.300% 07/16/18		07/13/2012	STIFEL NICOLAUS & CO INC		1,000,000	1,000,000	0	1
3137EA BP 3	FEDERAL HOME LOAN MTG C 4.875% 06/13/18		08/23/2012	STIFEL NICOLAUS & CO INC		1,217,610	1,000,000	10,021	1
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					3,418,681	3,200,000	10,127	XXX
Bonds - Industrial and Miscellaneous									
00508X AF 1	ACTUANT CORP SR BOND 5.625% 06/15/22		09/10/2012	Tax Free Exchange		250,000	250,000	3,320	3FE
02005N AM 2	ALLY FINANCIAL INC SR B 4.625% 06/26/15		08/07/2012	CITIGROUPGBLMKTS/SALOMON NE		257,188	250,000	1,413	4FE
044209 AE 4	ASHLAND INC 144A SR BON 4.750% 08/15/22		08/02/2012	Various		251,929	250,000	0	3FE
05531F AL 7	BB&T CORPORATION SR MTN 1.600% 08/15/17		08/07/2012	UBSFINANCIALSERVICESINC WE		998,180	1,000,000	0	1FE
090613 AD 2	BIOMET INC SR NTS 10.375% 10/15/17		07/12/2012	CHASESECURITIES NEWYORK		107,125	100,000	2,651	4FE
090613 AF 7	BIOMET INC 144A SR BOND 6.500% 08/01/20		09/18/2012	Various		362,583	350,000	2,438	4FE
09256B AD 9	BLACKSTONE HOLDINGS FIN 4.750% 02/15/23		08/15/2012	MORGANSTANLEY&COINC NY		490,530	500,000	0	1FE
110122 AS 7	BRISTOL MYERS SQUIBB CO 0.875% 08/01/17		07/27/2012	CITIGROUPGBLMKTS/SALOMON NE		990,910	1,000,000	0	1FE
1248EP AY 9	CCO HOLDINGS LLC/CAP CO 5.250% 09/30/22		08/08/2012	CITIGROUPGBLMKTS/SALOMON NE		99,026	100,000	0	3FE
12543D AR 1	COMMUNITY HEALTH SYSTEM 5.125% 08/15/18		08/08/2012	CREDIT SUISSE FIRST BOSTON COR		250,000	250,000	0	3FE
125581 GQ 5	CIT GROUP INC SR BOND 5.000% 08/15/22		07/31/2012	BANC OF AMERICA SECURITIES LLC		100,000	100,000	0	3FE
12572Q AE 5	CME GROUP INC SR BOND 3.000% 09/15/22		09/05/2012	BANC OF AMERICA SECURITIES LLC		1,495,365	1,500,000	0	1FE
127055 AH 4	CABOT CORP SR BOND 3.700% 07/15/22		08/02/2012	MCDONALD & COMPANY		2,052,760	2,000,000	5,139	2FE
166751 AJ 6	CHEVRON CORP SR NTS 4.950% 03/03/19		08/27/2012	BAIRD ROBERT W & CO INC		607,690	500,000	12,169	1FE
184496 AH 0	CLEAN HARBORS INC 144A 5.250% 08/01/20		07/17/2012	Various		250,063	250,000	0	3FE
18451Q AH 1	CLEAR CHANNEL WORLDWIDE 7.625% 03/15/20		08/03/2012	Tax Free Exchange		180,000	180,000	5,261	4FE
212015 AJ 0	CONTINENTAL RESOURCES I 5.000% 09/15/22		08/13/2012	BANC OF AMERICA SECURITIES LLC		255,938	250,000	5,486	3FE
231021 AJ 5	CUMMINS ENGINE SR BOND 7.125% 03/01/28		08/21/2012	BNY CAPITAL MARKETS INC		664,909	502,000	17,188	1FE
23918K AP 3	DAVITA INC SR BOND 5.750% 08/15/22		08/14/2012	CHASESECURITIES NEWYORK		250,000	250,000	0	4FE
242370 AA 2	DEAN FOODS CO SR NTS 7.000% 06/01/16		08/09/2012	Various		264,813	250,000	3,529	4FE
247916 AB 5	DENBURY RESOURCES INC S 9.750% 03/01/16		09/10/2012	BANC OF AMERICA SECURITIES LLC		162,938	150,000	488	4FE
26985U AC 1	EAGLE ROCK ENER PART/FI 8.375% 06/01/19		08/23/2012	BANC OF AMERICA SECURITIES LLC		73,875	75,000	1,518	4FE
29717P AC 1	ESSEX PORTFOLIO LP 144A 3.625% 08/15/22		08/09/2012	WACHOVIACAPITALMARKETSLLC		989,900	1,000,000	0	2FE
30249U AA 9	FMC TECHNOLOGIES INC 2.000% 10/01/17		09/18/2012	WACHOVIACAPITALMARKETSLLC		997,670	1,000,000	0	2FE

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)
31620M AH 9	FIDELITY NATIONAL 5.000% 03/15/22		08/20/2012	Tax Free Exchange		242,710	250,000	5,243	3FE
369300 AM 0	GENERAL CABLE CORP SR B 5.750% 10/01/22		09/20/2012	CHASESECURITIES NEWYORK		200,000	200,000	0	4FE
36962G 4C 5	GENERAL ELECTRIC CAP CO 5.900% 05/13/14		07/03/2012	WACHOVIACAPITALMARKETSLLC		1,631,745	1,500,000	13,767	1FE
38141E A6 6	GOLDMAN SACHS GROUP INC 6.000% 06/15/20		07/05/2012	BAIRD ROBERT W & CO INC		1,085,890	1,000,000	4,167	1FE
404030 AD 0	H&E EQUIPMENT SERVICES 7.000% 09/01/22		08/17/2012	BARCLAYS CAPITAL INC		253,438	250,000	97	4FE
436440 AD 3	HOLOGIC INC 144A SR BON 6.250% 08/01/20		07/19/2012	GOLDMAN SACHS & CO NY		250,000	250,000	0	4FE
440543 AL 0	HORNBECK OFFSHORE SERVI 5.875% 04/01/20		08/28/2012	Tax Free Exchange		248,505	250,000	6,609	3FE
459200 HG 9	IBM CORP SR BOND 1.875% 08/01/22		07/25/2012	UBSFINANCIALSERVICESINC WE		1,475,970	1,500,000	0	1FE
513075 BB 6	LAMAR MEDIA CORP SR BON 5.875% 02/01/22		07/30/2012	Tax Free Exchange		255,491	250,000	6,977	3FE
52736R BD 3	LEVI STRAUSS & CO SR BO 6.875% 05/01/22		08/03/2012	PERSHING LLC		103,750	100,000	1,719	4FE
61166W AH 4	MONSANTO CO SR BOND 2.200% 07/15/22		07/09/2012	BEAR STEARNS & CO		499,420	500,000	0	1FE
61747W AF 6	MORGAN STANLEY SR NTS 5.750% 01/25/21		09/07/2012	BAIRD ROBERT W & CO INC		534,240	500,000	3,753	1FE
61747Y CJ 2	MORGAN STANLEY SR NTS 5.625% 09/23/19		08/30/2012	PITTSBURGH NATIONAL BANK-SECUR		413,000	400,000	10,125	1FE
629377 BJ 0	NRG ENERGY INC SR NTS 8.250% 09/01/20		08/22/2012	CITIGROUPGBLMKTS/SALOMON NE		75,775	70,000	2,823	3FE
65409Q AZ 5	NIELSEN FINANCE LLC/CO 4.500% 10/01/20		09/18/2012	CHASESECURITIES NEWYORK		250,000	250,000	0	3FE
665859 AN 4	NORTHERN TRUST CORP SR 2.375% 08/02/22		09/21/2012	MCDONALD & COMPANY		988,440	1,000,000	3,563	1FE
678026 AD 7	OIL STATES INTL INC SR 6.500% 06/01/19		07/05/2012	BANC OF AMERICA SECURITIES LLC		229,900	220,000	1,549	3FE
68233J AP 9	ONCOR ELECTRIC DELIVERY 4.100% 06/01/22		07/11/2012	MCDONALD & COMPANY		1,049,490	1,000,000	6,606	2FE
68233J AR 5	ONCOR ELECTRIC DELIVERY 4.100% 06/01/22		08/24/2012	Tax Free Exchange		1,049,042	1,000,000	10,933	2FE
70959W AD 5	PENSKE AUTO GROUP INC 1 5.750% 10/01/22		08/14/2012	BANC OF AMERICA SECURITIES LLC		250,000	250,000	0	4FE
713448 BJ 6	PEPSICO INC SR NTS 7.900% 11/01/18		09/24/2012	MCDONALD & COMPANY		1,404,702	1,035,000	33,160	1FE
74005P BB 9	PRAXAIR INC SR BOND 2.200% 08/15/22		07/30/2012	BEAR STEARNS & CO		1,247,313	1,250,000	0	1FE
761735 AK 5	REYNOLDS GRP ISS/REYNOL 7.125% 04/15/19		07/25/2012	Tax Free Exchange		188,105	180,000	3,563	4FE
761735 AN 9	REYNOLDS GRP ISS/REYNOL 5.750% 10/15/20		09/14/2012	CREDIT SUISSE FIRST BOSTON COR		200,000	200,000	0	4FE
774477 AJ 2	ROCKWOOD SPECIALITIES G 4.625% 10/15/20		09/20/2012	DEUTSCHE BANC ALEX BROWN INC		250,000	250,000	0	3FE
78401F AE 7	SBA TELECOMMUNICATIONS 5.750% 07/15/20		07/10/2012	CHASESECURITIES NEWYORK		250,000	250,000	0	4FE
80874Y AL 4	SCIENTIFIC GAMES INTERN 6.250% 09/01/20		08/15/2012	BANC OF AMERICA SECURITIES LLC		250,000	250,000	0	4FE
827048 AP 4	SILGAN HOLDINGS INC SR 5.000% 04/01/20		08/09/2012	Tax Free Exchange		250,000	250,000	4,722	3FE
85571N AA 7	STARZ LLC / STARZ FIN C 5.000% 09/15/19		09/10/2012	Various		256,116	250,000	0	3FE
864486 AD 7	SUBURBAN PROPANE PARTNE 7.500% 10/01/18		08/01/2012	Taxable Exchange		176,176	151,989	0	3FE
882508 AU 8	TEXAS INSTRUMENTS INC S 1.650% 08/03/19		07/30/2012	BEAR STEARNS & CO		993,900	1,000,000	0	1FE
897050 AA 8	TRONOX FINANCE LLC 144A 6.375% 08/15/20		08/15/2012	GOLDMAN SACHS & CO NY		250,000	250,000	0	4FE
90269C AB 6	UBS-BARCLAYS COMMERCIAL 2.113% 05/10/63		07/02/2012	UBS SECURITIES LLC/CMO		1,019,977	1,000,000	939	1FE
91359P AH 3	UNIVERSAL HOSPITAL SERV 7.625% 08/15/20		07/24/2012	BARCLAYS CAPITAL INC		200,000	200,000	0	4FE
92552V AF 7	VIASAT INC SR BOND 6.875% 06/15/20		08/24/2012	Tax Free Exchange		252,052	250,000	3,294	4FE
989194 AG 0	ZAYO GROUP LLC BOND 8.125% 01/01/20		08/27/2012	Tax Free Exchange		250,000	250,000	3,329	4FE
06366R HA 6	BANK OF MONTREAL SR BON 1.400% 09/11/17	A	09/04/2012	BANC OF AMERICA SECURITIES LLC		748,845	750,000	0	1FE
136069 ET 4	CANADIAN IMPERIAL BANK 0.900% 10/01/15	A	09/24/2012	WACHOVIACAPITALMARKETSLLC		749,775	750,000	0	1FE
92658T AQ 1	VIDEOTRON LTEE SR BOND 5.000% 07/15/22	A	07/17/2012	Tax Free Exchange		180,000	180,000	50	3FE
552081 AG 6	LYONDELLBASELL IND NV S 5.000% 04/15/19	F	07/18/2012	Tax Free Exchange		250,000	250,000	3,438	3FE

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)
63254A AA 6	NATIONAL AUSTRALIA BK L 2.000% 03/09/15	F	09/25/2012	WACHOVIA CAPITAL MARKETS LLC		1,019,890	1,000,000	1,056	1FE
806854 AD 7	SCHLUMBERGER INVESTMENT 2.400% 08/01/22	F	07/25/2012	CITIGROUPGBLMKTS/SALOMON NE		998,320	1,000,000	0	1FE
893830 BD 0	TRANSOCEAN INC SR BOND 2.500% 10/15/17	F	09/10/2012	BEAR STEARNS & CO		997,140	1,000,000	0	2FE
3899999.	Total - Bonds - Industrial & Miscellaneous					35,872,509	34,743,989	192,082	XXX
8399997.	Total - Bonds - Part 3					52,308,261	49,883,620	225,161	XXX
8399999.	Total - Bonds					52,308,261	49,883,620	225,161	XXX
Common Stocks - Mutual Funds									
72701U 40 1	PLAN INVESTMENT ULTRASH		09/28/2012	Direct	2,615.000	26,136	XXX	0	U
9299999.	Total - Common Stocks - Mutual Funds					26,136	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					26,136	XXX	0	XXX
9799999.	Total - Common Stocks					26,136	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					26,136	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					52,334,397	XXX	225,161	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
36176R 6K 3	GNMA POOL# 774274 4.500% 12/15/41		09/01/2012	Paydown		126,601	126,601	139,973	0	0	(13,372)	0	(13,372)	0	126,601	0	0	0	490	12/15/2041	1
36176X P6 0	GNMA POOL# 779245 4.000% 05/15/42		09/01/2012	Paydown		7,669	7,669	8,444	0	0	(775)	0	(775)	0	7,669	0	0	0	26	05/15/2042	1
36179M E4 8	GNMA POOL# MA0155 4.000% 06/20/42		09/01/2012	Paydown		26,068	26,068	28,756	0	0	(2,688)	0	(2,688)	0	26,068	0	0	0	87	06/20/2042	1
36202E RD 3	GNMA SF II POOL# 4084 5.500% 02/20/38		07/09/2012	UBSFINANCIALSERVICESINC WE		1,266,232	1,139,466	1,154,644	1,153,120	0	(251)	0	(251)	0	1,152,869	0	113,363	113,363	39,691	02/20/2038	1
36202E RD 3	GNMA SF II POOL# 4084 5.500% 02/20/38		07/01/2012	Paydown		36,717	36,717	37,206	37,157	0	(440)	0	(440)	0	36,717	0	0	0	1,178	02/20/2038	1
36202F KH 8	GNMA SF II POOL# 4796 4.500% 09/20/40		09/01/2012	Paydown		78,965	78,965	82,716	82,583	0	(3,618)	0	(3,618)	0	78,965	0	0	0	2,419	09/20/2040	1
36202F XD 3	GNMA SF II POOL# 5176 5.000% 09/20/41		09/01/2012	Paydown		123,068	123,068	136,606	0	0	(13,537)	0	(13,537)	0	123,068	0	0	0	2,581	09/20/2041	1
36202F Y7 5	GNMA SF II POOL# 5234 4.500% 11/20/41		08/06/2012	UBSFINANCIALSERVICESINC WE		1,963,131	1,774,080	1,940,123	0	0	(1,942)	0	(1,942)	0	1,938,181	0	24,950	24,950	37,477	11/20/2041	1
36202F Y7 5	GNMA SF II POOL# 5234 4.500% 11/20/41		08/01/2012	Paydown		70,395	70,395	76,984	0	0	(6,589)	0	(6,589)	0	70,395	0	0	0	1,196	11/20/2041	1
3620A9 PM 7	GNMA SF I POOL# 723228 5.000% 10/15/39		09/01/2012	Paydown		60,262	60,262	62,447	62,333	0	(2,071)	0	(2,071)	0	60,262	0	0	0	2,024	10/15/2039	1
3620C1 E6 9	GNMA POOL# 745457 4.500% 08/20/30		09/01/2012	Paydown		87,517	87,517	93,233	93,102	0	(5,585)	0	(5,585)	0	87,517	0	0	0	2,868	08/20/2030	1
36210B X4 2	GNMA SF I POOL# 487699 5.000% 03/15/39		09/01/2012	Paydown		50,856	50,856	52,175	52,076	0	(1,220)	0	(1,220)	0	50,856	0	0	0	1,736	03/15/2039	1
36241K FJ 2	GNMA SF I POOL# 781969 5.000% 08/15/35		09/01/2012	Paydown		48,433	48,433	50,401	50,289	0	(1,856)	0	(1,856)	0	48,433	0	0	0	1,634	08/15/2035	1
36241K G5 1	GNMA SF I POOL# 782020 5.500% 12/15/35		09/01/2012	Paydown		97,909	97,909	99,362	99,211	0	(1,303)	0	(1,303)	0	97,909	0	0	0	3,505	12/15/2035	1
36295V 6T 1	GNMA I POOL# 682282 5.500% 02/15/38		09/01/2012	Paydown		40,621	40,621	41,643	41,541	0	(919)	0	(919)	0	40,621	0	0	0	1,617	02/15/2038	1
36296A 4R 2	GNMA POOL# 685832 5.500% 04/15/38		09/01/2012	Paydown		60,786	60,786	61,575	61,493	0	(707)	0	(707)	0	60,786	0	0	0	2,358	04/15/2038	1
36296X YZ 1	GNMA I POOL# 704628 5.000% 07/15/39		09/01/2012	Paydown		139,650	139,650	147,767	147,425	0	(7,775)	0	(7,775)	0	139,650	0	0	0	4,577	07/15/2039	1
0599999.	Total - Bonds - U.S. Government					4,284,880	3,969,063	4,214,055	1,880,330	0	(64,648)	0	(64,648)	0	4,146,567	0	138,313	138,313	105,464	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
3128M6 5D 6	FHLMC POOL# G0-5044 5.500% 08/01/38		07/09/2012	UBSFINANCIALSERVICESINC WE		1,143,216	1,050,931	1,078,189	1,076,292	0	(379)	0	(379)	0	1,075,913	0	67,303	67,303	35,483	08/01/2038	1
3128M6 5D 6	FHLMC POOL# G0-5044 5.500% 08/01/38		07/01/2012	Paydown		51,338	51,338	52,670	52,577	0	(1,239)	0	(1,239)	0	51,338	0	0	0	1,647	08/01/2038	1
3132GD M8 2	FHLMC POOL# Q00383 4.500% 04/01/41		09/01/2012	Paydown		35,412	35,412	38,218	0	0	(2,805)	0	(2,805)	0	35,412	0	0	0	571	04/01/2041	1
3132GJ VK 2	FHLMC POOL# Q03618 4.000% 10/01/41		09/01/2012	Paydown		43,082	43,082	45,431	0	0	(2,349)	0	(2,349)	0	43,082	0	0	0	480	10/01/2041	1
3132GJ ZS 1	FHLMC POOL# Q03753 4.000% 10/01/41		09/01/2012	Paydown		15,759	15,759	16,372	16,369	0	(610)	0	(610)	0	15,759	0	0	0	419	10/01/2041	1
3132GK XQ 4	FHLMC POOL# Q04587 4.500% 11/01/41		09/01/2012	Paydown		111,871	111,871	121,310	0	0	(9,439)	0	(9,439)	0	111,871	0	0	0	1,888	11/01/2041	1
31331J J4 6	FEDERAL FARM CREDIT BAN 2.500% 09/21/17		09/21/2012	Call 100.0000		300,000	300,000	300,008	300,003	0	(3)	0	(3)	0	300,000	0	0	0	7,500	09/21/2017	1
31331K UB 4	FEDERAL FARM CREDIT BAN 1.750% 08/15/16		08/15/2012	Call 100.0000		500,000	500,000	500,004	500,003	0	(3)	0	(3)	0	500,000	0	0	0	8,750	08/15/2016	1
31331K UU 2	FEDERAL FARM CREDIT BAN 1.000% 08/17/15		08/17/2012	Call 100.0000		300,000	300,000	300,003	300,002	0	(2)	0	(2)	0	300,000	0	0	0	3,000	08/17/2015	1
31331K WP 1	FEDERAL FARM CREDIT BAN 0.790% 08/28/14		08/28/2012	Call 100.0000		300,000	300,000	300,002	299,997	0	3	0	3	0	300,000	0	0	0	2,363	08/28/2014	1
313379 DD 8	FEDERAL HOME LOAN BANK 1.000% 06/21/17		07/06/2012	PNC CAPITAL MKTS		503,480	500,000	498,360	0	0	55	0	55	0	498,415	0	5,065	5,065	903	06/21/2017	1
3134G1 MS 0	FEDERAL HOME LOAN MTG C 3.000% 07/27/22		07/27/2012	Call 100.0000		1,500,000	1,500,000	1,496,250	1,545,811	0	(45,811)	0	(45,811)	0	1,500,000	0	0	0	30,000	07/27/2022	1
3134G3 WG 1	FEDERAL HOME LOAN MTG N 1.400% 06/12/18		09/13/2012	PNC CAPITAL MKTS		1,000,938	1,000,000	1,000,000	0	0	0	0	0	0	1,000,000	0	938	938	3,578	06/12/2018	1
3134G3 YV 6	FEDERAL HOME LOAN MTG B 1.300% 07/16/18		08/15/2012	PNC CAPITAL MKTS		997,000	1,000,000	1,000,000	0	0	0	0	0	0	1,000,000	0	(3,000)	(3,000)	1,083	07/16/2018	1
3137AE PT 6	FREDDIE MAC SER 3905 CL 2.000% 03/15/41		09/01/2012	Paydown		58,234	58,234	58,534	58,532	0	(298)	0	(298)	0	58,234	0	0	0	829	03/15/2041	1
3137EA DB 2	FEDERAL HOME LOAN MTG C 2.375% 01/13/22		08/08/2012	WACHOVIA CAPITAL MARKETS LLC		1,034,070	1,000,000	994,180	0	0	297	0	297	0	994,477	0	39,593	39,593	13,590	01/13/2022	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31381S T3 6	FNMA POOL# 469570 3.470% 11/01/21		09/01/2012	Paydown		11,036	11,036	11,537	11,534	0	(497)	0	(497)	0	11,036	0	0	0	259	11/01/2021	1
3138A2 BV 0	FNMA POOL# AH0951 4.500% 12/01/40		09/01/2012	Paydown		38,123	38,123	39,743	39,724	0	(1,601)	0	(1,601)	0	38,123	0	0	0	1,153	12/01/2040	1
3138AH W6 9	FNMA POOL# AI4268 5.000% 06/01/41		09/01/2012	Paydown		41,849	41,849	45,518	0	0	(3,668)	0	(3,668)	0	41,849	0	0	0	1,100	06/01/2041	1
3138AK 7F 0	FNMA POOL# AI6293 4.500% 08/01/41		09/01/2012	Paydown		244,234	244,234	259,994	259,957	0	(15,724)	0	(15,724)	0	244,234	0	0	0	7,326	08/01/2041	1
3138AL JW 8	FNMA POOL# AI6576 5.000% 07/01/41		09/01/2012	Paydown		51,780	51,780	56,068	56,031	0	(4,251)	0	(4,251)	0	51,780	0	0	0	1,724	07/01/2041	1
3138AN VJ 9	FNMA POOL# AI8716 4.500% 08/01/41		09/01/2012	Paydown		4,213	4,213	4,482	4,479	0	(267)	0	(267)	0	4,213	0	0	0	127	08/01/2041	1
3138AR G2 4	FNMA POOL# AJ0216 5.000% 08/01/41		09/01/2012	Paydown		156,946	156,946	172,322	0	0	(15,376)	0	(15,376)	0	156,946	0	0	0	4,866	08/01/2041	1
3138AW 7F 4	FNMA POOL# AJ5393 4.500% 11/01/41		09/01/2012	Paydown		64,031	64,031	69,404	0	0	(5,373)	0	(5,373)	0	64,031	0	0	0	1,412	11/01/2041	1
3138AW X3 2	FNMA POOL# AJ5197 4.000% 11/01/41		09/01/2012	Paydown		186,310	186,310	198,857	0	0	(12,547)	0	(12,547)	0	186,310	0	0	0	1,490	11/01/2041	1
3138AX FM 8	FNMA POOL# AJ5571 4.000% 01/01/42		09/01/2012	Paydown		12,072	12,072	12,891	0	0	(819)	0	(819)	0	12,072	0	0	0	123	01/01/2042	1
3138E2 2U 8	FNMA POOL# AJ9786 4.500% 01/01/42		08/01/2012	DAIWA SECURITIES AMERICA INC.		2,689,144	2,484,198	2,672,841	0	0	(2,590)	0	(2,590)	0	2,670,251	0	18,893	18,893	59,621	01/01/2042	1
3138E2 2U 8	FNMA POOL# AJ9786 4.500% 01/01/42		08/01/2012	Paydown		288,322	288,322	310,217	0	0	(21,894)	0	(21,894)	0	288,322	0	0	0	6,185	01/01/2042	1
3138EG GS 7	FNMA POOL# AL0208 4.500% 05/01/41		09/01/2012	Paydown		149,221	149,221	156,099	155,989	0	(6,768)	0	(6,768)	0	149,221	0	0	0	4,619	05/01/2041	1
3138LX X5 3	FNMA POOL# AO6999 4.000% 06/01/42		09/01/2012	Paydown		102,230	102,230	110,296	0	0	(8,067)	0	(8,067)	0	102,230	0	0	0	945	06/01/2042	1
31393C VL 4	FANNIE MAE SER 2003-44 3.500% 06/25/33		09/01/2012	Paydown		28,349	28,349	28,775	28,752	0	(402)	0	(402)	0	28,349	0	0	0	657	06/25/2033	1
31398N BW 3	FANNIE MAE SER 2010-102 2.500% 07/25/40		09/01/2012	Paydown		59,764	59,764	60,884	60,861	0	(1,097)	0	(1,097)	0	59,764	0	0	0	1,015	07/25/2040	1
31407H ZH 2	FNMA POOL# 831544 6.000% 06/01/36		07/09/2012	UBSFINANCIALSERVICESINC WE		451,118	407,906	403,699	404,023	0	37	0	37	0	404,060	0	47,059	47,059	15,025	06/01/2036	1
31407H ZH 2	FNMA POOL# 831544 6.000% 06/01/36		07/01/2012	Paydown		9,800	9,800	9,699	9,707	0	93	0	93	0	9,800	0	0	0	343	06/01/2036	1
31412G 3K 5	FNMA POOL# 925202 6.000% 08/01/37		09/01/2012	Paydown		4,473	4,473	4,450	4,451	0	22	0	22	0	4,473	0	0	0	179	08/01/2037	1
31417W KB 6	FNMA POOL# AC9289 5.000% 03/01/41		09/01/2012	Paydown		24,985	24,985	26,140	26,117	0	(1,133)	0	(1,133)	0	24,985	0	0	0	904	03/01/2041	1
31419B 4X 0	FNMA POOL# AE1737 5.000% 08/01/40		09/01/2012	Paydown		13,394	13,394	14,330	14,317	0	(923)	0	(923)	0	13,394	0	0	0	447	08/01/2040	1
31419E DS 5	FNMA POOL# AE3712 4.500% 12/01/40		09/01/2012	Paydown		146,054	146,054	156,301	156,205	0	(10,151)	0	(10,151)	0	146,054	0	0	0	4,869	12/01/2040	1
31419F ED 4	FNMA POOL# AE4631 5.000% 10/01/40		09/01/2012	Paydown		42,055	42,055	43,816	43,775	0	(1,721)	0	(1,721)	0	42,055	0	0	0	1,367	10/01/2040	1
31419G PL 2	FNMA POOL# AE5826 4.000% 10/01/40		09/01/2012	Paydown		147,235	147,235	153,124	153,096	0	(5,861)	0	(5,861)	0	147,235	0	0	0	3,853	10/01/2040	1
95648X AL 9	WEST VA ECONOMIC DEV AU 4.620% 07/01/14		08/22/2012	PITTSBURGH NATIONAL BANK-SECUR.		620,831	585,000	625,377	607,663	0	(5,782)	0	(5,782)	0	601,881	0	18,950	18,950	31,231	07/01/2014	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					13,481,969	13,070,207	13,446,395	6,186,267	0	(188,943)	0	(188,943)	0	13,287,169	0	194,801	194,801	262,924	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00508X AE 4	ACTUANT CORP SER 144A S 5.625% 06/15/22		09/10/2012	Tax Free Exchange		250,000	250,000	250,000	0	0	0	0	0	0	250,000	0	0	0	5,625	06/15/2022	3FE
018804 AL 8	ALLIANT TECHSYSTEMS INC 6.750% 04/01/16		09/07/2012	Call 102.2500		255,625	250,000	255,938	0	0	(313)	0	(313)	0	255,625	0	0	0	15,750	04/01/2016	3FE
03523T BC 1	ANHEUSER-BUSCH INBEV WO 0.998% 01/27/14		07/31/2012	BNY CAPITAL MARKETS INC.		1,510,875	1,500,000	1,513,950	0	0	(1,447)	0	(1,447)	0	1,512,503	0	(1,628)	(1,628)	4,143	01/27/2014	1FE
05531F AL 7	BB&T CORPORATION SR MTN 1.600% 08/15/17		09/05/2012	MCDONALD & COMPANY		1,012,630	1,000,000	998,180	0	0	26	0	26	0	998,206	0	14,424	14,424	1,156	08/15/2017	1FE
06985P AH 3	BASIC ENERGY SERVICES I 7.750% 02/15/19		07/18/2012	BARCLAYS CAPITAL INC.		95,875	100,000	102,750	0	0	(178)	0	(178)	0	102,572	0	(6,697)	(6,697)	3,251	02/15/2019	4FE
090613 AD 2	BIOMET INC SR NTS 10.375% 10/15/17		08/08/2012	NON-BROKER TRADE		103,997	100,000	107,125	0	0	(473)	0	(473)	0	106,652	0	(2,655)	(2,655)	3,257	10/15/2017	4FE
110122 AS 7	BRISTOL MYERS SQUIBB CO 0.875% 08/01/17		08/02/2012	MCDONALD & COMPANY		991,190	1,000,000	990,910	0	0	34	0	34	0	990,944	0	246	246	170	08/01/2017	1FE
14912L 4F 5	CATERPILLAR FIN SERV CO 6.125% 02/17/14		08/21/2012	PNC SECURITIES CORP.		810,015	750,000	844,005	803,755	0	(16,016)	0	(16,016)	0	787,739	0	22,276	22,276	46,831	02/17/2014	1FE
172967 CS 8	CITIGROUP INC FLT RT SR 0.719% 11/05/14		07/30/2012	PNC SECURITIES CORP.		966,500	1,000,000	928,570	0	0	12,411	0	12,411	0	940,981	0	25,519	25,519	5,659	11/05/2014	1FE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
18451Q AF 5	CLEAR CHANNEL WORLDWIDE 7.625% 03/15/20.		08/03/2012	Tax Free Exchange		180,000	180,000	180,000	0	0	0	0	0	0	180,000	0	0	0	5,261	03/15/2020	4FE
191219 BS 2	COCA-COLA ENTERPRISES S 5.000% 08/15/13		07/03/2012	WACHOVIACAPITALMARKETSLLC		1,048,190	1,000,000	1,032,270	1,012,410	0	(3,893)	0	(3,893)	0	1,008,517	0	39,673	39,673	45,000	08/15/2013	1FE
212015 AJ 0	CONTINENTAL RESOURCES I 5.000% 09/15/22		09/19/2012	BANC OF AMERICA SECURITIES LLC		263,750	250,000	255,938	0	0	(59)	0	(59)	0	255,879	0	7,871	7,871	6,806	09/15/2022	3FE
291011 AP 9	EMERSON ELECTRIC CO SR 5.625% 11/15/13		07/06/2012	MCDONALD & COMPANY		1,064,470	1,000,000	1,087,180	1,037,409	0	(10,273)	0	(10,273)	0	1,027,136	0	37,334	37,334	36,875	11/15/2013	1FE
315405 AM 2	FERRO CORP SR NTS 7.875% 08/15/18		09/18/2012	CREDIT SUISSE FIRST BOSTON COR		191,250	200,000	205,000	0	0	(422)	0	(422)	0	204,578	0	(13,328)	(13,328)	9,406	08/15/2018	4FE
31620M AG 1	FIDELITY NATIONAL 5.000% 03/15/22		08/20/2012	Tax Free Exchange		242,710	250,000	242,500	0	0	210	0	210	0	242,710	0	0	0	5,243	03/15/2022	3FE
36962G 4C 5	GENERAL ELECTRIC CAP CO 5.900% 05/13/14		09/20/2012	PITTSBURGH NATIONAL BANK-SECUR		1,624,530	1,500,000	1,631,745	0	0	(14,976)	0	(14,976)	0	1,616,769	0	7,761	7,761	32,450	05/13/2014	1FE
36962G 5W 0	GENERAL ELECTRIC CAP CO 2.300% 04/27/17		07/05/2012	BAIRD ROBERT W & CO INC		1,009,070	1,000,000	998,690	0	0	50	0	50	0	998,740	0	10,330	10,330	4,664	04/27/2017	1FE
38141E A6 6	GOLDMAN SACHS GROUP INC 6.000% 06/15/20		09/07/2012	BAIRD ROBERT W & CO INC		1,130,560	1,000,000	1,085,890	0	0	(1,563)	0	(1,563)	0	1,084,327	0	46,233	46,233	14,500	06/15/2020	1FE
38141G CG 7	GOLDMAN SACHS GROUP INC 5.700% 09/01/12		09/01/2012	Maturity		400,000	400,000	426,392	411,606	0	(11,606)	0	(11,606)	0	400,000	0	0	0	22,800	09/01/2012	1FE
440543 AJ 5	HORNBECK OFFSHORE SERVI 5.875% 04/01/20		08/28/2012	Tax Free Exchange		248,505	250,000	248,438	0	0	67	0	67	0	248,505	0	0	0	6,609	04/01/2020	3FE
45661T AM 3	INERGY LP / INERGY FIN 7.000% 10/01/18		08/01/2012	Taxable Exchange		204,187	180,000	175,950	0	0	226	0	226	0	176,176	0	28,011	28,011	10,500	10/01/2018	4FE
513075 AZ 4	LAMAR MEDIA CORP SER 14 5.875% 02/01/22		07/30/2012	Tax Free Exchange		255,491	250,000	255,625	0	0	(134)	0	(134)	0	255,491	0	0	0	6,977	02/01/2022	4FE
552953 BX 8	MGM RESORTS INTL SR NTS 7.750% 03/15/22		09/05/2012	CHASESECURITIES NEWYORK		202,500	200,000	200,000	0	0	0	0	0	0	200,000	0	2,500	2,500	7,233	03/15/2022	4FE
61166W AH 4	MONSANTO CO SR BOND 2.200% 07/15/22		08/02/2012	MCDONALD & COMPANY		505,025	500,000	499,420	0	0	3	0	3	0	499,423	0	5,602	5,602	764	07/15/2022	1FE
65332V BG 7	NEXTEL COMMUNICATIONS I 7.375% 08/01/15		08/24/2012	Call 100.0000		91,000	91,000	89,408	0	0	1,593	0	1,593	0	91,000	0	0	0	3,784	08/01/2015	4FE
665859 AJ 3	NORTHERN TRUST CORP SR 5.500% 08/15/13		07/03/2012	WACHOVIACAPITALMARKETSLLC		526,605	500,000	553,165	526,458	0	(8,392)	0	(8,392)	0	518,065	0	8,540	8,540	24,750	08/15/2013	1FE
68233J AP 9	ONCOR ELECTRIC DELIVERY 4.100% 06/01/22		08/24/2012	Tax Free Exchange		1,049,042	1,000,000	1,049,490	0	0	(448)	0	(448)	0	1,049,042	0	0	0	10,933	06/01/2022	2FE
742718 BG 3	PROCTER & GAMBLE CO SR 8.000% 09/01/24		09/20/2012	Raymond James FL St Pete		2,242,575	1,500,000	2,202,518	1,092,548	0	(28,926)	0	(28,926)	0	2,172,483	0	70,092	70,092	126,778	09/01/2024	1FE
74959G AA 8	REYNOLDS GRP ISS/REYNOL 7.125% 04/15/19		07/25/2012	Tax Free Exchange		188,105	180,000	188,775	0	0	(670)	0	(670)	0	188,105	0	0	0	10,328	04/15/2019	3FE
754730 AD 1	RAYMOND JAMES FINANCIAL 5.625% 04/01/24		07/25/2012	BAIRD ROBERT W & CO INC		1,631,250	1,500,000	1,494,030	0	0	130	0	130	0	1,494,160	0	137,090	137,090	29,063	04/01/2024	2FE
816851 AR 0	SEMPRA ENERGY FLT RT SR 1.149% 03/15/14		07/31/2012	BANC OF AMERICA SECURITIES LLC		1,000,380	1,000,000	1,000,000	1,000,000	0	0	0	0	0	1,000,000	0	380	380	8,126	03/15/2014	2FE
827048 AN 9	SILGAN HOLDINGS INC SER 5.000% 04/01/20		08/09/2012	Tax Free Exchange		250,000	250,000	250,000	0	0	0	0	0	0	250,000	0	0	0	4,722	04/01/2020	3FE
864486 AD 7	SUBURBAN PROPANE PARTNE 7.500% 10/01/18		08/02/2012	Various		989	989	1,146	0	0	0	0	0	0	1,146	0	(157)	(157)	0	10/01/2018	3FE
868536 AT 0	SUPERVALU INC SR NTS 8.000% 05/01/16		08/21/2012	Various		217,399	250,000	260,350	0	0	(888)	0	(888)	0	259,462	0	(42,063)	(42,063)	15,089	05/01/2016	4FE
882508 AU 8	TEXAS INSTRUMENTS INC S 1.650% 08/03/19		08/02/2012	BAIRD ROBERT W & CO INC		995,000	1,000,000	993,900	0	0	2	0	2	0	993,902	0	1,098	1,098	46	08/03/2019	1FE
92552V AD 2	VIASAT INC SER 144A SR 6.875% 06/15/20		08/24/2012	Tax Free Exchange		252,052	250,000	252,180	0	0	(128)	0	(128)	0	252,052	0	0	0	8,451	06/15/2020	4FE
952355 AK 1	WEST CORP SR NTS 7.875% 01/15/19		09/20/2012	MORGANSTANLEY&COINC NY		52,000	50,000	49,875	0	0	8	0	8	0	49,883	0	2,117	2,117	1,422	01/15/2019	4FE
98919U AA 5	ZAYO ESCROW CORP 144A N 8.125% 01/01/20		08/27/2012	Tax Free Exchange		250,000	250,000	250,000	0	0	0	0	0	0	250,000	0	0	0	3,329	01/01/2020	4FE
06366R HA 6	BANK OF MONTREAL SR BON 1.400% 09/11/17	A	09/04/2012	PITTSBURGH NATIONAL BANK-SECUR		749,385	750,000	748,845	0	0	0	0	0	0	748,845	0	540	540	0	09/11/2017	1FE
136069 ET 4	CANADIAN IMPERIAL BANK 0.900% 10/01/15	A	09/24/2012	WACHOVIACAPITALMARKETSLLC		750,750	750,000	749,775	0	0	0	0	0	0	749,775	0	975	975	0	10/01/2015	1FE
92658T AP 3	VIDEOTRON LTEE SER 144A 5.000% 07/15/22	A	07/17/2012	Tax Free Exchange		180,000	180,000	180,000	0	0	0	0	0	0	180,000	0	0	0	3,075	07/15/2022	3FE
05565Q BY 3	BP CAPITAL MARKETS PLC 1.846% 05/05/17	R	08/27/2012	BAIRD ROBERT W & CO INC		508,175	500,000	500,000	0	0	0	0	0	0	500,000	0	8,175	8,175	2,897	05/05/2017	1FE
423012 AA 1	HEINEKEN NV SER 144A NT 3.400% 04/01/22	F	07/11/2012	MCDONALD & COMPANY		2,068,600	2,000,000	2,013,970	0	0	(275)	0	(275)	0	2,013,695	0	54,905	54,905	19,456	04/01/2022	2FE
552081 AE 1	LYONDELLBASELL IND NV S 5.000% 04/15/19	F	07/18/2012	Tax Free Exchange		250,000	250,000	250,000	0	0	0	0	0	0	250,000	0	0	0	3,438	04/15/2019	3FE
552081 AG 6	LYONDELLBASELL IND NV S 5.000% 04/15/19	F	09/14/2012	CHASESECURITIES NEWYORK		273,125	250,000	250,000	0	0	0	0	0	0	250,000	0	23,125	23,125	5,556	04/15/2019	3FE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
806854 AD 7	SCHLUMBERGER INVESTMENT 2.400% 08/01/22.	F...	08/02/2012	MCDONALD & COMPANY		1,001,310	1,000,000	998,320	0	0	2	0	2	0	998,322	0	2,988	2,988	467	08/01/2022	1FE
3899999.	Total - Bonds - Industrial & Miscellaneous					29,094,687	27,611,989	28,842,213	5,884,186	0	(86,318)	0	(86,318)	0	28,603,410	0	491,277	491,277	582,640	XXX	XXX
8399997.	Total - Bonds - Part 4					46,861,536	44,651,259	46,502,663	13,950,783	0	(339,909)	0	(339,909)	0	46,037,146	0	824,391	824,391	951,028	XXX	XXX
8399999.	Total - Bonds					46,861,536	44,651,259	46,502,663	13,950,783	0	(339,909)	0	(339,909)	0	46,037,146	0	824,391	824,391	951,028	XXX	XXX
Common Stocks - Mutual Funds																					
72701U 40 1	PLAN INVESTMENT ULTRASH		07/01/2012	Direct	733.000	7,304	XXX	7,304	0	0	0	0	0	0	7,304	0	0	0	0	XXX	U
9299999.	Total - Common Stocks - Mutual Funds					7,304	XXX	7,304	0	0	0	0	0	0	7,304	0	0	0	0	XXX	XXX
9799997	Total - Common Stocks - Part 4					7,304	XXX	7,304	0	0	0	0	0	0	7,304	0	0	0	0	XXX	XXX
9799999.	Total - Common Stocks					7,304	XXX	7,304	0	0	0	0	0	0	7,304	0	0	0	0	XXX	XXX
9899999.	Total - Preferred and Common Stocks					7,304	XXX	7,304	0	0	0	0	0	0	7,304	0	0	0	0	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					46,868,840	XXX	46,509,967	13,950,783	0	(339,909)	0	(339,909)	0	46,044,450	0	824,391	824,391	951,028	XXX	XXX

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

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

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

Sch. DB-Pt D
NONE

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation /Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates
All Other Governments - Issuer Obligations						
30216B DG 4	EXPORT DEVELOPMNT CANADA		1FE	127,318	127,333	03/01/2013
0699999.	All Other Governments - Issuer Obligations			127,318	127,333	XXX
1099999.	Total - All Other Governments			127,318	127,333	XXX
U.S. Spec. Rev. & Spec. Assessment Oblig. and all Non-Guar. Oblig. of Agencies & Authorities of Govts & Their U.S. Political Subdivisions - Issuer Obligations						
313380 J3 2	FEDERAL HOME LOAN BANK		1FE	127,323	127,322	08/20/2013
313380 BM 8	FEDERAL HOME LOAN BANK		1FE	148,722	148,713	07/26/2013
2599999.	U.S. Special Revenue & Assessment Obligations - Issuer Obligations			276,045	276,035	XXX
3199999.	Total - U.S. Special Revenue & Special Assessment Obligations			276,045	276,035	XXX
Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations						
13606X 3L 0	CANADIAN IMP BK COMM NY CDI		1FE	66,379	66,341	06/03/2013
89233P 5Y 8	TOYOTA MOTOR CREDIT CORP		1FE	178,376	178,267	02/01/2013
06417D ZV 0	BANK OF NOVA SCOTIA HOUS		1FE	30,619	30,592	02/15/2013
59157B AJ 1	METLIFE INSTITUTIONAL FD		1FE	173,130	173,173	04/03/2013
78009N HM 1	ROYAL BANK OF CANADA NY		1FE	62,142	62,139	07/30/2013
63253T HH 4	NATIONAL AUSTRALIA BK-CDI		1FE	122,253	122,240	10/12/2012
63253T NQ 7	NATIONAL AUSTRALIA BK-NY		1FE	54,044	53,989	04/24/2013
78009N FZ 4	ROYAL BANK OF CANADA NY		1FE	174,125	173,988	05/29/2013
89233P 6Q 4	TOYOTA MOTOR CREDIT CORP		1FE	27,761	27,759	09/09/2013
89112X NA 9	TORONTO DOMINION BANK NY		1FE	158,027	157,893	02/04/2013
06366V XX 9	BANK OF MONTREAL-CHICAGO		1FE	138,613	138,589	07/17/2013
96121T MK 1	WESTPAC BANKING CORP NY		1FE	90,306	90,254	05/02/2013
78009N HF 6	ROYAL BANK OF CANADA NY		1FE	155,146	155,143	07/11/2013
3299999.	Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations			1,430,921	1,430,367	XXX
Industrial & Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities						
38741Y AC 3	GRANM 2005-1 A4		1FE	25,284	25,881	07/20/2017
637276 AA 4	NRMBS 2006-3 A1		1FE	33,700	34,017	01/20/2015
3599999.	Industrial & Miscellaneous - Other Loan-Backed and Structured Securities			58,984	59,898	XXX
3899999.	Total - Industrial & Miscellaneous (Unaffiliated)			1,489,905	1,490,265	XXX
6199999.	Total - Issuer Obligations			1,834,284	1,833,735	XXX
6499999.	Total - Other Loan-Backed and Structured Securities			58,984	59,898	XXX
6599999.	Subtotal - Bonds			1,893,268	1,893,633	XXX
Short-Term Invested Assets (Schedule DA Type)						
63253T LJ 5	NATIONAL AUSTRALIA BK-NY			173,173	173,173	01/10/2013
05252A BS 9	AUST & NZ BANKING GROUP			95,245	95,245	02/01/2013
13606Y FX 9	CANADIAN IMP BK COMM NY			148,267	148,267	04/23/2013
06417E T7 8	BANK OF NOVA SCOTIA HOUS			157,740	157,740	05/02/2013
13606Y MF 0	CANADIAN IMPERIAL BANK OF COMMERCE NY BRANCH			157,014	157,014	07/30/2013
20272A CJ 3	COMMONWEALTH BK AUSTRALI			142,104	142,104	05/17/2013
05253M BJ 2	AUST & NZ BANKING GROUP			144,905	144,905	07/23/2013
05253M BK 9	AUST & NZ BANKING GROUP			132,427	132,427	08/16/2013
40433F AQ 2	HSBC BANK PLC			85,568	85,568	09/23/2013
96121T LJ 5	WESTPAC BANKING CORP NY			101,851	101,851	01/18/2013
06417D ZV 0	BANK OF NOVA SCOTIA HOUS			51,305	51,305	02/15/2013
43813X AA 2	HAROT 2012-3 A1			49,888	49,888	04/15/2013
43813E AA 4	HAROT 2012-2 A1			20,695	20,695	01/15/2013
44890H AA 1	HART 2012-B A1			26,789	26,789	03/15/2013
99ZAGK FG 0	BARC E (A1/P1 Money Markets)			275,040	275,040	10/31/2012
084670 AY 4	BERKSHIRE HATHAWAY INC			81,672	81,672	02/11/2013
64105R RF 9	NESTLE FINANCE INTL LTD (FKA NESTLE FINANCE FRANCE SA) CP 4/15/2013			151,361	151,361	04/15/2013
912828 QK 9	US TREASURY N/B			153,607	153,607	02/28/2013
63307U AB 7	NATIONAL BANK OF CANADA			110,016	110,016	11/14/2012
74977M W6 8	RABOBANK NEDERLAND NV NY			38,047	38,047	11/15/2012
74977J RH 7	RABOBANK NEDERLAND NV NY			147,095	147,095	10/26/2012
83051A 7L 9	SKANDINAV ENSKILDA BK NY NY			142,562	142,562	03/14/2013
89112X A7 0	TORONTO DOMINION BANK NY			81,493	81,493	12/20/2012
6555P0 QK 8	NORDEA NORTH AMERICA INC CP 3/19/2013			144,587	144,587	03/19/2013
87019Q PU 6	SWEDBANK (NEW YORK)			139,099	139,099	03/04/2013
23330L ME 3	DNB NOR BANK ASA NY			158,301	158,301	03/22/2013
20271E JF 7	COMMONWEALTH BK AUSTR NY			106,960	106,960	02/15/2013
65557V Y5 4	NORDEA BANK FINLAND NY			127,577	127,577	02/08/2013
74977M Z6 5	RABOBANK NEDERLAND NV NY			73,650	73,650	10/01/2012
912828 MG 2	US TREASURY N/B			56,227	56,227	01/15/2013
23330L HZ 2	DNB NOR BANK ASA NY			40,760	40,760	01/17/2013
89233G N2 8	TOYOTA MOTOR CREDIT CP 1/2/2013			152,699	152,699	01/02/2013
90319Q NU 9	UOB FUNDING CP 1/28/2013			89,624	89,624	01/28/2013
19121A NP 2	COCA COLA COMPANY 42D CP 1/23/2013			137,223	137,223	01/23/2013
10513D NL 0	BRANCH BANKING & TRUST			156,569	156,569	11/27/2012
15963T N8 8	CHARIOT FUNDING LLC ABCP 1/8/2013			55,631	55,631	01/08/2013
22550D VG 1	CREDIT SUISSE NEW YORK CDI			108,030	108,030	11/20/2012
4820P2 N7 6	JUPITER SECURITIZATION COMPANY LLC ABCP 1/7/2013			86,781	86,781	01/07/2013
86958C FU 3	SVENSKA HANDELSBANKEN NY			148,168	148,168	12/13/2012
88602T NN 9	THUNDER BAY FUNDING LLC ABCP 1/22/2013			110,135	110,135	01/22/2013
36959H KP 1	GENERAL ELECTRIC CAPITAL CORP CP 10/23/2012			65,439	65,439	10/23/2012
69349J L1 9	PNC BANK NA CP 11/1/2012			158,010	158,010	11/01/2012
87019R L7 9	SWEDBANK (NEW YORK) CP 11/7/2012			55,142	55,142	11/07/2012
90267R KU 2	UBS AG STAMFORD CT			137,520	137,520	11/29/2012
5705X4 LS 1	MARKET STREET FUNDING CORPORATION ABCP 11/26/2012			39,510	39,510	11/26/2012
5705X4 L5 1	MARKET STREET FUNDING CORPORATION ABCP 11/5/2012			54,740	54,740	11/05/2012

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation /Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates
5705X4 LK 8	MARKET STREET FUNDING CORPORATION ABCP 11/19/2012			48,575	48,575	11/19/2012
00084B MD 3	ABN AMRO FUNDING USA LLC 42D 12/13/2012			144,734	144,734	12/13/2012
06538E K7 1	BANK OF TOKYO-MITSUBISHI UFJ NY			135,229	135,229	10/15/2012
5705X4 KQ 6	MARKET STREET FUNDING CORPORATION ABCP 10/24/2012			155,526	155,526	10/24/2012
8999999	Total - Short-Term Invested Assets (Schedule DA Type)			5,554,310	5,554,310	XXX
Cash Equivalents (Schedule E Part 2 Type)						
02086L KG 0	ALPINE SECURITIZATION CORP ABCP 10/16/2012			143,100	143,100	10/16/2012
04915T LG 5	ATLANTIS ONE FUNDING CORPORATION ABCP 11/16/2012			22,097	22,097	11/16/2012
69033Q LM 8	OVERSEA-CHINESE BANKING CORP CP 11/21/2012			78,310	78,310	11/21/2012
22550D WE 5	CREDIT SUISSE NEW YORK			32,394	32,394	11/13/2012
23328A EL 4	DZ BANK NY			116,790	116,790	12/11/2012
4820P2 MH 5	JUPITER SECURITIZATION COMPANY LLC 42D 12/17/2012			128,344	128,344	12/17/2012
02086L MJ 2	ALPINE SECURITIZATION CORP ABCP 12/18/2012			80,181	80,181	12/18/2012
6555P0 MJ 5	NORDEA NORTH AMERICA INC CP 12/18/2012			86,141	86,141	12/18/2012
83051A 3W 9	SKANDINAV ENSKILDA BK NY			86,077	86,077	10/05/2012
86562D LE 8	SUMITOMO MITSUI BANK NY			79,099	79,099	10/05/2012
88602T L8 4	THUNDER BAY FUNDING LLC ABCP 11/8/2012			148,385	148,385	11/08/2012
5705X4 LK 8	MARKET STREET FUNDING CORPORATION ABCP 11/19/2012			41,650	41,650	11/19/2012
23328A DZ 4	DZ BANK NY			85,670	85,670	10/10/2012
06366V Q8 2	BANK OF MONTREAL CHICAGO			138,488	138,488	11/21/2012
83051A 6L 0	SKANDINAV ENSKILDA BK NY			118,165	118,165	11/21/2012
9497P6 XT 0	WELLS FARGO BANK NA			55,364	55,364	11/21/2012
04915T L6 7	ATLANTIS ONE FUNDING CORPORATION ABCP 11/6/2012			89,769	89,769	11/06/2012
00084B MM 3	ABN AMRO FUNDING USA LLC CP 12/21/2012			81,684	81,684	12/21/2012
5705X4 MM 3	MARKET STREET FUNDING CORPORATION ABCP 12/21/2012			21,279	21,279	12/21/2012
87019R K2 1	SWEDBANK (Non-Guarantee Issues) CP 10/2/2012			154,730	154,730	10/02/2012
69033P GA 2	OVERSEA-CHINESE BANKING CORP			31,018	31,018	12/07/2012
86958C FT 6	SVENSKA HANDELSBANKEN NY			50,119	50,119	11/14/2012
69033Q KJ 6	OVERSEA-CHINESE BANKING CORP CP 10/18/2012			163,831	163,831	10/18/2012
53127T K4 4	LIBERTY STREET FUNDING LLC ABCP 10/4/2012			146,734	146,734	10/04/2012
62939L KH 1	NRW.BANK 42D 10/17/2012			14,005	14,005	10/17/2012
86958C EK 6	SVENSKA HANDELSBANKEN NY			144,243	144,243	10/19/2012
86958C FT 6	SVENSKA HANDELSBANKEN NY			32,445	32,445	11/14/2012
69033Q MD 7	OVERSEA-CHINESE BANKING CORP CP 12/13/2012			45,514	45,514	12/13/2012
2332K0 KC 5	DNB BANK ASA 42D 10/12/2012			164,700	164,700	10/12/2012
69033Q KN 7	OVERSEA-CHINESE BANKING CORP CP 10/22/2012			39,978	39,978	10/22/2012
00084B KA 1	ABN AMRO FUNDING USA LLC 42D 10/10/2012			147,028	147,028	10/10/2012
19422F KA 3	COLLATERALIZED COMMERCIAL PAPER PROGRAM CO			88,107	88,107	10/01/2012
19422F L6 1	COLLATERALIZED COMMERCIAL PAPER PROGRAM CO			38,749	38,749	11/06/2012
19422F LD 6	COLLATERALIZED COMMERCIAL PAPER PROGRAM CO			83,299	83,299	11/13/2012
7588R0 KB 2	REGENCY MARKETS NO 1 LLC ABCP 10/11/2012			106,952	106,952	10/11/2012
11765J KN 9	BRYANT PARK FUNDING LLC ABCP 10/22/2012			118,303	118,303	10/22/2012
41068K K5 6	HANNOVER FUNDING CO LLC ABCP 10/5/2012			74,817	74,817	10/05/2012
7588R0 KJ 5	REGENCY MARKETS NO 1 LLC ABCP 10/18/2012			99,462	99,462	10/18/2012
7588R0 K4 8	REGENCY MARKETS NO 1 LLC ABCP 10/4/2012			30,559	30,559	10/04/2012
41068K KG 2	HANNOVER FUNDING CO LLC ABCP 10/16/2012			15,278	15,278	10/16/2012
99ZAHH 3T 1	CITI D (Agency MBS & Pass Throughs)			619,247	619,247	10/02/2012
99ZAHJ F1 5	BARC C (Agency Debentures)			232,409	232,409	10/03/2012
99ZAHJ F2 3	RBC D (Agency MBS & Pass Throughs)			576,870	576,870	10/03/2012
99ZAHJ PA 4	GOLDMAN A (T Bills			585,427	585,427	10/04/2012
11765J K1 7	BRYANT PARK FUNDING LLC ABCP 10/1/2012			15,280	15,280	10/01/2012
99ZAHJ YV 8	MORGAN			954,558	954,558	10/01/2012
99YAB7 23 8	NORDEA BANK FINLAND PLC			236,891	236,891	10/01/2012
99YAB7 2G 9	SKANDINAVISKA ENSKILDA BANKEN (SEB) AB NY BRANCH (CAYMAN) TD 0.1% 10/1/2012			242,035	242,035	10/01/2012
99YAB7 2U 8	DEUTSCHE BANK AG NEW YORK BRANCH (CAYMAN) TD 0.1% 10/1/2012			574,986	574,986	10/01/2012
99YAB7 2X 2	BANK OF NOVA SCOTIA (TORONTO) TD 0.07% 10/1/2012			207,961	207,961	10/01/2012
99YAB7 2Y 0	SVENSKA HANDELSBANKEN INC NY BRANCH (CAYMAN) TD 0.08% 10/1/2012			221,814	221,814	10/01/2012
000000 00 0	PAYABLE/RECEIVABLES			140	140	10/01/2012
9199999.	Total - Cash Equivalents (Schedule E Part 2 Type)			7,890,476	7,890,476	XXX
9999999.	Totals			15,338,054	15,338,419	XXX

General Interrogatories:

1. The activity for the year to date: Fair Value $.....1,298,443 Book/Adjusted Carrying Value $.....1,295,030
2. Average balance for the year to date: Fair Value $.....13,711,969 Book/Adjusted Carrying Value $.....13,716,549
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
   NAIC 1: $.....15,338,419 NAIC 2: $.....0 NAIC 3: $.....0 NAIC 4: $.....0 NAIC 5: $.....0 NAIC 6: $.....0

SCHEDULE DL - PART 2

SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation /Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Dates

General Interrogatory:

1. The activity for the year to date: Fair Value $.....0 Book/Adjusted Carrying Value $.....0
2. Average balance for the year to date: Fair Value $.....0 Book/Adjusted Carrying Value $.....0
3. Grand Total Schedule DL Part 1 and Part 2: Fair Value $.....15,338,054 Book/Adjusted Carrying Value $.....15,338,419

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
The Bank of New York Mellon..... Pittsburgh, PA.....	.....	.....0.000	0	0	1,491,006	.....(3,205,942)	.....(3,054,005)	XXX..
0199998. Deposits in.....4 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories.....	....XXX.....	.....XXX.....	0	0	33,401	24,762	21,312	XXX..
0199999. Total Open Depositories.....	....XXX.....	.....XXX.....	0	0	1,524,407	.....(3,181,180)	.....(3,032,693)	XXX..
0399999. Total Cash on Deposit.....	....XXX.....	.....XXX.....	0	0	1,524,407	.....(3,181,180)	.....(3,032,693)	XXX..
0599999. Total Cash.....	....XXX.....	.....XXX.....	0	0	1,524,407	.....(3,181,180)	.....(3,032,693)	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

* 5 4 8 2 8 2 0 1 2 3 6 5 0 0 0 0 3 *

MEDICARE PART D COVERAGE SUPPLEMENT

(Net of Reinsurance)

NAIC Group Code.....812 NAIC Company Code.....54828

	Individual Coverage		Group Coverage		5
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	Total Cash
1. Premiums collected	0	XXX	0	XXX	0
2. Earned premiums	0	XXX	0	XXX	XXX
3. Claims paid	0	XXX	0	XXX	0
4. Claims incurred	0	XXX	0	XXX	XXX
5. Reinsurance coverage and low income cost sharing - claims paid net of reimbursements applied (a)	XXX	0	XXX	0	0
6. Aggregate policy reserves - change	0	XXX	0	XXX	XXX
7. Expenses paid	0	XXX	0	XXX	0
8. Expenses incurred	0	XXX	0	XXX	XXX
9. Underwriting gain or loss	0	XXX	0	XXX	XXX
10. Cash flow results	XXX	XXX	XXX	XXX	0

NONE

(a) Uninsured Receivable/Payable with CMS at End of Quarter $.....0 due from CMS or $.....0 due to CMS.