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HEALTH ANNUAL STATEMENT

FOR THE YEAR ENDING December 31, 2001

of the Condition and Affairs of the

Aetna U.S. Healthcare, Inc. (a Michigan corporation)

NAIC Group Code..... 0001, 0001 (Current Period) (Prior Period) NAIC Company Code..... 95756 Employer's ID Number..... 23-2861565

Organized under the Laws of MI State of Domicile or Port of Entry MI

Country of Domicile US

Licensed as Business Type Life, Accident & Health [ ] Property/Casualty [ ] Health Service Corporation [ ]
Dental Service Corporation [ ] Vision Service Corporation [ ] Other [ ]
Health Maintenance Organization [X] Is HMO Federally Qualified? Yes [ ] No [X]

Date Incorporated or Organized..... September 10, 1996 Date Commenced Business..... April 1, 1998

Statutory Home Office	26933 Northwestern Highway, Suite 100 ..... Southfield ..... MI ..... 43034-4728 *(Street and Number) (City or Town, State and Zip Code)*	
Address of Main Administrative Office	26933 Northwestern Highway, Suite 100 ..... Southfield ..... MI ..... 43034-4728 *(Street and Number) (City or Town, State and Zip Code)*	248-208-8600 *(Area Code) (Telephone Number)*
Mail Address	26933 Northwestern Highway, Suite 100 ..... Southfield ..... MI ..... 43034-4728 *(Street and Number or P. O. Box) (City or Town, State and Zip Code)*	
Primary Location of Books and Records	26933 Northwestern Highway, Suite 100 ..... Southfield ..... MI ..... 43034-4728 *(Street and Number) (City or Town, State and Zip Code)*	248-208-8600 *(Area Code) (Telephone Number)*
Internet Website Address	www.aetna.com	
Statement Contact	James David Weiss *(Name)*	215-775-6508 *(Area Code) (Telephone Number) (Extension)*
	AUSHC.HMOReporting@aetna.com *(E-Mail Address)*	*215-775-6790* *(Fax Number)*

OFFICERS

President ..... Treasurer ..... David Charles Smyk
Secretary ..... Stephen Gregory Martino

VICE PRESIDENTS

Harold Stanley Zarkowsky Paul Jeremiah Selian James David Weiss Alicia Helene Bolton

DIRECTORS OR TRUSTEES

Gregory Stephen Martino Mark Allison Rishell #

State of..... Pennsylvania
County of..... Montgomery

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of the 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* manuals 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.

(Signature)	(Signature)	(Signature)
(Printed Name)	Stephen Gregory Martino (Printed Name)	David Charles Smyk (Printed Name)
President	Secretary	Treasurer

Subscribed and sworn to before me this

.....day of ....., 2002

.....

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.....

EXHIBIT 3 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted
A&H Premiums Due and Unpaid						
0299998. Premiums due and unpaid not individually listed	33,890	0	994	101,663	101,663	34,884
0299999. Total group	33,890	0	994	101,663	101,663	34,884
0599999. Accident and health premiums due and unpaid (Page 2, Line 10)	33,890	0	994	101,663	101,663	34,884

EXHIBIT 4 - HEALTH CARE RECEIVABLES

1 Name of Debtor	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 Over 90 Days	6 Nonadmitted	7 Admitted

NONE

EXHIBIT 5 - CLAIMS PAYABLE (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 Payable (Reported)						
Aging estimated based on claims in process of adjudication as of 12/31/01	0	0	0	0	0	0
0199999. Individually listed claims payable	0	0	0	0	0	0
0299999. Aggregate accounts not individually listed - uncovered	18,555	280	299	24	583	19,741
0399999. Aggregate accounts not individually listed - covered	364,571	115	751	0	113	365,550
0499999. Subtotals						385,291
0599999. Unreported claim and other claim reserves						7,323,162
0799999. Total claims payable						7,708,453

EXHIBIT 6 - AMOUNTS DUE FROM PARENT, SUBSIDIARIES AND AFFILIATES

1	2	3	4	5	6	Admitted	
						7	8
Name of Affiliate	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Current	Non-Current
Amounts Due From Parent, Subsidiaries and Affiliates							
Aetna Inc.	806,611	0	0	0	0	806,611	0
Aetna Health Management, Inc.	134,175	0	199	85,560	85,560	134,374	0
0199999. Individually listed receivables	940,786	0	199	85,560	85,560	940,985	0
0399999. Total gross amounts receivable	940,786	0	199	85,560	85,560	940,985	0

EXHIBIT 7 - AMOUNTS DUE TO PARENT, SUBSIDIARIES AND AFFILIATES

1 Affiliate	2 Description	3 Amount	4 Current	5 Non-Current

NONE

EXHIBIT 8 - PART 1 - SUMMARY OF TRANSACTIONS WITH PROVIDERS

Payment Method	1 Direct Medical Expense Payment	2 Column 1 as a % of Total	3 Total Members Covered	4 Column 3 as a % of Total	5 Column 1 Expenses Paid to Affiliated Providers	6 Column 1 Expenses Paid to Non-Affiliated Providers
Capitation Payments:						
1. Medical groups	2,152,807	7.8	21,964	100.0	0	2,152,807
2. Intermediaries	0	0.0	0	0.0	0	0
3. All other providers	0	0.0	0	0.0	0	0
4. Total capitation payments	2,152,807	7.8	21,964	100.0	0	2,152,807
Other Payments:						
5. Fee-for-service	3,920,725	14.2	XXX	XXX	0	3,920,725
6. Contractual fee payments	21,511,632	78.0	XXX	XXX	0	21,511,632
7. Bonus/withhold arrangements - fee-for-service	0	0.0	XXX	XXX	0	0
8. Bonus/withhold arrangements - contractual fee payments	0	0.0	XXX	XXX	0	0
9. Non-contingent salaries	0	0.0	XXX	XXX	0	0
10. Aggregate cost arrangements	0	0.0	XXX	XXX	0	0
11. All other payments	0	0.0	XXX	XXX	0	0
12. Total other payments	25,432,357	92.2	XXX	XXX	0	25,432,357
13. Total (Line 4 plus Line 12)	27,585,164	100.0	XXX	XXX	0	27,585,164

EXHIBIT 8 - PART 2 - SUMMARY OF TRANSACTIONS WITH INTERMEDIARIES

1 NAIC Code	2 Name of Intermediary	3 Capitation Paid	4 Average Monthly Capitation	5 Intermediary's Total Adjusted Capital	6 Intermediary's Authorized Control Level RBC

NONE

EXHIBIT 9 - FURNITURE AND EQUIPMENT OWNED

NONE

Description	1 Cost	2 Improvements	3 Accumulated Depreciation	4 Book Value Less Encumbrances	5 Assets Not Admitted	6 Net Admitted Assets Used for the Delivery of Health Care
1. Administrative furniture and equipment	0	0	0	0	0	0
2. Medical furniture, equipment and fixtures	0	0	0	0	0	0
3. Pharmaceuticals and surgical supplies	0	0	0	0	0	0
4. Durable medical equipment	0	0	0	0	0	0
5. Other property and equipment	0	0	0	0	0	0
6. Total	0	0	0	0	0	0

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

REPORT FOR: 1. CORPORATION.....Aetna U.S. Healthcare, Inc. (a Michigan corporation) 2. DIVISION....Michigan

BUSINESS IN THE STATE OF GRAND TOTAL DURING THE YEAF (Location)

NAIC Group Code.....0001

NAIC Company Code.....95756

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior year	11,806	0	11,806	0	0	0	XXX	0	0	0
2. First quarter	16,716	0	16,716	0	0	0	XXX	0	0	0
3. Second quarter	20,074	0	20,074	0	0	0	XXX	0	0	0
4. Third quarter	21,444	0	21,444	0	0	0	XXX	0	0	0
5. Current year	21,964	0	21,964	0	0	0	XXX	0	0	0
6. Current year member months	230,837	0	230,837	0	0	0	XXX	0	0	0
Total Member Ambulatory Encounters for Year:										
7. Physician	126,544	0	126,544	0	0	0	XXX	0	0	0
8. Non-physician	0	0	0	0	0	0	XXX	0	0	0
9. Totals	126,544	0	126,544	0	0	0	XXX	0	0	0
10. Hospital patient days incurred	3,253	0	3,253	0	0	0	XXX	0	0	0
11. Number of inpatient admissions	1,135	0	1,135	0	0	0	XXX	0	0	0
12. Premiums collected	32,131,570	0	30,935,836	0	0	0	1,195,734	0	0	0
13. Premiums earned	31,718,065	0	30,522,331	0	0	0	1,195,734	0	0	0
14. Amount paid for provision of health care services	27,585,164	0	26,466,529	0	0	0	1,118,635	0	0	0
15. Amount incurred for provision of health care services	32,739,795	0	31,505,544	0	0	0	1,234,251	0	0	0

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

REPORT FOR: 1. CORPORATION.....Aetna U.S. Healthcare, Inc. (a Michigan corporation) 2. DIVISION....Michigan

BUSINESS IN THE STATE OF MICHIGAN DURING THE YEAR (Location)

NAIC Group Code.....0001

NAIC Company Code.....95756

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior year	11,806	0	11,806	0	0	0	XXX	0	0	0
2. First quarter	16,716	0	16,716	0	0	0	XXX	0	0	0
3. Second quarter	20,074	0	20,074	0	0	0	XXX	0	0	0
4. Third quarter	21,444	0	21,444	0	0	0	XXX	0	0	0
5. Current year	21,964	0	21,964	0	0	0	XXX	0	0	0
6. Current year member months	230,837	0	230,837	0	0	0	XXX	0	0	0
Total Member Ambulatory Encounters for Year:										
7. Physician	126,544	0	126,544	0	0	0	XXX	0	0	0
8. Non-physician	0	0	0	0	0	0	XXX	0	0	0
9. Totals	126,544	0	126,544	0	0	0	XXX	0	0	0
10. Hospital patient days incurred	3,253	0	3,253	0	0	0	XXX	0	0	0
11. Number of inpatient admissions	1,135	0	1,135	0	0	0	XXX	0	0	0
12. Premiums collected	32,131,570	0	30,935,836	0	0	0	1,195,734	0	0	0
13. Premiums earned	31,718,065	0	30,522,331	0	0	0	1,195,734	0	0	0
14. Amount paid for provision of health care services	27,585,164	0	26,466,529	0	0	0	1,118,635	0	0	0
15. Amount incurred for provision of health care services	32,739,795	0	31,505,544	0	0	0	1,234,251	0	0	0

SCHEDULE A - VERIFICATION BETWEEN YEARS

1.	Book/adjusted carrying value, December 31, prior year (prior year statement)		0
2.	Increase (decrease) by adjustment:		
	2.1 Totals, Part 1, Column 10		0
	2.2 Totals, Part 3, Column 7		0
3.	Cost of acquired (Totals, Part 2, Column 6, net of encumbrances (Column 7) and net of additions and permanent improvements (Column 9))		0
4.	Cost of additions and permanent improvements:		
	4.1 Totals, Part 1, Column 13		0
	4.2 Totals, Part 3, Column 9		0
5.	Total profit (loss) on sales, Part 3, Column 14		0
6.	Increase (decrease) by foreign exchange adjustment:		
	6.1 Totals, Part 1, Column 11		0
	6.2 Totals, Part 3, Column 8		0
7.	Amounts received on sales, Part 3, Column 11		0
8.	Book/adjusted carrying value at end of current period		0
9.	Total valuation allowance		0
10.	Subtotal (Lines 8 plus 9)		0
11.	Total nonadmitted amounts		0
12.	Statement value, current period (Page 2, real estate lines, current period)		0

NONE

SCHEDULE B - VERIFICATION BETWEEN YEARS

1.	Book value/recorded investment excluding accrued interest of mortgages owned, December 31 of prior year		0
2.	Amount loaned during year:		
	2.1 Actual cost at time of acquisitions	0	
	2.2 Additional investment made after acquisitions	0	0
3.	Accrual of discount and mortgage interest points and commitment fees		0
4.	Increase (decrease) by adjustment		0
5.	Total profit (loss) on sale		0
6.	Amounts paid on account or in full during the year		0
7.	Amortization of premium		0
8.	Increase (decrease) by foreign exchange adjustment		0
9.	Book value/recorded investment excluding accrued interest on mortgages owned at end of current period		0
10.	Total valuation allowance		0
11.	Subtotal (Lines 9 plus 10)		0
12.	Total nonadmitted amounts		0
13.	Statement value of mortgages owned at end of current period		0

NONE

SCHEDULE BA - VERIFICATION BETWEEN YEARS

1.	Book/adjusted carrying value of long-term invested assets owned, December 31 of prior year		0
2.	Cost of acquisitions during year:		
	2.1 Actual cost at time of acquisitions	0	
	2.2 Additional investment made after acquisitions	0	0
3.	Accrual of discount		0
4.	Increase (decrease) by adjustment		0
5.	Total profit (loss) on sale		0
6.	Amounts paid on account or in full during the year		0
7.	Amortization of premium		0
8.	Increase (decrease) by foreign exchange adjustment		0
9.	Book/adjusted carrying value of long-term invested assets at end of current period		0
10.	Total valuation allowance		0
11.	Subtotal (Lines 9 plus 10)		0
12.	Total nonadmitted amounts		0
13.	Statement value of long-term invested assets at end of current period		0

NONE

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 10.7	8 Total from Column 7 Prior Year	9 % from Col. 8 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. **U.S. Governments, Schedules D & DA (Group 1)**											
1.1 Class 1	8,148,405	559,675	4,089,918	0	0	12,797,998	99.9	7,598,799	100.0	12,797,998	0
1.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
1.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
1.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
1.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
1.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
1.7 Totals	8,148,405	559,675	4,089,918	0	0	12,797,998	99.9	7,598,799	100.0	12,797,998	0
2. **All Other Governments, Schedules D & DA (Group 2)**											
2.1 Class 1	18,841	0	0	0	0	18,841	0.1	0	0.0	18,841	0
2.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
2.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
2.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
2.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
2.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
2.7 Totals	18,841	0	0	0	0	18,841	0.1	0	0.0	18,841	0
3. **States, Territories and Possessions, etc., Guaranteed, Schedules D & DA (Group 3)**											
3.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
3.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
3.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
3.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
3.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
3.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
3.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
4. **Political Subdivisions of States, Territories and Possessions, Guaranteed, Schedules D & DA (Group 4)**											
4.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
4.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
4.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
4.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
4.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
4.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
4.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
5. **Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed, Schedules D & DA (Group 5)**											
5.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
5.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
5.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
5.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
5.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
5.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
5.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusting Carrying Values By Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 10.7	8 Total from Column 7 Prior Year	9 % from Col. 8 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. **Public Utilities (Unaffiliated), Schedules D & DA (Group 6)**											
6.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
6.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
6.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
6.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
6.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
6.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
6.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
7. **Industrial & Miscellaneous (Unaffiliated), Schedules D & DA (Group 7)**											
7.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
7.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
7.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
7.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
7.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
7.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
7.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
8. **Credit Tenant Loans, Schedules D & DA (Group 8)**											
8.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
8.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
8.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
8.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
8.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
8.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
8.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
9. **Parent, Subsidiaries and Affiliates, Schedules D & DA (Group 9)**											
9.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	0	0
9.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	0
9.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	0
9.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	0
9.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	0
9.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	0
9.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 10.7	8 Total from Column 7 Prior Year	9 % from Col. 8 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
10. **Total Bonds Current Year**											
10.1 Class 1	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	XXX	XXX	12,816,839	0
10.2 Class 2	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.3 Class 3	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.4 Class 4	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.5 Class 5	0	0	0	0	0	(c) 0	0.0	XXX	XXX	0	0
10.6 Class 6	0	0	0	0	0	(c) 0	0.0	XXX	XXX	0	0
10.7 Totals	8,167,246	559,675	4,089,918	0	0	(b) 12,816,839	100.0	XXX	XXX	12,816,839	0
10.8 Line 10.7 as a % of Col. 6	63.7	4.4	31.9	0.0	0.0	100.0	XXX	XXX	XXX	100.0	0.0
11. **Total Bonds Prior Year**											
11.1 Class 1	2,980,250	560,079	4,058,470	0	0	XXX	XXX	7,598,799	100.0	7,598,799	0
11.2 Class 2	0	0	0	0	0	XXX	XXX	0	0.0	0	0
11.3 Class 3	0	0	0	0	0	XXX	XXX	0	0.0	0	0
11.4 Class 4	0	0	0	0	0	XXX	XXX	0	0.0	0	0
11.5 Class 5	0	0	0	0	0	XXX	XXX	(c) 0	0.0	0	0
11.6 Class 6	0	0	0	0	0	XXX	XXX	(c) 0	0.0	0	0
11.7 Totals	2,980,250	560,079	4,058,470	0	0	XXX	XXX	(b) 7,598,799	100.0	7,598,799	0
11.8 Line 11.7 as a % of Col. 8	39.2	7.4	53.4	0.0	0.0	XXX	XXX	100.0	XXX	100.0	0.0
12. **Total Publicly Traded Bonds**											
12.1 Class 1	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	7,598,799	100.0	12,816,839	XXX
12.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.7 Totals	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	7,598,799	100.0	12,816,839	XXX
12.8 Line 12.7 as a % of Col. 6	63.7	4.4	31.9	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	63.7	4.4	31.9	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
13. **Total Privately Placed Bonds**											
13.1 Class 1	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.2 Class 2	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.3 Class 3	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.4 Class 4	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.5 Class 5	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.6 Class 6	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.7 Totals	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.8 Line 13.7 as a % of Col. 6	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0

(a) Includes $.....0 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes $.....0 current year, $.....0 prior year of bonds with Z designations and $.....0 current year, $.....0 prior year of bonds with Z* designation. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes $.....0 current year, $.....0 prior year of bonds with 5* designations and $.....0 current year, $.....0 prior year of bonds with 6* designation. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusting Carrying Values By Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 10.7	8 Total from Column 7 Prior Year	9 % from Col. 8 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. **U.S. Governments, Schedules D & DA (Group 1)**											
1.1 Issuer Obligations	8,148,405	559,675	4,089,918	0	0	12,797,998	99.9	7,598,799	100.0	12,797,998	0
1.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
1.7 Totals	8,148,405	559,675	4,089,918	0	0	12,797,998	99.9	7,598,799	100.0	12,797,998	0
2. **All Other Governments, Schedules D & DA (Group 2)**											
2.1 Issuer Obligations	18,841	0	0	0	0	18,841	0.1	0	0.0	18,841	0
2.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
2.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
2.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
2.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
2.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
2.7 Totals	18,841	0	0	0	0	18,841	0.1	0	0.0	18,841	0
3. **States, Territories and Possessions, Guaranteed, Schedules D & DA (Group 3)**											
3.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
3.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
3.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
3.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
3.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
3.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
3.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
4. **Political Subdivisions of States, Territories and Possessions, Guaranteed, Schedules D & DA (Group 4)**											
4.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
4.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
4.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
4.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
4.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
4.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
4.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
5. **Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed, Schedules D & DA (Group 5)**											
5.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
5.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
5.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
5.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
5.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
5.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
5.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 10.7	8 Total from Column 7 Prior Year	9 % from Col. 8 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
6. **Public Utilities (Unaffiliated), Schedules D & DA (Group 6)**											
6.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
6.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
6.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
6.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
6.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
6.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
6.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
7. **Industrial & Miscellaneous (Unaffiliated), Schedules D & DA (Group 7)**											
7.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
7.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
7.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
7.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
7.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
7.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
7.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
8. **Credit Tenant Loans, Schedules D & DA (Group 8)**											
8.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
8.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
9. **Parent, Subsidiaries and Affiliates, Schedules D & DA (Group 9)**											
9.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	0	0
9.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
9.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
9.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
9.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	0
9.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	0
9.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

NONE

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 10.7	8 Total from Column 7 Prior Year	9 % from Col. 8 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
10. **Total Bonds Current Year**											
10.1 Issuer Obligations	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	XXX	XXX	12,816,839	0
10.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	XXX	XXX	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
10.3 Defined	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.4 Other	0	0	0	0	0	0	0.0	XXX	XXX	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
10.5 Defined	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.6 Other	0	0	0	0	0	0	0.0	XXX	XXX	0	0
10.7 Totals	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	XXX	XXX	12,816,839	0
10.8 Line 10.7 as a % of Col. 6	63.7	4.4	31.9	0.0	0.0	100.0	XXX	XXX	XXX	100.0	0.0
11. **Total Bonds Prior Year**											
11.1 Issuer Obligations	2,980,250	560,079	4,058,470	0	0	XXX	XXX	7,598,799	100.0	7,598,799	0
11.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	XXX	XXX	0	0.0	0	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
11.3 Defined	0	0	0	0	0	XXX	XXX	0	0.0	0	0
11.4 Other	0	0	0	0	0	XXX	XXX	0	0.0	0	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
11.5 Defined	0	0	0	0	0	XXX	XXX	0	0.0	0	0
11.6 Other	0	0	0	0	0	XXX	XXX	0	0.0	0	0
11.7 Totals	2,980,250	560,079	4,058,470	0	0	XXX	XXX	7,598,799	100.0	7,598,799	0
11.8 Line 11.7 as a % of Col. 8	39.2	7.4	53.4	0.0	0.0	XXX	XXX	100.0	XXX	100.0	0.0
12. **Total Publicly Traded Bonds**											
12.1 Issuer Obligations	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	7,598,799	100.0	12,816,839	XXX
12.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	0	XXX
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
12.3 Defined	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.4 Other	0	0	0	0	0	0	0.0	0	0.0	0	XXX
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
12.5 Defined	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.6 Other	0	0	0	0	0	0	0.0	0	0.0	0	XXX
12.7 Totals	8,167,246	559,675	4,089,918	0	0	12,816,839	100.0	7,598,799	100.0	12,816,839	XXX
12.8 Line 12.7 as a % of Col. 6	63.7	4.4	31.9	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	63.7	4.4	31.9	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
13. **Total Privately Placed Bonds**											
13.1 Issuer Obligations	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.2 Single Class Mortgage-Backed/Asset-Backed Bonds	0	0	0	0	0	0	0.0	0	0.0	XXX	0
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
13.3 Defined	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.4 Other	0	0	0	0	0	0	0.0	0	0.0	XXX	0
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ ASSET-BACKED SECURITIES:											
13.5 Defined	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.6 Other	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.7 Totals	0	0	0	0	0	0	0.0	0	0.0	XXX	0
13.8 Line 13.7 as a % of Col. 6	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0

SCHEDULE DA - PART 2

Verification of SHORT-TERM INVESTMENTS Between Years

	1 Total	2 Bonds	3 Mortgage Loans	4 Other Short-term Investment Assets (a)	5 Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, prior year	2,980,250	2,980,250	0	0	0
2. Cost of short-term investments acquired	19,018,721	19,018,721	0	0	0
3. Increase (decrease) by adjustment	119,299	119,299	0	0	0
4. Increase (decrease) by foreign exchange adjustment	0	0	0	0	0
5. Total profit (loss) on disposal of short-term investments	40	40	0	0	0
6. Consideration received on disposal of short-term investments	13,951,064	13,951,064	0	0	0
7. Book/adjusted carrying value, current year	8,167,246	8,167,246	0	0	0
8. Total valuation allowance	0	0	0	0	0
9. Subtotal (Lines 7 plus 8)	8,167,246	8,167,246	0	0	0
10. Total nonadmitted amounts	0	0	0	0	0
11. Statement value (Lines 9 minus 10)	8,167,246	8,167,246	0	0	0
12. Income collected during year	11,703	11,703	0	0	0
13. Income earned during year	11,703	11,703	0	0	0

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

Sch. DB-Pt.A-Verification Between Years
NONE

Sch. DB-Pt.B-Verification Between Years
NONE

Sch. DB-Pt.C-Verification Between Years
NONE

Sch. DB-Pt.D-Verification Between Years
NONE

Sch. DB-Pt.E-Verification Between Years
NONE

Sch. DB-Pt. F-Sn. 1
NONE

Sch. DB-Pt. F-Sn. 2
NONE

Sch. S-Pt. 1-Sn. 2
NONE

Sch. S-Pt. 2
NONE

SCHEDULE S - PART 3 - SECTION 2

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	Outstanding Surplus Relief		12	13
									10	11		
NAIC Company Code	Federal ID Number	Effective Date	Name of Company	Location	Type	Premiums	Unearned Premiums (estimated)	Reserve Credit Taken Other Than for Unearned Premiums	Current Year	Prior Year	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
Affiliates												
72052	23-2710210	01/01/1999	Corporate Health Insurance Company	Pennsylvania	SSL/A	161,586	0	0	0	0	0	0
0199999.	Total - Affiliates					161,586	0	0	0	0	0	0
0399999.	Totals					161,586	0	0	0	0	0	0

SCHEDULE S - PART 4

Reinsurance Ceded To Unauthorized Companies

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Reserve Credit Taken	6 Paid and Unpaid Losses Recoverable (Debit)	7 Other Debits	8 Total (Cols. 5 + 6 + 7)	9 Letters of Credit	10 Trust Agreements	11 Funds Deposited by and Withheld from Reinsurers	12 Other	13 Miscellaneous Balances (Credit)	14 Sum of Cols. 9 + 10 + 11 + 12 + 13 But Not in Excess of Col. 8

NONE

SCHEDULE S - PART 5

Five-Year Exhibit of Reinsurance Ceded Business
(000 Omitted)

	1 2001	2 2000	3 1999	4 1998	5 1997
A. OPERATIONS ITEMS					
1. Premiums	162	59	10	0	0
2. Title XVIII - Medicare	0	0	0	0	0
3. Title XIX - Medicaid	0	0	0	0	0
4. Commissions and reinsurance expense allowance	0	0	0	0	0
5. Total medical and hospital expenses	0	0	0	0	0
B. BALANCE SHEET ITEMS					
6. Premiums receivable	0	0	0	0	0
7. Claims payable	0	13	0	0	0
8. Reinsurance recoverable on paid losses	0	0	0	0	0
9. Experience rating refunds due or unpaid	0	0	0	0	0
10. Commissions and reinsurance expense allowances unpaid	0	0	0	0	0
11. Unauthorized reinsurance offset	0	0	0	0	0
C. UNAUTHORIZED REINSURANCE (DEPOSITS BY AND FUNDS WITHHELD FROM)					
12. Funds deposited by and withheld from (F)	0	0	0	0	0
13. Letters of credit (L)	0	0	0	0	0
14. Trust agreements (T)	0	0	0	0	0
15. Other (O)	0	0	0	0	0

SCHEDULE S - PART 6

Restatement of Balance Sheet to Identify Net Credit for Ceded Reinsurance

		1 As Reported (Net of Ceded)	2 Restatement Adjustments	3 Restated (Gross of Ceded)
	ASSETS (Page 2, Col. 3)			
1.	Cash and invested assets (Line 9)	13,415,028	0	13,415,028
2.	Amounts recoverable from reinsurers (Line 12)	0	0	0
3.	Accident and health premiums due and unpaid (Line 10)	34,884	0	34,884
4.	Net credit for ceded reinsurance	XXX	0	0
5.	All other admitted assets (balance)	1,875,994	0	1,875,994
6.	Totals assets (Line 23)	15,325,906	0	15,325,906
	LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
7.	Claims unpaid (Line 1)	7,708,453	0	7,708,453
8.	Accrued medical incentive pool and bonus payments (Line 2)	0	0	0
9.	Premiums received in advance (Line 6)	104,748	0	104,748
10.	Reinsurance in unauthorized companies (Line 14)	0	0	0
11.	All other liabilities (balance)	2,854,937	0	2,854,937
12.	Total liabilities (Line 18)	10,668,138	0	10,668,138
13.	Total capital and surplus (Line 26)	4,657,768	XXX	4,657,768
14.	Total liabilities, capital and surplus (Line 27)	15,325,906	0	15,325,906
	NET CREDIT FOR CEDED REINSURANCE			
15.	Claims unpaid	0		
16.	Accrued medical incentive pool	0		
17.	Premiums received in advance	0		
18.	Reinsurance recoverable on paid losses	0		
19.	Other ceded reinsurance recoverables	0		
20.	Total ceded reinsurance recoverables	0		
21.	Premiums receivable	0		
22.	Unauthorized reinsurance	0		
23.	Other ceded reinsurance payables/offsets	0		
24.	Total ceded reinsurance payables/offsets	0		
25.	Total net credit for ceded reinsurance	0		

SCHEDULE Y (Continued)

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1 NAIC Company Code	2 Federal ID Number	3 Names of Insurers and Parent, Subsidiaries or Affiliates	4 Shareholder Dividends	5 Capital Contributions	6 Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	7 Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	8 Management Agreements and Service Contracts	9 Income/ (Disbursements) Incurred under Reinsurance Agreements	10 *	11 Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	12 Totals	13 Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
Affiliated Transactions												
00000	23-2229683	Aetna Inc.	596,500,000	(161,202,667)	0	0	1,296,308,348	0		0	1,731,605,681	0
00000		Aetna Risk Indemnity Company Limited	0	0	0	0	0	(2,386,874)		0	(2,386,874)	11,185,319
78700	06-0876836	Aetna Health and Life Insurance Company	(19,000,000)	0	0	0	(6,902,060)	(2,853,670)		0	(28,755,730)	(1,028,139,312)
00000		Aetna Life & Casualty Bermuda Limited	0	0	0	0	(1,500,000)	923,292		0	(576,708)	1,685,027
00000	06-6033492	Aetna Life Insurance Company	(410,808,500)	23,015,622	0	0	(228,153,018)	(8,594,578)		0	(624,540,474)	1,009,961,630
00000	06-1270755	AHP Holdings, Inc.	(4,689,000)	31,858,417	0	0	7,714,546	0		0	34,883,963	0
36153	06-1286276	Aetna Insurance Company of Connecticut	(19,900,000)	0	0	0	(7,714,546)	(3,493,927)		0	(31,108,473)	9,632,980
00000	06-1501445	CMBS Holdings, L.L.C.	(14,602,500)	(11,533,500)	0	0	0	0		0	(26,136,000)	0
00000	06-1423207	Azalea Mall LLC	0	4,000,000	0	0	0	0		0	4,000,000	0
00000		EBF Group L.L.C.	0	262,128	0	0	0	0		0	262,128	0
95935	23-2442048	Aetna U.S. Healthcare Inc. (CT)	0	2,300,000	0	0	(24,961,585)	(3,750)		0	(22,665,335)	0
95245	23-2470575	Aetna U.S. Healthcare Inc. (DE)	0	1,800,000	0	0	(5,238,884)	1,027,346		0	(2,411,538)	137,129
95236	52-1524249	Aetna U.S. Healthcare Inc. (MA)	0	15,100,000	0	0	(15,979,177)	(210,908)		0	(1,090,085)	0
95237	23-2627296	Aetna U.S. Healthcare Inc. (NH)	0	3,800,000	0	0	1,085,215	346,229		0	5,231,444	0
95287	52-1270921	Aetna U.S. Healthcare Inc. (NJ)	0	35,100,000	0	0	(274,369,499)	56,004,742		0	(183,264,757)	6,218,597
95234	22-2663623	Aetna Health Inc.	0	0	0	0	(128,729,546)	(5,000)		0	(128,734,546)	0
47039	23-2570616	Aetna U.S. Healthcare Dental Plan Inc. (PA)	(1,500,000)	0	0	0	(470,887)	0		0	(1,970,887)	0
11183	22-2990909	Aetna U.S. Healthcare Dental Plan Inc. (NJ)	0	0	0	0	(693,143)	0		0	(693,143)	0
47077	23-2570619	Aetna U.S. Healthcare Dental Plan Inc. (DE)	0	0	0	0	(8,655)	0		0	(8,655)	0
84450	57-0805126	U.S. Health Insurance Company (NY)	0	0	0	0	(4,386,693)	0		0	(4,386,693)	0
72052	23-2710210	Corporate Health Insurance Company	(86,000,000)	0	0	0	(89,540,422)	(19,508,437)		0	(195,048,859)	(13,860,204)
95040	74-1844335	Prudential Health Care Plan, Inc.	(40,000,000)	55,500,000	0	0	(101,795,684)	(2,924,226)		0	(89,219,910)	1,554,151
00000	51-0347065	Primary Investments, Inc.	33,000,000	(104,600,000)	0	0	0	0		0	(71,600,000)	0
95109	23-2169745	United States Health Care Systems of Pennsylvania, Inc.	0	51,700,000	0	0	(229,925,637)	(1,871,207)		0	(180,096,844)	931,761
95343	56-1941613	Aetna U.S. Healthcare of the Carolinas Inc.	0	18,000,000	0	0	(2,373,115)	(3,133,553)		0	12,493,332	43,072
95094	58-1649568	Aetna U.S. Healthcare of Georgia, Inc.	0	0	0	0	(45,711,766)	0		0	(45,711,766)	0
65200	36-3281434	U.S. Health Insurance Company (CT)	(9,000,000)	0	0	0	(3,687,094)	0		0	(12,687,094)	0
00000	84-1293673	Aetna U.S. Healthcare Holdings, Inc.	0	(41,900,000)	0	0	0	0		0	(41,900,000)	0
95256	84-1312793	Aetna U.S. Healthcare, Inc. (CO)	0	41,900,000	0	0	(33,060,634)	(1,110,875)		0	7,728,491	43,290
95484	91-1315815	Aetna U.S. Healthcare Inc. (WA)	(10,000,000)	1,200,000	0	0	(1,177,420)	0		0	(9,977,420)	0
95756	23-2861565	Aetna U.S. Healthcare, Inc. (MI)	0	4,100,000	0	0	(1,481,014)	(174,875)		0	2,444,111	0
95757	23-2861563	Aetna U.S. Healthcare, Inc. (OK)	0	5,200,000	0	0	(4,736,635)	(352,012)		0	111,353	0
95810	23-2861568	U.S. Healthcare, Inc. (MO)	0	24,400,000	0	0	(8,307,866)	0		0	16,092,134	0
95043	22-3175128	Prudential Health Care Plan of Georgia, Inc.	(14,000,000)	0	0	0	(6,386,434)	(5,000)		0	(20,391,434)	0
00000	13-3670795	Aetna Health Management, Inc.	43,000,000	(125,700,000)	0	0	393,335,076	0		0	310,635,076	0
00000	06-1160812	Aetna U.S. Healthcare Dental Plan of California, Inc.	(3,000,000)	0	0	0	(2,508,790)	0		0	(5,508,790)	0
95910	06-1177531	Aetna U.S. Healthcare Dental Plan Inc. (TX)	0	0	0	0	(601,022)	(687)		0	(601,709)	0
95003	06-1345436	Aetna U.S. Healthcare, Inc. (AZ)	0	7,900,000	0	0	(45,434,794)	1,625,370		0	(35,909,424)	(362,362)
00000	95-3402799	Aetna U.S. Healthcare of California Inc.	0	0	0	0	19,843,712	(50,000)		0	19,793,712	0
95088	59-2411584	Aetna U.S. Healthcare, Inc. (FL)	0	8,100,000	0	0	(100,752,539)	2,655,965		0	(89,996,574)	2,089,706
95397	06-1055955	Aetna U.S. Healthcare of Illinois Inc.	0	6,100,000	0	0	(23,848,461)	(1,075,323)		0	(18,823,784)	0
95002	72-1100143	Aetna U.S. Healthcare Inc. (LA)	0	10,500,000	0	0	(9,400,371)	(48,445)		0	1,051,184	91,738
00000	75-1979769	Med Southwest, Inc.	0	(82,200,000)	0	0	0	0		0	(82,200,000)	0
95328	75-1996860	Aetna U.S. Healthcare of North Texas Inc.	0	82,200,000	0	0	(44,083,565)	(2,027,507)		0	36,088,928	555,555
96518	34-1399736	Aetna U.S. Healthcare Inc. (OH)	0	19,000,000	0	0	(65,183,576)	(12,942,610)		0	(59,126,186)	(4,325,644)
95006	62-1327181	Aetna U.S. Healthcare Inc. (TN)	0	0	0	0	(4,249,453)	(263,901)		0	(4,513,354)	0
95490	76-0189680	Aetna U.S. Healthcare Inc. (TX)	0	74,100,000	0	0	(70,342,582)	3,355,141		0	7,112,559	1,656,545

SCHEDULE Y (Continued)

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1 NAIC Company Code	2 Federal ID Number	3 Names of Insurers and Parent, Subsidiaries or Affiliates	4 Shareholder Dividends	5 Capital Contributions	6 Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	7 Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	8 Management Agreements and Service Contracts	9 Income/ (Disbursements) Incurred under Reinsurance Agreements	10 *	11 Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	12 Totals	13 Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
00000	22-2793278	Prudential Health Care Plan of California, Inc.	(30,000,000)	0	0	0	(25,004,554)	0		0	(55,004,554)	0
95035	22-2725051	Prudential Dental Maintenance Organization, Inc.	(10,000,000)	0	0	0	(11,329,860)	346,420		0	(20,983,440)	455,340
00000	22-3187443	NYLCare Health Plans, Inc.	29,000,000	(9,600,000)	0	0	0	0		0	19,400,000	0
95590	52-1353802	Aetna U.S. Healthcare Inc. (MD)	0	0	0	0	(67,762,100)	(2,862,247)		0	(70,624,347)	196,218
95517	01-0504252	Aetna U.S. Healthcare Inc. (ME)	0	9,600,000	0	0	(19,707,256)	(384,893)		0	(10,492,149)	249,464
97705	13-3139500	New York Life and Health Insurance Company	(29,000,000)	0	0	0	25,670	0		0	(28,974,330)	0
47060	91-1662406	Aetna U.S. Healthcare of Washington Inc.	0	0	0	0	(812,230)	0		0	(812,230)	0
9999999.	Control Totals		0	0	0	0	0	0	XXX	0	0	0

SUPPLEMENTAL EXHIBITS AND SCHEDULES
INTERROGATORIES

The following supplemental reports are required to be filed as part of your annual 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 to the specific interrogatory will be accepted in lieu of filing a "NONE" report.

1.1 Does your company write Medicare Supplement insurance? Yes [ ] No [X]
1.2 Will the Medicare Supplement Insurance Experience Exhibit be by March 1? Yes [ ] No [X]
1.3 If first response is yes and second response is no, please explain:

If second response is no and the form is "None", affix bar code (Document Identifier 360) here:

* 9 5 7 5 6 2 0 0 1 3 6 0 0 0 0 0 0 *

2.1 The Supplemental Compensation Exhibit is a required filing, with the domiciliary Department, for all companies. Will the Supplemental Compensation Exhibit be filed with the domiciliary Department by March 1? Yes [X] No [ ]
2.2 If no, please explain:

If response is no and the form is "None", affix bar code (Document Identifier 460) here:

3.1 An actuarial certification is a required filing for all companies. Will an actuarial certification be filed by March 1? Yes [X] No [ ]
3.2 If no, please explain:

If response is no and the form is "None", affix bar code (Document Identifier 440) here:

4.1 The officers and directors information is a required filing for all companies. Will the officers and directors information be filed with the NAIC by March 1? Yes [ ] No [X]
4.2 If response is no, please explain:
It is no longer a required NAIC filing

If response is no and the form is "None", affix bar code (Document Identifier 380) here:

* 9 5 7 5 6 2 0 0 1 3 8 0 0 0 0 0 0 *

5.1 Will the Risk-based Capital Report be filed with the NAIC by March 1? Yes [X] No [ ]
5.2 If no, please explain:

If response is no and the form is "None", affix bar code (Document Identifier 390) here:

5.3 Will the Risk-based Capital report be filed with the domiciliary Department, if required, by March 1? Yes [X] No [ ]
5.4 If no, please explain:

If response is no and the form is "None", affix bar code (Document Identifier 390) here:

6.1 The SVO Compliance Certification is a required filing for all companies. Will the SVO Compliance Certification be filed by March 1? Yes [X] No [ ]
6.2 If no, please explain:

If response is no and the form is "None", affix bar code (Document Identifier 470) here:

7.1 Management's Discussion and Analysis is a required filing. Will Management's Discussion and Analysis be filed by April 1? Yes [X] No [ ]
7.2 If no, please explain:

If response is no and the form is "None", affix bar code (Document Identifier 350) here:

SUPPLEMENTAL EXHIBITS AND SCHEDULES

INTERROGATORIES (continued)

8.1	Does your company write Long-Term Care Insurance?	Yes [ ]	No [X]
8.2	Will the Long-Term Care Insurance Exhibit be filed by April 1?	Yes [ ]	No [X]
8.3	If first response is yes and second response is no, please explain:		

If second response is no and the form is "None", affix bar code (Document Identifier 340) here:

9.1	The Investment Risks Interrogatories is a required filing. Will this be filed by April 1?	Yes [X]	No [ ]
9.2	If no, please explain:		

If response is no and form is "None", affix bar code (Document Identifier 285) here:

10.1	An audited financial report is a required filing for all companies. Will an audited financial report be filed by June 1?	Yes [X]	No [ ]
10.2	If no, please explain:		

If response is no and the form is "None", affix bar code (Document Identifier 220) here:

Overflow Page for Write-Ins

Additional Write-ins for Statement of Revenue:

	Current Year-to-Date		Prior Year
	1 Uncovered	2 Total	3 Total
1204. Other medical costs	0	97,493	44,226
1297. Summary of remaining write-ins for Line 12 from Statement of Revenue	0	97,493	44,226

Additional Write-ins for Underwriting and Investment Exhibit-Part 3:

	1 Claim Adjustment Expenses	2 General Administrative Expenses	3 Investment Expenses	4 Total
2504. Intercompany interest expense	0	8,689	0	8,689
2505.	0	0	0	0
2506.	0	0	0	0
2507.	0	0	0	0
2508.	0	0	0	0
2509.	0	0	0	0
2510.	0	0	0	0
2511.	0	0	0	0
2512.	0	0	0	0
2513.	0	0	0	0
2514.	0	0	0	0
2515.	0	0	0	0
2516.	0	0	0	0
2517.	0	0	0	0
2518.	0	0	0	0
2519.	0	0	0	0
2520.	0	0	0	0
2597. Summary of remaining write-ins for Line 25 from U&I-Part 3	0	8,689	0	8,689

Overflow Page for Write-Ins

Additional Write-ins for Analysis of Operations:

	1 Total	2 Comprehensive (Hospital and Medical)	3 Medical Only	4 Medicare Supplement	5 Dental Only	6 Vision Only	7 Federal Employees Health Benefit Plans	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Stop Loss	11 Disability Income	12 Long-Term Care	13 Other
1104. Other medical costs	97,493	93,818	0	0	0	0	3,675	0	0	0	0	0	0
1197. Summary of remaining write-ins for Line 11 from Analysis of Operations	97,493	93,818	0	0	0	0	3,675	0	0	0	0	0	0