

## **Amended Statement Cover**

1. Exhibit 3 – Health Care Receivable as of September 30, 2008 has been amended to include \$1,500,000 (Amount due from seller) in line 0799999, Gross health care receivables. The original was not properly added.



**QUARTERLY STATEMENT**  
**AS OF September 30, 2008**  
**OF THE CONDITION AND AFFAIRS OF THE**  
**AMERIGROUP Tennessee, Inc.**

NAIC Group Code 1156 (Current Period) , 1156 (Prior Period) NAIC Company Code 12941 Employer's ID Number 20-4776597

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

Country of Domicile United States of America

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

Incorporated/Organized 04/26/2006 Commenced Business 04/01/2007

Statutory Home Office 22 Century Boulevard, Ste 310 , Nashville, TN 37214  
 (Street and Number) (City, or Town, State and Zip Code)

Main Administrative Office 4425 Corporation Lane  
 (Street and Number) Virginia Beach, VA (757)473-2721  
 (City, or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 4425 Corporation Lane , Virginia Beach, VA 23462  
 (Street and Number or P.O. Box) (City, or Town, State and Zip Code)

Primary Location of Books and Records 4425 Corporation Lane  
 (Street and Number) Virginia Beach, VA 23462 (757)473-2721  
 (City, or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.amerigroupcorp.com

Statutory Statement Contact Margaret Mary Roomsburg (757)473-2721  
 (Name) (Area Code)(Telephone Number)(Extension)  
mroomsb@amerigroupcorp.com (757)557-6742  
 (E-Mail Address) (Fax Number)

**OFFICERS**

Name	Title	#
Alvin Brock King	President/CEO	
William Gardner Wood, M.D.	Vice President/CMO	
Michael Anthony Scarbrough	Vice President/COO	
Stanley Forrest Baldwin	Vice President/Secretary	
Nicholas Joseph Pace, II	Vice President/Asst Secretary	
Richard Charles Zoretic	Vice President/Asst Secretary	
Scott Wayne Anglin	Vice President/Treasurer	
James Ward Truess	Vice President/Asst Treasurer	
Karen Lint Shields	Vice President/Asst Treasurer	

**OTHERS**

Margaret Mary Roomsburg, Vice President Linda Kaye Whitley-Taylor, Vice President

**DIRECTORS OR TRUSTEES**

Charles Brian Shipp Alvin Brock King  
 Nicholas Joseph Pace, II

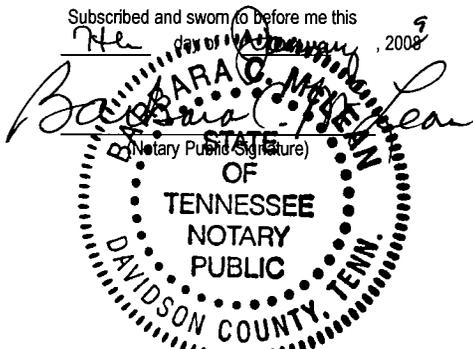
State of Virginia  
 County of Virginia Beach ss

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

(Signature)	(Signature)	(Signature)
Alvin Brock King	Stanley Forrest Baldwin	Margaret Mary Roomsburg
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President/CEO	Vice President/Secretary	Vice President
(Title)	(Title)	(Title)

Subscribed and sworn to before me this 11th day of October, 2008

a. Is this an original filing? Yes[ ] No[X]  
 b. If no, 1. State the amendment number 1  
 2. Date filed 01/14/2009  
 3. Number of pages attached 3



NANCY M. NEWSOM  
 NOTARY PUBLIC  
 Commonwealth of Virginia  
 My Commission Expires  
 April 30, 2009

My Commission Expires JAN. 23, 2010

#191631

## EXHIBIT 3 - HEALTH CARE RECEIVABLES

1	2	3	4	5	6	7
Name of Debtor	1 - 30 Days	31 - 60 Days	61 - 90 Days	Over 90 Days	Nonadmitted	Admitted
0199998 Pharmaceutical Rebate Receivables - Not Individually Listed						
0199999 Subtotal - Pharmaceutical Rebate Receivables						
0299998 Claim Overpayment Receivables - Not Individually Listed	171,736	25,193			196,929	
0299999 Subtotal - Claim Overpayment Receivables	171,736	25,193			196,929	
0399998 Loans and Advances to Providers - Not Individually Listed	385,000	-	75,000	1,355,184	1,815,184	-
0399999 Subtotal - Loans and Advances to Providers	385,000	-	75,000	1,355,184	1,815,184	-
0499998 Capitation Arrangements Receivables - Not Individually Listed						
0499999 Subtotal - Capitation Arrangements Receivables						
0599998 Risk Sharing Receivables - Not Individually Listed						
0599999 Subtotal - Risk Sharing Receivables						
<b>Other Receivable</b>						
Amount due from seller				1,500,000	1,500,000	
0699998 Other Receivables - Not Individually Listed	99,958	26,060	21,324	11,863		159,205
0699999 Subtotal - Other Receivables	99,958	26,060	21,324	1,511,863	1,500,000	159,205
0799999 Gross health care receivables	656,694	51,253	96,324	2,867,047	3,512,113	159,205