

OVERFLOW PAGE FOR WRITE-INS

MQ002 Additional Aggregate Lines for Page 02 Line 23.
 *ASSETS

	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Prior Year Net Admitted Assets
2304 Receivable from Litigation			0	125,000
2397 Summary of remaining write-ins for Line 23 from Page 02	0	0	0	125,000

SCHEDULE A - VERIFICATION

Real Estate		1	2
		Year to Date	Prior Year Ended December 31
NONE			
1	Book/adjusted carrying value, December 31 of prior year	0	0
2	Cost of acquired:		
2.1	Actual cost at time of acquisitions		
2.2	Additional investment made after acquisitions		
3	Current year change in encumbrances		
4	Total gain (loss) on disposals		0
5	Deduct amounts received on disposals		0
6	Total foreign exchange change in book/adjusted carrying value		0
7	Deduct current year's other than temporary impairment recognized		
8	Deduct current year's depreciation		
9	Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10	Deduct total nonadmitted amount		0
11	Statement value at end of current period (Line 9 minus Line 10)	0	0

SCHEDULE B - VERIFICATION

Mortgage Loans		1	2
		Year to Date	Prior Year Ended December 31
NONE			
1	Book value/recorded investment excluding accrued interest at the end of prior year	0	0
2	Cost of acquired:		
2.1	Actual cost at time of acquisitions		0
2.2	Additional investment made after acquisitions		0
3	Capitalized deferred interest and other		
4	Accrual of discount		
5	Unrealized valuation increase (decrease)		
6	Total gain (loss) on disposals		0
7	Deduct amounts received on disposals		0
8	Deduct amortization of premium and mortgage interest points and commitment fees		
9	Total foreign exchange change in book value/recorded investment excluding accrued interest		
10	Deduct current year's other than temporary impairment recognized		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	Deduct total nonadmitted accounts		0
13	Statement value at end of current period (Line 11 minus Line 12)	0	0

SCHEDULE BA - VERIFICATION

Other Long Term Invested Assets		1	2
		Year to Date	Prior Year Ended December 31
NONE			
1	Book/adjusted carrying value, December 31 of prior year	0	0
2	Cost of acquired:		
2.1	Actual cost at time of acquisitions		0
2.2	Additional investment made after acquisitions		0
3	Capitalized deferred interest and other		
4	Accrual of discount		0
5	Unrealized valuation increase (decrease)		
6	Total gain (loss) on disposals		0
7	Deduct amounts received on disposals		0
8	Deduct amortization of premium and depreciation		0
9	Total foreign exchange change in book/adjusted carrying value		0
10	Deduct current year's other than temporary impairment recognized		
11	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7+8-9-10)	0	0
12	Deduct total nonadmitted amounts		0
13	Statement value at end of current period (Line 11 minus Line 12)	0	0

SCHEDULE D - VERIFICATION

Bonds and Stocks		1	2
		Year to Date	Prior Year Ended December 31
1	Book/adjusted carrying value of bonds and stocks, December 31 of prior year	236,382,935	166,667,269
2	Cost of bonds and stocks acquired	93,383,085	169,000,683
3	Accrual of discount	291,936	786,850
4	Unrealized valuation increase (decrease)		0
5	Total gain (loss) on disposals	1,424,166	313,285
6	Deduct consideration for bonds and stocks disposed of	95,498,818	99,927,655
7	Deduct amortization of premium	756,413	457,497
8	Total foreign exchange change in book/adjusted carrying value		0
9	Deduct current year's other than temporary impairment recognized	38,768	
10	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	235,188,123	236,382,935
11	Deduct total nonadmitted amounts		0
12	Statement value at end of current period (Line 10 minus Line 11)	235,188,123	236,382,935

STATEMENT AS OF JUNE 30, 2008 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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)	382,424,921	930,572,008	905,018,434	(1,032,532)	382,424,921	406,945,963	0	349,333,832
2. Class 2 (a)	5,772,018	0	0	737,347	5,772,018	6,509,366	0	8,540,237
3. Class 3 (a)	0	0	0	0	0	0	0	0
4. Class 4 (a)	0	0	0	0	0	0	0	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	388,196,939	930,572,008	905,018,434	(295,185)	388,196,939	413,455,329	0	357,874,069
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	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	388,196,939	930,572,008	905,018,434	(295,185)	388,196,939	413,455,329	0	357,874,069

(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 \$ 177,889,839 ; NAIC 2 \$ 377,368 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

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SCHEDULE DA - PART 1

Short-Term Investments Owned End of Current Quarter

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
8299999 Totals	158,276.616	XXX	158,278.235	656.180	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1 Book/adjusted carrying value, December 31 of prior year.....	71,023.997	130,134.013
2 Cost of short-term investments acquired.....	1,637,249.510	2,808,081.805
3 Accrual of discount.....	4,323	164,203
4 Unrealized valuation increase (decrease).....	0	0
5 Total gain (loss) on disposals.....	0	16,837
6 Deduct consideration received on disposals.....	1,549,996.598	2,867,351.652
7 Deduct amortization of premium.....	4,617	21,208
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).....	158,276.616	71,023.997
11 Deduct total nonadmitted amounts.....	0	0
12 Statement value at end of current period (Line 10 minus Line 11)	158,276.616	71,023.997

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.....	50,467,137	77,429,632
2. Cost of cash equivalents.....	299,641,678	1,233,920,112
3. Accrual of discount.....	381,775	2,627,046
4. Unrealized valuation increase (decrease).....	.0	.0
5. Total gain (loss) on disposals.....	.0	(1,995)
6. Deduct consideration received on disposals.....	330,500,000	1,263,507,657
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).....	19,990,591	50,467,137
11. Deduct total nonadmitted amounts.....	.0	.0
12. Statement value at end of current period (Line 10 minus Line 11)	19,990,591	50,467,137

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

STATEMENT AS OF JUNE 30, 2008 OF THE UnitedHealthcare Plan of the River Valley, Inc.

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)
31398A-KX-9	FINA Agency Note 3.250% 02/10/10		05/09/2008	Greenwich Cap Mkts		4,543,047	4,500,000	37,375	1FE
912828-DX-5	US Treasury Note 3.625% 06/15/10		05/09/2008	Morgan Stanley		16,473,125	16,000,000	236,120	1
0399999 - Total	Bonds - U.S. Government					21,016,172	20,500,000	273,495	XXX
70914P-EH-1	PA State GO Non Call 5.000% 08/01/11		05/28/2008	Morgan Stanley		3,632,288	3,400,000	57,139	1FE
1799999 - Total	Bonds - States, Territories and Possessions					3,632,288	3,400,000	57,139	XXX
386154-P9-3	Grand Prairie TX Sch GO Cont Call 5.75		04/18/2008	CitiGroup		1,098,940	1,000,000	10,861	1FE
2499999 - Total	Bonds - Political Subdivisions					1,098,940	1,000,000	10,861	XXX
29270C-SQ-9	Energy NY MA Elec Rev Rev Bond Non Call		05/16/2008	Goldman Sachs		1,907,118	1,800,000	0	1FE
60636W-AT-2	MS Hwy Trans Rev Bond Cont Call 5.200%		06/09/2008	Lehman Bros Inc		3,703,451	3,480,000	65,849	1FE
796253-SK-9	San Antonio TX Elec Gas Rev Bond Non Cal		04/22/2008	Bank of America Sec		1,893,710	1,750,000	21,438	1FE
882135-C3-8	TX A&M University Rev Bond Cont Call Pri		06/24/2008	Wachovia Bank		1,676,106	1,595,000	9,304	1FE
915137-NR-0	Univ of TX Rev Bond Non Call 5.250% 08		06/18/2008	KEYBANC CAP/ McDonald		1,784,612	1,675,000	31,267	1FE
928172-LV-5	VA St Pub Bldg Auth Rev Bond Non Call		05/15/2008	Pershing		2,927,845	2,735,000	39,885	1FE
3199999 - Total	Bonds - Special Revenue					13,892,841	13,035,000	167,743	XXX
34528X-AF-6	Ford Credit Auto TR 2008-C A4A ABS 5.1		05/16/2008	CitiGroup		279,953	280,000	0	1FE
136375-BS-0	Canadian Natl Railway Co Corp Note 4.9	F	05/06/2008	Wachovia Bank		154,721	155,000	171	1FE
136375-BS-0	Canadian Natl Railway Co Corp Note 4.9	F	05/07/2008	RBC Dain Rauchser Inc		386,987	385,000	582	1FE
4599999 - Total	Bonds - Industrial, Misc.					821,661	820,000	753	XXX
6099997 - Total	Bonds - Part 3					40,461,902	38,755,000	509,991	XXX
6099999 - Total	Bonds					40,461,902	38,755,000	509,991	XXX
6599999 - Total	Preferred Stocks					0	XXX	0	XXX
7299999 - Total	Common Stocks					0	XXX	0	XXX
7399999 - Total	Preferred and Common Stocks					0	XXX	0	XXX
7499999 - Totals						40,461,902	XXX	509,991	XXX

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

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STATEMENT AS OF JUNE 30, 2008 OF THE UnitedHealthcare Plan of the River Valley, Inc.

SCHEDULE D - PART 4

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

1	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	Maturity Date	NAIC Designation or Market Indicator (a)
31359W-EY-5	FAMA Note 6.625% 09/15/09		05/07/2008	Greenwich Cap Mkts		8,939,068	8,500,000	8,822,205	8,731,170	0	(45,971)	0	(45,971)	0	8,685,200	0	253,868	253,868	364,467	09/15/2009	1FE
31359W-S5-3	FAMA Note Non Call 5.250% 06/15/08		06/15/2008	Maturity		2,750,000	2,750,000	2,756,875	2,752,664	0	(2,664)	0	(2,664)	0	2,750,000	0	0	0	72,188	06/15/2008	1FE
36220Y-VU-8	GAMA Pool 283327 (MBS) 9.000% 12/15/19		04/01/2008	Paydown		70	70	70	70	0	0	0	0	0	70	0	0	0	2	12/15/2019	1
36220Y-VU-8	GAMA Pool 283327 (MBS) 9.000% 12/15/19		05/01/2008	Paydown		80	80	80	80	0	0	0	0	0	80	0	0	0	3	12/15/2019	1
36220Y-VU-8	GAMA Pool 283327 (MBS) 9.000% 12/15/19		06/01/2008	Paydown		82	82	82	82	0	0	0	0	0	82	0	0	0	4	12/15/2019	1
91282B-DL-1	US Treasury Note 3.500% 02/15/10		05/07/2008	Goldman Sachs		33,867,890	33,200,000	33,105,051	33,161,990	0	6,163	0	6,163	0	33,168,153	0	699,737	699,737	845,962	02/15/2010	1
0399999	Bonds - U.S. Governments					45,557,190	44,450,232	44,684,363	44,646,056	0	(42,471)	0	(42,471)	0	44,603,585	0	953,605	953,605	1,282,625	XXX	XXX
3128W1-MS-5	FHLBC Pool G12269 (MBS) 4.500% 09/01/12		04/01/2008	Paydown		13,105	13,105	12,599	12,631	0	474	0	474	0	13,105	0	0	0	197	09/01/2020	1
3128W1-MS-5	FHLBC Pool G12269 (MBS) 4.500% 09/01/12		05/01/2008	Paydown		12,477	12,477	11,995	12,026	0	451	0	451	0	12,477	0	0	0	234	09/01/2020	1
3128W1-MS-5	FHLBC Pool G12269 (MBS) 4.500% 09/01/12		06/01/2008	Paydown		10,362	10,362	9,962	9,987	0	375	0	375	0	10,362	0	0	0	233	09/01/2020	1
3128PB-G4-0	FHLBC Pool J00219 (MBS) 4.500% 10/01/12		04/01/2008	Paydown		21,760	21,760	20,921	20,981	0	780	0	780	0	21,760	0	0	0	326	10/01/2020	1
3128PB-G4-0	FHLBC Pool J00219 (MBS) 4.500% 10/01/12		05/01/2008	Paydown		14,235	14,235	13,686	13,725	0	510	0	510	0	14,235	0	0	0	267	10/01/2020	1
3128PB-G4-0	FHLBC Pool J00219 (MBS) 4.500% 10/01/12		06/01/2008	Paydown		5,745	5,745	5,523	5,539	0	206	0	206	0	5,745	0	0	0	129	10/01/2020	1
3128PC-2X-9	FHLBC Pool J01690 (MBS) 5.500% 04/01/12		04/01/2008	Paydown		26,918	26,918	26,909	26,906	0	12	0	12	0	26,918	0	0	0	493	04/01/2021	1
3128PC-2X-9	FHLBC Pool J01690 (MBS) 5.500% 04/01/12		05/01/2008	Paydown		13,268	13,268	13,264	13,262	0	6	0	6	0	13,268	0	0	0	304	04/01/2021	1
3128PC-2X-9	FHLBC Pool J01690 (MBS) 5.500% 04/01/12		06/01/2008	Paydown		15,092	15,092	15,087	15,085	0	7	0	7	0	15,092	0	0	0	415	04/01/2021	1
3128PE-4K-1	FHLBC Pool J03526 (MBS) 6.000% 10/01/21		04/01/2008	Paydown		9,596	9,596	9,755	9,744	0	(147)	0	(147)	0	9,596	0	0	0	192	10/01/2021	1
3128PE-4K-1	FHLBC Pool J03526 (MBS) 6.000% 10/01/21		05/01/2008	Paydown		17,363	17,363	17,651	17,630	0	(266)	0	(266)	0	17,363	0	0	0	434	10/01/2021	1
3128PE-4K-1	FHLBC Pool J03526 (MBS) 6.000% 10/01/21		06/01/2008	Paydown		3,282	3,282	3,336	3,332	0	(50)	0	(50)	0	3,282	0	0	0	98	10/01/2021	1
3128PE-4P-0	FHLBC Pool J03530 (MBS) 6.000% 10/01/21		04/01/2008	Paydown		72,184	72,184	73,199	73,136	0	(951)	0	(951)	0	72,184	0	0	0	1,444	10/01/2021	1
3128PE-4P-0	FHLBC Pool J03530 (MBS) 6.000% 10/01/21		05/01/2008	Paydown		83,607	83,607	84,783	84,709	0	(1,102)	0	(1,102)	0	83,607	0	0	0	2,090	10/01/2021	1
3128PE-4P-0	FHLBC Pool J03530 (MBS) 6.000% 10/01/21		06/01/2008	Paydown		61,167	61,167	62,027	61,973	0	(806)	0	(806)	0	61,167	0	0	0	1,835	10/01/2021	1
3128PE-KP-2	FHLBC Pool J03002 (MBS) 5.500% 07/01/12		04/01/2008	Paydown		23,222	23,222	23,168	23,168	0	54	0	54	0	23,222	0	0	0	426	07/01/2021	1
3128PE-KP-2	FHLBC Pool J03002 (MBS) 5.500% 07/01/12		05/01/2008	Paydown		70,722	70,722	70,556	70,557	0	165	0	165	0	70,722	0	0	0	1,621	07/01/2021	1
3128PE-KP-2	FHLBC Pool J03002 (MBS) 5.500% 07/01/12		06/01/2008	Paydown		13,456	13,456	13,424	13,424	0	31	0	31	0	13,456	0	0	0	370	07/01/2021	1
3128PH-BH-3	FHLBC Pool J05440 (MBS) 6.000% 08/01/22		04/01/2008	Paydown		23,856	23,856	24,177	24,171	0	(315)	0	(315)	0	23,856	0	0	0	477	08/01/2022	1
3128PH-BH-3	FHLBC Pool J05440 (MBS) 6.000% 08/01/22		05/01/2008	Paydown		51,410	51,410	52,101	52,088	0	(678)	0	(678)	0	51,410	0	0	0	1,285	08/01/2022	1
3128PH-BH-3	FHLBC Pool J05440 (MBS) 6.000% 08/01/22		06/01/2008	Paydown		46,787	46,787	47,416	47,405	0	(617)	0	(617)	0	46,787	0	0	0	1,404	08/01/2022	1
3128PH-BW-2	FHLBC Pool J05444 (MBS) 6.000% 08/01/22		04/01/2008	Paydown		50,953	50,953	51,686	51,671	0	(718)	0	(718)	0	50,953	0	0	0	1,019	08/01/2022	1
3128PH-BW-2	FHLBC Pool J05444 (MBS) 6.000% 08/01/22		05/01/2008	Paydown		7,915	7,915	8,029	8,026	0	(112)	0	(112)	0	7,915	0	0	0	198	08/01/2022	1
3128PH-BW-2	FHLBC Pool J05444 (MBS) 6.000% 08/01/22		06/01/2008	Paydown		37,896	37,896	38,441	38,430	0	(534)	0	(534)	0	37,896	0	0	0	1,137	08/01/2022	1
3128PH-CY-5	FHLBC Pool J05487 (MBS) 6.000% 09/01/22		04/01/2008	Paydown		5,033	5,033	5,101	5,100	0	(66)	0	(66)	0	5,033	0	0	0	101	09/01/2022	1
3128PH-CY-5	FHLBC Pool J05487 (MBS) 6.000% 09/01/22		05/01/2008	Paydown		4,402	4,402	4,461	4,460	0	(58)	0	(58)	0	4,402	0	0	0	110	09/01/2022	1

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SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designation or Market Indicator (a)	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B/A.C.V. (11 + 12 - 13)	15 Total Foreign Exchange Change in B/A.C.V.								
61750H-AR-4	Morgan Stanley Cap 2006-1012 A1 CMO COMM		06/01/2008	Paydown		6 955	6 955	6 973	6 966	0	(10)	0	(10)	0	6 955	0	0	0	183	10/15/2011	1FE	
635405-AN-3	National City Bank Corp Note Non Call		04/01/2008	Maturity		1 050 000	1 050 000	1 019 192	1 044 579	0	5 421	0	5 421	0	1 050 000	0	0	0	16 800	04/01/2008	1FE	
75970H-AD-2	Renaissance Home Equity 2006-4 AF1 ABS		04/01/2008	Paydown		66 278	66 278	66 278	66 278	0	0	0	0	0	66 278	0	0	0	1 225	01/25/2037	1FE	
75970H-AD-2	Renaissance Home Equity 2006-4 AF1 ABS		05/01/2008	Paydown		54 718	54 718	54 718	54 718	0	0	0	0	0	54 718	0	0	0	1 264	01/25/2037	1FE	
75970H-AD-2	Renaissance Home Equity 2006-4 AF1 ABS		06/01/2008	Paydown		52 696	52 696	52 696	52 696	0	0	0	0	0	52 696	0	0	0	1 461	01/25/2037	1FE	
75971E-AE-6	Renaissance Home Equity 2006-3 AF2 (ABS)		06/01/2008	Paydown		13 833	13 833	13 833	13 803	0	30	0	30	0	13 833	0	0	0	386	11/25/2036	1FE	
836120-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 2.60		04/25/2008	Paydown		11 164	11 164	11 164	11 164	0	0	0	0	0	11 164	0	0	0	135	01/25/2037	1FE	
836120-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 2.60		05/27/2008	Paydown		18 491	18 491	18 491	18 491	0	0	0	0	0	18 491	0	0	0	274	01/25/2037	1FE	
836120-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 2.60		06/25/2008	Paydown		21 175	21 175	21 175	21 175	0	0	0	0	0	21 175	0	0	0	356	01/25/2037	1FE	
949746-JJ-1	Wells Fargo Corporate Note Non Callable		06/05/2008	FTN Financial Services		2 015 580	2 000 000	2 012 700	2 005 502	0	(1 156)	0	(1 156)	0	2 004 345	0	11 235	11 235	75 833	01/15/2010	1FE	
4599999	Bonds - Industrial and Miscellaneous					6 467 281	6 446 463	6 376 022	6 403 180	0	14 746	0	14 746	0	6 417 925	0	49 355	49 355	194 568	XXX	XXX	
6099997	Bonds - Part 4					54 411 889	53 284 113	53 462 857	53 440 149	0	(31 220)	0	(31 220)	0	53 408 929	0	1 002 960	1 002 960	1 529 279	XXX	XXX	
6099999	Total - Bonds					54 411 889	53 284 113	53 462 857	53 440 149	0	(31 220)	0	(31 220)	0	53 408 929	0	1 002 960	1 002 960	1 529 279	XXX	XXX	
6599999	Total - Preferred Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
7299999	Total - Common Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
7399999	Total - Preferred and Common Stocks					0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
7499999	Totals					54 411.889	XXX	53 462 857	53 440 149	0	(31 220)	0	(31 220)	0	53 408 929	0	1 002 960	1 002 960	1 529 279	XXX	XXX	

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

EO5.4

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part D - Section 1

NONE



**SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2008 OF THE U.S. BRANCH OF THE
UnitedHealthcare Plan of the River Valley, Inc.**

MEDICARE PART D COVERAGE SUPPLEMENT

(Net of Reinsurance)

NAIC Group Code

NAIC Company Code

	Individual Coverage		Group Coverage		5 Total Cash
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	
1 Premiums Collected		XXX		XXX	0
2 Earned Premiums		XXX		XXX	XXX
3 Claims Paid		XXX		XXX	0
4 Claims Incurred		XXX		XXX	XXX
5 Reinsurance Coverage and Low Income Cost Sharing - Claims Paid Net of Reimbursements Applied (a)	XXX		XXX		0
6 Aggregate Policy Reserves - Change		XXX		XXX	XXX
7 Expenses Paid		XXX		XXX	0
8 Expenses Incurred		XXX		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: \$ due from CMS or \$ due to CMS

Report #2A: EAST TN TENNCARE OPERATIONS STATEMENT OF REVENUES AND EXPENSES

	2008		2007
	CURRENT PERIOD	YEAR TO DATE TOTAL	TOTAL
MEMBER MONTHS	269,337	521,353	995,830
REVENUES:			
1. TennCare Capitation	51,154,898	\$97,928,166	\$186,606,724
2. Adverse Selection	0	0	0
3. Total TennCare Revenue (Lines 1 and 2)	51,154,898	97,928,166	186,606,724
4. Investment	0	0	181,489
5. Other Revenue (Provide detail)	0	0	0
6. TOTAL REVENUES (Lines 3 to 5)	51,154,898	97,928,166	186,788,213
EXPENSES:			
Medical and Hospital Services:			
7. Capitated Physician Services	0	0	0
8. Fee-for Service Physician Services	13,890,809	24,172,344	49,720,443
9. Fee-for-Service Hospital Services	11,537,003	21,190,178	37,244,280
10. Outpatient Services	18,033,596	34,680,184	67,189,746
11. Emergency Room Services	0	0	0
12. Mental Health Services	0	0	0
13. Dental Services	0	0	0
14. Ambulance Services	181,749	365,085	671,314
15. Home Health Services	0	0	0
16. Other Medical and Hospital Services	1,847,302	3,812,935	6,903,141
17. Chiropractic Services	0	0	0
18. Radiology Services	1,026,647	1,943,921	3,861,157
19. Outpatient Clinics	1,129,710	1,989,707	4,102,771
20. Diagnostic Medical Equipment Services	0	0	0
21. Transportation Services	458,326	915,659	1,743,073
22. Outside Referrals	0	0	0
23. Medical Incentive Pool and Withhold Adjustments	0	0	0
24. Occupancy, Depreciation, and Amortization	0	0	0
25. Other Medical and Hospital Services (Provide Detail)	40,983	64,924	179,389
26. Subtotal (Lines 7 to 25)	48,146,124	89,134,936	171,615,314
LESS:			
27. Net Reinsurance Recoveries Incurred	0	0	0
28. Copayments	0	0	0
29. Subrogation and Coordination of Benefits	0	0	0
30. Subtotal (Lines 27 to 29)	0	0	0
31 TOTAL MEDICAL AND HOSPITAL (Lines 26 minus line 30)	48,146,124	89,134,936	171,615,314
Administration:			
32. Compensation	1,701,879	5,836,031	10,402,879
33. Marketing	186,232	638,621	756,041
34. Interest Expense	0	0	0
35. Premium Tax Expense	994,960	1,887,520	3,508,176
36. Occupancy, Depreciation and Amortization	125,703	431,058	505,802
37. Other Administration (Provide detail)	0	0	0
38. TOTAL ADMINISTRATION (Lines 32 to 37)	3,008,774	8,793,230	15,172,899
39. TOTAL EXPENSES (Lines 31 and 38)	51,154,898	97,928,166	186,788,213
40. Extraordinary Item			
41. Provision for Income Tax	0	(0)	(0)
42. NET INCOME (LOSS) (Line 6 less Lines 39, 40, and 41)	\$0	(\$0)	(\$0)
Write-ins:			
REVENUES:			
Line 5 Contractual Recoveries	0	0	0
Line 5 Deferral of Revenue for Administration fee Risk	0	0	0
EXPENSES:			
Line 25 Reinsurance Expense	0	0	0
Line 25 Nurseline	40,983	64,924	179,389
Line 37 Fines & Penalties- Regulatory Authorities	0	0	0

**TennCare Reconciliation Between NAIC Statement & MSM Report
As of December 31, 2007**

TennCare Capitation Revenue

TennCare Premium Per NAIC Statement at June 2008	97,928,166
TennCare claims paid January - June 2008	87,470,303
Change in IBNR	318,966
TennCare Administration Revenue	6,905,710
TennCare Grossed up Premium tax	1,887,520
Investment Income	0
TennCare capitations	1,345,667
	97,928,166
Difference	0

Pharmacy Claims

Pharmacy Services Per NAIC Statement at June 2008	0
Pharmacy Claims Not Yet Invoiced	0
Net Pharmacy Claims and Pharmacy Rebates per MFT Report	0
Difference	0

Capitation Expense

	<u>Capitations</u>	<u>Claims</u>	<u>Total</u>
Vision Services (Line 14 per NAIC Statement)	148,887	216,198	365,085
Dental Services (Line 13 per NAIC Statement)	0	0	0
Transportation Services (Line 21 per NAIC Statement)	915,659		
Less administrative component of capitations reduction	(95,970)		
Total Capitations Included on NAIC Statement	968,575		
Capitation Payments Per MFT Report for June 2008	968,575		
Difference	0		

Dental Claims

	<u>Capitations</u>	<u>Claims</u>	<u>Total</u>
Dental Services (Line 13 per NAIC Statement)	0	0	0
Dental Claims Paid not yet billed			0
Total Dental Claims			0
Difference			0

All Other Claims & Reserve

	<u>Claims</u>	<u>Capitations</u>	<u>Total</u>
Vision Claims (Line 14 per NAIC Statement)	216,198	148,887	365,085
Fee-For-Service Physician Services (Line 8 per NAIC Statement)	24,172,344		
Inpatient Hospital Services (Line 9 per NAIC Statement)	21,190,178		
Outpatient Services (Line 10 per NAIC Statement)	34,680,184		
Emergency Room Services (Line 11 per NAIC Statement)	0		
Home Health Services (Line 16 per NAIC Statement)	3,812,935		
Chiropractic Services (Line 17 per NAIC Statement)	0		
Radiology Services (Line 18 per NAIC Statement)	1,943,921		
Laboratory Services (Line 19 per NAIC Statement)	1,989,707		
Durable Medical Equipment Services (Line 20 per NAIC Statement)	0		
Miscellaneous other	(1,857)		
Claims and Change in Reserves per NAIC Statement at 6/30/08	88,003,610		
Total Change in Self Funded Reserves	318,966		
UB 92 Payments Paid January - June 2008 for Dates of Service January - June 2008	31,032,982		
UB 92 Payments Paid January - June 2008 for Dates of Service January - December 2007	21,322,951		
UB 92 Payments Paid January - June 2008 for Dates of Service January - December 2006	656,737		
UB 92 Payments Paid January - June 2008 for Dates of Service January - December 2005	(92,845)		
UB 92 Payments Paid January - June 2008 for Dates of Service January - December 2004	(33,209)		
UB 92 Payments Paid January - June 2008 for Dates of Service January - December 2003 and prior	0		
HCFA 1500 Payments Paid January - June 2008 for Dates of Service January - June 2008	24,285,863		
HCFA 1500 Payments Paid January - June 2008 for Dates of Service January - December 2007	8,051,159		
HCFA 1500 Payments Paid January - June 2008 for Dates of Service January - December 2006	39,878		
HCFA 1500 Payments Paid January - June 2008 for Dates of Service January - December 2005	(16,428)		
HCFA 1500 Payments Paid January - June 2008 for Dates of Service January - December 2004	(2,895)		
HCFA 1500 Payments Paid January - June 2008 for Dates of Service January - December 2003 and prior	(1,662)		
Vision claims	216,198		
Adjustment of MSM report to cash basis from accounting month	2,225,914		
	87,684,643		
Total Paid Claims and Change in Reserves	88,003,609		
Difference	0		

Americhoice - Middle Tennessee
 Report 2A - TennCare Income Statement
 Middle Tennessee CRA 2.30.14.3.3 and 2.30.14.3.4

	Current Period	Year-To-Date Total	Previous Year Total
Member Months	555,820	1,107,044	1,627,570
Revenues:			
TennCare Capitation	179,776,381	306,976,022	377,672,129
Investment	-	-	5,876,114
Other Revenues	-	-	-
Total Estimated Revenues	179,776,381	306,976,022	383,548,243
Expenses:			
Hospital and Medical (w/o Mental Health)			
Capitated Physician Services	-	-	-
Fee-for Service Physician Services	12,908,407	63,151,069	133,887,767
Inpatient Hospital Services	48,419,265	69,588,413	79,358,546
Outpatient Hospital Services	9,714,130	20,667,919	33,728,829
Emergency Room Services	6,250,259	15,136,942	24,039,010
Dental Services	-	-	-
Vision Services	282,384	614,364	1,169,337
Pharmacy Services	-	-	-
Home Health Services	29,303,574	29,303,574	-
Chiropractic Services	-	-	-
Radiology Services	1,805,590	4,908,106	8,366,475
Laboratory Services	1,077,620	3,593,165	5,745,341
Durable Medical Equipment Services	1,543,255	2,932,013	4,042,643
Transportation Services	2,864,767	6,697,434	13,656,933
Outside Referrals	-	-	-
Medical Incentive Pool and Withhold Adj Occupancy, Depreciation and Amortization	-	-	-
Other Medical and Hospital Services - Write-Ins	75,315	150,446	229,846
Subtotal Medical and Hospital	114,244,566	216,743,444	304,224,727
Mental Health and Substance Abuse Services			
Inpatient Psychiatric Facility Services	3,886,904	7,112,037	6,798,448
Inpatient Substance Abuse Treatment and Detox	419,043	728,254	1,041,640
Outpatient Mental Health Services	2,348,538	4,810,653	8,281,758
Outpatient Substance Abuse Treatment and Detox	20,225	40,128	52,646
Housing/Residential Treatment	1,645,595	2,434,920	2,192,016
Specialized Crisis Services	108,703	148,887	167,883
Psychiatric Rehab and Support Services	1,613,719	3,232,853	4,693,012
Case Management	8,873,050	15,088,472	18,566,580
Forensics	-	-	-
Other Judicial	-	-	-
Pharmacy	-	-	-
Lab Services	-	-	-
Transportation	472,308	822,785	1,547,558
Medical Incentive Pool and Withhold Adjustments Occupancy, Depreciation and Amortization	-	-	-
Other Mental Health and Substance Abuse Services PCP and Specialist Services	-	-	-
Other Mental Health Services - Write-Ins	-	-	-
Subtotal MH&SAS	20,802,453	36,978,904	47,652,415
Subtotal Hospital, Medical, MH&SAS	135,047,019	253,722,348	351,877,142
LESS:			
Net Reinsurance Recoveries Incurred	-	-	-
Copayments	-	-	-
Subrogation and Coordination of Benefits	-	-	-
Subtotal Reinsurance, Copay, Subrogation	-	-	-
Total Hospital, Medical, MHS&S	135,047,019	253,722,348	351,877,142
Administration:			
Compensation	-	-	8,016,360
Marketing	-	-	219,339
Interest Expense	-	-	-
Premium Tax Expense	2,705,030	5,334,119	7,495,925
Occupancy, Depreciation, and Amortization	-	-	637,851
Other Administration - Write-Ins	18,037,265	31,325,286	32,278,194
Total Administration Expenses	20,742,295	36,659,405	48,647,669
Total Expenses	155,789,314	290,381,753	400,524,811
Extraordinary Item	-	-	-
Provision for Income Tax	8,395,473	5,807,994	(5,941,799)
Net Income (Loss)	15,591,594	10,786,275	(11,034,769)
Write-Ins for Other Expense			
Detail of Other Medical and Hospital:			
Other Capitated Services	75,315	150,446	229,846
-	-	-	-
-	-	-	-
Total Other Medical and Hospital	75,315	150,446	229,846
Detail of Other MH and SAS:			
-	-	-	-
-	-	-	-
Total Other MH and SAS	-	-	-
Detail of Other Administration:			
Administrative Services Fee	16,215,250	27,697,166	11,684,706
Behavioral Healthcare Services	1,822,015	3,628,120	7,843,600
-	-	-	12,749,887
Total Other Administration	18,037,265	31,325,286	32,278,194

**Americhoice - Middle Tennessee
Reconciliation Between 2A and MLR Report
As of June 30, 2008**

<u>Capitation Revenue</u>	<u>Revenue</u>
Revenue reported per MLR report	275,615,161
Gross adjustment for PDN retroactive premium	44,690,337
Retroactive premium adjustments included in MLR report	(13,329,476)
	<u>306,976,022</u>
TennCare Capitation per 2A	306,976,022
Difference	<u>0</u>
<u>Claims & Reserve</u>	<u>Claims</u>
Paid claims per the 2A	247,034,713
Change in IBNR	6,687,635
Total 2A Paid Claims and Change in Reserves	<u>253,722,348</u>
Incurred Claims per the MLR for the reporting period	251,098,219
Restated prior year incurred claims	2,624,129
Adjusted MLR	<u>253,722,348</u>
Difference	<u>0</u>

STATEMENT AS OF JUNE 30, 2008 FOR
UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY, INC.

EXHIBIT 2 - ACCIDENT AND HEALTH PREMIUMS DUE AND UNPAID

Individually list all debtors with account balances the greater of 10% of gross Premiums Receivable or \$10,000.

Name of Debtor	1-30 Days	31-60 Days	61-90 Days	Over 90 Days	Non Admitted	Admitted
Total Individuals	-	-	-	-	-	-
Group subscribers:						\$0.00
Group subscriber subtotal	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Premiums due and unpaid not individually listed	\$ 7,516,624	\$ 233,495	\$ 18,509	\$ -	\$ -	\$ 7,768,628
Total group	\$ 7,516,624	\$ 233,495	\$ 18,509	\$ -	\$ -	\$ 7,768,628
Premiums due and unpaid from Medicare entities	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Premiums due and unpaid from Medicaid entities	\$ 49,702,763	\$ -	\$ -	\$ -	\$ -	\$ 49,702,763
Accident and health premiums due and unpaid (Page 2, Line 13.1)	\$ 57,219,387	\$ 233,495	\$ 18,509	\$ -	\$ -	\$ 57,471,391

0
\$ 57,471,391

10% Threshold \$ 5,747,139

\$49,702,763.34

STATEMENT AS OF JUNE 30, 2008 OF UNITEDHEALTHCARE PLAN OF THE RIVER VALLEY

EXHIBIT 3 - HEALTH CARE RECEIVABLES

Name of Debtor	1 1 - 30 Days	2 31 - 60 Days	3 61 - 90 Days	4 Over 90 Days	5 Non-Admitted	6 Admitted
INDIVIDUALLY LISTED RECEIVABLES						
RX Solutions, Inc.	4,194,477			1,169,802	1,169,802	4,194,477
					0	-
					0	-
					0	-
					0	-
					0	-
					0	-
					0	-
					0	-
					0	-
					0	-
					0	-
	4,194,477	-	-	1,169,802	1,169,802	4,194,477
	0	0	0	0	0	0
	4,194,477	-	-	1,169,802	1,169,802	4,194,477
					0	0
					1,169,802	4,194,477

1,101,477

