

Amended Statement Cover

- On the original 2010 Annual filing, AMERIGROUP Tennessee, Inc. reported on Page 3 (LIABILITIES, CAPITAL AND SURPLUS), Line 8, Column 1 and 3 (Premiums received in advance), a total of \$70,508,251. This amount should have been allocated on 2 separate line items on page 3 based on SSAP 54 and 67. We amended the filing to reflect these SSAPs:
 - Line 8 (Premiums received in advance) -- \$64,233,420 based on SSAP 54
 - Line 13 (Remittances and items not allocated) -- \$6,274,831 based on SSAP 67
- Due to the amendments above (No. 1), there were some changes on Page 6 (CASH FLOW). The following line items were affected:

Line	Description	1 (Current Year)		Difference
		Original	Revised	
1.	Premiums collected net of reinsurance	987,195,326	980,920,495	(6,274,831)
4.	Total (Lines 1 through 3)	988,357,002	982,082,171	(6,274,831)
11.	Net cash from operations (Line 4 minus Line 10)	205,179,846	198,905,015	(6,274,831)
16.6	Other cash provided (applied)	4,844,974	11,119,805	6,274,831
17.	Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(5,155,026)	1,119,805	6,274,831

- Due to the amendment above (No. 1), there were some changes on Page 35 (SCHEDULE S – PART 6). Line 9 (Premiums received in advance), Columns 1 and 3 were originally filed as \$70,508,251 and amended to be \$64,233,420. The remaining difference \$6,274,831 was reported on Line 12 (All other liabilities (Balance)) making the amended amount \$35,647,518 from the original reported of \$29,372,687.
- AMERIGROUP Tennessee, Inc. incorrectly reported on the 2010 Annual Filing, the allocation of the Securities issued by states, territories, and possessions and political subdivisions in the U.S on page SI01 (SUMMARY INVESTMENT SCHEDULE). The amended amounts were as follows:

Lines	Investment Categories	Original				Amended			
		Gross Investment Holdings		Admitted Assets as Reported		Gross Investment Holdings		Admitted Assets as Reported	
		1 Amount	2 Percentage	3 Amount	4 Percentage	1 Amount	2 Percentage	3 Amount	4 Percentage
1.41	States, territories and possessions general obligations	4,542,157	1.404	4,542,157	1.404	6,590,109	2.037	6,590,109	2.037
1.42	Political subdivisions of states, territories and possessions and political subdivisions general oblig.	10,376,483	3.207	10,376,483	3.207	5,132,825	1.587	5,132,825	1.587
1.43	Revenue and assessment obligations	10,723,715	3.315	10,723,715	3.315	13,919,421	4.303	13,919,421	4.303

- AMERIGROUP Tennessee, Inc. originally reported the accrual of discount, Line 3 of \$17,669 and amortization of premium, Line 7 of \$443,825 in SI03, SCHEDULE D – VERIFICATION BETWEEN YEARS (Bonds and Stocks). These amounts should be \$36,563 for accrual of discount and \$462,719 for amortization of premium.

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6. Due to the amendment above (No.4), SI04 (SCHEDULE D – SUMMARY BY COUNTRY), Lines 5 through 7 were affected. The revised amounts were as follows:

Description	ORIGINAL			
	1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
U.S. States, Territories and Possessions (Direct and guaranteed) 5. Totals	4,542,157	4,543,391	4,606,030	4,480,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed) 6. Totals	10,376,483	10,297,491	10,418,595	9,865,000
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions 7. Totals	10,723,715	10,614,329	10,749,371	10,350,000

Description	AMENDED			
	1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
U.S. States, Territories and Possessions (Direct and guaranteed) 5. Totals	6,590,109	6,590,351	6,658,510	6,480,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed) 6. Totals	5,132,825	5,105,488	5,169,316	4,765,000
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions 7. Totals	13,919,421	13,759,372	13,946,170	13,450,000

7. Due to the amendment above (No.4), SI05 through SI07 (SCHEDULE D – PART 1A SECTION 1) was affected. The lines affected were as follows:

Quality Rating per the NAIC Designation	ORIGINAL				
	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 5 Years	6 Total Current Year	10 Total Publicly Traded
1.1 Class 1	89,123,394	15,590,280		104,713,674	104,713,674
1.7 TOTALS	89,123,394	15,590,280		104,713,674	104,713,674
3.1 Class 1	5,714,778			7,478,463	7,478,463
3.7 TOTALS	5,714,778			7,478,463	7,478,463
4.1 Class 1	9,180,001			12,872,427	12,872,427
4.7 TOTALS	9,180,001			12,872,427	12,872,427
5.1 Class 1			6,847,345	17,302,262	17,302,262
5.7 TOTALS			6,847,345	17,302,262	17,302,262
6.1 Class 1					165,183,999
6.7 TOTALS					165,183,999
10.1 Class 1		39,144,328	8,847,506		307,550,825
10.7 TOTALS		39,144,328	8,847,506		307,550,825
12.1 Class 1		39,144,328	8,847,506		
12.7 TOTALS		39,144,328	8,847,506		

Quality Rating per the NAIC Designation	AMENDED				
	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 5 Years	6 Total Current Year	10 Total Publicly Traded
1.1 Class 1	89,123,392	15,590,279		104,713,671	104,713,671
1.7 TOTALS	89,123,392	15,590,279		104,713,671	104,713,671
3.1 Class 1	7,762,730			9,526,415	9,526,415
3.7 TOTALS	7,762,730			9,526,415	9,526,415
4.1 Class 1	7,132,051			10,824,477	10,824,477
4.7 TOTALS	7,132,051			10,824,477	10,824,477
5.1 Class 1			6,847,346	17,302,263	17,302,263
5.7 TOTALS			6,847,346	17,302,263	17,302,263
6.1 Class 1					165,184,000
6.7 TOTALS					165,184,000
10.1 Class 1		39,144,327	8,847,507		307,550,826
10.7 TOTALS		39,144,327	8,847,507		307,550,826
12.1 Class 1		39,144,327	8,847,507		
12.7 TOTALS		39,144,327	8,847,507		

Amended Statement Cover

8. Due to the amendment above (No.4), SI08 through SI10 (SCHEDULE D – PART 1A SECTION 2) was affected. The lines affected were as follows:

Quality Rating per the NAIC Designation	ORIGINAL				
	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 5 Years	6 Total Current Year	10 Total Publicly Traded
1.1 Issuer Obligations	89,123,394	15,590,280		104,713,674	104,713,674
1.7 TOTALS	89,123,394	15,590,280		104,713,674	104,713,674
3.1 Issuer Obligations	5,714,778			7,478,463	7,478,463
3.7 TOTALS	5,714,778			7,478,463	7,478,463
4.1 Issuer Obligations	9,180,001			12,872,427	12,872,427
4.7 TOTALS	9,180,001			12,872,427	12,872,427
5.1 Issuer Obligations			6,847,345	17,302,262	17,302,262
5.7 TOTALS			6,847,345	17,302,262	17,302,262
6.1 Issuer Obligations					165,183,999
6.7 TOTALS					165,183,999
10.1 Issuer Obligations		39,144,328	8,847,506		307,550,825
10.7 TOTALS		39,144,328	8,847,506		307,550,825
12.1 Issuer Obligations		39,144,328	8,847,506		
12.7 TOTALS		39,144,328	8,847,506		

Quality Rating per the NAIC Designation	AMENDED				
	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 5 Years	6 Total Current Year	10 Total Publicly Traded
1.1 Issuer Obligations	89,123,392	15,590,279		104,713,671	104,713,671
1.7 TOTALS	89,123,392	15,590,279		104,713,671	104,713,671
3.1 Issuer Obligations	7,762,730			9,526,415	9,526,415
3.7 TOTALS	7,762,730			9,526,415	9,526,415
4.1 Issuer Obligations	7,132,051			10,824,477	10,824,477
4.7 TOTALS	7,132,051			10,824,477	10,824,477
5.1 Issuer Obligations			6,847,346	17,302,263	17,302,263
5.7 TOTALS			6,847,346	17,302,263	17,302,263
6.1 Issuer Obligations					165,184,000
6.7 TOTALS					165,184,000
10.1 Issuer Obligations		39,144,327	8,847,507		307,550,826
10.7 TOTALS		39,144,327	8,847,507		307,550,826
12.1 Issuer Obligations		39,144,327	8,847,507		
12.7 TOTALS		39,144,327	8,847,507		

9. On SCHEDULE D – PART 1, Page E10, AMERIGROUP Tennessee, Inc. originally reported CUSIP No. 74514LAR8 (Puerto Rico Comwth) under the section **U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) – Issuer Obligations**. CUSIP No. 74514LAR8 is now correctly reported under the section **U.S. States, Territories and Possessions (Direct and Guaranteed) – Issuer Obligations**. Also, CUSIP No. 152757BY5 (Central CA JT Pwrs) was incorrectly reported under the section **U.S. States, Territories and Possessions (Direct and Guaranteed) – Issuer Obligations**, which was amended to be reported under the section **U.S. Special Revenue, Special Assessment – Issuer Obligations**.
10. Because of the movement reported on No.8 above, SCHEDULE D – PART 3, Page E13 also changed. AMERIGROUP Tennessee, Inc. originally reported CUSIP No. 74514LAR8 (Puerto Rico Comwth) under the section **Bonds – U.S. Political Subdivisions of States (Direct and Guaranteed)**. CUSIP No. 74514LAR8 is now correctly reported under the section **Bonds – U.S. States, Territories and Possessions (Direct and Guaranteed)**. Also, CUSIP No. 152757BY5 (Central CA JT Pwrs) was incorrectly reported under the section **Bonds – U.S. Political Subdivisions of States (Direct and Guaranteed)**, which was amended to be reported under the section **Bonds-U.S. Special Revenue, Special Assessment**.

Amended Statement Cover

11. AMERIGROUP Tennessee, Inc. originally reported on SCHEDULE DA – PART 1, Page E17, all U.S. Issuer Obligations under the section **U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions – Issuer Obligations**. These U.S. Issuer Obligations should be broken out among 3 sections:
1. Bonds – U.S. States, Territories and Possessions (Direct and Guaranteed) – Issuer Obligations
 2. U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) – Issuer Obligations
 3. U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions – Issuer Obligations.

	Book/ Adjusted Carrying Value
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations	
OHIO ST 5.000% 5/01/	1,726,383
OREGON ST TAX ANTIC 2.000% 6/30/	<u>1,209,923</u>
Subtotal	2,936,306
U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) – Issuer Obligations	
FAIRFAX CNTY VA REF 5.000% 10/01/	672,865
FAIRFAX CNTY VA REF 5.250% 4/01/	506,069
GOOSE CREEK TX CONS 5.000% 2/15/	251,389
SUFFOLK CNTY NY TAX 3.000% 8/11	<u>4,261,329</u>
Subtotal	5,691,652
U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions – Issuer Obligations	
HAWAII ST HWY REV 4.000% 1/01/	500,000
NEW JERSEY ECON DEV ZCP 2/15	659,193
NEW YORK ST DORM 5.000% 3/15	201,860
TEXAS ST TAX REV 2.000% 8/31	<u>2,021,789</u>
Subtotal	3,382,842



ANNUAL STATEMENT

For the Year Ending December 31, 2010

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, Virginia Beach, VA 23462
 (Street and Number) (City or Town, State and Zip Code)

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, Virginia Beach, VA 23462
 (Street and Number) (City or Town, State and Zip Code)

Internet Website Address www.amerigroupcorp.com

Statutory Statement Contact Margaret Mary Roomsburg, (757)473-2721
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 (E-Mail Address) (Fax Number)

OFFICERS

Name	Title
Alvin Brock King	President/CEO
William George Runyon	Vice President/CMO
Edna Laverne Willingham	Vice President/COO #
Nicholas Joseph Pace, II	Vice President/Secretary #
Margaret Mary Roomsburg	Vice President/Asst Secretary #
Richard Charles Zoretic	Vice President/Asst Secretary
Scott Wayne Anglin	Vice President/Treasurer
Karen Lint Shields	Vice President/Asst Treasurer
James Ward Truess	Vice President/Asst Treasurer

OTHERS

Linda Kaye Whitley-Taylor, Vice President William Gardner Wood, M.D., Vice President

DIRECTORS OR TRUSTEES

Charles Brian Shipp Alvin Brock King
 Nicholas Joseph Pace, II

State of Virginia
 County of Virginia Beach ss

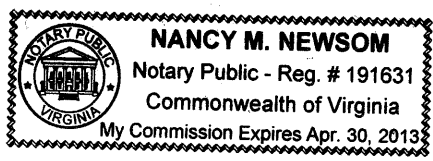
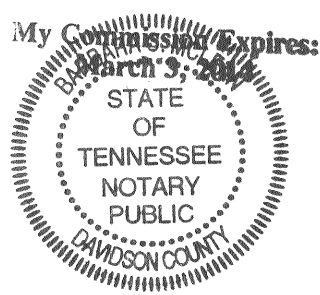
The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of the said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from 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) <u>Alvin Brock King</u> (Printed Name) 1. <u>President/CEO</u> (Title)	 (Signature) <u>Nicholas Joseph Pace, II</u> (Printed Name) 2. <u>Vice President/Secretary</u> (Title)	 (Signature) <u>Margaret Mary Roomsburg</u> (Printed Name) 3. <u>Vice President/Asst Secretary</u> (Title)
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Subscribed and sworn to before me this 19th day of April, 2011

- a. Is this an original filing? Yes[] No[X]
 b. If no, 1. State the amendment number 1
 2. Date filed 4/26/11
 3. Number of pages attached 24

(Notary Public Signature)



LIABILITIES, CAPITAL AND SURPLUS

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded)	89,474,792		89,474,792	66,885,138
2. Accrued medical incentive pool and bonus amounts	347,335		347,335	
3. Unpaid claims adjustment expenses	1,765,157		1,765,157	1,520,475
4. Aggregate health policy reserves				9,842
5. Aggregate life policy reserves				
6. Property/casualty unearned premium reserves				
7. Aggregate health claim reserves				
8. Premiums received in advance	64,233,420		64,233,420	
9. General expenses due or accrued	275,456		275,456	223,829
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized capital gains (losses))	9,077,557		9,077,557	
10.2 Net deferred tax liability				
11. Ceded reinsurance premiums payable				
12. Amounts withheld or retained for the account of others				
13. Remittances and items not allocated	6,274,831		6,274,831	
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current)				
15. Amounts due to parent, subsidiaries and affiliates	1,424,481		1,424,481	4,527,572
16. Derivatives				
17. Payable for securities				
18. Payable for securities lending				
19. Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 unauthorized reinsurers)				
20. Reinsurance in unauthorized companies				
21. Net adjustments in assets and liabilities due to foreign exchange rates				
22. Liability for amounts held under uninsured plans				
23. Aggregate write-ins for other liabilities (including \$.....0 current)	16,830,036		16,830,036	9,348,510
24. TOTAL Liabilities (Lines 1 to 23)	189,703,065		189,703,065	82,515,366
25. Aggregate write-ins for special surplus funds	X X X	X X X		
26. Common capital stock	X X X	X X X	1,000	1,000
27. Preferred capital stock	X X X	X X X		
28. Gross paid in and contributed surplus	X X X	X X X	95,008,432	94,364,304
29. Surplus notes	X X X	X X X		
30. Aggregate write-ins for other than special surplus funds	X X X	X X X		
31. Unassigned funds (surplus)	X X X	X X X	55,593,109	(13,511,412)
32. Less treasury stock, at cost:				
32.10 shares common (value included in Line 26 \$.....0)	X X X	X X X		
32.20 shares preferred (value included in Line 27 \$.....0)	X X X	X X X		
33. TOTAL Capital and Surplus (Lines 25 to 31 minus Line 32)	X X X	X X X	150,602,541	80,853,892
34. TOTAL Liabilities, Capital and Surplus (Lines 24 and 33)	X X X	X X X	340,305,606	163,369,258
DETAILS OF WRITE-INS				
2301. Accrued Premium Tax	16,830,036		16,830,036	9,348,510
2302.				
2303.				
2398. Summary of remaining write-ins for Line 23 from overflow page				
2399. TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)	16,830,036		16,830,036	9,348,510
2501.	X X X	X X X		
2502.	X X X	X X X		
2503.	X X X	X X X		
2598. Summary of remaining write-ins for Line 25 from overflow page	X X X	X X X		
2599. TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	X X X	X X X		
3001.	X X X	X X X		
3002.	X X X	X X X		
3003.	X X X	X X X		
3098. Summary of remaining write-ins for Line 30 from overflow page	X X X	X X X		
3099. TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	X X X	X X X		

CASH FLOW

		1	2
		Current Year	Prior Year
Cash from Operations			
1.	Premiums collected net of reinsurance	980,920,495	599,479,674
2.	Net investment income	1,161,676	1,731,415
3.	Miscellaneous income		
4.	Total (Lines 1 through 3)	982,082,171	601,211,089
5.	Benefit and loss related payments	630,154,545	524,851,746
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7.	Commissions, expenses paid and aggregate write-ins for deductions	120,900,124	89,057,227
8.	Dividends paid to policyholders		
9.	Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses)	32,122,487	
10.	Total (Lines 5 through 9)	783,177,156	613,908,973
11.	Net cash from operations (Line 4 minus Line 10)	198,905,015	(12,697,884)
Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:		
12.1	Bonds	89,542,262	38,625,000
12.2	Stocks		
12.3	Mortgage loans		
12.4	Real estate		
12.5	Other invested assets		
12.6	Net gains or (losses) on cash, cash equivalents and short-term investments		
12.7	Miscellaneous proceeds		
12.8	Total investment proceeds (Lines 12.1 to 12.7)	89,542,262	38,625,000
13.	Cost of investments acquired (long-term only):		
13.1	Bonds	145,365,050	47,740,478
13.2	Stocks		
13.3	Mortgage loans		
13.4	Real estate		
13.5	Other invested assets		
13.6	Miscellaneous applications	79,520	38,582
13.7	Total investments acquired (Lines 13.1 to 13.6)	145,444,570	47,779,060
14.	Net increase (decrease) in contract loans and premium notes		
15.	Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(55,902,308)	(9,154,060)
Cash from Financing and Miscellaneous Sources			
16.	Cash provided (applied):		
16.1	Surplus notes, capital notes		
16.2	Capital and paid in surplus, less treasury stock		
16.3	Borrowed funds		
16.4	Net deposits on deposit-type contracts and other insurance liabilities		
16.5	Dividends to stockholders	10,000,000	
16.6	Other cash provided (applied)	11,119,805	14,627,100
17.	Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	1,119,805	14,627,100
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	144,122,512	(7,224,844)
19.	Cash, cash equivalents and short-term investments:		
19.1	Beginning of year	68,124,844	75,349,688
19.2	End of year (Line 18 plus Line 19.1)	212,247,356	68,124,844

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

20.0001	Depreciation	737,546	1,437,734
20.0002	Non-cash Capital Contributions	644,128	424,993

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 12)	323,517,477		323,517,477
2. Accident and health premiums due and unpaid (Line 15)	8,377,689		8,377,689
3. Amounts recoverable from reinsurers (Line 16.1)			
4. Net credit for ceded reinsurance	X X X		
5. All other admitted assets (Balance)	8,410,440		8,410,440
6. TOTAL Assets (Line 28)	340,305,606		340,305,606
LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
7. Claims unpaid (Line 1)	89,474,792		89,474,792
8. Accrued medical incentive pool and bonus payments (Line 2)	347,335		347,335
9. Premiums received in advance (Line 8)	64,233,420		64,233,420
10. Funds held under reinsurance treaties with authorized and unauthorized reinsurers (Line 19)			
11. Reinsurance in unauthorized companies (Line 20)			
12. All other liabilities (Balance)	35,647,518		35,647,518
13. TOTAL Liabilities (Line 24)	189,703,065		189,703,065
14. TOTAL Capital and Surplus (Line 33)	150,602,541	X X X	150,602,541
15. TOTAL Liabilities, Capital and Surplus (Line 34)	340,305,606		340,305,606
NET CREDIT FOR CEDED REINSURANCE			
16. Claims unpaid			
17. Accrued medical incentive pool			
18. Premiums received in advance			
19. Reinsurance recoverable on paid losses			
20. Other ceded reinsurance recoverables			
21. TOTAL Ceded Reinsurance Recoverables			
22. Premiums receivable			
23. Funds held under reinsurance treaties with authorized and unauthorized reinsurers			
24. Unauthorized reinsurance			
25. Other ceded reinsurance payables/offsets			
26. TOTAL Ceded Reinsurance Payables/Offsets			
27. TOTAL Net Credit for Ceded Reinsurance			

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement	
	1 Amount	2 Percentage	3 Amount	4 Percentage
1. Bonds:				
1.1 U.S. treasury securities				
1.2 U.S. government agency obligations (excluding mortgage-backed securities):				
1.21 Issued by U.S. government agencies				
1.22 Issued by U.S. government sponsored agencies	58,935,027	18.217	58,935,027	18.217
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities)				
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:				
1.41 States, territories and possessions general obligations	6,590,109	2.037	6,590,109	2.037
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations	5,132,825	1.587	5,132,825	1.587
1.43 Revenue and assessment obligations	13,919,421	4.303	13,919,421	4.303
1.44 Industrial development and similar obligations				
1.5 Mortgage-backed securities (includes residential and commercial MBS):				
1.51 Pass-through securities:				
1.511 Issued or Guaranteed by GNMA				
1.512 Issued or Guaranteed by FNMA and FHLMC				
1.513 All other				
1.52 CMOs and REMICs:				
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA				
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521				
1.523 All other				
2. Other debt and other fixed income securities (excluding short term):				
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	24,704,760	7.636	24,704,760	7.636
2.2 Unaffiliated Non-U.S. securities (including Canada)	1,987,979	0.614	1,987,979	0.614
2.3 Affiliated securities				
3. Equity interests:				
3.1 Investments in mutual funds				
3.2 Preferred stocks:				
3.21 Affiliated				
3.22 Unaffiliated				
3.3 Publicly traded equity securities (excluding preferred stocks):				
3.31 Affiliated				
3.32 Unaffiliated				
3.4 Other equity securities:				
3.41 Affiliated				
3.42 Unaffiliated				
3.5 Other equity interests including tangible personal property under lease:				
3.51 Affiliated				
3.52 Unaffiliated				
4. Mortgage loans:				
4.1 Construction and land development				
4.2 Agricultural				
4.3 Single family residential properties				
4.4 Multifamily residential properties				
4.5 Commercial loans				
4.6 Mezzanine real estate loans				
5. Real estate investments:				
5.1 Property occupied by company				
5.2 Property held for production of income (including \$.....0 of property acquired in satisfaction of debt)				
5.3 Property held for sale (including \$.....0 property acquired in satisfaction of debt)				
6. Contract loans				
7. Receivables for securities				
8. Cash, cash equivalents and short-term investments	212,247,356	65.606	212,247,356	65.606
9. Other invested assets				
10. Total invested assets	323,517,477	100.000	323,517,477	100.000

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition (Part 2, Column 8)		
2.2 Additional investment made after acquisition (Part 2, Column 9)		
3. Capitalized deferred interest and other:		
3.1 Totals, Part 1, Column 16		
3.2 Totals, Part 3, Column 12		
4. Accrual of discount		
5. Unrealized valuation increase (decrease):		
5.1 Totals, Part 1, Column 13		
5.2 Totals, Part 3, Column 9		
6. Total gain (loss) on disposals, Part 3, Column 19	NONE	
7. Deduct amounts received on disposals, Part 3, Column 20		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value:		
9.1 Totals, Part 1, Column 17		
9.2 Totals, Part 3, Column 14		
10. Deduct current year's other than temporary impairment recognized:		
10.1 Totals, Part 1, Column 15		
10.2 Totals, Part 3, Column 11		
11. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1. Book/adjusted carrying value, December 31 of prior year		55,367,813
2. Cost of bonds and stocks acquired, Part 3, Column 7		145,791,206
3. Accrual of Discount		36,563
4. Unrealized valuation increase (decrease):		
4.1 Part 1, Column 12		
4.2 Part 2, Section 1, Column 15		
4.3 Part 2, Section 2, Column 13		
4.4 Part 4, Column 11		
5. Total gain (loss) on disposals, Part 4, Column 19		79,520
6. Deduction consideration for bonds and stocks disposed of, Part 4, Column 7		89,542,262
7. Deduct amortization of premium		462,719
8. Total foreign exchange change in book/adjusted carrying value:		
8.1 Part 1, Column 15		
8.2 Part 2, Section 1, Column 19		
8.3 Part 2, Section 2, Column 16		
8.4 Part 4, Column 15		
9. Deduct current year's other than temporary impairment recognized:		
9.1 Part 1, Column 14		
9.2 Part 2, Section 1, Column 17		
9.3 Part 2, Section 2, Column 14		
9.4 Part 4, Column 13		
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)		111,270,121
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		111,270,121

SCHEDULE D - SUMMARY BY COUNTRY**Long-Term Bonds and Stocks OWNED December 31 of Current Year**

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments	1. United States	58,935,027	58,906,839	59,112,349	58,819,000
(Including all obligations guaranteed by governments)	2. Canada				
	3. Other Countries				
	4. Totals	58,935,027	58,906,839	59,112,349	58,819,000
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	6,590,109	6,590,351	6,658,510	6,480,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	5,132,825	5,105,488	5,169,316	4,765,000
U.S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	13,919,421	13,759,372	13,946,170	13,450,000
Industrial and Miscellaneous, Credit Tenant Loans and Hybrid Securities (unaffiliated)	8. United States	24,704,760	24,727,499	24,889,754	23,575,000
	9. Canada				
	10. Other Countries	1,987,979	1,986,312	2,014,184	1,980,000
	11. Totals	26,692,739	26,713,811	26,903,938	25,555,000
Parent, Subsidiaries and Affiliates	12. Totals				
	13. Total Bonds	111,270,121	111,075,861	111,790,283	109,069,000
PREFERRED STOCKS					
Industrial and Miscellaneous (unaffiliated)	14. United States				
	15. Canada				
	16. Other Countries				
	17. Totals				
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks				
COMMON STOCKS					
Industrial and Miscellaneous (unaffiliated)	20. United States				
	21. Canada				
	22. Other Countries				
	23. Totals				
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks				
	26. Total Stocks				
	27. Total Bonds and Stocks	111,270,121	111,075,861	111,790,283	

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 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments											
1.1 Class 1	89,123,392	15,590,279				104,713,671	34.05	54,825,971	51.01	104,713,671	
1.2 Class 2											
1.3 Class 3											
1.4 Class 4											
1.5 Class 5											
1.6 Class 6											
1.7 TOTALS	89,123,392	15,590,279				104,713,671	34.05	54,825,971	51.01	104,713,671	
2. All Other Governments											
2.1 Class 1											
2.2 Class 2											
2.3 Class 3											
2.4 Class 4											
2.5 Class 5											
2.6 Class 6											
2.7 TOTALS											
3. U.S. States, Territories and Possessions etc., Guaranteed											
3.1 Class 1	7,762,730			1,763,685		9,526,415	3.10			9,526,415	
3.2 Class 2											
3.3 Class 3											
3.4 Class 4											
3.5 Class 5											
3.6 Class 6											
3.7 TOTALS	7,762,730			1,763,685		9,526,415	3.10			9,526,415	
4. U.S. Political Subdivisions of States, Territories & Possessions, Guaranteed											
4.1 Class 1	7,132,051	1,055,181	2,000,161			637,084	10,824,477	3.52		10,824,477	
4.2 Class 2											
4.3 Class 3											
4.4 Class 4											
4.5 Class 5											
4.6 Class 6											
4.7 TOTALS	7,132,051	1,055,181	2,000,161			637,084	10,824,477	3.52		10,824,477	
5. U.S. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed											
5.1 Class 1	3,489,141		6,847,346			6,965,776	17,302,263	5.63	4,701,253	4.37	17,302,263
5.2 Class 2											
5.3 Class 3											
5.4 Class 4											
5.5 Class 5											
5.6 Class 6											
5.7 TOTALS	3,489,141		6,847,346			6,965,776	17,302,263	5.63	4,701,253	4.37	17,302,263

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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 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. Industrial and Miscellaneous (unaffiliated)											
6.1 Class 1	142,685,133	22,498,867				165,184,000	53.71	47,953,609	44.62	165,184,000	
6.2 Class 2											
6.3 Class 3											
6.4 Class 4											
6.5 Class 5											
6.6 Class 6											
6.7 TOTALS	142,685,133	22,498,867				165,184,000	53.71	47,953,609	44.62	165,184,000	
7. Credit Tenant Loans											
7.1 Class 1											
7.2 Class 2											
7.3 Class 3											
7.4 Class 4											
7.5 Class 5											
7.6 Class 6											
7.7 TOTALS											
8. Hybrid Securities											
8.1 Class 1											
8.2 Class 2											
8.3 Class 3											
8.4 Class 4											
8.5 Class 5											
8.6 Class 6											
8.7 TOTALS											
9. Parent, Subsidiaries and Affiliates											
9.1 Class 1											
9.2 Class 2											
9.3 Class 3											
9.4 Class 4											
9.5 Class 5											
9.6 Class 6											
9.7 TOTALS											

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 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
10. Total Bonds Current Year											
10.1 Class 1	(d) 250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	XXX	XXX	307,550,826	
10.2 Class 2	(d)							XXX	XXX		
10.3 Class 3	(d)							XXX	XXX		
10.4 Class 4	(d)							XXX	XXX		
10.5 Class 5	(d)							XXX	XXX		
10.6 Class 6	(d)							XXX	XXX		
10.7 TOTALS	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	XXX	XXX	307,550,826	
10.8 Line 10.7 as a % of Column 6	81.35	12.73	2.88	0.57	2.47	100.00	XXX	XXX	XXX	100.00	
11. Total Bonds Prior Year											
11.1 Class 1	80,234,027	22,545,553			4,701,253	XXX	XXX	107,480,833	100.00	107,480,833	
11.2 Class 2						XXX	XXX				
11.3 Class 3						XXX	XXX				
11.4 Class 4						XXX	XXX				
11.5 Class 5						XXX	XXX	(c)			
11.6 Class 6						XXX	XXX	(c)			
11.7 TOTALS	80,234,027	22,545,553			4,701,253	XXX	XXX	107,480,833	100.00	107,480,833	
11.8 Line 11.7 as a % of Col. 8	74.65	20.98			4.37	XXX	XXX	100.00	XXX	100.00	
12. Total Publicly Traded Bonds											
12.1 Class 1	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	107,480,833	100.00	307,550,826	XXX
12.2 Class 2											XXX
12.3 Class 3											XXX
12.4 Class 4											XXX
12.5 Class 5											XXX
12.6 Class 6											XXX
12.7 TOTALS	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	107,480,833	100.00	307,550,826	XXX
12.8 Line 12.7 as a % of Col. 6	81.35	12.73	2.88	0.57	2.47	100.00	XXX	XXX	XXX	100.00	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	81.35	12.73	2.88	0.57	2.47	100.00	XXX	XXX	XXX	100.00	XXX
13. Total Privately Placed Bonds											
13.1 Class 1										XXX	
13.2 Class 2										XXX	
13.3 Class 3										XXX	
13.4 Class 4										XXX	
13.5 Class 5										XXX	
13.6 Class 6										XXX	
13.7 TOTALS										XXX	
13.8 Line 13.7 as a % of Col. 6							XXX	XXX	XXX	XXX	
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10							XXX	XXX	XXX	XXX	

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(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* designations. 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 is 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* designations. "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.
 (d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$.....31,710,797; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE D - PART 1A - SECTION 2

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

	1	2	3	4	5	6	7	8	9	10	11
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Column 6 as a % of Line 10.7	Total From Column 6 Prior Year	% From Column 7 Prior Year	Total Publicly Traded	Total Privately Placed
1. U.S. Governments											
1.1 Issuer Obligations	89,123,392	15,590,279				104,713,671	34.05	54,825,971	51.01	104,713,671	
1.2 Single Class Mortgage-Backed/Asset-Backed Securities											
1.7 TOTALS	89,123,392	15,590,279				104,713,671	34.05	54,825,971	51.01	104,713,671	
2. All Other Governments											
2.1 Issuer Obligations											
2.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
2.3 Defined											
2.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
2.5 Defined											
2.6 Other											
2.7 TOTALS											
3. U.S. States, Territories and Possessions, Guaranteed											
3.1 Issuer Obligations	7,762,730			1,763,685		9,526,415	3.10			9,526,415	
3.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
3.3 Defined											
3.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
3.5 Defined											
3.6 Other											
3.7 TOTALS	7,762,730			1,763,685		9,526,415	3.10			9,526,415	
4. U.S. Political Subdivisions of States, Territories & Possessions, Guaranteed											
4.1 Issuer Obligations	7,132,051	1,055,181	2,000,161		637,084	10,824,477	3.52			10,824,477	
4.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
4.3 Defined											
4.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
4.5 Defined											
4.6 Other											
4.7 TOTALS	7,132,051	1,055,181	2,000,161		637,084	10,824,477	3.52			10,824,477	
5. U.S. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed											
5.1 Issuer Obligations	3,489,141		6,847,346		6,965,776	17,302,263	5.63	4,701,253	4.37	17,302,263	
5.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
5.3 Defined											
5.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
5.5 Defined											
5.6 Other											
5.7 TOTALS	3,489,141		6,847,346		6,965,776	17,302,263	5.63	4,701,253	4.37	17,302,263	

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

	1	2	3	4	5	6	7	8	9	10	11
Distribution by Type	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Column 6 as a % of Line 10.7	Total From Column 6 Prior Year	% From Column 7 Prior Year	Total Publicly Traded	Total Privately Placed
6. Industrial and Miscellaneous											
6.1 Issuer Obligations	142,685,133	22,498,867				165,184,000	53.71	47,953,609	44.62	165,184,000	
6.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
6.3 Defined											
6.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
6.5 Defined											
6.6 Other											
6.7 TOTALS	142,685,133	22,498,867				165,184,000	53.71	47,953,609	44.62	165,184,000	
7. Credit Tenant Loans											
7.1 Issuer Obligations											
7.2 Single Class Mortgage-Backed Securities											
7.7 TOTALS											
8. Hybrid Securities											
8.1 Issuer Obligations											
8.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
8.3 Defined											
8.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
8.5 Defined											
8.6 Other											
8.7 TOTALS											
9. Parent, Subsidiaries and Affiliates											
9.1 Issuer Obligations											
9.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
9.3 Defined											
9.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
9.5 Defined											
9.6 Other											
9.7 TOTALS											

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 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
10. Total Bonds Current Year											
10.1 Issuer Obligations	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	XXX	XXX	307,550,826	
10.2 Single Class Mortgage-Backed/Asset-Backed Securities								XXX	XXX		
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
10.3 Defined								XXX	XXX		
10.4 Other								XXX	XXX		
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
10.5 Defined								XXX	XXX		
10.6 Other								XXX	XXX		
10.7 TOTALS	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	XXX	XXX	307,550,826	
10.8 Line 10.7 as a % of Column 6	81.35	12.73	2.88	0.57	2.47	100.00	XXX	XXX	XXX	100.00	
11. Total Bonds Prior Year											
11.1 Issuer Obligations	80,234,027	22,545,553			4,701,253	XXX	XXX	107,480,833	100.00	107,480,833	
11.2 Single Class Mortgage-Backed/Asset-Backed Securities						XXX	XXX				
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
11.3 Defined						XXX	XXX				
11.4 Other						XXX	XXX				
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
11.5 Defined						XXX	XXX				
11.6 Other						XXX	XXX				
11.7 TOTALS	80,234,027	22,545,553			4,701,253	XXX	XXX	107,480,833	100.00	107,480,833	
11.8 Line 11.7 as a % of Column 8	74.65	20.98			4.37	XXX	XXX	100.00	XXX	100.00	
12. Total Publicly Traded Bonds											
12.1 Issuer Obligations	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	107,480,833	100.00	307,550,826	XXX
12.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											XXX
12.3 Defined											
12.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											XXX
12.5 Defined											
12.6 Other											
12.7 TOTALS	250,192,447	39,144,327	8,847,507	1,763,685	7,602,860	307,550,826	100.00	107,480,833	100.00	307,550,826	XXX
12.8 Line 12.7 as a % of Column 6	81.35	12.73	2.88	0.57	2.47	100.00	XXX	XXX	XXX	100.00	XXX
12.9 Line 12.7 as a % of Line 10.7, Column 6, Section 10	81.35	12.73	2.88	0.57	2.47	100.00	XXX	XXX	XXX	100.00	XXX
13. Total Privately Placed Bonds											
13.1 Issuer Obligations										XXX	
13.2 Single Class Mortgage-Backed/Asset-Backed Securities										XXX	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES:											
13.3 Defined										XXX	
13.4 Other										XXX	
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES:											
13.5 Defined										XXX	
13.6 Other										XXX	
13.7 TOTALS										XXX	
13.8 Line 13.7 as a % of Column 6								XXX	XXX	XXX	XXX
13.9 Line 13.7 as a % of Line 10.7, Column 6, Section 10								XXX	XXX	XXX	XXX

\$10

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	F O R E I G N	Bond CHAR	NAIC Desig- nation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of Interest	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
U.S. Governments - Issuer Obligations																					
31331JK77	F F C B DEB 0.500% 3/28/			1		2,000,000	100.0020	2,000,040	2,000,000	2,000,000					0.500	0.501	MS	2,583		09/28/2010	03/28/2012
313371X50	F H L B DEB 0.500% 6/29/	SD		1		2,000,000	99.9610	1,999,220	2,000,000	2,000,000					1.000	1.003	JD	833		12/16/2010	12/16/2015
3133704F2	F H L B DEB 0.450% 7/15/			1		3,000,000	100.0850	3,002,550	3,000,000	3,000,000					0.450	0.451	MAT	6,450		07/09/2010	07/15/2011
3133XYQ3	F H L B DEB 0.500% 6/29/			1		2,000,000	100.0630	2,001,260	2,000,000	2,000,000					0.500	0.501	JD	56	5,000	06/29/2010	06/29/2012
3133Y7H2	F H L B DEB 0.625% 8/10/	SD		1		3,503,281	100.0280	3,500,980	3,500,000	3,522,174		18,892			0.625	1.512	FA	8,568	5,469	05/21/2010	08/10/2012
313370PB8	F H L B DEB 0.625% 8/23/			1		2,000,000	99.8840	1,997,680	2,000,000	2,000,000					0.625	0.626	FA	4,444		08/23/2010	08/23/2013
313370X37	F H L B DEB 0.625% 9/16/			1		3,000,000	99.8360	2,995,080	3,000,000	3,000,000					0.625	0.626	MS	5,469		09/24/2010	09/18/2013
3133705K0	F H L B DEB 0.650% 1/19/			1		1,500,000	100.0800	1,501,200	1,500,000	1,500,000					0.650	0.651	JJ	4,388		07/19/2010	01/19/2012
3133XYZC2	F H L B DEB 0.670% 1/13/			1		2,000,000	100.1340	2,002,680	2,000,000	2,000,000					0.650	0.670	JJ	6,253		07/13/2010	01/13/2012
313370P69	F H L B DEB 1.000% 8/26/			1		1,999,000	99.2190	1,984,380	2,000,000	1,999,230		230			1.000	1.036	FA	6,944		08/26/2010	08/26/2015
313370TR9	F H L B DEB 1.020% 12/13/			1		2,000,000	99.5190	1,990,380	2,000,000	2,000,000					1.020	1.023	JD	1,920	5,100	09/27/2010	12/13/2013
3133XXH34	F H L B DEB 2.350% 3/17/			1		959,310	100.3980	953,781	950,000	953,492		(5,818)			2.350	0.608	MS	6,449	11,163	08/24/2010	03/17/2014
3133X9Z26	F H L B DEB 4.500% 1/06/			1		528,850	104.1060	520,530	500,000	518,875		(9,975)			4.500	0.757	JJ	10,938		06/17/2010	01/06/2012
3134G1WM2	F H L M C MTN 0.500% 4/29/			1		2,000,000	99.6770	1,993,540	2,000,000	2,000,000					0.500	0.501	AO	1,722		10/29/2010	04/29/2014
3134G1U25	F H L M C MTN 0.750% 9/30/			1		1,000,000	99.8790	998,790	1,000,000	1,000,000					0.750	0.751	MS	1,896		09/30/2010	09/30/2013
3136FMX58	F N M A MTN 0.500% 7/26/	M		1		2,550,000	100.0040	2,550,102	2,550,000	2,550,000					0.500	0.501	JJ	5,490		07/26/2010	07/26/2012
3136FPTJ6	F N M A MTN 0.750% 10/27/	SD		1		2,957,750	98.0740	2,942,220	3,000,000	2,998,143		393			0.750	0.827	AO	4,000		10/28/2010	10/27/2015
3136FPLT2	F N M A MTN 1.150% 12/30/			1		1,000,000	99.2850	992,850	1,000,000	1,000,000					1.150	1.153	JD	64	2,875	09/30/2010	12/30/2013
3136FPLU9	F N M A MTN 1.375% 9/29/			1		1,000,000	98.6720	986,720	1,000,000	1,000,000					1.375	1.375	MS	3,501		09/29/2010	09/29/2015
31398A3S9	F N M A MTN 2.000% 9/30/			1		300,000	97.9740	293,922	300,000	300,000					1.370	1.375	MS	1,517		09/30/2010	09/30/2015
31398ATL6	F N M A MTN 3.625% 8/15/			1		1,884,939	102.0100	1,855,562	1,819,000	1,852,788		(32,151)			3.625	0.631	FA	24,910	32,969	05/27/2010	08/15/2011
31331Y3P3	Federal Farm Credit Bank			1		3,000,000	100.2200	3,006,600	3,000,000	3,000,000					3.250	3.276	FA	36,021	97,500	02/18/2009	02/18/2014
31339XWG5	Federal Home Loan Bank			1		3,035,130	102.3250	3,069,750	3,000,000	3,009,551		(12,292)			3.500	3.095	AO	25,657	105,000	11/19/2008	10/03/2011
3133X5X37	Federal Home Loan Bank			1		2,354,242	102.3210	2,251,062	2,200,000	2,230,836		(61,030)			5.000	2.162	JD	306	110,000	12/15/2008	06/30/2011
3133XU7D9	Federal Home Loan Bank			1		3,000,000	100.2070	3,006,210	3,000,000	3,000,000					2.625	2.642	FA	30,625	78,750	02/12/2009	02/11/2013
3133XVWQ8	Federal Home Loan Bank			1		1,000,000	100.0220	1,000,220	1,000,000	1,000,000					0.750	0.751	JJ	3,396	7,542	07/16/2009	01/18/2011
3134G1VX9	Federal Home Loan Mortgage Corp	SD		1		2,000,000	100.0910	2,001,820	2,000,000	2,000,000					1.000	1.003	FA	7,167	10,000	02/24/2010	02/22/2013
3136FHDR3	Federal National Mortgage Assoc.	SD		1		2,000,000	99.6720	1,993,440	2,000,000	2,000,000					0.800	0.802	AO	3,200		12/06/2010	04/19/2013
90345AAA0	US Cit Fed Cr Gov Gtd			1		3,200,000	100.3790	3,212,128	3,200,000	3,200,000					2.500	2.516	MS	21,778	80,000	03/23/2009	03/23/2012
0199999 Subtotal - U.S. Governments - Issuer Obligations						59,112,349	XXX	58,906,839	58,819,000	58,935,027		(101,675)			XXX	XXX	XXX	236,405	566,368	XXX	XXX
0399999 Subtotal - U.S. Governments						59,112,349	XXX	58,906,839	58,819,000	58,935,027		(101,675)			XXX	XXX	XXX	236,405	566,368	XXX	XXX
U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																					
13067JIV4	CALIFORNIA ST ECON 4.8913% 7/01/			1FE		1,763,685	100.7810	1,763,668	1,750,000	1,763,685					4.891	4.865	JJ	42,799		12/31/2010	07/01/2023
373383GB8	GEORGIA ST 5.750% 8/01/			1FE		1,067,430	103.1640	1,031,640	1,000,000	1,031,435		(35,995)			5.750	0.352	FA	23,958	28,750	04/30/2010	08/01/2011
644682E69	NEW HAMPSHIRE ST REF 2.000% 7/01/			1FE		509,060	100.8490	504,245	500,000	503,738		(5,322)			2.000	0.502	JJ	5,000	2,139	04/14/2010	07/01/2011
83710D3Q9	SOUTH CAROLINA ST 3.000% 6/01/			1FE		1,265,855	101.1250	1,243,838	1,230,000	1,243,299		(22,555)			3.000	0.401	JD	3,075	24,600	04/16/2010	06/01/2011
74514LAR8	PUERTO RICO COMWLTH* 5.125% 7/01/			1FE		2,052,480	102.3480	2,046,960	2,000,000	2,047,952		(4,528)			5.125	0.322	JJ	51,250		12/14/2010	07/01/2031
1199999 Subtotal - U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations						6,658,510	XXX	6,590,351	6,480,000	6,590,109		(68,400)			XXX	XXX	XXX	126,082	55,489	XXX	XXX
1799999 Subtotal - U.S. States, Territories and Possessions (Direct and Guaranteed)						6,658,510	XXX	6,590,351	6,480,000	6,590,109		(68,400)			XXX	XXX	XXX	126,082	55,489	XXX	XXX
U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																					
03588EML4	ANNE ARUNDEL CNTY MD 5.250% 3/01/			1FE		1,080,590	105.5590	1,055,590	1,000,000	1,055,181		(25,769)			5.250	0.502	MS	17,500	26,250	06/14/2010	03/01/2012
041431FS1	ARLINGTON CNTY VA 2.000% 8/15/			1FE		1,450,009	101.0410	1,439,834	1,425,000	1,440,399		(9,609)			2.000	0.261	FA	11,083		08/11/2010	08/15/2011
235219CP5	DALLAS TX REF 5.000% 2/15/			1FE		854,589	115.2660	852,968	740,000	854,395		(194)			5.000	2.293	FA	4,419		12/27/2010	02/15/2017
442331TN4	HOUSTON TX REF PUB 5.000% 3/01/			1FE		1,146,010	113.8280	1,138,280	1,000,000	1,145,766		(244)			5.000	2.455	MS	3,333		12/27/2010	03/01/2017
4876927B5	KELLER TX INDPT* 5.375% 8/15/			1FE		637,758	103.1360	618,616	600,000	637,084		(674)			5.375	4.956	FA	12,183	16,125	05/06/2010	08/15/2031
1899999 Subtotal - U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations						5,169,316	XXX	5,105,488	4,765,000	5,132,825		(36,490)			XXX	XXX	XXX	48,518	42,375	XXX	XXX
2499999 Subtotal - U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)						5,169,316	XXX	5,105,488	4,765,000	5,132,825		(36,490)			XXX	XXX	XXX	48,518	42,375	XXX	XXX
U.S. Special Revenue, Special Assessment - Issuer Obligations																					
207758KV4	CONNECTICUT ST SPL 5.000% 11/01/			1FE		753,352	114.2680	742,742	650,000	752,464		(888)			5.000	2.494	MN	4,604		12/27/2010	11/01/2017
246428XN1	DELAWARE TRANSN AUTH 5.000% 7/01/			1FE		422,933	116.1890	412,471	355,000	419,363		(3,569)			5.000	2.021	JJ	8,875		08/12/2010	07/01/2017
442435YM9	HOUSTON TX UTIL SYS 5.000% 11/15/			1FE		1,142,160	113.9120	1,139,120	1,000,000	1,141,983		(177)			5.000	2.987	MN	16,667		12/27/2010	11/15/2018
64971MUJ1	NEW YORK NY CITY 2.000% 11/01/			1FE																	

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Par Value	11 Book/ Adjusted Carrying Value	Change in Book Adjusted Carrying Value				Interest					Dates	
		3 Code	4 F O R E I G N	5 Bond CHAR			8 Rate Used to Obtain Fair Value	9 Fair Value			12 Unrealized Valuation Increase/ (Decrease)	13 Current Year's (Amortization)/ Accretion	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change in B./A.C.V.	16 Rate of	17 Effective Rate of Interest	18 When Paid	19 Admitted Amount Due and Accrued	20 Amount Received During Year	21 Acquired	22 Maturity
2599999 Subtotal - U.S. Special Revenue, Special Assessment - Issuer Obligations						13,946,170	XXX	13,759,372	13,450,000	13,919,421		(790)			XXX	XXX	XXX	134,639	97,717	XXX	XXX
3199999 Subtotal - U.S. Special Revenue, Special Assessment						13,946,170	XXX	13,759,372	13,450,000	13,919,421		(790)			XXX	XXX	XXX	134,639	97,717	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations																					
002824AQ3	ABBOTT LABS 4.350% 3/15/				1FE	742,127		107,7900	738,362	685,000	741,150		(977)		4.350	1.719	MS	8,774		12/13/2010	03/15/2014
097023AV7	BOEING CO 5.000% 3/15/				1FE	2,209,160		109,6980	2,193,960	2,000,000	2,205,013		(4,147)		5.000	1.708	MS	29,444		12/07/2010	03/15/2014
10138MAB1	Bottling Group LLC Company				1FE	807,683		106,8870	801,653	750,000	785,490		(18,407)		4.625	2.047	MN	4,432		10/16/2009	11/15/2012
14912L4Q1	CATERPILLAR FINL 1.550% 12/20/				1FE	104,883		100,0950	105,100	105,000	104,885		1		1.550	1.594	JD	50		12/20/2010	12/20/2013
14912L4L2	CATERPILLAR FINL 2.000% 4/05/				1FE	29,949		101,7300	30,519	30,000	29,961		12		2.000	2.070	AO	143	298	04/06/2010	04/05/2013
172967EQ0	CITIGROUP INC 5.500% 4/11/				1FE	962,289		106,4830	958,347	900,000	961,060		(1,229)		5.500	2.436	AO	11,000		12/14/2010	04/11/2013
291011AN4	Emerson Electric Co Nt				1FE	376,495		104,2100	359,525	345,000	357,953		(15,367)		5.750	1.214	MN	3,306	19,838	10/16/2009	11/01/2011
36962G4Q4	GEN ELEC CAP CRP 1.875% 9/16/				1FE	2,092,119		100,0530	2,081,102	2,080,000	2,091,750		(369)		1.875	1.668	MS	11,375		11/29/2010	09/16/2013
369550AN8	GENERAL DYNAMICS 5.250% 2/01/				1FE	666,402		110,1110	660,666	600,000	665,197		(1,205)		5.250	1.630	FA	13,125		12/10/2010	02/01/2014
38143UAB7	GOLDMAN SACHS 5.150% 1/15/				1FE	1,619,418		107,7060	1,615,590	1,500,000	1,616,536		(2,882)		5.150	2.496	JJ	35,621		12/03/2010	01/15/2014
38141GAZ7	Goldman Sachs Group Inc Nt				1FE	292,614		100,1620	275,446	275,000	275,555		(14,105)		6.875	1.685	JJ	8,718	18,906	10/15/2009	01/15/2011
4042EPAAS	HSBC - FDIC				1FE	2,544,875		102,5810	2,564,525	2,500,000	2,514,704		(14,971)		3.125	2.516	JD	3,255	78,125	12/16/2008	12/16/2011
478160AP9	Johnson & Johnson 5yr				1FE	548,655		107,2550	536,275	500,000	528,158		(16,990)		5.150	1.626	FA	9,728	25,750	10/16/2009	08/15/2012
46625HGG9	JP Morgan Chase & Co Sr Nt				1FE	292,826		102,1360	280,874	275,000	279,608		(10,931)		5.600	1.559	JD	1,283	15,400	10/15/2009	06/01/2011
46623EJD2	JPMORGAN CHASE 1.650% 9/30/				1FE	2,010,960		100,0680	2,001,360	2,000,000	2,010,624		(336)		1.650	1.457	MS	8,342		11/29/2010	09/30/2013
59018YSU6	MERRILL LYNCH CO MTN 5.000% 2/03/				1FE	1,692,185		103,4910	1,686,903	1,630,000	1,690,939		(1,246)		5.000	3.743	FA	33,506		12/07/2010	02/03/2014
637432CU7	National Rural Util MTN				1FE	610,880		107,2000	589,600	550,000	580,352		(25,330)		7.250	2.441	MS	13,292	39,875	10/16/2009	03/01/2012
71343PAF8	PEPSIAMERICAS INC 4.375% 2/15/				1FE	542,265		108,1530	540,765	500,000	541,508		(757)		4.375	1.644	FA	8,264		12/10/2010	02/15/2014
717081AR4	PFIZER INC 4.500% 2/15/				1FE	816,728		108,7080	815,310	750,000	815,532		(1,196)		4.500	1.626	FA	12,750		12/10/2010	02/15/2014
74005PAX2	PRAXAIR INC 2.125% 6/14/				1FE	798,864		102,1500	799,835	783,000	798,587		(277)		2.125	1.302	JD	786		12/15/2010	06/14/2013
74005PAW4	Praxair Inc Nt				1FE	39,884		101,3070	40,523	40,000	39,927		38		1.750	1.858	MN	89	698	11/16/2009	11/15/2012
742718DR7	Procter & Gamble				1FE	39,971		101,1110	40,444	40,000	39,981		10		1.375	1.410	FA	229	264	02/08/2010	08/01/2012
842400FK4	SOUTHERN CAL ED 5.750% 3/15/				1FE	1,082,346		111,6080	1,073,669	962,000	1,080,550		(1,797)		5.750	1.787	MS	16,287		12/13/2010	03/15/2014
91159HGZ7	US Bancorp N 1.125% 10/30/			1	1FE	1,494,645		99,0360	1,485,540	1,500,000	1,494,805		160		1.125	1.254	AO	2,766		11/29/2010	10/30/2013
92976WBJ4	WACHOVIA CORP MTN 5.500% 5/01/				1FE	2,185,740		108,8200	2,176,400	2,000,000	2,179,666		(6,074)		5.500	1.571	MN	18,333		12/02/2010	05/01/2013
949746NB3	Wells Fargo Co				1FE	285,791		100,0750	275,206	275,000	275,269		(3,700)		4.875	1.677	JJ	6,293	13,406	10/15/2009	01/12/2011
0727G0CN8	BAYERISCHE NY 0.331% 3/20/		R		1FE	1,496,792		99,6480	1,494,720	1,500,000	1,497,196		404		0.364	0.524	MJSD	182	4,860	06/16/2010	03/20/2012
822582AA0	Shell International Fin Grd		R		1FE	517,392		102,4150	491,592	480,000	490,783		(21,890)		5.625	1.010	JD	300	27,000	10/13/2009	06/27/2011
3299999 Subtotal - Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations						26,903,938	XXX	26,713,811	25,555,000	26,692,739		(168,558)			XXX	XXX	XXX	261,673	279,108	XXX	XXX
3699999 Subtotal - Industrial & Miscellaneous (Unaffiliated)						26,903,938	XXX	26,713,811	25,555,000	26,692,739		(168,558)			XXX	XXX	XXX	261,673	279,108	XXX	XXX
7799999 Subtotals - Issuer Obligations						111,790,283	XXX	111,075,861	109,069,000	111,270,121		(375,913)			XXX	XXX	XXX	807,317	1,041,057	XXX	XXX
8399999 Grand Total - Bonds						111,790,283	XXX	111,075,861	109,069,000	111,270,121		(375,913)			XXX	XXX	XXX	807,317	1,041,057	XXX	XXX

E10.1

SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

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
Bonds - U.S. Governments								
31331JK77	FFCBDEB 0.500% 3/28/		09/28/2010	Suntrust	XXX	2,000,000	2,000,000.00	
313371XS0	FHLBDEB		12/16/2010	UBS	XXX	2,000,000	2,000,000.00	
3133704F2	FHLBDEB 0.450% 7/15/		07/09/2010	UBS	XXX	3,000,000	3,000,000.00	
3133XYXQ3	FHLBDEB 0.500% 6/29/		06/29/2010	Suntrust	XXX	2,000,000	2,000,000.00	
3133XY7H2	FHLBDEB 0.625% 8/10/		05/21/2010	UBS	XXX	3,503,281	3,500,000.00	668
313370PB8	FHLBDEB 0.625% 8/23/		08/23/2010	Wells Fargo Sec.	XXX	2,000,000	2,000,000.00	
313370X37	FHLBDEB 0.625% 9/16/		09/24/2010	UBS	XXX	3,000,000	3,000,000.00	417
3133705K0	FHLBDEB 0.650% 1/19/		07/19/2010	Suntrust	XXX	1,500,000	1,500,000.00	
3133XYZC2	FHLBDEB 0.670% 1/13/		07/13/2010	UBS	XXX	2,000,000	2,000,000.00	
313370P69	FHLBDEB 1.000% 8/26/		08/26/2010	UBS	XXX	1,999,000	2,000,000.00	
313370TR9	FHLBDEB 1.020% 12/13/		09/27/2010	Suntrust	XXX	2,000,000	2,000,000.00	793
3133XXH34	FHLBDEB 2.350% 3/17/		08/24/2010	Suntrust	XXX	959,310	950,000.00	9,736
3133X9ZZ6	FHLBDEB 4.500% 1/06/		06/17/2010	Deutsche Bank	XXX	528,850	500,000.00	10,063
3134G1WM2	FHLMCMTN 0.500% 4/29/		10/29/2010	UBS	XXX	2,000,000	2,000,000.00	
3134G1UZ5	FHLMCMTN 0.750% 9/30/		09/30/2010	UBS	XXX	1,000,000	1,000,000.00	
3136FMX58	FNMA MTN 0.500% 7/26/		07/26/2010	Suntrust	XXX	2,550,000	2,550,000.00	
3136FPTJ6	FNMA MTN 0.750% 10/27/		10/28/2010	UBS	XXX	2,997,750	3,000,000.00	62
3136FPLT2	FNMA MTN 1.150% 12/30/		09/30/2010	Suntrust	XXX	1,000,000	1,000,000.00	
3136FPLU9	FNMA MTN 1.375% 9/29/		09/29/2010	UBS	XXX	1,000,000	1,000,000.00	
31398A3S9	FNMA MTN 2.000% 9/30/		09/30/2010	UBS	XXX	300,000	300,000.00	
31398ATL6	FNMA MTN 3.625% 8/15/		05/27/2010	UBS	XXX	1,884,939	1,819,000.00	18,683
3133XWWQ8	Federal Home Loan Bank		02/24/2010	Suntrust	XXX	2,000,000	2,000,000.00	111
3134G1VX9	Federal Home Loan Mortgage Corp		12/06/2010	UBS	XXX	2,000,000	2,000,000.00	2,133
0399999	Subtotal - Bonds - U.S. Governments					43,223,130	43,119,000.00	42,666
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)								
13067JJV4	CALIFORNIA ST ECON 4.8913% 7/01/		12/31/2010	Deutsche Bank	XXX	1,763,685	1,750,000.00	43,750
373383GB8	GEORGIA ST 5.750% 8/01/		04/30/2010	Deutsche Bank	XXX	1,067,430	1,000,000.00	14,215
644682E69	NE HAMPSHIRE ST REF 2.000% 7/01/		04/14/2010	Deutsche Bank	XXX	509,060	500,000.00	
83710D3Q9	SOUTH CAROLINA ST 3.000% 6/01/		04/16/2010	Deutsche Bank	XXX	1,265,854	1,230,000.00	1,537
74514LAR8	PUERTO RICO COMWLTH* 5.125% 7/01/		12/14/2010	Deutsche Bank	XXX	2,052,480	2,000,000.00	46,410
1799999	Subtotal - Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed)					6,658,509	6,480,000.00	105,912
Bonds - U.S. Political Subdivisions of States (Direct and Guaranteed)								
03588EML4	ANNE ARUNDEL CNTY MD 5.250% 3/01/		06/14/2010	Deutsche Bank	XXX	1,080,950	1,000,000.00	15,021
041431FS1	ARLINGTON CNTY VA 2.000% 8/15/		08/11/2010	Deutsche Bank	XXX	1,450,009	1,425,000.00	
235219CP5	DALLAS TX REF 5.000% 2/15/		12/27/2010	Deutsche Bank	XXX	854,589	740,000.00	4,008
442331TN4	HOUSTON TX REF PUB 5.000% 3/01/		12/27/2010	Deutsche Bank	XXX	1,146,010	1,000,000.00	2,778
4876927B5	KELLER TX INDPT* 5.375% 8/15/		05/06/2010	Deutsche Bank	XXX	637,758	600,000.00	7,256
2499999	Subtotal - Bonds - U.S. Political Subdivisions of States (Direct and Guaranteed)					5,169,316	4,765,000.00	29,063
Bonds - U.S. Special Revenue, Special Assessment								
207758KV4	CONNECTICUT ST SPL 5.000% 11/01/		12/27/2010	Deutsche Bank	XXX	753,352	650,000.00	2,611
246428XN1	DELAWARE TRANSN AUTH 5.000% 7/01/		08/12/2010	Deutsche Bank	XXX	422,933	355,000.00	2,022
442435YM9	HOUSTON TX UTIL SYS 5.000% 11/15/		12/27/2010	Deutsche Bank	XXX	1,142,160	1,000,000.00	16,111
64971MU91	NEW YORK NY CITY 2.000% 11/01/		06/04/2010	Deutsche Bank	XXX	107,192	105,000.00	
65003PCF9	NEW YORK ST URBAN 5.500% 1/01/		04/29/2010	Deutsche Bank	XXX	764,228	740,000.00	13,341
882756S75	TEXAS ST PUB FIN 5.000% 7/01/		12/16/2010	Deutsche Bank	XXX	3,772,545	3,500,000.00	
152757BY5	CENTRAL CA JT PWRS* 5.750% 2/01/		12/27/2010	Deutsche Bank	XXX	3,196,799	3,100,000.00	69,575
3199999	Subtotal - Bonds - U.S. Special Revenue, Special Assessment					10,159,209	9,450,000.00	103,660

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SCHEDULE D - PART 3

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

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	
Bonds - Industrial and Miscellaneous (Unaffiliated)									
002824AQ3	ABBOTT LABS 4.350% 3/15/		12/13/2010	Deutsche Bank	X X X	742,127	685,000.00	7,066	
097023AV7	BOEING CO 5.000% 3/15/		12/07/2010	Deutsche Bank	X X X	2,209,160	2,000,000.00	22,778	
14912L4Q1	CATERPILLAR FINL 1.550% 12/20/		12/20/2010	Deutsche Bank	X X X	104,883	105,000.00		
14912L4L2	CATERPILLAR FINL 2.000% 4/05/		04/06/2010	Deutsche Bank	X X X	29,949	30,000.00		
172967EQ0	CITIGROUP INC 5.500% 4/11/		12/14/2010	Deutsche Bank	X X X	962,289	900,000.00	8,663	
36962G4Q4	GEN ELEC CAP CRP 1.875% 9/16/		11/29/2010	Deutsche Bank	X X X	2,092,119	2,080,000.00	7,604	
369550AN8	GENERAL DYNAMICS 5.250% 2/01/		12/10/2010	Deutsche Bank	X X X	666,402	600,000.00	11,288	
38143UAB7	GOLDMAN SACHS 5.150% 1/15/		12/03/2010	Deutsche Bank	X X X	1,619,418	1,500,000.00	29,613	
46623EJD2	JPMORGAN CHASE 1.650% 9/30/		11/29/2010	Deutsche Bank	X X X	2,010,960	2,000,000.00	5,408	
59018YSU6	MERRILL LYNCH CO MTN 5.000% 2/03/		12/07/2010	Deutsche Bank	X X X	1,692,185	1,630,000.00	28,072	
71343PAF8	PEPSIAMERICAS INC 4.375% 2/15/		12/10/2010	Deutsche Bank	X X X	542,265	500,000.00	6,988	
717081AR4	PFIZER INC 4.500% 2/15/		12/10/2010	Deutsche Bank	X X X	816,727	750,000.00	10,781	
74005PAX2	PRAXAIR INC 2.125% 6/14/		12/15/2010	Deutsche Bank	X X X	798,864	783,000.00	46	
742718DR7	Procter & Gamble		02/08/2010	Deutsche Bank	X X X	39,971	40,000.00		
842400FK4	SOUTHERN CAL ED 5.750% 3/15/		12/13/2010	Deutsche Bank	X X X	1,082,346	962,000.00	13,521	
91159HGZ7	US Bancorp N 1.125% 10/30/		11/29/2010	Deutsche Bank	X X X	1,494,645	1,500,000.00	1,266	
92976WBJ4	WACHOVIA CORP MTN 5.500% 5/01/		12/02/2010	Deutsche Bank	X X X	2,185,740	2,000,000.00	9,472	
0727G0CN8	BAYERISCHE NY 0.331% 3/20/		06/16/2010	Deutsche Bank	X X X	1,496,792	1,500,000.00	1,186	
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						20,586,842	19,565,000.00	163,752
8399997	Subtotal - Bonds - Part 3						85,797,006	83,379,000.00	445,053
8399998	Summary item from Part 5 for Bonds						59,994,200	60,000,000.00	3,613
8399999	Subtotal - Bonds						145,791,206	143,379,000.00	448,666
8999998	Summary Item from Part 5 for Preferred Stocks							X X X	
9799998	Summary Item from Part 5 for Common Stocks							X X X	
9899999	Subtotal - Preferred and Common Stocks							X X X	
9999999	Totals						145,791,206	X X X	448,666

E13.1

SCHEDULE DA - PART 1

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1	2	Codes		5	6	7	8	Change in Book/Adjusted Carrying Value			13	14	Interest					21				
		3	4					9	10	11			12	15	16	17	18		19	20		
CUSIP Identification	Description	Code	Foreign	Date Acquired	Name of Vendor	Maturity Date	Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Par Value	Actual Cost	Amount Due and Accrued Dec. 31 of Current Year on Bond Not in Default	Non-Admitted Due and Accrued	Rate of	Effective Rate of	When Paid	Amount Received During Year	Paid For Accrued Interest		
Bonds - U.S. Governments - Issuer Obligations																						
	FFCB DISC NTS 2/04/	@		06/17/2010	UBS	02/04/2011	999,718		1,652			1,000,000	998,067				0.307	N/A				
	FFCB DISC NTS 4/12/	@		06/04/2010	UBS	04/12/2011	499,409		1,229			500,000	498,180				0.422	N/A				
	FFCB DISC NTS 6/27/	@		12/30/2010	UBS	06/27/2011	4,994,837		58			5,000,000	4,994,779				0.210	N/A				
	FFCB DISC NTS 7/13/	@		12/30/2010	UBS	07/13/2011	4,994,103		61			5,000,000	4,994,042				0.220	N/A				
	FHLB DEB 0.750% 7/08/			07/08/2010	Suntrust	07/08/2011	1,001,809		(1,671)			1,000,000	1,003,480	3,604		0.750	0.401	JJ				
	FNMA MTN 1.375% 4/28/			07/15/2010	Suntrust	04/28/2011	2,006,976		(9,884)			2,000,000	2,016,860	4,813		1.375	0.301	AO	13,750	5,882		
	FNMA DISC NT 3/23/	@		09/29/2010	UBS	03/23/2011	1,999,100		1,044			2,000,000	1,998,056				0.200	N/A				
	FNMA DISC NT 4/11/	@		09/29/2010	UBS	04/11/2011	1,998,861		1,070			2,000,000	1,997,791				0.205	N/A				
	FNMA DISC NT 5/02/	@		07/06/2010	UBS	05/02/2011	1,291,345		2,440			1,293,000	1,288,906				0.381	N/A				
	FNMA DISC NT 5/16/	@		10/12/2010	UBS	05/16/2011	1,998,424		944			2,000,000	1,997,480				0.210	N/A				
	FNMA DISC NT 6/10/	@		10/12/2010	UBS	06/10/2011	1,998,132		944			2,000,000	1,997,188				0.210	N/A				
	FNMA DISC NT 6/20/	@		07/06/2010	UBS	06/20/2011	1,995,930		4,267			2,000,000	1,991,663				0.432	N/A				
0199999 Subtotal - Bonds - U.S. Governments - Issuer Obligations							25,778,644		2,154			25,793,000	25,776,492	8,417			XXX	XXX	XXX	13,750	5,882	
0399999 Total - U.S. Government Bonds							25,778,644		2,154			25,793,000	25,776,492	8,417				XXX	XXX	XXX	13,750	5,882
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																						
	OHIO ST 5.000% 5/01/			07/07/2010	Deutsche Bank	05/01/2011	1,726,383		(41,877)			1,700,000	1,768,260	14,167		5.000	0.339	MIN	42,500	11,611		
	OREGON ST TAX ANTIC 2.000% 6/30/			12/14/2010	Deutsche Bank	06/30/2011	1,209,923		(1,009)			1,200,000	1,210,932	12,067		2.000	0.331	MAT		10,867		
1199999 Subtotal - Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations							2,936,306		(42,886)			2,900,000	2,979,192	26,234			XXX	XXX	XXX	42,500	22,478	
1799999 Total - U.S. States, Territories and Possessions (Direct and Guaranteed)							2,936,306		(42,886)			2,900,000	2,979,192	26,234				XXX	XXX	XXX	42,500	22,478
U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																						
	FAIRFAX CNTY VA REF 5.000% 10/01/			11/04/2010	Deutsche Bank	10/01/2011	672,865		(4,819)			650,000	677,684	8,125		5.000	0.302	AO		2,979		
	FAIRFAX CNTY VA REF 5.250% 4/01/			04/09/2010	Deutsche Bank	04/01/2011	506,069		(17,621)			500,000	523,690	6,563		5.250	0.391	AO	13,125	583		
	GOOSE CREEK TX CONS 5.000% 2/15/			04/13/2010	Deutsche Bank	02/15/2011	251,389		(8,121)			250,000	259,510	4,722		5.000	0.453	FA	6,250	2,014		
	SUFFOLK CNTY NY TAX 3.000% 8/11/			12/22/2010	Deutsche Bank	08/11/2011	4,261,329		(2,511)			4,200,000	4,263,840	3,150		3.000	0.602	MAT				
1899999 Subtotal - U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations							5,691,652		(33,072)			5,600,000	5,724,724	22,560			XXX	XXX	XXX	19,375	5,576	
2499999 Total - U.S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)							5,691,652		(33,072)			5,600,000	5,724,724	22,560				XXX	XXX	XXX	19,375	5,576
U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations																						
	HAWAII ST HWY REV 4.000% 1/01/			06/09/2010	Deutsche Bank	01/01/2011	500,000		(10,075)			500,000	510,075	10,000		4.000	0.402	JJ	10,000	8,778		
	NEW JERSEY ECON DEV ZCP 2/15/	@		04/23/2010	Deutsche Bank	02/15/2011	659,193		4,512			660,000	654,680				1.003	N/A				
	NEW YORK ST DORM 5.000% 3/15/			04/14/2010	Deutsche Bank	03/15/2011	201,860		(6,440)			200,000	208,300	2,944		5.000	0.472	MS	5,000	806		
	TEXAS ST TAX REV 2.000% 8/31/			12/15/2010	Deutsche Bank	08/31/2011	2,021,789		(1,531)			2,000,000	2,023,320	13,479		2.000	0.351	MAT		11,616		
2599999 Subtotal - U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations							3,382,842		(13,534)			3,360,000	3,396,375	26,423			XXX	XXX	XXX	15,000	21,200	
3199999 Total - U.S. Special Revenue and Special Assessment Obligations and all Non Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions							3,382,842		(13,534)			3,360,000	3,396,375	26,423				XXX	XXX	XXX	15,000	21,200
7799999 Subtotal - Issuer Obligations							37,789,444		(87,338)			37,653,000	37,876,783	83,634			XXX	XXX	XXX	90,625	55,136	
8399999 Total Bonds							37,789,444		(87,338)			37,653,000	37,876,783	83,634			XXX	XXX	XXX	90,625	55,136	
8699999 Total - Parent, Subsidiaries and Affiliates												XXX					XXX	XXX	XXX			
Exempt Money Market Mutual Funds																						
	31846V807 First American Treasury Fund	R		12/24/2009	U.S. Bank																	
	61747C673 Morgan Stanley Prime Port. # 311			12/30/2010	Wells Fargo Sec.		20,000,000						20,000,000	298						7,774		
8899999 Subtotal - Exempt Money Market Mutual Funds							20,000,000					XXX	20,000,000	298			XXX	XXX	XXX		7,774	
Class One Money Market Mutual Funds																						
	825252554 AIM STIC-Liquid Assets			12/03/2010	U.S. Bank															11,006		
	26188J206 Dreyfus Cash Management #288			12/30/2010	U.S. Bank		20,000,000						20,000,000	493						11,565		
	300250602 Evergreen Institutional MM Fund	M		07/09/2010	U.S. Bank															8,556		
	60934N625 Federated Fund # 851			12/30/2010	Wells Fargo Sec.		25,000,000						25,000,000	745						17,077		

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SCHEDULE DA - PART 1

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1	2	Codes		5	6	7	8	Change in Book/Adjusted Carrying Value				13	14	Interest					21		
		3	4					9	10	11	12			15	16	17	18	19		20	
CUSIP Identi- fication	Description	Code	For- eign	Date Acquired	Name of Vendor	Maturity Date	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Par Value	Actual Cost	Amount Due and Accrued Dec. 31 of Current Year on Bond Not in Default	Non-Admitted Due and Accrued	Rate of	Effective Rate of	When Paid	Amount Received During Year	Paid For Accrued Interest	
316175405	Fidelity Prime Money Fund #690			12/30/2010	Wells Fargo Sec.		20,000,000						20,000,000	622						16,927	
31846V625	First American Prime			12/03/2010	U.S. Bank															4,982	
38141W323	Goldman Sachs Finl Sq Trust			12/01/2010	U.S. Bank		4,620,974						4,620,974	141						1,742	
38141W364	Goldman Sachs FS Prime Oblig. #462			12/30/2010	Wells Fargo Sec.		17,000,000						17,000,000							8,285	
4812A2603	JP Morgan Prime Fund #829			12/30/2010	Wells Fargo Sec.		17,000,000						17,000,000	212						7,443	
MMPORTALO	US Bank Money Market Portal			03/29/2010	U.S. Bank															15,203	
949917397	Wells Fargo Adv Heritage MM Inst			12/29/2010	U.S. Bank		13,170,523						13,170,523	3,065						2,790	
949917397	Wells Fargo Adv Heritage #3801			12/30/2010	Wells Fargo Sec.		18,000,000						18,000,000	197			0.200	MON			
8999999	Subtotal - Class One Money Market Mutual Funds						134,791,497					XXX	134,791,497	5,475		XXX	XXX	XXX		105,576	
9199999	Total Short-Term Investments						192,580,941		(87,338)			XXX	192,668,280	89,407		XXX	XXX	XXX		203,975	55,136

**ANNUAL DISKETTE TRANSMITTAL FORM AND CERTIFICATION
(HEALTH)**

Name of Insurer AMERIGROUP Tennessee, Inc.

Date April 26, 2011 FEIN 20-4776597
 NAIC Group # 1156 NAIC Company # 12941

THIS FORM IS REQUIRED FOR ALL DISKETTE TRANSMITTALS, PLEASE PROVIDE ANY ADDITIONAL COMMENTS THAT MAY
 HELP TO IDENTIFY DISKETTE CONTENT

	March	April	June
1. Is this the first time you've submitted this filing? (Y/N)	No	N/A	N/A
2. Is this being re-filed at the request of the NAIC or a state insurance department? (Y/N)	No	N/A	N/A
3. Is this being re-filed due to changes to the data originally filed? (Y/N)	Yes	N/A	N/A
4. Other? (Y/N)	No	N/A	N/A
(If "yes" attach an explanation.)			

B. Additional comments if necessary for clarification:

C. Diskette Contact Person: Margaret Mary Roomsburg
 Phone: (757)473-2721-
 Address: 4425 Corporation Lane, Virginia Beach, VA 23462

D. Software Vendor: SunGard iWORKS - Statutory
 Version: 2010.A.2

E. Have material validation failures been addressed in the explanation file? Yes[X] No[]

F. The undersigned hereby certifies that, according to the best of his/her knowledge and belief: that the diskettes submitted with this form were prepared in compliance with the NAIC specifications, that the diskettes have been tested against the validations included with these specifications, and that annual statement information required to be contained on diskette is identical to the information in the 2010 Annual Statement blank filed with the insurer's domiciliary state insurance department. In addition, the diskettes have been scanned through a virus detection software package, and no viruses are present on the diskettes. The virus detection software used was (name): McAfee VirusScan Enterprise

(version number): 8.5.0.781

(Signed) Margaret Mary Roomsburg

Type Name and Title: Margaret Mary Roomsburg, Vice President/Asst. Secretary