Statement of Actuarial Opinion

Statutory Annual Statement of
UnitedHealthcare Plan of the River Valley, Inc.

As of and for the Year Ended December 31, 2008

I, David O. Thoen, am a Member of the American Academy of Actuaries and am associated with the firm of Deloitte Consulting LLP. My firm has been retained and I have been assigned to review calculations with regard to loss reserves, actuarial liabilities, and related items made by UnitedHealthcare Plan of the River Valley, Inc. (UHCP). I meet the Academy qualifications for rendering this statement of actuarial opinion and am familiar with the valuation requirements applicable to HMOs.

I have examined the actuarial assumptions and actuarial methods used in determining the loss reserves, actuarial liabilities and related actuarial items as listed below, as shown in the annual statement of the organization, as prepared for state regulatory officials, as of December 31, 2008.

A. Claims Payable (Page 3, Line 1)	$ 224,544,575
B. Accrued Medical Incentive Pool and bonus payments (Page 3, Line 2)	2,062,000
C. Unpaid claims adjustment expenses (Page 3, Line 3)	2,273,488
D. Aggregate Health policy reserves (Page 3, Line 4)	3,824,671
E. Aggregate Health claim reserves (Page 3, Line 7)	366,608
F. Experience rated refunds	0
G. Any actuarial liabilities included in Page 3, Line 21	0

I have relied upon Chanda Fredricksen, Manager, Finance, as to the accuracy and completeness of listings and summaries of policies and contracts inforce, asset records and other information underlying the loss reserves and related actuarial items examined. In other respects, my examination included such review of the actuarial assumptions and actuarial methods and such tests of actuarial calculations, as I considered necessary in the circumstances.

My examination considered the need for cash flow testing, but none was performed because such tests were determined to be unnecessary; the cash flows associated with the UHCP's products and investments are believed to be relatively insensitive to influences such as changes in economic conditions.

In my opinion, the amounts carried in the balance sheet on account of the actuarial items identified above:

- Are in accordance with presently accepted actuarial standards consistently applied and are fairly stated in accordance with sound actuarial principles;

- Are based on actuarial assumptions relevant to contract provisions and appropriate to the purpose for which the statement was prepared;
- Meet the requirements of the laws of the State of Illinois;
- Make a good and sufficient provision for all unpaid claims and other actuarial liabilities of the organization under the terms of its contracts and agreements;
- Are computed on the basis of actuarial assumptions consistent with those used in computing the corresponding items in the annual statement of the preceding year-end. The Underwriting and Investment Exhibit, Part 2B was prepared consistent with *Section 3.6, Follow-up Studies* contained in *Actuarial Standards of Practice No. 5, Incurred Health and Disability Claims* adopted by the Actuarial Standards Board of the American Academy of Actuaries in December 2000.
- Include appropriate provision for all actuarial items which ought to be established.

The actuarial methods, considerations and analyses used in forming my opinion conform to the appropriate Standards of Practice as promulgated by the Actuarial Standards Board, which standards form the basis of this statement of opinion.

Regarding providers, it has been presented to me that there are no providers taking significant financial risk. For those taking limited financial risk, I have performed no analysis regarding the financial position of those providers, but have assumed such providers are in a financial position to meet all liabilities resulting from such contracts.

A confidential actuarial memorandum describing the procedures followed, analyses performed and results obtained in support of this statement of opinion has been furnished to the Company and is available for examination by State insurance department officials.

This statement of opinion was prepared for, and is only to be relied upon by, the organization and the insurance departments of states where the opinion is filed.

David O. Thoen

2/24/09

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Date