



# HEALTH QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2009  
OF THE CONDITION AND AFFAIRS OF THE  
**UnitedHealthcare Plan of the River Valley, Inc.**

NAIC Group Code 0707 0707 NAIC Company Code 95378 Employer's ID Number 36-3379945  
(Current) (Prior)

Organized under the Laws of Illinois, State of Domicile or Port of Entry IL

Country of Domicile United States of America

Licensed as business type: Health Maintenance Organization

Is HMO Federally Qualified? Yes [ ] No [ X ]

Incorporated/Organized 08/05/1985 Commenced Business 12/19/1985

Statutory Home Office 1300 River Drive, Moline, IL 61265  
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 1300 River Drive  
(Street and Number)  
Moline, IL 61265 309-736-4600  
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 1300 River Drive, Suite 200, Moline, IL 61265  
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 1300 River Drive  
(Street and Number)  
Moline, IL 61265 309-757-6285  
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address UHCRiverValley.com

Statutory Statement Contact Joan G Mincer, 309-757-6285  
(Name) (Area Code) (Telephone Number)  
Joan\_G\_Mincer@uhc.com 888-250-1769  
(E-mail Address) (FAX Number)

**OFFICERS**

President Daniel Roger Kueter Treasurer Robert Worth Oberrender  
Secretary Christina Regina Palm-Krizak #

**OTHER**

Bruce Chase Steffens M.D. Chief Medical Officer

**DIRECTORS OR TRUSTEES**

<u>James Edward Hecker</u>	<u>Bruce Chase Steffens M.D.</u>	<u>William Kenneth Appelgate</u>
<u>Daniel Roger Kueter</u>	<u>Cathie Sue Whiteside</u>	<u>Michael Paul Radu #</u>
<u>Victoria Jean Kauzlarich</u>	<u>Thomas Patrick Wiffler</u>	<u>Eric Paul #</u>

State of Illinois State of Minnesota State of NOT USED  
County of Rock Island County of Hennepin County of \_\_\_\_\_

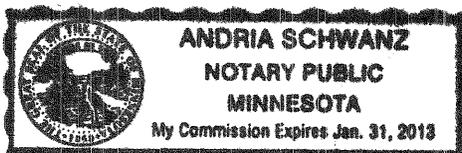
The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any 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.

 Daniel Roger Kueter President	 Christina Regina Palm-Krizak Secretary	NOT USED
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Subscribed and sworn to before me this <u>10</u> day of <u>November, 2009</u> 	Subscribed and sworn to before me this <u>3rd</u> day of <u>November, 2009</u> 	Subscribed and sworn to before me this _____ day of _____ _____
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- a. Is this an original filing?..... Yes [ X ] No [ ]
- b. If no,
1. State the amendment number.....
  2. Date filed.....
  3. Number of pages attached.....



JURAT

**ASSETS**

	Current Statement Date			4 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	438,019,201		438,019,201	311,109,701
2. Stocks:				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....			0	0
3. Mortgage loans on real estate:				
3.1 First liens .....			0	0
3.2 Other than first liens .....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....			0	0
4.3 Properties held for sale (less \$ encumbrances) .....			0	0
5. Cash (\$ .....188,934,988 ), cash equivalents (\$ .....51,991,403 ), and short-term investments (\$ .....21,893,939 ) .....	262,820,332		262,820,332	154,118,441
6. Contract loans, (including \$ ..... premium notes) .....			0	0
7. Other invested assets .....	0		0	0
8. Receivables for securities .....	1,441,585		1,441,585	0
9. Aggregate write-ins for invested assets .....	0	0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9) .....	702,281,119	0	702,281,119	465,228,142
11. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
12. Investment income due and accrued .....	4,475,432		4,475,432	3,489,631
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection .....	38,909,618		38,909,618	17,702,790
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....			0	0
13.3 Accrued retrospective premiums .....	5,321,372		5,321,372	5,033,653
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers .....	0		0	1,000,466
14.2 Funds held by or deposited with reinsured companies .....			0	0
14.3 Other amounts receivable under reinsurance contracts .....			0	0
15. Amounts receivable relating to uninsured plans .....	4,244,408		4,244,408	8,795,639
16.1 Current federal and foreign income tax recoverable and interest thereon .....			0	2,278,454
16.2 Net deferred tax asset .....	52,573,384	45,926,744	6,646,640	6,627,131
17. Guaranty funds receivable or on deposit .....			0	0
18. Electronic data processing equipment and software .....			0	0
19. Furniture and equipment, including health care delivery assets (\$ ..... ) .....			0	0
20. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
21. Receivables from parent, subsidiaries and affiliates .....			0	0
22. Health care (\$ .....4,079,505 ) and other amounts receivable .....	4,929,797	850,292	4,079,505	3,412,538
23. Aggregate write-ins for other than invested assets .....	772,794	770,907	1,887	8,458
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23) .....	813,507,924	47,547,943	765,959,981	513,576,902
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
26. Total (Lines 24 and 25) .....	813,507,924	47,547,943	765,959,981	513,576,902
<b>DETAILS OF WRITE-INS</b>				
0901. ....				
0902. ....				
0903. ....				
0998. Summary of remaining write-ins for Line 9 from overflow page .....	0	0	0	0
0999. Totals (Lines 0901 through 0903 plus 0998)(Line 9 above) .....	0	0		0
2301. Prepaid Assets .....	770,907	770,907	0	
2302. State Income Taxes Receivable .....	1,887		1,887	8,458
2303. ....				
2398. Summary of remaining write-ins for Line 23 from overflow page .....	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above) .....	772,794	770,907	1,887	8,458

## LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ .....0 reinsurance ceded) .....	247,165,892	17,182,656	264,348,548	224,544,575
2. Accrued medical incentive pool and bonus amounts .....	1,041,000		1,041,000	2,062,000
3. Unpaid claims adjustment expenses .....	2,806,658		2,806,658	2,273,488
4. Aggregate health policy reserves .....	2,298,789		2,298,789	3,824,671
5. Aggregate life policy reserves .....	0		0	0
6. Property/casualty unearned premium reserve .....	0		0	0
7. Aggregate health claim reserves .....	301,635		301,635	366,608
8. Premiums received in advance .....	11,200,285		11,200,285	6,237,379
9. General expenses due or accrued .....	29,693,138		29,693,138	10,124,245
10.1 Current federal and foreign income tax payable and interest thereon (including \$ ..... on realized gains (losses)) .....	4,539,246		4,539,246	0
10.2 Net deferred tax liability .....	0		0	0
11. Ceded reinsurance premiums payable .....	178,949		178,949	0
12. Amounts withheld or retained for the account of others .....	0		0	0
13. Remittances and items not allocated .....	0		0	0
14. Borrowed money (including \$ ..... current) and interest thereon \$ ..... (including \$ ..... current) .....	0		0	0
15. Amounts due to parent, subsidiaries and affiliates .....	170,403,980		170,403,980	38,593,059
16. Payable for securities .....	0		0	0
17. Funds held under reinsurance treaties (with \$ ..... authorized reinsurers and \$ ..... unauthorized reinsurers) .....			0	0
18. Reinsurance in unauthorized companies .....			0	0
19. Net adjustments in assets and liabilities due to foreign exchange rates .....			0	0
20. Liability for amounts held under uninsured plans .....	0		0	0
21. Aggregate write-ins for other liabilities (including \$ ..... current) .....	0	0	0	0
22. Total liabilities (Lines 1 to 21) .....	469,629,572	17,182,656	486,812,228	288,026,025
23. Aggregate write-ins for special surplus funds .....	XXX	XXX	0	0
24. Common capital stock .....	XXX	XXX	610,000	610,000
25. Preferred capital stock .....	XXX	XXX		
26. Gross paid in and contributed surplus .....	XXX	XXX	37,441,000	37,441,000
27. Surplus notes .....	XXX	XXX		
28. Aggregate write-ins for other than special surplus funds .....	XXX	XXX	1,500,000	1,500,000
29. Unassigned funds (surplus) .....	XXX	XXX	239,596,753	185,999,877
30. Less treasury stock, at cost:				
30.1 ..... shares common (value included in Line 24 \$ ..... ) .....	XXX	XXX		
30.2 ..... shares preferred (value included in Line 25 \$ ..... ) .....	XXX	XXX		
31. Total capital and surplus (Lines 23 to 29 minus Line 30) .....	XXX	XXX	279,147,753	225,550,877
32. Total liabilities, capital and surplus (Lines 22 and 31) .....	XXX	XXX	765,959,981	513,576,902
<b>DETAILS OF WRITE-INS</b>				
2101. ....				
2102. ....				
2103. ....				
2198. Summary of remaining write-ins for Line 21 from overflow page .....	0	0	0	0
2199. Totals (Lines 2101 through 2103 plus 2198)(Line 21 above) .....	0	0		0
2301. ....	XXX	XXX		
2302. ....	XXX	XXX		
2303. ....	XXX	XXX		
2398. Summary of remaining write-ins for Line 23 from overflow page .....	XXX	XXX	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above) .....	XXX	XXX	0	0
2801. Reserve and Restricted Funds .....	XXX	XXX	1,500,000	1,500,000
2802. ....	XXX	XXX		
2803. ....	XXX	XXX		
2898. Summary of remaining write-ins for Line 28 from overflow page .....	XXX	XXX	0	0
2899. Totals (Lines 2801 through 2803 plus 2898)(Line 28 above) .....	XXX	XXX	1,500,000	1,500,000

**STATEMENT OF REVENUE AND EXPENSES**

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	XXX	6,144,385	3,355,325	4,390,043
2. Net premium income (including \$ 0 non-health premium income)	XXX	1,730,579,447	1,025,861,485	1,438,002,359
3. Change in unearned premium reserves and reserve for rate credits	XXX	(787,112)		0
4. Fee-for-service (net of \$ medical expenses)	XXX			0
5. Risk revenue	XXX			0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	1,729,792,335	1,025,861,485	1,438,002,359
<b>Hospital and Medical:</b>				
9. Hospital/medical benefits	70,739,848	1,377,758,599	767,791,898	1,107,868,002
10. Other professional services		5,139,342	2,202,167	3,066,411
11. Outside referrals				0
12. Emergency room and out-of-area				0
13. Prescription drugs		66,602,642	69,578,477	85,235,696
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts		(316,655)	278,830	2,727,861
16. Subtotal (Lines 9 to 15)	70,739,848	1,449,183,927	839,851,372	1,198,897,970
<b>Less:</b>				
17. Net reinsurance recoveries			368,281	1,141,657
18. Total hospital and medical (Lines 16 minus 17)	70,739,848	1,449,183,927	839,483,091	1,197,756,313
19. Non-health claims (net)				0
20. Claims adjustment expenses, including \$ 8,941,515 cost containment expenses		45,951,873	25,317,027	38,125,705
21. General administrative expenses		167,454,757	102,739,587	135,687,168
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only)				0
23. Total underwriting deductions (Lines 18 through 22)	70,739,848	1,662,590,557	967,539,705	1,371,569,186
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	67,201,778	58,321,780	66,433,173
25. Net investment income earned		10,526,272	11,051,506	14,347,412
26. Net realized capital gains (losses) less capital gains tax of \$ 358,013		1,120,215	1,931,182	1,855,876
27. Net investment gains (losses) (Lines 25 plus 26)	0	11,646,487	12,982,688	16,203,288
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ ) (amount charged off \$ )]				
29. Aggregate write-ins for other income or expenses	0	(535,360)	0	(16,139)
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	78,312,906	71,304,468	82,620,322
31. Federal and foreign income taxes incurred	XXX	26,414,749	28,921,490	25,625,111
32. Net income (loss) (Lines 30 minus 31)	XXX	51,898,157	42,382,978	56,995,211
<b>DETAILS OF WRITE-INS</b>				
0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698)(Line 6 above)	XXX	0	0	0
0701.	XXX			
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798)(Line 7 above)	XXX	0	0	0
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	0	0	0	0
2901. Fines & Penalties - Regulatory Authorities		(535,360)	0	(16,139)
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	0	(535,360)	0	(16,139)

**STATEMENT OF REVENUE AND EXPENSES (Continued)**

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
33. Capital and surplus prior reporting year.....	225,550,876	168,499,155	168,499,155
34. Net income or (loss) from Line 32.....	51,898,157	42,382,978	56,995,211
35. Change in valuation basis of aggregate policy and claim reserves.....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.....			
37. Change in net unrealized foreign exchange capital gain or (loss).....			
38. Change in net deferred income tax.....	19,508	(851,627)	(3,334,105)
39. Change in nonadmitted assets.....	(363,365)	463,003	4,485,978
40. Change in unauthorized reinsurance.....	0	0	0
41. Change in treasury stock.....	0	0	0
42. Change in surplus notes.....	0	0	0
43. Cumulative effect of changes in accounting principles.....			
44. Capital Changes:			
44.1 Paid in.....	0	0	0
44.2 Transferred from surplus (Stock Dividend).....	0	0	0
44.3 Transferred to surplus.....			
45. Surplus adjustments:			
45.1 Paid in.....	0	0	0
45.2 Transferred to capital (Stock Dividend).....			
45.3 Transferred from capital.....			
46. Dividends to stockholders.....		0	0
47. Aggregate write-ins for gains or (losses) in surplus.....	2,042,577	(1,052,553)	(1,095,362)
48. Net change in capital & surplus (Lines 34 to 47).....	53,596,877	40,941,801	57,051,722
49. Capital and surplus end of reporting period (Line 33 plus 48)	279,147,753	209,440,956	225,550,877
<b>DETAILS OF WRITE-INS</b>			
4701. Corrections subsequent to issuance of prior annual statement.....	2,042,577	(1,052,553)	(1,052,553)
4702. Income Taxes to Surplus Adjustment.....			(42,809)
4703. ....			
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798)(Line 47 above)	2,042,577	(1,052,553)	(1,095,362)

**CASH FLOW**

	1 Current Year To Date	2 Prior Year Ended December 31
<b>Cash from Operations</b>		
1. Premiums collected net of reinsurance .....	1,713,260,694	1,430,822,904
2. Net investment income .....	7,895,744	15,914,225
3. Miscellaneous income .....	0	0
4. Total (Lines 1 to 3) .....	1,721,156,438	1,446,737,129
5. Benefit and loss related payments .....	1,412,253,424	1,145,562,951
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....		
7. Commissions, expenses paid and aggregate write-ins for deductions .....	193,837,737	173,608,074
8. Dividends paid to policyholders .....		
9. Federal and foreign income taxes paid (recovered) net of \$ ..... tax on capital gains (losses) .....	19,597,049	22,164,948
10. Total (Lines 5 through 9) .....	1,625,688,210	1,341,335,973
11. Net cash from operations (Line 4 minus Line 10) .....	95,468,228	105,401,156
<b>Cash from Investments</b>		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds .....	104,577,497	194,006,828
12.2 Stocks .....	0	0
12.3 Mortgage loans .....	0	0
12.4 Real estate .....	0	0
12.5 Other invested assets .....	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0
12.7 Miscellaneous proceeds .....	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	104,577,497	194,006,828
13. Cost of investments acquired (long-term only):		
13.1 Bonds .....	233,474,223	268,772,174
13.2 Stocks .....	0	0
13.3 Mortgage loans .....	0	0
13.4 Real estate .....	0	0
13.5 Other invested assets .....	0	0
13.6 Miscellaneous applications .....	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	233,474,223	268,772,174
14. Net increase (or decrease) in contract loans and premium notes .....	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(128,896,726)	(74,765,346)
<b>Cash from Financing and Miscellaneous Sources</b>		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes .....	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0
16.3 Borrowed funds .....	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0
16.5 Dividends to stockholders .....	0	0
16.6 Other cash provided (applied) .....	142,130,389	(1,166,765)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	142,130,389	(1,166,765)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	108,701,891	29,469,045
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year .....	154,118,441	124,649,396
19.2 End of period (Line 18 plus Line 19.1) .....	262,820,332	154,118,441

Note: Supplemental disclosures of cash flow information for non-cash transactions:

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**EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION**

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
<b>Total Members at end of:</b>										
1. Prior Year .....	506,485	0	115,084	0	0	0	0	41,486	349,915	0
2. First Quarter .....	660,018	0	111,304	0	0	0	4,538	37,078	507,098	0
3. Second Quarter .....	675,501	0	104,673	0	0	0	4,574	37,690	528,564	0
4. Third Quarter .....	681,923	0	109,254	0	0	0	4,563	51,218	516,888	0
5. Current Year	0	0	0	0	0	0	0	0	0	0
6. Current Year Member Months	6,144,385	0	1,003,643	0	0	0	41,044	419,165	4,680,533	0
<b>Total Member Ambulatory Encounters for Period:</b>										
7. Physician .....	2,655,751	0	386,152	0	0	0	15,219	259,854	1,994,526	0
8. Non-Physician .....	474,950	0	64,014	0	0	0	3,143	30,447	377,346	0
9. Total	3,130,701	0	450,166	0	0	0	18,362	290,301	2,371,872	0
10. Hospital Patient Days Incurred	441,250	0	22,280	0	0	0	775	115,750	302,445	0
11. Number of Inpatient Admissions	67,470	0	4,796	0	0	0	193	8,460	54,021	0
12. Health Premiums Written (a) .....	1,734,911,654	0	271,602,440	0	0	0	13,295,081	374,185,703	1,075,828,430	0
13. Life Premiums Direct .....	0									
14. Property/Casualty Premiums Written .....	0									
15. Health Premiums Earned .....	1,734,911,654	0	271,602,440	0	0	0	13,295,081	374,185,703	1,075,828,430	0
16. Property/Casualty Premiums Earned .....	0									
17. Amount Paid for Provision of Health Care Services.....	1,390,833,051	0	213,750,135	0	0	0	12,753,518	282,323,812	882,005,586	0
18. Amount Incurred for Provision of Health Care Services	1,449,567,154	0	214,219,204	0	0	0	12,923,576	294,561,973	927,862,401	0

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ .....374,185,703



## UNDERWRITING AND INVESTMENT EXHIBIT

### ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....	29,798,904	202,539,097	150,430	29,991,963	29,949,334	29,396,364
2. Medicare Supplement .....					0	0
3. Dental Only .....					0	0
4. Vision Only .....					0	0
5. Federal Employees Health Benefits Plan .....	2,643,318	10,834,092	2,712	1,988,483	2,646,030	1,771,425
6. Title XVIII - Medicare .....	39,476,882	242,846,930	180,660	44,179,215	39,657,542	40,265,907
7. Title XIX - Medicaid .....	122,955,781	759,049,806	3,952,750	184,203,970	126,908,531	153,477,488
8. Other health .....					0	0
9. Health subtotal (Lines 1 to 8) .....	194,874,885	1,215,269,925	4,286,552	260,363,631	199,161,437	224,911,184
10. Healthcare receivables (a) .....					0	0
11. Other non-health .....					0	0
12. Medical incentive pools and bonus amounts .....	667,945	36,400		1,041,000	667,945	2,062,000
13. Totals	195,542,830	1,215,306,325	4,286,552	261,404,631	199,829,382	226,973,184

(a) Excludes \$ .....0 loans or advances to providers not yet expensed.

## 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Organization and Operation** – United Healthcare Plan of the River Valley, Inc. (“Plan”) is a wholly-owned subsidiary of United Healthcare Services Company of the River Valley, Inc. (“UHS-RV”). UHS-RV is a wholly owned subsidiary of UnitedHealthcare, Inc. (“UHC”), which is a wholly owned subsidiary of UnitedHealthcare Services, Inc. (“UHS”). UHS is a wholly owned subsidiary of UnitedHealth Group, Inc. (“UHG”).

The Plan was incorporated on August 5, 1985 as a Health Maintenance Organization (“HMO”). Operations commenced in July 1986. The Plan is certified as an HMO by the Illinois Department of Financial and Professional Regulation Division of Insurance (“IDOI”), by the Iowa Department of Commerce-Division of Insurance, by the State of Tennessee Department of Commerce and Insurance and by the Commonwealth of Virginia Bureau of Insurance. The Plan has contracted with physicians, hospitals and other health care provider organizations to deliver health care services for all enrollees.

The Plan is designated as a Competitive Medical Plan and has contracts with the Department of Health and Human Services Centers for Medicare and Medicaid Services (“CMS”) to provide healthcare to Medicare qualified HMO enrollees. The Plan also participates as a managed care organization in the State of Tennessee’s Medicaid program, TennCare.

The Plan serves as a plan sponsor offering the Medicare Part D prescription drug insurance coverage under a contract with CMS. Under the Medicare Part D program, there are six separate elements of payment received by the Plan during the plan year, these payment elements are: CMS premium, member premium, low-income premium subsidy, catastrophic reinsurance subsidy, low-income member cost sharing subsidy, CMS risk share.

**A. Basis of Presentation** – The Plan prepares its financial statements on the basis of accounting practices prescribed or permitted by the Illinois Department of Financial and Professional Regulation Division of Insurance (statutory basis). These practices differ from accounting principles generally accepted in the United States of America (“generally accepted accounting principles”) as certain assets, including certain aged premium and health care receivables, are considered nonadmitted assets for statutory purposes and are excluded from the statements of admitted assets, liabilities, capital and surplus – statutory basis. The change in nonadmitted assets has been reflected in accumulated surplus in the accompanying statutory basis financial statements. Under generally accepted accounting principles, these amounts would be included in total assets on the balance sheet. In addition, certain debt investments that would be shown at market value under generally accepted accounting principles are presented in the accompanying statements of admitted assets, liabilities, capital and surplus – statutory basis at amortized cost.

The IDOI recognizes only statutory accounting practices prescribed or permitted by the state of Illinois for determining and reporting the financial condition and results of operations of an HMO and for determining its solvency under Illinois insurance law. The National Association of Insurance Commissioners’ (“NAIC”) Accounting Practices and Procedures manual (“NAIC SAP”) has been adopted with modifications as a component of prescribed or permitted practices by the state of Illinois. No significant differences exist between the statutory practices prescribed or permitted by the state of Illinois and those prescribed or permitted by the NAIC SAP which would materially affect the statutory basis capital and surplus.

**B. Use of Estimates** – These statutory basis financial statements include certain amounts that are based on the Plan’s estimates and judgments. These estimates require the Plan to apply complex assumptions and judgments, often because the Plan must make estimates about the effects of matters that are inherently uncertain and will change in subsequent periods. The most significant estimates relate to total hospital and medical expenses and claims unpaid. The Plan adjusts these estimates each period, as more current information becomes available. The impact of any changes in estimates is included in the determination of income in the period in which the estimate is adjusted.

### **C. Accounting Policy –**

**Cash, Cash Equivalents, and Short-term Investments** — Cash, cash equivalents, and short-term investments represent cash held by the Plan in disbursement accounts, money market instruments, commercial paper, and bonds with a maturity of three months or less at the time of purchase. Claims and other payments are made from the disbursement accounts daily. Cash equivalents are reported at cost or amortized cost depending on the nature of the underlying security, which approximates market value. Cash overdrafts are a result of timing differences in funding disbursement accounts for claims payments.

Short-term investments also consist of the Plan’s share of an investment pool sponsored and administered by UHS for the benefit of the UHS-owned health plans. The investment pool consists principally of investments with original maturities of less than one year with the average life of the individual investments being less than 60 days. The Plan’s share of the pool represents an undivided ownership interest in the pool and is immediately convertible to cash at no cost or penalty. The investments within the pool have an

individual fund number to track those investments owned by the Plan. The pool is primarily invested in governmental obligations, commercial paper, certificates of deposit, and short-term agency notes and are recorded at cost. Interest income from the pool accrues daily to participating members based upon ownership percentage.

**(1),(2), (5), (6) Bonds and Short-term Investments** — Bonds and short-term investments include government obligations and are stated at amortized cost if they meet NAIC designation of one or two and stated at the lower of amortized cost or market value if they meet an NAIC designation of three or higher. Amortization of bond premium or discount is calculated using the constant-yield interest method. Bonds and short-term investments are valued and reported using market prices published by the NAIC National Securities Valuation Office (SVO) in accordance with the NAIC Valuations of Securities manual prepared by the SVO or external pricing service if NAIC values are not available.

Corporate bonds and government obligations include mortgage-backed securities, which are valued using the retrospective adjustment methodology. Prepayment assumptions for the determination of the amortized cost of mortgage-backed securities are based on a three-month constant prepayment rate history. The Plan's investment policy limits investments in other residential mortgage-backed securities, including home equity and subprime mortgages, to 10% of total cash and invested assets, and total investments in mortgage-backed securities to 30% of total cash and invested assets..

The Plan continually monitors the difference between the cost and estimated fair value of its investments. If any of the Plan's investments experience a decline in value that the Plan believes is other than temporary, the Plan records a realized loss net realized capital gains (losses) less capital gains tax in the statutory basis statements of operations. The new cost basis is not changed for subsequent recoveries in fair value. The prospective adjustment method is utilized for mortgage-backed securities for periods subsequent to the loss recognition.

**(11) Hospital and Medical Expenses and Claims Unpaid and Aggregate Health Policy Reserves** — Hospital and medical expenses and corresponding liabilities include claims paid, claims processed but not yet paid, estimates for claims received but not yet processed, and estimates for the costs of health care services enrollees have received, but for which claims have not yet been submitted.

The estimates for health care services incurred but not yet reported are developed using actuarial methods based upon historical submission and payment data, cost trends, customer and product mix, seasonality, utilization of health care services, contracted service rates, and other relevant factors. The estimates may change as actuarial methods change or as underlying facts upon which estimates are based change. The Company did not change actuarial methods during the respective reporting period. Management believes the amount of claims unpaid is adequate to cover the Company's liability for unpaid claims as of the end of the reporting period; however, actual claim payments may differ from those established estimates. Adjustments to claims unpaid estimates are reflected in operating results in the period in which the change in estimate is identified.

**Amounts Receivable Relating to Uninsured Plans and Liability for Amounts Held Under Uninsured Plans** — Liabilities for amounts held under uninsured plans represents the cost reimbursement under the Medicare Part D program for the Catastrophic Reinsurance Subsidy and the Low-Income Member Cost Sharing Subsidy. The Plan is fully reimbursed by CMS for costs incurred for these contract elements and, accordingly, there is no insurance risk to the Plan. Amounts received for these subsidies are not reflected as premium income, but rather are accounted for as deposits, with the related liability recorded in amounts held under uninsured plans in the statutory basis statements of admitted assets, liabilities, and capital and surplus. Related cash flows are presented within operating expenses paid within cash provided by operations in the statutory basis statements of cash flows.

**Income Taxes** — Statutory accounting requires an amount to be recorded for deferred taxes on temporary differences between the financial reporting and tax bases of assets and liabilities, subject to limitations on deferred tax assets. The Plan's operations are included in the consolidated federal income tax return of UnitedHealth Group. Federal income taxes are paid to or refunded by UnitedHealth Group pursuant to the terms of a tax-sharing agreement, approved by the Board of Directors, under which taxes approximate the amount that would have been computed on a separate company basis. Income taxes incurred in the current and prior years will be available for recoupment by the Plan only in the event of future net losses of consolidated UnitedHealth Group. The Plan receives a benefit at the federal rate in the current year for current taxable losses incurred in that year to the extent losses can be utilized in the consolidated federal income tax return of UnitedHealth Group (see Note 9). UnitedHealth Group currently files income tax returns in the U.S. federal jurisdiction, various states, and foreign jurisdictions. The U.S. Internal Revenue Service (IRS) has completed exams on UnitedHealth Group's consolidated income tax returns for fiscal years 2007 and prior. UnitedHealth Group's 2008 tax return is under advance review by the IRS under its Compliance Assurance Program (CAP). With the exception of a few states, UnitedHealth Group is no longer subject to income tax examinations prior to 2002 in major state and foreign jurisdictions. The Plan does not believe any adjustments that may result from these examinations will be material to the Plan.

**(11) Claims Adjustment Expense** — Claims adjustment expenses (CAE) as defined by Statement of Statutory Accounting Principles (SSAP) No. 85, *Claim Adjustment Expenses, Amendments to SSAP No. 55 — Unpaid Claims, Losses, and Loss Adjustment Expenses*, are those costs expected to be incurred in connection with the adjustment and recording of accident and health claims. Pursuant to the terms of the management agreement (see Note 10), the Plan pays a management fee to UHS-RV in exchange for administrative and management services. A detailed review of UHS-RV's and the Plan's administrative expenses is performed to determine the allocation between CAE and general administrative expenses in accordance with SSAP No. 85. It is the responsibility of UHS-RV to pay claims adjustment expenses in the event the Plan ceases operations. The Plan has recorded an estimate of unpaid claims adjustment expenses associated with incurred but unpaid claims. Management believes the amount of the liability for unpaid claims adjustment expenses as of the end of the reporting period, is adequate to cover the Plan's cost for the adjustment and recording of unpaid claims; however, actual expenses may differ from those established estimates. The method used for determining CAE is periodically reviewed and updated, and any adjustments are reflected in the accompanying statutory basis statements of admitted assets, liabilities, and capital and surplus and the statutory basis statements of operations in the period in which the change in methodology is identified.

**Premiums** — Net premium income is recognized in the period in which enrollees are entitled to receive health care services. Premiums received prior to the period of service are recorded premiums received in advance in the accompanying statutory basis statements of admitted assets, liabilities, and capital and surplus.

Net premium income includes the Medicare Advantage CMS premium, and the CMS premium, member premium, and low-income premium subsidy for the Plan's insurance risk coverage under the Medicare Part D program. Net premium income is recognized ratably over the period in which eligible individuals are entitled to receive prescription drug benefits. The Plan estimates retrospective premiums adjustments based on guidelines determined by CMS.

The Plan also has an arrangement with CMS for certain Medicare products whereby periodic changes in member risk factor adjustment scores, for certain diagnoses codes, result in changes to its Medicare revenues. The Plan recognizes such changes when the amounts become determinable and supportable, and collectibility is reasonably assured.

Administrative fee revenues are recognized in the period in which the related services are performed based upon the fee charged to the customer for Administrative Services Only (ASO) contracts, for which the employer retains all health care service risk, while the Plan assumes administrative risk. Administrative fee revenue is netted against general administrative expenses in the statutory basis statements of operations.

**Reinsurance Ceded** — The Plan has an insolvency-only reinsurance agreement. Reinsurance premiums paid are deducted from premium income in the accompanying statutory basis financial statements.

**Incentive Pool** — The Plan has agreements with certain independent physicians and physician network organizations that provide for the establishment of a fund into which the Plan places monthly premiums payable for members assigned to the physician. The Plan manages the disbursement of funds from this account as well as reviews the utilization of non-primary care medical services of members assigned to the physicians. Any surpluses or deficits in the fund are shared by the Plan and the physician based upon predetermined risk-sharing percentages and liability or receivable is included in accrued medical incentive pool and bonus amounts or health care and other receivables in the statutory basis statements of assets, liabilities, and capital and surplus, and the corresponding expense or reduction to expense is included in incentive pool, withhold adjustments, and bonus amounts in the statutory basis statements of operations.

**Medical Risk Share** — The Plan has settlements with CMS that is based on whether the ultimate per-member, per-month benefit costs of any Medicare Part D regional plan varies more than two and one half (2.5) percentage points above or below the level estimated in the original bid submitted by the Plan and approved by CMS. The estimated risk share adjustment, a payable of \$5,321,850 in 2008 and a receivable of \$2,272,256 in 2007, was recorded as an adjustment to premium income in the statutory basis statements of operations and aggregate health policy reserves in the statutory basis statements of admitted assets, liabilities and capital and surplus.

**(13) Health Care Receivables** — Health care receivables consist of pharmacy rebate receivables estimated based on the most currently available data from the Plan's claims processing systems and from data provided by the Plan's unaffiliated pharmaceutical benefit managers and affiliated pharmaceutical benefit manager, Rx Solutions, Inc. (Rx Solutions). Pharmacy rebate receivables are considered non-admitted assets for statutory purposes if they do not meet the criteria established in SSAP No. 84, *Certain Health Care Receivables and Receivables Under Government Insured Plans*. Accordingly, the Plan has excluded the receivables that do not meet the SSAP No. 84 criteria from the statutory basis statements of admitted assets, liabilities, and capital and surplus.

**(10) Premium Deficiency Reserve** — Premium deficiency reserves and the related expense, as defined by SSAP No. 54, *Individual and Group Accident Health Contracts*, as well as actuarial practice guidelines, are recognized when it is probable that expected future health care expenses, claim adjustment expenses, and administration costs under a group of existing contracts will exceed anticipated future premiums and reinsurance recoveries considered over the remaining lives of the contracts. The methods for making such estimates and for establishing the resulting reserves are periodically reviewed and updated, and any adjustments are reflected in increase (decrease) in reserves for life and accident and health contracts in the accompanying statutory basis statements of operations in the period in which the change in estimate is identified. The Plan anticipates investment income as a factor in the premium deficiency calculation, in accordance with SSAP No. 54 (see Note 29).

**Vulnerability Due to Certain Concentrations** — The Plan is subject to substantial federal and state government regulation, including licensing and other requirements relating to the offering of the Plan's existing products in new markets and offerings of new products, both of which may restrict the Plan's ability to expand its business.

**Restricted Cash Reserves** — The IDOI, Commonwealth of Virginia Bureau of Insurance, and TennCare require the Plan to maintain a minimum regulatory deposit (equal to the minimum capital and surplus requirements). This restricted cash reserve consists principally of government obligations and is stated at amortized cost. This reserve is included in bonds in the accompanying statutory basis statements of admitted assets, liabilities, and capital and surplus. Interest earned on this reserve is accrued by the Plan.

**Minimum Capital and Surplus** — Under the laws of the state of Illinois, the IDOI requires the Plan to provide a contingency reserve based on 2% of the net capitation revenue from risk contracts limited to \$1,500,000. The Plan's accumulated reserve reached \$1,500,000 during 1989 and such reserve has been recorded as a part of capital and surplus.

Risk-based capital (RBC) is a regulatory tool for measuring the minimum amount of capital appropriate for a managed care organization to support its overall business operations in consideration of its size and risk profile. Additionally, there were minimum capital and surplus requirements relating to risk based capital of \$91,128,448 and \$72,580,658 at December 31, 2008 and 2007, respectively. The Plan is in compliance with the required amounts.

**Recently Issued Accounting Standards** — In September 2006, the FASB issued SFAS No. 157, "Fair Value Measurements," (FAS 157). FAS 157 establishes a framework for measuring fair value. It does not require any new fair value measurements, but does require expanded disclosures to provide information about the extent to which fair value is used to measure assets and liabilities, the methods and assumptions to measure fair value, and the effect of fair value measures on earnings. SFAS No. 157 is effective for financial statements issued for fiscal years beginning after November 15, 2007. GAAP pronouncements do not become part of Statutory Accounting Principles until and unless adopted by the NAIC. Upon adoption, the Plan will evaluate the impact on its statutory basis financial statements. However, the Plan determined the GAAP disclosure was relevant and significant and therefore has incorporated the GAAP required disclosure in Note 5.

In January 2009, the NAIC issued SSAP No. 98, *Treatment of Cash Flows When Quantifying Changes in Valuation and Impairments, an Amendment to SSAP No. 43 — Loan-backed and Structured Securities* (SSAP 98). SSAP 98 establishes statutory accounting principles for impairment analysis and subsequent valuation of loan-backed and structured securities. This statement is effective for quarterly and annual reporting periods beginning on or after January 1, 2009, with early adoption permitted and encouraged. A change resulting from the adoption of this statement shall be accounted for prospectively. No cumulative effect adjustments or application of the new guidance to prior events or periods are required, similar to a change in accounting estimate. The Plan adopted SSAP 98 as of December 31, 2008. The Plan has assessed the impact of SSAP 98 on its financial condition, results of operations and cash flows and has determined the result was not material to the statutory basis financial statements.

In September 2008, the NAIC issued SSAP No.99, *Accounting for Certain Securities Subsequent to an Other Than Temporary Impairment* (SSAP 99). SSAP 99 established statutory accounting principles for the treatment of premium or discount applicable to certain securities subsequent to the recognition of an other than temporary impairment. This statement is effective for quarterly and annual reporting periods beginning on or after January 1, 2009, with early adoption permitted. The Plan adopted SSAP 99 as of December 31, 2008. The Plan has assessed the impact of SSAP 99 on its financial condition, results of operations and cash flows and has determined the result was not material to the statutory basis financial statements.

**(3)** Capital stock consists of common stock at stated value with no par value and no stated dividend rate. One thousand shares are authorized; ten shares are issued and outstanding

**(4)**None

(7) Not applicable

(8) Not applicable

(9) Not applicable

(12) Not applicable

**2. ACCOUNTING CHANGES AND CORRECTIONS**

No changes in accounting principles have been recorded during the respective reporting period.

**3. BUSINESS COMBINATIONS AND GOODWILL**

The Plan was not party to a business combination during the respective reporting period and does not carry goodwill on its statutory basis statements of admitted assets, liabilities and capital and surplus.

**4. DISCONTINUED OPERATIONS**

The Plan did not discontinue any operations during the respective reporting period.

**5. INVESTMENTS**

The Plan has no mortgage loans, restructured debt, reverse mortgages, repurchase agreements, or investments in low-income housing tax credits. For purposes of calculating the realized gains and losses on sales of investments, the amortized cost of each investment sold is used. The gross realized gains and losses on sales of investments totaled \$2,989,000 for the year ended December 31, 2008. The realized gains and losses are included in net realized capital gains (losses) less capital gains tax in the accompanying statutory basis statements of operations.

As of December 31, 2008 and 2007, the amortized cost, fair value, gross unrealized holding gains and losses, and contractual maturities of the Plan's investments, excluding cash and cash equivalents of \$75,924,754 and \$53,625,399 in 2008 and 2007, respectively, were as follows (in thousands):

	2008				Fair Value
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses < 1 Year	Gross Unrealized Losses > 1 Year	
U.S. government and agency	272,051	9,394	(70)		281,375
Corporate bonds	117,252	379	(733)	(276)	116,622
	<u>389,303</u>	<u>9,773</u>	<u>(803)</u>	<u>(276)</u>	<u>397,997</u>
Due in one year or less	123,002	607	(141)	(39)	123,429
Due one to five years	100,559	2,637	(430)	(127)	102,639
Due five to ten years	90,941	3,586	(24)	-	94,503
Over ten years	74,801	2,943	(208)	(110)	77,426
	<u>389,303</u>	<u>9,773</u>	<u>(803)</u>	<u>(276)</u>	<u>397,997</u>
	2007				
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses < 1 Year	Gross Unrealized Losses > 1 Year	Fair Value
U.S. government and agency	172,936	2,100		(38)	174,998
Corporate bonds	134,471	265	(136)	(124)	134,476
	<u>307,407</u>	<u>2,365</u>	<u>(136)</u>	<u>(162)</u>	<u>309,474</u>
Due in one year or less	113,238	62	(8)	(63)	113,229
Due one to five years	152,394	1,842	(71)	(55)	154,110
Due five to ten years	7,639	155		(13)	7,781
Over ten years	34,136	306	(57)	(31)	34,354
	<u>307,407</u>	<u>2,365</u>	<u>(136)</u>	<u>(162)</u>	<u>309,474</u>

Included within the tables for U.S. government and agency securities are mortgage-backed securities, which do not have a single maturity date. For the 2008 years to maturity table above, these securities have been

presented in the maturity group based on the securities' final maturity date and at an amortized cost of \$42,411,000 and a fair value of \$43,302,052.

The tables above show the gross unrealized losses and fair value of investments with unrealized losses that are not deemed to be other-than-temporarily impaired (OTTI), aggregated by investment type and length of time that individual securities have been in a continuous unrealized loss position.

The unrealized losses on investments in U.S. government and agency obligations, municipalities and local agency obligations, and corporate obligations at the end of the reporting period, were mainly caused by interest rate increases and not on unfavorable changes in the credit ratings associated with these securities. The Plan evaluates impairment at each reporting period for each of the securities whereby the fair value of the investment is less than its amortized cost. The contractual cash flows of the U.S. government and agency obligations are either guaranteed by the U.S. government or an agency of the U.S. government. It is expected that the securities would not be settled at a price less than the cost of the investment, as the Plan has the ability to hold, and does not intend to sell the investment until the unrealized loss is fully recovered. The Plan evaluated the credit ratings of the municipalities and local agency obligations and corporate obligations, noting whether a significant deterioration since purchase or other factors which may indicate an other-than-temporary impairment, such as the length of time and extent to which market value has been less than cost, the financial condition and near-term prospects of the issuer as well as specific events or circumstances that may influence the operations of the issuer, and our intent and ability to hold the investment for a sufficient time in order to enable recovery of our cost.

FAS 157 defines fair value, establishes a framework for measuring fair value and expands disclosure about fair value measurements. The fair value hierarchy is as follows:

Level 1 – Quoted (unadjusted) prices for identical assets in active markets.

Level 2 – Other observable inputs, either directly or indirectly, including:

- Quoted prices for similar assets in active markets;
- Quoted prices for identical or similar assets in non-active markets (few transactions, limited information, non-current prices, high variability over time, etc.);
- Inputs other than quoted prices that are observable for the asset (interest rates, yield curves, volatilities, default rates, etc.); and
- Inputs that are derived principally from or corroborated by other observable market data.

Level 3 – Unobservable inputs that cannot be corroborated by observable market data.

Fair values of short-term investments and bonds are based on quoted market prices, where applicable. The Plan obtains one price for each security primarily from the NAIC SVO or an independent pricing service, which generally uses Level 1 or Level 2 inputs for the determination of fair value in accordance with FAS 157. The pricing service normally derives the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available observable market information. For securities not actively traded, the pricing service may use quoted market prices of comparable instruments or discounted cash flow analyses, incorporating inputs that are currently observable in the markets for similar securities. Inputs that are often used in the valuation methodologies include, but are not limited to, non-binding broker quotes, benchmark yields, credit spreads, default rates and prepayment speeds. As the Plan is responsible for the determination of fair value, it performs quarterly analysis on the prices received from the pricing service to determine whether the prices are reasonable estimates of fair value. As a result of these reviews, the Plan has not historically adjusted the prices obtained from the pricing service.

In instances in which the inputs used to measure fair value fall into different levels of the fair value hierarchy, the fair value measurement has been determined based on the lowest level input that is significant to the fair value measurement in its entirety. The Plan's assessment of the significance of a particular item to the fair value measurement in its entirety requires judgment, including the consideration of inputs specific to the assets.

D.4 and 5) There are no securities with a recognized other-than temporary impairment currently held by the reporting entity.

D.6) The Plan has loan backed securities with a fair value of \$7,831,000 for which an other-than-temporary impairment has not been recognized. The gross unrealized losses on securities that have been in a continuous unrealized loss position for less than 12 months is \$96,000. There are no gross unrealized losses that have been in a continuous unrealized loss position for greater than 12 months.

D.7) NA

D.8) NA

**6. VENTURES, PARTNERSHIPS, AND LIMITED LIABILITY COMPANIES**

The Plan has no investments in joint ventures, partnerships, or limited liability companies.

**7. INVESTMENT INCOME**

The Plan has admitted all investment income due and accrued in the statutory basis statements of admitted assets, liabilities, and capital and surplus.

**8. DERIVATIVE INSTRUMENTS**

The Plan has no derivative instruments.

**9. INCOME TAXES**

The federal income taxes incurred for the years ended December 31, were as follows:

	2008	2007
Total current federal income tax provision	<u>25,625,111</u>	<u>12,882,078</u>

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and liabilities at December 31, are as follows:

Deferred tax assets	2008	2007	Change
Bad debt	134,769	134,622	147
Unpaid losses and CAE	1,580,816	1,133,963	446,853
Unearned premiums	383,386	407,109	(23,723)
Intangibles	50,096,123	54,221,767	(4,125,645)
Nonadmitted assets	405,241	851,627	(446,385)
Total deferred tax assets	<u>52,600,335</u>	<u>56,749,088</u>	<u>(4,148,753)</u>
Nonadmitted deferred tax assets	<u>(45,926,743)</u>	<u>(49,237,336)</u>	<u>3,310,593</u>
Admitted deferred tax assets	6,673,592	7,511,752	(838,160)
Deferred tax liabilities	2008	2007	Change
Accrued expenses	0	(139,283)	139,283
Investments	(46,461)	(721,828)	675,367
Total deferred tax liabilities	<u>(46,461)</u>	<u>(861,111)</u>	<u>814,650</u>
Net admitted deferred tax asset	<u>6,627,131</u>	<u>6,650,641</u>	<u>(23,511)</u>

The change in net deferred income taxes for the years ended December 31, comprises the following:

	2008	2007
Change in deferred tax assets	(4,148,753)	56,815,302
Change in deferred tax liabilities	<u>814,650</u>	<u>611,894</u>
Net deferred tax asset/(liability)	<u>(3,334,103)</u>	<u>57,427,196</u>
Less: Change in deferred on unrealized gain/(loss)	<u>0</u>	<u>0</u>
Change in net deferred income tax	<u>(3,334,103)</u>	<u>57,427,196</u>

The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate of 35% to income before income taxes. The significant items causing this difference are as follows:

Description	2008		
	Amount	Tax Effect	Effective Tax Rate
Tax provision at the federal statutory rate	82,620,325	28,917,114	35.00%
Tax-exempt interest	(1,353,948)	(473,882)	-0.57%
Other current year items	639	224	0.00%
Tax effect of nonadmitted assets	1,275,387	446,385	0.54%
Prior year true-up	668,028	233,810	0.28%
Deferred corrections	(469,819)	(164,437)	-0.20%
Total	<u>82,740,611</u>	<u>28,959,214</u>	<u>35.05%</u>
Current federal income tax provision		24,947,900	30.20%
Tax on capital gains/(losses)		677,211	0.82%
Change in net deferred income tax		3,334,103	4.04%
Total statutory income taxes		<u>28,959,214</u>	<u>35.05%</u>

## 10. INFORMATION CONCERNING PARENT, SUBSIDIARIES, AND AFFILIATES

Administrative services including claims processing, broker fees, marketing, quality assurance, financial, accounting, insurance, legal, and data processing, are provided to the Plan by its parent. Under the terms of agreements between the Plan and the parent, and approved by the IDOI, the parent charges the Plan for such services based on a percentage of premiums for each line of business. Expenses charged to the Plan by the parent for the respective reporting period were \$213,316,036 for the respective reporting period, and are reported as claims adjustment expenses and general administrative expenses.

Effective January 1, 2008, RxSolutions collects rebates on certain pharmaceutical products based on member utilization. Rebates related to these agreements of \$15,170,554, are included as a reduction of prescription drugs in the accompanying statutory basis statements of operations.

The Plan has a contract with United Behavioral Health, a wholly owned subsidiary of UHS, to provide mental health and substance abuse services for its enrollees. Fees related to this agreement, which are calculated on a per-member per-month basis, of \$4,875,690 for the respective reporting period are included in medical services expenses in the accompanying statutory basis statements of revenue and expenses.

The Plan has an agreement with OPTUM, a division of UHS, to provide a 24-hour call-in service, called Care24, to its enrollees. Fees related to this agreement, which are calculated on a per member per month basis, of \$1,568,365 for the respective reporting period are included in medical services expenses in the accompanying statutory basis statements of revenue and expenses.

The Plan contracts with United Resource Network, a division of UHS, to provide access to a network of transplant providers for its enrollees. Fees related to this agreement, which are calculated on a per member per month basis, of \$841,898 for the respective reporting period are included in medical services expenses in the accompanying statutory basis statements of revenue and expenses – statutory basis.

Effective January 1, 2007, the Plan has a contract with ACN Group, Inc., a wholly owned subsidiary of UHS, to provide chiropractic and physical therapy services for its enrollees. Fees related to this agreement, which are calculated on a per member per month basis, were \$263,401 for the respective reporting period and are included in medical services expenses in the accompanying statements of revenue and expenses – statutory basis.

The Plan has a contract with Spectera, Inc., a wholly owned subsidiary of UHS, to provide administrative services related to vision benefit management and claims processing for its enrollees. Fees related to this agreement of approximately \$417,022 for the respective reporting period, are included in medical services expenses in the accompanying statutory basis statements of operations.

The Plan has an agreement with Dental Benefit Providers, Inc. (DBP), a wholly owned subsidiary of UHS, to provide dental care and assistance for its enrollees. Fees related to this agreement, which are calculated on a per-member, per-month basis, of approximately \$23,394 for the respective reporting period are included in other professional services in the accompanying statutory basis statements of operations. Additionally, the Plan reimbursed DBP approximately \$351,136 for claims not covered by the agreement above, which are also included in other professional services in the accompanying statutory basis statements of operations.

Upon acquisition, the Plan entered into a subordinated revolving credit agreement with UnitedHealth Group at an interest rate of LIBOR plus a margin of 0.50%. The aggregate principal amount that may be outstanding at any time is the lesser of 3% of the Plan's admitted assets or 25% of the Plan's policyholder surplus as of the preceding December 31. The credit agreement is for a one-year term and automatically renews annually, unless terminated by either party. The agreement was renewed effective December 31, 2008. No amounts were outstanding under the line of credit as of the end of the reporting period. No amounts were borrowed and no interest paid for the reporting period.

The Plan has an insolvency-only reinsurance agreement with United HealthCare Insurance Company ("UHIC"), a wholly owned subsidiary of UHIC Holdings, Inc., which is a wholly owned subsidiary of UHS, to provide insolvency protection for its enrollees. Reinsurance premiums, which are calculated on a percentage of member premium revenues, of \$1,727,764 for the respective reporting period are netted against premium revenues in the accompanying statement of revenue and expenses – statutory basis. Reinsurance recoveries are netted against medical services expenses in the accompanying statutory basis statements of income. Reinsurance contracts do not relieve the Plan from its obligations to policyholders. Failure of reinsurers to honor their obligations could result in losses to the Plan.

As of the end of the respective reporting period, the Plan reported \$168,689,874 as amounts due from parent, subsidiaries and affiliates, which are included in the statutory basis statements of admitted assets, liabilities, and capital and surplus. The balances are generally settled within 90 days from incurred date. Any balances due to the Plan that are not settled within 90 days are considered nonadmitted assets.

The Plan has an agreement with Ingenix, to provide subrogation services. Fees related to this agreement, which on a fee basis, of approximately \$389,363 for the respective reporting period are included medical services expenses in the accompanying statutory basis statements of operations.

#### **11. DEBT**

The Plan had no outstanding debt during the reporting period with third parties.

#### **12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES, AND OTHER POSTRETIREMENT BENEFIT PLANS**

The Plan has no retirement plan, deferred compensation, and other benefit plans, since all personnel are employees of UHS, which provides services to the Plan under the terms of a management agreement (see Note 10).

#### **13. CAPITAL AND SURPLUS, SHAREHOLDERS' DIVIDEND RESTRICTIONS, AND QUASI-REORGANIZATIONS**

Capital stock consists of common stock at stated value with no par value and no stated dividend rate. One thousand shares are authorized; ten shares are issued and outstanding.

The Plan may make an ordinary dividend payment to its stockholder in an amount not to exceed the greater of ten percent of the Plan's capital and surplus or the Plan's net income for the previous year.

No dividend was granted in 2008. The Plan paid an ordinary dividend to UHS-RV of \$41,500,000 on September 17, 2007, which required no approval.

#### **14. CONTINGENCIES**

Because of the nature of our business, we are routinely made party to a variety of legal actions related to the design and management of our service offerings. The Plan records liabilities for estimates of probable costs resulting from these matters. These matters include, but are not limited to, claims relating to health care benefits coverage, medical malpractice actions, contract disputes, and claims related to disclosure of certain business practices. Although the outcomes of any such legal actions cannot be predicted, in the opinion of management, the resolution of any currently pending or threatened actions will not have a material adverse effect on the accompanying statutory basis statements of admitted assets, liabilities, and capital and surplus or statutory basis statements of operations of the Plan. The Plan believes there are no assets that it considers to be impaired as of the end of the reporting period.

#### **15. LEASES**

According to the management agreement (see Note 10) between the Plan and UHS-RV, operating leases for the rental of office facilities and equipment are the responsibility of UHS-RV. Fees associated with the agreement are included in the Plan's management fee.

**16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE-SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK**

The Plan does not hold any financial instruments with off-balance-sheet risk or concentrations of credit risk.

**17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES**

The Plan did not participate in any transfer of receivables, financial assets, or wash sales.

**18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS**

Medicare Part D is a partially insured plan. The Plan recorded a receivable of \$2,319,446 in 2008 for deposits under the Medicare Part D program for the catastrophic reinsurance and low-income member cost sharing subsidies as described above in Summary of Significant Accounting Policies.

**19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD-PARTY ADMINISTRATORS**

The Plan did not have any direct premiums written or produced by managing general agents or third-party administrators.

**20. OTHER ITEMS**

*Subprime Mortgage Related Risk Disclosure* – No significant change.

**21. EVENTS SUBSEQUENT**

There are no events subsequent to the end of the reporting period that require disclosure.

**22. REINSURANCE**

*Ceded Reinsurance Report* —

Section 1 — General Interrogatories

- 1) Are any non-affiliated reinsurers owned in excess of 10% or controlled, either directly or indirectly, by the Plan or by any representative, officer, trustee, or director of the Plan?

Yes ( )            No (X)

- 2) Have any policies issued by the Plan been reinsured with a company chartered in a country other than the United States (excluding U.S. branches of such companies) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor, or an insured or any other person not primarily engaged in the insurance business?

Yes ( )            No (X)

Section 2 — Ceded Reinsurance — Part A

- 1) Does the Plan have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credit?

Yes ( )            No (X)

- 2) Does the reporting entity have any reinsurance agreements in effect that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

Yes ( )            No (X)

Section 3 — Ceded Reinsurance — Part B

- 1) What is the estimated amount of the aggregate reduction in surplus (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of payment or other similar credits that are reflected in Section 2 above) of termination of all

reinsurance agreements, by either party, as of the date of this statement? Where necessary, the Plan may consider the current or anticipated experience of the business reinsured in making this estimate.

The Plan estimates there should be no aggregate reduction in surplus for termination of all reinsurance agreements as of December 31, 2008.

- 2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the Plan as of the effective date of the agreement?

Yes ( )            No (X)

**Unsecured Reinsurance Recoverables** — The Plan does not have an unsecured aggregate reinsurance recoverable with any individual reinsurers, authorized or unauthorized, that exceeds 3% of the Plan's policyholder surplus.

**Reinsurance Recoverable in Dispute** — The Plan does not have a reinsurance recovery receivable balance that is being disputed by any individual reinsurer.

**Reinsurance Assumed and Ceded** — The Plan does not have a provision in its reinsurance contract to return commissions to the reinsurer in the event that the Plan cancels its reinsurance policy.

**Uncollectible Reinsurance** — During the reporting period, there were no uncollectible reinsurance recoverables.

**Commutation of Reinsurance** — The Plan has an insolvency-only reinsurance agreement with UHIC to provide insolvency protection for its enrollees. There was no commutation of reinsurance during the reporting period.

**Retroactive Reinsurance** — The Plan did not have a retroactive reinsurance agreement during the reporting period.

### **23. RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION**

The Plan has Medicare business which is subject to a retrospective rating feature related to Part D premiums. The Plan has estimated accrued retrospective premiums related to Part D premiums based on guidelines determined by CMS. The formula is tiered and based on bid medical loss ratio.

During 2008 and 2007, the Plan contracted with the federal government through the Office of Personnel Management to administer the FEHBP (Federal Employees Health Benefit Program). The Plan is subject to rate adjustments through audits of by the Office of Personnel Management.

Estimated accrued retrospective premiums due to (from) the Plan are recorded in uncollected premiums or aggregate health policy reserves on the statutory basis statements of admitted assets, liabilities, and capital and surplus and as an adjustment to change in unearned premium reserves and reserve for rate credits or net premium income on the statutory basis statements of operations.

The Plan does not have any other retrospectively rated contracts subject to redetermination as of the end of the reporting period.

### **24. CHANGE IN INCURRED CLAIMS AND CLAIMS ADJUSTMENT EXPENSE**

Changes in estimates related to prior year incurred claims are included in total hospital and medical expenses in the current year in the accompanying statutory basis statements of operations.

The liability for claims unpaid at December 31, 2008, was less than actual claims incurred in 2008 related to prior years by approximately \$2,881,527. The primary drivers consist of favorable development as a result of ongoing analysis of loss development trends and changes to the provider settlement reserves offset by changes in balance sheet only accruals for claims in settlement and provider withhold.

Claims adjustment expenses are included in the management service fees paid by the Plan to UHS-RV as a part of its management agreements (Note 10). The reserve for claims adjustment expenses was approximately \$3,129,130 as of end of the respective reporting period.

### **25. INTERCOMPANY POOLING ARRANGEMENTS**

The Plan did not have any intercompany pooling arrangements as of the respective reporting period.

**26. STRUCTURED SETTLEMENTS**

The Plan did not have any structured settlements in the respective reporting period.

**27. HEALTH CARE RECEIVABLES**

Of the amount reported as healthcare and other receivables \$4,079,505 relates to pharmaceutical rebate receivables as of the respective reporting period.

The collection history of pharmacy rebates is summarized as (in thousands):

Quarter	Estimated Pharmacy Rebates	PHARMACY BILLED	Rebates Collected Within 90 Days of Invoicing/ Confirmation	Rebates Received Within 91 to 180 Days of Invoicing/ Confirmation	Rebates Received More than 181 Days of Invoicing/ Confirmation
9/30/2009	3,748,610	-	-	-	-
6/30/2009	3,102,575	3,307,138	2,891,369	-	-
3/31/2008	2,861,068	3,014,412	1,952,389	999,310	-
12/31/2008	3,449,717	3,849,716	2,519,075	894,996	221,948
9/30/2008	3,442,346	3,670,071	2,454,725	511,946	552,706
6/30/2008	2,993,917	3,106,043	2,330,683	593,507	124,082
3/31/2008	2,356,918	2,891,026	1,662,173	1,138,059	43,985
12/31/2007	1,695,619	1,729,315	1,171,060	527,079	2,897
9/30/2007	1,592,077	1,676,646	1,276,724	314,508	63,262
6/30/2007	1,578,637	1,626,258	908,030	770,472	(52,243)
3/31/2007	-	1,238,951	242,452	802,462	194,037

Pharmaceutical rebates receivable are recorded when reasonably estimated or billed by the pharmaceutical benefit manager in accordance with pharmaceutical rebate contract provisions. Information used to support rebates billed to the manufacturer is based on utilization information gathered by the pharmaceutical benefit manager and adjusted for significant changes in pharmaceutical contract provisions.

**28. PARTICIPATING POLICIES**

The Plan did not have any participating contracts in the reporting period.

**29. PREMIUM DEFICIENCY RESERVE**

The Plan had no premium deficiency reserves, as of the end of the respective reporting period. If applicable, premium deficiency reserves are included in aggregate health policy reserves in the statutory basis statements of admitted assets, liabilities, and capital and surplus. The Plan did consider anticipated investment income when calculating its premium deficiency reserves.

**30. ANTICIPATED SALVAGE AND SUBROGATION**

Due to the type of business being written, the Plan has no salvage. As of the end of the respective reporting period, the Plan had no specific accruals established for outstanding subrogation, as it is considered a component of the actuarial calculations used to develop the estimates of incurred but not yet reported claims.

## GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since the prior year end unless otherwise noted)

### PART 1 - COMMON INTERROGATORIES GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? ..... Yes [ ] No [ X ]
- 1.2 If yes, has the report been filed with the domiciliary state? ..... Yes [ ] No [ ]
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? ..... Yes [ ] No [ X ]
- 2.2 If yes, date of change: .....
3. Have there been any substantial changes in the organizational chart since the prior quarter end? ..... Yes [ X ] No [ ]  
If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? ..... Yes [ ] No [ X ]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? ..... Yes [ ] No [ X ] N/A [ ]  
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .... 12/31/2007
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. .... 06/22/2009
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). .... 06/22/2009
- 6.4 By what department or departments?  
Illinois Department of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? ..... Yes [ X ] No [ ] N/A [ ]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [ X ] No [ ] N/A [ ]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? ..... Yes [ ] No [ X ]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? ..... Yes [ ] No [ X ]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? ..... Yes [ X ] No [ ]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
OptumHealth Bank Inc. ....	Salt Lake City, Utah .....	NO	NO	NO	YES	NO

## GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? ..... Yes [  ] No [  ]
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended? ..... Yes [  ] No [  ]
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? ..... Yes [  ] No [  ]
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

### FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? ..... Yes [  ] No [  ]
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: ..... \$ .....0

### INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) ..... Yes [  ] No [  ]
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: ..... \$ .....0
13. Amount of real estate and mortgages held in short-term investments: ..... \$ .....0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? ..... Yes [  ] No [  ]
- 14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds .....	\$ .....0	\$ .....0
14.22 Preferred Stock .....	\$ .....0	\$ .....0
14.23 Common Stock .....	\$ .....0	\$ .....0
14.24 Short-Term Investments .....	\$ .....0	\$ .....0
14.25 Mortgage Loans on Real Estate .....	\$ .....0	\$ .....0
14.26 All Other .....	\$ .....0	\$ .....0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) .....	\$ .....0	\$ .....0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....	\$ .....0	\$ .....0

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? ..... Yes [  ] No [  ]
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? ..... Yes [  ] No [  ]
- If no, attach a description with this statement.

## GENERAL INTERROGATORIES

16. Excluding items in Schedule E - Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conducting Examinations, E - Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? ..... Yes [  ] No [  ]
- 16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
State Street Bank .....	801 Pennsylvania, Kansas City, MO 64105 .....

- 16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
.....	.....	.....
.....	.....	.....

- 16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? ..... Yes [  ] No [  ]
- 16.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
.....	.....	.....	.....
.....	.....	.....	.....

- 16.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
113972 .....	Standish Mellon Asset Management Company .....	One Boston Place, Suite 024-0344, Boston MA 02108 .....

- 17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? ..... Yes [  ] No [  ]
- 17.2 If no, list exceptions:

**SCHEDULE S - CEDED REINSURANCE**

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Location	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
<b>NONE</b>						

**SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS**

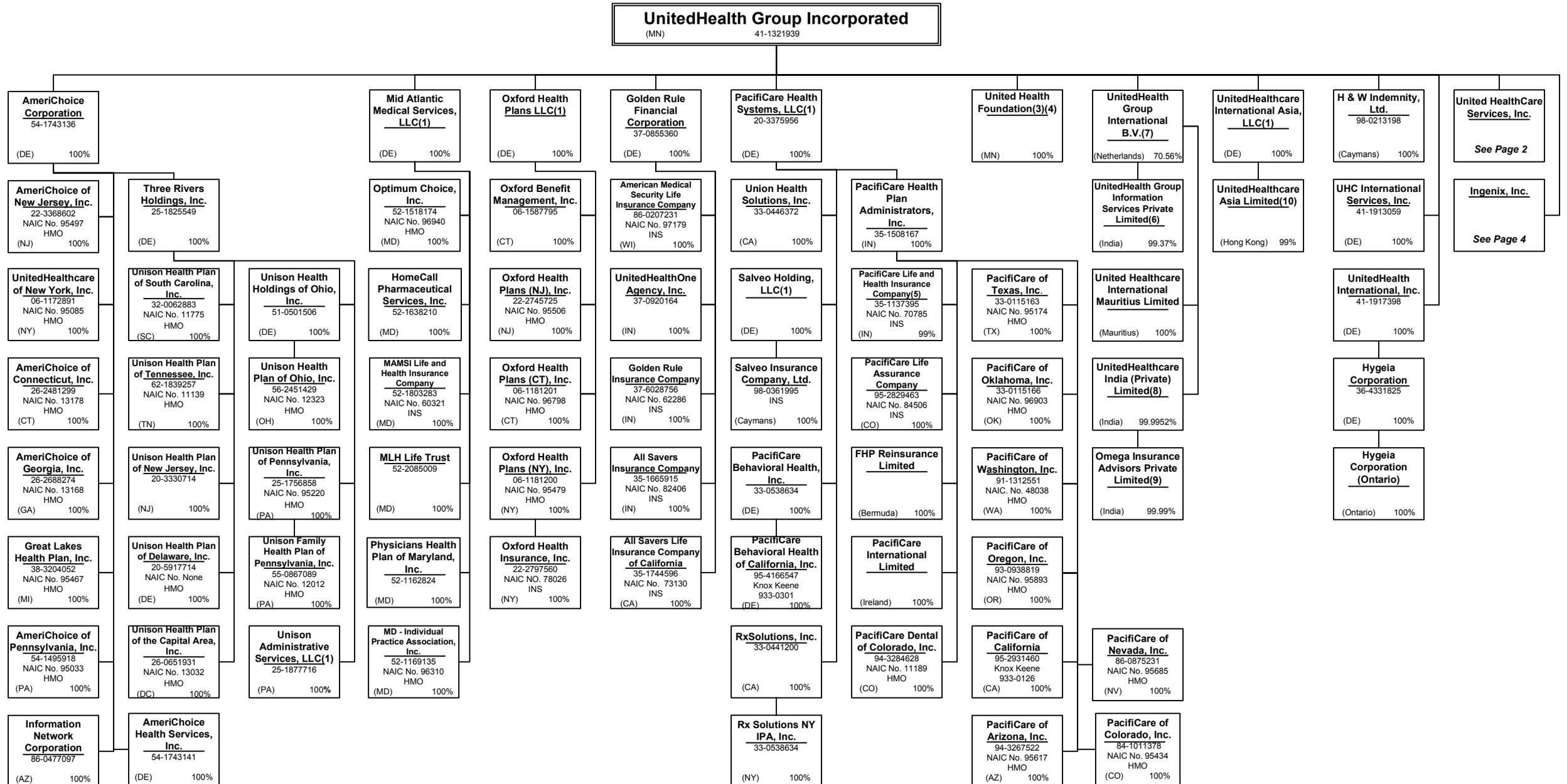
Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status	Direct Business Only							9 Deposit-Type Contracts	
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	N							0	
2. Alaska	AK	N							0	
3. Arizona	AZ	N							0	
4. Arkansas	AR	N							0	
5. California	CA	N							0	
6. Colorado	CO	N							0	
7. Connecticut	CT	N							0	
8. Delaware	DE	N							0	
9. District of Columbia	DC	N							0	
10. Florida	FL	N							0	
11. Georgia	GA	N							0	
12. Hawaii	HI	N							0	
13. Idaho	ID	N							0	
14. Illinois	IL	L	28,022,554	11,306,659					39,329,213	
15. Indiana	IN	N							0	
16. Iowa	IA	L	131,796,309	25,891,658		13,295,081			170,983,048	
17. Kansas	KS	N							0	
18. Kentucky	KY	N							0	
19. Louisiana	LA	N							0	
20. Maine	ME	N							0	
21. Maryland	MD	N							0	
22. Massachusetts	MA	N							0	
23. Michigan	MI	N							0	
24. Minnesota	MN	N							0	
25. Mississippi	MS	N							0	
26. Missouri	MO	N							0	
27. Montana	MT	N							0	
28. Nebraska	NE	N							0	
29. Nevada	NV	N							0	
30. New Hampshire	NH	N							0	
31. New Jersey	NJ	N							0	
32. New Mexico	NM	N							0	
33. New York	NY	N							0	
34. North Carolina	NC	N							0	
35. North Dakota	ND	N							0	
36. Ohio	OH	N							0	
37. Oklahoma	OK	N							0	
38. Oregon	OR	N							0	
39. Pennsylvania	PA	N							0	
40. Rhode Island	RI	N							0	
41. South Carolina	SC	N							0	
42. South Dakota	SD	N							0	
43. Tennessee	TN	L	87,141,350	289,028,241	1,075,828,430				1,451,998,021	
44. Texas	TX	N							0	
45. Utah	UT	N							0	
46. Vermont	VT	N							0	
47. Virginia	VA	L	24,642,228	47,959,145					72,601,373	
48. Washington	WA	N							0	
49. West Virginia	WV	N							0	
50. Wisconsin	WI	N							0	
51. Wyoming	WY	N							0	
52. American Samoa	AS	N							0	
53. Guam	GU	N							0	
54. Puerto Rico	PR	N							0	
55. U.S. Virgin Islands	VI	N							0	
56. Northern Mariana Islands	MP	N							0	
57. Canada	CN	N							0	
58. Aggregate Other Aliens	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		271,602,441	374,185,703	1,075,828,430	13,295,081	0	0	1,734,911,655	0
60. Reporting Entity Contributions for Employee Benefit Plans	XXX								0	
61. Totals (Direct Business)	(a) 4		271,602,441	374,185,703	1,075,828,430	13,295,081	0	0	1,734,911,655	0
DETAILS OF WRITE-INS										
5801.	XXX									
5802.	XXX									
5803.	XXX									
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX		0	0	0	0	0	0	0	0
5899. Totals (Lines 5801 through 5803 plus 5898)(Line 58 above)	XXX		0	0	0	0	0	0	0	0

(a) Insert the number of L responses except for Canada and Other Alien.

# SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

## PART 1 - ORGANIZATIONAL CHART



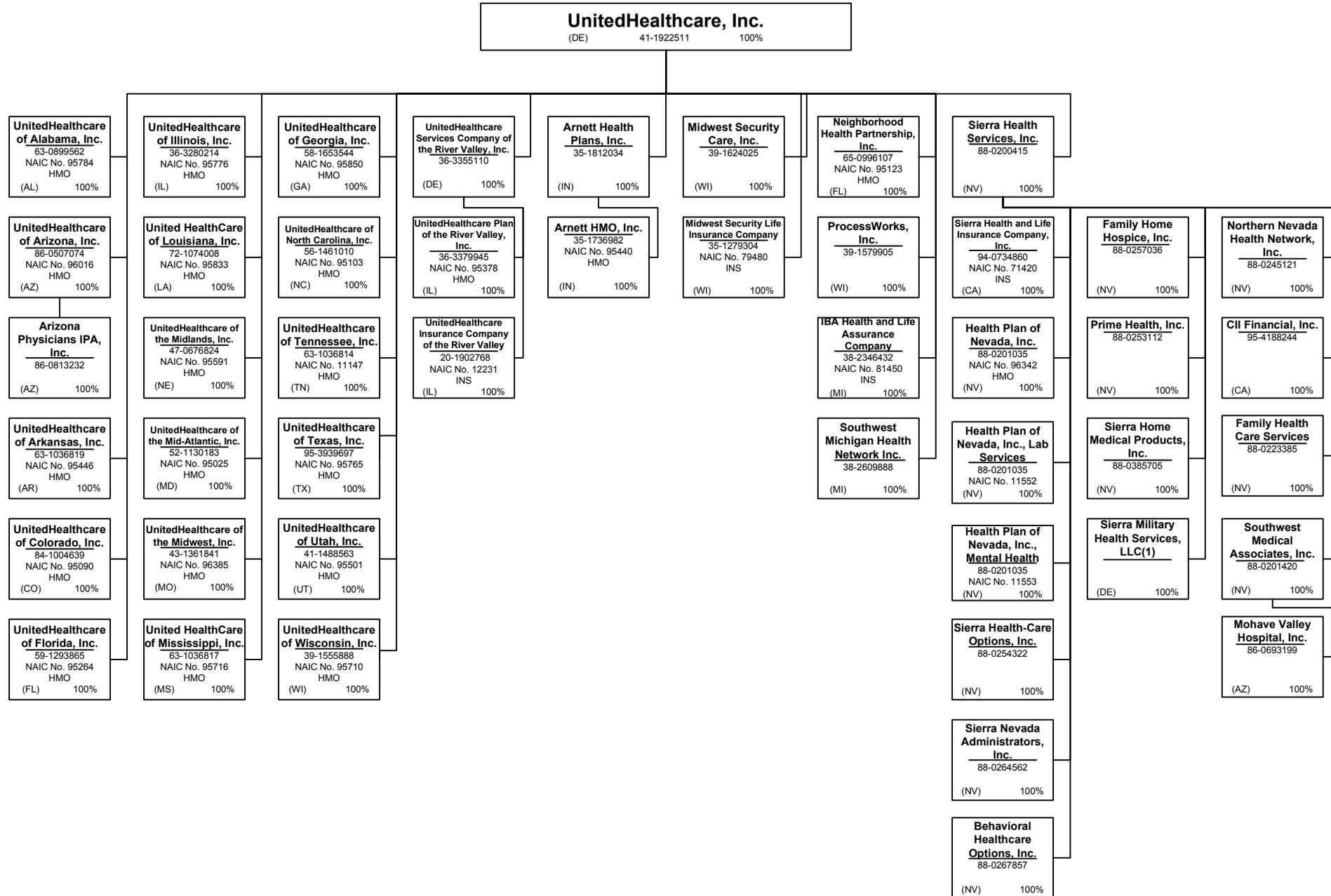
See Page 2

See Page 4



# SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

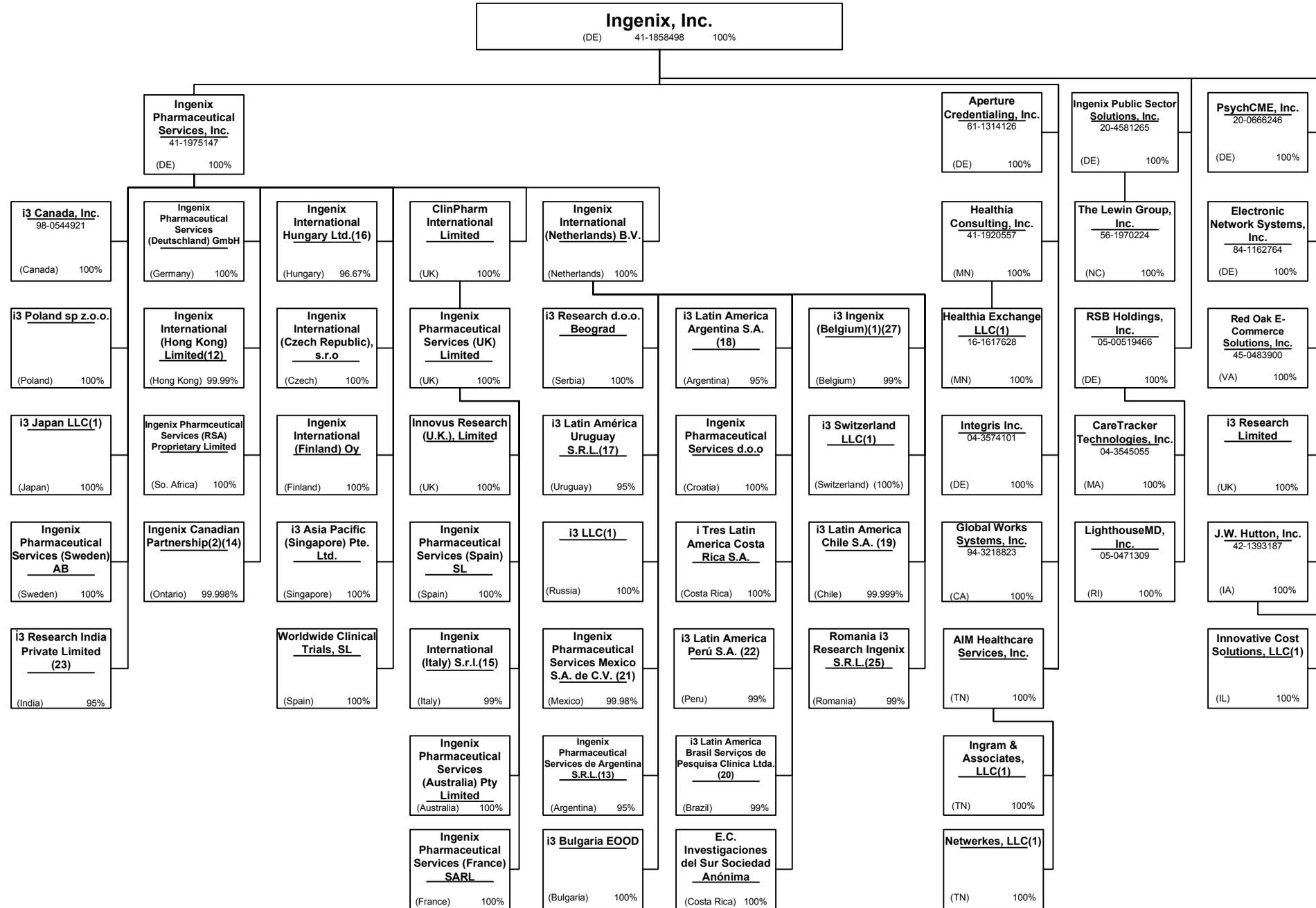
## PART 1 - ORGANIZATIONAL CHART



14.2

# SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

## PART 1 - ORGANIZATIONAL CHART



14.3

# SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

## PART 1 - ORGANIZATIONAL CHART

### Notes

All legal entities on the Organization Chart are Corporations unless otherwise indicated.

- (1) Entity is a Limited Liability Company
- (2) Entity is a Partnership
- (3) Entity is a Non-Profit Corporation
- (4) Control of the Foundation is based on sole membership, not the ownership of voting securities
- (5) PacifiCare Life and Health Insurance Company is 99% owned by PacifiCare Health Plan Administrators, Inc. and 1% owned by PacifiCare Health Systems, LLC
- (6) UnitedHealth Group Information Services Private Limited is 99.37% owned by UnitedHealth Group International B.V.. The remaining 0.63% is owned by UnitedHealth International, Inc.
- (7) UnitedHealth Group International B.V. is 70.56% owned by UnitedHealth Group Incorporated and 29.44% owned by United HealthCare Services, Inc.
- (8) United Healthcare India (Private) Limited is 99.9952% owned by UnitedHealth Group International B.V. and 0.0048% owned by UnitedHealth International, Inc.
- (9) Omega Insurance Advisors Private Limited is 99.99% owned by United Healthcare India (Private) Limited and 0.01% owned by an individual shareholder
- (10) UnitedHealthcare Asia Limited is 99% owned by UnitedHealthcare International Asia, LLC and 1% owned by UnitedHealth International, Inc.
- (11) General partnership interests are held by United HealthCare Services, Inc. (89.77%) and by UnitedHealthcare, Inc. (10.23%). United HealthCare Services, Inc. also holds 100% of the limited partnership interests. When combining general and limited partner interests, United HealthCare Services, Inc. owns 94.18% and UnitedHealthcare, Inc. owns 5.83%.
- (12) Ingenix International (Hong Kong) Limited is 99.99% owned by Ingenix Pharmaceutical Services, Inc. and 0.01% owned by Ingenix, Inc.
- (13) Ingenix Pharmaceutical Services de Argentina S.R.L is 95% owned by Ingenix International (Netherlands) B.V. and 5% owned by Ingenix, Inc.
- (14) Ingenix Canada Partnership is 99.998% owned by Ingenix Pharmaceutical Services, Inc. and 0.002% owned by Ingenix, Inc.
- (15) Ingenix International (Italy) S.r.l. is 99% owned by Ingenix Pharmaceutical Services (UK) Limited and 1% owned by Ingenix Pharmaceutical Services, Inc.
- (16) Ingenix International Hungary Ltd. is 96.67% owned by Ingenix Pharmaceutical Services, Inc. and 3.33% owned by Ingenix, Inc.
- (17) i3 Latin América Uruguay S.R.L. is 95% owned by Ingenix International (Netherlands) B.V. and 5% owned by Ingenix Pharmaceutical Services, Inc.
- (18) i3 Latin America Argentina S.A. is 95% owned by Ingenix International (Netherlands) B.V. and 5% owned by Ingenix Pharmaceutical Services, Inc.
- (19) i3 Latin America Chile S.A. is 99.9999% owned by Ingenix International (Netherlands) B.V. and 0.0001% owned by Ingenix Pharmaceutical Services, Inc.

(20) i3 Latin America Brasil Serviços de Pesquisa Clínica Ltda. Is 99% owned by Ingenix International (Netherlands) B.V. and 1% owned by Ingenix Pharmaceutical Services, Inc.

(21) Ingenix Pharmaceutical Services Mexico S.A. de C.V. is 99.98% owned by Ingenix International (Netherlands) B.V. The remaining 0.02% is owned by i3 Latin America Argentina S.A..

(22) i3 Latin America Perú S.A. is 99% owned by Ingenix International (Netherlands) B.V. and 1% owned by i3 Latin America Argentina S.A.

(23) i3 Research India Private Limited is 95% owned by Ingenix Pharmaceutical Services, Inc. and 5% owned by Ingenix, Inc.

(24) Limited partnership interest is held by UMR Holdings, Inc.. (99%). General partnership interest is held by UMR, Inc. (1%)

(25) Romania i3 Research Ingenix S.R.L. is 99% owned by Ingenix International (Netherlands) B.V. and 1% owned by Ingenix Pharmaceutical Services (UK) Limited

(26) Dental Benefit Providers, Inc. is 99.999% owned by United HealthCare Services, Inc. and 0.001% owned by PacificDental Benefits, Inc.

(27) i3 Ingenix (Belgium) is 99% owned by Ingenix International (Netherlands) B.V. and 1% owned by Ingenix Pharmaceutical Services, Inc.

# SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

Response

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement? .....

NO

Explanation:

1. Business not written.

Bar Code:



Medicare Part D Coverage Supplement [Document Identifier 365]

**OVERFLOW PAGE FOR WRITE-INS**

**SCHEDULE A - VERIFICATION**

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Current year change in encumbrances .....		
4. Total gain (loss) on disposals .....		
5. Deduct amounts received on disposals .....		
6. Total foreign exchange change in book/adjusted carrying value .....		
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) .....		
10. Deduct total nonadmitted amounts .....		
11. Statement value at end of current period (Line 9 minus Line 10)		

**NONE**

**SCHEDULE B - VERIFICATION**

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....		
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 .....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....		
12. Total valuation allowance .....		
13. Subtotal (Line 11 plus Line 12) .....		
14. Deduct total nonadmitted amounts .....		
15. Statement value at end of current period (Line 13 minus Line 14)		

**NONE**

**SCHEDULE BA - VERIFICATION**

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....		
8. Deduct amortization of premium and depreciation .....		
9. Total foreign exchange change in book/adjusted carrying value .....		
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) .....		
12. Deduct total nonadmitted amounts .....		
13. Statement value at end of current period (Line 11 minus Line 12)		

**NONE**

**SCHEDULE D - VERIFICATION**

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	311,109,698	236,382,934
2. Cost of bonds and stocks acquired .....	227,419,916	268,772,174
3. Accrual of discount .....	308,170	446,502
4. Unrealized valuation increase (decrease) .....		0
5. Total gain (loss) on disposals .....	1,426,321	2,261,879
6. Deduct consideration for bonds and stocks disposed of .....	98,523,183	194,006,828
7. Deduct amortization of premium .....	3,126,327	2,135,553
8. Total foreign exchange change in book/adjusted carrying value .....		0
9. Deduct current year's other than temporary impairment recognized .....	595,397	611,410
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	438,019,198	311,109,698
11. Deduct total nonadmitted amounts .....		0
12. Statement value at end of current period (Line 10 minus Line 11)	438,019,198	311,109,698

STATEMENT AS OF SEPTEMBER 30, 2009 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
<b>BONDS</b>								
1. Class 1 (a) .....	629,745,158	912,310,400	1,062,665,703	1,051,049	550,785,839	629,745,158	480,440,904	453,641,645
2. Class 2 (a) .....	16,862,784	21,316,730	4,606,237	(2,109,637)	10,776,245	16,862,784	31,463,640	9,660,447
3. Class 3 (a) .....	0				0	0	0	0
4. Class 4 (a) .....	481,663	0	500,030	18,367	0	481,663	0	0
5. Class 5 (a) .....	0				0	0	0	0
6. Class 6 (a) .....	0				0	0	0	0
7. Total Bonds	647,089,605	933,627,130	1,067,771,970	(1,040,221)	561,562,084	647,089,605	511,904,544	463,302,092
<b>PREFERRED STOCK</b>								
8. Class 1 .....	0				0	0	0	0
9. Class 2 .....	0				0	0	0	0
10. Class 3 .....	0				0	0	0	0
11. Class 4 .....	0				0	0	0	0
12. Class 5 .....	0				0	0	0	0
13. Class 6 .....	0				0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	647,089,605	933,627,130	1,067,771,970	(1,040,221)	561,562,084	647,089,605	511,904,544	463,302,092

(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 \$ 51,991,403 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

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**SCHEDULE DA - PART 1**

Short-Term Investments

	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
9199999 Totals	21,893,941	XXX	21,893,941	22,182	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 .....	78,193,686	71,023,997
2. Cost of short-term investments acquired .....	2,794,140,390	3,475,077,361
3. Accrual of discount .....	9,776	79,083
4. Unrealized valuation increase (decrease) .....		0
5. Total gain (loss) on disposals .....	190	45,180
6. Deduct consideration received on disposals .....	2,850,450,103	3,468,024,950
7. Deduct amortization of premium .....		6,985
8. Total foreign exchange change in book/adjusted carrying value .....		0
9. Deduct current year's other than temporary impairment recognized .....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	21,893,939	78,193,686
11. Deduct total nonadmitted amounts .....		0
12. Statement value at end of current period (Line 10 minus Line 11)	21,893,939	78,193,686

Schedule DB - Part F - Section 1 - Replicated (Synthetic) Assets Open

**N O N E**

Schedule DB - Part F - Section 2 - Reconciliation of Replicated (Synthetic) Assets Open

**N O N E**

**SCHEDULE E - VERIFICATION**

## Cash Equivalents

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	73,998,704	50,467,137
2. Cost of cash equivalents acquired .....	218,935,289	811,781,165
3. Accrual of discount .....	43,438	1,059,431
4. Unrealized valuation increase (decrease) .....		0
5. Total gain (loss) on disposals .....	2,090	159,541
6. Deduct consideration received on disposals .....	240,988,118	789,468,570
7. Deduct amortization of premium .....		0
8. Total foreign exchange change in book/adjusted carrying value .....		0
9. Deduct current year's other than temporary impairment recognized .....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	51,991,403	73,998,704
11. Deduct total nonadmitted amounts .....		0
12. Statement value at end of current period (Line 10 minus Line 11)	51,991,403	73,998,704

Schedule A - Part 2 - Real Estate Acquired and Additions Made

**N O N E**

Schedule A - Part 3 - Real Estate Disposed

**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired

**N O N E**

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

**N O N E**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired

**N O N E**

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

**N O N E**

STATEMENT AS OF SEPTEMBER 30, 2009 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	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
235218-NB-3	Dallas TX GO Cont Call 5.000% 02/15/17		08/18/2009	Chase Securities		2,225,420	2,000,000	1,667	1FE
917542-QL-9	UT State GO Non Call 5.000% 07/01/15		09/16/2009	Morgan Stanley		4,637,400	4,000,000	0	1FE
<b>1799999. Bonds - U.S. States, Territories and Possessions</b>						6,862,820	6,000,000	1,667	XXX
584002-PC-7	Mecklenburg Cnty NC GO Non Call 5.000% 03/01/16		08/20/2009	CitiGroup		5,252,285	4,520,000	0	1FE
64971M-VS-8	NYC Trans Fin Rev Bond Non Call 5.000% 11/01/17		08/13/2009	Morgan Stanley		5,708,500	5,000,000	0	1FE
<b>2499999. Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						10,960,785	9,520,000	0	XXX
00440E-AG-2	Ace INA Holdings Corporate Note Cont Callable 5.875% 06/15/14		08/19/2009	CitiGroup		899,300	825,000	9,290	1FE
25477G-CR-4	District Columbia Rev Rev Bond Non Call 5.000% 12/01/13		08/19/2009	Barclays Group Inc.		1,585,304	1,400,000	0	1FE
3128PP-MC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		07/21/2009	Barclays Capital Inc		4,720,391	4,600,000	13,225	1
31416S-M2-4	FNMA Pool AA8476 MBS 5.000% 06/01/24		06/30/2009	UBS Sec/Warburg Dillion		2,629,301	2,528,174	5,267	1
31416S-QC-8	FNMA POOL AA8550 MBS 4.500% 07/01/24		07/21/2009	Bank of America Sec		4,601,386	4,482,324	12,887	1
31416T-ZS-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		06/30/2009	UBS Sec/Warburg Dillion		3,402,263	3,276,330	6,826	1
544712-R7-9	LA Cnty Met Trans Rev Bond Non Call 5.000% 07/01/16		07/24/2009	Barclays Group Inc.		3,333,930	3,000,000	0	1FE
87512B-HP-8	Tampa Bay FL Util Rev Bond Non Call 5.500% 10/01/21		08/31/2009	DEPPA First Albany		2,328,900	2,000,000	46,444	1FE
<b>3199999. Bonds - U.S. Special Revenues</b>						23,500,775	22,111,828	93,939	XXX
032511-BC-0	Anadarko Petroleum Corp Note MW 50BP 8.700% 03/15/19		08/17/2009	Chase Securities		1,200,810	1,000,000	39,875	2FE
049560-AJ-4	ATMOS Energy Corp Note MW 50BP 8.500% 03/15/19		08/19/2009	Jefferys and Company		613,430	500,000	17,472	2FE
053332-AK-8	AutoZone Inc Corp Note MW 50BP PPUT 5.750% 01/15/15		08/26/2009	CitiGroup		581,307	555,000	5,230	2FE
053332-AK-8	AutoZone Inc Corp Note MW 50BP PPUT 5.750% 01/15/15		09/01/2009	Chase Securities		576,886	545,000	5,397	2FE
05348E-AH-2	Avalonbay Community Corp Note MW 20BP 5.375% 04/15/14		08/28/2009	Wachovia Bank		647,878	640,000	13,091	2FE
097023-AY-1	Boeing Company Corp Note MW 25 BP 3.500% 02/15/15		07/23/2009	Morgan Stanley		912,244	920,000	0	1FE
10112R-AB-0	Boston Prop Note - Cont Call 6.250% 01/15/13		08/28/2009	Wachovia Bank		676,543	655,000	5,345	2FE
126650-AV-2	CVS Corp Corporate Note Cont Callable 4.875% 09/15/14		09/21/2009	CS First Boston Corp		1,095,962	1,035,000	1,261	2FE
14912L-4E-8	Caterpillar Fin Svc Corp Note Non Call 7.150% 02/15/19		08/24/2009	Stifel Nicolaus & Co.		1,153,050	1,000,000	2,383	1FE
233835-AP-2	Daimler Corp Note Non Call 7.750% 01/18/11		07/23/2009	Jefferys and Company		946,552	903,000	1,944	2FE
25179S-AC-4	Devon Financing Corp Note MW 30BP 6.875% 09/30/11		07/08/2009	Bank of America Sec		1,092,540	1,000,000	19,670	2FE
29268B-AD-3	Enel Finance Int Corp Note Non Call Priv Plc 3.875% 10/07/14		09/30/2009	Chase Securities		1,146,895	1,150,000	0	1FE
437076-AR-3	Home Depot Inc Corp Note Cont Call 5.250% 12/16/13		07/23/2009	Deutsche Bank		1,148,433	1,100,000	6,738	2FE
501044-AM-1	Kroger Company Corp Note MW 25BP P Put 3.900% 10/01/15		09/24/2009	Bank of America Sec		879,023	880,000	0	2FE
565849-AG-1	Marathon Oil Corp Note MW 50BPS 6.500% 02/15/14		08/17/2009	Morgan Stanley		445,273	405,000	366	2FE
565849-AG-1	Marathon Oil Corp Note MW 50BPS 6.500% 02/15/14		08/24/2009	Morgan Stanley		302,555	275,000	596	2FE
565849-AG-1	Marathon Oil Corp Note MW 50BPS 6.500% 02/15/14		08/26/2009	Morgan Stanley		297,359	270,000	780	2FE
59562V-AU-1	MidAmerican Energy Corp Note MW 30 BP Priv Plc 3.150% 07/15/12		07/01/2009	Chase Securities		1,199,652	1,200,000	0	2FE
59562V-AV-9	MidAmerican Energy Corp Note MW 30 BP 3.150% 07/15/12		09/23/2009	Tax Free Exchange		1,199,676	1,200,000	7,980	2FE
655844-AZ-1	Norfolk Southern Corp Note PPut MW 35BP 5.750% 04/01/18		09/02/2009	Ridge Clearing and Outsource		1,289,079	1,190,000	29,841	2FE
693476-BF-9	PNC Funding Corp Corp Note Non Call 6.700% 06/10/19		08/24/2009	Goldman Sachs		681,400	625,000	9,073	1FE
693476-BF-9	PNC Funding Corp Corp Note Non Call 6.700% 06/10/19		08/25/2009	Jefferys and Company		410,351	375,000	5,514	1FE
74005P-AV-6	Praxair Inc Corp Note MW 15BP 3.250% 09/15/15		08/27/2009	CitiGroup		812,905	815,000	0	1FE
744320-BH-7	Prudential Financial Corp Note Non Call 3.625% 09/17/12		09/10/2009	Barclays Group Inc.		699,881	700,000	0	1FE
744320-BJ-3	Prudential Financial Corp Note Non Call 4.750% 09/17/15		09/10/2009	Barclays Group Inc.		698,369	700,000	0	2FE
94106L-AT-6	Waste Management Corp Note MW 50BP 6.375% 03/11/15		09/09/2009	Bank of America Sec		234,879	215,000	114	2FE
984121-BY-8	Xerox Corp Note MW 75BP P Put 8.250% 05/15/14		07/07/2009	Morgan Stanley		997,310	950,000	12,845	2FE
15135U-AA-7	Cenovus Energy Note MW 35BP Priv Plc PPut 4.500% 09/15/14	A.	09/15/2009	Bank of America Sec		924,103	925,000	0	2FE
71644E-AH-5	Petro Canada Corp Note MW 35BP 6.050% 05/15/18	A.	07/22/2009	CitiGroup		584,695	575,000	6,958	2FE
73755L-AG-2	Potash Corp Sas Corp Note MW 25BP 3.750% 09/30/15	A.	09/23/2009	Bank of America Sec		810,534	815,000	0	2FE
056550-BH-0	BP Capital Markets PLC Corp Note Non Call 3.875% 03/10/15	F.	08/06/2009	Morgan Stanley		1,246,462	1,220,000	19,829	1FE
22303Q-AG-5	Covidien Corp Note MW 25BP PPut 6.000% 10/15/17	F.	08/28/2009	Cantor Fitzgerald		1,234,710	1,125,000	25,688	1FE
44841B-AA-4	HUT WHAM Corp Note Non Call Prv Plc 5.750% 09/11/19	F.	09/08/2009	HSBC Securities Inc		1,143,365	1,150,000	0	1FE
767201-AH-9	Rio Tinto Fin USA Corp Note MW 50 BP 9.000% 05/01/19	F.	07/21/2009	CitiGroup		702,000	600,000	14,550	2FE
822582-AH-5	Shell Intl Fin Corp Note MW 15BP 0.000% 09/22/15	F.	09/15/2009	Morgan Stanley		1,551,812	1,555,000	0	1FE
90211B-AY-4	Tyco Intl Grp Corp Note MW 25 BP 6.750% 02/15/11	F.	07/10/2009	Bank of America Sec		1,472,002	1,400,000	39,375	2FE
<b>3899999. Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						31,609,925	30,168,000	291,915	XXX
<b>8399997. Total - Bonds - Part 3</b>						72,934,305	67,799,828	387,521	XXX
<b>8399998. Total - Bonds - Part 5</b>						XXX	XXX	XXX	XXX
<b>8399999. Total - Bonds</b>						72,934,305	67,799,828	387,521	XXX
<b>8999997. Total - Preferred Stocks - Part 3</b>						0	XXX	0	XXX
<b>8999998. Total - Preferred Stocks - Part 5</b>						XXX	XXX	XXX	XXX
<b>8999999. Total - Preferred Stocks</b>						0	XXX	0	XXX
<b>9799997. Total - Common Stocks - Part 3</b>						0	XXX	0	XXX
<b>9799998. Total - Common Stocks - Part 5</b>						XXX	XXX	XXX	XXX

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STATEMENT AS OF SEPTEMBER 30, 2009 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)
9799999. Total - Common Stocks						0	XXX	0	XXX
9899999. Total - Preferred and Common Stocks						0	XXX	0	XXX
9999999 - Totals						72,934,305	XXX	387,521	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2009 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 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	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)
312930-SF-8	FHLMC Pool A84118 MBS 4.500% 01/01/39		07/01/2009	Paydown		1,960	1,960	2,011	.0	.0	(50)	.0	(50)	.0	1,960	.0	.0	.0	.44	01/01/2039	1
312930-SF-8	FHLMC Pool A84118 MBS 4.500% 01/01/39		08/01/2009	Paydown		1,861	1,861	1,909	.0	.0	(48)	.0	(48)	.0	1,861	.0	.0	.0	.49	01/01/2039	1
312930-SF-8	FHLMC Pool A84118 MBS 4.500% 01/01/39		09/01/2009	Paydown		1,872	1,872	1,920	.0	.0	(48)	.0	(48)	.0	1,872	.0	.0	.0	.56	01/01/2039	1
36220N-VU-8	GNMA Pool 283327 (MBS) 9.000% 12/15/19		07/01/2009	Paydown		.84	.84	.84	.0	.0	.0	.0	.0	.0	.84	.0	.0	.0	.4	12/15/2019	1
36220N-VU-8	GNMA Pool 283327 (MBS) 9.000% 12/15/19		08/01/2009	Paydown		.241	.241	.241	.0	.0	.0	.0	.0	.241	.0	.0	.0	.0	.14	12/15/2019	1
36220N-VU-8	GNMA Pool 283327 (MBS) 9.000% 12/15/19		09/01/2009	Paydown		.88	.88	.88	.0	.0	.0	.0	.0	.88	.0	.0	.0	.0	.6	12/15/2019	1
912810-FT-0	US Treasury Note 4.500% 02/15/36		09/30/2009	Barclays Capital Inc		3,449,112	3,200,000	3,601,263	.0	.0	(5,162)	.0	(5,162)	.0	3,596,100	.0	(146,988)	(146,988)	90,391	02/15/2036	1
<b>0399999. Bonds - U.S. Governments</b>						3,455,218	3,206,106	3,607,516	412	.0	(5,308)	.0	(5,308)	.0	3,602,206	.0	(146,988)	(146,988)	90,564	XXX	XXX
DE Trans Authority Rev Bond Non Call																					
246428-PE-0	5.000% 07/01/09		07/01/2009	Maturity		1,685,000	1,685,000	1,758,449	1,712,143	.0	(27,143)	.0	(27,143)	.0	1,685,000	.0	.0	.0	.84,250	07/01/2009	1FE
3128MB-AQ-1	FHLMC Pool G04215 MBS 5.500% 05/01/38		07/01/2009	Paydown		52,878	52,878	52,828	52,828	.0	50	.0	50	.0	52,878	.0	.0	.0	1,697	05/01/2038	1
3128MB-AQ-1	FHLMC Pool G04215 MBS 5.500% 05/01/38		08/01/2009	Paydown		37,859	37,859	37,823	37,823	.0	36	.0	36	.0	37,859	.0	.0	.0	1,388	05/01/2038	1
3128MB-AQ-1	FHLMC Pool G04215 MBS 5.500% 05/01/38		09/01/2009	Paydown		24,401	24,401	24,378	24,401	.0	23	.0	23	.0	24,401	.0	.0	.0	1,007	05/01/2038	1
3128MB-HH-1	FHLMC Pool G04445 MBS 5.500% 06/01/38		07/01/2009	Paydown		12,568	12,568	12,750	12,749	.0	(181)	.0	(181)	.0	12,568	.0	.0	.0	403	06/01/2038	1
3128MB-HH-1	FHLMC Pool G04445 MBS 5.500% 06/01/38		08/01/2009	Paydown		8,494	8,494	8,617	8,616	.0	(122)	.0	(122)	.0	8,494	.0	.0	.0	311	06/01/2038	1
3128MB-HH-1	FHLMC Pool G04445 MBS 5.500% 06/01/38		09/01/2009	Paydown		14,294	14,294	14,502	14,500	.0	(206)	.0	(206)	.0	14,294	.0	.0	.0	590	06/01/2038	1
UBS Sec/Warburg Dillion																					
3128MB-ZM-2	FHLMC Pool G13248 MBS 5.000% 07/01/23		06/30/2009	Paydown		2,965,024	2,865,622	2,858,907	2,858,919	.0	.0	.0	.0	.0	2,858,919	.0	106,105	106,105	76,417	07/01/2023	1
UBS Sec/Warburg Dillion																					
3128MB-ZM-2	FHLMC Pool G13248 MBS 5.000% 07/01/23		07/01/2009	Paydown		(3,050,110)	(2,947,857)	(2,940,948)	(2,940,961)	.0	.0	.0	.0	.0	(2,940,961)	.0	(109,150)	(109,150)	(4,913)	07/01/2023	1
3128MB-ZM-2	FHLMC Pool G13248 MBS 5.000% 07/01/23		07/01/2009	Paydown		82,234	82,234	82,041	82,042	.0	192	.0	192	.0	82,234	.0	.0	.0	14,339	07/01/2023	1
3128MJ-K3-3	FHLMC Pool G08313 MBS 5.000% 01/01/39		07/01/2009	Paydown		54,209	54,209	55,344	.0	.0	(1,135)	.0	(1,135)	.0	54,209	.0	.0	.0	1,129	01/01/2039	1
3128MJ-K3-3	FHLMC Pool G08313 MBS 5.000% 01/01/39		08/01/2009	Paydown		22,178	22,178	22,642	.0	.0	(464)	.0	(464)	.0	22,178	.0	.0	.0	554	01/01/2039	1
3128MJ-K3-3	FHLMC Pool G08313 MBS 5.000% 01/01/39		09/01/2009	Paydown		18,175	18,175	18,556	.0	.0	(381)	.0	(381)	.0	18,175	.0	.0	.0	530	01/01/2039	1
3128MJ-LL-2	FHLMC Pool G08330 MBS 4.500% 01/01/39		07/01/2009	Paydown		31,183	31,183	31,977	.0	.0	(794)	.0	(794)	.0	31,183	.0	.0	.0	702	01/01/2039	1
3128MJ-LL-2	FHLMC Pool G08330 MBS 4.500% 01/01/39		08/01/2009	Paydown		21,481	21,481	22,028	.0	.0	(547)	.0	(547)	.0	21,481	.0	.0	.0	564	01/01/2039	1
3128MJ-LL-2	FHLMC Pool G08330 MBS 4.500% 01/01/39		09/01/2009	Paydown		10,654	10,654	10,926	.0	.0	(271)	.0	(271)	.0	10,654	.0	.0	.0	320	01/01/2039	1
3128PC-2X-9	FHLMC Pool J01690 (MBS) 5.500% 04/01/21		07/01/2009	Paydown		3,798	3,798	3,797	3,796	.0	2	.0	2	.0	3,798	.0	.0	.0	122	04/01/2021	1
3128PC-2X-9	FHLMC Pool J01690 (MBS) 5.500% 04/01/21		08/01/2009	Paydown		3,778	3,778	3,777	3,776	.0	2	.0	2	.0	3,778	.0	.0	.0	138	04/01/2021	1
3128PC-2X-9	FHLMC Pool J01690 (MBS) 5.500% 04/01/21		09/01/2009	Paydown		10,807	10,807	10,804	10,802	.0	5	.0	5	.0	10,807	.0	.0	.0	446	04/01/2021	1
3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		07/01/2009	Paydown		3,350	3,350	3,406	3,401	.0	(51)	.0	(51)	.0	3,350	.0	.0	.0	117	10/01/2021	1
3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		08/01/2009	Paydown		3,916	3,916	3,976	3,970	.0	(60)	.0	(60)	.0	3,916	.0	.0	.0	157	10/01/2021	1
3128PE-4K-1	FHLMC Pool J03526 MBS 6.000% 10/01/21		09/01/2009	Paydown		3,373	3,373	3,428	3,424	.0	(52)	.0	(52)	.0	3,373	.0	.0	.0	152	10/01/2021	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		07/01/2009	Paydown		41,220	41,220	41,800	41,763	.0	(542)	.0	(542)	.0	41,220	.0	.0	.0	1,443	10/01/2021	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		08/01/2009	Paydown		36,043	36,043	36,549	36,517	.0	(474)	.0	(474)	.0	36,043	.0	.0	.0	1,442	10/01/2021	1
3128PE-4P-0	FHLMC Pool J03530 MBS 6.000% 10/01/21		09/01/2009	Paydown		3,153	3,153	3,198	3,195	.0	(42)	.0	(42)	.0	3,153	.0	.0	.0	142	10/01/2021	1
3128PE-KP-2	FHLMC Pool J03002 (MBS) 5.500% 07/01/21		07/01/2009	Paydown		6,272	6,272	6,257	6,257	.0	15	.0	15	.0	6,272	.0	.0	.0	201	07/01/2021	1
3128PE-KP-2	FHLMC Pool J03002 (MBS) 5.500% 07/01/21		08/01/2009	Paydown		5,723	5,723	5,710	5,710	.0	13	.0	13	.0	5,723	.0	.0	.0	210	07/01/2021	1
3128PE-KP-2	FHLMC Pool J03002 (MBS) 5.500% 07/01/21		09/01/2009	Paydown		31,896	31,896	31,822	31,822	.0	74	.0	74	.0	31,896	.0	.0	.0	1,316	07/01/2021	1
3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		07/01/2009	Paydown		9,029	9,029	9,131	9,130	.0	(101)	.0	(101)	.0	9,029	.0	.0	.0	290	04/01/2023	1
3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		08/01/2009	Paydown		55,940	55,940	56,569	56,562	.0	(623)	.0	(623)	.0	55,940	.0	.0	.0	2,051	04/01/2023	1
3128PK-MU-5	FHLMC Pool J07571 MBS 5.500% 04/01/23		09/01/2009	Paydown		17,434	17,434	17,630	17,628	.0	(194)	.0	(194)	.0	17,434	.0	.0	.0	719	04/01/2023	1
3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		07/01/2009	Paydown		7,256	7,256	7,338	7,337	.0	(81)	.0	(81)	.0	7,256	.0	.0	.0	233	08/01/2023	1
3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		08/01/2009	Paydown		9,935	9,935	10,046	10,046	.0	(111)	.0	(111)	.0	9,935	.0	.0	.0	364	08/01/2023	1
3128PL-PR-7	FHLMC Pool J08532 MBS 5.500% 08/01/23		09/01/2009	Paydown		6,923	6,923	7,000	7,000	.0	(77)	.0	(77)	.0	6,923	.0	.0	.0	286	08/01/2023	1
3128PP-MC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		08/01/2009	Paydown		17,454	17,454	18,491	18,533	.0	(457)	.0	(457)	.0	17,454	.0	.0	.0	65	07/01/2024	1
3128PP-MC-4	FHLMC Pool J10355 MBS 4.500% 07/01/24		09/01/2009	Paydown		29,827	29,827	30,607	30,607	.0	(781)	.0	(781)	.0	29,827	.0	.0	.0	224	07/01/2024	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		07/01/2009	Paydown		164,312	164,312	167,341	167,333	.0	(3,021)	.0	(3,021)	.0	164,312	.0	.0	.0	5,751	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		08/01/2009	Paydown		44,919	44,919	45,747	45,744	.0	(826)	.0	(826)	.0	44,919	.0	.0	.0	1,797	08/01/2038	1
312926-2P-2	FHLMC Pool A80782 MBS 6.000% 08/01/38		09/01/2009	Paydown		78,994	78,994	80,450	80,446	.0	(1,452)	.0	(1,452)	.0	78,994	.0	.0	.0	3,555	08/01/2038	1
312972-LE-0	FHLMC Pool B19325 (MBS) 5.000% 05/01/20		07/01/2009	Paydown		18,871	18,871	18,491	18,533	.0	339	.0	339	.0	18,871	.0	.0	.0	550	05/01/2020	1
312972-LE-0	FHLMC Pool B19325 (MBS) 5.000% 05/01/20																				

STATEMENT AS OF SEPTEMBER 30, 2009 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 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	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)
31392F-FA-0	FNMA 2002-73 OD (CMO) 5.000% 06/25/16		09/01/2009	Paydown		23,510	23,510	23,987	23,580	.0	(70)	.0	(70)	.0	23,510	.0	.0	.0	.882	01/25/2012	1
31392H-S5-3	FNMA 2003-8 OY (CMO) 4.500% 12/25/25		07/01/2009	Paydown		54,393	54,393	54,665	54,287	.0	106	.0	106	.0	54,393	.0	.0	.0	1,428	05/25/2010	1
31392H-S5-3	FNMA 2003-8 OY (CMO) 4.500% 12/25/25		08/01/2009	Paydown		80,811	80,811	81,215	80,653	.0	158	.0	158	.0	80,811	.0	.0	.0	2,424	05/25/2010	1
31392H-S5-3	FNMA 2003-8 OY (CMO) 4.500% 12/25/25		09/01/2009	Paydown		60,235	60,235	60,536	60,118	.0	118	.0	118	.0	60,235	.0	.0	.0	2,033	05/25/2010	1
31393A-G2-7	FNMA 2003-24 LC (CMO) PAC 5.000% 12/25/15		07/01/2009	Paydown		49,525	49,525	49,525	49,525	.0	.0	.0	.0	.0	49,525	.0	.0	.0	1,444	12/25/2015	1
31393A-G2-7	FNMA 2003-24 LC (CMO) PAC 5.000% 12/25/15		08/01/2009	Paydown		53,212	53,212	53,212	53,212	.0	.0	.0	.0	.0	53,212	.0	.0	.0	1,774	12/25/2015	1
31393A-G2-7	FNMA 2003-24 LC (CMO) PAC 5.000% 12/25/15		09/01/2009	Paydown		40,875	40,875	40,875	40,875	.0	.0	.0	.0	.0	40,875	.0	.0	.0	1,533	12/25/2015	1
31393H-UF-7	FHLMC 2548 HA (CMO) 4.500% 01/15/10		07/01/2009	Paydown		24,609	24,609	24,566	24,566	.0	43	.0	43	.0	24,609	.0	.0	.0	646	01/15/2010	1
31393K-F7-5	FHLMC 2572 HG (CMO) 4.500% 02/15/17		07/01/2009	Paydown		20,262	20,262	20,072	20,167	.0	95	.0	95	.0	20,262	.0	.0	.0	532	02/15/2017	1
31393K-F7-5	FHLMC 2572 HG (CMO) 4.500% 02/15/17		08/01/2009	Paydown		17,857	17,857	17,689	17,773	.0	84	.0	84	.0	17,857	.0	.0	.0	536	02/15/2017	1
31393K-F7-5	FHLMC 2572 HG (CMO) 4.500% 02/15/17		09/01/2009	Paydown		16,260	16,260	16,107	16,184	.0	76	.0	76	.0	16,260	.0	.0	.0	549	02/15/2017	1
31393K-FA-8	FHLMC 2572 HK (CMO) 4.000% 02/15/17		07/01/2009	Paydown		20,262	20,262	20,157	20,198	.0	63	.0	63	.0	20,262	.0	.0	.0	473	02/15/2017	1
31393K-FA-8	FHLMC 2572 HK (CMO) 4.000% 02/15/17		08/01/2009	Paydown		17,857	17,857	17,765	17,801	.0	56	.0	56	.0	17,857	.0	.0	.0	476	02/15/2017	1
31393K-FA-8	FHLMC 2572 HK (CMO) 4.000% 02/15/17		09/01/2009	Paydown		16,260	16,260	16,176	16,209	.0	51	.0	51	.0	16,260	.0	.0	.0	488	02/15/2017	1
31393K-G6-6	FHLMC 2572 LF (CMO) 5.500% 07/15/27		07/01/2009	Paydown		100,845	100,845	106,328	101,352	.0	(507)	.0	(507)	.0	100,845	.0	.0	.0	3,235	06/15/2010	1
31393L-MY-6	FHLMC 2564 OR (CMO) 4.500% 02/15/26		07/01/2009	Paydown		91,554	91,554	92,770	91,590	.0	(37)	.0	(37)	.0	91,554	.0	.0	.0	2,403	08/15/2010	1
31395W-WF-0	FHLMC 3012 TM (CMO) 4.500% 03/15/25		07/01/2009	Paydown		20,154	20,154	20,100	20,113	.0	41	.0	41	.0	20,154	.0	.0	.0	529	03/15/2025	1
31395W-WF-0	FHLMC 3012 TM (CMO) 4.500% 03/15/25		08/01/2009	Paydown		20,049	20,049	19,996	20,009	.0	41	.0	41	.0	20,049	.0	.0	.0	601	03/15/2025	1
31395W-WF-0	FHLMC 3012 TM (CMO) 4.500% 03/15/25		09/01/2009	Paydown		19,945	19,945	19,892	19,905	.0	40	.0	40	.0	19,945	.0	.0	.0	673	03/15/2025	1
31402Q-R6-0	FNMA Pool 735009 (MBS) 5.000% 05/01/19		07/01/2009	Paydown		17,862	17,862	17,549	17,579	.0	283	.0	283	.0	17,862	.0	.0	.0	521	05/01/2019	1
31402Q-R6-0	FNMA Pool 735009 (MBS) 5.000% 05/01/19		08/01/2009	Paydown		16,145	16,145	15,862	15,889	.0	256	.0	256	.0	16,145	.0	.0	.0	538	05/01/2019	1
31402Q-R6-0	FNMA Pool 735009 (MBS) 5.000% 05/01/19		09/01/2009	Paydown		15,266	15,266	14,999	15,025	.0	242	.0	242	.0	15,266	.0	.0	.0	572	05/01/2019	1
31407N-FK-4	FNMA Pool 835470 (MBS) 5.000% 09/01/20		07/01/2009	Paydown		22,448	22,448	21,992	22,033	.0	414	.0	414	.0	22,448	.0	.0	.0	655	09/01/2020	1
31407N-FK-4	FNMA Pool 835470 (MBS) 5.000% 09/01/20		08/01/2009	Paydown		18,306	18,306	17,934	17,968	.0	338	.0	338	.0	18,306	.0	.0	.0	610	09/01/2020	1
31407N-FK-4	FNMA Pool 835470 (MBS) 5.000% 09/01/20		09/01/2009	Paydown		28,549	28,549	27,969	28,022	.0	527	.0	527	.0	28,549	.0	.0	.0	1,071	09/01/2020	1
31407S-GA-4	FNMA Pool 839093 (MBS) 5.000% 10/01/20		07/01/2009	Paydown		22,454	22,454	22,016	22,036	.0	419	.0	419	.0	22,454	.0	.0	.0	655	10/01/2020	1
31407S-GA-4	FNMA Pool 839093 (MBS) 5.000% 10/01/20		08/01/2009	Paydown		10,973	10,973	10,759	10,768	.0	205	.0	205	.0	10,973	.0	.0	.0	366	10/01/2020	1
31407S-GA-4	FNMA Pool 839093 (MBS) 5.000% 10/01/20		09/01/2009	Paydown		8,084	8,084	7,926	7,933	.0	151	.0	151	.0	8,084	.0	.0	.0	303	10/01/2020	1
31410X-VR-4	FNMA Pool 900724 (MBS) 5.500% 08/01/21		07/01/2009	Paydown		22,133	22,133	22,135	22,129	.0	4	.0	4	.0	22,133	.0	.0	.0	710	08/01/2021	1
31410X-VR-4	FNMA Pool 900724 (MBS) 5.500% 08/01/21		08/01/2009	Paydown		13,200	13,200	13,201	13,198	.0	2	.0	2	.0	13,200	.0	.0	.0	484	08/01/2021	1
31410X-VR-4	FNMA Pool 900724 (MBS) 5.500% 08/01/21		09/01/2009	Paydown		14,587	14,587	14,588	14,585	.0	3	.0	3	.0	14,587	.0	.0	.0	602	08/01/2021	1
31412M-X4-5	FNMA Pool 929599 (MBS) 5.500% 06/01/38		07/01/2009	Paydown		30,108	30,108	30,465	30,462	.0	(354)	.0	(354)	.0	30,108	.0	.0	.0	966	06/01/2038	1
31412M-X4-5	FNMA Pool 929599 (MBS) 5.500% 06/01/38		08/01/2009	Paydown		2,470	2,470	2,499	2,499	.0	(29)	.0	(29)	.0	2,470	.0	.0	.0	91	06/01/2038	1
31412M-X4-5	FNMA Pool 929599 (MBS) 5.500% 06/01/38		09/01/2009	Paydown		28,157	28,157	28,491	28,488	.0	(331)	.0	(331)	.0	28,157	.0	.0	.0	1,161	06/01/2038	1
31412U-MN-7	FNMA Pool 935165 (MBS) 5.000% 05/01/24		07/01/2009	Paydown		16,665	16,665	17,123	.0	.0	(458)	.0	(458)	.0	16,665	.0	.0	.0	69	05/01/2024	1
31412U-MN-7	FNMA Pool 935165 (MBS) 5.000% 05/01/24		08/01/2009	Paydown		16,074	16,074	16,516	.0	.0	(442)	.0	(442)	.0	16,074	.0	.0	.0	134	05/01/2024	1
31412U-MN-7	FNMA Pool 935165 (MBS) 5.000% 05/01/24		09/01/2009	Paydown		15,797	15,797	16,231	.0	.0	(434)	.0	(434)	.0	15,797	.0	.0	.0	197	05/01/2024	1
31414F-K9-1	FNMA Pool 964820 (MBS) 5.000% 08/01/23		07/01/2009	Paydown		62,700	62,700	63,288	63,273	.0	(573)	.0	(573)	.0	62,700	.0	.0	.0	1,829	08/01/2023	1
31414F-K9-1	FNMA Pool 964820 (MBS) 5.000% 08/01/23		08/01/2009	Paydown		86,469	86,469	87,280	87,259	.0	(790)	.0	(790)	.0	86,469	.0	.0	.0	2,882	08/01/2023	1
31414F-K9-1	FNMA Pool 964820 (MBS) 5.000% 08/01/23		09/01/2009	Paydown		59,166	59,166	59,721	59,707	.0	(541)	.0	(541)	.0	59,166	.0	.0	.0	2,219	08/01/2023	1
31415S-M4-1	FNMA Pool 987879 (MBS) 5.500% 09/01/38		06/30/2009	Chase Securities		3,427,350	3,427,350	3,327,489	3,327,373	.0	.0	.0	.0	.0	3,327,373	.0	99,977	99,977	97,136	09/01/2038	1
31415S-M4-1	FNMA Pool 987879 (MBS) 5.500% 09/01/38		07/01/2009	Chase Securities		(3,484,662)	(3,484,662)	(3,366,824)	(3,383,132)	.0	.0	.0	.0	.0	(3,383,014)	.0	(101,649)	(101,649)	(6,173)	09/01/2038	1
31415S-M4-1	FNMA Pool 987879 (MBS) 5.500% 09/01/38		07/01/2009	Paydown		55,374	55,374	55,643	55,641	.0	(266)	.0	(266)	.0	55,374	.0	.0	.0	16,954	09/01/2038	1
31415W-BA-0	FNMA Pool 991133 (MBS) 4.500% 01/01/39		07/01/2009	Paydown		67,671	67,671	69,500	.0	.0	(1,829)	.0	(1,829)	.0	67,671	.0	.0	.0	1,523	01/01/2039	1
31415W-BA-0	FNMA Pool 991133 (MBS) 4.500% 01/01/39		08/01/2009	Paydown		28,478	28,478	29,248	.0	.0	(770)	.0	(770)	.0	28,478	.0	.0	.0	748	01/01/2039	1
31415W-BA-0	FNMA Pool 991133 (MBS) 4.500% 01/01/39		09/01/2009	Paydown		15,930	15,930	16,361	.0	.0	(431)	.0	(431)	.0	15,930	.0	.0	.0	478	01/01/2039	1
31415Y-WZ-8	FNMA Pool 993564 (MBS) 4.500% 04/01/24		07/01/2009	Paydown		4,820	4,820	4,970	.0	.0	(151)	.0	(151)	.0	4,820	.0	.0	.0	36	04/01/2024	1
31415Y-WZ-8	FNMA Pool 993564 (MBS) 4.500% 04/01/24		08/01/2009	Paydown		11,611	11,611	11,974	.0												

STATEMENT AS OF SEPTEMBER 30, 2009 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 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 Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	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)
31416S-QC-8	FNMA POOL AA8550 MBS 4.500% 07/01/24		08/01/2009	Paydown		40,848	40,848	41,933	0	0	(1,085)	0	(1,085)	0	40,848	0	0	0	153	07/01/2024	1
31416S-QC-8	FNMA POOL AA8550 MBS 4.500% 07/01/24		09/01/2009	Paydown		36,433	36,433	37,401	0	0	(968)	0	(968)	0	36,433	0	0	0	273	07/01/2024	1
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		07/01/2009			3,414,363	3,287,981	3,414,363	0	0	0	0	0	0	3,414,363	0	0	0	6,850	07/01/2024	1
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		08/01/2009	Paydown		15,402	15,402	15,994	0	0	(592)	0	(592)	0	15,402	0	0	0	64	07/01/2024	1
31416T-2S-7	FNMA Pool AA9784 MBS 5.000% 07/01/24		09/01/2009	Paydown		13,533	13,533	14,054	0	0	(520)	0	(520)	0	13,533	0	0	0	113	07/01/2024	1
38373M-J2-7	GNMA 2007-52 A CMO 4.054% 01/16/48		07/01/2009	Paydown		2,098	2,098	2,038	2,041	0	57	0	57	0	2,098	0	0	0	50	01/16/2048	1
38373M-J2-7	GNMA 2007-52 A CMO 4.054% 01/16/48		08/01/2009	Paydown		4,625	4,625	4,491	4,499	0	126	0	126	0	4,625	0	0	0	125	01/16/2048	1
38373M-J2-7	GNMA 2007-52 A CMO 4.054% 01/16/48		09/01/2009	Paydown		18,609	18,609	18,070	18,102	0	507	0	507	0	18,609	0	0	0	566	01/16/2048	1
3199999	Bonds - U.S. Special Revenues					10,712,671	10,489,541	10,832,474	3,791,581	0	(60,317)	0	(60,317)	0	10,717,386	0	(4,717)	(4,717)	372,203	XXX	XXX
030615-AC-2	Americredit Prime Auto 2007-1 A3 ABS 5.270% 11/08/11		07/08/2009	Paydown		91,621	91,621	91,907	91,693	0	(72)	0	(72)	0	91,621	0	0	0	2,817	10/08/2009	1FE
030615-AC-2	Americredit Prime Auto 2007-1 A3 ABS 5.270% 11/08/11		08/08/2009	Paydown		88,931	88,931	89,209	89,002	0	(70)	0	(70)	0	88,931	0	0	0	3,124	10/08/2009	1FE
030615-AC-2	Americredit Prime Auto 2007-1 A3 ABS 5.270% 11/08/11		09/08/2009	Paydown		86,397	86,397	86,667	86,465	0	(68)	0	(68)	0	86,397	0	0	0	3,415	10/08/2009	1FE
079860-AF-9	Bellsouth Corporation Corporate Note Cont Callable 4.200% 09/15/09		09/15/2009	Maturity		1,750,000	1,750,000	1,759,196	1,755,515	0	(5,515)	0	(5,515)	0	1,750,000	0	0	0	73,500	09/15/2009	1FE
1248MB-AG-0	Credit Based Asset Serv 2007-CB2 A2A ABS 5.891% 02/25/37		07/01/2009	Paydown		29,504	29,504	23,637	29,421	0	6,557	6,475	82	0	29,504	0	0	0	1,014	02/25/2037	4FE
1248MB-AG-0	Credit Based Asset Serv 2007-CB2 A2A ABS 5.891% 02/25/37		08/01/2009	Paydown		30,633	30,633	24,542	30,547	0	6,808	6,723	85	0	30,633	0	0	0	1,202	02/25/2037	4FE
1248MB-AG-0	Credit Based Asset Serv 2007-CB2 A2A ABS 5.891% 02/25/37		09/01/2009	Paydown		29,712	29,712	23,804	29,629	0	6,604	6,521	83	0	29,712	0	0	0	1,310	02/25/2037	4FE
1248MB-AG-0	Credit Based Asset Serv 2007-CB2 A2A ABS 5.891% 02/25/37		09/25/2009	Deutsche Bank		434,027	511,372	409,681	509,939	0	12,465	112,223	(99,758)	0	410,181	0	23,847	23,847	24,969	02/25/2037	4FE
12628K-AA-0	CSAB Mtg 2006-3 A1A ABS 6.000% 11/25/36		07/01/2009	Paydown		20,661	20,661	17,818	20,606	0	3,548	3,494	54	0	20,661	0	0	0	723	11/25/2036	2FE
12628K-AA-0	CSAB Mtg 2006-3 A1A ABS 6.000% 11/25/36		08/01/2009	Paydown		12,515	12,515	10,792	12,481	0	2,149	2,116	33	0	12,515	0	0	0	501	11/25/2036	2FE
12628K-AA-0	CSAB Mtg 2006-3 A1A ABS 6.000% 11/25/36		09/01/2009	Paydown		11,974	11,974	10,326	11,942	0	2,056	2,025	31	0	11,974	0	0	0	539	11/25/2036	2FE
12628K-AA-0	CSAB Mtg 2006-3 A1A ABS 6.000% 11/25/36		09/29/2009	CS First Boston Corp		104,487	169,976	163,833	169,471	0	6,618	32,123	(25,505)	0	163,967	0	(59,480)	(59,480)	9,467	11/25/2036	2FE
126650-AU-4	CVS Corp Corporate Note Cont Callable 4.000% 09/15/09		09/15/2009	Maturity		300,000	300,000	296,475	298,628	0	1,372	0	1,372	0	300,000	0	0	0	12,000	09/15/2009	2FE
14312T-AC-4	Carmax Auto Own 2007-2 A3 ABS 5.230% 12/15/11		07/15/2009	Paydown		20,117	20,117	20,113	20,115	0	1	0	1	0	20,117	0	0	0	614	12/15/2011	1FE
14312T-AC-4	Carmax Auto Own 2007-2 A3 ABS 5.230% 12/15/11		08/15/2009	Paydown		20,437	20,437	20,433	20,436	0	1	0	1	0	20,437	0	0	0	713	12/15/2011	1FE
14312T-AC-4	Carmax Auto Own 2007-2 A3 ABS 5.230% 12/15/11		09/15/2009	Paydown		19,927	19,927	19,923	19,926	0	1	0	1	0	19,927	0	0	0	782	12/15/2011	1FE
20030N-AN-1	Comcast Corp Note Cont Call Adj 0.805% 07/14/09		07/14/2009	Maturity		1,100,000	1,100,000	1,094,419	1,098,282	0	1,718	0	1,718	0	1,100,000	0	0	0	22,405	07/14/2009	2FE
36962G-RA-8	GE Cap Corp Note Non Call 4.125% 09/01/09		09/01/2009	Maturity		1,475,000	1,475,000	1,458,188	1,469,231	0	5,769	0	5,769	0	1,475,000	0	0	0	60,844	09/01/2009	1FE
404200-AN-9	HSBC Bank USA Corporate Note - Non Call 3.875% 09/15/09		09/15/2009	Maturity		900,000	900,000	867,879	892,031	0	7,969	0	7,969	0	900,000	0	0	0	34,875	09/15/2009	1FE
466302-AA-4	JP Morgan Chase 2006-S4 A1A CMO 5.440% 12/25/36		07/25/2009	Paydown		24,294	24,294	21,662	24,293	0	3,896	3,895	1	0	24,294	0	0	0	771	12/25/2036	1FE
466302-AA-4	JP Morgan Chase 2006-S4 A1A CMO 5.440% 12/25/36		08/25/2009	Paydown		34,067	34,067	30,377	34,066	0	5,463	5,462	1	0	34,067	0	0	0	1,236	12/25/2036	1FE
466302-AA-4	JP Morgan Chase 2006-S4 A1A CMO 5.440% 12/25/36		09/25/2009	Paydown		49,571	49,571	44,202	49,571	0	7,949	7,949	0	0	49,571	0	0	0	2,022	12/25/2036	1FE
46630L-AA-2	JP Morgan Mtg 2007-CH1 AF1A ABS 0.326% 11/25/36		07/27/2009	Paydown		10,577	10,577	9,501	10,577	0	1,604	1,604	0	0	10,577	0	0	0	31	11/25/2036	1FE
46630L-AA-2	JP Morgan Mtg 2007-CH1 AF1A ABS 0.326% 11/25/36		08/25/2009	Paydown		12,741	12,741	11,445	12,741	0	1,932	1,932	0	0	12,741	0	0	0	41	11/25/2036	1FE
46630L-AA-2	JP Morgan Mtg 2007-CH1 AF1A ABS 0.326% 11/25/36		09/25/2009	Paydown		8,253	8,253	7,414	8,253	0	1,251	1,251	0	0	8,253	0	0	0	29	11/25/2036	1FE
52109R-BM-2	LB US Comm Mtg Trust 2007 C7 CMO COMM 5.866% 09/15/45		09/24/2009	Morgan Stanley		464,280	535,000	457,820	0	0	2,335	0	2,335	0	460,155	0	4,125	4,125	12,030	09/15/2045	1FE

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STATEMENT AS OF SEPTEMBER 30, 2009 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 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	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	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 Design- ation or Market In- dicator (a)
..571834-AE-0	Marshall & Ilsley Corp Corp Note Non Callable 4.375% 08/01/09		08/01/2009	Maturity	500,000	500,000	497,785	499,644	0	356	0	356	0	500,000	0	0	0	21,875	08/01/2009	2FE	
..571834-AF-7	Marshall & Ilsley Corp Corp Note Non Call 5.626% 08/17/09		08/17/2009	Maturity	470,000	470,000	470,940	470,306	0	(306)	0	(306)	0	470,000	0	0	0	26,589	08/17/2009	2FE	
..59562V-AU-1	MidAmerican Energy Corp Note MW 30 BP Priv Plc 3.150% 07/15/12		09/23/2009	Tax Free Exchange	1,199,676	1,200,000	1,199,652	0	0	24	0	24	0	1,199,676	0	0	0	7,980	07/15/2012	2FE	
..61750W-AR-4	Morgan Stanley Cap MSC 2006-IQ12 A1 CMBS 5.257% 12/15/43		07/01/2009	Paydown	9,512	9,512	9,536	9,512	0	0	0	0	0	9,512	0	0	0	292	10/15/2011	1FE	
..61750W-AR-4	Morgan Stanley Cap MSC 2006-IQ12 A1 CMBS 5.257% 12/15/43		08/01/2009	Paydown	8,341	8,341	8,362	8,340	0	0	0	0	0	8,341	0	0	0	292	10/15/2011	1FE	
..61750W-AR-4	Morgan Stanley Cap MSC 2006-IQ12 A1 CMBS 5.257% 12/15/43		09/01/2009	Paydown	8,535	8,535	8,556	8,534	0	0	0	0	0	8,535	0	0	0	337	10/15/2011	1FE	
..75970H-AD-2	Renaissance Home Equity 2006-4 AF1 ABS 5.545% 01/25/37		07/01/2009	Paydown	8,026	8,026	7,672	8,026	0	474	474	0	0	8,026	0	0	0	260	01/25/2037	1FE	
..75970H-AD-2	Renaissance Home Equity 2006-4 AF1 ABS 5.545% 01/25/37		08/01/2009	Paydown	14,042	14,042	13,422	14,042	0	829	829	0	0	14,042	0	0	0	519	01/25/2037	1FE	
..75970H-AD-2	Renaissance Home Equity 2006-4 AF1 ABS 5.545% 01/25/37		09/01/2009	Paydown	7,611	7,611	7,275	7,611	0	450	450	0	0	7,611	0	0	0	317	01/25/2037	1FE	
..75971E-AE-6	Renaissance Home Equity 2006-3 AF2 (ABS) 5.580% 11/25/36		07/01/2009	Paydown	9,961	9,961	8,425	9,927	0	1,604	1,570	34	0	9,961	0	0	0	324	11/25/2036	2FE	
..75971E-AE-6	Renaissance Home Equity 2006-3 AF2 (ABS) 5.580% 11/25/36		08/01/2009	Paydown	25,374	25,374	21,461	25,288	0	4,086	4,000	86	0	25,374	0	0	0	944	11/25/2036	2FE	
..75971E-AE-6	Renaissance Home Equity 2006-3 AF2 (ABS) 5.580% 11/25/36		09/01/2009	Paydown	20,289	20,289	17,160	20,220	0	3,267	3,198	69	0	20,289	0	0	0	849	11/25/2036	2FE	
..75971E-AE-6	Renaissance Home Equity 2006-3 AF2 (ABS) 5.580% 11/25/36		09/25/2009	Deutsche Bank	531,638	644,331	544,969	642,150	0	4,908	101,565	(96,657)	0	545,493	0	(13,856)	(13,856)	29,862	11/25/2036	2FE	
..83612Q-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 0.366% 01/25/37		07/27/2009	Paydown	9,323	9,323	7,756	9,323	0	1,801	1,801	0	0	9,323	0	0	0	29	01/25/2037	2FE	
..83612Q-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 0.366% 01/25/37		08/25/2009	Paydown	12,826	12,826	10,670	12,826	0	2,478	2,478	0	0	12,826	0	0	0	45	01/25/2037	2FE	
..83612Q-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 0.366% 01/25/37		09/25/2009	Paydown	12,151	12,151	10,109	12,151	0	2,347	2,347	0	0	12,151	0	0	0	46	01/25/2037	2FE	
..83612Q-AA-6	Soundview Home Eq 2007-NS1 A1 ABS 0.366% 01/25/37		09/29/2009	Bank of America Sec	207,691	230,368	191,652	230,368	0	6,163	44,502	(38,339)	0	192,030	0	15,662	15,662	891	01/25/2037	2FE	
..92979F-AD-2	Wachovia Bank Mtg Tr 2007-C34 A3 CMBS 5.678% 07/15/17		08/13/2009	Bank of America Sec	617,756	705,000	602,197	0	0	2,069	0	2,069	0	604,266	0	13,491	13,491	11,898	07/15/2017	1FE	
..931142-BE-2	Walmart Stores Inc Corporate Bond 6.875% 08/10/09		08/10/2009	Maturity	1,500,000	1,500,000	1,560,826	1,505,592	0	(5,592)	0	(5,592)	0	1,500,000	0	0	0	103,125	08/10/2009	1FE	
8399999	Bonds - Industrial and Miscellaneous (Unaffiliated)				12,302,478	12,758,970	12,269,688	10,308,721	0	107,299	357,007	(249,708)	0	12,318,691	0	(16,211)	(16,211)	477,448	XXX	XXX	
8399997	Total - Bonds - Part 4				26,470,367	26,454,617	26,709,678	14,100,714	0	41,674	357,007	(315,333)	0	26,638,283	0	(167,916)	(167,916)	940,215	XXX	XXX	
8399998	Total - Bonds - Part 5				XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds				26,470,367	26,454,617	26,709,678	14,100,714	0	41,674	357,007	(315,333)	0	26,638,283	0	(167,916)	(167,916)	940,215	XXX	XXX	
8999997	Total - Preferred Stocks - Part 4				0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
8999998	Total - Preferred Stocks - Part 5				XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks				0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799997	Total - Common Stocks - Part 4				0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9799998	Total - Common Stocks - Part 5				XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks				0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9899999	Total - Preferred and Common Stocks				0	XXX	0	0	0	0	0	0	0	0	0	0	0	0	0	XXX	XXX
9999999	Totals				26,470,367	XXX	26,709,678	14,100,714	0	41,674	357,007	(315,333)	0	26,638,283	0	(167,916)	(167,916)	940,215	XXX	XXX	

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

Schedule DB - Part A - Section 1 - Options, Caps, Floors and Insurance Futures Options Owned

**N O N E**

Schedule DB - Part B - Section 1 - Options, Caps, Floors and Insurance Futures Options Written and  
In Force

**N O N E**

Schedule DB - Part C - Section 1 - Collar, Swap and Forwards Open

**N O N E**

Schedule DB - Part D - Section 1 - Futures Contracts and Insurance Futures Contracts Open

**N O N E**



