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QUARTERLY STATEMENT

AS OF MARCH 31, 2017

OF THE CONDITION AND AFFAIRS OF THE

QualChoice Life and Health Insurance Company, Inc.

NAIC Group Code 4807 (Current Period), 4807 (Prior Period) NAIC Company Code 70998 Employer's ID Number 71-0386640

Organized under the Laws of Arkansas, State of Domicile or Port of Entry AR

Country of Domicile United States of America

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

Incorporated/Organized 10/17/1992 Commenced Business 04/25/1965

Statutory Home Office 12615 Chenal Parkway, Suite 300 (Street and Number), Little Rock, AR, 72211 (City or Town, State, Country and Zip Code)

Main Administrative Office 12615 Chenal Parkway, Suite 300 (Street and Number)
Little Rock, AR, 72211 (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 12615 Chenal Parkway, Suite 300 (Street and Number or P.O. Box), Little Rock, AR, 72211 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 12615 Chenal Parkway, Suite 300 (Street and Number)
Little Rock, AR, 72211 (City or Town, State, Country and Zip Code) (501)228-7111 (Area Code) (Telephone Number)

Internet Web Site Address www.qualchoice.com

Statutory Statement Contact Randall Crow (Name) (501)219-5109 (Area Code)(Telephone Number)(Extension)
randall.crow@qualchoice.com (E-Mail Address) (501)228-0135 (Fax Number)

OFFICERS

Name	Title
Michael Edward Stock	President
Randall Alvin Crow	Treasurer
Charles Hanson	Secretary

OTHERS

Joni Self Daniels, Vice President - Operations
Betty Jo Tatum-Himes, Vice President - Sales & Marketing
Win Hammerly M.D., Vice President - Medical Affairs

DIRECTORS OR TRUSTEES

Mark Fred Bjornson
Philip Linwood Foster
David Allen Sorenson
Steven Charles Schramm
Charles Hanson

State of Arkansas
County of Pulaski ss

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.

(Signature)	(Signature)	(Signature)
Michael Edward Stock	Randall Alvin Crow	Charles Hanson
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President	Treasurer	Secretary
(Title)	(Title)	(Title)

Subscribed and sworn to before me this
_______ day of _______ , 2017

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 ______

(Notary Public Signature)

ASSETS

		Current Statement Date			4
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1.	Bonds	19,529,450		19,529,450	18,994,718
2.	Stocks:				
	2.1 Preferred stocks				
	2.2 Common stocks				
3.	Mortgage loans on real estate:				
	3.1 First liens				
	3.2 Other than first liens				
4.	Real estate:				
	4.1 Properties occupied by the company (less $...............0 encumbrances)				
	4.2 Properties held for the production of income (less $...............0 encumbrances)				
	4.3 Properties held for sale (less $...............0 encumbrances)				
5.	Cash ($......11,223,543), cash equivalents ($...............0) and short-term investments ($.......3,523,573)	14,747,116		14,747,116	18,345,062
6.	Contract loans (including $...............0 premium notes)				
7.	Derivatives				
8.	Other invested assets				
9.	Receivables for securities				
10.	Securities lending reinvested collateral assets				
11.	Aggregate write-ins for invested assets				
12.	Subtotals, cash and invested assets (Lines 1 to 11)	34,276,566		34,276,566	37,339,780
13.	Title plants less $...............0 charged off (for Title insurers only)				
14.	Investment income due and accrued	97,392		97,392	62,036
15.	Premiums and considerations:				
	15.1 Uncollected premiums and agents' balances in the course of collection	82,192		82,192	25,625
	15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $...............0 earned but unbilled premiums)				
	15.3 Accrued retrospective premiums ($...............0) and contracts subject to redetermination ($...............0)	2,597,296		2,597,296	2,597,296
16.	Reinsurance:				
	16.1 Amounts recoverable from reinsurers	6,040,436	188,318	5,852,118	6,371,383
	16.2 Funds held by or deposited with reinsured companies				
	16.3 Other amounts receivable under reinsurance contracts				
17.	Amounts receivable relating to uninsured plans				
18.1	Current federal and foreign income tax recoverable and interest thereon	472,902	268,416	204,486	204,486
18.2	Net deferred tax asset				
19.	Guaranty funds receivable or on deposit				
20.	Electronic data processing equipment and software				
21.	Furniture and equipment, including health care delivery assets ($...............0)				
22.	Net adjustments in assets and liabilities due to foreign exchange rates				
23.	Receivables from parent, subsidiaries and affiliates	644,492		644,492	1,141,539
24.	Health care ($...............0) and other amounts receivable	1,263,353	447,820	815,533	493,867
25.	Aggregate write-ins for other-than-invested assets	1,982,138	75,000	1,907,138	2,894,362
26.	TOTAL assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	47,456,767	979,554	46,477,213	51,130,374
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28.	TOTAL (Lines 26 and 27)	47,456,767	979,554	46,477,213	51,130,374
DETAILS OF WRITE-INS					
1101.	Rounding				
1102.					
1103.					
1198.	Summary of remaining write-ins for Line 11 from overflow page				
1199.	TOTALS (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501.	Insurance Charter	75,000	75,000		
2502.	Cost Sharing Reduction Rec	1,907,138		1,907,138	2,894,362
2503.					
2598.	Summary of remaining write-ins for Line 25 from overflow page				
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	1,982,138	75,000	1,907,138	2,894,362

LIABILITIES, CAPITAL AND SURPLUS

		Current Period 1 Covered	2 Uncovered	3 Total	Prior Year 4 Total
1.	Claims unpaid (less $..............0 reinsurance ceded)	15,470,214	1,211,088	16,681,302	19,316,058
2.	Accrued medical incentive pool and bonus amounts				
3.	Unpaid claims adjustment expenses	452,520		452,520	401,509
4.	Aggregate health policy reserves, including the liability of $..............0 for medical loss ratio rebate per the Public Health Service Act	523,156		523,156	119,961
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserve				
7.	Aggregate health claim reserves				
8.	Premiums received in advance				
9.	General expenses due or accrued	1,253,392		1,253,392	1,149,940
10.1	Current federal and foreign income tax payable and interest thereon (including $..............0 on realized gains (losses))				
10.2	Net deferred tax liability				
11.	Ceded reinsurance premiums payable	348,065		348,065	225,268
12.	Amounts withheld or retained for the account of others				
13.	Remittances and items not allocated				
14.	Borrowed money (including $..............0 current) and interest thereon $..............0 (including $..............0 current)				
15.	Amounts due to parent, subsidiaries and affiliates	125,410		125,410	
16.	Derivatives				
17.	Payable for securities				
18.	Payable for securities lending				
19.	Funds held under reinsurance treaties with ($..............0 authorized reinsurers, $..............0 unauthorized reinsurers and $..............0 certified reinsurers)				
20.	Reinsurance in unauthorized and certified ($..............0) companies				
21.	Net adjustments in assets and liabilities due to foreign exchange rates				
22.	Liability for amounts held under uninsured plans				
23.	Aggregate write-ins for other liabilities (including $..............0 current)	2		2	
24.	Total liabilities (Lines 1 to 23)	18,172,759	1,211,088	19,383,847	21,212,736
25.	Aggregate write-ins for special surplus funds	XXX	XXX		
26.	Common capital stock	XXX	XXX	1,013,750	1,013,750
27.	Preferred capital stock	XXX	XXX	1,500,000	1,500,000
28.	Gross paid in and contributed surplus	XXX	XXX	45,537,206	45,537,206
29.	Surplus notes	XXX	XXX	5,000,000	5,000,000
30.	Aggregate write-ins for other-than-special surplus funds	XXX	XXX		
31.	Unassigned funds (surplus)	XXX	XXX	(25,957,590)	(23,133,318)
32.	Less treasury stock, at cost:				
	32.1 ....0 shares common (value included in Line 26 $..............0)	XXX	XXX		
	32.2 ....0 shares preferred (value included in Line 27 $..............0)	XXX	XXX		
33.	Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	27,093,366	29,917,638
34.	Total Liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	46,477,213	51,130,374
	DETAILS OF WRITE-INS				
2301.	Rounding	2		2	
2302.					
2303.					
2398.	Summary of remaining write-ins for Line 23 from overflow page				
2399.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)	2		2	
2501.	ACA Section 9010 Assessment	XXX	XXX		
2502.		XXX	XXX		
2503.		XXX	XXX		
2598.	Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX		
2599.	TOTALS (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX		
3001.		XXX	XXX		
3002.		XXX	XXX		
3003.		XXX	XXX		
3098.	Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX		
3099.	TOTALS (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX		

STATEMENT OF REVENUE AND EXPENSES

		Current Year To Date 1 Uncovered	Current Year To Date 2 Total	Prior Year To Date 3 Total	Prior Year Ended December 31 4 Total
1.	Member Months	X X X	79,841	82,368	385,028
2.	Net premium income (including $..............0 non-health premium income)	X X X	27,909,336	26,510,944	129,205,518
3.	Change in unearned premium reserves and reserves for rate credits	X X X			
4.	Fee-for-service (net of $..............0 medical expenses)	X X X			
5.	Risk revenue	X X X			
6.	Aggregate write-ins for other health care related revenues	X X X			
7.	Aggregate write-ins for other non-health revenues	X X X	7,581	6,300	23,206
8.	Total revenues (Lines 2 to 7)	X X X	27,916,917	26,517,244	129,228,724
Hospital and Medical:					
9.	Hospital/medical benefits	1,645,012	20,283,754	21,545,348	97,069,838
10.	Other professional services				
11.	Outside referrals				
12.	Emergency room and out-of-area	257,836	3,179,235	3,333,807	14,968,294
13.	Prescription drugs		3,771,188	4,494,067	20,876,753
14.	Aggregate write-ins for other hospital and medical				
15.	Incentive pool, withhold adjustments and bonus amounts				
16.	Subtotal (Lines 9 to 15)	1,902,848	27,234,177	29,373,222	132,914,885
Less:					
17.	Net reinsurance recoveries		281,493	1,284,685	5,194,210
18.	Total hospital and medical (Lines 16 minus 17)	1,902,848	26,952,684	28,088,537	127,720,675
19.	Non-health claims (net)				
20.	Claims adjustment expenses, including $.........391,226 cost containment expenses		583,765	1,485,603	1,266,114
21.	General administrative expenses		3,259,323	3,393,988	16,580,029
22.	Increase in reserves for life and accident and health contracts (including $..............0 increase in reserves for life only)			(124,998)	(500,000)
23.	Total underwriting deductions (Lines 18 through 22)	1,902,848	30,795,772	32,843,130	145,066,818
24.	Net underwriting gain or (loss) (Lines 8 minus 23)	X X X	(2,878,855)	(6,325,886)	(15,838,094)
25.	Net investment income earned		120,678	49,663	319,879
26.	Net realized capital gains (losses) less capital gains tax of $..............0		(6,470)		(381)
27.	Net investment gains or (losses) (Lines 25 plus 26)		114,208	49,663	319,498
28.	Net gain or (loss) from agents' or premium balances charged off [(amount recovered $..............0) (amount charged off $..............0)]				
29.	Aggregate write-ins for other income or expenses				
30.	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	X X X	(2,764,647)	(6,276,223)	(15,518,596)
31.	Federal and foreign income taxes incurred	X X X			
32.	Net income (loss) (Lines 30 minus 31)	X X X	(2,764,647)	(6,276,223)	(15,518,596)
DETAILS OF WRITE-INS					
0601.		X X X			
0602.		X X X			
0603.		X X X			
0698.	Summary of remaining write-ins for Line 6 from overflow page	X X X			
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	X X X			
0701.	Commission on Life Product	X X X	7,581	6,300	23,206
0702.		X X X			
0703.		X X X			
0798.	Summary of remaining write-ins for Line 7 from overflow page	X X X			
0799.	TOTALS (Lines 0701 through 0703 plus 0798) (Line 7 above)	X X X	7,581	6,300	23,206
1401.					
1402.					
1403.					
1498.	Summary of remaining write-ins for Line 14 from overflow page				
1499.	TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)				
2901.	Rounding				
2902.	0				
2903.					
2998.	Summary of remaining write-ins for Line 29 from overflow page				
2999.	TOTALS (Lines 2901 through 2903 plus 2998) (Line 29 above)				

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CAPITAL & SURPLUS ACCOUNT			
33.	Capital and surplus prior reporting year	29,917,638	21,347,750	21,347,750
34.	Net income or (loss) from Line 32	(2,764,647)	(6,276,223)	(15,518,596)
35.	Change in valuation basis of aggregate policy and claim reserves			
36.	Change in net unrealized capital gains (losses) less capital gains tax of $...............0	(27,685)		(93,178)
37.	Change in net unrealized foreign exchange capital gain or (loss)			
38.	Change in net deferred income tax		2,127,999	(257,119)
39.	Change in nonadmitted assets	(31,940)	(842,953)	(799,792)
40.	Change in unauthorized and certified reinsurance			
41.	Change in treasury stock			
42.	Change in surplus notes			
43.	Cumulative effect of changes in accounting principles			
44.	Capital Changes:			
	44.1 Paid in			
	44.2 Transferred from surplus (Stock Dividend)			
	44.3 Transferred to surplus			
45.	Surplus adjustments:			
	45.1 Paid in			25,000,000
	45.2 Transferred to capital (Stock Dividend)			
	45.3 Transferred from capital			
46.	Dividends to stockholders			
47.	Aggregate write-ins for gains or (losses) in surplus		(1)	238,573
48.	Net change in capital and surplus (Lines 34 to 47)	(2,824,272)	(4,991,178)	8,569,888
49.	Capital and surplus end of reporting period (Line 33 plus 48)	27,093,366	16,356,572	29,917,638
	DETAILS OF WRITE-INS			
4701.	rounding		(1)	1
4702.	SSAP 3 Error Correction - Return to Provision			238,572
4703.				
4798.	Summary of remaining write-ins for Line 47 from overflow page			
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above)		(1)	238,573

CASH FLOW

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
	Cash from Operations			
1.	Premiums collected net of reinsurance	28,380,351	26,339,454	126,248,486
2.	Net investment income	100,042	49,482	364,355
3.	Miscellaneous income	(307,338)	(76,068)	(776,173)
4.	TOTAL (Lines 1 to 3)	28,173,055	26,312,868	125,836,668
5.	Benefit and loss related payments	29,108,452	24,922,474	125,644,314
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	3,688,475	3,323,973	17,398,935
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..............0 tax on capital gains (losses)	27,685	(2,127,999)	566,080
10.	TOTAL (Lines 5 through 9)	32,824,612	26,118,448	143,609,329
11.	Net cash from operations (Line 4 minus Line 10)	(4,651,557)	194,420	(17,772,661)
	Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	7,648,200	3,000,000	29,359,239
	12.2 Stocks			
	12.3 Mortgage loans			
	12.4 Real estate			
	12.5 Other invested assets			
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
	12.7 Miscellaneous proceeds			
	12.8 TOTAL investment proceeds (Lines 12.1 to 12.7)	7,648,200	3,000,000	29,359,239
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	8,204,122	3,008,917	26,871,779
	13.2 Stocks			
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets			
	13.6 Miscellaneous applications			
	13.7 TOTAL investments acquired (Lines 13.1 to 13.6)	8,204,122	3,008,917	26,871,779
14.	Net increase (or decrease) in contract loans and premium notes			
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(555,922)	(8,917)	2,487,460
	Cash from Financing and Miscellaneous Sources			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes			
	16.2 Capital and paid in surplus, less treasury stock			25,000,000
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			
	16.6 Other cash provided (applied)	1,609,533	(4,064,757)	(5,882,784)
17.	Net cash from financing and miscellaneous sources (Line 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	1,609,533	(4,064,757)	19,117,216
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(3,597,946)	(3,879,254)	3,832,015
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	18,345,062	14,513,047	14,513,047
	19.2 End of period (Line 18 plus Line 19.1)	14,747,116	10,633,793	18,345,062

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

20.0001				

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3				Federal			
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	37,661	31,289	3,656	2,716						
2. First Quarter	26,797	20,295	3,905	2,597						
3. Second Quarter										
4. Third Quarter										
5. Current Year										
6. Current Year Member Months	79,841	60,347	11,656	7,838						
Total Member Ambulatory Encounters for Period:										
7. Physician	75,813	53,467	8,391	13,955						
8. Non-Physician	56,426	37,506	13,044	5,876						
9. Total	132,239	90,973	21,435	19,831						
10. Hospital Patient Days Incurred	8,718	6,107	446	2,165						
11. Number of Inpatient Admissions	1,809	1,387	116	306						
12. Health Premiums Written (a)	27,734,088	22,933,546	3,562,545	1,237,997						
13. Life Premiums Direct	175,108		175,108							
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	27,734,088	22,933,546	3,562,545	1,237,997						
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	29,902,359	24,872,788	3,867,693	1,161,878						
18. Amount Incurred for Provision of Health Care Services	27,234,177	22,517,245	3,501,409	1,215,523						

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees $..............0.

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 days	6 Over 120 Days	7 Total
0199999 Individually Listed Claims Unpaid						
0299999 Aggregate Accounts Not Individually Listed - Uncovered	650,311	264,071	102,432	52,616	141,658	1,211,088
0399999 Aggregate Accounts Not Individually Listed - Covered	7,368,324	2,992,047	1,160,605	596,160	1,605,046	13,722,182
0499999 Subtotals	8,018,635	3,256,118	1,263,037	648,776	1,746,704	14,933,270
0599999 Unreported claims and other claim reserves						1,748,032
0699999 Total Amounts Withheld						
0799999 Total Claims Unpaid						16,681,302
0899999 Accrued Medical Incentive Pool And Bonus Amounts						

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

	Claims Paid Year to Date		Liability End of Current Quarter		5	6
Line of Business	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	Claims Incurred in Prior Years (Columns 1+3)	Estimated Claim Reserve and Claim Liability Dec 31 of Prior Year
1. Comprehensive (hospital & medical)	17,064,176	12,857,124	2,590,425	13,333,428	19,654,601	18,908,146
2. Medicare Supplement	544,985	616,893	85,461	671,989	630,446	407,912
3. Dental only						
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare						
7. Title XIX - Medicaid						
8. Other health						
9. Health subtotal (Lines 1 to 8)	17,609,161	13,474,017	2,675,886	14,005,417	20,285,047	19,316,058
10. Healthcare receivables (a)	1,180,819		447,820	815,533	1,628,639	948,434
11. Other non-health						
12. Medical incentive pools and bonus amounts						
13. Totals (Lines 9 - 10 + 11 + 12)	16,428,342	13,474,017	2,228,066	13,189,884	18,656,408	18,367,624

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

Notes to Financial Statement

QUALCHOICE LIFE AND HEALTH INSURANCE COMPANY, INC.

Notes to Financial Statements - Statutory Basis

(1) Summary of Significant Accounting Policies

The following is a summary of the significant accounting policies used in the preparation of the accompanying financial statements. Such policies are in conformity with the Annual Statement Instructions and the Accounting Practices and Procedures Manual of the National Association of Insurance Commissioners ("NAIC") and the accounting practices as prescribed or permitted by the Arkansas Insurance Department and are not intended to be a presentation in conformity with accounting principles generally accepted in the United States of America.

	State of Domicile	3/31/2017	12/31/2016
Net Income (Loss)			
Company state basis	Arkansas	(2,764,647)	(15,518,596)
State prescribed practices that increase/(decrease) NAIC SAP: None	Arkansas		
State permitted practices that increase/(decrease) NAIC SAP: None	Arkansas		
NAIC SAP (1 - 2 - 3 = 4)	Arkansas	(2,764,647)	(15,518,596)
Capital and Surplus			
Company State basis	Arkansas	27,093,366	29,917,638
State prescribed practices that increase/(decrease) NAIC SAP: None	Arkansas		
State permitted practices that increase/(decrease) NAIC SAP: None	Arkansas		
NAIC SAP (5 - 6 - 7 = 8)	Arkansas	27,093,366	29,917,638

Cash and Cash Equivalents and Short Term Investments: The Company considers all cash accounts and all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Premiums Receivable: The Company uses the allowance method of accounting for uncollectible receivables. Premiums receivable represent medical premium revenue that has been billed and recognized as revenue, but has not been collected.

Investment Securities: Bonds and other debt instruments for which the Company intends to resell in the near future are classified as trading and are stated at cost adjusted for amortization of premiums and accretion of discounts computed by the interest method.

a) Short-term investments are stated at amortized cost;
b) Bonds not backed by other loans are stated at amortized cost using the interest method.
c) The Company does not have common stock
d) The Company does not have preferred stock.
e) The commercial mortgage-backed and other loan-backed securities are stated at amortized cost using the effective interest method.
f) The Company does not have derivatives.
g) The Company does not anticipate investment income as a factor in the premium deficiency calculation.

Medical Claims Payable: Reported claims expected to be paid after the balance sheet date for services provided to members prior to the balance sheet date are recorded as

Notes to Financial Statement

liabilities. Claims for services provided to members during the financial reporting period which are unreported at the balance sheet date are estimated based on the Company's claims experience and recorded as liabilities. The amounts recorded are based upon estimates of the ultimate net cost of such services provided. These reserves are subject to continuous review by management and changes in estimates are reflected in earnings currently.

Income Taxes: Income taxes are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due.

Revenue: Medical premium revenue is recognized in the month in which members are entitled to receive health care services. Medical premiums collected in advance are recorded as unearned premium revenue.

Cost of Benefits Provided**:** Cost of benefits provided includes the costs of all medical services delivered to enrolled members of the Company and for whom the Company has recorded medical premium revenue during the reporting period. These costs include payments for specific medical services paid to physicians, hospitals, and other health care providers on a fee-for-service basis. Costs of benefits include claims paid, claims in process and pending, estimates of unreported claims and charges, and processing costs of those estimates at the end of the fiscal year for which the Company will be responsible.

Premium Tax: The state in which the Company does business requires the remittance of premium taxes based upon a percentage of billed premiums.

Advertising Costs: Advertising and promotions related expenses are charged to operations when incurred.

Non-Admitted Assets: Certain assets (principally pharmaceutical rebate receivables and deferred tax assets not expected to be realized within a 12 month period) designated as "non-admitted" are not included in the financial statements.

Accounting Estimates: The preparation of financial statements in conformity with the accounting practices described above requires management to make estimates and assumptions that affect the reported amounts in the financial statements and accompanying notes. The accounting practices also require disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

Going Concern: There are no conditions or events that raise substantial doubt about the entity's ability to continue as a going concern.

(2) Accounting Changes and Corrections of Errors

None.

(3) Business Combinations and Goodwill

None.

(4) Discontinued Operations

None.

Notes to Financial Statement

(5) Investments

A) The Company has no real estate loans, restructured debt, or reverse mortgages.
D) The Company is relying on Bank of New York Mellon as a source used to determine the currently estimated cash flows, including new prepayment assumptions. The Company has no mortgage-backed or other loan-backed securities with a recognized other-than-temporary impairment.
E) The Company has no repurchase agreements and/or securities lending transactions.
I) The Company has no working capital finance investments
J) The Company has no investments in requiring offsetting and netting of assets and liabilities.

(6) Joint Ventures, Partnerships and Limited Liability Companies

None.

(7) Investment Income

The Company's investment income was earned on cash and cash equivalents, bonds, and stocks. Unrealized losses and gains are recorded are recorded on page 5.

(8) Derivative Instruments

None.

(9) Income Taxes

No significant changes.

(10) Information Concerning Parent, Subsidiaries and Affiliates

None.

(11) Debt

As of March 31, 2017, the Company has no outstanding Federal Home Loan Bank agreements.

(12) Retirement Plans, Deferred Compensation and Other Postretirement Benefit and Compensated Absences and Other Postretirement Benefit Plans

The Company has an employee 401(k) plan covering all full-time employees of the Company who have completed three months of employment and choose to participate. The benefit plan has not changed since the year ended 12/31/16.

(13) Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

No significant changes.

(14) Contingencies

No significant changes.

(15) Leases

None.

(16) Information About Financial Instruments With Off Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

None.

Notes to Financial Statement

(17) Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

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

(18) Gain or Loss To The Reporting Entity From Uninsured A&H Plans and The Uninsured Portion of Partially Insured Plans

No significant changes.

(19) Direct Premium Written/Produced By Managing General Agents/Third Party Administrators

None

(20) Fair Value Measurements

a) The Company does not have any financial assets that are measured and reported at fair value on the statutory basis statements or admitted assets, and capital and surplus at March 31, 2017. All investments are recorded at amortized cost.

(21) Other Items List

a) The Company did not encounter any unusual or infrequent items for the quarter ended March 31, 2017.
b) The Company has no troubled debt restructuring as of March 31, 2017.
c) The Company does not have any other disclosures items.
d) The Company has no business interruption insurance recoveries.
e) The Company has no state transferrable or non-transferrable tax credits.

(22) Events Subsequent

None

(23) Reinsurance

No significant changes.

(24) Retrospectively Rated Contracts & Contracts Subject To Redetermination

E. The Company has accident and health insurance premiums in 2016 subject to the risk-sharing provisions of the ACA. For 2017. Only the risk adjustment provision remains. The ACA imposes fees and premium stabilization provisions on health insurance issuers offering comprehensive commercial health insurance.

1. Permanent Risk Adjustment Program

Assets	Amount
a. Premium Adjustment Receivable	$0
Liabilities	
b. Risk Adjustment User Fees Payable	$0
c. Premium Adjustments Payable	$(96,805)
Operations (Revenue & Expense)	
d. Premium for Accident and Health Contracts	$(403,195)

Notes to Financial Statement

2. Transitional Reinsurance Program

Assets

a. Amounts recoverable for claims paid	$0
b. Amounts recoverable for claims unpaid	$0
c. Amounts receivable relating to uninsured plans	$0
Liabilities	
d. Claims unpaid-ceded	$0
e. Contributions payable-not reported as ceded	$0
f. Ceded reinsurance premiums payable	$0
g. Liability for amounts held under uninsured plans	$0
Operations (Revenue & Expense)	
h. Ceded reinsurance premiums	$0
i. Reinsurance recoveries	$0
j. Contributions-not reported as ceded premiums	$0

3. Temporary Risk Corridors Program

Assets

a. Accrued retrospective premium	$0
Liabilities	
b. Reserve for rate credits/policy exp rating refunds	$0
Operations (Revenue & Expense)	
c. Effect of ACA Risk Corridors on net premium income (paid/received)	$0
d. Effect of ACA Risk Corridors on change in reserves for rate credits	$0

4. Have there been any material re-estimations and/or impairments for the reporting period? **NO**

The following table is a roll forward of the prior year ACA risk-sharing provisions for asset and liability balances, along with reasons for adjustments to prior year balances.

Notes to Financial Statement

	Accrued During the Prior Year on Business Written Before December 31 of the Prior Year		Received or Paid as of the Current Year on Business Written Before December 31 of the Prior Year		Differences		Adjustments			Unsettled Balances as of the Reporting Date	
					Prior Year Accrued Less Payments (Col 1 - 3)	Prior Year Accrued Less Payments (Col 2 - 4)	To Prior Year Balances	To Prior Year Balances		Cumulative Balance from Prior Years (Col 1–3+7)	Cumulative Balance from Prior Years (Col 2–4+8)
	1	2	3	4	5	6	7	8		9	10
	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Ref	Receivable	(Payable)
a. Permanent ACA Risk Adjustment Program											
1. Premium adjustments receivable	$2,477,334	$	$	$	$	$	$	$(403,195)	A	$2,074,139	$ ....
2. Premium adjustments (payable)	$	$	$	$	$	$	$	$	B	$	$ ....
3. Subtotal ACA Permanent Risk Adjustment Program	$2,477,334	$	$	$	$	$	$	$(403,195)		$2,074,139	$ ....
b. Transitional ACA Reinsurance Program											
1. Amounts recoverable for claims paid	$5,586,992	$	$	$(546,794)	$	$	$183,304	$	C	$5,223,502	$ ....
2. Amounts recoverable for claims unpaid (contra liability)	$	$	$	$	$	$	$	$	D	$	$ ....
3. Amounts receivable relating to uninsured plans	$	$	$	$	$	$	$	$	E	$	$ ....
4. Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium	$	$	$	$	$	$	$	$	F	$	$ ....
5. Ceded reinsurance premiums payable	$	$	$	$	$	$	$	$	G	$	$ ....
6. Liability for amounts held under uninsured plans	$	$	$	$	$	$	$	$	H	$	$ ....
7. Subtotal ACA Transitional Reinsurance Program	$5,586,992	$	$	$(546,794)	$	$	$183,304	$		$5,223,502	$ ....
c. Temporary ACA Risk Corridors Program											
1. Accrued retrospective premium	$	$	$	$	$	$	$	$	I	$	$ ....
2. Reserve for rate credits or policy experience rating refunds	$	$	$	$	$	$	$	$	J	$	$ ....
3. Subtotal ACA Risk Corridors Program	$	$	$	$	$	$	$	$		$	$ ....
d. Total for ACA Risk-Sharing Provisions	$8,064,326	$	$	$(546,794)	$	$	$183,304	$		$7,297,641	$ ....

(4) Roll Forward of ACA Risk Corridor Asset and Liability Balances

	Accrued During the Prior Year on Business Written Before December 31 of the Prior Year		Received or Paid as of the Current Year on Business Written Before December 31 of the Prior Year		Differences		Adjustments			Unsettled Balances as of the Reporting Date	
					Prior Year Accrued Less Payments (Col 1 - 3)	Prior Year Accrued Less Payments (Col 2 - 4)	To Prior Year Balances	To Prior Year Balances		Cumulative Balance from Prior Years (Col 1–3+7)	Cumulative Balance from Prior Years (Col 2–4+8)
	1	2	3	4	5	6	7	8		9	10
	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Receivable	(Payable)	Ref	Receivable	(Payable)
a. 2014											
1. Accrued Retrospective Premium	$..........	$	$	$	$	$	$	$	A	$	$ ....
2. Reserve for rate credits policy experience rating refunds	$	$	$	$	$	$	$	$	B	$	$ ....
b. 2015											
1. Accrued Retrospective Premium	$	$	$	$	$	$	$	$	C	$	$ ....
2. Reserve for rate credits policy experience rating refunds	$	$	$	$	$	$	$	$	D	$	$ ....
c. 2016											
1. Accrued Retrospective Premium	$	$	$	$	$	$	$	$	I	$	$ ....

Notes to Financial Statement

									J	
2. Reserve for rate credits or policy experience rating refunds	$	$	$	$	$	$	$	$	$	$ ....
d. Total for Risk Corridor	$.	$	$.	$	$.	$	$	$	$.	$ ....

(5) ACA Risk Corridor Receivable:

Risk Corridors Program Year	1 Estimated amount to be filed or final amounts filed with CMS	2 Non-Accrued Amounts for Impairment or Other Reasons	3 Amounts received from CMS	4 Asset balance (gross of nonadmission) (1-2-3)	5 Nonadmitted amounts	6 Net admitted assets
a. 2014	$0	$0	$0	$0	$0	$0
b. 2015	$3,584,502	$3,584,502	$0	$0	$0	$0
c. 2016	$13,986,549	$13,986,549	$0	$0	$0	$0
d. Total	$17,571,051	$17,571,051	$0	$0	$0	$0

(25) Change In Incurred Claims and Claim Adjustment Expenses

Reserves as of March 31, 2017 were $16,681,302. As of March 31, 2017, $16,428,342 has been paid for incurred claims and claim adjustment expenses attributable to insured events incurred prior of January 1, 2017. Reserves remaining for prior years are now $2,675,885 as a result of re-estimation of unpaid claims and claim adjustment expenses. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

(26) Intercompany Pooling Arrangements

None.

(27) Structured Settlements

None.

(28) Health Care Receivables

No significant changes.

(29) Participating Policies

None.

(30) Premium Deficiency Reserves

No significant changes.

(31) Anticipated Salvage and Subrogation

None.

GENERAL INTERROGATORIES

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[ ] N/A[X]

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: ....

3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes[X] No[ ]

If yes, complete Schedule Y, Parts 1 and 1A.

3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes[ ] No[X]

3.3 If the response to 3.2 is yes, provide a brief description of those changes:

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 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[ ] N/A[X]

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. 12/31/2014

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. 04/16/2016

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). 04/16/2016

6.4 By what department or departments?

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[ ] No[ ] N/A[X]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes[ ] No[ ] N/A[X]

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[ ] No[X]

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 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 FDIC	6 SEC
		Yes[ ] No[X]	Yes[ ] No[X]	Yes[ ] No[X]	Yes[ ] No[X]

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[X] 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[X]

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[X]

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[X] No[ ]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $ 644,492

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[X]

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[X]

GENERAL INTERROGATORIES (Continued)

INVESTMENT

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		
14.22	Preferred Stock		
14.23	Common Stock		
14.24	Short-Term Investments		
14.25	Mortgages Loans on Real Estate		
14.26	All Other		
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)		
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above		

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes[ ] No[X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes[ ] No[ ] N/A[X]
If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 0
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 0
16.3 Total payable for securities lending reported on the liability page $ 0

17. 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 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes[X] No[ ]

17.1 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
Arvest Asset Management	200 Commerce Dr. Ste. 100, Little Rock, AR
BNY Mellon	200 Park Avenue, New York, NY

17.2 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)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes[ ] No[X]

17.4 If yes, give full and complete information relating thereto:

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

17.5 Investment management - Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. [" that have access to the investment accounts"; " handle securities"]

1 Name of Firm or Individual	2 Affiliation
Arvest Trust	U
BNY Mellon	U

17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets? Yes[ ] No[X]

17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets? Yes[ ] No[X]

17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed? Yes[X] No[ ]

GENERAL INTERROGATORIES (Continued)

18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:

1.1 A&H loss percent	96.755%
1.2 A&H cost containment percent	1.384%
1.3 A&H expense percent excluding cost containment expenses	12.214%

2.1 Do you act as a custodian for health savings accounts?	Yes[ ] No[X]
2.2 If yes, please provide the amount of custodial funds held as of the reporting date.	$ 0
2.3 Do you act as an administrator for health savings accounts?	Yes[ ] No[X]
2.4 If yes, please provide the balance of the funds administered as of the reporting date.	$ 0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
Life and Annuity - Affiliates								
38636	13-3031176	01/01/2017	PARTNER REINS CO OF THE US	NY	OTH/L/G	Authorized		

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

		Direct Business Only							
	1	2	3	4	5	6	7	8	9
State, Etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life and Annuity Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1. Alabama (AL)	N								
2. Alaska (AK)	N								
3. Arizona (AZ)	N								
4. Arkansas (AR)	L	28,260,870				175,108		28,435,978	
5. California (CA)	N								
6. Colorado (CO)	N								
7. Connecticut (CT)	N								
8. Delaware (DE)	N								
9. District of Columbia (DC)	N								
10. Florida (FL)	N								
11. Georgia (GA)	N								
12. Hawaii (HI)	N								
13. Idaho (ID)	N								
14. Illinois (IL)	N								
15. Indiana (IN)	N								
16. Iowa (IA)	N								
17. Kansas (KS)	N								
18. Kentucky (KY)	N								
19. Louisiana (LA)	N								
20. Maine (ME)	N								
21. Maryland (MD)	N								
22. Massachusetts (MA)	N								
23. Michigan (MI)	N								
24. Minnesota (MN)	N								
25. Mississippi (MS)	N								
26. Missouri (MO)	N								
27. Montana (MT)	N								
28. Nebraska (NE)	L								
29. Nevada (NV)	N								
30. New Hampshire (NH)	N								
31. New Jersey (NJ)	N								
32. New Mexico (NM)	N								
33. New York (NY)	N								
34. North Carolina (NC)	N								
35. North Dakota (ND)	N								
36. Ohio (OH)	N								
37. Oklahoma (OK)	N								
38. Oregon (OR)	N								
39. Pennsylvania (PA)	N								
40. Rhode Island (RI)	N								
41. South Carolina (SC)	N								
42. South Dakota (SD)	N								
43. Tennessee (TN)	N								
44. Texas (TX)	N								
45. Utah (UT)	N								
46. Vermont (VT)	N								
47. Virginia (VA)	N								
48. Washington (WA)	N								
49. West Virginia (WV)	N								
50. Wisconsin (WI)	N								
51. Wyoming (WY)	N								
52. American Samoa (AS)	N								
53. Guam (GU)	N								
54. Puerto Rico (PR)	N								
55. U.S. Virgin Islands (VI)	N								
56. Northern Mariana Islands (MP)	N								
57. Canada (CAN)	N								
58. Aggregate other alien (OT)	XXX								
59. Subtotal	XXX	28,260,870				175,108		28,435,978	
60. Reporting entity contributions for Employee Benefit Plans	XXX								
61. Total (Direct Business)	(a) 2	28,260,870				175,108		28,435,978	
DETAILS OF WRITE-INS									
58001.	XXX								
58002.	XXX								
58003.	XXX								
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX								
58999. TOTALS (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX								

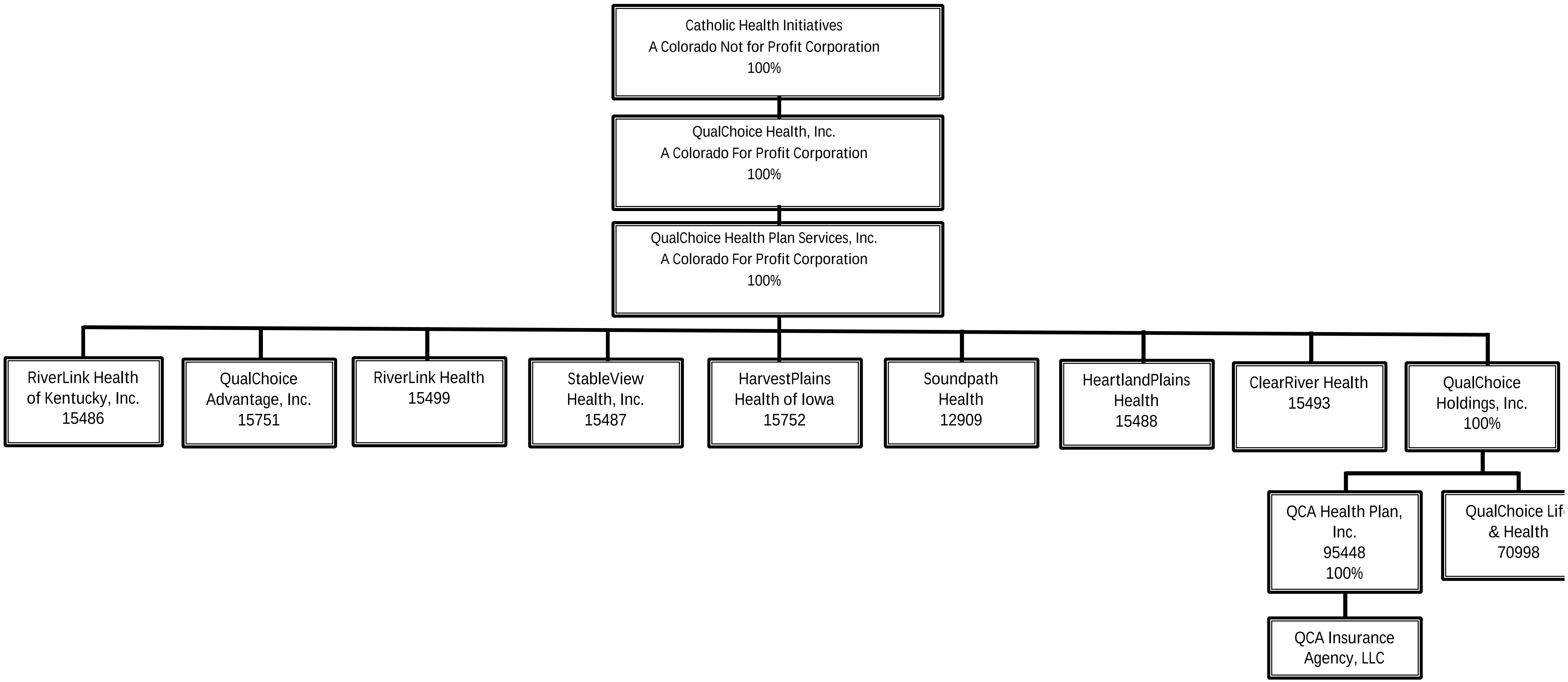
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

(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



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 FEDERAL RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity / Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) / Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
4807	Catholic Health Initiatives	70998	71-0386640				QualChoice Life and Health Insurance Company, Inc.	AR	RE	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	95448	71-0794605				QCA Health Plan, Inc.	AR	RE	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	12909	42-1720801				Soundpath Health, Inc.	WA	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15493	46-4495960				ClearRiver Health	TN	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15488	46-4368223				Heartland Plains Health	NE	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15499	46-4380824				Riverlink Health	OH	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15486	46-4828332				Riverlink Health of Kentucky, Inc.	KY	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15487	46-4373713				StableView Health	KY	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15751	47-3433912				QualChoice Advantage, Inc.	AR	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	
4807	Catholic Health Initiatives	15752	47-3451750				Harvest Plains Health of Iowa	IA	IA	Prominence Health Plan Services, Inc.	Ownership	100.0	Catholic Health Initiatives	N	

Asterisk	Explanation
0000001	

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

Explanations:

Bar Codes:

Medicare Part D Coverage Supplement

70998201736500001 2017 Document Code: 365

OVERFLOW PAGE FOR WRITE-INS

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
4704.			
4705. 0			
4706. Misc Surplus Adjustment			
4797. Summary of remaining write-ins for Line 47 (Lines 4704 through 4796)			

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	18,994,718	21,515,400
2.	Cost of bonds and stocks acquired	8,204,122	26,871,776
3.	Accrual of discount	4,210	6,315
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals	(6,470)	30,294
6.	Deduct consideration for bonds and stocks disposed of	7,648,200	29,359,232
7.	Deduct amortization of premium	18,930	69,835
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other-than-temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	19,529,450	18,994,718
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	19,529,450	18,994,718

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	22,948,753	12,277,540	14,186,645	(28,909)	21,010,739			22,948,753
2. NAIC 2 (a)	1,160,393	1,222,332	359,787	19,345	2,042,283			1,160,393
3. NAIC 3 (a)								
4. NAIC 4 (a)								
5. NAIC 5 (a)								
6. NAIC 6 (a)								
7. Total Bonds	24,109,146	13,499,872	14,546,432	(9,564)	23,053,022			24,109,146
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	24,109,146	13,499,872	14,546,432	(9,564)	23,053,022			24,109,146

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation: NAIC 1 $.......3,523,572; NAIC 2 $...............0; NAIC 3 $...............0; NAIC 4 $...............0; NAIC 5 $...............0; NAIC 6 $...............0

SCHEDULE DA - PART 1

Short - Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals	3,523,573	X X X	3,521,880	21	

SCHEDULE DA - Verification

Short-Term Investments

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	117,933	13,795
2.	Cost of short-term investments acquired	3,596,378	315,947
3.	Accrual of discount	1,722	39
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals	1	(122)
6.	Deduct consideration received on disposals	191,762	208,711
7.	Deduct amortization of premium	699	3,015
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other-than-temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	3,523,573	117,933
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	3,523,573	117,933

SI04 Schedule DB - Part A Verification . . . . NONE

SI04 Schedule DB - Part B Verification . . . . NONE

SI05 Schedule DB Part C Section 1 . . . . NONE

SI06 Schedule DB Part C Section 2 . . . . NONE

SI07 Schedule DB - Verification . . . . NONE

SCHEDULE E - Verification

(Cash Equivalents)

		1 Year To Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	4,996,494	
2.	Cost of cash equivalents acquired	1,699,372	9,995,555
3.	Accrual of discount	4,134	550
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals		(205)
6.	Deduct consideration received on disposals	6,700,000	4,999,406
7.	Deduct amortization of premium		
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other-than-temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)		4,996,494
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)		4,996,494

E01 Schedule A Part 2 . . . . NONE

E01 Schedule A Part 3 . . . . NONE

E02 Schedule B Part 2 . . . . NONE

E02 Schedule B Part 3 . . . . NONE

E03 Schedule BA Part 2 . . . . NONE

E03 Schedule BA Part 3 . . . . NONE

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)
Bonds - U.S. Governments									
912828U73	UNITED STATES TREASURY NOTE/BOND		01/12/2017	CITIGROUP GBL MKTS/S	XXX	2,096,541	2,100,000	2,261	1
912828V31	UNITED STATES TREASURY NOTE/BOND		02/02/2017	DEUTSCHE BANC/ALEX B	XXX	234,477	235,000	170	1
912828W63	UNITED STATES TREASURY NOTE/BOND		03/09/2017	CITIGROUP GLOBAL MKT	XXX	699,207	700,000		1
0599999 Subtotal - Bonds - U.S. Governments					XXX	3,030,225	3,035,000	2,431	XXX
Bonds - U.S. States, Territories and Possessions									
8827237H6	STATE OF TEXAS		01/26/2017	JEFFERIES & COMPANY,	XXX	45,000	45,000		1FE
1799999 Subtotal - Bonds - U.S. States, Territories and Possessions					XXX	45,000	45,000		XXX
Bonds - U.S. Special Revenue, Special Assessment									
3130A9EP2	FEDERAL HOME LOAN BANKS		01/03/2017	GOLDMAN SACHS & CO,	XXX	464,041	470,000	1,279	1
3135G0G72	FEDERAL NATIONAL MORTGAGE ASSOCIATION		01/03/2017	GOLDMAN SACHS & CO,	XXX	234,441	235,000	147	1
88213AHF5	TEXAS A&M UNIVERSITY		01/11/2017	55P	XXX	110,000	110,000		1FE
914805EQ5	UNIVERSITY OF PITTSBURGH-OF THE COMMONWE		01/06/2017	WACHOVIA CAP MKTS/WA	XXX	180,000	180,000		1FE
3199999 Subtotal - Bonds - U.S. Special Revenue, Special Assessment					XXX	988,482	995,000	1,426	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00206RCC4	AT&T INC		01/04/2017	US BANCORP INVESTMEN	XXX	90,482	90,000	679	2FE
0258M0DV8	AMERICAN EXPRESS CREDIT CORP		01/04/2017	VARIOUS	XXX	115,049	115,000	908	1FE
02665WBE0	AMERICAN HONDA FINANCE CORP		01/12/2017	CITIGROUP GBL MKTS/S	XXX	68,899	70,000	14	1FE
03065FAD4	AMERICREDIT AUTOMOBILE RECEIVABLES TRUST		02/13/2017	JPM SECURITIES-FIXED	XXX	74,997	75,000		1FE
035242AG1	ANHEUSER-BUSCH INBEV FINANCE INC		01/04/2017	TD SECS (USA) INC, N	XXX	90,186	90,000	751	1FE
037833AQ3	APPLE INC		01/04/2017	US BANCORP INVESTMEN	XXX	116,251	115,000	423	1FE
053332AU6	AUTOZONE INC		01/25/2017	WELLS FARGO SECS LLC	XXX	44,658	45,000	201	2FE
06051GEC9	BANK OF AMERICA CORP		01/03/2017	PERSHING LLC, JERSEY	XXX	143,030	130,000	102	2FE
06051GEX3	BANK OF AMERICA CORP		01/13/2017	DEUTSCHE BK SECS INC	XXX	70,740	70,000	20	2FE
084664CK5	BERKSHIRE HATHAWAY FINANCE CORP		01/04/2017	MERRILL LYNCH PIERCE	XXX	69,101	70,000	364	1FE
097023BE4	BOEING CO/THE		01/05/2017	WELLS FARGO SECURITI	XXX	99,607	100,000	145	1FE
126650CH1	CVS HEALTH CORP		01/12/2017	MERRILL LYNCH PIERCE	XXX	115,472	115,000	1,080	2FE
14314JAC4	CARMAX AUTO OWNER TRUST 2017-1		01/25/2017	BARCLAYS CAPITAL FIX	XXX	229,956	230,000		1FE
166764BP4	CHEVRON CORP		03/06/2017	MITSUBISHI UFJ SECS	XXX	114,831	115,000	38	1FE
172967HU8	CITIGROUP INC		01/03/2017	WELLS FARGO SECURITI	XXX	90,792	90,000	981	2FE
172967LF6	CITIGROUP INC		01/13/2017	SUMRIDGE PARTNERS LL	XXX	60,068	60,000	37	2FE
24422ETM1	JOHN DEERE CAPITAL CORP		01/03/2017	MERRILL LYNCH PIERCE	XXX	94,938	95,000		1FE
25746UCQ0	DOMINION RESOURCES INC/VA		01/09/2017	BARCLAYS CAPITAL INC	XXX	49,966	50,000		2FE
31620MAN6	FIDELITY NATIONAL INFORMATION SERVICES I		02/14/2017	WELLS FARGO SECS LLC	XXX	71,166	70,000	676	2FE
34531EAD8	FORD CREDIT AUTO OWNER TRUST 2017-A		01/18/2017	CITIGROUP GBL MKTS/S	XXX	144,999	145,000		1FE
36962G4J0	GENERAL ELECTRIC CO		01/10/2017	GOLDMAN SACHS & CO,	XXX	110,445	100,000	76	1FE
38141GVT8	GOLDMAN SACHS GROUP INC/THE		01/04/2017	GOLDMAN SACHS & CO,	XXX	114,678	115,000	473	1FE
38147MAA3	GOLDMAN SACHS GROUP INC/THE		01/13/2017	GOLDMAN SACHS & CO,	XXX	70,979	70,000		1FE
437076BE1	HOME DEPOT INC/THE		01/05/2017	JPMORGAN SECURITIES	XXX	45,493	45,000	63	1FE
46625HJR2	JPMORGAN CHASE & CO		01/06/2017	MILLENNIUM ADVISORS	XXX	90,941	90,000	958	1FE
49326EEE9	KEYCORP		01/04/2017	MERRILL LYNCH PIERCE	XXX	90,491	90,000	150	2FE
50076QAX4	KRAFT HEINZ FOODS CO		01/12/2017	MORGAN STANLEY & CO	XXX	47,937	45,000	1,110	2FE
58013MEW0	MCDONALD'S CORP		01/12/2017	MILLENNIUM ADVISORS	XXX	50,366	50,000	120	2FE
581557BD6	MCKESSON CORP		01/04/2017	MERRILL LYNCH PIERCE	XXX	70,271	70,000	506	2FE
585055BG0	MEDTRONIC INC		01/04/2017	TD SECS (USA) INC, N	XXX	65,798	65,000	515	1FE
61747YDW2	MORGAN STANLEY		01/03/2017	CITIGROUP GBL MKTS/S	XXX	120,931	120,000	1,405	1FE
68389XAX3	ORACLE CORP		03/20/2017	WELLS FARGO SECS LLC	XXX	70,769	70,000	722	1FE
718172AH2	PHILIP MORRIS INTERNATIONAL INC		01/12/2017	WELLS FARGO SECURITI	XXX	32,162	30,000	420	1FE
718172BX6	PHILIP MORRIS INTERNATIONAL INC		02/15/2017	CREDIT SUISSE FIRST	XXX	29,816	30,000		1FE
74432QCB9	PRUDENTIAL FINANCIAL INC		03/07/2017	CITIGROUP GLOBAL MKT	XXX	80,682	80,000	131	1FE

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)
80284TAF2	SANTANDER DRIVE AUTO RECEIVABLES TRUST 2		02/23/2017	CITIGROUP GLOBAL MKT	XXX	74,999	75,000		1FE
863667AK7	STRYKER CORP		01/05/2017	MILLENNIUM ADVISORS	XXX	35,149	35,000	237	1FE
90131HAN5	21ST CENTURY FOX AMERICA INC		01/13/2017	MILLENNIUM ADVISORS	XXX	38,474	35,000	926	2FE
91159HHE3	US BANCORP		01/04/2017	KEYBANC CAPITAL MARK	XXX	70,358	70,000	205	1FE
91324PCB6	UNITEDHEALTH GROUP INC		01/04/2017	MERRILL LYNCH PIERCE	XXX	54,808	55,000	283	1FE
92343VDF8	VERIZON COMMUNICATIONS INC		01/17/2017	US BANCORP INVESTMEN	XXX	59,212	60,000	387	2FE
931142CP6	WAL-MART STORES INC		01/23/2017	PERSHING & COMPANY	XXX	115,834	110,000	2,206	1FE
931427AM0	WALGREENS BOOTS ALLIANCE INC		01/12/2017	MILLENNIUM ADVISORS	XXX	70,118	70,000	163	2FE
94974BFU9	WELLS FARGO & CO		01/13/2017	JANNEY MONTGOMERY SC	XXX	115,756	115,000	591	1FE
06367TPX2	BANK OF MONTREAL	A	01/13/2017	MORGAN STANLEY & CO	XXX	115,076	115,000	248	1FE
78012KRK5	ROYAL BANK OF CANADA	A	01/13/2017	CITIGROUP GBL MKTS/S	XXX	59,302	60,000	425	1FE
89114QBE7	TORONTO-DOMINION BANK/THE	A	01/18/2017	TORONTO DOMINION SEC	XXX	120,104	120,000	20	1FE
05565QCX4	BP CAPITAL MARKETS PLC	D	02/08/2017	BARCLAYS CAPITAL FIX	XXX	60,484	60,000	4	1FE
05565QDC9	BP CAPITAL MARKETS PLC	D	01/04/2017	MILLENNIUM ADVISORS	XXX	44,704	45,000	138	1FE
88167AAB7	TEVA PHARMACEUTICAL FINANCE NETHERLANDS	D	01/04/2017	WELLS FARGO SECURITI	XXX	59,090	60,000	476	2FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	4,140,415	4,095,000	19,377	XXX
8399997 Subtotal - Bonds - Part 3					XXX	8,204,122	8,170,000	23,234	XXX
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
8399999 Subtotal - Bonds					XXX	8,204,122	8,170,000	23,234	XXX
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX
9899999 Subtotal - Preferred and Common Stocks					XXX		XXX		XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	8,204,122	XXX	23,234	XXX

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

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stocks 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 B./A.C.V. (11 + 12 - 13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments																					
912828K25	UNITED STATES TREASURY NOTE/BOND		01/05/2017	BNP PARIBAS SECS CP/	XXX	912,284	915,000	910,068	912,674		25		25		912,699		(415)	(415)	1,565	04/15/2018	1
912828K82	UNITED STATES TREASURY NOTE/BOND		01/17/2017	HARRIS NA DEALER, CH	XXX	789,290	790,000	791,204	790,663		(19)		(19)		790,644		(1,354)	(1,354)	3,349	08/15/2018	1
912828S68	UNITED STATES TREASURY NOTE/BOND		02/02/2017	VARIOUS	XXX	452,850	455,000	455,622	455,495		(22)		(22)		455,473		(2,624)	(2,624)	1,667	07/31/2018	1
912828U40	UNITED STATES TREASURY NOTE/BOND		03/09/2017	VARIOUS	XXX	4,180,933	4,195,000	4,179,433	4,179,543		474		474		4,180,017		916	916	6,168	11/30/2018	1
912828XF2	UNITED STATES TREASURY NOTE/BOND		01/09/2017	MORGAN STANLEY & CO	XXX	595,674	595,000	596,976	595,995		(17)		(17)		595,979		(304)	(304)	478	06/15/2018	1
0599999 Subtotal - Bonds - U.S. Governments					XXX	6,931,031	6,950,000	6,933,303	6,934,370		441		441		6,934,812		(3,781)	(3,781)	13,227	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
00817YAT5	AETNA INC		03/16/2017	CALL 101	XXX	55,000	55,000	54,959	54,966		3		3		54,969		31	31	837	06/07/2019	2FE
11575TAA6	BROWN UNIVERSITY IN PROVIDENCE IN THE ST		02/22/2017	CALL 107.153147	XXX	41,000	41,000	44,985	44,269		(173)		(173)		44,096		(3,096)	(3,096)	3,823	09/01/2019	1FE
36251PAA2	GS MORTGAGE SECURITIES TRUST 2016-GS3		03/01/2017	PAYDOWN	XXX	2,993	2,993	2,993	2,993						2,993				7	10/01/2049	1FE
46645UAQ0	JP MORGAN CHASE COMMERCIAL MORTGAGE SECU		03/01/2017	PAYDOWN	XXX	1,484	1,484	1,484	1,484						1,484				5	12/01/2049	1FE
651229AT3	NEWELL BRANDS INC		03/22/2017	NON-BROKER/ *TRADE*,	XXX	20,352	20,000	20,427	20,334		(35)		(35)		20,299		53	53	259	03/29/2019	2FE
68389XAC9	ORACLE CORP		03/20/2017	WELLS FARGO SECS LLC	XXX	26,130	25,000	27,234	26,497		(258)		(258)		26,240		(110)	(110)	631	04/15/2018	1FE
718172AH2	PHILIP MORRIS INTERNATIONAL INC		02/21/2017	MILLENNIUM ADVISORS	XXX	32,098	30,000	32,162			(68)		(68)		32,094		4	4	555	03/26/2020	1FE
718172BX6	PHILIP MORRIS INTERNATIONAL INC		02/21/2017	PERSHING & COMPANY	XXX	29,900	30,000	29,816							29,817		84	84	5	02/21/2020	1FE
74432QBC8	PRUDENTIAL FINANCIAL INC		03/07/2017	GOLDMAN SACHS & CO	XXX	11,349	11,000	11,767	11,474		(96)		(96)		11,378		(28)	(28)	182	12/01/2017	1FE
761713BC9	REYNOLDS AMERICAN INC		02/21/2017	MILLENNIUM ADVISORS	XXX	60,401	60,000	61,217	60,848		(86)		(86)		60,761		(360)	(360)	276	06/12/2018	2FE
80285EAD9	SANTANDER DRIVE AUTO RECEIVABLES TRUST 2		02/14/2017	GOLDMAN SACHS & CO,	XXX	150,176	150,000	150,363	150,259		(25)		(25)		150,234		(58)	(58)	419	03/16/2020	1FE
92343VDF8	VERIZON COMMUNICATIONS INC		02/03/2017	NON-BROKER/ *TRADE*,	XXX	79,592	80,000	79,165	19,957		13		13		79,182		410	410	556	08/15/2019	2FE
931427AM0	WALGREENS BOOTS ALLIANCE INC		01/19/2017	JPMORGAN SECURITIES	XXX	105,099	105,000	105,182	35,046		(3)		(3)		105,161		(62)	(62)	276	05/30/2018	2FE
95000GAW4	WELLS FARGO COMMERCIAL MORTGAGE TRUST 20		03/01/2017	PAYDOWN	XXX	1,490	1,490	1,490	1,489						1,490				3	08/01/2049	1FM
055451AH1	BHP BILLITON FINANCE USA LTD	D	02/23/2017	NON-BROKER/ *TRADE*,	XXX	60,904	55,000	62,178	60,653		(406)		(406)		60,246		657	657	1,500	04/01/2019	1FE
88167AAB7	TEVA PHARMACEUTICAL FINANCE NETHERLANDS	D	02/13/2017	DEUTSCHE BANC/ALEX B	XXX	39,202	40,000	39,379	19,690		27		27		39,414		(213)	(213)	387	07/19/2019	2FE
3899999 Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					XXX	717,170	707,967	724,801	509,959		(1,107)		(1,107)		719,858		(2,688)	(2,688)	9,721	XXX	XXX
8399997 Subtotal - Bonds - Part 4					XXX	7,648,201	7,657,967	7,658,104	7,444,329		(666)		(666)		7,654,670		(6,469)	(6,469)	22,948	XXX	XXX
8399998 Summary Item from Part 5 for Bonds (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999 Subtotal - Bonds					XXX	7,648,201	7,657,967	7,658,104	7,444,329		(666)		(666)		7,654,670		(6,469)	(6,469)	22,948	XXX	XXX
8999998 Summary Item from Part 5 for Preferred Stocks (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799998 Summary Item from Part 5 for Common Stocks (N/A to Quarterly)					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9899999 Subtotal - Preferred and Common Stocks					XXX		XXX													XXX	XXX
9999999 Total - Bonds, Preferred and Common Stocks					XXX	7,648,201	XXX	7,658,104	7,444,329		(666)		(666)		7,654,670		(6,469)	(6,469)	22,948	XXX	XXX

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

E06 Schedule DB Part A Section 1 . . . . NONE

E07 Schedule DB Part B Section 1 . . . . NONE

E08 Schedule DB Part D Section 1 . . . . NONE

E09 Schedule DB Part D Section 2 - Collateral Pledged By Reporting Entity . . . . . . NONE

E09 Schedule DB Part D Section 2 - Collateral Pledged To Reporting Entity . . . . . . NONE

E10 Schedule DL - Part 1 - Securities Lending Collateral Assets . . . . NONE

E11 Schedule DL - Part 2 - Securities Lending Collateral Assets . . . . NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository			2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter 6 First Month	7 Second Month	8 Third Month	9 *
open depositories										
BANK OF NEW YOR	200 Park Avenue, New York, NY 10017						106,411	3,537,596	1,823,741	XXX
Arvest Bank	P.O. Box 1583, Little Rock, AR 72203			0.001	46		691,356	576,333	392,053	XXX
Bank of America	100 North Tryon Street, Charlotte, NC 28255			0.001	5,563		10,370,256	9,189,508	9,007,749	XXX
0199998 Deposits in ....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - open depositories			XXX	XXX						XXX
0199999 Totals - Open Depositories			XXX	XXX	5,609		11,168,023	13,303,437	11,223,543	XXX
0299998 Deposits in ....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - suspended depositories			XXX	XXX						XXX
0299999 Totals - Suspended Depositories			XXX	XXX						XXX
0399999 Total Cash On Deposit			XXX	XXX	5,609		11,168,023	13,303,437	11,223,543	XXX
0499999 Cash in Company's Office			XXX	XXX	XXX	XXX				XXX
0599999 Total Cash			XXX	XXX	5,609		11,168,023	13,303,437	11,223,543	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
Bonds - U.S. Governments - Issuer Obligations							
UNITED STATES TREASURY BILL		12/23/2016	0.000	01/26/2017			
UNITED STATES TREASURY BILL		12/23/2016	0.000	02/23/2017			
UNITED STATES TREASURY BILL		12/23/2016	0.000	03/23/2017			
0199999 Subtotals - Bonds - U.S. Governments - Issuer Obligations							
0599999 Subtotals - Bonds - U.S. Governments							
7799999 Subtotals - Bonds - Total Bonds - Issuer Obligations							
7899999 Subtotals - Bonds - Total Bonds - Residential Mortgage-Backed Securities							
7999999 Subtotals - Bonds - Total Bonds - Commercial Mortgage-Backed Securities							
8099999 Subtotals - Bonds - Total Bonds - Other Loan-Backed and Structured Securities							
8199999 Subtotals - Bonds - SVO Identified Funds							
8399999 Subtotals - Bonds - Total Bonds							
8499999 Sweep Accounts							
8599999 Other Cash Equivalents							
8699999 Total - Cash Equivalents							

INDEX TO HEALTH QUARTERLY STATEMENT

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QUARTERLY STATEMENT