



QUARTERLY STATEMENT

AS OF JUNE 30, 2013
OF THE CONDITION AND AFFAIRS OF THE

Envision Insurance Company

NAIC Group Code 00000 (Current Period) , 00000 (Prior Period) NAIC Company Code 12747 Employer's ID Number 20-4308924

Organized under the Laws of Ohio , State of Domicile or Port of Entry Ohio

Country of Domicile United States

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

Incorporated/Organized 02/08/2006 Commenced Business 01/01/2007

Statutory Home Office 2181 East Aurora Road , Twinsburg, OH, US 44087
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 2181 East Aurora Road Twinsburg, OH, US 44087 330-405-8089
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 2181 East Aurora Road Twinsburg, OH, US 44087
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 2181 East Aurora Road Twinsburg, OH, US 44087 330-405-8089
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address www.envisionrxplus.com

Statutory Statement Contact Scott David Gonia, CPA 330-486-4846
(Name) (Area Code) (Telephone Number) (Extension)

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(E-mail Address) (FAX Number)

OFFICERS

Name	Title	Name	Title
<u>William Carl Epling #</u>	<u>President</u>	<u>Kimberly Sue Kirkbride</u>	<u>Treasurer</u>
<u>Eugene Paul Samuels</u>	<u>Secretary</u>	<u>Catherine Hoagland Strautman</u>	<u>Executive Vice President</u>

OTHER OFFICERS

<u>Barry Irwin Katz R. Ph.</u>	<u>Chief Operating Officer</u>	<u>Kevin Michael Nagle</u>	<u>Chief Executive Officer</u>
<u>Thomas John Welsh</u>	<u>Chief Financial Officer</u>		

DIRECTORS OR TRUSTEES

<u>William Carl Epling #</u>	<u>Barry Irwin Katz R. Ph.</u>	<u>Kimberly Sue Kirkbride</u>	<u>Kevin Michael Nagle</u>
<u>Eugene Paul Samuels JD</u>	<u>Catherine Hoagland Strautman</u>	<u>Thomas John Welsh</u>	

State of Ohio

ss

County of Summit

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.

William Carl Epling
President

Kevin Michael Nagle
Chief Executive Officer

Thomas John Welsh
Chief Financial Officer

a. Is this an original filing? Yes [] No []

b. If no:

1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

Subscribed and sworn to before me this _____ day of _____

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	6,584,358		6,584,358	6,462,494
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)	205,165		205,165	207,511
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 (\$30,153,327), cash equivalents (\$0) and short-term investments (\$0)	30,153,327		30,153,327	14,456,813
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets	0		0	0
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	36,942,850	0	36,942,850	21,126,818
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	43,373		43,373	36,222
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	6,783,576		6,783,576	1,062,084
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums	29,231,877		29,231,877	17,186,702
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts	3,720,264	3,720,264	0	0
17. Amounts receivable relating to uninsured plans	240,881,968	195,643	240,686,325	198,369,007
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset			0	0
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates			0	0
24. Health care (\$) and other amounts receivable			0	0
25. Aggregate write-ins for other than invested assets	941,926	941,926	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	318,545,834	4,857,833	313,688,001	237,780,833
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	318,545,834	4,857,833	313,688,001	237,780,833
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Prepaid Expenses	214,165	214,165	0	0
2502. Intangible Asset - Licensing	127,761	127,761	0	0
2503. Deferred Acquisition Cost	600,000	600,000	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	941,926	941,926	0	0

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ 7,128,256 reinsurance ceded)	21,461,076		21,461,076	4,143,739
2. Accrued medical incentive pool and bonus amounts			0	0
3. Unpaid claims adjustment expenses	837,480		837,480	672,681
4. Aggregate health policy reserves including the liability of \$ for medical loss ratio rebate per the Public Health Service Act			0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance	305,820		305,820	1,110,386
9. General expenses due or accrued	639,585		639,585	442,481
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))			0	0
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable	31,974,005		31,974,005	18,275,766
12. Amounts withheld or retained for the account of others	846,654		846,654	846,654
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	74,421,208		74,421,208	46,499,025
16. Derivatives			0	0
17. Payable for securities			0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ 159,358,877 authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)	159,358,877		159,358,877	143,760,600
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including \$ current)	0	0	0	0
24. Total liabilities (Lines 1 to 23)	289,844,705	0	289,844,705	215,751,332
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX	2,000,000	2,000,000
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	23,700,000	23,700,000
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	(1,856,704)	(3,670,499)
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	23,843,296	22,029,501
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	313,688,001	237,780,833
DETAILS OF WRITE-INS				
2301.			0	0
2302.			0	0
2303.			0	0
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)	0	0	0	0
2501.	XXX	XXX		0
2502.	XXX	XXX		0
2503.	XXX	XXX		0
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	0	0
3001.	XXX	XXX		0
3002.	XXX	XXX		0
3003.	XXX	XXX		0
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

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	2,772,371	1,860,212	3,996,719
2. Net premium income (including \$ non-health premium income).....	XXX	69,146,755	48,867,964	107,407,968
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	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	69,146,755	48,867,964	107,407,968
Hospital and Medical:				
9. Hospital/medical benefits			0	0
10. Other professional services			0	0
11. Outside referrals			0	0
12. Emergency room and out-of-area			0	0
13. Prescription drugs		293,548,312	210,928,402	358,235,341
14. Aggregate write-ins for other hospital and medical	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts			0	0
16. Subtotal (Lines 9 to 15)	0	293,548,312	210,928,402	358,235,341
Less:				
17. Net reinsurance recoveries		229,932,607	167,066,764	259,155,636
18. Total hospital and medical (Lines 16 minus 17)	0	63,615,705	43,861,638	99,079,705
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ cost containment expenses.....		348,301	239,496	513,966
21. General administrative expenses.....		3,145,761	3,741,515	5,449,686
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....			0	0
23. Total underwriting deductions (Lines 18 through 22)	0	67,109,767	47,842,649	105,043,357
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	2,036,988	1,025,315	2,364,611
25. Net investment income earned		31,518	42,776	75,763
26. Net realized capital gains (losses) less capital gains tax of \$			0	0
27. Net investment gains (losses) (Lines 25 plus 26)	0	31,518	42,776	75,763
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ 1,610) (amount charged off \$ 1,477,180)]		(1,475,570)	(299,374)	(1,176,054)
29. Aggregate write-ins for other income or expenses	0	0	0	0
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	592,936	768,717	1,264,320
31. Federal and foreign income taxes incurred	XXX		0	0
32. Net income (loss) (Lines 30 minus 31)	XXX	592,936	768,717	1,264,320
DETAILS OF WRITE-INS				
0601.	XXX		0	0
0602.	XXX		0	0
0603.	XXX		0	0
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		0	0
0702.	XXX		0	0
0703.	XXX		0	0
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.			0	0
1402.			0	0
1403.			0	0
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.			0	0
2902.			0	0
2903.			0	0
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	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	22,029,501	20,752,326	20,752,326
34. Net income or (loss) from Line 32	592,936	768,717	1,264,320
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$		0	0
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax		0	0
39. Change in nonadmitted assets	1,220,859	(5,671)	12,855
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders		0	0
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital and surplus (Lines 34 to 47)	1,813,795	763,046	1,277,175
49. Capital and surplus end of reporting period (Line 33 plus 48)	23,843,296	21,515,372	22,029,501
DETAILS OF WRITE-INS			
4701. Prior Period Adjustments.....		0	0
4702.		0	0
4703.		0	0
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)	0	0	0

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.....	65,589,607	76,898,088	116,471,196
2. Net investment income	60,235	68,648	135,592
3. Miscellaneous income	0	0	0
4. Total (Lines 1 to 3)	65,649,842	76,966,736	116,606,788
5. Benefit and loss related payments	46,298,368	48,489,147	100,107,151
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	46,922,701	13,706,993	131,325,409
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	0	0	0
10. Total (Lines 5 through 9)	93,221,069	62,196,140	231,432,560
11. Net cash from operations (Line 4 minus Line 10)	(27,571,227)	14,770,596	(114,825,772)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	3,745,000	255,000	355,000
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
12.7 Miscellaneous proceeds	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	3,745,000	255,000	355,000
13. Cost of investments acquired (long-term only):			
13.1 Bonds	3,902,731	231,117	335,785
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	3,902,731	231,117	335,785
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(157,731)	23,883	19,215
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0	0
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied).....	43,425,472	903,361	128,881,843
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	43,425,472	903,361	128,881,843
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)	15,696,514	15,697,840	14,075,286
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	14,456,813	381,527	381,527
19.2 End of period (Line 18 plus Line 19.1)	30,153,327	16,079,367	14,456,813

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

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							
Total Members at end of:										
1. Prior Year	376,263	.0	.0	.0	.0	.0	.0	.0	.0	376,263
2. First Quarter	461,195	.0	.0	.0	.0	.0	.0	.0	.0	461,195
3. Second Quarter	465,119	.0	.0	.0	.0	.0	.0	.0	.0	465,119
4. Third Quarter .....	.0									
5. Current Year	0									
6. Current Year Member Months	2,772,371									2,772,371
Total Member Ambulatory Encounters for Period:										
7. Physician .....	.0									
8. Non-Physician	0									
9. Total	0	0	0	0	0	0	0	0	0	0
10. Hospital Patient Days Incurred	0									
11. Number of Inpatient Admissions	0									
12. Health Premiums Written (a).....	263,359,351									263,359,351
13. Life Premiums Direct.....	.0									
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	263,359,351									263,359,351
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	271,673,904									271,673,904
18. Amount Incurred for Provision of Health Care Services	293,548,312									293,548,312

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 263,359,351

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

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 Dec. 31 of Prior Year
	1	2	3	4		
	On Claims Incurred Prior to January 1 of Current Year	On Claims Incurred During the Year	On Claims Unpaid Dec. 31 of Prior Year	On Claims Incurred During the Year		
1. Comprehensive (hospital and medical) .....					.0	.0
2. Medicare Supplement .....					.0	.0
3. Dental only .....					.0	.0
4. Vision only .....					.0	.0
5. Federal Employees Health Benefits Plan .....					.0	.0
6. Title XVIII - Medicare .....					.0	.0
7. Title XIX - Medicaid .....					.0	.0
8. Other health	3,322,205	42,976,163		21,461,076	3,322,205	4,143,739
9. Health subtotal (Lines 1 to 8).....	3,322,205	42,976,163	0	21,461,076	3,322,205	4,143,739
10. Health care receivables (a) .....					.0	.0
11. Other non-health	0	0			.0	.0
12. Medical incentive pools and bonus amounts .....					.0	.0
13. Totals (Lines 9-10+11+12)	3,322,205	42,976,163	0	21,461,076	3,322,205	4,143,739

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

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Envision Insurance Company (Company) are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance (ODI).

The ODI recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company and for determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual, (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the state of Ohio. There is no deviation from the NAIC Accounting Practices and Procedures Manual.

	06/30/13	12/31/12
NET INCOME		
Envision Insurance Company, state basis (Page 4, Line 32, Column 2 & 3)	\$592,936	\$1,264,320
State Prescribed Practices that increases/(decreases) NAIC SAP	\$0	\$0
State Permitted Practices that increases/(decreases) NAIC SAP	\$0	\$0
NAIC SAP	\$592,936	\$1,264,320
SURPLUS		
Envision Insurance Company, state basis (Page 3, Line 33, Column 3 & 4)	\$23,843,296	\$22,029,501
State Prescribed Practices that increases/(decreases) NAIC SAP	\$0	\$0
State Permitted Practices that increases/(decreases) NAIC SAP	\$0	\$0
NAIC SAP	\$23,843,296	\$22,029,501

B. Use of Estimates in the Preparation of the Financial Statements

No Change

C. Accounting Policy

No Change

2. Accounting Changes and Corrections of Errors

Not Applicable

3. Business Combination and Goodwill

Not Applicable

4. Discontinued Operations

None

5. Investments

D. The Company did not have loan-backed securities at June 30, 2013.

6. Joint Ventures, Partnerships and Limited Liability Companies

None

7. Investment Income

None

8. Derivative Instruments

None

9. Income Taxes

No Change

NOTES TO FINANCIAL STATEMENTS

10. Information Concerning Parent, Subsidiaries and Affiliates

A. Nature of the relationship

Envision Insurance Company is a wholly-owned subsidiary of Envision Pharmaceutical Holdings, Inc. ("EPH"). Rx Options, Inc. ("ROI") is an affiliate of EIC and a wholly-owned subsidiary of EPH.

B. Significant transactions for each Period

In May 2013, the Company received final financial settlement from the Centers for Medicare and Medicaid Services for its reopening request related to the 2007 Plan year. The final settlement amount was less than the recorded receivable and, as agreed, ROI reimbursed the Company for the difference in the amount of \$858 thousand. Additionally, this transaction resulted in an increase in surplus of \$1 million from the receipt of the settlement and release of the non-admitted portion of the receivable from CMS.

C. Intercompany Management and Service Arrangements

The Company has a management agreement with ROI. The management agreement and service contracts transactions totaled \$22,026,232 for year to date June 30, 2013.

The Company also has a general insurance agency agreement with its affiliate, First Florida Insurers of Tampa, Inc. ("FFI"). The Company paid \$636,382 to FFI for year to date June 30, 2013.

D. Amounts Due to or from Related Parties

At June 30, 2013 and December 31, 2012, the Company reported \$0 and \$0 due from affiliates and \$74,421,208 and \$46,499,025 due to affiliates, respectively. Additionally, the amounts reported as unpaid claims and unpaid claims adjustment expenses are due to ROI under the pharmacy benefit management agreement in the amounts of \$21,461,076 and \$837,480 as of June 30, 2013 and \$4,143,739 and \$672,681 as of December 31, 2012. The June 30, 2013 payable balances represent intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement.

E. The Company did not enter into guarantees or undertaking for the benefit of an affiliate which would result in a material contingent exposure of the Company's or any affiliated insurer's assets or liabilities.

F. Management, Service Contracts, Cost Sharing Arrangements

ROI has agreed to provide certain management services to the Company. These designated services include but are not limited to payroll, claims processing, facilities, customer service and other general administrative services. The Company's management agreement with ROI has been extended to December 31, 2013.

G. Nature of Relationships that Could Affect Operations

ROI adjudicates and pays claims on behalf of the Company for which the Company reimburses the claims. Additionally, ROI provides delegated and management services in exchange for a management fees paid by the Company under an intercompany services agreement.

H. Amount Deducted for Investment in Upstream Company

None

I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets

None

J. Write-down for Impairments of Investments in Subsidiaries, Controlled or Affiliated Companies

None

K. Investment in a Foreign Insurance Subsidiary

None

11. Debt

None

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans.

Not applicable

NOTES TO FINANCIAL STATEMENTS

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

No Change

14. Contingencies

E. All Other Contingencies

In March 2010, the Company commenced arbitration in order to pursue the collection of funds owed to the Company by Quality Health Plans (QHP) under a reinsurance agreement. The net asset amount in dispute is \$2.5 million, in which \$3.7 million in gross assets has been non-admitted on the Company's statutory financial statements. In November 2011, QHP was placed in receivership by the Florida Department of Insurance. The Company is awaiting its share of the receivership assets.

In January 2013, the Company filed a lawsuit against the principal owners, parent companies, and attorneys of QHP ("Defendants") asserting causes of action for racketeering, conspiracy, fraud and other wrongful acts arising from the improper and illegal profiteering from a federal Medicare contract. The suit alleges that, under the Medicare fraud scheme, the Defendants made material misrepresentations and willfully withheld relevant and important information from the Company which resulted in millions of dollars of damages to the Company. The suit also seeks punitive damages and costs.

There have been no further updates to this matter in the second quarter of 2013.

15. Leases

No Change

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk

None

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

C. The Company does not have any wash sales.

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

Not Applicable

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

None

20. Fair Value Measurements

The Company's bond portfolio are recorded at amortized/book value as of June 30, 2013. The Company has no stocks at fair value as of June 30, 2013.

21. Other Items

A. Other Disclosures

Sch. Y, Pt.1A, Col 15

The ultimate controlling person in the insurance holding company system is as follows:

- (a) The name of the UDP is: *Envision Pharmaceutical Holdings, Inc.*
- (b) The home office of the UDP is: *2181 E Aurora Road, Twinsburg, OH 44087*
- (c) The principal executive office of the UDP is: *1100 Investment Blvd., El Dorado Hills, CA 95762*
- (d) The organizational structure of the UDP is: *a Delaware, privately-held, for-profit corporation*
- (e) The principal business of the UDP is: *to serve as a holding company for its shareholders*
- (f) The name and address of any person who holds or owns ten percent (10%) or more of any class of voting security of the UDP, the class of such security, the number of shares held of record or known to be beneficially owned, and the percentage of class so held or owned is as follows:
 - *Kevin Michael Nagle*
1100 Investment Blvd., El Dorado Hills, CA 95762
23.80% of issued and outstanding common stock

NOTES TO FINANCIAL STATEMENTS

- *Barry Irwin Katz, R.Ph.*
1301 E. Broward Blvd., Suite 300, Ft. Lauderdale, FL 33301
23.80% of issued and outstanding common stock
- *Joanne Newton Mindala*
2181 E. Aurora Road, Twinsburg, OH 44087
16.68% of issued and outstanding common stock

22. Events Subsequent

Only July 8, 2013, Envision Pharmaceutical Holdings Inc. ("EPH"), the parent company of Envision Insurance Company, announced that it has signed a definitive agreement to be acquired by private investment firm TPG. As part of the transaction, management and other senior executives of EPH will take a significant minority stake in the new company. EPH's founders and current management team will continue to lead the business and will be represented on the new company's board of directors after the transaction closes. The transaction is expected to close during the fourth quarter of 2013 and is subject to customary closing conditions and regulatory approvals.

23. Reinsurance

No Change

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

No Change

25. Change in Incurred Losses

Unpaid claims and claims adjustment expenses were \$22,298,556 at June 30, 2013. In the year-to-date ending June 30, 2013, \$4,002,125 has been paid for incurred claims and claims adjustment expenses attributable to insured events of 2012. The reserves at June 30, 2013 are for current year activities. There are no reserves remaining for prior years.

26. Intercompany Pooling Arrangements

No Change

27. Structured Settlements

No Change

28. Health Care Receivables

None

29. Participating Policies

Not Applicable

30. Premium Deficiency Reserves

None

31. Anticipated Subrogation and Other Receivables

No Change

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 []
- 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 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
- 3.2 If the response to 3.1 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 [X] NA []
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. 12/31/2012
- 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. 12/31/2012
- 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). 02/18/2013
- 6.4 By what department or departments?
Ohio 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 [] No [] NA [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] NA []
- 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

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: \$

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	2
	Prior Year-End Book/Adjusted Carrying Value	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 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
Wells Fargo Bank.....	40 Capital Market Street, Suite 702, Sacramento, CA 95814.....
Huntington National Bank.....	30 Market Street, Akron, OH 44308.....

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 Identify all investment advisors, broker/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

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

18.2 If no, list exceptions:
.....

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- 1.1 A&H loss percent..... 92.0 %
 - 1.2 A&H cost containment percent 0.0 %
 - 1.3 A&H expense percent excluding cost containment expenses..... %
- 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..... \$ _____
- 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..... \$ _____

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 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
NONE						

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

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 & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7		
1. Alabama	AL	L	4,154,169						4,154,169	
2. Alaska	AK	L	1,043,210						1,043,210	
3. Arizona	AZ	L	1,379,077						1,379,077	
4. Arkansas	AR	L	1,693,744						1,693,744	
5. California	CA	L	66,772,396						66,772,396	
6. Colorado	CO	L	3,879,891						3,879,891	
7. Connecticut	CT	L	366,198						366,198	
8. Delaware	DE	L	373,465						373,465	
9. Dist. Columbia	DC	L	427,058						427,058	
10. Florida	FL	L	6,470,017						6,470,017	
11. Georgia	GA	L	4,985,520						4,985,520	
12. Hawaii	HI	L	525,016						525,016	
13. Idaho	ID	L	688,983						688,983	
14. Illinois	IL	L	7,632,852						7,632,852	
15. Indiana	IN	L	4,150,065						4,150,065	
16. Iowa	IA	L	2,200,521						2,200,521	
17. Kansas	KS	L	1,757,415						1,757,415	
18. Kentucky	KY	L	5,077,157						5,077,157	
19. Louisiana	LA	L	2,625,345						2,625,345	
20. Maine	ME	L	661,293						661,293	
21. Maryland	MD	L	2,523,428						2,523,428	
22. Massachusetts	MA	L	640,408						640,408	
23. Michigan	MI	L	5,549,615						5,549,615	
24. Minnesota	MN	L	3,404,080						3,404,080	
25. Mississippi	MS	L	4,015,168						4,015,168	
26. Missouri	MO	L	460,803						460,803	
27. Montana	MT	L	663,840						663,840	
28. Nebraska	NE	L	1,271,910						1,271,910	
29. Nevada	NV	L	395,772						395,772	
30. New Hampshire	NH	L	463,511						463,511	
31. New Jersey	NJ	L	15,053,435						15,053,435	
32. New Mexico	NM	L	940,904						940,904	
33. New York	NY	L	21,665,050						21,665,050	
34. North Carolina	NC	L	7,496,329						7,496,329	
35. North Dakota	ND	L	333,431						333,431	
36. Ohio	OH	L	13,739,754						13,739,754	
37. Oklahoma	OK	L	1,862,642						1,862,642	
38. Oregon	OR	L	1,827,919						1,827,919	
39. Pennsylvania	PA	L	15,031,103						15,031,103	
40. Rhode Island	RI	L	99,380						99,380	
41. South Carolina	SC	L	2,522,473						2,522,473	
42. South Dakota	SD	L	686,443						686,443	
43. Tennessee	TN	L	5,597,626						5,597,626	
44. Texas	TX	L	20,028,076						20,028,076	
45. Utah	UT	L	732,702						732,702	
46. Vermont	VT	L	77,250						77,250	
47. Virginia	VA	L	9,083,092						9,083,092	
48. Washington	WA	L	4,173,007						4,173,007	
49. West Virginia	WV	L	2,393,662						2,393,662	
50. Wisconsin	WI	L	3,499,926						3,499,926	
51. Wyoming	WY	L	263,218						263,218	
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	CAN	N							0	
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX		263,359,349	0	0	0	0	0	263,359,349	0
60. Reporting entity contributions for Employee Benefit Plans	XXX								0	
61. Total (Direct Business)	(a) 51		263,359,349	0	0	0	0	0	263,359,349	0
DETAILS OF WRITE-INS										
58001	XXX									
58002	XXX									
58003	XXX									
58998 Summary of remaining write-ins for Line 58 from overflow page	XXX		0	0	0	0	0	0	0	0
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX		0	0	0	0	0	0	0	0

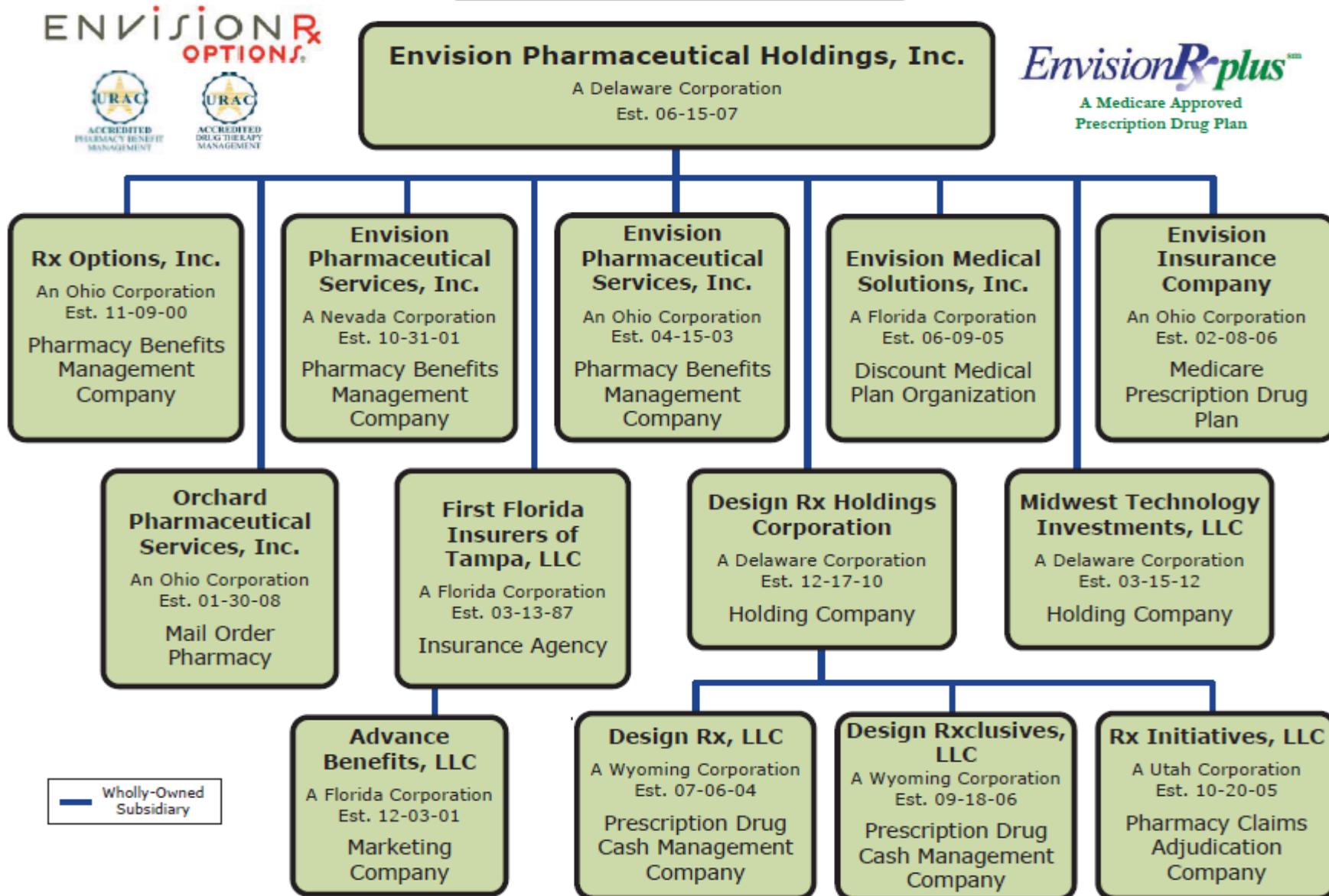
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

FORM B - APPENDIX "A"

Organizational Chart and Legal Structure



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
			26-0676699				Envision Pharmaceutical Holdings, Inc	USA	UDP	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.1
			34-1939227				Rx Options, Inc	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			05-0570786				Envision Pharmaceutical Services, Inc	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			88-0511398				Envision Pharmaceutical Services, Inc	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			20-3389462				Envision Medical Solutions, Inc	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
		12747	20-4308924				Envision Insurance Company	USA	DS	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			26-2434607				Orchard Pharmaceutical Services, Inc	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			59-2798509				First Florida Insurers of Tampa, Inc	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			59-3760021				Advance Benefits, Inc	USA	NIA	First Florida Insurers of Tampa, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			27-4368094				Design Rx Holdings Corporation	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			20-1369429				Design Rx, LLC	USA	NIA	Design Rx Holdings Corporation	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			20-5166645				Design Rxclusives, LLC	USA	NIA	Design Rx Holdings Corporation	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
			20-3649446				Rx Initiatives, LLC	USA	NIA	Design Rx Holdings Corporation	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0
00000			45-4806467				Midwest Technology Investments, LLC	USA	NIA	Envision Pharmaceutical Holdings, Inc	Ownership	100.0	Envision Pharmaceutical Holdings, Inc	.0

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Asterisk	Explanation
1	Refer to Notes to the Financial Statements, Question 21 (Other Items), Paragraph A (Other Disclosures)

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?

.....YES.....

Explanation:

Bar Code:

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	207,511	212,202
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after acquisition	0	0
3. Current year change in encumbrances	0	0
4. Total gain (loss) on disposals	0	0
5. Deduct amounts received on disposals	0	0
6. Total foreign exchange change in book/adjusted carrying value	0	0
7. Deduct current year's other than temporary impairment recognized	0	0
8. Deduct current year's depreciation	2,346	4,691
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	205,165	207,511
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	205,165	207,511

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	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after acquisition	0	0
3. Capitalized deferred interest and other	0	0
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	0	0
6. Total gain (loss) on disposals	0	0
7. Deduct amounts received on disposals	0	0
8. Deduct amortization of premium and mortgage interest points and commitment fees	0	0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance	0	0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

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	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after acquisition	0	0
3. Capitalized deferred interest and other	0	0
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	0	0
6. Total gain (loss) on disposals	0	0
7. Deduct amounts received on disposals	0	0
8. Deduct amortization of premium and depreciation	0	0
9. Total foreign exchange change in book/adjusted carrying value	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

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	6,462,495	6,542,738
2. Cost of bonds and stocks acquired	3,902,731	335,785
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration for bonds and stocks disposed of	3,745,000	355,000
7. Deduct amortization of premium	35,868	61,028
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	6,584,358	6,462,495
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	6,584,358	6,462,495

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	6,458,129	3,792,793	3,645,000	(21,564)	6,458,129	6,584,358	.0	6,462,494
2. Class 2 (a).....	.0				.0	.0	.0	.0
3. Class 3 (a).....	.0				.0	.0	.0	.0
4. Class 4 (a).....	.0				.0	.0	.0	.0
5. Class 5 (a).....	.0				.0	.0	.0	.0
6. Class 6 (a).....	0				0	0	0	0
7. Total Bonds	6,458,129	3,792,793	3,645,000	(21,564)	6,458,129	6,584,358	0	6,462,494
PREFERRED STOCK								
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 & Preferred Stock	6,458,129	3,792,793	3,645,000	(21,564)	6,458,129	6,584,358	0	6,462,494

(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 \$; NAIC 2 \$;
NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

S102

Schedule DA - Part 1

NONE

Schedule DA - Verification

NONE

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

Schedule E - Verification

NONE

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

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)
Bonds - U.S. Governments									
912828-MR-8	US Treasury 2.375% 04/02/2013		04/02/2013	Huntington National Bank		3,792,793	3,645,000	7,763	1
0599999 - Bonds - U.S. Governments						3,792,793	3,645,000	7,763	XXX
8399997 - Subtotals- Bonds - Part 3						3,792,793	3,645,000	7,763	XXX
8399999 - Subtotals - Bonds						3,792,793	3,645,000	7,763	XXX
9999999 Totals						3,792,793	XXX	7,763	XXX

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

E04

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

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 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																					
912828-HV-5	US Treasury 2.500% 03/31/13		03/31/2013	Maturity		3,645,000	3,645,000	3,767,941	3,655,050	0	(10,050)	0	(10,050)	0	3,645,000	0	0	0	45,563	03/31/2013	1
0599999 - Bonds - U.S. Governments						3,645,000	3,645,000	3,767,941	3,655,050	0	(10,050)	0	(10,050)	0	3,645,000	0	0	0	45,563	XXX	XXX
8399997 - Subtotals - Bonds - Part 4						3,645,000	3,645,000	3,767,941	3,655,050	0	(10,050)	0	(10,050)	0	3,645,000	0	0	0	45,563	XXX	XXX
8399999 - Subtotals - Bonds						3,645,000	3,645,000	3,767,941	3,655,050	0	(10,050)	0	(10,050)	0	3,645,000	0	0	0	45,563	XXX	XXX
9999999 Totals						3,645,000	XXX	3,767,941	3,655,050	0	(10,050)	0	(10,050)	0	3,645,000	0	0	0	45,563	XXX	XXX

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

E05

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

STATEMENT AS OF JUNE 30, 2013 OF THE Envision Insurance Company

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
<p>NONE</p>							
8699999 Total Cash Equivalents					0	0	0

E13



**SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2013 OF THE Envision Insurance Company
 MEDICARE PART D COVERAGE SUPPLEMENT**

(Net of Reinsurance)

NAIC Group Code.....00000

NAIC Company Code.....12747

	Individual Coverage		Group Coverage		5 Total Cash
	1 Insured	2 Uninsured	3 Insured	4 Uninsured	
1. Premiums Collected.....	.61,158,423	XXX	4,431,184	XXX	.65,589,607
2. Earned Premiums	.64,475,253	XXX	4,671,502	XXX	XXX
3. Claims Paid.....	.43,170,486	XXX	3,127,882	XXX	.46,298,368
4. Claims Incurred.....	.58,585,824	XXX	5,029,882	XXX	XXX
5. Reinsurance Coverage and Low Income Cost Sharing – Claims Paid Net of Reimbursements Applied (a).....	XXX	39,458,392	XXX	2,858,926	.42,317,318
6. Aggregate Policy Reserves - Change.....		XXX		XXX	XXX
7. Expenses Paid.....	4,294,247	XXX	311,136	XXX	4,605,383
8. Expenses Incurred.....	3,258,007	XXX	236,056	XXX	XXX
9. Underwriting Gain or Loss.....	2,631,422	XXX	(594,436)	XXX	XXX
10. Cash Flow Result	XXX	XXX	XXX	XXX	(27,631,462)

(a) Uninsured Receivable/Payable with CMS at End of Quarter: \$240,881,968 due from CMS or \$due to CMS