



ANNUAL STATEMENT

For the Year Ended December 31, 2007

of the Condition and Affairs of the

HealthLink HMO, Inc.

NAIC Group Code.....671, 671 (Current Period) (Prior Period) NAIC Company Code..... 96475 Employer's ID Number..... 43-1616135

Organized under the Laws of Missouri State of Domicile or Port of Entry Missouri Country of Domicile US

Licensed as Business Type.....Health Maintenance Organization Is HMO Federally Qualified? Yes [] No [X]

Incorporated/Organized..... July 29, 1992 Commenced Business..... January 14, 1993

Statutory Home Office 12443 Olive Boulevard..... St. Louis MO 63141
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 1831 Chestnut Street..... St. Louis MO 63103-2275 314-923-4444
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 6775 W Washington Street..... Milwaukee WI 53214
(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 6775 W Washington Street..... Milwaukee WI 53214 414-459-6833
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.healthlink.com

Statutory Statement Contact Joann Kolesar 312-234-7356
(Name) (Area Code) (Telephone Number) (Extension)
Joann.Kolesar@Wellpoint.com 312-234-7005
(E-Mail Address) (Fax Number)

OFFICERS

Name	Title	Name	Title
1. Dennis William Casey #	President	2. Nancy Louise Purcell	Secretary
3. Robert David Kretschmer	Treasurer	4. David Michael Henley #	Assistant Secretary

OTHER

DIRECTORS OR TRUSTEES

Wayne Scott DeVeydt # Dennis William Casey # John Cannon III #

State of.....
County of.....

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy of the enclosed statement (except for formatting differences due to electronic filing). The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature) Dennis William Casey	(Signature) Nancy Louise Purcell	(Signature) Robert David Kretschmer
1. (Printed Name) President	2. (Printed Name) Secretary	3. (Printed Name) Treasurer
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This _____ day of _____

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 _____

ASSETS

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D).....	19,921,630		19,921,630	5,678,700
2. Stocks (Schedule D):				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....			0	
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens.....			0	
3.2 Other than first liens.....			0	
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....			0	
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....117,709, Sch. E-Part 1), cash equivalents (\$.....0, Sch. E-Part 2) and short-term investments (\$.....4,465,012, Sch. DA).....	4,582,721		4,582,721	19,821,739
6. Contract loans (including \$.....0 premium notes).....			0	
7. Other invested assets (Schedule BA).....			0	
8. Receivables for securities.....			0	
9. Aggregate write-ins for invested assets.....	0	0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9).....	24,504,350	0	24,504,350	25,500,439
11. Title plants less \$.....0 charged off (for Title insurers only).....			0	
12. Investment income due and accrued.....	65,408		65,408	27,674
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in course of collection.....			0	22,748
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....			0	
13.3 Accrued retrospective premiums.....			0	
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers.....			0	
14.2 Funds held by or deposited with reinsured companies.....			0	
14.3 Other amounts receivable under reinsurance contracts.....			0	
15. Amounts receivable relating to uninsured plans.....	67,546	10,842	56,705	1,236,463
16.1 Current federal and foreign income tax recoverable and interest thereon.....			0	
16.2 Net deferred tax asset.....	33,078	14,124	18,954	380,266
17. Guaranty funds receivable or on deposit.....			0	
18. Electronic data processing equipment and software.....			0	
19. Furniture and equipment, including health care delivery assets (\$.....0).....			0	
20. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
21. Receivables from parent, subsidiaries and affiliates.....	806,796		806,796	461,858
22. Health care (\$.....360) and other amounts receivable.....	4,050	3,690	360	
23. Aggregate write-ins for other than invested assets.....	292,028	81,910	210,118	334,543
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23).....	25,773,257	110,566	25,662,691	27,963,991
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
26. TOTALS (Lines 24 and 25).....	25,773,257	110,566	25,662,691	27,963,991

DETAILS OF WRITE-INS

0901.....			0	
0902.....			0	
0903.....			0	
0998. Summary of remaining write-ins for Line 9 from overflow page.....	0	0	0	0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	0	0	0	0
2301. Provider Admin Fee Receivable.....	291,273	81,910	209,362	274,859
2302. AR Other Income.....	755		755	
2303. State Income Tax Current Receivable.....			0	59,684
2398. Summary of remaining write-ins for Line 23 from overflow page.....	0	0	0	0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above).....	292,028	81,910	210,118	334,543

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....11,125 reinsurance ceded).....			0	572,225
2. Accrued medical incentive pool and bonus amounts.....			0	
3. Unpaid claims adjustment expenses.....			0	
4. Aggregate health policy reserves.....			0	
5. Aggregate life policy reserves.....			0	
6. Property/casualty unearned premium reserve.....			0	
7. Aggregate health claim reserves.....			0	
8. Premiums received in advance.....			0	
9. General expenses due or accrued.....	10,531		10,531	7,836
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized capital gains (losses)).....	519,529		519,529	477,443
10.2 Net deferred tax liability.....			0	
11. Ceded reinsurance premiums payable.....			0	
12. Amounts withheld or retained for the account of others.....			0	904
13. Remittances and items not allocated.....			0	
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current).....			0	
15. Amounts due to parent, subsidiaries and affiliates.....	56,769		56,769	2,116,883
16. Payable for securities.....			0	
17. Funds held under reinsurance treaties with (\$.....0 authorized reinsurers and \$.....0 unauthorized reinsurers).....			0	
18. Reinsurance in unauthorized companies.....			0	
19. Net adjustments in assets and liabilities due to foreign exchange rates.....			0	
20. Liability for amounts held under uninsured plans.....	90,413		90,413	171,694
21. Aggregate write-ins for other liabilities (including \$.....7,404 current).....	21,866	0	21,866	30,449
22. Total liabilities (Lines 1 to 21).....	699,107	0	699,107	3,377,434
23. Aggregate write-ins for special surplus funds.....	XXX	XXX	0	0
24. Common capital stock.....	XXX	XXX	1,000	1,000
25. Preferred capital stock.....	XXX	XXX		
26. Gross paid in and contributed surplus.....	XXX	XXX	2,499,000	2,499,000
27. Surplus notes.....	XXX	XXX		
28. Aggregate write-ins for other than special surplus funds.....	XXX	XXX	0	0
29. Unassigned funds (surplus).....	XXX	XXX	22,463,584	22,086,557
30. Less treasury stock at cost:				
30.1 .....0.000 shares common (value included in Line 24 \$.....0).....	XXX	XXX		
30.2 .....0.000 shares preferred (value included in Line 25 \$.....0).....	XXX	XXX		
31. Total capital and surplus (Lines 23 to 29 minus Line 30).....	XXX	XXX	24,963,584	24,586,557
32. Total liabilities, capital and surplus (Lines 22 and 31).....	XXX	XXX	25,662,691	27,963,991

DETAILS OF WRITE-INS

2101. Other Payables.....	21,866		21,866	30,449
2102.			0	
2103.			0	
2198. Summary of remaining write-ins for Line 21 from overflow page.....	0	0	0	0
2199. Totals (Lines 2101 thru 2103 plus 2198) (Line 21 above).....	21,866	0	21,866	30,449
2301.	XXX	XXX		
2302.	XXX	XXX		
2303.	XXX	XXX		
2398. Summary of remaining write-ins for Line 23 from overflow page.....	XXX	XXX	0	0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above).....	XXX	XXX	0	0
2801.	XXX	XXX		
2802.	XXX	XXX		
2803.	XXX	XXX		
2898. Summary of remaining write-ins for Line 28 from overflow page.....	XXX	XXX	0	0
2899. Totals (Lines 2801 thru 2803 plus 2898) (Line 28 above).....	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year		Prior Year
	1 Uncovered	2 Total	3 Total
1. Member months.....	XXX	23,363	84,739
2. Net premium income (including \$.....0 non-health premium income).....	XXX	345,619	1,684,020
3. Change in unearned premium reserves and reserve for rate credits.....	XXX		
4. Fee-for-service (net of \$.....0 medical expenses).....	XXX		
5. Risk revenue.....	XXX		
6. Aggregate write-ins for other health care related revenues.....	XXX	18,461,673	17,613,975
7. Aggregate write-ins for other non-health revenues.....	XXX	0	0
8. Total revenues (Lines 2 to 7).....	XXX	18,807,293	19,297,995
Hospital and Medical:			
9. Hospital/medical benefits.....		(320,899)	975,292
10. Other professional services.....		47,717	300,840
11. Outside referrals.....			
12. Emergency room and out-of-area.....			
13. Prescription drugs.....		1,439,620	1,486,509
14. Aggregate write-ins for other hospital and medical.....	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....			
16. Subtotal (Lines 9 to 15).....	0	1,166,438	2,762,641
Less:			
17. Net reinsurance recoveries.....		21,992	
18. Total hospital and medical (Lines 16 minus 17).....	0	1,144,446	2,762,641
19. Non-health claims (net).....			
20. Claims adjustment expenses, including \$.....1,215 cost containment expenses.....		2,173	248,632
21. General administrative expenses.....		1,074,332	1,522,828
22. Increase in reserves for life and accident and health contracts including \$.....0 increase in reserves for life only).....			
23. Total underwriting deductions (Lines 18 through 22).....	0	2,220,951	4,534,101
24. Net underwriting gain or (loss) (Lines 8 minus 23).....	XXX	16,586,342	14,763,894
25. Net investment income earned (Exhibit of Net Investment Income, Line 17).....		1,454,215	873,507
26. Net realized capital gains or (losses) less capital gains tax of \$.....0.....			
27. Net investment gains or (losses) (Lines 25 plus 26).....	0	1,454,215	873,507
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.....	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	18,040,556	15,637,401
31. Federal and foreign income taxes incurred.....	XXX	6,111,185	5,633,359
32. Net income (loss) (Lines 30 minus 31).....	XXX	11,929,371	10,004,042

DETAILS OF WRITE-INS

0601. Provider Admin Fees.....	XXX	335,847	357,113
0602. Revenue ASO Business.....	XXX	18,125,826	17,256,862
0603.	XXX		
0698. Summary of remaining write-ins for Line 6 from overflow page.....	XXX	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	XXX	18,461,673	17,613,975
0701.	XXX		
0702.	XXX		
0703.	XXX		
0798. Summary of remaining write-ins for Line 7 from overflow page.....	XXX	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above).....	XXX	0	0
1401.			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	0	0	0
2901.			
2902.			
2903.			
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

CAPITAL AND SURPLUS ACCOUNT	1	2
	Current Year	Prior Year
33. Capital and surplus prior reporting period.....	24,586,556	14,751,137
34. Net income or (loss) from Line 32.....	11,929,371	10,004,042
35. Change in valuation basis of aggregate policy and claim reserves.....		
36. Change in net unrealized capital gains and (losses) less capital gains tax of \$.....0.....		
37. Change in net unrealized foreign exchange capital gain or (loss).....		
38. Change in net deferred income tax.....	(654,170)	300,668
39. Change in nonadmitted assets.....	1,101,826	(469,291)
40. Change in unauthorized 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.....		
45.2 Transferred to capital (Stock Dividend).....		
45.3 Transferred from capital.....		
46. Dividends to stockholders.....	(12,000,000)	
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0
48. Net change in capital and surplus (Lines 34 to 47).....	377,027	9,835,419
49. Capital and surplus end of reporting period (Line 33 plus 48).....	24,963,584	24,586,556

DETAILS OF WRITE-INS

4701.		
4702.		
4703.		
4798. Summary of remaining write-ins for Line 47 from overflow page.....	0	0
4799. Totals (Lines 4701 thru 4703 plus 4798) (Line 47 above).....	0	0

CASH FLOW

	1 Current Year	2 Prior Year
CASH FROM OPERATIONS		
1. Premiums collected net of reinsurance.....	368,367	1,881,170
2. Net investment income.....	1,413,550	857,875
3. Miscellaneous income.....	18,461,673	17,613,975
4. Total (Lines 1 through 3).....	20,243,591	20,353,020
5. Benefit and loss related payments.....	1,705,083	2,323,309
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....		
7. Commissions, expenses paid and aggregate write-ins for deductions.....	(36,255)	3,301,491
8. Dividends paid to policyholders.....		
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	6,069,099	5,073,617
10. Total (Lines 5 through 9).....	7,737,927	10,698,417
11. Net cash from operations (Line 4 minus Line 10).....	12,505,664	9,654,603
CASH FROM INVESTMENTS		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds.....	760,000	432,000
12.2 Stocks.....		
12.3 Mortgage loans.....		
12.4 Real estate.....		
12.5 Other invested assets.....		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....		
12.7 Miscellaneous proceeds.....		
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	760,000	432,000
13. Cost of investments acquired (long-term only):		
13.1 Bonds.....	15,000,000	4,917,263
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).....	15,000,000	4,917,263
14. Net increase (decrease) in contract loans and premium notes.....		
15. Net cash from investments (Line 12.8 minus Lines 13.7 and 14).....	(14,240,000)	(4,485,263)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes.....		
16.2 Capital and paid in surplus, less treasury stock.....		
16.3 Borrowed funds.....		
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....		
16.5 Dividends to stockholders.....	12,000,000	
16.6 Other cash provided (applied).....	(1,504,681)	3,752,806
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	(13,504,681)	3,752,806
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(15,239,017)	8,922,146
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year.....	19,821,738	10,899,592
19.2 End of year (Line 18 plus Line 19.1).....	4,582,721	19,821,738

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

20.0001		
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UNDERWRITING AND INVESTMENT EXHIBIT

PART 1 - PREMIUMS

	1	2	3	4
Line of Business	Direct Business	Reinsurance Assumed	Reinsurance Ceded	Net Premium Income (Cols. 1 + 2 - 3)
1. Comprehensive (hospital and medical).....	376,324		30,705	345,619
2. Medicare supplement.....				0
3. Dental only.....				0
4. Vision only.....				0
5. Federal employees health benefits plan.....				0
6. Title XVIII - Medicare.....				0
7. Title XIX - Medicaid.....				0
8. Other health.....				0
9. Health subtotal (Lines 1 through 8).....	376,324	0	30,705	345,619
10. Life.....				0
11. Property/casualty.....				0
12. Totals (Lines 9 to 11).....	376,324	0	30,705	345,619

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2 - CLAIMS INCURRED DURING THE YEAR

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital and Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Payments during the year:										
1.1 Direct.....	1,715,950	1,715,950								
1.2 Reinsurance assumed.....	0									
1.3 Reinsurance ceded.....	10,867	10,867								
1.4 Net.....	1,705,083	1,705,083	0	0	0	0	0	0	0	0
2. Paid medical incentive pools and bonuses.....	0									
3. Claim liability December 31, current year from Part 2A:										
3.1 Direct.....	11,125	11,125								
3.2 Reinsurance assumed.....	0									
3.3 Reinsurance ceded.....	11,125	11,125								
3.4 Net.....	0	0	0	0	0	0	0	0	0	0
4. Claim reserve December 31, current year from Part 2D:										
4.1 Direct.....	0									
4.2 Reinsurance assumed.....	0									
4.3 Reinsurance ceded.....	0									
4.4 Net.....	0	0	0	0	0	0	0	0	0	0
5. Accrued medical incentive pools and bonuses, current year.....	0									
6. Net healthcare receivables (a).....	(11,588)	(11,588)								
7. Amounts recoverable from reinsurers December 31, current year.....	0									
8. Claim liability December 31, prior year from Part 2A:										
8.1 Direct.....	572,225	572,225								
8.2 Reinsurance assumed.....	0									
8.3 Reinsurance ceded.....	0									
8.4 Net.....	572,225	572,225	0	0	0	0	0	0	0	0
9. Claim reserve December 31, prior year from Part 2D:										
9.1 Direct.....	0									
9.2 Reinsurance assumed.....	0									
9.3 Reinsurance ceded.....	0									
9.4 Net.....	0	0	0	0	0	0	0	0	0	0
10. Accrued medical incentive pools and bonuses, prior year.....	0									
11. Amounts recoverable from reinsurers December 31, prior year.....	0									
12. Incurred benefits:										
12.1 Direct.....	1,166,438	1,166,438	0	0	0	0	0	0	0	0
12.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0
12.3 Reinsurance ceded.....	21,992	21,992	0	0	0	0	0	0	0	0
12.4 Net.....	1,144,446	1,144,446	0	0	0	0	0	0	0	0
13. Incurred medical incentive pools and bonuses.....	0	0	0	0	0	0	0	0	0	0

(a) Excludes \$.00 loans or advances to providers not yet expensed.

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2A - CLAIMS LIABILITY END OF CURRENT YEAR

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Medical and Hospital)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Reported in process of adjustment:										
1.1 Direct.....	0									
1.2 Reinsurance assumed.....	0									
1.3 Reinsurance ceded.....	0									
1.4 Net.....	0	0	0	0	0	0	0	0	0	0
2. Incurred but unreported:										
2.1 Direct.....	11,125	11,125								
2.2 Reinsurance assumed.....	0									
2.3 Reinsurance ceded.....	11,125	11,125								
2.4 Net.....	0	0	0	0	0	0	0	0	0	0
3. Amounts withheld from paid claims and capitations:										
3.1 Direct.....	0									
3.2 Reinsurance assumed.....	0									
3.3 Reinsurance ceded.....	0									
3.4 Net.....	0	0	0	0	0	0	0	0	0	0
4. Totals:										
4.1 Direct.....	11,125	11,125	0	0	0	0	0	0	0	0
4.2 Reinsurance assumed.....	0	0	0	0	0	0	0	0	0	0
4.3 Reinsurance ceded.....	11,125	11,125	0	0	0	0	0	0	0	0
4.4 Net.....	0	0	0	0	0	0	0	0	0	0

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2B - ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid During the Year		Claim Reserve and Claim Liability December 31 of Current Year		5	6
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 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 December 31 of Prior Year
1. Comprehensive (hospital and medical).....	(16,847)	1,721,930			(16,847)	572,225
2. Medicare supplement.....					0	
3. Dental only.....					0	
4. Vision only.....					0	
5. Federal employees health benefits plan.....					0	
6. Title XVIII - Medicare.....					0	
7. Title XIX - Medicaid.....					0	
8. Other health.....					0	
9. Health subtotal (Lines 1 to 8).....	(16,847)	1,721,930	0	0	(16,847)	572,225
10. Healthcare receivables (a).....	114	(11,702)			114	
11. Other non-health.....					0	
12. Medical incentive pools and bonus amounts.....					0	
13. Totals (Lines 9 - 10 + 11 + 12).....	(16,961)	1,733,632	0	0	(16,961)	572,225

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

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2C - DEVELOPMENT OF PAID AND INCURRED CLAIMS

(000 Omitted)

SECTION A - PAID HEALTH CLAIMS - GRAND TOTAL

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2003	2 2004	3 2005	4 2006	5 2007
1. Prior.....					
2. 2003.....		228	228	228	228
3. 2004.....	.XXX	3,675	3,852	3,852	3,852
4. 2005.....	.XXX	.XXX	2,592	2,654	2,654
5. 2006.....	.XXX	.XXX	.XXX	2,278	2,601
6. 2007.....	.XXX	.XXX	.XXX	.XXX	1,722

SECTION B - INCURRED HEALTH CLAIMS - GRAND TOTAL

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2003	2 2004	3 2005	4 2006	5 2007
1. Prior.....					
2. 2003.....		228	228	228	228
3. 2004.....	.XXX	3,842	3,837	3,852	3,852
4. 2005.....	.XXX	.XXX	2,740	2,726	2,654
5. 2006.....	.XXX	.XXX	.XXX	2,778	2,261
6. 2007.....	.XXX	.XXX	.XXX	.XXX	1,722

12.GT

SECTION C - INCURRED YEAR HEALTH CLAIM AND CLAIM ADJUSTMENT EXPENSE RATIO - GRAND TOTAL

Years in Which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claim Payments	3 Claim Adjustment Expense Payments	4 Percent (Col. 3/2)	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 Percent (Col. 5/1)	7 Claims Unpaid	8 Unpaid Claim Adjustment Expense	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5 + 7 + 8)	10 Percent (Col. 9/1)
1. 2003.....		228		0.0	228	0.0			228	0.0
2. 2004.....	4,495	3,852	143	3.7	3,995	88.9			3,995	88.9
3. 2005.....	2,350	2,654	237	8.9	2,891	123.0			2,891	123.0
4. 2006.....	1,684	2,261	249	11.0	2,510	149.0			2,510	149.0
5. 2007.....	346	1,722	2	0.1	1,724	498.3			1,724	498.3

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2C - DEVELOPMENT OF PAID AND INCURRED CLAIMS
(000 Omitted)

SECTION A - PAID HEALTH CLAIMS - HOSPITAL AND MEDICAL

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2003	2 2004	3 2005	4 2006	5 2007
1. Prior.....					
2. 2003.....		228	228	228	228
3. 2004.....	.XXX	3,675	3,852	3,852	3,852
4. 2005.....	.XXX	.XXX	2,592	2,654	2,654
5. 2006.....	.XXX	.XXX	.XXX	2,278	2,601
6. 2007.....	.XXX	.XXX	.XXX	.XXX	1,722

SECTION B - INCURRED HEALTH CLAIMS - HOSPITAL AND MEDICAL

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2003	2 2004	3 2005	4 2006	5 2007
1. Prior.....					
2. 2003.....		228	228	228	228
3. 2004.....	.XXX	3,842	3,837	3,852	3,852
4. 2005.....	.XXX	.XXX	2,740	2,726	2,654
5. 2006.....	.XXX	.XXX	.XXX	2,778	2,261
6. 2007.....	.XXX	.XXX	.XXX	.XXX	1,722

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SECTION C - INCURRED YEAR HEALTH CLAIM AND CLAIM ADJUSTMENT EXPENSE RATIO - HOSPITAL AND MEDICAL

Years in Which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claim Payments	3 Claim Adjustment Expense Payments	4 Percent (Col. 3/2)	5 Claim and Claim Adjustment Expense Payments (Col. 2 + 3)	6 Percent (Col. 5/1)	7 Claims Unpaid	8 Unpaid Claim Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5 + 7 + 8)	10 Percent (Col. 9/1)
1. 2003.....		228		0.0	228	0.0			228	0.0
2. 2004.....	4,495	3,852	143	3.7	3,995	88.9			3,995	88.9
3. 2005.....	2,350	2,654	237	8.9	2,891	123.0			2,891	123.0
4. 2006.....	1,684	2,261	249	11.0	2,510	149.0			2,510	149.0
5. 2007.....	346	1,722	2	0.1	1,724	498.3			1,724	498.3

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Medicare Supp.
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Medicare Supp.
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Medicare Supp.
NONE**

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Dental
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Dental
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Dental
NONE**

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Vision
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Vision
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Vision
NONE**

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Fed Emp Health
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Fed Emp Health
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Fed Emp Health
NONE**

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Medicare
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Medicare
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Medicare
NONE**

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Medicaid
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Medicaid
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Medicaid
NONE**

**U & I Ex.-Pt.2C-Sn A-Paid Claims-Other
NONE**

**U & I Ex.-Pt.2C-Sn B-Incurred Claims-Other
NONE**

**U & I Ex.-Pt.2C-Sn C-Expense Ratio-Other
NONE**

**U & I Ex.-Pt.2D
NONE**

UNDERWRITING AND INVESTMENT EXHIBIT

PART 3 - ANALYSIS OF EXPENSES

	Claim Adjustment Expenses		3 General Administrative Expenses	4 Investment Expenses	5 Total
	1 Cost Containment Expenses	2 Other Claim Adjustment Expenses			
1. Rent (\$.....0 for occupancy of own building).....	.64	.36	.77		.178
2. Salaries, wages and other benefits.....	.933	.553	.916		2,402
3. Commissions (less \$.....0 ceded plus \$.....0 assumed).....					.0
4. Legal fees and expenses.....	(1)		8,017		8,016
5. Certifications and accreditation fees.....					.0
6. Auditing, actuarial and other consulting services.....	.65	.239	.113		.417
7. Traveling expenses.....	.10	.4	.45		.58
8. Marketing and advertising.....	.2	.1	.102		.105
9. Postage, express and telephone.....	.27	.30	.73		.130
10. Printing and office supplies.....	.7	.6	.47		.59
11. Occupancy, depreciation and amortization.....					.0
12. Equipment.....	.1	.1	.68		.70
13. Cost or depreciation of EDP equipment and software.....	.21	.11	.129		.161
14. Outsourced services including EDP, claims, and other services.....	.20	.39	.72		.132
15. Boards, bureaus and association fees.....	.0	.0	.5		.5
16. Insurance, except on real estate.....			.19		.19
17. Collection and bank service charges.....	.0		.15		.15
18. Group service and administration fees.....	.5	.0			.5
19. Reimbursements by uninsured plans.....					.0
20. Reimbursements from fiscal intermediaries.....					.0
21. Real estate expenses.....	.1	.0	.3		.4
22. Real estate taxes.....			.0		.0
23. Taxes, licenses and fees:					
23.1 State and local insurance taxes.....			1,064,539		1,064,539
23.2 State premium taxes.....					.0
23.3 Regulator authority licenses and fees.....	.0	.0	.1		.1
23.4 Payroll taxes.....	.62	.38	.92		.192
23.5 Other (excluding federal income and real estate taxes).....			.2		.2
24. Investment expenses not included elsewhere.....	.0	.0	.1	12,403	12,404
25. Aggregate write-ins for expenses.....	(2)	(0)	(3)	.0	(5)
26. Total expenses incurred (Lines 1 to 25).....	1,215	.958	1,074,332	12,403	(a).....1,088,909
27. Less expenses unpaid December 31, current year.....			10,531		10,531
28. Add expenses unpaid December 31, prior year.....			7,836		7,836
29. Amounts receivable relating to uninsured plans, prior year.....			1,267,476		1,267,476
30. Amounts receivable relating to uninsured plans, current year.....			67,546		67,546
31. Total expenses paid (Lines 26 minus 27 plus 28 minus 29 plus 30).....	1,215	.958	(128,293)	12,403	(113,716)

DETAILS OF WRITE-INS

2501. Other Expenses.....	(2)	(0)	(3)		(5)
2502. ....					.0
2503. ....					.0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	.0	.0	.0	.0	.0
2599. TOTALS (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	(2)	(0)	(3)	.0	(5)

(a) Includes management fees of \$.....420,624 to affiliates and \$.....0 to non-affiliates.

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. government bonds.....	(a).....293,665	.....314,413
1.1 Bonds exempt from U.S. tax.....	(a).....	
1.2 Other bonds (unaffiliated).....	(a).....	
1.3 Bonds of affiliates.....	(a).....	
2.1 Preferred stocks (unaffiliated).....	(b).....	
2.11 Preferred stocks of affiliates.....	(b).....	
2.2 Common stocks (unaffiliated).....		
2.21 Common stocks of affiliates.....		
3. Mortgage loans.....	(c).....	
4. Real estate.....	(d).....	
5. Contract loans.....		
6. Cash, cash equivalents and short-term investments.....	(e).....1,132,266	.....1,149,253
7. Derivative instruments.....	(f).....	
8. Other invested assets.....		
9. Aggregate write-ins for investment income.....	.....2,952	.....2,952
10. Total gross investment income.....	.....1,428,883	.....1,466,618
11. Investment expenses.....		(g).....12,403
12. Investment taxes, licenses and fees, excluding federal income taxes.....		(g).....
13. Interest expense.....		(h).....
14. Depreciation on real estate and other invested assets.....		(i).....0
15. Aggregate write-ins for deductions from investment income.....		.....0
16. Total deductions (Lines 11 through 15).....		.....12,403
17. Net investment income (Line 10 minus Line 16).....		.....1,454,215

DETAILS OF WRITE-INS

0901. Other Income.....	.....2,952	.....2,952
0902.		
0903.		
0998. Summary of remaining write-ins for Line 9 from overflow page.....	.....0	.....0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	.....2,952	.....2,952
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page.....		.....0
1599. Totals (Lines 1501 thru 1503 plus 1598) (Line 15 above).....		.....0

- (a) Includes \$.....2,930 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (b) Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued dividends on purchases.
- (c) Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (d) Includes \$.....0 for company's occupancy of its own buildings; and excludes \$.....0 interest on encumbrances.
- (e) Includes \$.....131,503 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (f) Includes \$.....0 accrual of discount less \$.....0 amortization of premium.
- (g) Includes \$.....0 investment expenses and \$.....0 investment taxes, licenses and fees, excluding federal income taxes, attributable to Segregated and Separate Accounts.
- (h) Includes \$.....0 interest on surplus notes and \$.....0 interest on capital notes.
- (i) Includes \$.....0 depreciation on real estate and \$.....0 depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. government bonds.....			.....0		
1.1 Bonds exempt from U.S. tax.....			.....0		
1.2 Other bonds (unaffiliated).....			.....0		
1.3 Bonds of affiliates.....			.....0		
2.1 Preferred stocks (unaffiliated).....			.....0		
2.11 Preferred stocks of affiliates.....			.....0		
2.2 Common stocks (unaffiliated).....			.....0		
2.21 Common stocks of affiliates.....			.....0		
3. Mortgage loans.....			.....0		
4. Real estate.....			.....0		
5. Contract loans.....			.....0		
6. Cash, cash equivalents and short-term investments.....			.....0		
7. Derivative instruments.....			.....0		
8. Other invested assets.....			.....0		
9. Aggregate write-ins for capital gains (losses).....	.....0	.....0	.....0	.....0	.....0
10. Total capital gains (losses).....	.....0	.....0	.....0	.....0	.....0

DETAILS OF WRITE-INS

0901. ....			.....0		
0902. ....			.....0		
0903. ....			.....0		
0998. Summary of remaining write-ins for Line 9 from overflow page.....	.....0	.....0	.....0	.....0	.....0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	.....0	.....0	.....0	.....0	.....0

EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D).....			.0
2. Stocks (Schedule D):			
2.1 Preferred stocks.....			.0
2.2 Common stocks.....			.0
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens.....			.0
3.2 Other than first liens.....			.0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company.....			.0
4.2 Properties held for the production of income.....			.0
4.3 Properties held for sale.....			.0
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA).....			.0
6. Contract loans.....			.0
7. Other invested assets (Schedule BA).....			.0
8. Receivables for securities.....			.0
9. Aggregate write-ins for invested assets.....	.0	.0	.0
10. Subtotals, cash and invested assets (Lines 1 to 9).....	.0	.0	.0
11. Title plants (for Title insurers only).....			.0
12. Investment income due and accrued.....			.0
13. Premiums and considerations:			
13.1 Uncollected premiums and agents' balances in the course of collection.....			.0
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....			.0
13.3 Accrued retrospective premiums.....			.0
14. Reinsurance:			
14.1 Amounts recoverable from reinsurers.....			.0
14.2 Funds held by or deposited with reinsured companies.....			.0
14.3 Other amounts receivable under reinsurance contracts.....			.0
15. Amounts receivable relating to uninsured plans.....	10,842	31,013	20,171
16.1 Current federal and foreign income tax recoverable and interest thereon.....			.0
16.2 Net deferred tax asset.....	14,124	306,982	292,858
17. Guaranty funds receivable or on deposit.....			.0
18. Electronic data processing equipment and software.....			.0
19. Furniture and equipment, including health care delivery assets.....			.0
20. Net adjustment in assets and liabilities due to foreign exchange rates.....			.0
21. Receivable from parent, subsidiaries and affiliates.....		537,629	537,629
22. Health care and other amounts receivable.....	3,690	15,638	11,948
23. Aggregate write-ins for other than invested assets.....	81,910	321,130	239,220
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 through 23).....	110,566	1,212,392	1,101,826
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			.0
26. TOTALS (Lines 24 and 25).....	110,566	1,212,392	1,101,826

DETAILS OF WRITE-INS

0901.....			.0
0902.....			.0
0903.....			.0
0998. Summary of remaining write-ins for Line 9 from overflow page.....	.0	.0	.0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	.0	.0	.0
2301. Provider Admin Fee Receivable.....	81,910	320,669	238,759
2302. Prepaid Expenses.....		461	461
2303.....			.0
2398. Summary of remaining write-ins for Line 23 from overflow page.....	.0	.0	.0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above).....	81,910	321,130	239,220

EXHIBIT 1 - ENROLLMENT BY PRODUCT TYPE FOR HEALTH BUSINESS ONLY

Source of Enrollment	Total Members at End of					6 Current Year Member Months
	1 Prior Year	2 First Quarter	3 Second Quarter	4 Third Quarter	5 Current Year	
1. Health maintenance organizations.....	3,011	2,745	2,690	1,151	1,147	23,312
2. Provider service organizations.....						
3. Preferred provider organizations.....						
4. Point of service.....	9	6	7			51
5. Indemnity only.....						
6. Aggregate write-ins for other lines of business.....	0	0	0	0	0	0
7. Total.....	3,020	2,751	2,697	1,151	1,147	23,363

DETAILS OF WRITE-INS

0601.						
0602.						
0603.						
0698. Summary of remaining write-ins for Line 6 from overflow page.....	0	0	0	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	0	0	0	0	0	0

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies**A. Accounting Practices**

The accompanying financial statements of HealthLink HMO, Inc. (the "Company") have been prepared in conformity with accounting practices prescribed or permitted by the State of Missouri Department of Insurance (the "Department"). The Department has adopted accounting policies found in the National Association of Insurance Commissioners ("NAIC") *Accounting Practices and Procedures Manual* ("NAIC SAP") as a component of prescribed accounting practices. Additionally, the Department has adopted certain prescribed accounting practices that differ from those found in NAIC SAP, which impact the Company, specifically; limitations are placed on intercompany receivable balances. The Department has the right to permit other specific practices that deviate from prescribed practices. The Company has employed no permitted practices in preparing the accompanying statutory-basis financial statements.

A reconciliation of the Company's capital and surplus as of December 31, 2007 and 2006, respectively, between NAIC SAP and practices prescribed by the Department is shown below:

	<u>December 31, 2007</u>	<u>December 31, 2006</u>
Statutory capital and surplus, Department basis	\$ 24,963,584	\$ 24,586,557
State Prescribed Practices:		
Nonadmittance of amounts due from affiliates pursuant to 382.195 of the Missouri revised statutes effective August 28, 2005	-	537,629
Statutory capital and surplus, NAIC SAP	<u>\$ 24,963,584</u>	<u>\$ 25,124,186</u>

For the years ended December 31, 2007 and 2006, there were no differences between the Company's net income under NAIC SAP and practices permitted or prescribed by the Department.

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

Preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

C. Accounting Policies

Health premiums are earned over the term of the related insurance policies and reinsurance contracts. Unearned premium reserves are established to cover the unexpired portion of premiums written, and are computed by pro rata methods for direct business. Premiums paid by subscribers prior to the effective date are recorded on the balance sheet as premiums received in advance and are subsequently credited to income as earned during the coverage period. Premium rates for certain lines of business are subject to approval by the Department. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred. All other costs, such as premium taxes and other underwriting expenses, are charged to operations as incurred.

In addition, the Company uses the following accounting policies:

1. Short-term investments include investments with maturities of less than one year at the date of acquisition and are reported at amortized cost, which approximates fair value. Non-investment grade short-term investments are stated at the lower of amortized cost or fair value.
2. Investment grade bonds not backed by other loans are stated at amortized cost, with amortization calculated based on the modified scientific method, using lower of yield to call or yield to maturity. Non-investment grade bonds are stated at the lower of amortized cost or fair value as determined by the NAIC's Securities Valuation Office ("SVO").
3. The Company has no investments in common stocks of unaffiliated companies.
4. The Company has no investments in preferred stocks of unaffiliated companies.

NOTES TO FINANCIAL STATEMENTS

5. Mortgage loans on real estate— Not applicable.
6. Loan-backed securities are stated at amortized cost. Pre-payment assumptions for loan-backed securities and structured securities were obtained from broker-dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The retrospective adjustment method is used to value all loan-backed securities. Non-investment grade loan-backed securities are stated at the lower of amortized cost or fair value.
7. The Company has no investments in subsidiaries, controlled and affiliated companies.
8. The Company has no investments in joint ventures, partnerships and limited liability companies.
9. The Company has no derivative instruments.
10. The Company does not anticipate investment income as a factor in premium deficiency reserve calculations.
11. Unpaid claims and claims adjustment expenses include management's best estimate of amounts based on historical claim development patterns and certain individual case estimates. The established liability considers health benefit provisions, business practices, economic conditions and other factors that may materially affect the cost, frequency and severity of claims. Liabilities for unpaid claims and claim adjustment expenses are based on assumptions and estimates, and while management believes such estimates are reasonable, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and changes in estimates are incorporated into current period estimates.
12. The Company has not modified its capitalization policy from the prior period.
13. Pharmacy rebate receivables are recorded when earned based upon actual rebate receivables billed and an estimate of receivables based upon current utilization of specific pharmaceuticals and provider contract terms.

2. Accounting Changes and Corrections of Errors

A. Correction of Errors

There were no corrections of errors during the years ended December 31, 2007 and 2006.

3. Business Combinations and Goodwill

- A. Statutory Purchase MethodNot applicable
- B. Statutory MergerNot applicable
- C. Assumption ReinsuranceNot applicable
- D. Impairment LossNot applicable

4. Discontinued Operations

The Company had no operations that were discontinued during 2007 or 2006.

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

The Company did not have investments in mortgage loans at December 31, 2007 or 2006.

B. Debt Restructuring

The Company did not have invested assets that were restructured debt at December 31, 2007 or 2006.

C. Reverse Mortgages

The Company did not have investments in reverse mortgages at December 31, 2007 or 2006.

D. Loan-Backed Securities

1. The Company uses the acquisition date for applying the retrospective adjustment method to securities.
2. Prepayment assumptions for single-class and multi-class mortgage-backed and asset-backed securities were obtained from broker-dealer survey values or internal estimates. The Company used Bank of New

NOTES TO FINANCIAL STATEMENTS

York Mellon Corporation, a third-party pricing source, in determining the market value of its loan-backed securities.

3. The Company did not have negative yield circumstances requiring a change from the retrospective to prospective methodology during 2007 or 2006.

E. Repurchase Agreements

The Company did not enter into repurchase agreements at December 31, 2007 or 2006.

F. Real Estate

1. The Company does not have investments in real estate at December 31, 2007 or 2006.
2. The Company did not engage in retail land sales operations during 2007 or 2006.

G. Investments in Low-Income Housing Tax Credits

The Company did not invest in properties generating low-income housing tax credits during 2007 or 2006.

6. Joint Ventures, Partnerships and Limited Liability Companies

- A. The Company has no investments in joint ventures, partnerships or limited liability companies that exceeded 10% of its admitted assets at December 31, 2007 or 2006.
- B. The Company did not recognize impairment write downs for its investments in joint ventures, partnerships or limited liability companies during 2007 or 2006.

7. Investment Income

- A. All investment income due and accrued with amounts that are over 90 days past due is non-admitted.
- B. At December 31, 2007 and 2006 there was no non-admitted accrued investment interest income.

8. Derivative Instruments

The Company has no derivative instruments.

9. Income Taxes

- A. The components of net deferred tax assets (liabilities) at December 31 are as follows:

	<u>2007</u>	<u>2006</u>
Gross deferred tax assets	\$ 35,831	\$ 689,832
Gross deferred tax liabilities	(2,753)	(2,584)
Net deferred tax asset		687,248
	33,078	
Deferred tax asset nonadmitted	(14,124)	(306,982)
Net admitted deferred tax asset	<u>\$ 18,954</u>	<u>\$ 380,266</u>
Decrease in nonadmitted asset	<u>\$ 292,858</u>	

- B. The Company has no unrecognized deferred tax liabilities at December 31, 2007 and 2006.
- C. Current income taxes incurred (benefit) consist of the following major components:

	<u>2007</u>	<u>2006</u>
Federal income tax on operations	\$ 6,111,185	\$ 5,633,359
Federal income tax benefit on net capital gains	-	-
Federal income taxes incurred	<u>\$ 6,111,185</u>	<u>\$ 5,633,359</u>

NOTES TO FINANCIAL STATEMENTS

The components of deferred income taxes at December 31 are as follows:

	<u>2007</u>	<u>2006</u>
Deferred tax assets:		
Incurred claim reserve discounting	\$ 334	\$ 946
Bad debt & Uncollectible A/R	33,755	484,894
Contingency reserves	1,743	203,993
Total deferred tax assets	<u>35,831</u>	<u>689,833</u>
Nonadmitted deferred tax assets	<u>(14,124)</u>	<u>(306,982)</u>
Admitted deferred tax assets	<u>21,707</u>	<u>382,851</u>
Deferred tax liabilities:		
Bond discount amortization	(1,529)	(1,360)
Other adjustments	<u>(1,224)</u>	<u>(1,224)</u>
Total deferred tax liabilities	<u>(2,753)</u>	<u>(2,584)</u>
Net deferred tax asset	<u>\$ 18,954</u>	<u>\$ 380,266</u>

The changes in deferred tax assets and deferred tax liabilities at December 31 are as follows:

	<u>2007</u>	<u>2006</u>	<u>Change</u>
Total deferred tax assets	\$ 35,831	\$ 689,832	\$ (654,001)
Total deferred tax liabilities	<u>(2,753)</u>	<u>(2,584)</u>	<u>(169)</u>
Net deferred tax asset	<u>33,078</u>	<u>687,248</u>	<u>(654,170)</u>
Tax effect of unrealized gains			-
Change in net deferred income tax			<u>\$ (654,170)</u>

- D. The Company's income tax expense and change in deferred income taxes differs from the amount obtained by applying the federal statutory income tax rate of 35% for the year ended December 31 as follows:

	<u>2007</u>	<u>2006</u>
Tax expense computed using federal statutory rate	\$ 6,314,195	\$ 5,473,090
Bad Debt & Uncollectible A/R	168,000	-
Change in nonadmitted assets	283,138	(140,443)
Other, net	22	44
Total current & deferred tax	<u>\$ 6,765,355</u>	<u>\$ 5,332,691</u>
Federal income taxes incurred	\$ 6,111,185	\$ 5,633,359
Change in net deferred income taxes	<u>654,170</u>	<u>(300,668)</u>
Total statutory income taxes	<u>\$ 6,765,355</u>	<u>\$ 5,332,691</u>

- E. Operating loss carryforwards:

- The Company has no operating loss carryforwards and no tax credit carryforwards as of December 31, 2007.
- The following are income taxes incurred in the current and prior year(s) that will be available for recoupment in the event of future net losses:

2007	\$ 6,111,185
2006	\$ 5,632,996

- F. The Company and the following entities participate in a tax sharing agreement with WellPoint, Inc. and its subsidiaries. Allocation of federal income taxes is based upon separate income tax return calculations with credit for net losses that can be used on a consolidated basis. Intercompany income tax balances are settled based on the Internal Revenue Service due dates.

Affiliated Healthcare, Inc.
AHI Healthcare Corporation

American Managing Company
Anthem Blue Cross Life and Health Insurance

Affiliated Provider Systems, Inc.
American Imaging Management, Inc.
Anthem Blue Cross Blue Shield Partnership Plan, Inc.
Anthem Credentialing Services, Inc.

NOTES TO FINANCIAL STATEMENTS

Company

Anthem Financial, Inc.
 Anthem Health Plans of Kentucky, Inc.
 Anthem Health Plans of New Hampshire, Inc.
 Anthem Health Plans, Inc.
 Anthem Holding Corp.
 Anthem Life and Disability Insurance Company
 Anthem UM Services, Inc.
 Arcus Financial Holding Corp.
 Arcus Healthyliving Services, Inc.
 Associated Group, Inc.
 Behavioral Health Network, Inc.
 Blue Cross Blue Shield Healthcare Plan of Georgia, Inc.
 Blue Cross of California
 Cerulean Companies, Inc.
 Claim Management Services, Inc.
 Compcare Health Services Insurance Corporation
 Crossroads Acquisition Corp.
 Diversified Life Insurance Agency of Missouri, Inc.
 Empire HealthChoice Assurance, Inc.

 Empire Medicare Services, Inc.
 Golden West Health Plan, Inc.
 Group Benefits Plus, Inc.
 Health Initiatives, Inc.
 HealthKeepers, Inc.
 HealthLink, Inc.
 Healthy Alliance Life Insurance Company
 HMO Colorado, Inc.
 HMO-W, Inc.
 Imaging Providers of Texas
 Lease Partners, Inc..
 Machigonne, Inc.
 Monticello Service Agency, Inc.
 National Capital Preferred Provider Organization, Inc.
 NextRx, Inc.
 OneNation Benefit Administrators, Inc.
 Park Square Holdings
 Park Square II
 Priority Healthcare, Inc.
 Priority, Inc.
 R&P Realty, Inc.
 RightCHOICE Insurance Company, Inc.
 Rocky Mountain Health Care Corporation
 Sellcore, Inc.
 Texas Managed Care Administrative Services, Inc.
 TriState, Inc.

 UNICARE Health Benefit Services of Texas, Inc.
 UNICARE Health Insurance Company of the Midwest, Inc.
 UNICARE Health Plan of South Carolina, Inc.
 UNICARE Health Plans of Georgia, Inc.
 UNICARE Health Plans of Texas, Inc.
 UNICARE Illinois Services, Inc.
 UNICARE National Services, Inc.
 UNICARE Services Company
 United Government Services, LLC
 WellChoice Holdings of New York, Inc.
 WellPoint Association Services Group, Inc.
 WellPoint California Services, Inc.
 WellPoint Development Company, Inc.
 WellPoint, Inc.
 WellPoint Pharmacy IPA, Inc.

 Anthem Health Insurance Company of Nevada
 Anthem Health Plans of Maine, Inc.
 Anthem Health Plans of Virginia, Inc.
 Anthem HMO of Nevada
 Anthem Insurance Companies, Inc.
 Anthem Southeast, Inc.
 Arcus Enterprises, Inc.
 Arcus Financial Services, Inc.
 Arison Insurance Services, Inc.
 BCC Holding Corporation
 Blue Cross and Blue Shield of Georgia, Inc.

 Blue Cross Blue Shield of Wisconsin, Inc.
 Blue Cross of California Partnership Plan, Inc.
 CIMS Agency, Inc.
 Community Insurance Company
 Comprehensive Integrated Marketing Services, Inc.
 CSRA Healthcare Partners, Inc.

 EHC Benefits Agency, Inc.
 Empire HealthChoice HMO, Inc.
 Forty-Four Forty-Four Forest Park Redevelopment Corporation
 Group Benefits of Georgia, Inc.
 Health Core, Inc.
 Health Management Corporation
 HealthLink HMO, Inc.
 HealthReach Services, Inc.
 Healthy Homecomings, Inc.
 HMO Missouri, Inc.
 Imaging Management Holdings, LLC
 Insurance4Agency, Inc.
 Lumenos, Inc.
 Matthew Thornton Health Plan, Inc.
 National Capital Health Plan, Inc.
 National Government Services, Inc.

 NextRx Services, Inc.
 OneNation Insurance Company
 Park Square I
 Preferred Health Plans of Missouri, Inc.
 Priority Insurance Agency, Inc.
 QualChoice Select, Inc.
 Reliance Safeguard Solutions, Inc.
 RightCHOICE Managed Care, Inc.
 Rocky Mountain Hospital & Medical Services, Inc.
 Southeast Services, Inc.
 The WellPoint Companies, Inc.
 TrustSolutions, LLC
 UNICARE Health Insurance Company of Texas, Inc.
 UNICARE Health Plan of Kansas, Inc.

 UNICARE Health Plan of West Virginia, Inc.
 UNICARE Health Plans of Oklahoma, Inc.
 UNICARE Health Plans of the Midwest, Inc.
 UNICARE Life and Health Insurance Company
 UNICARE of Texas Health Plans, Inc.
 UNICARE Specialty Services, Inc.
 UtiliMed IPA, Inc.
 WellChoice Insurance of New Jersey, Inc.
 WellPoint Behavioral Health, Inc.
 WellPoint Dental Services, Inc.
 WellPoint Holding Corp.
 WellPoint Insurance Services, Inc.
 WellPoint Pharmacy Management, Inc.

NOTES TO FINANCIAL STATEMENTS

10. Information Concerning Parent, Subsidiaries, and Affiliates

A. Nature of the relationship

The Company, is a Missouri domiciled stock insurance company and is a wholly-owned subsidiary of HealthLink, Inc., who is a wholly-owned indirect subsidiary of WellPoint, Inc. ("WellPoint"), a publicly traded company.

B. Significant transactions for each Period

No significant transactions took place between the Company and its affiliates during the year ended December 31, 2007 other than those disclosed in 10.F. below.

C. Intercompany Management and Service Arrangements

There were no changes to intercompany management and service arrangements, and there were no additional arrangements entered into during 2007 or 2006. The amounts of transactions under such agreements are included in Schedule Y, part 2.

D. Amounts Due to or From Related Parties

At December 31, 2007 and 2006, the Company reported \$806,796 and \$461,858 due from affiliates and \$56,769 and \$2,116,883 due to affiliates, respectively. The receivable and payable balances represent intercompany transactions that will be settled in accordance with the settlement terms of the intercompany agreement(s).

E. Guarantees or Contingencies for Related Parties

The Company did not enter into guarantees or undertakings 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 and Service Agreements and Cost Sharing Arrangements

The Company has entered into administrative services agreements with its affiliated companies. Pursuant to these agreements, various administrative, management and support services are provided to or provided by the Company. The costs and expenses related to these administrative management and support services are allocated to or allocated by the Company in an amount equal to the direct and indirect costs and expenses incurred in providing these services. Direct costs include expenses such as salaries, employee benefits, communications, advertising, consulting services, maintenance, rent, utilities, and supplies which are directly attributable to the Company's operations. Allocated costs include expenses such as salaries, benefit claims and enrollment processing, billing, accounting, underwriting, product development and budgeting, which support the Company's operations. These costs are allocated based on various utilization statistics.

G. Nature of Control Relationships that Could Affect Operations or Financial Position

HealthLink, Inc. owns all outstanding shares of the Company. The Company's ultimate parent is WellPoint, Inc.

H. Amount Deducted for Investment in Upstream Company

The Company and its subsidiaries do not own shares of upstream intermediate entities or WellPoint.

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

At December 31, 2007 and 2006, the Company did not have investments in affiliates that exceeded 10% of the Company's admitted assets.

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

The Company did not record impairments on its investment in subsidiaries, controlled or affiliated companies during the years ended December 31, 2007 and 2006.

NOTES TO FINANCIAL STATEMENTS

K. Investment in a Foreign Insurance Subsidiary

The Company does not have investments in foreign insurance subsidiaries.

11. Debt

A. Capital Notes

The Company had no capital notes outstanding at December 31, 2007 and 2006.

B. All Other Debt

The Company had no other debt outstanding at December 31, 2007 and 2006.

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

A. Defined Benefit Plan

Not applicable – See Note 12D.

B. Defined Contribution Plan

Not applicable – See Note 12D.

C. Multiemployer Plan

The Company does not participate in a multiemployer plan.

D. Consolidated/Holding Company Plans

Anthem Holding Corp. sponsored the WellPoint Health Networks Inc. Pension Accumulation Plan (the “WHN Plan”), a defined benefit pension plan covering eligible employees of WellPoint Health Networks, Inc. (“WHN”) and certain of its subsidiaries prior to the merger of WHN and Anthem, Inc. into WellPoint in 2004. Effective January 1, 2004, Anthem Holding Corp. curtailed benefits under the WHN Plan, with the result that most participants’ accounts no longer accrued pay credits, but continued to earn interest. Employees hired after December 31, 2003 were not eligible to participate in the WHN Plan, except for certain employees covered under collective bargaining agreements. Certain participants were “grandfathered” into the WHN Plan based on age and years of service. Those participants continue to accrued pay credits under the WHN Plan formula.

Effective June 30, 2006, the WHN Plan merged into the WellPoint Cash Balance Pension Plan (the “Plan”), a frozen non-contributory defined benefit pension plan sponsored by an affiliate, Anthem Insurance Companies, Inc. (“Anthem Insurance”). Anthem Insurance allocates a share of the total accumulated costs of the Plan to the Company based on the number of allocated employees. During 2007 and 2006, these costs totaled (\$264) and \$8,303, respectively. The Company has no legal obligation for benefits under the Plan. Effective December 31, 2007, Anthem, Insurance transferred sponsorship and legal obligation for benefits under the Plan to an affiliate, ATH Holding Company, LLC.

Anthem Holding Corp. sponsored a postretirement medical benefit plan providing certain health, life, vision and dental benefits to eligible retirees. Effective December 31, 2006, Anthem Holding Corp. transferred sponsorship of this benefit plan to an affiliate, ATH Holding Company, LLC (“ATH Holding”). ATH Holding allocates a share of the total accumulated costs of this benefit plan to the Company based on the number of allocated employees. During 2007 and 2006, these costs totaled \$3,318 and \$8,782. The Company has no legal obligation for the benefits under this plan.

The Company participates in various deferred compensation plans sponsored by WellPoint (previously sponsored by Anthem Holding Corp. through January 1, 2006) which covers certain employees. The deferred amounts are payable according to the terms and subject to the conditions of said deferred compensation agreements. WellPoint allocates a share of the total accumulated costs of this plan to the Company based on the number of allocated employees participating in the plan. During 2007 and 2006, these costs totaled \$221 and \$547. The Company has no legal obligation for benefits under this plan.

NOTES TO FINANCIAL STATEMENTS

The Company participates in the WellPoint 401(K) Retirement Savings Plan, sponsored by ATH Holding (previously sponsored by Anthem Holding Corp. through December 31, 2006) and covering substantially all employees. Voluntary employee contributions are matched by ATH Holding subject to certain limitations. ATH Holding allocates a share of the total accumulated costs of the plans to the Company based on the number of allocated employees. During 2007 and 2006, these costs totaled \$6,792 and \$18,673, respectively. The Company has no legal obligation for benefits under this plan.

E. Post Employment Benefits and Compensated Absences

Liabilities for earned not yet taken vacation and severance benefits have been accrued as of December 31, 2007 and 2006.

E. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)

Not applicable.

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

(1) Outstanding Shares

As of December 31, 2007, the Company has 300 shares of \$100 par value common stock authorized. The number of shares issued and outstanding is 10.

(2) Preferred Stock

The Company has no preferred stock outstanding.

(3) Dividend Restrictions

Under Missouri law, there are certain restrictions on the payment of dividends by insurers in a holding company structure. It shall not be lawful for the directors, trustees or managers of any insurance company to make any dividend, except from the surplus profits arising from their business, nor for any company to solicit or do new business, when its assets are less than three-fourths of its liabilities. If the aggregate amount of the payments and other distributions made to shareholders and declared as dividends during a calendar year exceeds one-half percent of the policyowners' surplus, then all of the payments and distributions are fully subject to the rule, including amounts that would otherwise be exempt. In addition the distribution of an extraordinary dividend and payment of a dividend from other than earned surplus requires approval of the Director of the Department.

An extraordinary dividend is defined as one that exceeds the lesser of 10 percent of the insurer's surplus as regards policyholders as of the 31st day of December next preceding, or the net investment income for the twelve month period ending the 31st day of December next preceding, but shall not include pro rata distributions of any class of the insurer's own securities.

(4) Maximum Ordinary Dividend During 2008

Within the limitations of (3) above, the Company may pay \$1,454,215 in dividends during 2008 without prior approval.

(5) Unassigned Surplus Restrictions

Unassigned surplus funds are not restricted at December 31, 2007.

(6) Mutual Surplus Advances

Not applicable.

(7) Company Stock Held for Special Purpose

There are no shares of stock held for special purposes at December 31, 2007.

NOTES TO FINANCIAL STATEMENTS

(8) Changes in Special Surplus Funds

There are no special surplus funds at December 31, 2007.

(9) Changes in Unassigned Funds

The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses were \$0 at December 31, 2007.

(10) Surplus Notes

The Company has not issued any surplus notes or debentures or similar obligations.

(11) Restatement due to Prior Quasi-reorganizations

The Company had no restatements due to prior quasi-reorganizations.

(12) Quasi-reorganizations over Prior 10 Years

The Company has not been involved in a quasi-reorganization during the past 10 years.

14. Contingencies

A. Contingent Commitments

The Company has no contingent commitments at December 31, 2007.

B. Assessments

Not applicable.

C. Gain Contingencies

The Company has no gain contingencies at December 31, 2007.

D. Claims-Related Extra Contractual Obligation and Bad Faith Losses Stemming From Lawsuits

Not applicable.

E. All Other Contingencies

A number of managed care organizations, including the Company's ultimate parent WellPoint and its Blue Cross and Blue Shield affiliates and other health insurance subsidiaries, were part of purported class action lawsuits asserting various causes of action under federal and state law including violations of the Racketeer Influenced and Corrupt Organizations Act ("RICO"). These lawsuits were consolidated to U. S. District Court for the Southern District of Florida, under Multi-District Litigation ("MDL") rules. Other defendants include Humana, Aetna, Coventry, Health Net, PacifiCare, United, the Blue Cross Blue Shield Association and many other Blue Cross Blue Shield plans. The plaintiffs are doctors, osteopaths, other professional providers, and several state medical societies.

Certain of the MDL suits brought by doctors, osteopaths, and several state medical societies were resolved by WellPoint via settlement agreement (the "Agreement") on July 11, 2005. The Agreement was entered with representatives of more than 700,000 physicians nationwide. Under the Agreement, WellPoint agreed to make cash payments to physicians, to a not-for-profit foundation whose mission is to promote higher quality health care and to enhance the delivery of care to the disadvantaged members of the public, and for legal fees which were determined by the court. WellPoint also agreed to implement and maintain a number of operational changes, such as standardizing the definition of "medical necessity" in physician contracts, creating a formalized Physician Advisory Committee and modifying some of WellPoint's claims payment and physician contracting provisions. The Agreement was subject to, and conditioned upon, review and approval by the U.S. District Court for the Southern District of Florida. The court preliminarily approved the settlement in an order filed July 15, 2005. Amended final approval was issued via Order filed January 4, 2006. Appeals of the settlement initially filed by certain physicians have been resolved.

NOTES TO FINANCIAL STATEMENTS

As a result of the Agreement, the Company recorded pre-tax benefit expense of \$72,109 and general and administrative expense of \$45,172 in 2005, which represented the Company's portion of the final settlement amount of the Agreement not previously accrued. Final cash payments under the Agreement totaling \$107,914 including accrued interest, were made in October 2006.

Suits brought by other professional providers and their associated professional societies remain. WellPoint intends to vigorously defend the remaining suits; however, their ultimate outcomes cannot presently be determined.

The Company is involved in other pending and threatened litigation of the character incidental to the business transacted, arising out of its operations and is from time to time involved as a party in various governmental and administrative proceedings. These investigations, audits and reviews include routine and special investigations by state insurance departments, state attorneys general and the U.S. Attorney General. Such investigations could result in the imposition of civil or criminal fines, penalties and other sanctions. The Company believes that any liability that may result from any one of these actions is unlikely to have a material adverse effect on the Company's financial position or results of operations. In addition, the Company maintains direct professional liability coverage.

15. Leases

A. Lessee Leasing Arrangements

The Company does not have any leasing arrangements.

B. Lessor Leasing Arrangements

1. The Company has not entered into any operating leases.
2. The Company has not entered into any leveraged leases.

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

The Company has no financial instruments with off-balance sheet risk.

Financial instruments that potentially subject the Company to concentrations of credit risk consist primarily of investment securities. All investment securities are managed by professional investment managers within policies authorized by the board of directors. Such policies limit the amounts that may be invested in any one issuer and prescribe certain investee company criteria. As of December 31, 2007, there were no significant concentrations.

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

A. Transfers of Receivables Reported as Sales

Not applicable at December 31, 2007 and 2006.

B. Transfer and Servicing of Financial Assets

Not applicable at December 31, 2007 and 2006.

C. Wash Sales

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.
2. At December 31, 2007 and 2006, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

NOTES TO FINANCIAL STATEMENTS

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**A. Administrative Services Only (“ASO”) Plans**

	ASO Uninsured Plans	Uninsured Portion of Partially Insured Plans	Total ASO
a) Net reimbursement for administrative expenses (including administrative fees) in excess of actual expenses	\$ 18,461,673	\$ -	\$ 18,461,673
b) Total net other income or expenses (including interest paid to or received from plans)			
c) Net gains (loss) from operations	\$ 18,461,673	\$ -	\$ 18,461,673
d) Total claim payment volume	4,859,981	-	4,859,981

B. Administrative Services Contract (“ASC”) Plans

Not applicable at December 31, 2007 and 2006.

C. Medicare or Other Similarly Structured Cost-Based Reimbursement Contract

Not applicable at December 31, 2007 and 2006.

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

No premiums were written by managing general agents or third party administrators during the years ended December 31, 2007 and 2006.

20. Other Items**A. Extraordinary Items**

Not Applicable at December 31, 2007 and 2006.

B. Troubled Debt Restructuring: Debtors

Not Applicable at December 31, 2007 and 2006.

C. Other Disclosures

Assets in the amount of \$1,191,928 and \$1,191,649 at December 31, 2007 and 2006, respectively, were on deposit with government authorities or trustees as required by law.

D. Uncollectible Premium Receivables

At December 31, 2007 and 2006, the Company reported admitted assets of \$56,705 and \$1,259,210 respectively in premium receivables due from policyholders, agents and receivables due from uninsured plans. Based upon Company experience, any uncollectible premium receivables are not expected to exceed the \$10,842 that was non-admitted at December 31, 2007. The potential for any additional loss is not believed to be material to the Company’s financial condition.

NOTES TO FINANCIAL STATEMENTS

E. Business Interruption Insurance Recoveries

The Company has reported no recoveries for business interruption for the years ended December 31, 2007 and 2006.

F. State Transferable Tax Credits

The Company did not have state transferable tax credits at December 31, 2007 and 2006.

G. Protective Tax Deposits Admitted Under Internal Revenue Code Section 6603

Not applicable.

H. Hybrid Securities

The Company did not carry hybrid securities in its investment portfolio at December 31, 2007 or 2006.

I. Subprime Mortgage-Related Risk Exposure

- a. The Company consults with its external investment managers to assess its subprime mortgage-related risk exposure. The general categories of information considered in determining exposure are collateral and the structure of the security. Other categories considered in determining the exposure include loan purpose, loan documentation, occupancy, geographical location, loan size and loan type. Subprime mortgage borrowers typically have lower credit scores, lower loan balances and higher loan-to-values than other conforming loans.
- b. At December 31, 2007, the Company did not carry investments in subprime mortgage loans in its portfolio.
- c. At December 31, 2007, the Company's investment portfolio did not contain investments with subprime mortgage-related risk exposure.
- d. The Company did not underwrite Mortgage Guaranty or Financial Guaranty insurance coverage at December 31, 2007.

21. Events Subsequent

There were no events occurring subsequent to December 31, 2007 requiring disclosure.

22. Reinsurance**A. Ceded Reinsurance Report****Section 1 – General Interrogatories**

1. Are any of the reinsurers that are listed in Schedule S as non-affiliated owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?

Yes () No (X)

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

Yes () No (X) .

Section 2 – Ceded Reinsurance Report – Part A

1. Does the Company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?

NOTES TO FINANCIAL STATEMENTS

Yes () No (X)

- a. If yes, what is the estimated amount of the aggregate reduction in surplus of a unilateral cancellation by the reinsurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the reporting entity to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the reporting entity may consider the current or anticipated experience of the business reinsured in making this estimate.

\$ _____

- b. What is the total amount of reinsurance credits taken, whether as an asset or as a reduction of liability, for these agreements in this statement?

\$ _____

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

Yes () No (X)

If yes, give full details.

Section 3 – Ceded Reinsurance Report – Part B

1. What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the Company may consider the current or anticipated experience of the business reinsured in making this estimate.

\$19,901

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

Yes () No (X)

If yes, what is the amount of reinsurance credits, whether an asset or a reduction of liability taken for such new agreements or amendments?

\$ _____

B. Uncollectible Reinsurance

The Company has no uncollectible reinsurance at December 31, 2007 and 2006.

C. Commutation of Ceded Reinsurance

The Company has not commuted ceded reinsurance during 2007 and 2006.

23. Retrospectively Rated Contracts & Contracts Subject to Redetermination

The Company has no retrospectively rated contracts.

24. Change in Incurred Claims and Claim Adjustment Expenses

The estimated cost of claims and claims adjustment expense attributable to insured events of the prior year decreased by \$572,225 during 2007. This is approximately 100% of unpaid claims and claims adjustment expenses of \$572,225 as of December 31, 2006. The redundancy reflects the increases or decreases in estimated claims and claims adjustment expenses as a result of claims payments during the year, and as additional

NOTES TO FINANCIAL STATEMENTS

information is received regarding claims incurred prior to 2007. Recent claim development trends are also taken into account in evaluating the overall adequacy of unpaid claims and unpaid claims adjustment expenses.

25. Intercompany Pooling Arrangements

Not applicable at December 31, 2007 and 2006.

26. Structured Settlements

Not applicable at December 31, 2007 and 2006.

27. Health Care Receivables**A. Pharmaceutical Rebate Receivables**

Quarter	Estimated Pharmacy Rebates as Reported on Financial Statements (1)	Pharmacy Rebates as Billed or Otherwise Confirmed (2)	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More Than 180 Days After Billing
4 th Qtr 2007	\$ 22,939				
3 rd Qtr 2007	18,701	\$ 36,782	\$ 6,570		
2 nd Qtr 2007	32,867	51,343	30,051	\$ 15,708	
1 st Qtr 2007	33,272	47,425	26,508	15,634	\$ 25

(1) Quarterly rebate accrued in general ledger

(2) Quarterly rebate billed 2 months after quarter-end

B. Risk Sharing Receivables

Not applicable at December 31, 2007 and 2006.

28. Participating Policies

Not Applicable at December 31, 2007 and 2006.

29. Premium Deficiency Reserves

The Company did not record premium deficiency reserves at December 31, 2007 and 2006.

30. Anticipated Subrogation and Other Recoveries

The Company took into account estimated anticipated subrogation and other recoveries in its determination of the liability for unpaid claims and reduced its liability at approximately \$3,000 at December 31, 2007.

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement	
	1 Amount	2 Percentage	3 Amount	4 Percentage
1. Bonds:				
1.1 U.S. treasury securities.....	431,942	1.8	431,942	1.8
1.2 U.S. government agency obligations (excluding mortgage-backed securities):				
1.21 Issued by U.S. government agencies.....		0.0		0.0
1.22 Issued by U.S. government sponsored agencies.....	19,489,687	79.5	19,489,687	79.5
1.3 Foreign government (including Canada, excluding mortgage-backed securities).....		0.0		0.0
1.4 Securities issued by states, territories and possessions and political subdivisions in the U.S.:				
1.41 States, territories and possessions general obligations.....		0.0		0.0
1.42 Political subdivisions of states, territories & possessions & political subdivisions general obligations.....		0.0		0.0
1.43 Revenue and assessment obligations.....		0.0		0.0
1.44 Industrial development and similar obligations.....		0.0		0.0
1.5 Mortgage-backed securities (includes residential and commercial MBS):				
1.51 Pass-through securities:				
1.511 Issued or guaranteed by GNMA.....		0.0		0.0
1.512 Issued or guaranteed by FNMA and FHLMC.....		0.0		0.0
1.513 All other.....		0.0		0.0
1.52 CMOs and REMICs:				
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA.....		0.0		0.0
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521.....		0.0		0.0
1.523 All other.....		0.0		0.0
2. Other debt and other fixed income securities (excluding short-term):				
2.1 Unaffiliated domestic securities (includes credit tenant loans rated by the SVO).....		0.0		0.0
2.2 Unaffiliated foreign securities.....		0.0		0.0
2.3 Affiliated securities.....		0.0		0.0
3. Equity interests:				
3.1 Investments in mutual funds.....		0.0		0.0
3.2 Preferred stocks:				
3.21 Affiliated.....		0.0		0.0
3.22 Unaffiliated.....		0.0		0.0
3.3 Publicly traded equity securities (excluding preferred stocks):				
3.31 Affiliated.....		0.0		0.0
3.32 Unaffiliated.....		0.0		0.0
3.4 Other equity securities:				
3.41 Affiliated.....		0.0		0.0
3.42 Unaffiliated.....		0.0		0.0
3.5 Other equity interests including tangible personal property under lease:				
3.51 Affiliated.....		0.0		0.0
3.52 Unaffiliated.....		0.0		0.0
4. Mortgage loans:				
4.1 Construction and land development.....		0.0		0.0
4.2 Agricultural.....		0.0		0.0
4.3 Single family residential properties.....		0.0		0.0
4.4 Multifamily residential properties.....		0.0		0.0
4.5 Commercial loans.....		0.0		0.0
4.6 Mezzanine real estate loans.....		0.0		0.0
5. Real estate investments:				
5.1 Property occupied by company.....		0.0		0.0
5.2 Property held for production of income (including \$.....0 of property acquired in satisfaction of debt).....		0.0		0.0
5.3 Property held for sale (including \$.....0 property acquired in satisfaction of debt).....		0.0		0.0
6. Contract loans.....		0.0		0.0
7. Receivables for securities.....		0.0		0.0
8. Cash, cash equivalents and short-term investments.....	4,582,721	18.7	4,582,721	18.7
9. Other invested assets.....		0.0		0.0
10. Total invested assets.....	24,504,350	100.0	24,504,350	100.0

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 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 []
- 1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes [X] No [] N/A []
- 1.3 State regulating? Missouri
- 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 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2007
- 3.2 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. 12/31/2004
- 3.3 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). 12/23/2005
- 3.4 By what department or departments? Missouri Department of Insurance
- 4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under a common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
- 4.11 sales of new business? Yes [] No [X]
- 4.12 renewals? Yes [] No [X]
- 4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
- 4.21 sales of new business? Yes [] No [X]
- 4.22 renewals? Yes [] No [X]
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 5.2 If yes, provide the name of the entity, NAIC company code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.
- | 1
Name of Entity | 2
NAIC Co. Code | 3
State of Domicile |
|---------------------|--------------------|------------------------|
| | | |
- 6.1 Has the 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]
- 6.2 If yes, give full information: _____
- 7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes [] No [X]
- 7.2 If yes,%
- 7.21 State the percentage of foreign control.
- 7.22 State the nationality(ies) of the foreign person(s) or entity(ies); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(ies) (e.g., individual, corporation, government, manager or attorney-in-fact)
- | 1
Nationality | 2
Type of Entity |
|------------------|---------------------|
| | |
- 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 the names and location (city and state of the main office) of any affiliates regulated by a federal financial regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.
- | 1
Affiliate Name | 2
Location (City, State) | 3
FRB | 4
OCC | 5
OTS | 6
FDIC | 7
SEC |
|---------------------|-----------------------------|----------|----------|----------|-----------|----------|
| | | | | | | |
9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
Ernst & Young, LLP 875 E Wisconsin Ave, Milwaukee, WI 53202
10. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Tim P. Deno, FSA, MAAA, VP & Corporate Valuation Actuary for WellPoint, Inc. 120 Monument Circle, Indianapolis, IN 46204
- 11.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [] No [X]
- 11.11 Name of real estate holding company _____
- 11.12 Number of parcels involved
- 11.13 Total book/adjusted carrying value
- 11.2 If yes, provide explanation. _____
12. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:
- 12.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity? _____
- 12.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [] No []
- 12.3 Have there been any changes made to any of the trust indentures during the year? Yes [] No []
- 12.4 If answer to (12.3) is yes, has the domiciliary or entry state approved the changes? Yes [] No [] N/A []

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

- 13.1 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.
- 13.11 If the response to 13.1 is No, please explain:

-
- 13.2 Has the code of ethics for senior managers been amended? Yes No
- 13.21 If the response to 13.2 is Yes, provide information related to amendment(s).
All WellPoint associates, including senior management, are bound by the WellPoint Standards of Ethical Business Conduct (the "Code").
Annually, the Ethics and Compliance Department reviews the Code for new topics, changes in policies and/or new policies. Any changes that are ultimately made to the Code during the annual review process must be approved by senior management, the Audit Committee and the WellPoint Board of Directors. The Code was revised in March of 2007 to include the following major enhancements: 1) Letter from Chairman, President and CEO updated, 2) "Enterprise Risk Management" section added, 3) "Work Place Violence and Weapons" sections updated, 4) Electronic Assets section is updated to reflect that e-mail may be reviewed and disclosed within WellPoint and to government agents when necessary, 5) Vendor/Supplier Relationships section updated to specifically reference the "Provision of Services to Pharmaceutical Manufacturers Policy", 6) section on "False Claims and False Statements Act" added to address the requirements of the Deficit Reduction Act, and 7) "Doing Business With the Government" section added to address the requirements of the Medicare Part D Program.
-
- 13.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes No
- 13.31 If the response to 13.3 is yes, provide the nature of any waiver(s).

BOARD OF DIRECTORS

14. Is the purchase or sale of all investments of the reporting entity passed upon either by the Board of Directors or a subordinate committee thereof? Yes No
15. Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof? Yes No
16. Has the reporting entity an established procedure for disclosure to its Board of Directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person? Yes No

FINANCIAL

17. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes No
- 18.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- 18.11 To directors or other officers \$.....0
 - 18.12 To stockholders not officers \$.....0
 - 18.13 Trustees, supreme or grand (Fraternal only) \$.....0
- 18.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 18.21 To directors or other officers \$.....0
 - 18.22 To stockholders not officers \$.....0
 - 18.23 Trustees, supreme or grand (Fraternal only) \$.....0
- 19.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes No
- 19.2 If yes, state the amount thereof at December 31 of the current year:
- 19.21 Rented from others
 - 19.22 Borrowed from others
 - 19.23 Leased from others
 - 19.24 Other
- 20.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes No
- 20.2 If answer is yes:
- 20.21 Amount paid as losses or risk adjustment
 - 20.22 Amount paid as expenses
 - 20.23 Other amounts paid
- 21.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes No
- 21.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount. \$.....513,275

INVESTMENT

- 22.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? Yes No
- 22.2 If no, give full and complete information relating thereto.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

- 23.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 19.1) Yes No
- 23.2 If yes, state the amount thereof at December 31 of the current year:
- | | | | |
|--------|--|----|-----------|
| 23.21 | Loaned to others | \$ | 0 |
| 23.22 | Subject to repurchase agreements | \$ | 0 |
| 23.23 | Subject to reverse repurchase agreements | \$ | 0 |
| 23.24 | Subject to dollar repurchase agreements | \$ | 0 |
| 23.25 | Subject to reverse dollar repurchase agreements | \$ | 0 |
| 23.26 | Pledged as collateral | \$ | 0 |
| 23.27 | Placed under option agreements | \$ | 0 |
| 23.28 | Letter stock or securities restricted as to sale | \$ | 0 |
| 23.29 | On deposit with state or other regulatory body | \$ | 1,191,928 |
| 23.291 | Other | \$ | 0 |

23.3 For category (23.28) provide the following:

1 Nature of Restriction	2 Description	3 Amount

- 24.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes No
- 24.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No N/A
If no, attach a description with this statement.
- 25.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes No
- 25.2 If yes, state the amount thereof at December 31 of the current year:

26. Excluding items in Schedule E, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conduction Examinations, G - Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes No

26.01 For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian's Address
Bank of New York Mellon Corporation	New York, NY

26.02 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)

- 26.03 Have there been any changes, including name changes, in the custodian(s) identified in 26.01 during the current year? Yes No

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
Mellon Financial Corporation	Bank of New York Mellon Corporation	07/02/2007	Merger

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

1 Central Registration Depository Number(s)	2 Name	3 Address

- 27.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5(b)(1)])? Yes No

27.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adj. Carrying Value
27.2999. TOTAL		0

27.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from the above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to Holding	4 Date of Valuation

28. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
28.1 Bonds.....	24,386,642	24,450,350	63,708
28.2 Preferred stocks.....			0
28.3 Totals.....	24,386,642	24,450,350	63,708

28.4 Describe the sources or methods utilized in determining the fair values:
 Fair values were obtained from a third-party pricing source, Bank of New York Mellon Corporation.
 If a security was not priced by the third-party pricing source, internal analytical systems or brokers quotes were utilized.

- 29.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes No
- 29.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

OTHER

- 30.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? \$.....5
- 30.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid

- 31.1 Amount of payments for legal expenses, if any? \$.....2,015
- 31.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid

- 32.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? \$.....0
- 32.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid

GENERAL INTERROGATORIES (continued)

PART 2 - HEALTH INTERROGATORIES

- 1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes [] No [X]
- 1.2 If yes, indicate premium earned on U.S. business only
- 1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit?
- 1.31 Reason for excluding

- 1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above.
- 1.5 Indicate total incurred claims on all Medicare Supplement insurance.
- 1.6 Individual policies:
- Most current three years:
- 1.61 Total premium earned
- 1.62 Total incurred claims
- 1.63 Number of covered lives
- All years prior to most current three years:
- 1.64 Total premium earned
- 1.65 Total incurred claims
- 1.66 Number of covered lives
- 1.7 Group policies:
- Most current three years:
- 1.71 Total premium earned
- 1.72 Total incurred claims
- 1.73 Number of covered lives
- All years prior to most current three years:
- 1.74 Total premium earned
- 1.75 Total incurred claims
- 1.76 Number of covered lives

2. Health test:

	1 Current Year	2 Prior Year
2.1 Premium Numerator.....	345,619	1,684,020
2.2 Premium Denominator.....	345,619	1,684,020
2.3 Premium Ratio (2.1/2.2).....	100.0	100.0
2.4 Reserve Numerator.....	572,225	572,225
2.5 Reserve Denominator.....	572,225	572,225
2.6 Reserve Ratio (2.4/2.5).....	0.0	100.0

- 3.1 Has the reporting entity received any endowment or gift from contracting hospitals, physicians, dentists, or others that is agreed will be returned when, as and if the earnings of the reporting entity permits? Yes [] No [X]
- 3.2 If yes, give particulars:

- 4.1 Have copies of all agreements stating the period and nature of hospitals', physicians', and dentists' care offered to subscribers and dependents been filed with the appropriate regulatory agency? Yes [X] No []
- 4.2 If not previously filed, furnish herewith a copy(ies) of such agreement(s). Do these agreements include additional benefits offered? Yes [] No [X]
- 5.1 Does the reporting entity have stop-loss reinsurance? Yes [] No [X]
- 5.2 If no, explain:
 HealthLink HMO ceded the risk to the contracted Payor, who may carry stop loss reinsurance.

- 5.3 Maximum retained risk (see instructions):
- 5.31 Comprehensive medical \$.....0
- 5.32 Medical only \$.....0
- 5.33 Medicare supplement \$.....0
- 5.34 Dental \$.....0
- 5.35 Other limited benefit plan \$.....0
- 5.36 Other \$.....0

6. Describe arrangement which the reporting entity may have to protect subscribers and their dependents against the risk of insolvency including hold harmless provisions, conversion privileges with other carriers, agreements with providers to continue rendering services, and any other agreements:
 All HealthLink HMO provider agreements include Hold Harmless provisions that prohibit pursuit of collection activities against HMO members for HMO covered services.

- 7.1 Does the reporting entity set up its claim liability for provider services on a service date base? Yes [X] No []
- 7.2 If no, give details:

8. Provide the following information regarding participating providers:
- 8.1 Number of providers at start of reporting year20,602
- 8.2 Number of providers at end of reporting year23,294

- 9.1 Does the reporting entity have business subject to premium rate guarantees? Yes [] No [X]
- 9.2 If yes, direct premium earned:
- 9.21 Business with the rate guarantees between 15-36 months
- 9.22 Business with rate guarantees over 36 months

- 10.1 Does the reporting entity have Incentive Pool, Withhold or Bonus arrangements in its provider contracts? Yes [] No [X]
- 10.2 If yes:
- 10.21 Maximum amount payable bonuses
- 10.22 Amount actually paid for year bonuses
- 10.23 Maximum amount payable withholds
- 10.24 Amount actually paid for year withholds

GENERAL INTERROGATORIES (continued)

PART 2 - HEALTH INTERROGATORIES

- 11.1 Is the reporting entity organized as:
- 11.12 A Medical Group/Staff Model, Yes [] No [X]
- 11.13 An Individual Practice Association (IPA), or Yes [X] No []
- 11.14 A Mixed Model (combination of above)? Yes [] No [X]
- 11.2 Is the reporting entity subject to Minimum Net Worth Requirements? Yes [X] No []
- 11.3 If yes, show the name of the state requiring such net worth. Missouri
- 11.4 If yes, show the amount required. \$.....300,000
- 11.5 Is this amount included as part of a contingency reserve in stockholder's equity? Yes [] No [X]
- 11.6 If the amount is calculated, show the calculation:
-

12. List service areas in which reporting entity is licensed to operate:

1 Name of Service Area
BENTON, AR; CARROLL, AR; CRAIGHEAD, AR; CRAWFORD, AR; GARLAND, AR; INDEPENDENCE, AR; JACKSON, AR; LOGAN, AR; PULASKI, AR; RANDOLPH, AR; SALINE, AR; SEBASTIAN, AR; SHARP, AR; WASHINGTON, AR; WHITE, AR; ALEXANDER, IL; BOND, IL; CALHOUN, IL; CASS, IL; CHRISTIAN, IL; CLAY, IL; CLINTON, IL; DE WITT, IL; FAYETTE, IL; FRANKLIN, IL; FULTON, IL; GALLATIN, IL; GREENE, IL; HAMILTON, IL; HARDIN, IL; JACKSON, IL; JEFFERSON, IL; JERSEY, IL; JOHNSON, IL; KNOX, IL; LOGAN, IL; MACON, IL; MACOUPIN, IL; MADISON, IL; MARION, IL; MARSHALL, IL; MASON, IL; MASSAC, IL; MENARD, IL; MONROE, IL; MONTGOMERY, IL; MORGAN, IL; MOULTRIE, IL; PEORIA, IL; PERRY, IL; PIATT, IL; POPE, IL; PULASKI, IL; PUTNAM, IL; RANDOLPH, IL; SALINE, IL; SANGAMON, IL; SCOTT, IL; ST. CLAIR, IL; STARK, IL; TAEWELL, IL; UNION, IL; WASHINGTON, IL; WAYNE, IL; WILLIAMSON, IL; WOODFORD, IL; ADAIR, MO; AUDRAIN, MO; BARRY, MO; BOONE, MO; CALLAWAY, MO; CAMDEN, MO; CHARITON, MO; CHRISTIAN, MO; CLARK, MO; COLE, MO; COOPER, MO; CRAWFORD, MO; DADE, MO; DALLAS, MO; DOUGLAS, MO; DUNKLIN, MO; FRANKLIN, MO; GASCONADE, MO; GREENE, MO; HOWARD, MO; IRON, MO; JASPER, MO; JEFFERSON, MO; KNOX, MO; LACLEDE, MO; LAWRENCE, MO; LEWIS, MO; LINCOLN, MO; LINN, MO; MACON, MO; MADISON, MO; MARIAS, MO; MCDONALD, MO; MILLER, MO; MONITEAU, MO; MONROE, MO; MONTGOMERY, MO; MORGAN, MO; NEW MADRID, MO; NEWTON, MO; OSAGE, MO; PEMISCOT, MO; PERRY, MO; PETTIS, MO; PIKE, MO; PUTNAM, MO; RANDOLPH, MO; SALINE, MO; SCHUYLER, MO; SCOTLAND, MO; ST. CHARLES, MO; ST. FRANCOIS, MO; ST. LOUIS, MO; ST. LOUIS CITY, MO; STE. GENEVIEVE, MO; STONE, MO; SULLIVAN, MO; WARREN, MO; WASHINGTON, MO; WEBSTER, MO; WRIGHT, MO;

FIVE-YEAR HISTORICAL DATA

	1 2007	2 2006	3 2005	4 2004	5 2003
Balance Sheet Items (Pages 2 and 3)					
1. Total admitted assets (Page 2, Line 26).....	25,662,691	27,963,991	15,395,259	26,610,532	26,709,124
2. Total liabilities (Page 3, Line 22).....	699,107	3,377,434	644,122	621,517	575,757
3. Statutory surplus.....	300,000	150,000	150,000		
4. Total capital and surplus (Page 3, Line 31).....	24,963,584	24,586,557	14,751,137	25,989,015	26,133,366
Income Statement Items (Page 4)					
5. Total revenues (Line 8).....	18,807,293	19,297,995	17,745,853	16,873,059	21,497,605
6. Total medical and hospital expenses (Line 18).....	1,144,446	2,762,641	2,735,258	3,841,757	6,639,742
7. Claims adjustment expenses (Line 20).....	2,173	248,632	236,851	143,343	
8. Total administrative expenses (Line 21).....	1,074,332	1,522,828	1,914,678	2,904,162	3,797,449
9. Net underwriting gain (loss) (Line 24).....	16,586,342	14,763,894	12,859,066	9,983,797	11,060,414
10. Net investment gain (loss) (Line 27).....	1,454,215	873,507	555,005	580,891	367,233
11. Total other income (Lines 28 plus 29).....					
12. Net income or (loss) (Line 32).....	11,929,371	10,004,042	8,942,720	6,067,007	7,425,274
Cash Flow (Page 6)					
13. Net cash from operations (Line 11).....	12,505,664	9,654,603	9,500,002	6,929,137	7,428,141
Risk-Based Capital Analysis					
14. Total adjusted capital.....	24,963,584	24,586,557	14,751,137	25,989,015	26,133,366
15. Authorized control level risk-based capital.....	757,692	868,864	758,508	760,949	950,549
Enrollment (Exhibit 1)					
16. Total members at end of period (Column 5, Line 7).....	1,147	3,020	10,219	15,076	24,525
17. Total member months (Column 6, Line 7).....	23,363	84,739	109,055	182,581	295,993
Operating Percentage (Page 4) (Item divided by Page 4, sum of Lines 2, 3, and 5) x 100					
18. Premiums earned plus risk revenue (Line 2 plus Lines 3 and 5).....	100.0	100.0	100.0	100.0	100.0
19. Total hospital and medical plus other non-health (Line 18 plus Line 19).....	331.1	164.1	116.4	85.5	93.5
20. Cost containment expenses.....	0.4	14.8	10.1	3.2	XXX
21. Other claims adjustment expenses.....	0.3			3.2	
22. Total underwriting deductions (Line 23).....	642.6	269.2	207.9	153.3	146.9
23. Total underwriting gain (loss) (Line 24).....	4,799.0	876.7	547.1	222.1	155.7
Unpaid Claims Analysis (U&I Exhibit, Part 2B)					
24. Total claims incurred for prior years (Line 13 Col. 5).....	(16,961)	132,893	162,631	228,365	(15,708)
25. Estimated liability of unpaid claims - [prior year (Line 13, Col. 6)]	572,225	132,893	166,919	228,365	102,159
Investments in Parent, Subsidiaries and Affiliates					
26. Affiliated bonds (Sch. D Summary, Line 25, Col. 1).....					
27. Affiliated preferred stocks (Sch D. Summary, Line 39, Col. 1).....					
28. Affiliated common stocks (Sch D. Summary, Line 53, Col. 1).....					
29. Affiliated short-term investments (subtotal included in Sch. DA, Part 2, Col. 5, Line 7).....					
30. Affiliated mortgage loans on real estate.....					
31. All other affiliated.....					
32. Total of above Lines 26 to 31.....	0	0	0	0	0

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description	1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS				
1. United States.....	19,921,630	19,984,466	19,917,263	19,932,000
2. Canada.....				
3. Other Countries.....				
4. Totals.....	19,921,630	19,984,466	19,917,263	19,932,000
Governments (Including all obligations guaranteed by governments)				
5. United States.....				
6. Canada.....				
7. Other Countries.....				
8. Totals.....	0	0	0	0
States, Territories and Possessions (Direct and guaranteed)				
9. United States.....				
10. Canada.....				
11. Other Countries.....				
12. Totals.....	0	0	0	0
Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)				
13. United States.....				
14. Canada.....				
15. Other Countries.....				
16. Totals.....	0	0	0	0
Special Revenue and Special Assessment Obligations and all Non-guaranteed Obligations of Agencies and Authorities of Governments and their Political Subdivisions				
17. United States.....				
18. Canada.....				
19. Other Countries.....				
20. Totals.....	0	0	0	0
Public Utilities (Unaffiliated)				
21. United States.....				
22. Canada.....				
23. Other Countries.....				
24. Totals.....	0	0	0	0
Industrial and Miscellaneous and Credit Tenant Loans (Unaffiliated)				
25. Totals.....	0	0	0	0
Parent, Subsidiaries and Affiliates				
26. Total Bonds.....	19,921,630	19,984,466	19,917,263	19,932,000
PREFERRED STOCKS				
27. United States.....				
28. Canada.....				
29. Other Countries.....				
30. Totals.....	0	0	0	0
Public Utilities (Unaffiliated)				
31. United States.....				
32. Canada.....				
33. Other Countries.....				
34. Totals.....	0	0	0	0
Banks, Trust and Insurance Companies (Unaffiliated)				
35. United States.....				
36. Canada.....				
37. Other Countries.....				
38. Totals.....	0	0	0	0
Industrial and Miscellaneous (Unaffiliated)				
39. Totals.....	0	0	0	0
Parent, Subsidiaries and Affiliates				
40. Total Preferred Stocks.....	0	0	0	0
COMMON STOCKS				
41. United States.....				
42. Canada.....				
43. Other Countries.....				
44. Totals.....	0	0	0	0
Public Utilities (Unaffiliated)				
45. United States.....				
46. Canada.....				
47. Other Countries.....				
48. Totals.....	0	0	0	0
Banks, Trust and Insurance Companies (Unaffiliated)				
49. United States.....				
50. Canada.....				
51. Other Countries.....				
52. Totals.....	0	0	0	0
Industrial and Miscellaneous (Unaffiliated)				
53. Totals.....	0	0	0	0
Parent, Subsidiaries and Affiliates				
54. Total Common Stocks.....	0	0	0	0
55. Total Stocks.....	0	0	0	0
56. Total Bonds and Stocks.....	19,921,630	19,984,466	19,917,263	

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1. Book/adjusted carrying value of bonds and stocks, prior year.....	5,678,701	7. Amortization of premium.....	
2. Cost of bonds and stocks acquired, Column 7, Part 3.....	15,000,000	8. Foreign exchange adjustment:	
3. Accrual of discount.....	2,930	8.1 Column 15, Part 1.....	
4. Increase (decrease) by adjustment:		8.2 Column 19, Part 2, Section 1.....	
4.1 Columns 12 - 14, Part 1.....		8.3 Column 16, Part 2, Section 2.....	
4.2 Columns 15 - 17, Part 2, Section 1.....		8.4 Column 15, Part 4.....	0
4.3 Column 15, Part 2, Section 2.....		9. Book/adjusted carrying value at end of current period.....	19,921,631
4.4 Columns 11 - 13, Part 4.....	0	10. Total valuation allowance.....	
5. Total gain (loss), Column 19, Part 4.....		11. Subtotal (Lines 9 plus 10).....	19,921,631
6. Deduct consideration for bonds and stocks disposed of, Column 7, Part 4.....	760,000	12. Total nonadmitted amounts.....	
		13. Statement value of bonds and stocks, current year.....	19,921,631

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Allocated by States and Territories

State, Etc.	1 Is Insurer Licensed? (YES or NO)	Direct Business Only							8 Total Columns 2 Through 7	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 and Other Considerations	7 Property/ Casualty Premiums			
1. Alabama.....AL	..NO							.0		
2. Alaska.....AK	..NO							.0		
3. Arizona.....AZ	..NO							.0		
4. Arkansas.....AR	..YES	23,434						23,434		
5. California.....CA	..NO							.0		
6. Colorado.....CO	..NO							.0		
7. Connecticut.....CT	..NO							.0		
8. Delaware.....DE	..NO							.0		
9. District of Columbia.....DC	..NO							.0		
10. Florida.....FL	..NO							.0		
11. Georgia.....GA	..NO							.0		
12. Hawaii.....HI	..NO							.0		
13. Idaho.....ID	..NO							.0		
14. Illinois.....IL	..YES							.0		
15. Indiana.....IN	..NO							.0		
16. Iowa.....IA	..NO							.0		
17. Kansas.....KS	..NO							.0		
18. Kentucky.....KY	..NO							.0		
19. Louisiana.....LA	..NO							.0		
20. Maine.....ME	..NO							.0		
21. Maryland.....MD	..NO							.0		
22. Massachusetts.....MA	..NO							.0		
23. Michigan.....MI	..NO							.0		
24. Minnesota.....MN	..NO							.0		
25. Mississippi.....MS	..NO							.0		
26. Missouri.....MO	..YES	352,890						352,890		
27. Montana.....MT	..NO							.0		
28. Nebraska.....NE	..NO							.0		
29. Nevada.....NV	..NO							.0		
30. New Hampshire.....NH	..NO							.0		
31. New Jersey.....NJ	..NO							.0		
32. New Mexico.....NM	..NO							.0		
33. New York.....NY	..NO							.0		
34. North Carolina.....NC	..NO							.0		
35. North Dakota.....ND	..NO							.0		
36. Ohio.....OH	..NO							.0		
37. Oklahoma.....OK	..NO							.0		
38. Oregon.....OR	..NO							.0		
39. Pennsylvania.....PA	..NO							.0		
40. Rhode Island.....RI	..NO							.0		
41. South Carolina.....SC	..NO							.0		
42. South Dakota.....SD	..NO							.0		
43. Tennessee.....TN	..NO							.0		
44. Texas.....TX	..NO							.0		
45. Utah.....UT	..NO							.0		
46. Vermont.....VT	..NO							.0		
47. Virginia.....VA	..NO							.0		
48. Washington.....WA	..NO							.0		
49. West Virginia.....WV	..NO							.0		
50. Wisconsin.....WI	..NO							.0		
51. Wyoming.....WY	..NO							.0		
52. American Samoa.....AS	..NO							.0		
53. Guam.....GU	..NO							.0		
54. Puerto Rico.....PR	..NO							.0		
55. U.S. Virgin Islands.....VI	..NO							.0		
56. Northern Mariana Islands.....MP	..NO							.0		
57. Canada.....CN	..NO							.0		
58. Aggregate Other alien.....OT	..XXX	.0	.0	.0	.0	.0	.0	.0	.0	
59. Subtotal.....XXX		376,324	.0	.0	.0	.0	.0	376,324	.0	
60. Reporting entity contributions for Employee Benefit Plans.....XXX								.0		
61. Total (Direct Business).....(a).....3		376,324	.0	.0	.0	.0	.0	376,324	.0	

DETAILS OF WRITE-INS

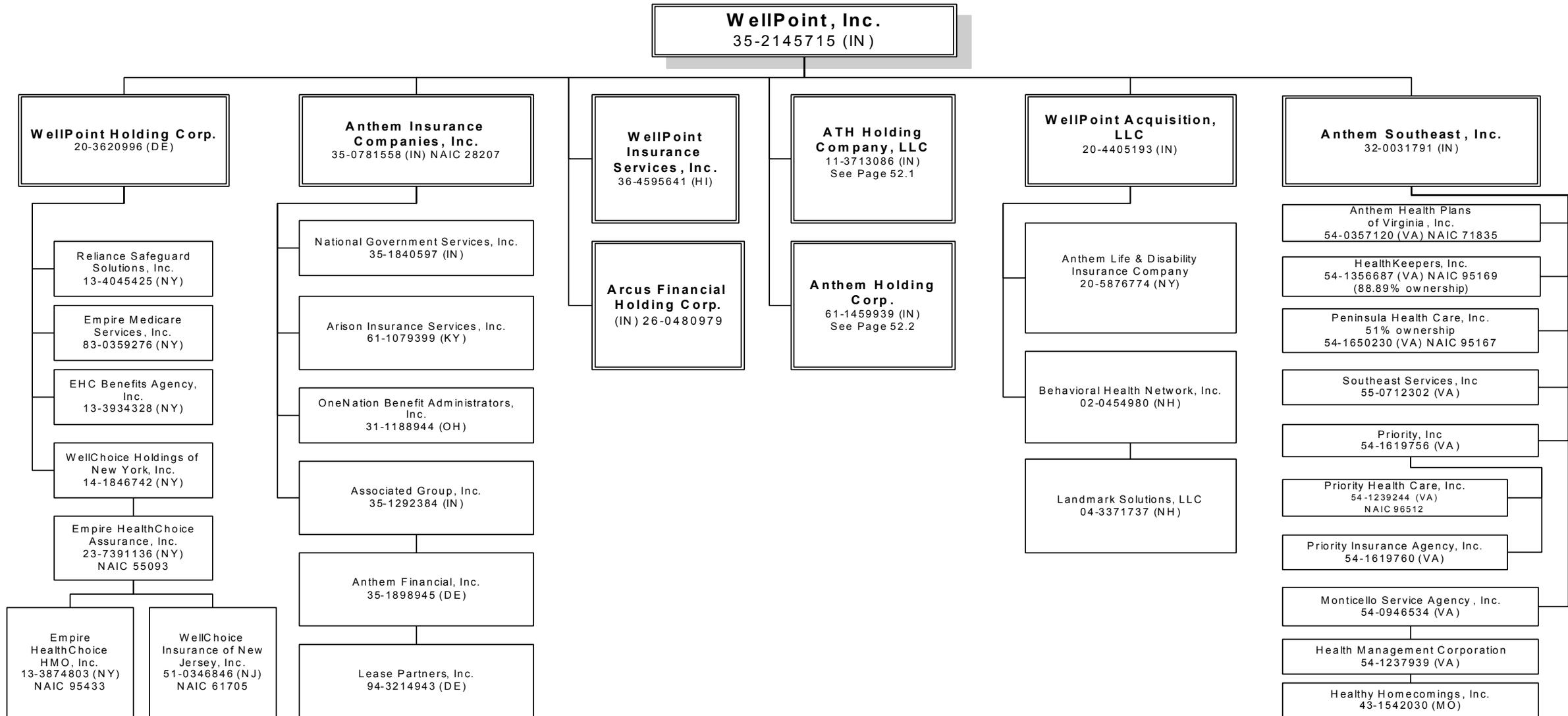
5801. ....								.0	
5802. ....								.0	
5803. ....								.0	
5898. Summary of remaining write-ins for line 58.....		.0	.0	.0	.0	.0	.0	.0	.0
5899. Total (Lines 5801 thru 5803 + 5898) (Line 58 above)....		.0	.0	.0	.0	.0	.0	.0	.0

Explanation of basis of allocation by states, premiums by state, etc.

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

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

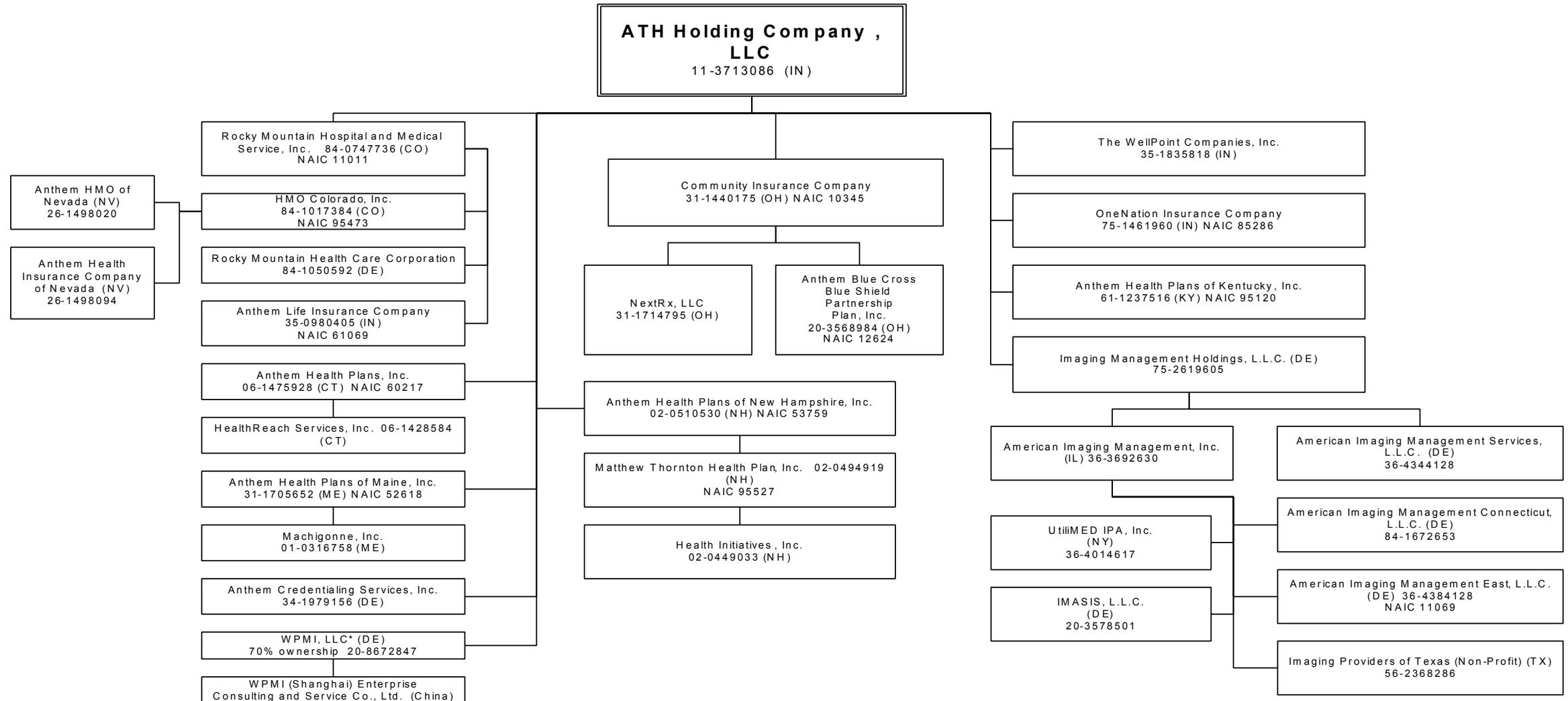
PART 1 - ORGANIZATIONAL CHART



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

PART 1 - ORGANIZATIONAL CHART

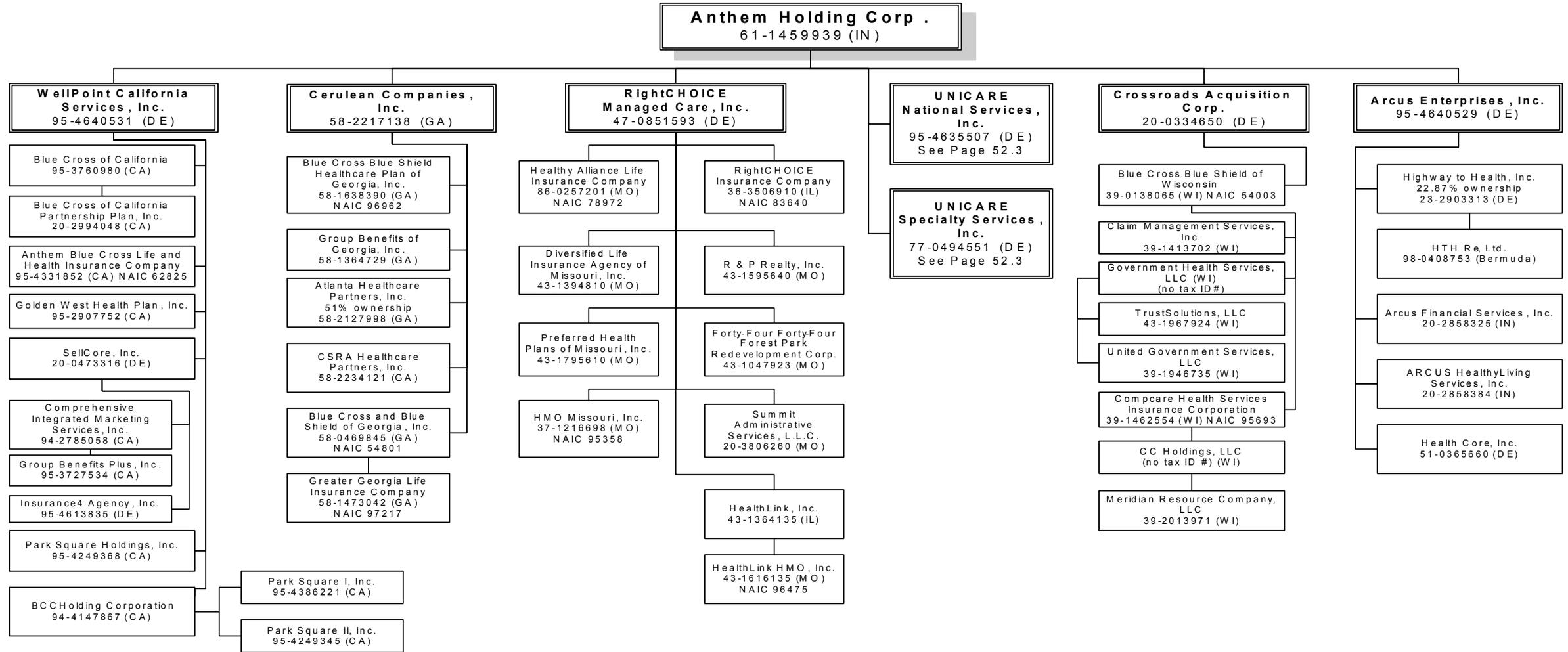
52.1



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

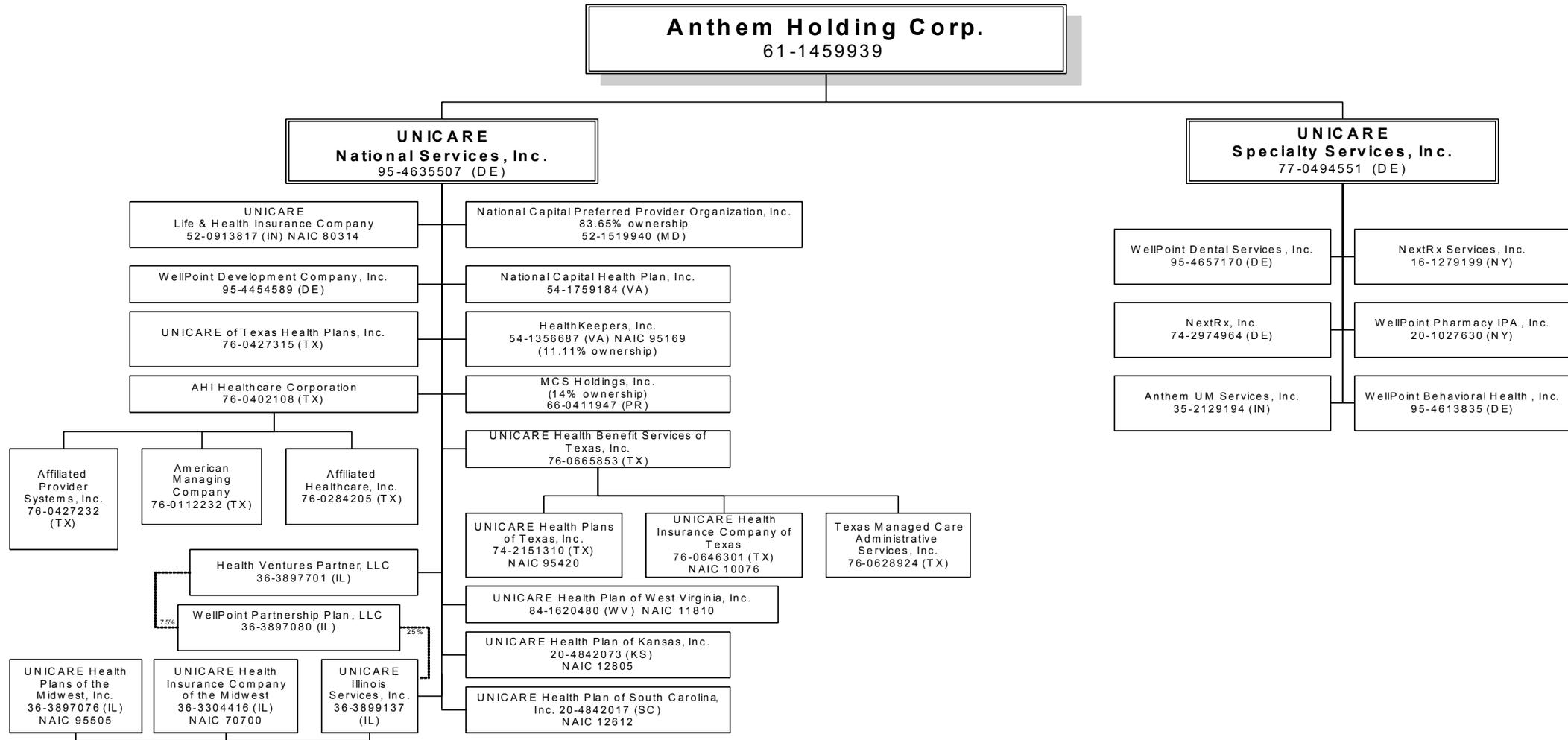
PART 1 - ORGANIZATIONAL CHART

52.2



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

PART 1 - ORGANIZATIONAL CHART



2007 ALPHABETICAL INDEX

(http://www.naic.org/committees_e_app_blanks.htm)

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