



HEALTH QUARTERLY STATEMENT

As of June 30, 2008
of the Condition and Affairs of the

Anthem Health Plans of Maine, Inc.

NAIC Group Code.....0671, 0671 (Current Period) (Prior Period)	NAIC Company Code..... 52618	Employer's ID Number..... 31-1705652
Organized under the Laws of Maine	State of Domicile or Port of Entry Maine	Country of Domicile US
Licensed as Business Type Other	Is HMO Federally Qualified? Yes [] No [X]	
Incorporated/Organized..... March 10, 2000	Commenced Business..... June 5, 2000	
Statutory Home Office	2 Gannett Drive..... South Portland ME 04106-6911 <i>(Street and Number) (City or Town, State and Zip Code)</i>	
Main Administrative Office	2 Gannett Drive..... South Portland ME 04106-6911 <i>(Street and Number) (City or Town, State and Zip Code)</i>	207-822-7000 <i>(Area Code) (Telephone Number)</i>
Mail Address	2 Gannett Drive..... South Portland ME 04106-6911 <i>(Street and Number or P. O. Box) (City or Town, State and Zip Code)</i>	
Primary Location of Books and Records	2 Gannett Drive..... South Portland ME 04106-6911 <i>(Street and Number) (City or Town, State and Zip Code)</i>	207-822-7000 <i>(Area Code) (Telephone Number)</i>
Internet Website Address	www.anthem.com	
Statutory Statement Contact	Joanne Lauterbach <i>(Name)</i> joanne.lauterbach@anthem.com <i>(E-Mail Address)</i>	207-822-7794 <i>(Area Code) (Telephone Number) (Extension)</i> 207-822-8999 <i>(Fax Number)</i>

OFFICERS

Name	Title	Name	Title
Daniel Patrick Corcoran #	President	Nancy Louise Purcell	Secretary
Robert David Kretschmer	Treasurer	Chrystal Leroice Veazey-Watson	Assistant Secretary
		Lendall Libby Smith, Esq.	Clerk

OTHER

Cheryl Gladieux Allari #	Valuation Actuary
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BOARD OF DIRECTORS

Daniel Patrick Corcoran, Chairperson #	Carter Allen Beck
Nancy Louise Purcell	Wayne Scott DeVeydt
Robert David Kretschmer	John Edward Gallina #
	Catherine Irene Kelaghan #

State of..... Maine
County of..... Cumberland

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

_____ (Signature) Daniel Patrick Corcoran _____ (Printed Name) President _____ (Title)	_____ (Signature) Nancy Louise Purcell _____ (Printed Name) Secretary _____ (Title)	_____ (Signature) Robert David Kretschmer _____ (Printed Name) Treasurer _____ (Title)
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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 Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds.....	173,988,537		173,988,537	150,108,611
2. Stocks:				
2.1 Preferred stocks.....			.0	
2.2 Common stocks.....	8,601,175	7,919,727	681,448	556,355
3. Mortgage loans on real estate:				
3.1 First liens.....			.0	
3.2 Other than first liens.....			.0	
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	10,440,583		10,440,583	10,829,579
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 (\$.....(7,506,931)), cash equivalents (\$.....0) and short-term investments (\$.....6,672,599).....	(834,332)		(834,332)	53,879,101
6. Contract loans (including \$.....0 premium notes).....			.0	
7. Other invested assets.....			.0	
8. Receivables for securities.....	.84		.84	5,469
9. Aggregate write-ins for invested assets.....	.0	.0	.0	.0
10. Subtotals, cash and invested assets (Lines 1 to 9).....	192,196,047	7,919,727	184,276,320	215,379,115
11. Title plants less \$.....0 charged off (for Title insurers only).....			.0	
12. Investment income due and accrued.....	1,913,084		1,913,084	1,506,391
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection.....	19,879,647	1,577,022	18,302,625	27,926,587
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....12,750,052 earned but unbilled premiums).....	12,750,052		12,750,052	13,345,752
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.....	30,782,788	58,345	30,724,443	27,982,186
16.1 Current federal and foreign income tax recoverable and interest thereon.....	3,246,693		3,246,693	3,246,693
16.2 Net deferred tax asset.....	14,910,459	8,352,627	6,557,832	5,313,073
17. Guaranty funds receivable or on deposit.....			.0	
18. Electronic data processing equipment and software.....	1,961,174	124,120	1,837,054	1,878,136
19. Furniture and equipment, including health care delivery assets (\$.....0).....	750,557	750,557	.0	
20. Net adjustment in assets and liabilities due to foreign exchange rates.....			.0	
21. Receivables from parent, subsidiaries and affiliates.....	2,441,459		2,441,459	3,819,428
22. Health care (\$.....133,031,670) and other amounts receivable.....	135,715,000	2,683,330	133,031,670	135,685,191
23. Aggregate write-ins for other than invested assets.....	24,792,576	3,098,536	21,694,040	21,714,499
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 through 23).....	441,339,536	24,564,264	416,775,272	457,797,051
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			.0	
26. TOTALS (Lines 24 and 25).....	441,339,536	24,564,264	416,775,272	457,797,051

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. Federal Employee Program Assets Held by Agent.....	21,482,462		21,482,462	21,482,462
2302. Miscellaneous Receivables.....	212,527	949	211,578	232,037
2303. Prepaid Expenses.....	3,097,587	3,097,587	.0	
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).....	24,792,576	3,098,536	21,694,040	21,714,499

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$.....0 reinsurance ceded).....	76,606,835	840,680	77,447,515	88,208,434
2. Accrued medical incentive pool and bonus amounts.....			0	
3. Unpaid claims adjustment expenses.....	2,676,948		2,676,948	3,056,105
4. Aggregate health policy reserves.....	45,773,388		45,773,388	41,381,155
5. Aggregate life policy reserves.....			0	
6. Property/casualty unearned premium reserve.....			0	
7. Aggregate health claim reserves.....			0	
8. Premiums received in advance.....	16,056,277		16,056,277	13,571,773
9. General expenses due or accrued.....	6,485,387		6,485,387	9,629,987
10.1 Current federal and foreign income tax payable and interest thereon (including \$.....0 on realized gains (losses)).....	3,401,658		3,401,658	189,200
10.2 Net deferred tax liability.....			0	
11. Ceded reinsurance premiums payable.....			0	
12. Amounts withheld or retained for the account of others.....	357,585		357,585	607,319
13. Remittances and items not allocated.....	14,286,435		14,286,435	10,369,251
14. Borrowed money (including \$.....0 current) and interest thereon \$.....0 (including \$.....0 current).....			0	
15. Amounts due to parent, subsidiaries and affiliates.....	19,875,967		19,875,967	26,467,541
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.....	7,402,498		7,402,498	7,973,523
21. Aggregate write-ins for other liabilities (including \$...3,729,835 current).....	17,377,806	0	17,377,806	4,284,185
22. Total liabilities (Lines 1 to 21).....	210,300,784	840,680	211,141,464	205,738,473
23. Aggregate write-ins for special surplus funds.....	XXX	XXX	0	0
24. Common capital stock.....	XXX	XXX	2,500,000	2,500,000
25. Preferred capital stock.....	XXX	XXX		
26. Gross paid in and contributed surplus.....	XXX	XXX	120,652,900	120,652,900
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	82,480,908	128,905,678
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	205,633,808	252,058,578
32. Total liabilities, capital and surplus (Lines 22 and 31).....	XXX	XXX	416,775,272	457,797,051

DETAILS OF WRITE-INS

2101. FEP Special Advance.....	13,558,427		13,558,427	
2102. Other Liabilities.....	2,449,811		2,449,811	4,101,926
2103. Accounts Payable - ITS.....	1,369,568		1,369,568	182,259
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).....	17,377,806	0	17,377,806	4,284,185
2301.				
2302.				
2303.				
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.				
2802.				
2803.				
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 To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member months.....	XXX	1,682,722	1,879,622	3,703,104
2. Net premium income (including \$.....0 non-health premium income).....	XXX	501,466,111	503,426,060	1,047,524,318
3. Change in unearned premium reserves and reserve for rate credits.....	XXX	(4,390,236)	35,966,613	28,377,183
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	0	0	0
7. Aggregate write-ins for other non-health revenues.....	XXX	(7,476)	0	(1,570)
8. Total revenues (Lines 2 to 7).....	XXX	497,068,399	539,392,673	1,075,899,931
Hospital and Medical:				
9. Hospital/medical benefits.....	3,508,339	338,740,918	375,140,192	740,572,836
10. Other professional services.....	31,675	3,058,292	2,809,171	5,721,918
11. Outside referrals.....				
12. Emergency room and out-of-area.....	151,088	14,588,035	15,743,119	31,528,727
13. Prescription drugs.....	681,910	65,840,514	72,225,973	141,849,421
14. Aggregate write-ins for other hospital and medical.....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....				
16. Subtotal (Lines 9 to 15).....	4,373,012	422,227,759	465,918,455	919,672,902
Less:				
17. Net reinsurance recoveries.....				
18. Total hospital and medical (Lines 16 minus 17).....	4,373,012	422,227,759	465,918,455	919,672,902
19. Non-health claims (net).....				
20. Claims adjustment expenses, including \$.....5,879,914 cost containment expenses.....		14,164,355	17,098,314	29,927,039
21. General administrative expenses.....		20,018,592	23,375,750	42,296,114
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).....	4,373,012	456,410,706	506,392,519	991,896,055
24. Net underwriting gain or (loss) (Lines 8 minus 23).....	XXX	40,657,693	33,000,154	84,003,876
25. Net investment income earned.....		6,016,284	9,482,012	15,648,322
26. Net realized capital gains (losses) less capital gains tax of \$....(20,898).....		(38,811)	(879,683)	1,248,430
27. Net investment gains or (losses) (Lines 25 plus 26).....	0	5,977,473	8,602,329	16,896,752
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	(493)	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	46,635,166	41,601,990	100,900,628
31. Federal and foreign income taxes incurred.....	XXX	16,378,229	14,280,974	25,182,196
32. Net income (loss) (Lines 30 minus 31).....	XXX	30,256,937	27,321,016	75,718,432

DETAILS OF WRITE-INS

0601.	XXX			
0602.	XXX			
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page.....	XXX	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	XXX	0	0	0
0701. Loss on sale of fixed assets.....	XXX	(7,476)		(1,570)
0702.	XXX			
0703.	XXX			
0798. Summary of remaining write-ins for Line 7 from overflow page.....	XXX	0	0	0
0799. Totals (Lines 0701 thru 0703 plus 0798) (Line 7 above).....	XXX	(7,476)	0	(1,570)
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	0	0	0	0
2901. Miscellaneous Income.....			(493)	
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0	(493)	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

CAPITAL AND SURPLUS ACCOUNT	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
33. Capital and surplus prior reporting year.....	252,058,578	215,295,519	215,295,519
34. Net income or (loss) from Line 32.....	30,256,937	27,321,016	75,718,432
35. Change in valuation basis of aggregate policy and claim reserves.....			
36. Change in net unrealized capital gains (losses) less capital gains tax of \$.....0.....	106,031	102,896	350,259
37. Change in net unrealized foreign exchange capital gain or (loss).....			
38. Change in net deferred income tax.....	2,582,492	(312,281)	(11,837,823)
39. Change in nonadmitted assets.....	(3,670,230)	4,029,413	12,932,191
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.....	(75,700,000)	(40,400,000)	(40,400,000)
47. Aggregate write-ins for gains or (losses) in surplus.....	0	0	0
48. Net change in capital and surplus (Lines 34 to 47).....	(46,424,770)	(9,258,956)	36,763,059
49. Capital and surplus end of reporting period (Line 33 plus 48).....	205,633,808	206,036,563	252,058,578

DETAILS OF WRITE-INS

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

CASH FLOW

	1 Current Year to Date	2 Prior Year Ended December 31
CASH FROM OPERATIONS		
1. Premiums collected net of reinsurance.....	515,021,271	1,053,731,695
2. Net investment income.....	6,387,713	16,281,190
3. Miscellaneous income.....	(7,476)	(1,570)
4. Total (Lines 1 through 3).....	521,401,508	1,070,011,315
5. Benefit and loss related payments.....	432,988,678	924,987,598
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....		
7. Commissions, expenses paid and aggregate write-ins for deductions.....	27,861,756	106,301,379
8. Dividends paid to policyholders.....		
9. Federal and foreign income taxes paid (recovered) net of \$....(20,898) tax on capital gains (losses).....	13,165,771	26,507,673
10. Total (Lines 5 through 9).....	474,016,205	1,057,796,650
11. Net cash from operations (Line 4 minus Line 10).....	47,385,303	12,214,665
CASH FROM INVESTMENTS		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds.....	13,339,389	183,783,896
12.2 Stocks.....	89,270	324,340
12.3 Mortgage loans.....		
12.4 Real estate.....		7,585,885
12.5 Other invested assets.....		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....		
12.7 Miscellaneous proceeds.....	5,385	20,783
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	13,434,044	191,714,904
13. Cost of investments acquired (long-term only):		
13.1 Bonds.....	37,592,993	53,241,467
13.2 Stocks.....	223,276	352,467
13.3 Mortgage loans.....		
13.4 Real estate.....	9,225	523,149
13.5 Other invested assets.....		
13.6 Miscellaneous applications.....		
13.7 Total investments acquired (Lines 13.1 to 13.6).....	37,825,494	54,117,083
14. Net increase (decrease) in contract loans and premium notes.....		
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	(24,391,450)	137,597,821
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.....	75,700,000	40,400,000
16.6 Other cash provided (applied).....	(2,007,286)	(62,695,877)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	(77,707,286)	(103,095,877)
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).....	(54,713,433)	46,716,609
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year.....	53,879,101	7,162,492
19.2 End of period (Line 18 plus Line 19.1).....	(834,332)	53,879,101

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

20.0001		
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EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1 Total	Comprehensive (Hospital & Medical)		4 Medicare Supplement	5 Vision Only	6 Dental Only	7 Federal Employees Health Benefit Plan	8 Title XVIII Medicare	9 Title XIX Medicaid	10 Other
		2 Individual	3 Group							
Total Members at End of:										
1. Prior Year.....	300,096	34,391	168,531	33,766	20,062	8,248	35,098			
2. First Quarter.....	280,803	22,490	160,377	32,510	21,377	8,892	35,157			
3. Second Quarter.....	277,265	21,913	158,484	31,707	21,500	8,500	35,161			
4. Third Quarter.....	0									
5. Current Year.....	0									
6. Current Year Member Months.....	1,682,722	134,565	962,328	194,275	128,309	52,226	211,019			
Total Member Ambulatory Encounters for Period:										
7. Physician.....	748,020	72,450	583,964	91,606						
8. Non-Physician.....	810,650	34,705	417,944	358,001						
9. Total.....	1,558,670	107,155	1,001,908	449,607	0	0	0	0	0	0
10. Hospital Patient Days Incurred.....	64,215	4,659	29,270	30,286						
11. Number of Inpatient Admissions.....	13,315	817	6,210	6,288						
12. Health Premiums Written (a).....	501,466,111	34,218,868	362,248,862	31,877,736	501,566	1,508,014	69,796,205			1,314,860
13. Life Premiums Direct.....	0									
14. Property/Casualty Premiums Written.....	0									
15. Health Premiums Earned.....	497,075,875	34,236,460	357,835,321	31,883,449	501,566	1,508,014	69,796,205			1,314,860
16. Property/Casualty Premiums Earned.....	0									
17. Amount Paid for Provision of Health Care Services.....	432,988,678	29,764,945	308,411,856	26,020,369	268,384	1,151,621	66,249,797			1,121,706
18. Amount Incurred for Provision of Health Care Services.....	422,227,759	26,564,789	304,786,175	24,528,250	279,364	1,148,089	65,690,300			(769,208)

007

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

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

Aging Analysis of Unpaid Claims

1 Account	2 1 - 30 Days	3 31 - 60 Days	4 61 - 90 Days	5 91 - 120 Days	6 Over 120 Days	7 Total
Claims Unpaid (Reported)						
0299999. Aggregate Accounts Not Individually Listed-Uncovered.....	812,401	10,114	7,373	730	10,062	840,680
0399999. Aggregate Accounts Not Individually Listed-Covered.....	17,874,269	222,515	162,225	16,057	221,391	18,496,457
0499999. Subtotals.....	18,686,670	232,629	169,598	16,787	231,453	19,337,137
0599999. Unreported Claims and Other Claim Reserves.....						58,066,779
0699999. Total Amounts Withheld.....						43,599
0799999. Total Claims Unpaid.....						77,447,515

UNDERWRITING AND INVESTMENT EXHIBIT

Analysis of Claims Unpaid - Prior Year - Net of Reinsurance

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical).....	59,991,652	278,185,149	1,390,723	53,731,041	61,382,375	61,947,600
2. Medicare Supplement.....	6,233,553	19,786,816	714,996	8,557,591	6,948,549	10,764,706
3. Dental only.....	169,205	982,416	22,203	223,126	191,408	248,861
4. Vision only.....	36,708	231,676	3,061	57,074	39,769	49,156
5. Federal Employees Health Benefits Plan Premiums.....	10,164,575	56,085,222	512,946	11,822,111	10,677,521	12,894,554
6. Title XVIII - Medicare.....					0	
7. Title XIX - Medicaid.....					0	
8. Other health.....	554,318	567,388		412,643	554,318	2,303,557
9. Health subtotal (Lines 1 to 8).....	77,150,011	355,838,667	2,643,929	74,803,586	79,793,940	88,208,434
10. Healthcare receivables (a).....					0	
11. Other non-health.....					0	
12. Medical incentive pools and bonus amounts.....					0	
13. Totals.....	77,150,011	355,838,667	2,643,929	74,803,586	79,793,940	88,208,434

600

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

NOTES TO FINANCIAL STATEMENTS

For purposes of the quarterly interim financial information, it is presumed that the users of the interim financial information have read or have access to the Annual Statement as of December 31, 2007. This presentation addresses only significant events occurring since the last Annual Statement.

Note 1 - Summary of Significant Accounting Policies

There were no significant changes for the six month period ended June 30, 2008.

Note 2 - Accounting Changes and Corrections of Errors

There were no significant changes for the six month period ended June 30, 2008.

Note 3 - Business Combinations and Goodwill

There were no significant changes for the six month period ended June 30, 2008.

Note 4 - Discontinued Operations

None.

Note 5 - Investments

There were no significant changes for the six month period ended June 30, 2008.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

None.

Note 7 - Investment Income

There were no significant changes for the six month period ended June 30, 2008.

Note 8 - Derivative Instruments

There were no significant changes for the six month period ended June 30, 2008.

Note 9 - Income Taxes

There were no significant changes for the six month period ended June 30, 2008.

Note 10 - Information Concerning Parent, Subsidiaries and Affiliates

The Company paid ordinary dividends of \$75,700,000 to its parent, ATH Holding Company, LLC on May 30, 2008.

Note 11 - Debt

None.

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

There were no significant changes for the six month period ended June 30, 2008.

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

There were no significant changes for the six month period ended June 30, 2008.

Note 14 - Contingencies

There were no significant changes for the six month period ended June 30, 2008.

NOTES TO FINANCIAL STATEMENTS

Note 15 - Leases

There were no significant changes for the six month period ended June 30, 2008.

Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

There were no significant changes for the six month period ended June 30, 2008.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. Transfers of Receivables Reported as Sales

Not applicable at June 30, 2008.

B. Transfer and Servicing of Financial Assets

There were no significant changes for the six month period ended June 30, 2008.

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 June 30, 2008, there were no wash sales involving securities with an NAIC designation of 3 or below or unrated.

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

There were no significant changes for the six month period ended June 30, 2008.

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

There were no significant changes for the six month period ended June 30, 2008.

Note 20 - Other Items

There were no significant changes for the six month period ended June 30, 2008.

Note 21 - Events Subsequent

There are no events subsequent to June 30, 2008 requiring disclosure.

Note 22 - Reinsurance

There were no significant changes for the six month period ended June 30, 2008.

Note 23 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

There were no significant changes for the six month period ended June 30, 2008.

Note 24 - Change in Incurred Losses and Loss Adjustment Expenses

There were no significant changes for the six month period ended June 30, 2008.

Note 25 - Intercompany Pooling Arrangements

None.

Note 26 - Structured Settlements

None.

Note 27 - Health Care Receivables

There were no significant changes for the six month period ended June 30, 2008.

NOTES TO FINANCIAL STATEMENTS

Note 28 - Participating Policies

None.

Note 29 - Premium Deficiency Reserves

None.

Note 30 - Anticipated Salvage and Subrogation

There were no significant changes for the six month period ended June 30, 2008.

GENERAL INTERROGATORIES

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

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.
-

- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2006.....
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2006.....
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 02/15/2008.....
- 6.4 By what department or departments?
State of Maine Bureau of Insurance
-

- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [] N/A []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [X] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
-

- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
-

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.

- 9.11 If the response to 9.1 is No, please explain:
-

- 9.2 Has the code of ethics for senior managers been amended? Yes [X] No []

GENERAL INTERROGATORIES

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

PART 1 - COMMON INTERROGATORIES

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
All WellPoint, Inc. (the Company's ultimate parent) 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 2008 to include the following major enhancements: 1) Letter from President and CEO updated, 2) "Foreign Corrupt Practices Act" section added, and 3) Human resources policies section "Our Work Environment" updated to match language in Human Resources policy revisions.

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No []

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$.....0

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [] No [X]

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.....0

13. Amount of real estate and mortgages held in short-term investments: \$.....0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [X] No []

14.2 If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds.....	\$.....0	\$.....0
14.22 Preferred Stock.....	\$.....0	\$.....0
14.23 Common Stock.....	\$.....7,886,833	\$.....7,919,727
14.24 Short-Term Investments.....	\$.....0	\$.....0
14.25 Mortgage Loans on Real Estate.....	\$.....0	\$.....0
14.26 All Other.....	\$.....0	\$.....0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$.....7,886,833	\$.....7,919,727
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....	\$.....0	\$.....0

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

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

16. 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. Conducting Examinations, G-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

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

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

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

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

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [] No [X]

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

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

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

1	2	3
Central Registration Depository	Name(s)	Address
107423	Conning Asset Management Company	Hartford, CT
105958	Vanguard Group	Malvern, PA

GENERAL INTERROGATORIES

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

PART 1 - COMMON INTERROGATORIES

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes [X]

No []

17.2 If no, list exceptions:

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Location	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (YES or NO)
A&H Non-Affiliates						
38776.....	13-2997499.....	01/01/2008	Folksamerica Reinsurance Co.....	New York, NY.....	OTH/G.....	YES.....

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

State, Etc.	1 Active Status	Direct Business Only							
		2 Accident and Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life and Annuity Premiums and Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 through 7	9 Deposit-Type Contracts
1. Alabama.....AL	N								.0
2. Alaska.....AK	N								.0
3. Arizona.....AZ	N								.0
4. Arkansas.....AR	N								.0
5. California.....CA	N								.0
6. Colorado.....CO	N								.0
7. Connecticut.....CT	N								.0
8. Delaware.....DE	N								.0
9. District of Columbia.....DC	N								.0
10. Florida.....FL	N								.0
11. Georgia.....GA	N								.0
12. Hawaii.....HI	N								.0
13. Idaho.....ID	N								.0
14. Illinois.....IL	N								.0
15. Indiana.....IN	N								.0
16. Iowa.....IA	N								.0
17. Kansas.....KS	N								.0
18. Kentucky.....KY	N								.0
19. Louisiana.....LA	N								.0
20. Maine.....ME	L	431,669,906			69,796,205			501,466,111	
21. Maryland.....MD	N								.0
22. Massachusetts.....MA	N								.0
23. Michigan.....MI	N								.0
24. Minnesota.....MN	N								.0
25. Mississippi.....MS	N								.0
26. Missouri.....MO	N								.0
27. Montana.....MT	N								.0
28. Nebraska.....NE	N								.0
29. Nevada.....NV	N								.0
30. New Hampshire.....NH	N								.0
31. New Jersey.....NJ	N								.0
32. New Mexico.....NM	N								.0
33. New York.....NY	N								.0
34. North Carolina.....NC	N								.0
35. North Dakota.....ND	N								.0
36. Ohio.....OH	N								.0
37. Oklahoma.....OK	N								.0
38. Oregon.....OR	N								.0
39. Pennsylvania.....PA	N								.0
40. Rhode Island.....RI	N								.0
41. South Carolina.....SC	N								.0
42. South Dakota.....SD	N								.0
43. Tennessee.....TN	N								.0
44. Texas.....TX	N								.0
45. Utah.....UT	N								.0
46. Vermont.....VT	N								.0
47. Virginia.....VA	N								.0
48. Washington.....WA	N								.0
49. West Virginia.....WV	N								.0
50. Wisconsin.....WI	N								.0
51. Wyoming.....WY	N								.0
52. American Samoa.....AS	N								.0
53. Guam.....GU	N								.0
54. Puerto Rico.....PR	N								.0
55. U.S. Virgin Islands.....VI	N								.0
56. Northern Mariana Islands.....MP	N								.0
57. Canada.....CN	N								.0
58. Aggregate Other alien.....OT	XXX	.0	.0	.0	.0	.0	.0	.0	.0
59. Subtotal.....XXX		431,669,906	.0	.0	69,796,205	.0	.0	501,466,111	.0
60. Reporting entity contributions for Employee Benefit Plans.....XXX								.0	
61. Total (Direct Business).....(a)	1	431,669,906	.0	.0	69,796,205	.0	.0	501,466,111	.0

DETAILS OF WRITE-INS

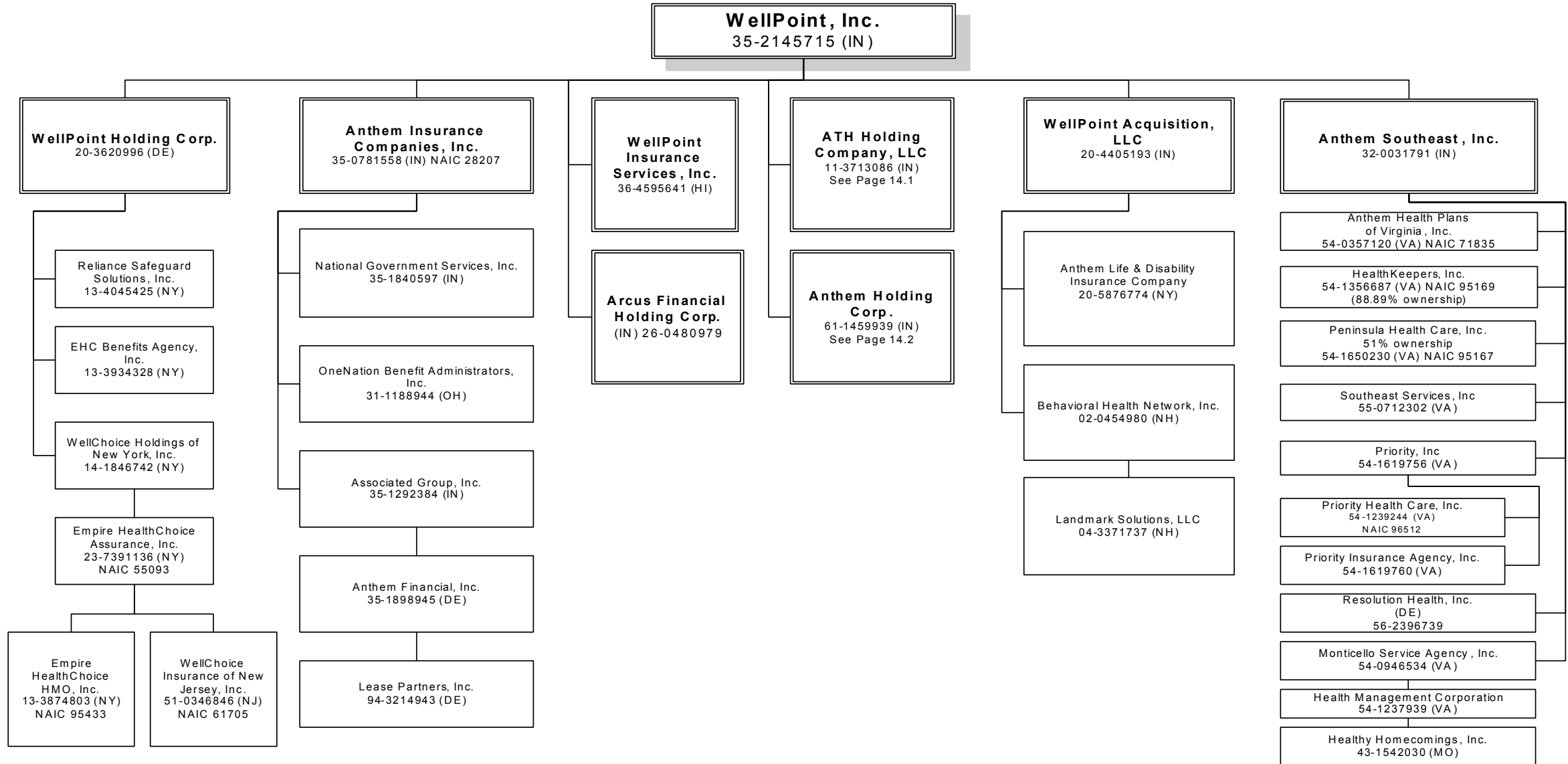
5801.....								.0	
5802.....								.0	
5803.....								.0	
5898. Summary of remaining write-ins for line 58 from overflow page.....		.0	.0	.0	.0	.0	.0	.0	.0
5899. Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....		.0	.0	.0	.0	.0	.0	.0	.0

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

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

PART 1 – ORGANIZATIONAL CHART

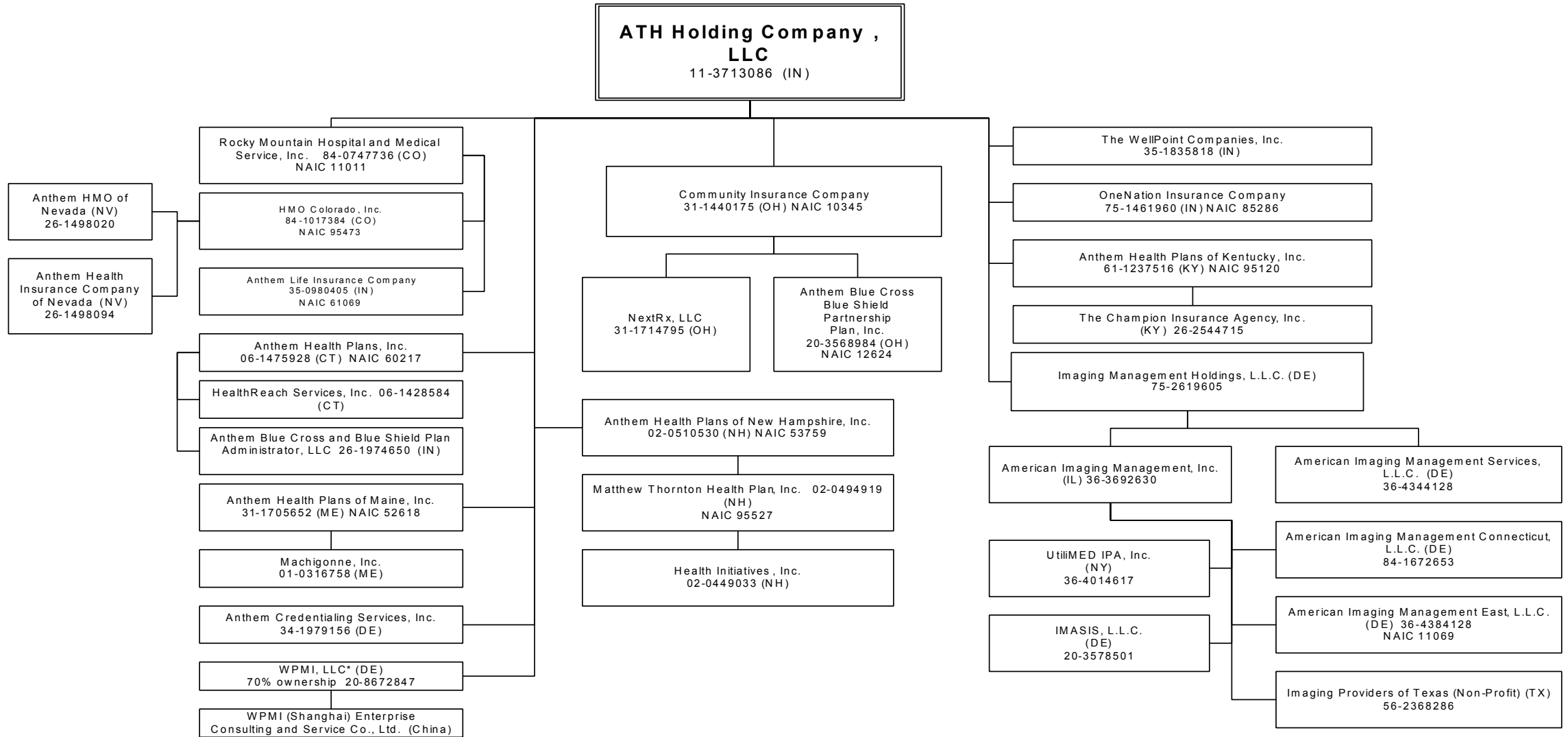
Q14



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

PART 1 – ORGANIZATIONAL CHART

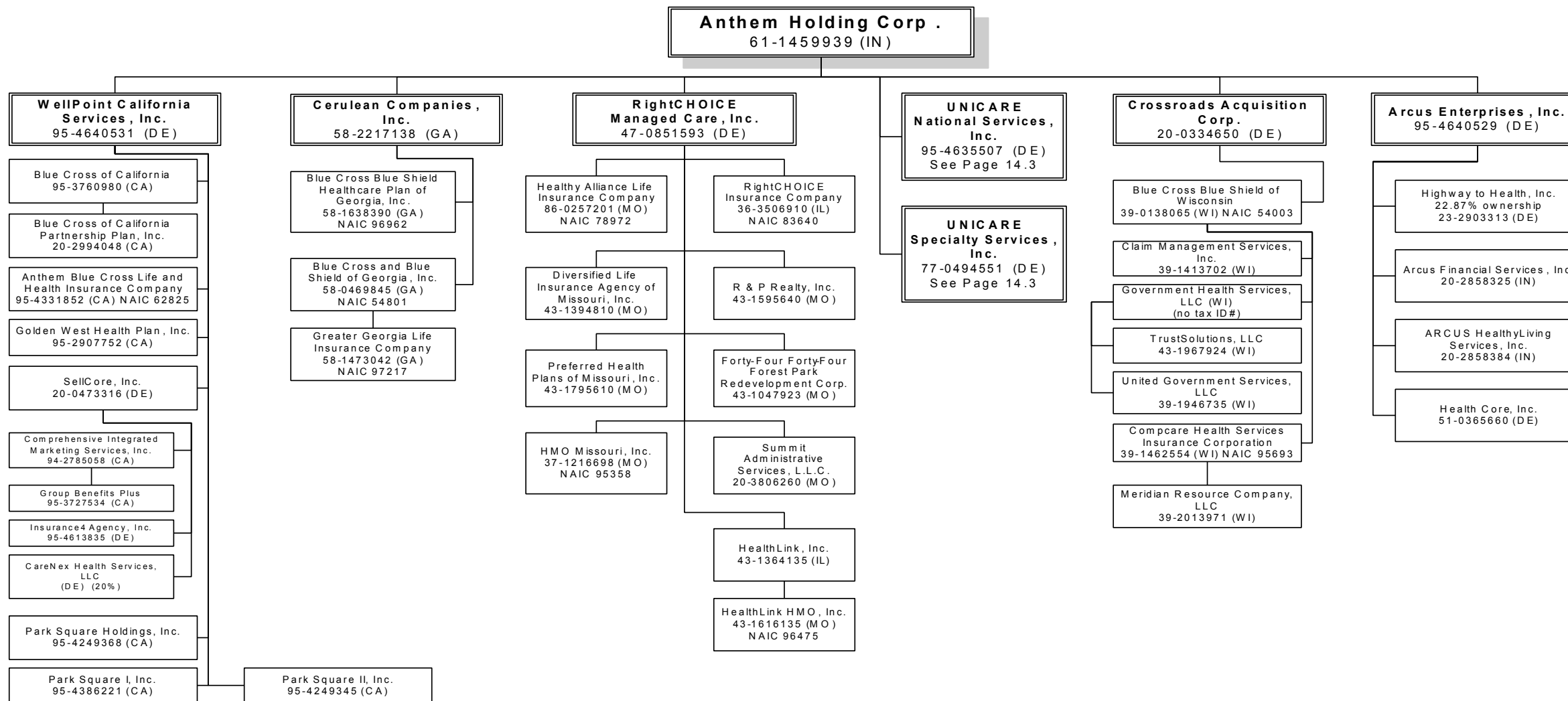
Q14.1



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

PART 1 – ORGANIZATIONAL CHART

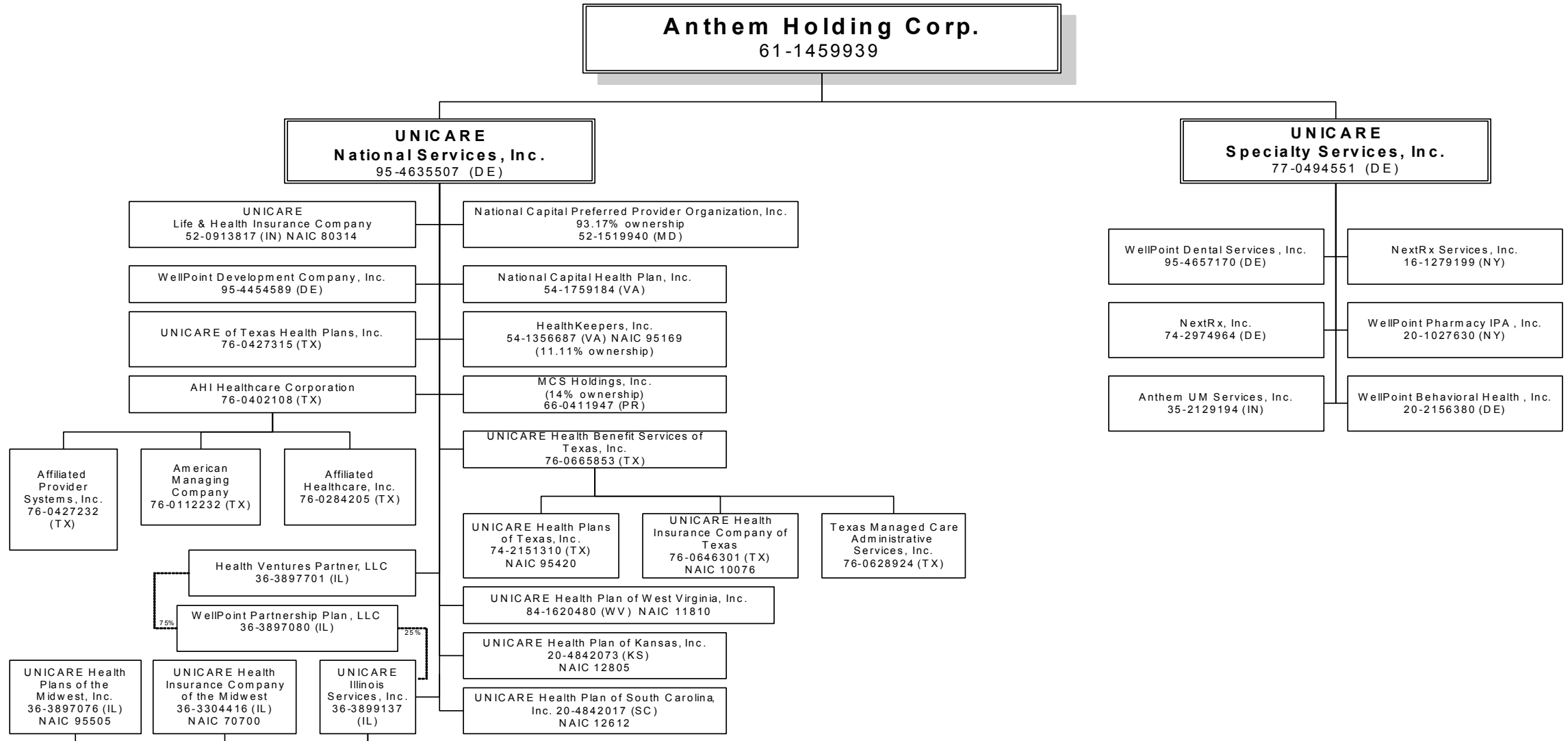
Q14.2



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

PART 1 – ORGANIZATIONAL CHART

Q14.3



SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

Response

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

NO

Explanation:

Bar Code:



NONE

Anthem Health Plans of Maine, Inc.
SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	10,829,579	15,079,993
2. Cost of acquired:		
2.1 Actual cost at time of acquisitions.....		
2.2 Additional investment made after acquisitions.....	9,225	523,149
3. Current year change in encumbrances.....		
4. Total gain (loss) on disposals.....		3,733,310
5. Deduct amounts received on disposals.....		7,585,885
6. Total foreign exchange change in book/adjusted carrying value.....		
7. Deduct current year's other than temporary impairment recognized.....		
8. Deduct current year's depreciation.....	398,221	920,988
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	10,440,583	10,829,579
10. Deduct total nonadmitted amounts.....		
11. Statement value at end of current period (Line 9 minus Line 10).....	10,440,583	10,829,579

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisitions.....		
2.2 Additional investment made after acquisitions.....		
3. Capitalized deferred interest and other.....	NONE	
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and mortgage interest points and commitment fees.....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....		
10. Deduct current year's other than temporary impairment recognized.....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....	0	0

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisitions.....		
2.2 Additional investment made after acquisitions.....		
3. Capitalized deferred interest and other.....	NONE	
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and depreciation.....		
9. Total foreign exchange change in book/adjusted carrying value.....		
10. Deduct current year's other than temporary impairment recognized.....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	0	0
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....	0	0

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	158,551,799	291,785,621
2. Cost of bonds and stocks acquired.....	37,816,268	53,593,934
3. Accrual of discount.....	43,924	166,303
4. Unrealized valuation increase (decrease).....	50,582	350,259
5. Total gain (loss) on disposals.....	(23,872)	(967,639)
6. Deduct consideration for bonds and stocks disposed of.....	13,428,656	184,108,236
7. Deduct amortization of premium.....	384,496	1,423,432
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....	35,838	845,011
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	182,589,711	158,551,799
11. Deduct total nonadmitted amounts.....	7,919,727	7,886,833
12. Statement value at end of current period (Line 10 minus Line 11).....	174,669,984	150,664,966

SCHEDULE D - PART 1B

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

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	190,835,607	236,928,889	268,553,404	32,632	190,835,607	159,243,724		195,019,493
2. Class 2 (a).....	21,298,556	3,310,140	2,970,308	(720,976)	21,298,556	20,917,412		15,664,888
3. Class 3 (a).....				500,000		500,000		
4. Class 4 (a).....								
5. Class 5 (a).....								
6. Class 6 (a).....								
7. Total Bonds.....	212,134,163	240,239,029	271,523,712	(188,344)	212,134,163	180,661,136	0	210,684,381
PREFERRED STOCK								
8. Class 1.....								
9. Class 2.....								
10. Class 3.....								
11. Class 4.....								
12. Class 5.....								
13. Class 6.....								
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	212,134,163	240,239,029	271,523,712	(188,344)	212,134,163	180,661,136	0	210,684,381

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(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 \$.....6,672,599; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE DA - PART 1

Short-Term Investments Owned End of Current Quarter

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
8299999. Totals.....	6,672,599	XXX	6,672,599	56,133	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	60,575,770	260,315
2. Cost of short-term investments acquired.....	551,341,262	409,357,133
3. Accrual of discount.....		
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		
6. Deduct consideration received on disposals.....	605,238,433	349,041,678
7. Deduct amortization of premium.....	6,000	
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	6,672,599	60,575,770
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	6,672,599	60,575,770

**Sch. DB-Part F-Section 1
NONE**

**Sch. DB-Part F-Section 2
NONE**

**Sch. E-Verification
NONE**

SCHEDULE A - PART 2

Showing all Real Estate ACQUIRED and Additions Made During the Current Quarter

1 Description of Property	Location		4 Date Acquired	5 Name of Vendor	6 Actual Cost at Time of Acquisition	7 Amount of Encumbrances	8 Book/Adjusted Carrying Value Less Encumbrances	9 Additional Investment Made After Acquisition
	2 City	3 State						
Acquired by Purchase								
Vertical Blinds.....	South Portland.....	ME.....	..03/28/2008	Accent on Window.....	9,225		9,020	
0199999. Totals.....					9,225	0	9,020	0
0399999. Totals.....					9,225	0	9,020	0

QE01

SCHEDULE A - PART 3

Showing all Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract "

1 Description of Property	Location		4 Disposal Date	5 Name of Purchaser	6 Actual Cost	7 Expended for Additions, Permanent Improvements and Changes in Encumbrances	8 Book/Adjusted Carrying Value Less Encumbrances Prior Year	Change in Book/Adjusted Carrying Value Less Encumbrances					14 Book/Adjusted Carrying Value Less Encumbrances	15 Amounts Received During Year	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal	19 Gross Income Earned Less Interest Incurred on Encumbrances	20 Taxes, Repairs, and Expenses Incurred
	2 City	3 State						9 Current Year's Depreciation	10 Current Year's Other Than Temporary Impairment Recognized	11 Current Year's Change in Encumbrances	12 Total Change in B./A.C.V. (11 - 9 - 10)	13 Total Foreign Exchange Change in B./A.C.V.							
NONE																			

**Sch. B-Part 2
NONE**

**Sch. B-Part 3
NONE**

**Sch. BA-Part 2
NONE**

**Sch. BA-Part 3
NONE**

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - Special Revenue and Special Assessment									
31411J RS 7	FNMA Pool 909597 5.500% 02/01/37		05/06/2008	Lehman Brothers		4,055,395	4,028,330	7,385	1
3199999.	Total - Bonds - Special Revenue & Special Assessments					4,055,395	4,028,330	7,385	XXX
Bonds - Industrial and Miscellaneous									
140661 AF 6	Capmark Financial Group 5.875% 05/10/12		04/30/2008	Tax Free Exchange		469,833	470,000	13,039	2FE
17275R AB 8	Cisco Systems Inc 5.250% 02/22/11		05/19/2008	Chase		1,036,880	1,000,000	13,125	1FE
254709 AD 0	Discover Financial Svs 6.450% 06/12/17		04/29/2008	Tax Free Exchange		325,475	335,000	8,223	2FE
260543 BR 3	Dow Chemical 6.000% 10/01/12		05/28/2008	Lehman Brothers		1,296,550	1,250,000	12,708	1FE
370334 AS 3	General Mills Inc 6.000% 02/15/12		06/30/2008	Chase		1,234,092	1,200,000	27,000	2FE
428236 AQ 6	Hewlett-Packard Co 4.500% 03/01/13		05/16/2008	Lehman Brothers		1,002,800	1,000,000	9,750	1FE
549271 AD 6	Lubrizol Corp 4.625% 10/01/09		04/17/2008	J P Morgan		499,195	500,000	1,349	2FE
828807 BA 4	Simon Property Group In 4.875% 03/18/10		05/01/2008	Wachovia Securities		748,463	750,000	4,875	1FE
90333W AA 6	US Bank NA Minnesota Se 6.375% 08/01/11		06/27/2008	First Tennessee Capital		866,762	825,000	21,768	1FE
947074 AH 3	Weatherford Internation 5.950% 06/15/12		04/11/2008	Banc of America Securities		781,545	750,000	14,999	2FE
949748 AF 4	Wells Fargo Bank 6.450% 02/01/11		06/27/2008	Morgan Stanley		1,255,488	1,200,000	32,035	1FE
07181X AB 9	Baxter Finco BV 4.750% 10/15/10	F	06/17/2008	Chase		1,008,260	1,000,000	8,576	1FE
500630 BP 2	Korea Development Bank 5.300% 01/17/13	F	05/20/2008	Deutsche Bank		1,015,560	1,000,000	18,550	1FE
4599999.	Total - Bonds - Industrial & Miscellaneous					11,540,903	11,280,000	185,997	XXX
6099997.	Total - Bonds - Part 3					15,596,298	15,308,330	193,382	XXX
6099999.	Total - Bonds					15,596,298	15,308,330	193,382	XXX
Common Stocks - Mutual Funds									
922020 10 2	Vanguard Asset Allocati		06/27/2008	Direct	7,836,000	223,276	XXX		L
7099999.	Total - Common Stocks - Mutual Funds					223,276	XXX	0	XXX
7299997.	Total - Common Stocks - Part 3					223,276	XXX	0	XXX
7299999.	Total - Common Stocks					223,276	XXX	0	XXX
7399999.	Total - Preferred and Common Stocks					223,276	XXX	0	XXX
7499999.	Total - Bonds, Preferred and Common Stocks					15,819,574	XXX	193,382	XXX

QE04

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

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
36200F NB 0	GNMA Pool 599886 6.000% 03/15/33		06/01/2008	Paydown		5,287	5,287	5,415	5,414		(127)		(127)		5,287			0	132	03/15/2033	1
36200Q H2 3	GNMA Pool 569149 6.000% 03/15/32		06/01/2008	Paydown		12,469	12,469	12,301	12,308		160		160		12,469			0	311	03/15/2032	1
36200Q WS 9	GNMA Pool 569557 6.000% 01/15/32		06/01/2008	Paydown		182	182	179	179		2		2		182			0	5	01/15/2032	1
36200R Q9 6	GNMA Pool 570280 6.000% 01/15/32		06/01/2008	Paydown		1,797	1,797	1,773	1,774		23		23		1,797			0	45	01/15/2032	1
36200R WX 6	GNMA Pool 570462 6.500% 11/15/31		06/01/2008	Paydown		74	74	75	75		(1)		(1)		74			0	2	11/15/2031	1
36200S A2 6	GNMA Pool 570725 6.000% 01/15/32		06/01/2008	Paydown		2,967	2,967	2,928	2,928		39		39		2,967			0	74	01/15/2032	1
36200U BY 0	GNMA Pool 572555 6.500% 09/15/31		06/01/2008	Paydown		146	146	149	148		(3)		(3)		146			0	4	09/15/2031	1
36200V EQ 2	GNMA Pool 573543 6.000% 01/15/32		06/01/2008	Paydown		239	239	236	236		3		3		239			0	6	01/15/2032	1
36200V G4 9	GNMA Pool 573619 6.500% 02/15/32		06/01/2008	Paydown		3	3	3	3				0		3			0		02/15/2032	1
36200V H6 3	GNMA Pool 573653 6.000% 03/15/32		06/01/2008	Paydown		138	138	136	136		2		2		138			0	3	03/15/2032	1
36200W 2C 4	GNMA Pool 575071 6.000% 12/15/31		06/01/2008	Paydown		82	82	81	81		1		1		82			0	2	12/15/2031	1
36200W TE 1	GNMA Pool 574849 6.500% 11/15/31		06/01/2008	Paydown		173	173	181	181		(7)		(7)		173			0	5	11/15/2031	1
36200X JR 1	GNMA Pool 575472 6.000% 12/15/31		06/01/2008	Paydown		17	17	17	17				0		17			0		12/15/2031	1
36200X XP 9	GNMA Pool 575886 6.000% 12/15/31		06/01/2008	Paydown		3,096	3,096	3,054	3,055		41		41		3,096			0	77	12/15/2031	1
36200X ZY 8	GNMA Pool 575959 6.000% 02/15/32		06/01/2008	Paydown		1,081	1,081	1,066	1,067		13		13		1,081			0	27	02/15/2032	1
36200Y N8 6	GNMA Pool 576515 6.500% 02/15/32		06/01/2008	Paydown		7	7	7	7				0		7			0		02/15/2032	1
36201A T6 5	GNMA Pool 577573 6.500% 06/15/32		06/01/2008	Paydown		5	5	5	5				0		5			0		06/15/2032	1
36201B B5 4	GNMA Pool 577960 6.000% 03/15/32		06/01/2008	Paydown		608	608	600	600		8		8		608			0	15	03/15/2032	1
36201F HH 3	GNMA Pool 581732 6.000% 03/15/32		06/01/2008	Paydown		301	301	297	298		4		4		301			0	8	03/15/2032	1
36201F LR 6	GNMA Pool 581836 6.000% 01/15/32		06/01/2008	Paydown		20	20	19	19				0		20			0		01/15/2032	1
36201F ZG 5	GNMA Pool 582243 6.500% 07/15/32		06/01/2008	Paydown		3,990	3,990	4,166	4,160		(171)		(171)		3,990			0	128	07/15/2032	1
36201H JB 0	GNMA Pool 583558 6.000% 03/15/32		06/01/2008	Paydown		181	181	179	179		2		2		181			0	5	03/15/2032	1
36201M D2 5	GNMA Pool 587021 6.500% 04/15/32		06/01/2008	Paydown		412	412	418	418		(5)		(5)		412			0	10	04/15/2032	1
36201M YW 6	GNMA Pool 587625 6.500% 03/15/32		06/01/2008	Paydown		151	151	158	158		(6)		(6)		151			0	4	03/15/2032	1
36202S BX 5	GNMA Pool 607654 5.500% 02/15/33		06/01/2008	Paydown		3,819	3,819	3,899	3,894		(76)		(76)		3,819			0	82	02/15/2033	1
36207L J2 5	GNMA Pool 435081 6.500% 04/15/31		06/01/2008	Paydown		76	76	78	78		(2)		(2)		76			0	2	04/15/2031	1
36208E C7 6	GNMA Pool 448394 6.500% 05/15/31		06/01/2008	Paydown		8	8	9	9				0		8			0		05/15/2031	1
36208P TJ 7	GNMA Pool 456953 6.500% 06/15/28		06/01/2008	Paydown		653	653	650	650		3		3		653			0	18	06/15/2028	1
36208P YR 3	GNMA Pool 457120 6.500% 01/15/29		06/01/2008	Paydown		239	239	247	247		(8)		(8)		239			0	6	01/15/2029	1
36208Q TB 2	GNMA Pool 457846 6.000% 12/15/28		06/01/2008	Paydown		2,945	2,945	3,082	3,070		(125)		(125)		2,945			0	61	12/15/2028	1
36208Q X7 6	GNMA Pool 458002 6.500% 01/15/29		06/01/2008	Paydown		173	173	179	179		(6)		(6)		173			0	5	01/15/2029	1
36208T FM 7	GNMA Pool 460172 6.500% 09/15/31		06/01/2008	Paydown		570	570	594	592		(23)		(23)		570			0	15	09/15/2031	1
36209B HT 8	GNMA Pool 466542 6.500% 02/15/29		06/01/2008	Paydown		2,304	2,304	2,293	2,293		11		11		2,304			0	52	02/15/2029	1
36209B JK 5	GNMA Pool 466566 6.500% 04/15/29		06/01/2008	Paydown		11,582	11,582	11,525	11,526		56		56		11,582			0	288	04/15/2029	1
36209E 7C 0	GNMA Pool 469891 6.500% 01/15/29		06/01/2008	Paydown		190	190	188	188		1		1		190			0	5	01/15/2029	1
36209F UG 2	GNMA Pool 470483 6.500% 06/15/29		06/01/2008	Paydown		10	10	10	10				0		10			0		06/15/2029	1
36209V 4R 2	GNMA Pool 483332 6.500% 01/15/29		06/01/2008	Paydown		63	63	64	64		(1)		(1)		63			0	2	01/15/2029	1
36209Y NW 4	GNMA Pool 485605 6.500% 07/15/31		06/01/2008	Paydown		563	563	563	563				0		563			0	15	07/15/2031	1
36210A ZH 3	GNMA Pool 486844 6.500% 01/15/29		06/01/2008	Paydown		2,602	2,602	2,717	2,710		(109)		(109)		2,602			0	81	01/15/2029	1
36210B BC 8	GNMA Pool 487035 6.500% 03/15/29		06/01/2008	Paydown		2,051	2,051	2,123	2,120		(69)		(69)		2,051			0	51	03/15/2029	1
36210B BZ 7	GNMA Pool 487056 6.500% 03/15/29		06/01/2008	Paydown		1,151	1,151	1,191	1,188		(38)		(38)		1,151			0	32	03/15/2029	1
36210B DP 7	GNMA Pool 487110 6.500% 04/15/29		06/01/2008	Paydown		744	744	777	776		(32)		(32)		744			0	20	04/15/2029	1
36210B NG 6	GNMA Pool 487391 6.500% 12/15/28		06/01/2008	Paydown		327	327	334	334		(6)		(6)		327			0	9	12/15/2028	1
36210B PM 1	GNMA Pool 487428 6.500% 03/15/29		06/01/2008	Paydown		196	196	195	195		1		1		196			0	5	03/15/2029	1
36210C VE 0	GNMA Pool 488513 6.500% 04/15/29		06/01/2008	Paydown		812	812	841	840		(27)		(27)		812			0	22	04/15/2029	1
36210F U4 6	GNMA Pool 491203 6.500% 02/15/29		06/01/2008	Paydown		173	173	172	172				1		173			0	5	02/15/2029	1
36210F Y4 2	GNMA Pool 491331 6.500% 03/15/29		06/01/2008	Paydown		1,067	1,067	1,104	1,102		(35)		(35)		1,067			0	29	03/15/2029	1
36210F YZ 3	GNMA Pool 491328 6.500% 02/15/29		06/01/2008	Paydown		2,961	2,961	2,946	2,947		14		14		2,961			0	64	02/15/2029	1
36210H B7 6	GNMA Pool 492462 6.500% 03/15/29		06/01/2008	Paydown		63	63	64	64		(1)		(1)		63			0	2	03/15/2029	1

QE05

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
36210J GL 6	GNMA Pool 493503 6.500% 08/15/29		.06/01/2008	Paydown		13	13	13	13				.0		13			.0		08/15/2029	1
36210J JX 7	GNMA Pool 493578 6.500% 07/15/31		.06/01/2008	Paydown		3,018	3,018	3,002	3,002		16		16		3,018			.0	.67	07/15/2031	1
36210L RU 9	GNMA Pool 495599 6.500% 05/15/29		.06/01/2008	Paydown		233	233	231	232		2		2		233			.0	.6	05/15/2029	1
36210L RW 5	GNMA Pool 495601 6.500% 05/15/29		.06/01/2008	Paydown		314	314	311	311		2		2		314			.0	.9	05/15/2029	1
36210L YJ 6	GNMA Pool 495813 6.500% 01/15/29		.06/01/2008	Paydown		1,073	1,073	1,065	1,065		8		8		1,073			.0	.29	01/15/2029	1
36210M GA 3	GNMA Pool 496193 6.500% 03/15/29		.06/01/2008	Paydown		17	17	17	17				.0		17			.0		03/15/2029	1
36210M YT 2	GNMA Pool 496722 6.500% 01/15/29		.06/01/2008	Paydown		64	64	65	65		(1)		(1)		64			.0	.2	01/15/2029	1
36210Q HS 4	GNMA Pool 498941 6.500% 04/15/31		.06/01/2008	Paydown		10	10	11	11				.0		10			.0		04/15/2031	1
36210Q QD 7	GNMA Pool 499152 6.500% 02/15/29		.06/01/2008	Paydown		62	62	63	63		(1)		(1)		62			.0	.2	02/15/2029	1
36210U WJ 8	GNMA Pool 502949 6.500% 02/15/29		.06/01/2008	Paydown		85	85	85	85				.0		85			.0	.2	02/15/2029	1
36210U YN 7	GNMA Pool 503017 6.500% 03/15/29		.06/01/2008	Paydown		157	157	155	155		1		1		157			.0	.4	03/15/2029	1
36210V TY 7	GNMA Pool 503767 6.500% 08/15/29		.06/01/2008	Paydown		38	38	39	39		(1)		(1)		38			.0	.1	08/15/2029	1
36210V YK 4	GNMA Pool 503818 6.500% 03/15/29		.06/01/2008	Paydown		145	145	148	147		(3)		(3)		145			.0	.4	03/15/2029	1
36210V VM 0	GNMA Pool 503820 6.500% 03/15/29		.06/01/2008	Paydown		60	60	60	60				.0		60			.0	.2	03/15/2029	1
36210V WH 0	GNMA Pool 503848 6.500% 04/15/29		.06/01/2008	Paydown		199	199	207	206		(7)		(7)		199			.0	.5	04/15/2029	1
36210V WJ 6	GNMA Pool 503849 6.500% 04/15/29		.06/01/2008	Paydown		35	35	35	35				.0		35			.0	.1	04/15/2029	1
36210Y XD 2	GNMA Pool 506576 6.500% 05/15/29		.06/01/2008	Paydown		7,833	7,833	7,995	7,988		(155)		(155)		7,833			.0	.196	05/15/2029	1
36211A U3 8	GNMA Pool 507402 6.500% 05/15/31		.06/01/2008	Paydown		81	81	81	81				.0		81			.0	.2	05/15/2031	1
36211C 2N 1	GNMA Pool 509381 6.500% 07/15/29		.06/01/2008	Paydown		134	134	137	137		(3)		(3)		134			.0	.3	07/15/2029	1
36211C Z2 1	GNMA Pool 509361 6.500% 07/15/29		.06/01/2008	Paydown		250	250	259	258		(8)		(8)		250			.0	.7	07/15/2029	1
36211E FJ 2	GNMA Pool 510569 6.500% 10/15/29		.06/01/2008	Paydown		2,166	2,166	2,242	2,240		(74)		(74)		2,166			.0	.70	10/15/2029	1
36211E T5 7	GNMA Pool 510972 6.500% 05/15/29		.06/01/2008	Paydown		13,532	13,532	14,008	13,976		(444)		(444)		13,532			.0	.366	05/15/2029	1
36211G PD 9	GNMA Pool 512620 6.500% 06/15/29		.06/01/2008	Paydown		9	9	9	9				.0		9			.0		06/15/2029	1
36211L KJ 0	GNMA Pool 516097 6.500% 09/15/29		.06/01/2008	Paydown		403	403	412	410		(7)		(7)		403			.0	.11	09/15/2029	1
36211U MN 9	GNMA Pool 523365 6.500% 01/15/30		.04/01/2008	Paydown		19,320	19,320	19,720	19,655		(335)		(335)		19,320			.0	.419	01/15/2030	1
36211U RS 3	GNMA Pool 523497 6.500% 08/15/31		.06/01/2008	Paydown		1,031	1,031	1,025	1,026		5		5		1,031			.0	.28	08/15/2031	1
36212A DA 0	GNMA Pool 527597 6.500% 06/15/31		.06/01/2008	Paydown		5	5	5	5				.0		5			.0		06/15/2031	1
36212D HD 4	GNMA Pool 530428 6.500% 07/15/31		.06/01/2008	Paydown		1,339	1,339	1,340	1,339				.0		1,339			.0	.37	07/15/2031	1
36212D RE 1	GNMA Pool 530685 6.500% 08/15/31		.06/01/2008	Paydown		1,571	1,571	1,563	1,563		8		8		1,571			.0	.34	08/15/2031	1
36212G GZ 0	GNMA Pool 533788 6.500% 05/15/31		.06/01/2008	Paydown		23	23	23	23				.0		23			.0	.1	05/15/2031	1
36212J Y7 5	GNMA Pool 535434 6.500% 01/15/32		.06/01/2008	Paydown		43	43	44	44		(1)		(1)		43			.0	.1	01/15/2032	1
36212K BY 8	GNMA Pool 535655 6.500% 02/15/31		.06/01/2008	Paydown		16	16	16	16				.0		16			.0		02/15/2031	1
36212M 4N 6	GNMA Pool 538229 6.500% 08/15/31		.06/01/2008	Paydown		29	29	30	30		(1)		(1)		29			.0	.1	08/15/2031	1
36212M 6W 4	GNMA Pool 538285 6.500% 12/15/31		.06/01/2008	Paydown		1,724	1,724	1,793	1,790		(66)		(66)		1,724			.0	.47	12/15/2031	1
36212Q H8 6	GNMA Pool 540355 6.500% 05/15/31		.06/01/2008	Paydown		351	351	356	356		(5)		(5)		351			.0	.9	05/15/2031	1
36212R RA 2	GNMA Pool 541507 6.500% 07/15/31		.06/01/2008	Paydown		17	17	17	17				.0		17			.0		07/15/2031	1
36212T SS 4	GNMA Pool 543329 6.500% 06/15/31		.06/01/2008	Paydown		24	24	24	24				.0		24			.0	.1	06/15/2031	1
36212U 4R 9	GNMA Pool 544532 6.500% 05/15/31		.06/01/2008	Paydown		178	178	185	184		(6)		(6)		178			.0	.5	05/15/2031	1
36212U BB 6	GNMA Pool 543734 6.500% 12/15/30		.06/01/2008	Paydown		211	211	216	216		(4)		(4)		211			.0	.6	12/15/2030	1
36212U CR 0	GNMA Pool 543780 6.500% 01/15/31		.06/01/2008	Paydown		89	89	89	89				.0		89			.0	.2	01/15/2031	1
36212V SX 8	GNMA Pool 545134 6.500% 03/15/31		.06/01/2008	Paydown		4,675	4,675	4,804	4,800		(125)		(125)		4,675			.0	.134	03/15/2031	1
36212W L6 2	GNMA Pool 545849 6.500% 07/15/31		.06/01/2008	Paydown		7,101	7,101	7,351	7,345		(243)		(243)		7,101			.0	.155	07/15/2031	1
36212W M8 7	GNMA Pool 545883 6.500% 08/15/31		.06/01/2008	Paydown		209	209	208	208		1		1		209			.0	.6	08/15/2031	1
36212Y G9 8	GNMA Pool 547524 6.500% 04/15/31		.06/01/2008	Paydown		125	125	125	125				.0		125			.0	.3	04/15/2031	1
36213A KY 9	GNMA Pool 548511 6.500% 07/15/31		.06/01/2008	Paydown		63,888	63,888	66,184	66,048		(2,161)		(2,161)		63,888			.0	.1,730	07/15/2031	1
36213D 5P 9	GNMA Pool 551754 6.500% 04/15/32		.06/01/2008	Paydown		7	7	8	8				.0		7			.0		04/15/2032	1
36213D GB 8	GNMA Pool 551094 6.500% 11/15/31		.06/01/2008	Paydown		2,367	2,367	2,467	2,462		(95)		(95)		2,367			.0	.62	11/15/2031	1
36213D K5 6	GNMA Pool 551216 6.500% 02/15/31		.06/01/2008	Paydown		21	21	21	21				.0		21			.0	.1	02/15/2031	1
36213D UD 8	GNMA Pool 551480 6.500% 06/15/31		.06/01/2008	Paydown		21,910	21,910	22,839	22,797		(887)		(887)		21,910			.0	.479	06/15/2031	1

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SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
36213E 2C 9	GNMA Pool 552571 6.500% 05/15/32		.06/01/2008	Paydown		1,020	1,020	1,056	1,054		(35)		(35)		1,020			0	33	05/15/2032	1
36213E CQ 7	GNMA Pool 551879 6.500% 11/15/31		.06/01/2008	Paydown		2,106	2,106	2,195	2,192		(86)		(86)		2,106			0	47	11/15/2031	1
36213E SK 3	GNMA Pool 552322 6.500% 01/15/32		.06/01/2008	Paydown		29	29	29	29				0	29			0	1	01/15/2032	1	
36213E UQ 7	GNMA Pool 552391 6.500% 02/15/32		.06/01/2008	Paydown		244	244	252	252		(8)		(8)	244			0	7	02/15/2032	1	
36213G AK 7	GNMA Pool 553610 6.500% 02/15/32		.06/01/2008	Paydown		196	196	205	204		(8)		(8)	196			0	6	02/15/2032	1	
36213G UZ 2	GNMA Pool 554200 6.500% 12/15/31		.06/01/2008	Paydown		4,910	4,910	5,127	5,116		(206)		(206)	4,910			0	133	12/15/2031	1	
36213H KW 8	GNMA Pool 554809 6.500% 05/15/31		.06/01/2008	Paydown		3	3	3	3				0	3			0		05/15/2031	1	
36213H M7 1	GNMA Pool 554882 6.500% 06/15/31		.06/01/2008	Paydown		36	36	36	36				0	36			0	1	06/15/2031	1	
36213H XE 4	GNMA Pool 555177 6.500% 12/15/31		.06/01/2008	Paydown		56	56	56	56		(1)		(1)	56			0	2	12/15/2031	1	
36213K AB 8	GNMA Pool 556302 6.000% 12/15/31		.06/01/2008	Paydown		16,502	16,502	16,281	16,304		199		199	16,502			0	338	12/15/2031	1	
36213L NJ 5	GNMA Pool 557593 6.500% 07/15/31		.06/01/2008	Paydown		88	88	90	89		(2)		(2)	88			0	2	07/15/2031	1	
36213Q RS 0	GNMA Pool 561297 6.500% 08/15/31		.06/01/2008	Paydown		448	448	464	463		(15)		(15)	448			0	12	08/15/2031	1	
36213Q YE 3	GNMA Pool 561509 6.000% 07/15/31		.06/01/2008	Paydown		897	897	884	885		11		11	897			0	18	07/15/2031	1	
36213R QK 6	GNMA Pool 562158 6.500% 07/15/31		.06/01/2008	Paydown		5	5	5	5				0	5			0		07/15/2031	1	
36213S GT 6	GNMA Pool 562810 6.000% 07/15/31		.06/01/2008	Paydown		81	81	80	80		1		1	81			0	2	07/15/2031	1	
36213T XM 0	GNMA Pool 564184 6.500% 07/15/31		.06/01/2008	Paydown		688	688	712	712		(24)		(24)	688			0	19	07/15/2031	1	
36213U TU 4	GNMA Pool 564963 6.500% 07/15/31		.06/01/2008	Paydown		1,007	1,007	1,008	1,007				0	1,007			0	27	07/15/2031	1	
36213V H4 3	GNMA Pool 565551 6.500% 08/15/31		.06/01/2008	Paydown		18	18	19	19		(1)		(1)	18			0	1	08/15/2031	1	
36213Y PC 0	GNMA Pool 568419 6.500% 09/15/31		.06/01/2008	Paydown		392	392	398	397		(5)		(5)	392			0	11	09/15/2031	1	
36225B EA 2	GNMA Pool 781029 6.500% 05/15/29		.06/01/2008	Paydown		4,647	4,647	4,852	4,841		(193)		(193)	4,647			0	120	05/15/2029	1	
36225B EV 6	GNMA Pool 781048 6.500% 06/15/29		.06/01/2008	Paydown		4,377	4,377	4,571	4,561		(184)		(184)	4,377			0	120	06/15/2029	1	
36225B ND 6	GNMA Pool 781288 6.500% 05/15/31		.06/01/2008	Paydown		5,425	5,425	5,661	5,651		(226)		(226)	5,425			0	144	05/15/2031	1	
36241K J6 6	GNMA Pool 782085 7.000% 11/15/33		.06/01/2008	Paydown		8,226	8,226	8,507	8,505		(279)		(279)	8,226			0	237	11/15/2033	1	
36241K J7 4	GNMA Pool 782086 7.000% 11/15/31		.06/01/2008	Paydown		1,416	1,416	1,466	1,465		(49)		(49)	1,416			0	41	11/15/2031	1	
36241K JP 4	GNMA Pool 782070 7.000% 06/15/32		.06/01/2008	Paydown		6,047	6,047	6,309	6,305		(257)		(257)	6,047			0	173	06/15/2032	1	
36241K JR 0	GNMA Pool 782072 7.000% 07/15/33		.06/01/2008	Paydown		1,607	1,607	1,677	1,676		(69)		(69)	1,607			0	47	07/15/2033	1	
36241K JT 6	GNMA Pool 782074 7.000% 01/15/33		.06/01/2008	Paydown		2,078	2,078	2,169	2,168		(90)		(90)	2,078			0	60	01/15/2033	1	
0399999	Total - Bonds - U.S. Government					287,522	287,522	294,503	294,128	0	(6,610)	0	(6,610)	0	287,522	0	0	0	7,286	XXX	XXX
Bonds - Special Revenue and Special Assessment																					
31283H S8 9	FHLMC Gold Pool G01443 6.500% 08/01/32		.06/01/2008	Paydown		5,339	5,339	5,551	5,542		(204)		(204)	5,339			0	145	08/01/2032	1	
31287Q LM 1	FHLMC Gold Pool C64832 6.500% 03/01/32		.06/01/2008	Paydown		2,334	2,334	2,419	2,415		(81)		(81)	2,334			0	75	03/01/2032	1	
31287S 3C 9	FHLMC Gold Pool C67095 6.500% 05/01/32		.06/01/2008	Paydown		29,522	29,522	30,698	30,565		(1,043)		(1,043)	29,522			0	789	05/01/2032	1	
31287V 5R 7	FHLMC Gold Pool C69856 6.500% 08/01/32		.06/01/2008	Paydown		10,260	10,260	10,669	10,653		(394)		(394)	10,260			0	333	08/01/2032	1	
31287X G5 9	FHLMC Gold Pool C70220 6.500% 08/01/32		.06/01/2008	Paydown		870	870	904	903		(33)		(33)	870			0	23	08/01/2032	1	
31287X QT 6	FHLMC Gold Pool C70466 6.500% 09/01/32		.06/01/2008	Paydown		5,634	5,634	5,858	5,845		(211)		(211)	5,634			0	127	09/01/2032	1	
31287Y DE 1	FHLMC Gold Pool C71001 6.500% 09/01/32		.06/01/2008	Paydown		11,672	11,672	12,137	12,121		(449)		(449)	11,672			0	377	09/01/2032	1	
31287Y MX 9	FHLMC Gold Pool C71274 6.500% 04/01/32		.06/01/2008	Paydown		1,291	1,291	1,343	1,341		(49)		(49)	1,291			0	33	04/01/2032	1	
31287Y MZ 4	FHLMC Gold Pool C71276 6.500% 04/01/32		.06/01/2008	Paydown		164	164	171	170		(6)		(6)	164			0	4	04/01/2032	1	
3128H3 YL 9	FHLMC Gold Pool E96115 5.000% 05/01/18		.06/01/2008	Paydown		33,930	33,930	34,697	34,504		(574)		(574)	33,930			0	706	05/01/2018	1	
3128M5 U8 1	FHLMC Gold Pool G03907 6.000% 02/01/38		.06/01/2008	Paydown		182,197	182,197	183,933	183,933		(1,737)		(1,737)	182,197			0	2,920	02/01/2038	1	
31292H G4 0	FHLMC Gold Pool C01119 6.500% 11/01/30		.06/01/2008	Paydown		3,002	3,002	2,978	2,980		22		22	3,002			0	95	11/01/2030	1	
31294C 7M 9	FHLMC Gold Pool C36300 6.500% 02/01/30		.06/01/2008	Paydown		56	56	56	56				0	56			0	2	02/01/2030	1	
31294C SN 4	FHLMC Gold Pool C35925 6.500% 01/01/30		.06/01/2008	Paydown		114	114	113	113		1		1	114			0	3	01/01/2030	1	
31294D GQ 8	FHLMC Gold Pool C36507 6.500% 02/01/30		.06/01/2008	Paydown		11	11	10	10				0	11			0		02/01/2030	1	
31296L PC 9	FHLMC Gold Gold Pool A1 6.500% 08/01/33		.06/01/2008	Paydown		14,909	14,909	15,450	15,432		(522)		(522)	14,909			0	422	08/01/2033	1	
31297C SG 6	FHLMC Gold Pool A25019 5.000% 07/01/34		.06/01/2008	Paydown		5,150	5,150	5,112	5,113		37		37	5,150			0	107	07/01/2034	1	
31297G WN 7	FHLMC Gold Pool A28753 5.000% 11/01/34		.06/01/2008	Paydown		7,860	7,860	7,802	7,805		55		55	7,860			0	164	11/01/2034	1	
31298A FS 7	FHLMC Gold Pool C41988 6.500% 09/01/30		.06/01/2008	Paydown		230	230	228	228		2		2	230			0	6	09/01/2030	1	
31298D 3K 1	FHLMC Gold Pool C45302 6.500% 12/01/30		.06/01/2008	Paydown		270	270	268	268		2		2	270			0	8	12/01/2030	1	

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SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.							
31298D XL 6	FHLMC Gold Pool C45183 6.500% 12/01/30		06/01/2008	Paydown		282	282	280	280		2		2		282			0	8	12/01/2030	1
31298E L9 4	FHLMC Gold Pool C45752 6.500% 12/01/30		06/01/2008	Paydown		1,001	1,001	993	993		7		7		1,001			0	22	12/01/2030	1
31298F WY 4	FHLMC Gold Pool C46963 6.500% 01/01/31		06/01/2008	Paydown		62	62	62	62				0		62			0	2	01/01/2031	1
31335H RZ 8	FHLMC Gold Pool C90504 6.500% 12/01/21		06/01/2008	Paydown		8,612	8,612	8,920	8,920		(308)		(308)		8,612			0	229	12/01/2021	1
31371K BS 9	FNMA Pool 253949 6.500% 09/01/31		06/01/2008	Paydown		901	901	930	929		(28)		(28)		901			0	24	09/01/2031	1
31371K DL 2	FNMA Pool 254007 6.500% 10/01/31		06/01/2008	Paydown		1,478	1,478	1,540	1,537		(59)		(59)		1,478			0	41	10/01/2031	1
31371K F3 0	FNMA Pool 254086 6.500% 11/01/21		06/01/2008	Paydown		3,958	3,958	4,125	4,106		(148)		(148)		3,958			0	104	11/01/2021	1
31371K LU 3	FNMA Pool 254239 6.500% 03/01/32		06/01/2008	Paydown		24,299	24,299	25,544	25,494		(1,195)		(1,195)		24,299			0	667	03/01/2032	1
31371K UC 3	FNMA Pool 254479 6.500% 10/01/32		06/01/2008	Paydown		18,688	18,688	19,289	19,266		(578)		(578)		18,688			0	506	10/01/2032	1
31371L EV 7	FNMA Pool 254948 6.500% 10/01/33		06/01/2008	Paydown		2,533	2,533	2,641	2,637		(105)		(105)		2,533			0	67	10/01/2033	1
31371L RR 2	FNMA Pool 255296 6.500% 06/01/34		06/01/2008	Paydown		10,953	10,953	11,306	11,294		(341)		(341)		10,953			0	318	06/01/2034	1
31371M AF 4	FNMA Pool 255706 5.500% 05/01/35		06/01/2008	Paydown		24,835	24,835	24,494	24,497		339		339		24,835			0	556	05/01/2035	1
31375K GZ 4	FNMA Pool 336916 6.500% 02/01/26		06/01/2008	Paydown		75	75	79	78		(3)		(3)		75			0	2	02/01/2026	1
31376K MK 9	FNMA Pool 357762 5.500% 04/01/35		06/01/2008	Paydown		10,828	10,828	10,679	10,680		148		148		10,828			0	255	04/01/2035	1
31377R C4 0	FNMA Pool 384491 5.655% 11/01/11		06/01/2008	Paydown		745	745	724	734		11		11		745			0	18	11/01/2011	1
31377R JC 5	FNMA Pool 384659 6.190% 01/01/12		06/01/2008	Paydown		1,185	1,185	1,184	1,182		3		3		1,185			0	31	01/01/2012	1
31377R PS 3	FNMA Pool 384833 6.070% 03/01/12		06/01/2008	Paydown		663	663	660	660		3		3		663			0	17	03/01/2012	1
31377R RX 0	FNMA Pool 384902 5.880% 03/01/12		06/01/2008	Paydown		687	687	673	679		8		8		687			0	17	03/01/2012	1
31380J PB 3	FNMA Pool 441518 6.500% 08/01/28		06/01/2008	Paydown		15	15	16	16		(1)		(1)		15			0	89	08/01/2028	1
31382G U9 6	FNMA Pool 482208 6.500% 04/01/29		06/01/2008	Paydown		33,379	33,379	34,777	34,578		(1,198)		(1,198)		33,379			0	1,084	04/01/2029	1
31382P AC 8	FNMA Pool 488719 6.500% 03/01/29		06/01/2008	Paydown		4,211	4,211	4,387	4,369		(158)		(158)		4,211			0	114	03/01/2029	1
31382R NY 5	FNMA Pool 490107 6.500% 03/01/29		06/01/2008	Paydown		6,864	6,864	7,145	7,124		(260)		(260)		6,864			0	181	03/01/2029	1
31383C U6 0	FNMA Pool 499305 6.500% 08/01/29		06/01/2008	Paydown		1,042	1,042	1,085	1,083		(41)		(41)		1,042			0	28	08/01/2029	1
31383D S5 8	FNMA Pool 500457 6.500% 06/01/29		06/01/2008	Paydown		137	137	143	143		(5)		(5)		137			0	4	06/01/2029	1
31383J GU 9	FNMA Pool 504983 6.500% 08/01/29		06/01/2008	Paydown		184	184	192	192		(7)		(7)		184			0	5	08/01/2029	1
31383J XE 5	FNMA Pool 504777 6.500% 10/01/29		06/01/2008	Paydown		626	626	652	648		(22)		(22)		626			0	20	10/01/2029	1
31383L TV 7	FNMA Pool 506464 6.500% 08/01/29		06/01/2008	Paydown		16	16	17	17		(1)		(1)		16			0	89	08/01/2029	1
31384V YU 0	FNMA Pool 535423 6.500% 07/01/30		06/01/2008	Paydown		1,425	1,425	1,486	1,483		(58)		(58)		1,425			0	37	07/01/2030	1
31385H QR 6	FNMA Pool 545064 6.500% 06/01/31		06/01/2008	Paydown		3,732	3,732	3,891	3,885		(153)		(153)		3,732			0	99	06/01/2031	1
31385J K8 0	FNMA Pool 545819 6.500% 08/01/32		06/01/2008	Paydown		23,958	23,958	24,919	24,875		(918)		(918)		23,958			0	639	08/01/2032	1
31385X Q9 1	FNMA Pool 555880 5.500% 11/01/33		06/01/2008	Paydown		3,931	3,931	3,907	3,908		23		23		3,931			0	89	11/01/2033	1
31386U ZE 5	FNMA Pool 574141 6.500% 05/01/31		06/01/2008	Paydown		552	552	575	574		(21)		(21)		552			0	15	05/01/2031	1
31387N 3G 0	FNMA Pool 589499 6.500% 08/01/31		06/01/2008	Paydown		143	143	149	148		(6)		(6)		143			0	4	08/01/2031	1
31387P QN 5	FNMA Pool 590061 6.500% 06/01/31		06/01/2008	Paydown		35	35	37	37		(1)		(1)		35			0	1	06/01/2031	1
31387T W5 9	FNMA Pool 593868 6.500% 07/01/31		06/01/2008	Paydown		4	4	5	5		0		0		4			0	89	07/01/2031	1
31388D NP 9	FNMA Pool 601698 6.500% 08/01/31		06/01/2008	Paydown		7,331	7,331	7,638	7,599		(269)		(269)		7,331			0	238	08/01/2031	1
31388K KZ 4	FNMA Pool 607012 6.500% 10/01/31		06/01/2008	Paydown		1,419	1,419	1,478	1,474		(55)		(55)		1,419			0	38	10/01/2031	1
31388L CK 4	FNMA Pool 607674 6.500% 11/01/31		06/01/2008	Paydown		75	75	78	78		(3)		(3)		75			0	2	11/01/2031	1
31388N PT 7	FNMA Pool 609834 6.500% 10/01/31		06/01/2008	Paydown		2	2	2	2		0		0		2			0	10	10/01/2031	1
31388U CU 2	FNMA Pool 614883 6.500% 11/01/31		06/01/2008	Paydown		8	8	8	8		0		0		8			0	89	11/01/2031	1
31388Y ZU 9	FNMA Pool 619155 6.500% 03/01/32		06/01/2008	Paydown		11,066	11,066	11,529	11,510		(444)		(444)		11,066			0	280	03/01/2032	1
31389N 5W 1	FNMA Pool 630961 6.500% 02/01/32		06/01/2008	Paydown		22,419	22,419	23,375	23,336		(917)		(917)		22,419			0	607	02/01/2032	1
31389Y QS 3	FNMA Pool 639565 6.500% 04/01/32		06/01/2008	Paydown		231	231	241	241		(9)		(9)		231			0	6	04/01/2032	1
31390L JA 9	FNMA Pool 649283 6.500% 08/01/32		06/01/2008	Paydown		866	866	903	902		(35)		(35)		866			0	24	08/01/2032	1
31390N 6X 5	FNMA Pool 651686 6.500% 08/01/32		06/01/2008	Paydown		44	44	46	46		(2)		(2)		44			0	1	08/01/2032	1
31390P GD 3	FNMA Pool 651896 6.500% 08/01/32		06/01/2008	Paydown		10,756	10,756	11,102	11,090		(333)		(333)		10,756			0	283	08/01/2032	1
31391B 6D 4	FNMA Pool 662468 6.500% 10/01/32		06/01/2008	Paydown		2,456	2,456	2,582	2,570		(114)		(114)		2,456			0	67	10/01/2032	1
31391K 5X 1	FNMA Pool 669662 6.500% 05/01/32		06/01/2008	Paydown		52,689	52,689	55,042	54,937		(2,248)		(2,248)		52,689			0	1,393	05/01/2032	1
31391L AP 0	FNMA Pool 669714 6.500% 11/01/32		06/01/2008	Paydown		171	171	179	179		(8)		(8)		171			0	4	11/01/2032	1

QE053

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

QE054

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.							
31391L X7 5	FNMA Pool 670402 6.500% 06/01/32		06/01/2008	Paydown		16,347	16,347	16,906	16,880		(534)		(534)		16,347			0	442	06/01/2032	1
31391Q TB 0	FNMA Pool 673846 6.500% 10/01/29		06/01/2008	Paydown		12,888	12,888	13,415	13,339		(450)		(450)		12,888			0	280	10/01/2029	1
31391S 5M 8	FNMA Pool 675952 6.500% 04/01/32		06/01/2008	Paydown		348	348	362	362		(14)		(14)		348			0	9	04/01/2032	1
31391V BB 8	FNMA Pool 677834 6.500% 01/01/33		06/01/2008	Paydown		6,302	6,302	6,505	6,498		(196)		(196)		6,302			0	163	01/01/2033	1
31393R ZN 3	FHLMC 2627 BG 3.250% 06/15/17		06/01/2008	Paydown		5,029	5,029	4,825	4,871		158		158		5,029			0	68	06/15/2017	1
31395N GR 2	FNMA 2006-53 PA 5.500% 12/25/26		06/01/2008	Paydown		133,494	133,494	133,061	133,037		457		457		133,494			0	3,057	12/25/2026	1
31400C GQ 1	FNMA Pool 683407 6.500% 02/01/33		06/01/2008	Paydown		12,837	12,837	13,469	13,450		(613)		(613)		12,837			0	348	02/01/2033	1
31400V KR 2	FNMA Pool 698804 6.500% 04/01/33		06/01/2008	Paydown		766	766	791	789		(22)		(22)		766			0	21	04/01/2033	1
31400W RF 9	FNMA Pool 699886 6.500% 04/01/33		06/01/2008	Paydown		553	553	581	580		(27)		(27)		553			0	15	04/01/2033	1
31401X CY 1	FNMA Pool 721087 6.500% 10/01/33		06/01/2008	Paydown		2,810	2,810	2,954	2,950		(139)		(139)		2,810			0	76	10/01/2033	1
31401Y DB 8	FNMA Pool 721998 6.500% 06/01/33		06/01/2008	Paydown		976	976	1,026	1,021		(45)		(45)		976			0	26	06/01/2033	1
31402C 4B 5	FNMA Pool 725418 6.500% 05/01/34		06/01/2008	Paydown		49,835	49,835	52,147	52,077		(2,243)		(2,243)		49,835			0	1,324	05/01/2034	1
31402C WF 5	FNMA Pool 725246 6.500% 01/01/34		06/01/2008	Paydown		45	45	46	46		(1)		(1)		45			0	1	01/01/2034	1
31402D C9 9	FNMA Pool 725596 6.500% 03/01/34		06/01/2008	Paydown		22,068	22,068	23,154	23,123		(1,055)		(1,055)		22,068			0	627	03/01/2034	1
31402F 3S 2	FNMA Pool 728109 5.000% 07/01/33		06/01/2008	Paydown		93,277	93,277	89,863	89,904		3,373		3,373		93,277			0	1,944	07/01/2033	1
31402Q TR 2	FNMA Pool 735060 6.000% 11/01/34		06/01/2008	Paydown		3,764	3,764	3,879	3,875		(112)		(112)		3,764			0	93	11/01/2034	1
31402W CK 2	FNMA Pool 739974 5.500% 09/01/33		06/01/2008	Paydown		6,083	6,083	6,047	6,047		36		36		6,083			0	139	09/01/2033	1
31403D D9 7	FNMA Pool 745428 5.500% 01/01/36		06/01/2008	Paydown		11,271	11,271	11,116	11,117		154		154		11,271			0	255	01/01/2036	1
31403G SS 2	FNMA Pool 748529 6.500% 10/01/33		06/01/2008	Paydown		305	305	321	320		(15)		(15)		305			0	8	10/01/2033	1
31403N QD 2	FNMA Pool 753852 6.500% 12/01/33		06/01/2008	Paydown		22	22	23	23		(1)		(1)		22			0	1	12/01/2033	1
31403V S8 3	FNMA Pool 759343 6.500% 01/01/34		06/01/2008	Paydown		3,810	3,810	3,973	3,968		(158)		(158)		3,810			0	115	01/01/2034	1
31404B R7 9	FNMA Pool 763810 6.500% 11/01/33		06/01/2008	Paydown		38	38	39	39		(1)		(1)		38			0	1	11/01/2033	1
31404E N6 9	FNMA Pool 766413 6.500% 03/01/34		06/01/2008	Paydown		178	178	187	187		(9)		(9)		178			0	5	03/01/2034	1
31404F V6 7	FNMA Pool 767537 6.500% 02/01/34		06/01/2008	Paydown		52	52	53	53		(2)		(2)		52			0	1	02/01/2034	1
31404H K7 3	FNMA Pool 769018 6.500% 12/01/31		06/01/2008	Paydown		5,983	5,983	6,176	6,167		(184)		(184)		5,983			0	171	12/01/2031	1
31404Q D3 0	FNMA Pool 775122 6.500% 05/01/34		06/01/2008	Paydown		31,400	31,400	32,740	32,697		(1,297)		(1,297)		31,400			0	760	05/01/2034	1
31404T YM 9	FNMA Pool 778416 5.500% 07/01/35		06/01/2008	Paydown		84,068	84,068	82,912	82,921		1,147		1,147		84,068			0	1,926	07/01/2035	1
31405A CF 8	FNMA Pool 783170 6.500% 06/01/34		06/01/2008	Paydown		44	44	46	46		(1)		(1)		44			0	1	06/01/2034	1
31405D CR 6	FNMA Pool 785880 6.500% 07/01/34		06/01/2008	Paydown		1,648	1,648	1,701	1,696		(48)		(48)		1,648			0	45	07/01/2034	1
31405D KN 6	FNMA Pool 786101 6.500% 07/01/34		06/01/2008	Paydown		1,111	1,111	1,165	1,164		(53)		(53)		1,111			0	30	07/01/2034	1
31405V H2 6	FNMA Pool 800449 5.000% 10/01/34		06/01/2008	Paydown		28,803	28,803	28,637	28,639		164		164		28,803			0	506	10/01/2034	1
31405V KD 8	FNMA Pool 800492 5.000% 10/01/34		06/01/2008	Paydown		14,576	14,576	14,492	14,493		83		83		14,576			0	249	10/01/2034	1
31405W VF 9	FNMA Pool 801714 5.000% 10/01/34		06/01/2008	Paydown		18,384	18,384	18,278	18,279		105		105		18,384			0	402	10/01/2034	1
31406U PD 4	FNMA Pool 820420 5.500% 04/01/35		06/01/2008	Paydown		3,177	3,177	3,133	3,134		43		43		3,177			0	71	04/01/2035	1
31407F 2L 3	FNMA Pool 829779 5.500% 05/01/36		06/01/2008	Paydown		9,869	9,869	9,809	9,809		60		60		9,869			0	232	05/01/2036	1
31407H BT 2	FNMA Pool 830850 5.500% 07/01/35		06/01/2008	Paydown		2,482	2,482	2,448	2,448		34		34		2,482			0	57	07/01/2035	1
31407H E5 1	FNMA Pool 830956 5.500% 08/01/35		06/01/2008	Paydown		40,140	40,140	39,588	39,592		547		547		40,140			0	967	08/01/2035	1
31407J EJ 7	FNMA Pool 831837 5.500% 09/01/36		06/01/2008	Paydown		595	595	592	592		4		4		595			0	14	09/01/2036	1
31407J RE 4	FNMA Pool 832185 5.000% 12/01/35		06/01/2008	Paydown		100,052	100,052	96,793	96,882		3,171		3,171		100,052			0	1,964	12/01/2035	1
31407M ZY 4	FNMA Pool 835159 5.500% 08/01/30		06/01/2008	Paydown		6,785	6,785	6,691	6,692		92		92		6,785			0	134	08/01/2030	1
31407R QF 4	FNMA Pool 838454 5.500% 09/01/35		06/01/2008	Paydown		49,469	49,469	48,789	48,795		675		675		49,469			0	975	09/01/2035	1
31407S N2 4	FNMA Pool 839309 5.500% 09/01/35		06/01/2008	Paydown		47,622	47,622	46,967	46,973		649		649		47,622			0	1,116	09/01/2035	1
31407T HU 7	FNMA Pool 840043 5.500% 09/01/35		06/01/2008	Paydown		3,513	3,513	3,465	3,465		48		48		3,513			0	81	09/01/2035	1
31408F LW 7	FNMA Pool 850041 5.500% 06/01/36		06/01/2008	Paydown		706	706	702	702		4		4		706			0	17	06/01/2036	1
31409C 4T 9	FNMA Pool 867634 5.500% 04/01/36		06/01/2008	Paydown		3,010	3,010	2,992	2,992		18		18		3,010			0	69	04/01/2036	1
31409C 5B 7	FNMA Pool 867642 5.500% 05/01/36		06/01/2008	Paydown		2,642	2,642	2,626	2,626		16		16		2,642			0	59	05/01/2036	1
31409C W8 4	FNMA Pool 867471 5.500% 06/01/36		06/01/2008	Paydown		45,083	45,083	44,806	44,807		275		275		45,083			0	854	06/01/2036	1
31409F GG 7	FNMA Pool 869699 5.500% 04/01/36		06/01/2008	Paydown		746	746	742	742		5		5		746			0	17	04/01/2036	1
31409G 4J 2	FNMA Pool 871225 5.500% 04/01/36		06/01/2008	Paydown		18,979	18,979	18,862	18,863		116		116		18,979			0	465	04/01/2036	1

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
31409J EA 4	FNMA Pool 872329 5.500% 05/01/36		06/01/2008	Paydown		6,585	6,585	6,544	6,545		40		40		6,585			0	167	05/01/2036	1
31409J UL 2	FNMA Pool 872787 5.500% 06/01/36		06/01/2008	Paydown		40,160	40,160	39,914	39,915		245		245		40,160			0	904	06/01/2036	1
31409X GF 0	FNMA Pool 881398 5.500% 05/01/36		06/01/2008	Paydown		5,911	5,911	5,875	5,875		36		36		5,911			0	151	05/01/2036	1
31409X KU 2	FNMA Pool 881507 5.500% 04/01/36		06/01/2008	Paydown		21,954	21,954	21,819	21,820		134		134		21,954			0	601	04/01/2036	1
31409Y KK 2	FNMA Pool 882398 5.500% 05/01/36		06/01/2008	Paydown		2,988	2,988	2,970	2,970		18		18		2,988			0	68	05/01/2036	1
31410A JA 5	FNMA Pool 883257 5.500% 07/01/36		06/01/2008	Paydown		19,992	19,992	19,870	19,870		122		122		19,992			0	458	07/01/2036	1
31410B AE 4	FNMA Pool 883905 5.500% 05/01/36		06/01/2008	Paydown		957	957	951	951		6		6		957			0	20	05/01/2036	1
31410B EC 6	FNMA Pool 884030 5.500% 05/01/36		06/01/2008	Paydown		14,007	14,007	13,922	13,922		85		85		14,007			0	376	05/01/2036	1
31410F EF 5	FNMA Pool 887631 5.500% 07/01/36		06/01/2008	Paydown		10,568	10,568	10,503	10,503		64		64		10,568			0	251	07/01/2036	1
31410M QC 0	FNMA Pool 891554 5.500% 05/01/36		06/01/2008	Paydown		886	886	880	880		5		5		886			0	20	05/01/2036	1
31410N RN 0	FNMA Pool 892493 5.500% 08/01/36		06/01/2008	Paydown		5,028	5,028	4,997	4,997		31		31		5,028			0	120	08/01/2036	1
31410Q PK 1	FNMA Pool 894226 5.500% 11/01/36		06/01/2008	Paydown		9,353	9,353	9,296	9,296		57		57		9,353			0	204	11/01/2036	1
31410S JR 9	FNMA Pool 895872 5.500% 06/01/36		06/01/2008	Paydown		9,721	9,721	9,661	9,662		59		59		9,721			0	222	06/01/2036	1
31410X HZ 2	FNMA Pool 900348 5.500% 09/01/36		06/01/2008	Paydown		29,123	29,123	28,944	28,945		178		178		29,123			0	637	09/01/2036	1
31411A PZ 2	FNMA Pool 902340 5.500% 11/01/36		06/01/2008	Paydown		39,336	39,336	39,095	39,096		240		240		39,336			0	866	11/01/2036	1
31411A R8 0	FNMA Pool 902411 5.500% 11/01/36		06/01/2008	Paydown		9,911	9,911	9,850	9,850		60		60		9,911			0	236	11/01/2036	1
31411C GJ 4	FNMA Pool 903901 5.500% 11/01/36		06/01/2008	Paydown		555	555	551	551		3		3		555			0	13	11/01/2036	1
31411D 5K 1	FNMA Pool 905450 5.500% 11/01/36		06/01/2008	Paydown		9,988	9,988	9,927	9,927		61		61		9,988			0	229	11/01/2036	1
31411D Z4 4	FNMA Pool 905363 5.500% 12/01/36		06/01/2008	Paydown		3,020	3,020	3,001	3,002		18		18		3,020			0	69	12/01/2036	1
31411J RS 7	FNMA Pool 909597 5.500% 02/01/37		06/01/2008	Paydown		29,159	29,159	29,354		(196)		(196)		29,159			0	134	02/01/2037	1	
38374L 5Y 3	GNMA 2005-74 HB 7.500% 09/16/35		06/01/2008	Paydown		114	114	122	120		(6)		(6)		114			0	3	08/16/2028	1
38374L 5Z 0	GNMA 2005-74 HC 7.500% 09/16/35		06/01/2008	Paydown		686	686	731	722		(36)		(36)		686			0	21	09/16/2031	1
3199999	Total - Bonds - Special Revenue & Assessment					1,790,374	1,790,374	1,800,813	1,586,340	0	(9,254)	0	(9,254)	0	1,790,374	0	0	0	40,457	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00103R BA 3	AESOP Funding II LLC 2.860% 08/20/09		06/20/2008	Paydown		200,000	200,000	198,890	198,890		1,110		1,110		200,000			0	2,383	08/20/2009	1FE
05949A UW 8	Bank of America Mortgage 4.758% 11/25/34		06/01/2008	Paydown		1,462	1,462	1,468	1,466		(4)		(4)		1,462			0	30	10/25/2034	1FE
07383F AB 4	Bear Stearns Commercial 6.440% 06/16/30		06/01/2008	Paydown		277,558	277,558	303,514	281,989		(4,430)		(4,430)		277,558			0	8,141	06/16/2009	1FE
12669G NL 1	Countrywide Home Loans 2.753% 03/25/35		06/25/2008	Paydown		1,113	1,113	1,096	1,096		16		16		1,113			0	16	03/25/2035	1FE
140661 AE 9	Capmark Financial Group 5.875% 05/10/12		04/30/2008	Tax Free Exchange		469,833	470,000	469,798	469,821		12		12		469,833			0	13,039	05/10/2012	2FE
161505 CW 0	Chase Commercial Mortga 6.390% 11/18/30		06/01/2008	Paydown		194,793	194,793	212,925	197,477		(2,684)		(2,684)		194,793			0	5,882	11/18/2008	1FE
20033T AR 0	Comed Transitional Fund 5.740% 12/25/10		06/25/2008	Paydown		241,057	241,057	257,667	247,442		(6,385)		(6,385)		241,057			0	6,918	12/25/2010	1FE
22237L NR 9	Countrywide Home Loan S 3.250% 05/21/08		05/21/2008	Maturity		75,000	75,000	74,323	74,323		677		677		75,000			0	1,219	05/21/2008	2FE
254709 AB 4	Discover Financial Svs 6.450% 06/12/17		04/29/2008	Tax Free Exchange		325,475	335,000	325,000	325,230		245		245		325,475			0	8,223	06/12/2017	2FE
36242D H5 5	GSR Mortgage Loan Trust 6.433% 04/25/35		06/01/2008	Paydown		8,725	8,725	8,749	8,734		(10)		(10)		8,725			0	217	12/25/2022	1FE
40430K AC 5	Hsi Asset Securitizatio 2.543% 03/25/36		04/28/2008	Call 100.0000		5,337	5,337	5,318	5,332		6		6		5,337			0	64	03/25/2036	1FE
441812 FY 5	HSBC Finance Corp 6.400% 06/17/08		06/17/2008	Maturity		1,000,000	1,000,000	1,010,980	1,001,033		(1,033)		(1,033)		1,000,000			0	32,000	06/17/2008	1FE
487836 AY 4	Kellogg Co 2.875% 06/01/08		06/01/2008	Maturity		1,500,000	1,500,000	1,469,880	1,496,290		3,710		3,710		1,500,000			0	21,563	06/01/2008	2FE
49228R AE 3	Kern River Funding 144A 4.893% 04/30/18		06/30/2008	Redemption 100.0000		7,000	7,000	7,000	7,000		0		0		7,000			0	143	04/30/2018	1FE
61746W DV 0	Morgan Stanley Dean Wit 7.200% 10/15/33		06/01/2008	Paydown		904	904	954	914		(10)		(10)		904			0	27	08/15/2010	1FE
61746W MZ 9	Morgan Stanley Dean Wit 6.510% 04/15/34		06/01/2008	Paydown		1,260	1,260	1,406	1,324		(64)		(64)		1,260			0	41	02/15/2012	1FE
68338S EP 9	ONYX Acceptance Auto Tr 3.500% 12/15/11		05/15/2008	Paydown		430,182	430,182	427,136	427,136		3,046		3,046		430,182			0	6,171	12/15/2011	1FE
718904 QT 5	Phoenix Ariz Indl Dev A 5.500% 12/01/38		06/02/2008	Call 100.0000		36,891	36,891	38,898	38,837		(32)		(32)		38,805		(1,914)	(1,914)	851	12/01/2038	1FE
81744F EV 5	Sequoia Mortgage Trust 2.802% 11/20/34		06/20/2008	Paydown		945	945	939	939		6		6		945			0	16	11/20/2034	1FE
84254Q AA 7	Southern Capital Corp 1 5.700% 06/30/23		06/30/2008	Redemption 100.0000		798	798	775	775		23		23		798			0	(3)	06/30/2023	1FE
94981N AH 8	Wells Fargo Mtge Backed 4.526% 04/25/35		06/01/2008	Paydown		4,839	4,839	4,826	4,826		13		13		4,839			0	92	04/25/2035	1FE
4599999	Total - Bonds - Industrial & Miscellaneous					4,783,172	4,792,864	4,821,565	4,790,874	0	(5,788)	0	(5,788)	0	4,785,086	0	(1,914)	(1,914)	107,033	XXX	XXX
6099997	Total - Bonds - Part 4					6,861,068	6,870,760	6,916,881	6,671,342	0	(21,652)	0	(21,652)	0	6,862,982	0	(1,914)	(1,914)	154,776	XXX	XXX
6099999	Total - Bonds					6,861,068	6,870,760	6,916,881	6,671,342	0	(21,652)	0	(21,652)	0	6,862,982	0	(1,914)	(1,914)	154,776	XXX	XXX
Common Stocks - Mutual Funds																					

QE055

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1 CUSIP Identification	2 Description	3 F o r e i g n Disposal Date	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.							
922020 10 2	Vanguard Asset Allocati.....		.06/27/2008	Direct.....	#####	43,818	.XXX	66,864	48,536	(2,062)			(2,062)		66,864		(23,046)	(23,046)	243	.XXX	L
7099999	Total - Common Stocks - Mutual Funds.....					43,818	.XXX	66,864	48,536	(2,062)			(2,062)		66,864		(23,046)	(23,046)	243	.XXX	.XXX
7299997	Total - Common Stocks - Part 4.....					43,818	.XXX	66,864	48,536	(2,062)			(2,062)		66,864		(23,046)	(23,046)	243	.XXX	.XXX
7299999	Total - Common Stocks.....					43,818	.XXX	66,864	48,536	(2,062)			(2,062)		66,864		(23,046)	(23,046)	243	.XXX	.XXX
7399999	Total - Preferred and Common Stocks.....					43,818	.XXX	66,864	48,536	(2,062)			(2,062)		66,864		(23,046)	(23,046)	243	.XXX	.XXX
7499999	Total - Bonds, Preferred and Common Stocks.....					6,904,886	.XXX	6,983,745	6,719,878	(2,062)	(21,652)		(23,714)		6,929,846		(24,960)	(24,960)	155,019	.XXX	.XXX

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

QE05.6

**Sch. DB-Part A-Section 1
NONE**

**Sch. DB-Part B-Section 1
NONE**

**Sch. DB-Part C-Section 1
NONE**

**Sch. DB-Part D-Section 1
NONE**

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
Open Depositories								
Chase Manhattan Bank.....	New York, NY.....				.....277,329	.....23,802	.....(289,187)	XXX
Bank of America.....	Hartford, CT.....				.....8,192,283	.....4,463,469	.....8,755,534	XXX
Citibank.....	Wilmington, DE.....				.....964,247	.....640,284	.....141,961	XXX
Bank of America.....	Hartford, CT.....				.....(1,016,397)	.....(546,692)	.....(671,832)	XXX
Bank of America.....	Hartford, CT.....				.....(19,436,314)	.....(16,439,341)	.....(16,356,667)	XXX
Bank of New York Mellon Corporation.....	New York, NY.....				.....46,462	.....(206,797)	.....(229,097)	XXX
contra cash - stale accounts.....					.....1,109,644	.....1,154,461	.....1,194,435	XXX
0199998. Deposits in.....6 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories.....	...XXX...	...XXX...			.....226,751	.....(342,381)	.....(52,078)	XXX
0199999. Total Open Depositories.....	...XXX...	...XXX...	.....0	.....0	.....(9,635,995)	.....(11,253,195)	.....(7,506,931)	XXX
0399999. Total Cash on Deposit.....	...XXX...	...XXX...	.....0	.....0	.....(9,635,995)	.....(11,253,195)	.....(7,506,931)	XXX
0599999. Total Cash.....	...XXX...	...XXX...	.....0	.....0	.....(9,635,995)	.....(11,253,195)	.....(7,506,931)	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
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NONE