

QUARTERLY STATEMENT

OF THE

DELTA DENTAL

OF RHODE ISLAND

of PROVIDENCE

in the state of RHODE ISLAND

TO THE

Insurance Department

OF THE

STATE OF

RHODE ISLAND

FOR THE QUARTER ENDED

March 31, 2010

HEALTH

2010

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	43,033,718		43,033,718	41,564,152
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	8,534,133		8,534,133	8,411,725
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ (597,986)), cash equivalents (\$ 0), and short-term investments (\$ 3,341,930)	2,743,944		2,743,944	7,556,453
6. Contract loans (including \$ 0 premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Aggregate write-ins for invested assets				
11. Subtotals, cash and invested assets (Lines 1 to 10)	54,311,795		54,311,795	57,532,330
12. Title plants less \$ 0 charged off (for Title insurers only)				
13. Investment income due and accrued	530,307		530,307	587,179
14. Premiums and considerations:				
14.1 Uncollected premiums and agents' balances in the course of collection	1,987,978	462,562	1,525,416	1,686,508
14.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)				
14.3 Accrued retrospective premiums				
15 Reinsurance:				
15.1 Amounts recoverable from reinsurers				
15.2 Funds held by or deposited with reinsured companies				
15.3 Other amounts receivable under reinsurance contracts				
16. Amounts receivable relating to uninsured plans	3,010,231		3,010,231	2,679,759
17.1 Current federal and foreign income tax recoverable and interest thereon				
17.2 Net deferred tax asset				
18. Guaranty funds receivable or on deposit				
19. Electronic data processing equipment and software	1,401,697	1,061,761	339,936	401,266
20. Furniture and equipment, including health care delivery assets (\$ 0)	576,625	576,625		
21. Net adjustment in assets and liabilities due to foreign exchange rates				
22. Receivables from parent, subsidiaries and affiliates	8,517,405	8,390,839	126,566	216,761
23. Health care (\$ 0) and other amounts receivable				
24. Aggregate write-ins for other than invested assets	677,784	381,471	296,313	230,813
25. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 11 to 24)	71,013,822	10,873,258	60,140,564	63,334,616
26. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
27. Total (Lines 25 and 26)	71,013,822	10,873,258	60,140,564	63,334,616

DETAILS OF WRITE-IN LINES				
1001.				
1002.				
1003.				
1098. Summary of remaining write-ins for Line 10 from overflow page				
1099. Totals (Lines 1001 through 1003 plus 1098) (Line 10 above)				
2401. RETROSPECTIVE PREMIUM ADJUSTMENTS	420,639	124,326	296,313	230,813
2402. PREPAID EXPENSES	253,848	253,848		
2403. OTHER AR & UTILITY DEPOSIT	3,297	3,297		
2498. Summary of remaining write-ins for Line 24 from overflow page				
2499. Totals (Lines 2401 through 2403 plus 2498) (Line 24 above)	677,784	381,471	296,313	230,813

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ 0 reinsurance ceded)	5,179,800		5,179,800	5,182,500
2. Accrued medical incentive pool and bonus amounts				
3. Unpaid claims adjustment expenses	208,446		208,446	221,541
4. Aggregate health policy reserves				
5. Aggregate life policy reserves				
6. Property/casualty unearned premium reserve				
7. Aggregate health claim reserves				
8. Premiums received in advance	1,422,968		1,422,968	1,533,692
9. General expenses due or accrued	3,857,444		3,857,444	4,344,273
10.1 Current federal and foreign income tax payable and interest thereon (including \$ 0 on realized gains (losses))				
10.2 Net deferred tax liability				
11. Ceded reinsurance premiums payable				
12. Amounts withheld or retained for the account of others				
13. Remittances and items not allocated				
14. Borrowed money (including \$ 0 current) and interest thereon \$ 0 (including \$ 0 current)				
15. Amounts due to parent, subsidiaries and affiliates	1,320,238		1,320,238	2,701,352
16. Derivatives				
17. Payable for securities				
18. Funds held under reinsurance treaties (with \$ 0 authorized reinsurers and \$ 0 unauthorized reinsurers)				
19. Reinsurance in unauthorized companies				
20. Net adjustments in assets and liabilities due to foreign exchange rates				
21. Liability for amounts held under uninsured plans				
22. Aggregate write-ins for other liabilities (including \$ 0 current)	291,735		291,735	295,871
23. Total liabilities (Lines 1 to 22)	12,280,631		12,280,631	14,279,229
24. Aggregate write-ins for special surplus funds	X X X	X X X		
25. Common capital stock	X X X	X X X		
26. Preferred capital stock	X X X	X X X		
27. Gross paid in and contributed surplus	X X X	X X X		
28. Surplus notes	X X X	X X X		
29. Aggregate write-ins for other than special surplus funds	X X X	X X X	7,744,358	8,099,587
30. Unassigned funds (surplus)	X X X	X X X	40,115,575	40,955,800
31. Less treasury stock, at cost:				
31.1 0 shares common (value included in Line 25 \$ 0)	X X X	X X X		
31.2 0 shares preferred (value included in Line 26 \$ 0)	X X X	X X X		
32. Total capital and surplus (Lines 24 to 30 minus Line 31)	X X X	X X X	47,859,933	49,055,387
33. Total liabilities, capital and surplus (Lines 23 and 32)	X X X	X X X	60,140,564	63,334,616

DETAILS OF WRITE-IN LINES				
2201. ADVANCE DEPOSITS	288,906		288,906	293,034
2202. OTHER AP	2,829		2,829	2,837
2203.				
2298. Summary of remaining write-ins for Line 22 from overflow page				
2299. Totals (Lines 2201 through 2203 plus 2298) (Line 22 above)	291,735		291,735	295,871
2401.	X X X	X X X		
2402.	X X X	X X X		
2403.	X X X	X X X		
2498. Summary of remaining write-ins for Line 24 from overflow page	X X X	X X X		
2499. Totals (Lines 2401 through 2403 plus 2498) (Line 24 above)	X X X	X X X		
2901. STRATEGIC INVESTMENT RESERVE	X X X	X X X	7,744,358	8,099,587
2902.	X X X	X X X		
2903.	X X X	X X X		
2998. Summary of remaining write-ins for Line 29 from overflow page	X X X	X X X		
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	X X X	X X X	7,744,358	8,099,587

STATEMENT OF REVENUE AND EXPENSES

	Current Year		Prior Year	Prior Year Ended
	To Date		To Date	December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months	X X X	896,723	958,411	3,753,539
2. Net premium income (including \$ 0 non-health premium income)	X X X	25,003,576	25,905,422	100,811,927
3. Change in unearned premium reserves and reserve for rate credits	X X X			
4. Fee-for-service (net of \$ 0 medical expenses)	X X X			
5. Risk revenue	X X X	1,914,472	2,028,836	8,127,895
6. Aggregate write-ins for other health care related revenues	X X X			
7. Aggregate write-ins for other non-health revenues	X X X			
8. Total revenues (Lines 2 to 7)	X X X	26,918,048	27,934,258	108,939,822
Hospital and Medical:				
9. Hospital/medical benefits				
10. Other professional services		24,131,976	25,827,730	90,854,850
11. Outside referrals				
12. Emergency room and out-of-area				
13. Prescription drugs				
14. Aggregate write-ins for other hospital and medical				
15. Incentive pool, withhold adjustments and bonus amounts				
16. Subtotal (Lines 9 to 15)		24,131,976	25,827,730	90,854,850
Less:				
17. Net reinsurance recoveries				
18. Total hospital and medical (Lines 16 minus 17)		24,131,976	25,827,730	90,854,850
19. Non-health claims (net)				
20. Claims adjustment expenses, including \$ 249,181 cost containment expenses		1,566,192	1,852,819	5,576,891
21. General administrative expenses		3,109,006	2,588,262	11,072,029
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)		28,807,174	30,268,811	107,503,770
24. Net underwriting gain or (loss) (Lines 8 minus 23)	X X X	(1,889,126)	(2,334,553)	1,436,052
25. Net investment income earned		464,235	397,951	1,814,964
26. Net realized capital gains (losses) less capital gains tax of \$ 0		(43,365)	(128,758)	(235,042)
27. Net investment gains (losses) (Lines 25 plus 26)		420,870	269,193	1,579,922
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$ 0) (amount charged off \$ 0)]				
29. Aggregate write-ins for other income or expenses				
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	X X X	(1,468,256)	(2,065,360)	3,015,974
31. Federal and foreign income taxes incurred	X X X			106,299
32. Net income (loss) (Lines 30 minus 31)	X X X	(1,468,256)	(2,065,360)	2,909,675

DETAILS OF WRITE-IN LINES				
0601.	X X X			
0602.	X X X			
0603.	X X X			
0698. Summary of remaining write-ins for Line 06 from overflow page	X X X			
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 06 above)	X X X			
0701.	X X X			
0702.	X X X			
0703.	X X X			
0798. Summary of remaining write-ins for Line 07 from overflow page	X X X			
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 07 above)	X X X			
1401.				
1402.				
1403.				
1498. Summary of remaining write-ins for Line 14 from overflow page				
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)				
2901.				
2902.				
2903.				
2998. Summary of remaining write-ins for Line 29 from overflow page				
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)				

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year	49,055,387	45,511,675	45,511,675
34. Net income or (loss) from Line 32	(1,468,256)	(2,065,360)	2,909,675
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	(167,252)	(704,478)	1,317,874
37. Change in net unrealized foreign exchange capital gain or (loss)			
38. Change in net deferred income tax			
39. Change in nonadmitted assets	440,054	(1,318,849)	(683,837)
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			
47. Aggregate write-ins for gains or (losses) in surplus			
48. Net change in capital and surplus (Lines 34 to 47)	(1,195,454)	(4,088,687)	3,543,712
49. Capital and surplus end of reporting period (Line 33 plus 48)	47,859,933	41,422,988	49,055,387

DETAILS OF WRITE-IN LINES			
4701.			
4702.			
4703.			
4798. Summary of remaining write-ins for Line 47 from overflow page			
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)			

CASH FLOW

Cash from Operations	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
1. Premiums collected net of reinsurance	26,637,944	28,546,432	110,282,356
2. Net investment income	477,742	291,533	1,508,696
3. Miscellaneous income			
4. Total (Lines 1 to 3)	27,115,686	28,837,965	111,791,052
5. Benefit and loss related payments	24,134,676	25,295,543	90,865,858
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	5,175,122	3,621,676	16,269,837
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)			106,299
10. Total (Lines 5 through 9)	29,309,798	28,917,219	107,241,994
11. Net cash from operations (Line 4 minus Line 10)	(2,194,112)	(79,254)	4,549,058
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	5,707,664	2,981,736	14,925,267
12.2 Stocks	384,046	252,170	1,094,590
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	6,091,710	3,233,906	16,019,857
13. Cost of investments acquired (long-term only):			
13.1 Bonds	7,274,527	2,738,369	22,893,243
13.2 Stocks	636,633	401,290	1,501,468
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	7,911,160	3,139,659	24,394,711
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(1,819,450)	94,247	(8,374,854)
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			
16.6 Other cash provided (applied)	(798,947)	1,459,513	2,443,272
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(798,947)	1,459,513	2,443,272
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(4,812,509)	1,474,506	(1,382,524)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	7,556,453	8,938,977	8,938,977
19.2 End of period (Line 18 plus Line 19.1)	2,743,944	10,413,483	7,556,453

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

20.0001			
20.0002			
20.0003			

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	306,190					306,190				
2. First Quarter	298,408					298,408				
3. Second Quarter										
4. Third Quarter										
5. Current Year										
6. Current Year Member Months	896,723					896,723				
Total Member Ambulatory Encounters for Period:										
7. Physician										
8. Non-Physician										
9. Totals										
10. Hospital Patient Days Incurred										
11. Number of Inpatient Admissions										
12. Health Premiums Written (a)	26,637,944					26,637,944				
13. Life Premiums Direct										
14. Property/Casualty Premiums Written										
15. Health Premiums Earned	25,003,576					25,003,576				
16. Property/Casualty Premiums Earned										
17. Amount Paid for Provision of Health Care Services	24,134,676					24,134,676				
18. Amount Incurred for Provision of Health Care Services	24,131,976					24,131,976				

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

UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR - NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)						
2. Medicare Supplement						
3. Dental only	3,441,907	20,692,769	526,541	4,653,259	3,968,448	5,182,500
4. Vision only						
5. Federal Employees Health Benefits Plan						
6. Title XVIII - Medicare						
7. Title XIX - Medicaid						
8. Other health						
9. Health subtotal (Lines 1 to 8)	3,441,907	20,692,769	526,541	4,653,259	3,968,448	5,182,500
10. Health care receivables (a)						
11. Other non-health						
12. Medical incentive pools and bonus amounts						
13. Totals	3,441,907	20,692,769	526,541	4,653,259	3,968,448	5,182,500

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

NOTES TO FINANCIAL STATEMENTS

NOTE 1 - - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) Basis of Presentation

The Quarterly Statement of Delta Dental of Rhode Island for the quarter ended March 31, 2010 has been completed in accordance with NAIC *Quarterly Statement Instructions* and the *Accounting Practices and Procedures* manual. Management is not aware of any deviations from this NAIC guidance, as it relates to the 2010 and 2009 financial information contained in this quarterly statement.

(B) Use of Estimates in the Preparation of the Financial Statements

The preparation of the financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(C) Accounting Policies

Investment Income and Declines in Fair Value

The Company periodically reviews its bonds and common stocks to determine whether a decline in fair value below the amortized cost basis is other than temporary. The process for identifying declines in the fair value of investments that are other than temporary involves consideration of several factors. These factors include (1) the period in which there has been a significant decline in value; (2) an analysis of the liquidity, business prospects, and overall financial condition of the issuer; (3) the significance of the decline; and (4) our intent and ability to hold the investment for a sufficient period for the value to recover. When our analysis of the above factors results in the conclusion that declines in fair values are other than temporary, the cost of the securities is written down to fair value and is reflected as a realized loss.

Bonds

Bond investments are stated at amortized cost and consist of United States Treasury and government agency securities as well as "Investment Grade" corporate notes with fixed rates and maturities. Interest income is accrued as earned. The Company has both the intent and ability to hold these securities until maturity and, accordingly, has categorized these investments as "held-to-maturity" securities. As a result, unrealized gains and losses are excluded from net income.

Common Stocks - - Investments in Subsidiaries

The accompanying financial statements of Delta Dental of Rhode Island include the common stock investments of its wholly owned subsidiaries: Park Row Associates, Altus Realty Company and The Altus Group, Inc. The values of these investments are reported using the equity method.

The income and expenses of Park Row Associates, Altus Realty Company and The Altus Group, Inc. are combined such that the net change for the year is reported as "Net unrealized capital gains and losses" on line 36 in the Statement of Revenues and Expenses.

During 2004, the Company contracted with an independent investment advisor to separately manage a portion of the Company's investment portfolio. As a result of this arrangement, common stocks of nonaffiliated companies were added to the Company's investment portfolio in 2004. These common stocks are valued at market as they are categorized as "available-for-sale" securities.

Claims and Claims Adjudication Expenses

The estimated liability for claims incurred but unpaid is actuarially determined based on an analysis of historical claims experience, modified for changes in enrollment, inflation and benefit coverage. The estimated liability for accrued claims adjudication expense represents the anticipated cost of processing claims incurred but unpaid at the balance sheet date. The estimates for claims and claims adjudication expenses may be more or less than the amount ultimately paid. Such changes in estimates are reflected in current period operations.

NOTES TO FINANCIAL STATEMENTS

NOTE 2 - - ACCOUNTING CHANGES AND CORRECTION OF ERRORS

The financial statements included in this filing do not contain any items that resulted from corrections of errors. Beginning with the December 31, 2001 quarterly filing the Company implemented the Codification of the NAIC Accounting Practices and Procedures Manual. This included the adoption of the Statement on Statutory Accounting Principles (SSAP) # 47 "Uninsured Plans".

SSAP 47 requires the exclusion of uninsured plan business for both premiums earned and claims incurred in the Statement of Revenues and Expenses. The Company has identified its Administrative Service Business (ASC), where the account, not Delta Dental of Rhode Island, has assumed the overall risk for the claims incurred and removed these components from both premiums earned and claims incurred in these 2010 and 2009 financial statements and the associated supporting exhibits. The administrative expenses reimbursed from ASC business is reported as "reimbursements by uninsured accident and health plans" in the Underwriting and Investment Exhibit Part 3 - Analysis of Expenses.

NOTE 3 - - BUSINESS COMBINATIONS AND GOODWILL

During the 2010 first quarter the Company had no business combinations, direct purchases or mergers with other companies.

NOTE 4 - - DISCONTINUED OPERATIONS

During 2010 and 2009 the Company's financial results (Delta Dental of Rhode Island's insurance operations) include no gains or losses from discontinued operations. However, Altus Systems, Inc., a wholly owned subsidiary of the Company's had operated a division under the name of Altus Benefit Administrators. This division operated as a third party administrator providing COBRA, and other Section 125 Plan services to companies mainly in Rhode Island and Massachusetts. Effective May 1, 2009 this division was sold to a third party. The agreement was a sale of assets and resulted in recording a gain in 2009 of \$320,000 on the books of Altus Systems. This gain is therefore reflected on line 36 "change in net unrealized capital gains" on the Company's Statement of Revenues and Expenses.

NOTE 5 - - INVESTMENTS

The Company's bond and common stock investments described in Note 1 represent all of the Company's statutory recorded investments as of March 31, 2010 and December 31, 2009. Accordingly, the Company maintains no investments in the following categories:

- Mortgage loans
- Debt restructuring issues
- Reverse Mortgages
- Loan Backed Securities
- Repurchase Agreements

NOTE 6 - - JOINT VENTURES, PARTNERSHIPS and LIMITED LIABILITY COMPANIES

During 2010 and 2009 the Company did not participate in any joint ventures, partnerships or LLCs. In 2006 the Company participated in a joint venture with other Delta Dental Companies. The joint venture submitted an unsuccessful bid to administer a dental program for military personnel and other federal employees.

NOTES TO FINANCIAL STATEMENTS

NOTE 7 - - INVESTMENT INCOME

Interest income is accrued as earned. At March 31, 2010, the Company had no income due or accrued that it considered a nonadmitted asset, as collection on accrued interest is reasonably assured for all Company investments.

During the quarter ended March 31, 2010 and the year ended December 31, 2009 the Company performed analyzes to determine whether declines in fair value below amortized cost basis were other than temporary impairment ("OTTI") for both its bond and stock portfolio. These analyzes resulted in the conclusion that there were no declines in fair values that were other than temporary for certain investments in 2010 and 2009. However in 2008, there were declines in fair values that were other than temporary for certain investments. The cost of the securities identified were written down to fair value and resulted in \$1,321,000 of additional realized losses being reflected in the 2008 Statement of Revenues and Expenses and the Schedule D supporting exhibits.

NOTE 8 - - DERIVATIVE INSTRUMENTS

As disclosed in Note 1 above, all investments consist of United States government and government agency securities, corporate notes with fixed rates and maturities, common stocks and three investments in wholly owned subsidiaries.

In 2002, the Company and one of its wholly owned subsidiaries, Altus Realty Company, joint and severally entered into an interest rate swap agreement with Fleet Bank (now Bank of America) relating to the financing of the purchase of the Company's office facilities at 10 Charles Street in Providence, RI. Altus Realty's financial results are accounted for under the equity method in this filing, and include the effect of recording the fair value of this interest rate swap liability as a separate component of reserves in the amount of \$449,361 and \$432,282 as of March 31, 2010 and December 31, 2009.

NOTE 9 - - FEDERAL INCOME TAXES

Delta Dental of Rhode Island is a not-for-profit corporation pursuant to Section 501(C)(4) of the Internal Revenue Code (IRC) and is exempt from federal income taxes under Section 501(a) of the IRC and, accordingly, no provision for income taxes has been made in the accompanying statutory financial statements other than a provision for unrelated business income. Altus Realty Company is also a not-for-profit real estate holding corporation under Section 501(C) (2) of the IRC, and as such has made no provision for income taxes.

Park Row Associates and The Altus Group, Inc., the Company's other wholly owned subsidiaries, are for profit corporations. The Altus Group, Inc., and its subsidiaries Altus Dental, Altus Systems and Altus Dental Insurance Company file consolidated federal and state tax returns. These filings have resulted in minimal taxes due resulting from accumulated consolidated losses. Park Row Associates files federal and state taxes on its own, and has reported taxable income. Accordingly, a current provision for federal and state taxes of \$31,000 and \$202,000 have been recorded for the quarter ended March 31, 2010 and the year ended December 31, 2009.

NOTE 10 - - INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

Park Row Associates is a wholly owned subsidiary of the Company and provides brokerage and consulting services to employers for health insurance products. For the quarter ended March 31, 2010 and the year ended December 31, 2009, respectively, this subsidiary generated approximately \$286,000 and \$1,249,000 of fees and commissions, and net income of \$76,000 and \$440,000 during these two periods.

NOTES TO FINANCIAL STATEMENTS

Altus Realty Company, a wholly owned subsidiary of the Company, is a non-profit real estate holding Company that holds title to and manages the building at 10 Charles Street in Providence, RI. The Company (Delta Dental of RI) presently rents approximately one half of the existing space within this building. For the quarter ended March 31, 2010 and the year ended December 31, 2009, respectively, this entity reported total revenues of \$432,000 and \$1,719,000 and net income of \$21,000 and \$40,000 during these two periods.

The Altus Group, Inc. is a wholly owned subsidiary of the Company and was established as a for-profit entity in 1999 for the purpose of expanding the Company's offering of prepaid dental care coverage and other third party administration services. For the quarter ended March 31, 2010 and the year ended December 31, 2009, after elimination of intercompany transactions, The Altus Group, Inc., generated losses of \$347,000 and \$944,000.

At March 31, 2010 and December 31, 2009 the Company has intercompany receivables from The Altus Group, Inc. and other subsidiaries. These balances resulted from advances that were provided to fund operating expenses of both The Altus Group, Inc. and its subsidiaries, as well as cash flow needs of Altus Realty. The Company charges interest on unpaid advanced funds. For Statutory filing purposes the intercompany receivable balances from Altus Dental, Inc., Altus Realty and Altus Systems are considered non-admitted assets. These subsidiary entities do not currently possess the necessary liquidity to repay the entire receivable balances within 90 days. Therefore the currently uncollectible amounts are treated as nonadmitted assets in accordance with SSAP #25.

Management's cash flow projections for The Altus Group, Inc. and its subsidiaries are made based on a number of factors, which affect the changes in the receivable balances over the period of time being analyzed. The most significant factors include: the relative and absolute growth in enrollment levels for the Company and Altus Dental Insurance Company, Inc, a wholly owned subsidiary of The Altus Group, Inc.; the amount and rate of increase in operating and administrative expenses; the level of success Altus Dental, Inc. experiences in developing and maintaining its dental network; and the level of resources required by Altus Dental, Inc. for recruitment and marketing functions. Management's current cash flow projections for The Altus Group, Inc. and its subsidiaries projects profitability to begin in 2010 and that the intercompany advances will begin to be reduced at that time.

NOTE 11 - - DEBT

During the quarter ended March 31, 2010 and the year ended December 31, 2009 the Company had no outstanding capital notes or any debt arrangements. As described in Note 8 - - DERIVATIVE INSTRUMENTS above, the Company and one of its wholly owned subsidiaries, Altus Realty Company, jointly and severally entered into an interest rate swap agreement with Bank of America relating to the financing of the purchase of the Company's office facilities at 10 Charles Street in Providence, RI. This instrument and the related debt on the building are recorded on the financial statements of Altus Realty Company.

NOTE 12 - - EMPLOYEE RETIREMENT PLANS AND OTHER POSTRETIREMENT BENEFIT PLANS**A. Defined Contribution Retirement Plan**

The Company maintains a noncontributory, defined contribution retirement plan. The plan covers all full time employees who are 21 years of age and have completed three months of service to the Company.

Employees qualify for benefits upon normal retirement at age 65, or early retirement, which is met upon reaching age 60 and completion of five years of service. Vesting of contributions (made on behalf of each employee) begins at 20% after two years of service and increases 20%

NOTES TO FINANCIAL STATEMENTS

annually until full vesting occurs after six years of service. The Company's contributions to this plan, representing its full funding requirements were \$213,000 and \$746,000 for the first quarter of 2010 and the full year of 2009.

B. Deferred Compensation Plans

Effective January 1, 1997, the Company established a 401(K) plan. Plan entry is the same as the defined contribution retirement plan described above, however effective January 1, 2010 the plan was modified to a safe harbor plan and as such employer contributions fully vest after two years of service. The Company's contributions to this plan were \$50,000 and \$147,000 for the first quarter of 2010 and the full year of 2009.

In 2004, the Company established a 457(b) Plan for providing deferred compensation for a select group of management. The Company's contributions to this plan were \$16,500 and \$15,500 for 2009 and 2008.

In 2009, the Company established 457(F) Plan for providing deferred compensation for a select group of management. The Company's contributions to this plan were \$46,900 for 2009.

C. Postretirement Benefit Plans

The Company provides postretirement health care and dental benefits covering members of the Board of Directors who had served three full terms (9 years) as of April 1994.

The effect of this plan was to increase or (decrease) first quarter 2010 and full year 2009 expenses by \$8,000 and (\$52,000), respectively.

The following table sets forth the actuarial present value of benefit obligations and funded status at December 31, 2009 for the Company's plans:

Accumulated postretirement benefit obligation		\$993,000
Fair Value of plan assets		<u>-</u>
Funded status		<u>(993,000)</u>
Accrued postretirement benefit cost recognized in the consolidated balance sheets	993,000	1,045,000
Net periodic cost (benefit)	(52,000)	90,000
Benefits paid	97,000	107,000

The trend assumptions used in determining the accumulated postretirement benefit obligation were 10% grading down 1% per year to 6% in year five and later for medical benefits and 8% grading down 0.5% per year to 4% in year nine and later for dental benefits. Trend assumptions have a significant effect on the amounts reported. To illustrate, increasing the assumed trend in each case by 1% per year would increase the accumulated postretirement benefit obligation as of December 31, 2009 by \$128,000 and the service and interest cost components of net periodic postretirement benefit cost for the year then ended by \$9,000.

The weighted average discount rate used in determining the accumulated postretirement benefit obligation was 6.42% and 5.75% in 2009 and 2008, respectively. The expected benefits to be paid are \$82,384, \$81,037, \$78,729 and \$75,519 during 2010, 2011, 2012 and 2013, respectively.

Amounts recognized in reserves which have not yet been recognized as components of net periodic benefit cost as of December 31, 2009 and 2008 were \$0 and \$219,000 respectively, and include the transition liability and net actuarial loss.

NOTES TO FINANCIAL STATEMENTS

NOTE 13 - - CAPITAL AND SURPLUS

Delta Dental of Rhode Island is a not-for-profit corporation; accordingly the Company has no shares of stock outstanding. The Company has no dividend restrictions, and has not been involved in any quasi-reorganization.

NOTE 14 - - CONTINGENT LIABILITIES

The Company has entered into employment contracts with certain key employees. These employment contracts vary in length. At December 31, 2009, the Company's total commitment under these employment contracts approximated \$3,028,000.

There are no contingent liabilities arising from litigation, which would be considered material in relation to the Company's financial position. Accordingly, the Company has committed no reserves to cover any contingent liabilities.

For matters regarding pending litigation as of March 31, 2010, the Company's litigation with one of its competitors was resolved and dismissed during 2005. The company is not involved in any other legal proceedings.

The Company has issued an unlimited parental guaranty, dated September 15, 2000, on behalf of Altus Dental Insurance Company, Inc., a subsidiary of The Altus Group Inc. The guaranty states that any and all claims and obligations of Altus Dental Insurance Company, Inc. to its subscribers and policyholders will be funded and satisfied by the Company in the event of any inability of Altus Dental Insurance Company, Inc. to satisfy such claims and obligations.

This guaranty became effective in September 2002 as Altus Dental Insurance Company, Inc. began underwriting dental insurance in Massachusetts at that time.

NOTE 15 - - LEASES

The Company maintains a lease obligation for all its office space through its subsidiary Altus Realty Company. The current office lease commenced in April 2009 and runs through March 2013. The lease was renewed at market rates. The lease obligation resulted in rent expense for the year ended December 31, 2009 of \$884,000. For the year ended 2010 rent expense is projected at \$842,000 annually.

NOTE 16 - - INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK

The Company maintains no financial instruments with off-balance sheet risk or any financial instruments with concentrations of credit risk.

NOTE 17 - - SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS

The Company has no transactions relating to transfers of receivables reported as sales, transfer and servicing of financial assets or wash sales.

NOTE 18 - - GAIN OR LOSS FROM UNINSURED ACCIDENT & HEALTH PLANS

The Company's policy regarding underwriting and pricing for uninsured or partially insured accident and health plans has been to determine that the administrative premium charged to each account covers all incremental costs (directly associated with servicing the specific account) plus

NOTES TO FINANCIAL STATEMENTS

a share of fixed and variable operating expenses to be incurred by the Company during the contract period.

As discussed in Note 2, for the December 31, 2001 quarterly filing the Company implemented the Statement on Statutory Accounting Principles (SSAP) # 47 "Uninsured Plans". The Company's first quarter of 2010 and 2009 financial operations exclude approximately \$23,000,000 and \$85,000,000 of revenues from such plans and there are no significant gains or losses related to such transactions.

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

The Company maintains no relationships with managing general agents or third party administrators. The Company does utilize in-house sales efforts, as well as independent brokers to market its products. Premiums earned are reported gross of brokers' commissions of approximately \$483,000 and \$2,018,000 for the quarter ended March 31, 2010 and the year ended 2009.

NOTE 20 - - OTHER ITEMS

The Company has no extraordinary items, troubled debt restructuring or other required disclosures of unusual items. Additionally, the Company has no additional disclosure requirements regarding Retirement Plans, Deferred Compensation and Postretirement Benefits other than the disclosures made in Note 12 above.

NOTE 21 - - EVENTS SUBSEQUENT

The Company is not aware of any material events subsequent to March 31, 2010 that would warrant disclosure in these first quarter 2010 statutory financial statements.

NOTE 22 - - REINSURANCE

The Company utilizes no reinsurance arrangements in its underwriting of dental premiums to companies headquartered in the State of Rhode Island.

NOTE 23 - - RETROSPECTIVELY RATED CONTRACTS

The Company estimates accrued retrospective premium adjustments for each contractual group by projecting incurred losses based on group claims paid data. This data is updated and analyzed monthly and accrued retrospective premium adjustments are recorded monthly to earned premiums. The amount of net premiums written by the Company that are subject to retrospective rating or are contingent premiums (based on actual claims incurred) is approximately \$24,215,000 and \$37,530,000 for the years ended December 31, 2009 and 2008.

NOTE 24 - - CHANGE IN INCURRED CLAIMS AND CLAIMS ADJUSTMENT EXPENSES

As reported in the Underwriting and Investment Exhibit Part 2b - "Analysis of claims unpaid - prior year" reserves for incurred claims attributable to insured events of prior years has decreased by \$1,214,000 from \$5,183,000 at the beginning of the current year as a result of reestimation of unpaid claims. This favorable decrease is the result of an ongoing analysis of paid claims and recent loss development trends.

NOTES TO FINANCIAL STATEMENTS

NOTE 25 - - INTERCOMPANY POOLING ARRANGEMENTS

The Company utilizes no intercompany pooling arrangements in its dental premium underwriting.

NOTE 26 - - STRUCTURED SETTLEMENTS

As documented in the NAIC Quarterly Statement filing instructions for 2010, this footnote is not applicable to health insurance insurers.

NOTE 27- - HEALTH CARE RECEIVABLES

The Company has no receivables that would be considered Health Care Receivables under SSAP #84. Accordingly, pharmacy rebates and risk sharing receivables are not currently applicable to the Company's operations.

NOTE 28 - - PARTICIPATING POLICIES

The Company does not underwrite any business that would result in group accident or health participating policies. Accordingly, policy dividends are not applicable to the Company's operations.

NOTE 29 - - PREMIUM DEFICIENCY RESERVES

The Company performs analyses to determine whether contractual premium arrangements on multi-year contracts are adequate. Presently, the Company does not maintain any amount of premium deficiency reserves.

NOTE 30 - - ANTICIPATED SALVAGE AND SUBROGATION

The Company's liability for unpaid claims is actuarially determined based on an analysis of historical claims experience, modified for changes in enrollment, inflation and benefit coverage. This liability reflects no reductions for salvage and subrogation recoveries, which are recorded in the year of receipt.

GENERAL INTERROGATORIES

PART 1 – COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]

2.2 If yes, date of change: _____

3. 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 the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] 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. _____ 12/31/2008 _____

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. _____ 12/31/2005 _____

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). _____ 05/15/2007 _____

6.4 By what department or departments?
INSURANCE DIVISION, DEPARTMENT OF BUSINESS REGULATION, STATE OF RHODE ISLAND
.....
.....

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [] N/A []

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

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]

7.2 If yes, give full information
.....
.....
.....

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]

GENERAL INTERROGATORIES

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

.....

8.3 Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [] No [X]

8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the 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, persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?

- (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.

Yes [X] No []

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

.....

9.2 Has the code of ethics for senior managers been amended?

Yes [] No [X]

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

.....

9.3 Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]

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

.....

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [X] No []

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

\$ _____

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:

\$ _____

GENERAL INTERROGATORIES

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

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	\$ _____	\$ _____
14.22 Preferred Stock	\$ _____	\$ _____
14.23 Common Stock	\$ 3,447,491	\$ 3,070,762
14.24 Short-Term Investments	\$ _____	\$ _____
14.25 Mortgage Loans on Real Estate	\$ _____	\$ _____
14.26 All Other	\$ 8,791,709	\$ 8,517,405
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ 12,239,200	\$ 11,588,167
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$ _____	\$ _____

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

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

16. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conducting Examinations, F – 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 Name of Custodian(s)	2 Custodian Address
CITIZENS BANK	ONE CITIZENS PLAZA, PROVIDENCE, RI 02903
.....

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

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

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

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

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

GENERAL INTERROGATORIES

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 Central Registration Depository	2 Name(s)	3 Address
101400	CITIZENS BANK	ONE CITIZENS PLAZA, PROVIDENCE, RI 02903
107662	PMG ADVISORS	1004 FALLS COR CTR, W CONSHOHOCKEN, PA
112559	BNY MELLON	ONE FINANCIAL PLAZA, PROVIDENCE, RI 02903

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:

.....

GENERAL INTERROGATORIES

PART 2 - HEALTH

1. Operating Percentages:
- | | | |
|-----|---|---------|
| 1.1 | A&H loss percent | 90.58 % |
| 1.2 | A&H cost containment percent | 0.93 % |
| 1.3 | A&H expense percent excluding cost containment expenses | 16.44 % |
- 2.1 Do you act as a custodian for health savings accounts? Yes [] No [X]
- 2.2 If yes, please provide the amount of custodial funds held as of the reporting date. \$ _____
- 2.3 Do you act as an administrator for health savings accounts? Yes [] No [X]
- 2.4 If yes, please provide the balance of the funds administered as of the reporting date. \$ _____

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

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

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

States, Etc.	Active Status	Direct Business Only								
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property / Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit-Type Contracts	
1. Alabama	AL	N								
2. Alaska	AK	N								
3. Arizona	AZ	N								
4. Arkansas	AR	N								
5. California	CA	N								
6. Colorado	CO	N								
7. Connecticut	CT	N								
8. Delaware	DE	N								
9. District of Columbia	DC	N								
10. Florida	FL	N								
11. Georgia	GA	N								
12. Hawaii	HI	N								
13. Idaho	ID	N								
14. Illinois	IL	N								
15. Indiana	IN	N								
16. Iowa	IA	N								
17. Kansas	KS	N								
18. Kentucky	KY	N								
19. Louisiana	LA	N								
20. Maine	ME	N								
21. Maryland	MD	N								
22. Massachusetts	MA	N								
23. Michigan	MI	N								
24. Minnesota	MN	N								
25. Mississippi	MS	N								
26. Missouri	MO	N								
27. Montana	MT	N								
28. Nebraska	NE	N								
29. Nevada	NV	N								
30. New Hampshire	NH	N								
31. New Jersey	NJ	N								
32. New Mexico	NM	N								
33. New York	NY	N								
34. North Carolina	NC	N								
35. North Dakota	ND	N								
36. Ohio	OH	N								
37. Oklahoma	OK	N								
38. Oregon	OR	N								
39. Pennsylvania	PA	N								
40. Rhode Island	RI	L	25,003,576						25,003,576	
41. South Carolina	SC	N								
42. South Dakota	SD	N								
43. Tennessee	TN	N								
44. Texas	TX	N								
45. Utah	UT	N								
46. Vermont	VT	N								
47. Virginia	VA	N								
48. Washington	WA	N								
49. West Virginia	WV	N								
50. Wisconsin	WI	N								
51. Wyoming	WY	N								
52. American Samoa	AS	N								
53. Guam	GU	N								
54. Puerto Rico	PR	N								
55. U.S. Virgin Islands	VI	N								
56. Northern Mariana Islands	MP	N								
57. Canada	CN	N								
58. Aggregate other alien	OT	XXX								
59. Subtotal		XXX	25,003,576						25,003,576	
60. Reporting entity contributions for Employee Benefit Plans		XXX								
61. Totals (Direct Business)	(a) 1		25,003,576						25,003,576	

DETAILS OF WRITE-INS										
5801.		XXX								
5802.		XXX								
5803.		XXX								
5898. Summary of remaining write-ins for Line 58		XXX								
5899. Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)		XXX								

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

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

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

PART 1 - ORGANIZATIONAL CHART

NAIC Group Code	Group Name	NAIC Company Code	State of Domicile	Federal ID Number	Company Name
1571	DELTA DENTAL OF RHODE ISLAND	55301	RI	05-0296998	DELTA DENTAL OF RHODE ISLAND
1571	DELTA DENTAL OF RHODE ISLAND	52632	RI	05-0513223	ALTUS DENTAL INSURANCE COMPANY, INC.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

Response

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

NO



55301200900101

OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A - VERIFICATION

Real Estate

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at the end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 - 7 - 8)		
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		

NONE**SCHEDULE B - VERIFICATION**

Mortgage Loans

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

NONE**SCHEDULE BA - VERIFICATION**

Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

NONE**SCHEDULE D - VERIFICATION**

Bonds and Stocks

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	49,975,877	40,688,252
2. Cost of bonds and stocks acquired	7,911,160	24,394,711
3. Accrual of discount	10,878	36,865
4. Unrealized valuation increase (decrease)	(167,831)	1,289,378
5. Total gain (loss) on disposals	37,652	(162,407)
6. Deduct consideration for bonds and stocks disposed of	6,091,710	16,019,857
7. Deduct amortization of premium	108,175	251,065
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)	51,567,851	49,975,877
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	51,567,851	49,975,877

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	39,466,195	9,657,174	5,707,664	(150,019)	43,265,686			39,466,195
2. Class 2 (a)	3,058,750			(511,125)	2,547,625			3,058,750
3. Class 3 (a)								
4. Class 4 (a)				499,837	499,837			
5. Class 5 (a)								
6. Class 6 (a)	62,500				62,500			62,500
7. Total Bonds	42,587,445	9,657,174	5,707,664	(161,307)	46,375,648			42,587,445
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	42,587,445	9,657,174	5,707,664	(161,307)	46,375,648			42,587,445

(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 \$ 1,059,243; NAIC 2 \$ 0; NAIC 3 \$ 0; NAIC 4 \$ 0; NAIC 5 \$ 0; NAIC 6 \$ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	3,341,930	X X X	3,341,930	740	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	5,126,867	7,782,644
2. Cost of short-term investments acquired		1,041,250
3. Accrual of discount		(24,788)
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	1,768,123	3,672,239
7. Deduct amortization of premium	16,814	
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	3,341,930	5,126,867
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	3,341,930	5,126,867

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1.	Book/Adjusted Carrying Value, December 31, prior year (Line 8, prior year)		
2.	Cost (Paid)/Consideration Received on additions		
3.	Unrealized Valuation increase/(decrease)		
4.	Total gain (loss) on termination recognized	NONE	
5.	Considerations received/(paid) on terminations		
6.	Amortization		
7.	Adjustment to the Book/Adjusted Carrying Value of hedged item		
8.	Total foreign exchange change in Book/Adjusted Carrying Value		
9.	Book/Adjusted Carrying Value at End of Current Period (Lines 1 + 2 + 3 + 4 - 5 + 6 + 7 + 8)		
10.	Deduct nonadmitted assets		
11.	Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE DB - PART B - VERIFICATION

Future Contracts

1.	Book/Adjusted carrying value, December 31 of prior year		
2.	Net cash deposits (Section 1, Broker Name/Net Cash Deposits Footnote)		
3.1	Change in variation margin on open contracts		
3.2	Add:		
	Change in adjustment to basis of hedged item		
3.21	Section 1, Column 16, current year to date minus		
3.22	Section 1, Column 16, prior year		
	Change in amount recognized		
3.23	Section 1, Column 15, current year to date minus	NONE	
3.24	Section 1, Column 15, prior year		
3.3	Subtotal (Line 3.1 minus Line 3.2)		
4.1	Variation margin on terminated contracts during the year		
4.2	Less:		
4.21	Amount used to adjust basis of hedged item		
4.22	Amount recognized		
4.3	Subtotal (Line 4.1 minus Line 4.2)		
5.	Dispositions gains (losses) on contracts terminated in prior year:		
5.1	Recognized		
5.2	Used to adjust basis of hedged items		
6.	Book/Adjusted carrying value at end of current period (Lines 1 + 2 + 3.3 - 4.3 - 5.1 - 5.2)		
7.	Deduct total nonadmitted amounts		
8.	Statement value at end of current period (Line 6 minus Line 7)		

SCHEDULE DB - PART C - SECTION 1

Replication (Synthetic Asset) Transactions Open as of Current Statement Date

Replicated (Synthetic Asset) Transactions								Components of the Replication (Synthetic Asset) Transactions										
1 Number	2 Description	3 NAIC Designation or Other Description	4 Notional Amount	5 Book/Adjusted Carrying Value	6 Fair Value	7 Effective Date	8 Maturity Date	Derivative Instrument(s) Open			Cash Instrument(s) Held							
								9 Description	10 Book/Adjusted Carrying Value	11 Fair Value	12 CUSIP	13 Description	14 NAIC Designation or Other Description	15 Book/Adjusted Carrying Value	16 Fair Value			
NONE																		
9999999	Totals					XXX	XXX	XXX				XXX	XXX	XXX				

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SCHEDULE DB VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

Book/Adjusted Carrying Value Check

1. Part A, Section 1, Column 14		
2. Part B, Section 1, Net Broker Cash Deposit Write-in (Footnote)		
3. Part B, Section 1, Column 17		
4. Subtotal (Line 2 minus Line 3)		
5. Total (Line 1 plus Line 4)		
6. Part D, Column 5		
7. Part D, Column 6		
8. Total (Line 5 minus Line 6 minus Line 7)		

NONE

Fair Value Check

9. Part A, Section 1, Column 16		
10. Part B, Section 1, Column 2 (Number of Contracts) multiplied by Column 12 (Reporting Date Price)		
11. Total (Line 9 plus Line 10)		
12. Part D, Column 8		
13. Part D, Column 9		
14. Total (Line 11 minus Line 12 minus Line 13)		

Potential Exposure Check

15. Part A, Section 1, Column 21		
16. Part B, Section 1, Column 18		
17. Part D, Column 11		
18. Total (Line 15 plus Line 16 minus Line 17)		

SCHEDULE E - VERIFICATION

(Cash Equivalents)

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

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						
NONE								
0399999 Totals								

EOI

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 on Disposal	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																			
0399999 Total																			

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Ident- ification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Desig- nation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
NONE												
4199999 Totals												X X X

EO3

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Ident- ification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Change in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
NONE																			
4199999 Totals																			

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	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)
3133XW-WW-5	FED HOME LN BKS 11/25/13 2.150%		02/01/2010	CITIZENS BANK		750,000	750,000.00		1FE
3133XW-WZ-8	FED HOME LN BKS 8/18/14 2.5%		02/01/2010	CITIZENS BANK		750,000	750,000.00		1FE
31371L-DY-2	FNMA POOL 9/1/18		03/05/2010	CITIZENS BANK		451,633	432,702.25	385	1FE
0399999	Total Bonds U. S. Government				X X X	1,951,633	1,932,702.25	385	X X X
031162-AJ-9	AMGEN INC		03/24/2010	CITIZENS BANK		544,940	500,000.00	8,824	1FE
12201P-AM-8	BURLINGTON RES FIN		03/24/2010	CITIZENS BANK		272,390	250,000.00	5,326	1FE
17248R-AF-3	CINGULAR WIRELESS		01/22/2010	CITIZENS BANK		512,364	467,000.00	3,541	1FE
25243Y-AN-9	DIAGEO CAP PLC		03/11/2010	CITIZENS BANK		589,785	500,000.00	6,248	1FE
278058-DG-4	EATON CORP		01/22/2010	CITIZENS BANK		333,018	300,000.00	6,297	1FE
585055-AP-1	MEDTRONIC INC		03/11/2010	CITIZENS BANK		459,000	425,000.00	53	1FE
585055-AR-7	MEDTRONIC INC		03/12/2010	CITIZENS BANK		749,408	750,000.00	63	1FE
63743F-KY-1	NATIONAL RURAL UTILS		01/25/2010	CITIZENS BANK		66,190	63,000.00	530	1FE
74005P-AS-3	PRAXAIR INC		03/24/2010	CITIZENS BANK		320,119	300,000.00	6,526	1FE
802815-AP-5	SANTANDER US		01/13/2010	CITIZENS BANK		800,000	800,000.00		1FE
824348-AN-6	SHERWIN WILLIAMS CO		03/24/2010	CITIZENS BANK		503,810	500,000.00	4,253	1FE
959802-AD-1	WESTERN UN CO		01/22/2010	CITIZENS BANK		171,870	160,000.00	1,680	1FE
3899999	Total Bonds Industrial and Miscellaneous (Unaffiliated)				X X X	5,322,894	5,015,000.00	43,341	X X X
8399997	Total Bonds Part 3				X X X	7,274,527	6,947,702.25	43,726	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	7,274,527	6,947,702.25	43,726	X X X
14040H-10-5	CAPITAL ONE FINL CORP		03/03/2010	CITIZENS BANK	700,000	26,644			L
191219-10-4	COCA-COLA ENTERPRISES INC		03/03/2010	CITIZENS BANK	120,000	3,161			L
444903-10-8	HUMAN GENOME SCIENCES INC		03/03/2010	CITIZENS BANK	1,550,000	47,568			L
46428R-10-7	ISHARES S&P GSCI COMMODITY I		03/03/2010	CITIZENS BANK	3,200,000	99,808			L
532716-10-7	LIMITED BRANDS, INC.		03/03/2010	CITIZENS BANK	2,140,000	47,987			L
58155Q-10-3	MCKESSON CORP		03/03/2010	CITIZENS BANK	590,000	36,184			L
594918-10-4	MICROSOFT CORP		03/03/2010	CITIZENS BANK	680,000	19,339			L
655844-10-8	NORFOLK SOUTHERN CORP		03/03/2010	CITIZENS BANK	790,000	41,662			L
744573-10-6	PUBLIC SERVICE ENTERPRISE GROUP		03/03/2010	CITIZENS BANK	1,310,000	40,058			L
747525-10-3	QUALCOMM CORP		03/03/2010	CITIZENS BANK	1,200,000	46,474			L
78464A-81-3	SPDR SERIES TRUST		03/03/2010	CITIZENS BANK	2,700,000	148,749			L
887317-30-3	TIME WARNER INC		03/03/2010	CITIZENS BANK	1,610,000	47,801			L
904767-70-4	UNILEVER PLC SPNSORD ADR NEW		03/03/2010	CITIZENS BANK	1,040,000	31,198			L
9099999	Total Common Stock Industrial and Miscellaneous (Unaffiliated)				X X X	636,633	X X X		X X X

E14

(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 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	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 Desig- nation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.							
3133XU-6E-8	FED HOME LN BKS 1/29/13 2.250%		01/29/2010	Called		750,000	750,000.00	750,000	750,000						750,000				8,438	01/29/2013	1FE
3133XW-5S-4	FED HOME LN BKS 2.000% 12/24/12		03/24/2010	Called		750,000	750,000.00	750,000	750,000						750,000				3,750	12/24/2012	1FE
3133XU-5V-1	FED HOME LN BKS 7/27/12 1.900%		01/29/2010	Called		750,000	750,000.00	750,000	750,000						750,000				7,125	07/27/2012	1FE
3128X9-BA-7	FED HOME LN MTG CRP 8/25/14 3.6		02/25/2010	Called		750,000	750,000.00	750,000	750,000						750,000				13,594	08/25/2014	1FE
3128X9-CE-8	FED HOME LN MTG CRP 2/26/15 4.05		02/26/2010	Called		750,000	750,000.00	750,000	750,000						750,000				15,188	02/26/2015	1FE
3133XV-RD-5	FED HOME LOAN BANKS 12/2/14 3.0		03/16/2010	CITIZENS BANK		60,976	60,975.61	60,976	60,976						60,976				528	12/02/2014	1FE
0399999	Total - Bonds - U.S. Governments				X X X	3,810,976	3,810,975.61	3,810,976	3,810,976						3,810,976				48,623	X X X	X X X
ES	31282R-4M-3	FHLMC POOL 7/1/10	03/01/2010	Principal Reduction		44,289	44,288.50	44,220	44,115		174		174		44,289				2,820	07/01/2010	1FE
	31371M-GB-7	FMNA POOL 10/1/25	03/01/2010	Principal Reduction		19,259	19,259.18	18,904	18,721		538		538		19,259				6,126	10/01/2025	1FE
	31371L-E6-2	FNMA POOL 10/1/13	03/01/2010	Principal Reduction		66,980	66,980.01	68,772	68,728		(1,748)		(1,748)		66,980				4,299	10/01/2013	1FE
	31402R-H3-6	FNMA POOL 11/1/18	03/01/2010	Principal Reduction		27,785	27,784.52	27,705	27,660		125		125		27,785				5,028	11/01/2018	1FE
	31403D-EP-0	FNMA POOL 7/1/19	03/01/2010	Principal Reduction		40,703	40,704.22	40,550	40,763		(60)		(60)		40,703				7,979	07/01/2019	1FE
3199999	U.S. Total - Bonds - Special Revenue and Special Assessment Non-Guaranteed Obl				X X X	199,016	199,016.43	200,151	199,987		(971)		(971)		199,016				26,252	X X X	X X X
14912L-2K-6	CATERPILLAR FINL SVCS CORP		01/15/2010	Matured		175,000	175,000.00	173,838	174,978		22		22		175,000				3,631	01/15/2010	1FE
459200-GN-5	IBM		03/02/2010	CITIZENS BANK		516,050	500,000.00	521,205	516,714		(664)		(664)		516,050					10/15/2013	1FE
80851Q-CX-0	SCHWAB CHARLES CORP		03/01/2010	Matured		500,000	500,000.00	530,369	503,011		(3,011)		(3,011)		500,000				20,125	03/01/2010	1FE
92976W-BA-3	WACHOVIA CORP GLOBAL MEDIUM		03/02/2010	CITIZENS BANK		506,622	500,000.00	509,805	506,916		(294)		(294)		506,622				14,250	08/01/2013	1FE
3899999	Total - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	1,697,672	1,675,000.00	1,735,217	1,701,619		(3,947)		(3,947)		1,697,672				38,006	X X X	X X X
8399997	Total - Bonds - Part 4				X X X	5,707,664	5,684,992.04	5,746,344	5,712,582		(4,918)		(4,918)		5,707,664				112,881	X X X	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	5,707,664	5,684,992.04	5,746,344	5,712,582		(4,918)		(4,918)		5,707,664				112,881	X X X	X X X
G1150G-11-1	ACCENTURE PLC IRELAND		03/03/2010	CITIZENS BANK	910.00	36,975		31,237	37,765	(6,528)			(6,528)		31,237		5,738	5,738			L
031162-10-0	AMGEN INC.		03/03/2010	CITIZENS BANK	300.00	17,076		15,975	16,983	(607)			(607)		15,975		1,101	1,101			L
037833-10-0	APPLE COMPUTER INC		03/03/2010	CITIZENS BANK	120.00	25,130		10,242	25,554	(14,312)			(14,312)		10,242		14,888	14,888			L
17275R-10-2	CISCO SYSTEMS		03/03/2010	CITIZENS BANK	530.00	13,039		8,610	12,895	(4,256)			(4,256)		8,610		4,429	4,429			L
194162-10-3	COLGATE-PALMOLIVE CO.		03/03/2010	CITIZENS BANK	490.00	40,994		38,028	40,254	(2,226)			(2,226)		38,028		2,966	2,966	216		L
126650-10-0	CVS/CAREMARK CORPORATION		03/03/2010	CITIZENS BANK	1,110.00	38,295		38,465	37,463	816			816		38,465		(170)	(170)	97		L
320517-10-5	FIRST HORIZON NATL CORP		03/03/2010	CITIZENS BANK	2,187.26	28,041		22,688	29,309	(6,621)			(6,621)		22,688		5,353	5,353			L
375558-10-3	GILEAD SCIENCES INC		03/03/2010	CITIZENS BANK	600.00	28,476		29,189	28,566	623			623		29,189		(713)	(713)			L

(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	Forfeign	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)
46625H-10-0	JPMORGAN CHASE & CO		03/03/2010	CITIZENS BANK	70.00	2,920		2,764	2,938	(46)			(46)		2,764		156	156	3		L
48203R-10-4	JUNIPER NETWORKS INC		03/03/2010	CITIZENS BANK	780.00	22,341		13,616	20,803	(8,037)			(8,037)		13,616		8,725	8,725			L
665859-10-4	NORTHERN TRUST CORP		03/03/2010	CITIZENS BANK	320.00	17,101		17,613	16,768	845			845		17,613		(512)	(512)	90		L
681919-10-6	OMNICOM GROUP		03/03/2010	CITIZENS BANK	330.00	12,349		9,066	12,085	(3,201)			(3,201)		9,066		3,283	3,283	50		L
742718-10-9	PROCTER & GAMBLE CO		03/03/2010	CITIZENS BANK	430.00	27,362		26,730	27,210	(481)			(481)		26,730		632	632	189		L
816851-10-9	SEMPRA ENERGY		03/03/2010	CITIZENS BANK	1,180.00	57,537		65,562	66,056	(495)			(495)		65,562		(8,024)	(8,024)	460		L
790849-10-3	ST JUDE MED INC		03/03/2010	CITIZENS BANK	420.00	16,410		16,609	15,448	1,161			1,161		16,609		(200)	(200)			L
9099999	Total - Common Stock - Industrial and Miscellaneous (Unaffiliated)				X X X	384,046		346,394	390,097	(43,365)			(43,365)		346,394		37,652	37,652	1,105	X X X	X X X
9799997	Total - Common Stock - Part 4				X X X	384,046	X X X	346,394	390,097	(43,365)			(43,365)		346,394		37,652	37,652	1,105	X X X	X X X
9799998	Summary Item from Part 5 for Common Stocks				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9799999	Total Common Stocks				X X X	384,046	X X X	346,394	390,097	(43,365)			(43,365)		346,394		37,652	37,652	1,105	X X X	X X X
9899999	Total Preferred and Common Stocks				X X X	384,046	X X X	346,394	390,097	(43,365)			(43,365)		346,394		37,652	37,652	1,105	X X X	X X X
9999999	Totals					6,091,710	X X X	6,092,738	6,102,679	(43,365)	(4,918)		(48,283)		6,054,058		37,652	37,652	113,986	X X X	X X X

E05.1

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

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	
Description	Description of Items Hedged or Used for Income Generation	Schedule/ Exhibit Identifier	Type(s) of Risk(s)	Exchange or Counterparty	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Prior Year Initial Cost of Premium Received (Paid)	Current Year Initial Cost of Premium Received (Paid)	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment to Carry Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (a)	
NONE																							
1449999 Total						XXX	XXX	XXX	XXX					XXX								XXX	XXX

EO6

(a)

Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period
NONE	

SCHEDULE DB - PART B - SECTION 1

Future Contracts Open as of the Current Statement Date

1 Ticker Symbol	2 Number of Contracts	3 Notional Amount	4 Description	5 Description of Hedged Item(s)	6 Schedule/ Exhibit Identifier	7 Type(s) of Risk(s)	8 Date of Maturity or Expiration	9 Exchange	10 Trade Date	11 Transaction Price	12 Reporting Date Price	13 Book/ Adjusted Carrying Value	Change in Variation Margin				18 Potential Exposure	19 Hedge Effectiveness at Inception and at Quarter-end (a)	
													14 Cumulative	15 Gain (Loss) Recognized in Current Year	16 Gain (Loss) Used to Adjust Basis of Hedged Item	17 Deferred			
						NONE													
1449999 Total						XXX	XXX	XXX	XXX	XXX	XXX							XXX	

Broker Name	Net Cash Deposits
NONE	
Total Net Cash Deposits	

E07

(a)	Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period
NONE		

SCHEDULE DB - PART D

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

1 Description Counterparty or Exchange Traded	2 Master Agreement (Y or N)	3 Credit Support Annex (Y or N)	4 Fair Value of Acceptable Collateral	Book/Adjusted Carrying Value			Fair Value			11 Potential Exposure	12 Off-Balance Sheet Exposure
				5 Contracts With Book/ Adjusted Carrying Value >0	6 Contracts With Book/ Adjusted Carrying Value <0	7 Exposure net of Collateral	8 Contracts With Fair Value >0	9 Contracts With Fair Value <0	10 Exposure Net of Collateral		
NONE											
0899999 Total											

E08

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
			NONE				
8699999 Total Cash Equivalents							

E10