

February 26, 2010

Ms. Anita Davis
Chief Financial Officer
UAHC Health Plan of Tennessee
300 River Place, Suite 4950
Detroit, MI 48207

Confidential

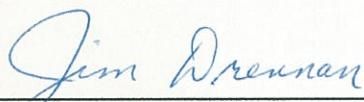
Dear Anita:

Enclosed is our statement of actuarial opinion for UAHC Health Plan of Tennessee, dated February 26, 2010. A copy of the representation letter should be attached to the actuarial opinion.

This opinion is based on a review of actuarial liabilities and related items identified herein, as shown in the December 31, 2009 statutory annual statement of UAHC Health Plan of Tennessee. This opinion has been prepared for the sole purpose of attaching it to the above described annual statement, in accordance with the instructions for completing the statement blank.

Publication or use of the opinion, except as specifically provided above, is prohibited without our prior written consent.

REDEN & ANDERS



James E. Drennan
Principal
FSA, Society of Actuaries
Member, American Academy of Actuaries

**Statement of Actuarial Opinion
UAHC Health Plan of Tennessee
December 31, 2009**

This Opinion is:	<input checked="" type="checkbox"/> Unqualified	<input type="checkbox"/> Qualified	<input type="checkbox"/> Adverse	<input type="checkbox"/> Inconclusive
Identification Section	<input checked="" type="checkbox"/> Prescribed Wording Only	<input type="checkbox"/> Prescribed Wording with Additional Wording	<input type="checkbox"/> Revised Wording	
Scope Section	<input checked="" type="checkbox"/> Prescribed Wording Only	<input type="checkbox"/> Prescribed Wording with Additional Wording	<input type="checkbox"/> Revised Wording	
Reliance Section	<input checked="" type="checkbox"/> Prescribed Wording Only	<input type="checkbox"/> Prescribed Wording with Additional Wording	<input type="checkbox"/> Revised Wording	
Opinion Section	<input checked="" type="checkbox"/> Prescribed Wording Only	<input type="checkbox"/> Prescribed Wording with Additional Wording	<input type="checkbox"/> Revised Wording	
Relevant Comments			<input type="checkbox"/> Revised Wording	
<input type="checkbox"/> The Actuarial Memorandum include "Deviation from Standard" wording regarding conformity with an Actuarial Standard of Practice				

I, James E. Drennan, Principal, am associated with the firm of Ingenix Consulting. I am a member of the American Academy of Actuaries and have been retained by UAHC Health Plan of Tennessee to render an opinion with regard to loss reserves, actuarial liabilities and related items. I was appointed on December 10, 2009 in accordance with the requirements of the annual statement instructions. I meet the Academy qualification standards for rendering the opinion.

I have examined the assumptions and methods used in determining loss reserves, actuarial liabilities and related items listed below, as shown in the annual statement of the organization as prepared for filing with state regulatory officials, as of December 31, 2009.

A. Claims unpaid (Page 3, Line 1);	\$1,450,000
B. Accrued medical incentive pool and bonus payments (Page 3, Line 2);	\$0
C. Unpaid claims adjustment expenses (Page 3, Line 3);	\$141,000
D. Aggregate health policy reserves (Page 3, Line 4) including unearned premium reserves, premium deficiency reserves, and additional policy reserves from the Underwriting and Investment Exhibit – Part 2D;	\$0
E. Aggregate life policy reserves (Page 3, Line 5);	\$0
F. Property/casualty unearned premium reserves (Page 3, Line 6);	\$0
G. Aggregate health claim reserves (Page 3, Line 7); and	\$0
H. Any actuarial reserves and liabilities not included in the items above	\$0

In forming my opinion on items A through G above I relied upon data prepared by William Dennis, CFO as certified in the attached statements. I evaluated that data for reasonableness and consistency. I also reconciled that data to the Underwriting and Investment Exhibit - Part 2B of the company's current annual statement. In other respects, my examination included review of the actuarial assumptions and actuarial methods used and tests of the calculations I considered necessary.

In my opinion, the amounts carried in the balance sheet on account of the items identified above:

- A. Are in accordance with accepted actuarial standards consistently applied and are fairly stated in accordance with sound actuarial principles,
- B. Are based on actuarial assumptions relevant to contract provisions and appropriate to the purpose for which the statement was prepared,
- C. Meet the requirements of the Insurance Laws and regulations of the state of Tennessee; and are at least as great as the minimum aggregate amounts required by the state in which this statement is filed,
- D. Make good and sufficient provision for all unpaid claims and other actuarial liabilities of the organization under the terms of its contracts and agreements,
- E. Are computed on the basis of assumptions and methods consistent with those used in computing the corresponding items in the annual statement of the preceding year end,
- F. Include appropriate provision for all actuarial items that ought to be established.

The Underwriting and Investment Exhibit – Part 2B was reviewed for reasonableness and consistency with the applicable Actuarial Standards of Practice.

Actuarial methods, considerations, and analyses used in forming my opinion conform to the relevant Standards of Practice as promulgated from time to time by the Actuarial Standards Board, which standards form the basis of this statement of opinion.



Signature of Actuary

James E. Drennan
2170 Satellite Blvd, #150
Duluth, GA 30097
678-417-4904

February 26, 2010



Representation Concerning Matters Pertaining to Examination of Statutory Actuarial Items

TO: Ingenix Consulting
FROM: UAHC Health Plan of TN, Inc.

In connection with your examination of the unpaid claim liability to be included in the statutory annual statement of UAHC Health Plan of TN, Inc. (Company) as of December 31, 2009, I represent that to the best of my knowledge and belief:

1. All information which would affect the actuarial items examined has been given to you;
2. Basic records, listings, summaries and other information furnished to you, and underlying the calculation of the actuarial items identified below, are accurate and complete, and were derived from the records and data which form the basis of the annual statement for the year ending December 31, 2009,
3. No methods or procedures employed by the Company, now or in the past, would preclude the accurate determination of the actuarial items examined; and,
4. At risk providers are in a financial position to meet all liabilities under risk sharing contracts, including incentive and capitation contracts, and if not, the Company has accrued an appropriate liability to cover the risk.

I understand that you have relied on these items to perform your analysis and have not audited the accuracy or completeness of these items.

With respect to assets and liabilities of UAHC Health Plan of TN, Inc. as of December 31, 2009, I represent that to the best of my knowledge and belief, the statutory statement, together with related exhibits, schedules and explanation therein contained, annexed or referred to, is a complete and fair statement of all the assets and liabilities and the condition of affairs of the Company as of December 31, 2009.

Signed William L. Dennis
 Name William L. DENNIS
 Title CEO
 Date 2/26/10
 Address _____
 Phone Number 313-393-4571

