Barbara V. Scheil and Associates, Ltd.
11462 Rockville Rd. • PO Box 249
Rockville, VA 23146
804-749-4408 • Fax 804-749-4469

February 26, 2009

I, Barbara V. Scheil, Consulting Actuary, am associated with the firm of Barbara V. Scheil and Associates, Ltd. I am a member of the American Academy of Actuaries and have been retained by the Unison Administrative Services (an affiliate of Unison Health Plan of Tennessee) on behalf of Unison Health Plan of Tennessee, Inc. with regard to loss reserves, actuarial liabilities and related items.

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, 2008. I relied upon underlying records and/or summaries prepared by the responsible officers or employees of the organization. In other respects, my examination included such review of the assumptions and methods used and such tests of the calculations as I considered necessary.

Claims unpaid (Page 3, Line 1)	$7,078,442
Accrued medical incentive pool and bonus payments (Page 3, Line 2)	0
Unpaid claims adjustment expenses (Page 3, Line 3)	582,106
Aggregate health policy reserves (Page 3, Line 4)	699,795
Aggregate health claim reserves (Page 3, Line 7)	0
Experienced rated refunds	0
Any actuarial liabilities included in Page 3, Line 21	0

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 laws of Tennessee,

D. Make a 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 consistent with those used in computing the corresponding items in the annual statement of the preceding year end, and

F. Include appropriate provision for all actuarial items that ought to be established.

The Underwriting and Investment Exhibit – Part 2B was prepared consistent with section 3.6, "Follow-Up Studies," contained in Actuarial Standard of Practice No. 5, "Incurred Health and Disability Claims" adopted by the Actuarial Standards Board of the American Academy of Actuaries in December 2000.

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.

Barbara V. Scheil

Barbara V. Scheil, FSA, MAAA
Member of the American Academy of Actuaries

Unison

I, Leslie Gelpi, Vice President of Finance, of Unison Administrative Services, LLC, hereby affirm that the listings and summaries, and analyses relating to data prepared for and submitted to Barbara V. Scheil and Associates, Ltd. in support of her actuarial opinion for Unison Health Plan of Tennessee, Inc. as of December 31, 2008, were prepared under my direction and, to the best of my knowledge and belief, are substantially accurate and complete and the same as, or derived from, the records and other data which form the basis of the statement for the period ended December 31, 2008.

Leslie A. Gelpi, Chief Financial Officer
Unison Administrative Services, LLC
Unison Plaza
1001 Brinton Road
Pittsburgh, PA 15221
412-858-4145