

CANTILO & BENNETT, L.L.P.

ATTORNEYS & COUNSELORS

*A Texas Registered Limited Liability Partnership
Comprised of Professional Corporations*

11401 Century Oaks Terrace
Suite 300

Telephone: (512) 478-6000

Austin, Texas 78758
www.cb-firm.com

Facsimile: (512) 404-6550

June 15, 2017

VIA FEDEX DELIVERY

The Honorable Joel H. Peck, Clerk
State Corporation Commission
Tyler Building - 1st Floor
1300 East Main Street
Richmond, Virginia 23219

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ATTN.: DOCUMENT CONTROL CENTER

Re: Commonwealth of Virginia ex rel. State Corporation Commission v. Reciprocal of America and The Reciprocal Group; Case No. INS-2017-00155; Our File No. 65000-000

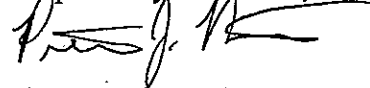
Dear Mr. Peck:

On behalf of Jacqueline K. Cunningham, Deputy Receiver of Reciprocal of America and The Reciprocal Group, please find enclosed for filing the original and 17 copies of the **APPLICATION FOR FINAL ORDER APPROVING VARIOUS WIND DOWN MATTERS**.

Please file stamp one of the copies and return to us in the enclosed self-addressed, stamped envelope.

Thank you for your kind assistance in regard to this matter. Please let us know if you have any questions.

Respectfully submitted,



Pierre J. Riou
Counsel to the Deputy Receiver

PJR:dkd
Enclosures

cc: John O. Cox, Special Deputy Receiver
William C. Gullett, Esq.
Greg E. Mitchell, Esq.

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

COMMONWEALTH OF VIRGINIA ex rel.
STATE CORPORATION COMMISSION,

Applicant,

v.

RECIPROCAL OF AMERICA and
THE RECIPROCAL GROUP,

Respondents.

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Case No. INS-2017-00155

APPLICATION FOR FINAL ORDER
APPROVING VARIOUS WIND-DOWN MATTERS

TO THE HONORABLE JUDGES OF THE STATE CORPORATION COMMISSION:

Jacqueline K. Cunningham, Commissioner for the State Corporation Commission's ("Commission") Bureau of Insurance, in her capacity as Deputy Receiver of Reciprocal of America ("ROA") and The Reciprocal Group ("TRG") (collectively, the "Companies"), in receivership for liquidation, respectfully submits this application ("Application") for an Order: (i) providing for a contingent hearing, to be held only in the event that written objection to the Application is timely filed; (ii) establishing response procedures; and (iii) approving notice procedures. In addition, this Application seeks a subsequent final Commission order: (i) ratifying the Deputy Receiver's compromise of claims asserted in the TRG estate by the Pension Benefit Guaranty Corporation ("PBGC"); (ii) ratifying the Deputy Receiver's commutation of a certain settlement trust agreement with General Reinsurance Corporation ("General Re"); (iii) ratifying the Deputy Receiver's compromise of claims asserted by the Companies in the liquidation of certain Tennessee risk retention groups; (iv) ratifying the record retention schedule attached hereto, subject to any requirement to retain for a longer period any records relevant to pending or anticipated litigation; (v)

ratifying the conduct and wind down of the receivership by the Deputy Receiver, her predecessor and their deputies, counsel and consultants heretofore; (vi) approving the Deputy Receiver's establishment of a reserve of \$500,000 for TRG's final expenses and contingencies (the "Reserve for TRG Final Expenses and Contingencies"); (vii) approving the Deputy Receiver's establishment of a reserve of \$10,000,000 for ROA's final expenses and contingencies (the "Reserve for ROA Final Expenses and Contingencies"); (viii) approving the Deputy Receiver's execution, after the payment of all approved claims of the Companies (subject to the reserves for the Companies' respective wind-down costs, expenses and contingencies), of an agreement to establish a liquidating trust for the purposes set forth herein; (ix) approving the distribution of the Companies' assets in the manner proposed herein; and (x) authorizing the Deputy Receiver to file notice and a report with the Commission, along with a recommendation that this receivership proceeding be closed, after the purposes of the liquidating trust and the receivership have been accomplished, any remaining assets in the liquidating trust have been distributed, and the liquidating trust has terminated. In support of this Application, the Deputy Receiver would show the Commission as follows:

I. RELEVANT PROCEDURAL AND FACTUAL HISTORY

1. ROA was a domestic insurance reciprocal organized under Chapter 12 of the Virginia Insurance Code.

2. On January 29, 2003, pursuant to Title 38.2 of the Code of Virginia ("Code") and other applicable law, the Circuit Court of the City of Richmond entered its Final Order Appointing Receiver for Rehabilitation or Liquidation in Cause No. CH03000135-00,¹ which appointed the

¹ This and other documents related to the Companies' receivership may be found at: <http://www.reciprocalgroup.com/documents.htm>.

Commission as Receiver and Alfred W. Gross as Deputy Receiver of the Companies (hereinafter, “2003 Receivership Order”).² Among other things, the 2003 Receivership Order authorizes the Deputy Receiver in paragraph (7)(a) to compromise claims for monies due to the Companies upon such terms and conditions as she deems appropriate.

3. ROA’s certificate of authority has not yet been terminated, although it has been restricted (*i.e.*, while still licensed as an insurer, ROA has not been permitted to issue new policies since being placed in receivership).

4. On June 20, 2003, in Case No. INS-2003-00024, the Commission entered its Order of Liquidation with a Finding of Insolvency and Directing the Cancellation of Direct Insurance Policies which, *inter alia*, declared the Companies to be insolvent and directed the Deputy Receiver to proceed with the liquidation of the Companies in accordance with provisions of Title 38.2, Chapter 15, of the Code, other applicable Virginia law, and the orders of the Commission (“2003 Liquidation Order with Finding of Insolvency”).³

5. On October 28, 2003, in Case No. INS-2003-00024, the Commission entered its Order Setting Final Bar Date and Granting Deputy Receiver Continuing Authority to Liquidate

² The Commission subsequently entered an Order appointing Jacqueline K. Cunningham as Deputy Receiver of the Companies. *Commonwealth of Virginia ex rel. State Corporation Commission v. Reciprocal of America and The Reciprocal Group*, Case No. INS-2003-00024, 2011 S.C.C. Ann. Rept. 71, Order Appointing Jacqueline K. Cunningham as Deputy Receiver for Rehabilitation or Liquidation (Jan. 10, 2011).

³ *Commonwealth of Virginia ex rel. State Corporation Commission v. Reciprocal of America and The Reciprocal Group*, Case No. INS-2003-00024, 2003 S.C.C. Ann. Rept. 116, Order of Liquidation with a Finding of Insolvency and Directing the Cancellation of Direct Insurance Policies (June 20, 2003).

Companies, setting September 30, 2004, as the Final Bar Date (“2003 Order Setting Final Bar Date”).⁴

6. On June 16, 2014, in Case No. INS-2013-00190, the Commission entered its Final Order which, among other things: (a) approved payment of policyholder claims at 100% (including both Direct Claims and Indirect Claims, if and when the Deputy Receiver determines that she can pay Indirect Claims without undue risk of unlawful preference); (b) approved the transfer of ROA’s workers’ compensation insurance business to Providence Washington Insurance Company (“PWIC”) pursuant to a loss portfolio transfer agreement (“LPT”); (c) authorized the Deputy Receiver to continue seeking an agreement to commute or assign a certain settlement trust with General Re⁵ and, if successful in those efforts, to make the corresponding adjustments in the LPT agreement with PWIC; and (d) approved steps necessary to implement and consummate the LPT (“2014 Final Order Approving 100% Payment of Policy Claims”).

7. On June 1, 2015, the Deputy Receiver requested a release from the United States of all claims of the United States against the estates of TRG and ROA (and against TRG’s subsidiaries), and the current and former Deputy Receiver and Special Deputy Receivers, with the exception of any possible claims the United States may have or may acquire for tax, fraud (including, but not limited to, securities and pension benefit fraud), criminal liabilities, or reimbursement liabilities and penalties arising under 42 U.S.C. § 1395y(b) (“Federal Release”).

⁴ *Commonwealth of Virginia ex rel. State Corporation Commission v. Reciprocal of America and The Reciprocal Group*, Case No. INS-2003-00024, 2003 S.C.C. Ann. Rept. 117, Order Setting Final Bar Date and Granting Deputy Receiver Continuing Authority to Liquidate Companies (Oct. 28, 2003).

⁵ See *infra*, Section II(C), for discussion of the commutation of the trust agreement.

8. On August 28, 2015, in Case No. INS-2015-00020, the Commission entered its Final Order establishing a Claims Liquidation Date of October 15, 2015 (“Claims Liquidation Date Order”).

9. Pursuant to the Claims Liquidation Date Order, with limited exceptions noted below, any and all claims against the Companies that were not properly submitted and rendered non-contingent and liquidated on or before the Claims Liquidation Date are permanently barred from sharing in the assets of the estates of the Companies.

10. The following types of claims are required to be liquidated in order to share in the assets of the estates or the Companies, but they are not required to have been liquidated on or before the Claims Liquidation Date:

- a. Proper administrative expense claims against ROA or TRG (*e.g.*, claims for payment of services rendered, or goods supplied, to the companies at the request of the Deputy Receiver after January 29, 2003) (“Administrative Claims”), which must be liquidated by proper documentation submitted in a timely manner; and
- b. Claims of the United States, to the extent that federal law or sovereign immunity exempt them from the Claims Liquidation Date; and
- c. Claims as to which an appeal is pending before the Commission or the Supreme Court of the Commonwealth of Virginia as of the Claims Liquidation Date, which will be liquidated through the appeals process.

11. There is one appeal pending with the Virginia Supreme Court of a \$439,375.20 claim against ROA that the Deputy Receiver (and the Commission, on appeal) determined is a general creditor claim, but which certain Kentucky hospitals (“Kentucky Hospitals”) assert on appeal is entitled to payment as an Administrative Claim (*i.e.*, higher in priority to all pending claims).⁶

⁶ On August 15, 2016, in Case No. Case No. INS-2014-00244, the Commission entered its final order on the Kentucky Hospitals’ appeal, and on September 13, 2016, the claimant filed a

12. Pursuant to paragraph 6(c) of the 2003 Order Setting Bar Date, the Deputy Receiver would have paid in full all approved timely-filed claims of secured creditors of the Companies with a non-voidable perfected security interest. However, no such claims were presented.

13. Pursuant to paragraph 6(d) of the 2003 Order Setting Bar Date, and the 2014 Final Order Approving 100% Payment of Policy Claims, the Deputy Receiver has paid in full all approved timely-liquidated claims of the insurance guaranty associations in affected states for “covered claims” as defined in Va. Code Ann. § 38.2-1603 and other similar provisions under other applicable statutes, and all approved timely-liquidated claims of policyholders arising out of ROA insurance contracts (including Direct Claims and Indirect Claims).

14. Pursuant to paragraph 6(e) of the 2003 Order Setting Bar Date, the Deputy Receiver has paid in full all known taxes through 2015 owed by the Companies to the United States and all other debts owed by the Companies to any person, including the United States, which by the laws of the United States are entitled to priority.

15. With regard to paragraph 6(f) of the 2003 Order Setting Bar Date, there are no claims for wages entitled to priority under Va. Code Ann. § 38.2-1514.

16. TRG’s subsidiaries, which were not themselves in receivership, were sold or dissolved, paid their approved creditor claims, and distributed any residual assets to TRG, their sole shareholder.

17. On June 21, 2016, the United States granted the requested Federal Release to the Companies.

notice of appeal to the Virginia Supreme Court. As of this filing the case remains pending in that Court.

II. DISCUSSION

A. Proposed Contingent Hearing, Response Dates, and Notice

18. The Deputy Receiver requests that the Commission issue a scheduling order (“Scheduling Order”) setting a contingent hearing for the consideration of this Application, such hearing to be held only in the event that written objection is timely filed pursuant to the procedures and schedule established by the Commission as requested below (“Contingent Hearing”). The Deputy Receiver requests that in the event it is necessary for the Contingent Hearing to be held, no other issues other than the relief requested herein be considered at that time.

19. The Deputy Receiver requests that the Scheduling Order require any person who opposes the relief requested by this Application to serve upon the Deputy Receiver and all other parties of record, a Notice of Objection no later than forty-five (45) days before the scheduled date of the Contingent Hearing, containing: (i) a precise statement of the interest of the person, (ii) a statement of the specific relief sought to the extent then known, and (iii) the factual and legal basis for the objection.

20. The Deputy Receiver requests that each person filing a Notice of Objection also be required to present their objections at the Contingent Hearing.

21. The Deputy Receiver requests that all persons other than the Deputy Receiver who expect to appear at the Contingent Hearing in support of, or opposition to, the Application, be required to file with the Commission and simultaneously serve upon the Deputy Receiver, no later than thirty (30) days before the Contingent Hearing, the prepared testimony and exhibits of each witness expecting to present direct testimony in support of, or in opposition to, the Application.

22. The Deputy Receiver requests that service of all Notices of Objection and other documents upon her be required to be directed to John O. Cox, Special Deputy Receiver, Office of General Counsel, State Corporation Commission, 1300 E. Main Street, Richmond, Virginia 23219, and to the Deputy Receiver's counsel, Patrick H. Cantilo, CANTILO & BENNETT, L.L.P., 11401 Century Oaks Terrace, Suite 300, Austin, Texas 78758, and also be required to be provided to said counsel on the day of filing by electronic mail to service@cb-firm.com.

23. The Deputy Receiver requests that if no person timely files a Notice of Objection, the Commission grant the Application without a Contingent Hearing.

24. The Deputy Receiver proposes to cause her counsel to provide notice of the Application and Scheduling Order by First-Class United States mail to all persons with claims against TRG or ROA as to which appeal is pending before the Commission or the Supreme Court of the Commonwealth of Virginia, to all persons with approved non-contingent and timely-liquidated claims against ROA, TRG, or TRG's subsidiaries that have not yet been paid in full, to all subscribers of ROA who had positive Equity Account balances with ROA as of December 31, 2002, to all those who were current subscribers of ROA as of December 31, 2002, and to the United States Department of Justice (enclosing a description of the material provisions of the Application, the Application's Exhibits, and the Scheduling Order, and instructions on how to view them on the Companies' web site or request copies). However, the Deputy Receiver requests that her counsel not be required to mail a notice to any such person if she reasonably believes that the person's last known address is no longer valid. In addition, the Deputy Receiver proposes to cause her counsel to provide such notice to the United States Department of Justice by the additional means of courier, electronic mail, or both.

25. The Deputy Receiver also proposes to publish notice one day each week for two consecutive weeks in the Richmond Times-Dispatch, The Wall Street Journal, and USA Today, in a form reasonably calculated to provide sufficient notice of the Application and Scheduling Order to all persons who might be interested in the affairs of ROA, TRG, or TRG's subsidiaries, including instructions on how to obtain copies of this Application and the Scheduling Order.

26. The Deputy Receiver requests that the Commission confirm that the proposed notice by mail and publication would satisfy the requirements to provide notice of the Application and the Scheduling Order.

B. The November 25, 2013, Settlement of the PBGC's Claims Against TRG and its Subsidiaries

27. On September 20, 2004, the PBGC timely-submitted proofs of claim against TRG and its subsidiaries, jointly and severally, asserting: (a) a general unsecured claim under 29 U.S.C. § 1307 for premiums, penalties, and interest in the amount of \$13,690.48 on account of the TRG pension plan ("Premiums Claim"); (b) a general unsecured claim under 29 U.S.C. §§ 1362, 1368, for unfunded benefit liabilities of the TRG pension plan in the amount of \$10,501,500, as to which the PBGC asserted a lien, entitled to the same priority as a tax owed to the United States in the amount of 30% of the net worth of TRG and its subsidiaries ("UBL Claim"); and (c) a claim in the amount of \$1,824,644 for minimum funding contributions of the TRG pension plan under 29 U.S.C. §§ 412()(11), 1082(c)(11), 1362(c), of which it asserted \$1,052,065 was payable as an administrative expense and \$772,579 was a general unsecured claim ("Missed Minimum Funding Contribution Claim") (collectively, "PBGC Claims").

28. The Deputy Receiver and PBGC executed a settlement agreement regarding the PBGC Claims, which became effective on December 10, 2013, when a Notice of Claim

Determination (“NCD”) was issued approving the PBGC Claims pursuant to the terms of the settlement agreement (“PBGC Settlement Agreement”). The PBGC did not object to or appeal this NCD and it is therefore final.

29. The PBGC Settlement Agreement provided, as respects the approved amounts and priorities of the PBGC Claims, that (a) the PBGC waived the Premiums Claim; (b) the Deputy Receiver would pay the Missed Minimum Funding Contribution Claim in full within fifteen (15) days after the effective date of December 10, 2013 (which the Deputy Receiver paid accordingly); and (c) the UBL Claim would be allowed as a general creditor claim in the amount of \$8,676,856 (which, as is true of all other general creditor claims, has not yet been paid).

C. The December 8, 2015, Commutation of the General Re Settlement Trust Agreement

30. As long ago as 2004, the Deputy Receiver’s predecessor had hoped to be able to commute certain General Re reinsurance agreements. Instead, as part of a settlement approved by the Commission in 2010 (“General Re-Milliman-PwC Settlement”), the Deputy Receiver’s predecessor and General Re entered into a settlement trust agreement (“General Re Settlement Trust Agreement”).⁷

⁷ The General Re-Milliman-PwC Settlement was effectuated by a confidential mediated settlement agreement signed by the Deputy Receiver’s predecessor, General Re, Milliman, Inc., and PricewaterhouseCoopers LLP (“PwC”) (“General Re-Milliman-PwC Settlement Agreement”), and the General Re Settlement Trust Agreement, which was a confidential trust agreement signed by the Deputy Receiver’s predecessor and General Re. The General Re-Milliman-PwC Settlement Agreement and the General Re Settlement Trust Agreement each specifies that it shall be governed by, and construed in accordance with, the laws of Virginia. Under Virginia law, parties may agree in writing, as they did in the General Re-Milliman-PwC Settlement Agreement and the General Re Settlement Trust Agreement, that a written confidential mediated agreement signed by them shall be confidential. Va. Code Ann. § 8.01-581.22. As such, the General Re-Milliman-PwC Settlement Agreement and the General Re Settlement Trust Agreement, and the terms thereof, are not subject to disclosure in discovery or in any judicial or administrative proceeding except to the extent that the parties to each of those agreements have agreed, in writing, to permit disclosure. *Id.* The origin

31. The 2014 Final Order Approving 100% Payment of Policy Claims authorized the Deputy Receiver to continue seeking an agreement to commute or assign the General Re Settlement Trust Agreement and, if successful in those efforts, to make the corresponding adjustments in the LPT agreement with PWIC.

32. While the Deputy Receiver had long pursued efforts to commute or assign, for reasonable consideration, ROA's interests under the General Re Settlement Trust Agreement, it was understood that such a transaction would be easier after all claims under the reinsured insurance policies had been liquidated, on or before the Claims Liquidation Date. Otherwise, there would have been a risk that the consideration received for any such commutation or assignment could in hindsight prove to have been inadequate.

33. Once the Claims Liquidation Date passed without any appeal having been filed of the Commission's Final Order in Case No. INS-2013-00190, the Deputy Receiver exercised her authority to execute an agreement commuting the General Re Settlement Trust Agreement, effective December 8, 2015 ("General Re Commutation Agreement").

34. Although the Deputy Receiver had solicited proposals for the purchase of ROA's rights under the General Re Settlement Trust Agreement, the terms of the General Re Commutation Agreement were materially superior to all proposals received by the Deputy Receiver for such purchase.

of the General Re-Milliman-PwC Settlement Agreement and the General Re Settlement Trust Agreement was discussed in the Application filed on September 17, 2009, in Case No. INS-2009-00212. The Commission approved the General Re-Milliman-PwC Settlement, including the General Re-Milliman-PwC Settlement Agreement and the General Re Settlement Trust Agreement, by its Final Order entered in that case on January 7, 2010.

35. Accordingly, the Deputy Receiver executed the General Re Commutation Agreement, having concluded that it: (a) would facilitate materially the successful wind down of the receivership, by converting a multi-decade stream of potential future payments to a \$20 million lump sum payment available for distribution to ROA's creditors and subscribers; (b) would eliminate a costly reinsurance reporting function; and (c) was fair and reasonable to, and in the best interests of, ROA's policyholders, creditors and subscribers.

36. Under the terms of the General Re Commutation Agreement, General Re made a commutation payment of \$20 million to ROA on December 15, 2015, which served to release and discharge all of General Re's liabilities and obligations to ROA, whether contractual or otherwise, including but not limited to General Re's obligations to ROA under the General Re Settlement Trust Agreement.

D. The 2016 Settlement of Claims Against the Tennessee Risk Retention Groups

37. On or about August 26, 2004, the Deputy Receiver submitted proofs of claim on behalf of ROA and TRG in the receiverships of Doctors Insurance Reciprocal, Risk Retention Group, American National Lawyers Insurance Reciprocal, Risk Retention Group, and The Reciprocal Alliance, Risk Retention Group, each a risk retention group in liquidation in the State of Tennessee (collectively, "RRGs,").

38. The special deputy receivers ("SDRs") for the RRGs asserted a variety of defenses and claimed offsets against those claims.

39. On June 8, 2016, the Deputy Receiver and the SDRs executed a settlement agreement pursuant to which ROA and TRG were to receive a total of \$1,000,000 (\$144,412 to TRG in settlement of its proofs of claims and those of its subsidiaries, and \$855,588 to ROA in settlement

of its proofs of claims), in compromise of the respective proofs of claims that they filed in the liquidation of the RRGs (“Tennessee Settlement”).

40. Given the costs, delay, and uncertainty of litigation and the financial condition of the RRGs, the Deputy Receiver concluded that the Tennessee Settlement was reasonable under the circumstances and in the best interest of TRG’s creditors and ROA’s policyholders and other creditors.

41. Payment of the consideration pursuant to the Tennessee Settlement was conditioned on the Tennessee receivership court entering orders approving payment of the proofs of claims in the negotiated amounts aggregating to \$1,000,000, and on that order becoming no longer appealable.

42. The Tennessee receivership court’s orders approving the negotiated payments were entered on July 25, 2016, beginning a thirty (30) day appeal period which expired without appeal.

43. On September 27, 2016, the Deputy Receiver received the payments provided for by the Tennessee Settlement and approved by the Tennessee receivership court, in the aggregate amount of \$1,000,000 (*i.e.*, \$855,588 for ROA’s estate and \$144,412 for TRG’s estate).

E. The Filing Of the Companies’ Recent Federal Income Tax Returns and Requests for Prompt Assessment

44. On September 15, 2016, the Deputy Receiver filed ROA’s federal income tax return for the tax year ending December 31, 2015,⁸ which reflected no tax liability.

45. On November 23, 2016, the Deputy Receiver filed ROA’s amended federal income tax return for the tax year ending December 31, 2015, which reflected no tax liability.

⁸ ROA files federal income tax returns on a fiscal year basis.

46. On December 14, 2016, the Deputy Receiver filed TRG's federal income tax return for the tax year ending March 31, 2016,⁹ which reflected no tax liability.

47. Pursuant to 26 U.S.C. § 6501(d), except as otherwise provided in subsection (c),¹⁰ (e),¹¹ or (f),¹² in the case of federal income tax for which return is required by a corporation, the tax shall be assessed within 18 months after written request therefore filed by the corporation or its representative after (but within 3 year of) the return being filed, but only if one of the following three circumstances applies:

- Such written request notifies the Secretary of the Treasury that the corporation contemplates dissolution at or before the expiration of such 18-month period, the dissolution is in good faith begun before the expiration of such eighteen (18) month period, and the dissolution is completed;
- Such written request notifies the Secretary of the Treasury that a dissolution has in good faith been begun, and the dissolution is completed; or
- A dissolution has been completed at the time such written request is made.

48. On December 8, 2016, pursuant to 26 U.S.C. § 6501(d), the Deputy Receiver filed with the I.R.S. a request for prompt assessment of ROA's federal income tax liabilities for the tax years ending December 31 of 2013, 2014, and 2015, notifying the Secretary of the Treasury that the

⁹ TRG files federal income tax returns on a calendar year basis.

¹⁰ Applicable to listed circumstances (including false return, willful attempt to evade tax, no return, among others).

¹¹ Applicable to substantial omission of items (*e.g.*, the omission from gross income of an amount properly includable therein that exceeds 25% of the amount of gross income stated in the return).

¹² Applicable to personal holding company tax.

dissolution of ROA had not begun but would begin within eighteen (18) months (“ROA Request for Prompt Assessment 2013-2015”).

49. On January 20, 2017, pursuant to 26 U.S.C. § 6501(d), the Deputy Receiver filed with the I.R.S. a request for prompt assessment of TRG’s federal income tax liabilities for the tax years ending March 31 of 2014, 2015, and 2016, notifying the Secretary of the Treasury that the dissolution of TRG had not begun but would begin within eighteen (18) months (“TRG Request for Prompt Assessment 2014-2016”).

50. On February 17, 2017, in response to the ROA Request for Prompt Assessment 2013-2015, the I.R.S issued letters stating that: (a) the tax year ending December 31, 2013, will be closed as of July 18, 2017, if ROA does not receive before that date a notice of tax due; (b) the tax year ending December 31, 2014, will be closed as of May 8, 2018, if ROA does not receive before that date a notice of tax due; and (c) the tax year ending December 31, 2015, will be closed as of June 2, 2018, if ROA does not receive before that date a notice of tax due.

51. On March 8, 2017, in response to the TRG Request for Prompt Assessment 2014-2016, the I.R.S issued letters stating that: (a) the tax year ending March 31, 2014, will be closed as of September 4, 2017, if TRG does not receive before that date a notice of tax due; (b) the tax year ending March 31, 2015, will be closed as of July 24, 2018, if TRG does not receive before that date a notice of tax due; and (c) the tax year ending March 31, 2016, will be closed as of July 24, 2018, if TRG does not receive before that date a notice of tax due.

52. The Deputy Receiver anticipates that in mid-2017, in response to the ROA Request for Prompt Assessment 2013-2015, the I.R.S. will issue letters providing that ROA’s tax years

ending December 31, 2013, December 31, 2014, and December 31, 2015, will be closed as of a specified date in the third quarter of 2018.

53. The Deputy Receiver anticipates that in mid-2017, in response to the TRG Request for Prompt Assessment 2014-2016, the I.R.S. will issue letters providing that TRG's tax years ending March 31, 2014, March 31, 2015, and March 31, 2016, will be closed as of a specified date in the third quarter of 2018.

54. Pursuant to Va. Code Ann. § 38.2-1509(B)(1) and federal case law (*i.e.*, *United States v. Fabe*, 508 U.S. 491 (1993)), taxes owed to the United States are inferior in priority to administrative expenses claims, secured creditor claims, and the claims of policyholders and guaranty associations on insurance policies, but superior in priority to the claims of general creditors (and, of course, to the interests of equity holders).

55. Because ROA does not have any known unpaid tax liabilities for the tax years ending December 31 of 2013, 2014, or 2015, and because TRG does not have any known unpaid tax liabilities for the tax years ending March 31 of 2014, 2015, or 2016, Va. Code Ann. § 38.2-1509(B)(1) should not apply to those open tax years.

56. Moreover, as of March 31, 2016, TRG had carried forward \$6,559,927 of net operating losses ("NOLs"), which would be applied to reduce any unanticipated I.R.S. upward adjustment of TRG's taxable income in response to the TRG Request for Prompt Assessment 2014-2016 or the TRG Request for Prompt Assessment 2017-2019.

57. Also, as of December 31, 2015, ROA had carried forward \$109,186,657 of NOLs, which would be applied to reduce any unanticipated I.R.S. upward adjustment of ROA's taxable

income in response to the ROA Request for Prompt Assessment 2013-2015 or the ROA Request for Prompt Assessment 2016-2018.¹³

F. The Proposed Reserve for TRG Final Expenses and Contingencies

58. As of March 31, 2017, TRG had net admitted assets of \$1,152,254 and total liabilities of \$15,647,895.

59. Pursuant to paragraph 6(g) of the 2003 Order Setting Final Bar Date, the Deputy Receiver proposes to establish a reserve in an amount sufficient to ensure that, after she makes pro rata payments to TRG creditors as proposed below, neither subsequent Administrative Claims nor any potential federal income tax liabilities assessed in response to the TRG Request for Prompt Assessment 2014-2016 or the TRG Request for Prompt Assessment 2017-2019 would go unpaid (Reserve for TRG Final Expenses and Contingencies).

60. As part of the Reserve for TRG Final Expenses and Contingencies, the Deputy Receiver proposes to include a reasonable reserve of \$350,000 for estimated Administrative Claims of TRG (and TRG-related administrative expenses of the liquidating trust) through the liquidation of TRG, the termination of the liquidating trust, and the close of the receivership, including provision for the expense of preparing final reports for the Commission and making a final pro rata distribution of any TRG assets remaining at that time.

61. As part of the Reserve for TRG Final Expenses and Contingencies, the Deputy Receiver also proposes to include a reasonable reserve in the amount of \$150,000 for potential unanticipated assessments of additional federal income tax, penalties, and interest by the I.R.S. in

¹³ ROA's taxable income or loss for the year ending December 31, 2016, has not yet been determined.

response to the TRG Request for Prompt Assessment 2014-2016 or the TRG Request for Prompt Assessment 2017-2019.¹⁴

62. Accordingly, the Deputy Receiver proposes to maintain a total Reserve for TRG Final Expenses and Contingencies in the amount of \$500,000 (*i.e.*, \$350,000 plus \$150,000).

63. Pursuant to the terms of the proposed Liquidating Trust, any portion of the aggregate Reserve for TRG Final Expenses and Contingencies that eventually proves to be no longer necessary would be distributed in the form of increased pro rata payments to TRG's creditors.

G. The Reserve Proposed to Be Held for ROA Final Expenses and Contingencies

64. As of December 31, 2016, ROA had net admitted assets of \$63,608,017 and total liabilities of \$10,759,576. In addition, as discussed in greater detail below, ROA has approved claims for the return of approximately \$36.5 million of funds advanced by TRG and certain subscribers for ROA's operations pursuant to Va. Code Ann. § 38.2-1225, for approximately \$2 million in contractual interest and commitment fees on some of those funds advanced, and for approximately \$77.5 million in unused subscriber deposits, savings or credits, all of which claims are inferior in priority to the claims of general creditors.

¹⁴ In the event of any unanticipated determination by the I.R.S. that TRG had understated its income by not more than \$6,559,927 (*i.e.*, the amount of NOLs carried forward as of March 31, 2017), there would be an effective 2% AMT tax rate on the amount of newly determined income (*i.e.*, a 20% tax on 10% of the newly determined income). For purposes of establishing this portion of the Reserve for TRG Final Expenses and Contingencies, a conservative assumption was made of a scenario in which the I.R.S. would determine that TRG's income had been understated by \$6,559,927 (*i.e.*, the entire amount of the NOLs carried forward), which would result in an additional tax liability of \$131,199 (*i.e.*, 2% of \$6,559,927). That number was rounded up to \$150,000 to provide an additional cushion against potential unanticipated adverse determinations by the I.R.S. in response to TRG's request for prompt assessment.

65. The Deputy Receiver proposes to make pro rata payments to ROA's general creditors to the extent prudently possible without waiting eighteen (18) months for the I.R.S. response to the ROA Request for Prompt Assessment 2013-2015.

66. However, because ROA does not have sufficient assets to pay all claims of its creditors in full, the Deputy Receiver must take care not to inadvertently give any of ROA's general creditors an unlawful preference over estimated reasonably anticipated future Administrative Claims or potential future claims of the United States for federal income taxes.

67. Therefore, pursuant to paragraph 6(g) of the 2003 Order Setting Final Bar Date, the Deputy Receiver proposes to maintain a reserve in an amount sufficient to ensure that, after she makes pro rata payments to ROA general creditors as proposed below, neither future Administrative Claims nor any potential federal income tax liabilities assessed in response to the ROA Request for Prompt Assessment 2013-2015 or the ROA Request for Prompt Assessment 2016-2018 would go unpaid (Reserve for ROA Final Expenses and Contingencies).

68. As part of the Reserve for ROA Final Expenses and Contingencies, the Deputy Receiver proposes to include a reasonable reserve of \$5,000,000 for estimated future Administrative Claims for ROA (and ROA-related administrative expenses of the liquidating trust) through the liquidation of ROA, the termination of the liquidating trust, and the close of the receivership, including provision for the expense of preparing final reports for the Commission and making a final pro rata distribution of any ROA assets remaining at that time.

69. As part of the Reserve for ROA Final Expenses and Contingencies, the Deputy Receiver also proposes to include a reasonable reserve in the amount of \$2,200,000 for a potential unanticipated assessment of additional federal income tax, penalties, and interest by the I.R.S. in

response to the ROA Request for Prompt Assessment 2013-2015 or the ROA Request for Prompt Assessment 2016-2018.¹⁵

70. The Deputy Receiver also proposes to include, as part of the Reserve for ROA Final Expenses and Contingencies, a reasonable provision of \$300,000 for defending the Kentucky Hospitals' appeal, plus \$500,000 in the event that the Kentucky Hospitals were to succeed on appeal in having their claim re-classified as an Administrative Claim superior in priority to the claims of ROA's general creditors (for a total provision of reserves in the amount of \$800,000 related to the pending Kentucky Hospitals' appeal).

71. Finally, the Deputy Receiver proposes to include a \$2,000,000 reserve against contingencies. Accordingly, the Deputy Receiver proposes to maintain a total Reserve for ROA Final Expenses and Contingencies in the amount of \$10,000,000 (*i.e.*, \$5,000,000, plus \$2,200,000, plus \$800,000, plus \$2,000,000).

72. Any portion of the aggregate Reserve for ROA Final Expenses and Contingencies that eventually proves to be no longer necessary (*e.g.*, after the I.R.S. responds to all TRG and ROA requests for prompt assessment, or if the final expenses of administration prove to be less than had been estimated) would be distributed in the form of increased pro rata payments to ROA's creditors.

¹⁵ In the event of any unanticipated determination by the I.R.S. that ROA had understated its income by not more than \$109,186,657 (*i.e.*, the amount of NOLs carried forward as of December 31, 2015), there would be an effective 2% AMT tax rate on the amount of newly determined income (*i.e.*, a 20% tax on 10% of the newly determined income). For purposes of establishing this portion of the Reserve for ROA Final Expenses and Contingencies, a conservative assumption was made of a scenario in which the I.R.S. would determine that ROA's income had been understated by \$109,186,657 (*i.e.*, the entire amount of the NOLs carried forward), which would result in an additional tax liability of \$131,199 (*i.e.*, 2% of \$2,183,733). That number was rounded up to \$2,200,000 to provide an additional cushion against potential unanticipated adverse determinations by the I.R.S. in response to ROA's Request for Prompt Assessment 2013-2015.

H. The Necessity and Propriety of a Liquidating Trust to Expedite the Liquidations of the Companies

73. Paragraph 6(j) of the 2003 Order Setting Final Bar Date authorizes the Deputy Receiver to create a trust to hold any unclaimed funds if the applicable State unclaimed property laws does not permit her to deliver any such unclaimed funds to the relevant States prior to the date that ROA and TRG would cease to exist and the receivership would terminate. In addition, paragraph 6(l) of the same order authorizes the Deputy Receiver to “[t]ake all steps necessary and appropriate to liquidate and dissolve ROA and TRG as soon as reasonably practicable.” As discussed below, the Deputy Receiver intends to exercise her authority to create a liquidating trust for those purposes (“Liquidating Trust”).

74. The Deputy Receiver anticipates that she would serve as or designate the trustee of the Liquidating Trust (“Liquidating Trust”).

75. Apart from unclaimed funds that cannot yet be escheated under the laws of the relevant states, liquidating the Companies is complicated by the following aspects of aspects of federal and state law:

- Pursuant to 31 U.S.C. § 3713 (“Federal Priority Act”), “[a] representative of . . . an estate (except a trustee acting under title 11) paying any part of a debt of the person or estate before paying a claim of the Government is liable to the extent of the payment for unpaid claims of the Government”;
- As construed by the United States Supreme Court in light of the McCarran-Ferguson Act, the Federal Priority Act does not, in an insurance receivership, give claims of the United States priority over administrative expenses or policy claims;¹⁶
- However, claims of the United States (including assessments for additional federal income taxes owed) are entitled to priority ahead of general creditor

¹⁶ See United States v. Fabe, 508 U.S. 491 (1993).

claims or the rights of those entitled to the distribution of residual assets (see Va. Code Ann. § 28.2-38.2-1509);

- As noted above, the Federal Release does not extend to Claims of the United States for federal income taxes;
- ROA and TRG cannot calculate and pay federal income taxes until after the close of the tax year or partial tax year in which the tax liability was incurred;
- Even if a dissolved corporation files a request for prompt assessment of federal income tax liabilities after filing a tax return, the I.R.S. has eighteen (18) months within which to assess additional taxes (see Section 6501(d) of the Internal Revenue Code);
- If the I.R.S. were to assess additional federal income taxes against ROA or TRG after the distribution of all of their assets, no assets would remain to pay the taxes;
- Therefore, some ROA and TRG assets must be retained for potential assessments of additional federal income taxes, until all tax years for ROA and TRG are closed;
- However, retaining assets in ROA and TRG for that purpose would result in ROA and TRG being required to continue in perpetuity filing annual federal income tax returns and being subject to potential assessments of additional tax, because a dissolved corporation continues to exist for purposes of federal income reporting and taxation for so long as the dissolved corporation retains any assets. See 26 C.F.R. § 1.6012-2(a)(2) (providing that “[a] corporation in existence during any portion of a taxable year is required to make a return,” and that a corporation “is not in existence after it ceases business and dissolves, **retaining no assets**”) (emphasis added); United States v. McDonald & Eide, Inc., 865 F.2d 73, 77 (3rd Cir. 1989) (finding for purposes of 26 C.F.R. § 1.6012-2(a)(2) that the period for winding down a corporation’s affairs ended when the process of transferring the corporation’s assets was complete); Va. Code Ann. § 13.1-750(D) (“The statement ‘that all the assets of the corporation have been distributed to its creditors and shareholders means that the corporation has divested itself of all its assets by the payment of claims or liquidating dividends or by assignment to a trustee or trustees for the benefit of claimants or shareholders.’”).

76. As discussed above, each of the Companies has a substantial carry-forward of NOLs, which would reduce the magnitude of, but not entirely eliminate, any potential future assessment by

the I.R.S. of additional federal income tax liabilities. The Deputy Receiver has concluded that the only practicable manner in which to terminate the existence of ROA and TRG for purposes of federal income reporting and taxation is to:

- a. Establish a reserve for costs, expenses and contingencies until final liquidation of TRG (Reserve for TRG Final Expenses and Contingencies);
- b. Establish a reserve for costs, expenses and contingencies until final liquidation of ROA (Reserve for ROA Final Expenses and Contingencies);
- c. Cause TRG to assign to ROA, and ROA to assume (to the extent of assets transferred), TRG's liabilities underlying the Reserve for TRG Final Expenses and Contingencies, non-distributed assets in the amount of the Reserve for TRG Final Expenses and Contingencies, any TRG unclaimed property, and TRG's liabilities to pay to found owners or escheat the unclaimed property;
- d. Distribute the remainder of TRG's assets and ROA's assets, other than unclaimed property, the Reserve for TRG Final Expenses and Contingencies, and the Reserve for ROA Final Expenses and Contingencies, to their respective creditors via pro rata payments of approved claims in order of priority; and
- e. Establish the Liquidating Trust into which to transfer:
 - i. any ROA unclaimed property;
 - ii. ROA's liability to pay to found owners or escheat the unclaimed property;
 - iii. ROA's liabilities underlying the Reserve for ROA Final Expenses and Contingencies;
 - iv. non-distributed assets in the amount of the Reserve for ROA Final Expenses and Contingencies; and
 - v. the assets and liabilities that ROA assumed from TRG.

77. This would end the existence of ROA and TRG for purposes of federal income taxation. However, as discussed below, ROA and TRG would remain subject to potential additional assessments of federal income taxes until their final tax years are closed.

78. The Deputy Receiver anticipates that either she or the Liquidating Trustee will file federal income tax returns for TRG and ROA through their final year or partial year as taxable entities, which will likely be the tax years ending March 31 of 2019 for TRG and December 31, 2019, for ROA.

79. The Deputy Receiver anticipates that either she or the Liquidating Trustee will file requests for prompt assessment of ROA's federal income tax liabilities for the tax years ending December 31 of 2016, 2017, and 2018 ("ROA Request for Prompt Assessment 2016-2018").

80. The Deputy Receiver anticipates that either she or the Liquidating Trustee will file requests for prompt assessment of TRG's federal income tax liabilities for the tax years ending March 31 of 2017, 2018, and 2019 ("TRG Request for Prompt Assessment 2017-2019").

81. The Deputy Receiver anticipates that, in response to the ROA Request for Prompt Assessment 2016-2018, the I.R.S. will deem ROA's final tax year to be closed in 2020.

82. The Deputy Receiver anticipates that, in response to the TRG Request for Prompt Assessment 2017-2019, the I.R.S. will deem TRG's final tax year to be closed in 2020.

83. The Liquidating Trust would be subject to federal income taxation.

I. The Law Governing the Disposition of ROA's Assets Upon Liquidation, as Applied to So-Called "Equity Accounts, and to Advances of Funds to ROA" (by TRG in 1992 and 2001, and by Subscribers in 2002)

84. Because ROA was a domestic insurance reciprocal, the sequence of disbursing its assets upon liquidation is governed not only by the Virginia insurance liquidation priority schedule,

Va. Code Ann. § 38.2-1509, but also by two statutes addressing specifically the liquidation of domestic insurance reciprocals. Va. Code Ann. § 38.2-1228 provides, in full:

Upon the liquidation of a domestic reciprocal, the assets remaining after discharge of its (i) indebtedness and policy obligations, (ii) the return of any contributions of the attorney or other person made as provided in § 38.2-1225, and (iii) the return of any unused deposits, savings or credits, shall be distributed. The distribution shall be according to a formula approved by the Commission or the court to the persons who were its subscribers within the twelve (12) months prior to the final termination of its license.

85. Va. Code Ann. § 38.2-1225 provides, in relevant part:

The attorney or other interested persons may advance to a domestic reciprocal any funds required in its operations. No repayment of the principal, or any payment of interest thereon, in whole or in part, shall be made without the approval of the Commission. . . . In the event of a liquidation . . . , all claims under the instrument shall be subordinated to subscriber, claimant and beneficiary claims as well as debts owed to all other classes of creditors. The principal advanced shall not be withdrawn or repaid and no payments of interest thereon shall be made unless the reciprocal has sufficient earned surplus in excess of its minimum required surplus. . . . Interest on the principal advanced shall be at a rate not exceeding the one year treasury bill interest rates plus three percentage points at the time the loan is made or renewed.

86. In addition, the Virginia Supreme Court has held that “Virginia law prohibits creditors of an insolvent insurance estate from earning interest on their claims,” even where the payment of interest is provided by contract. See Swiss Re Life Co. Am. v. Gross, 253 Va. 139, 147, 479 S.E.2d 857, 861 (1997) (denying reinsurer’s claim in the estate of an insolvent insurer for the payment of interest on amounts owed under a reinsurance treaty, notwithstanding the provision for interest in the treaty itself) (citing Metompkin Bank & Trust Co. v. Bronson, 172 Va. 494, 500, 2 S.E.2d 323, 325 (1939)); see also Metompkin, 172 Va. at 500 (“Interest ceases upon unsecured claims against assets insufficient to pay all claims in full on the date of the declaration of insolvency.”) (dictum); Va. Code Ann. § 38.2-1512 (providing that the rights and liabilities of creditors, policyholders,

stockholders, members, and all other persons interested in the assets of an insurer are fixed as of the date of the entry of an order of liquidation); Cf. id. at 504 (quoting Peter A. Frasse & Co. v. Hartford Automotive Parts Co., 300 F. 876, 880 (D. Conn. 1924), for “the general rule relating to the unsecured claims against insolvent estates, that interest ceases on the appointment of a receiver”) (dicta).¹⁷

87. Reading Va. Code Ann. § 38.2-1512, Swiss Re, and Metompinkin together, the Deputy Receiver concludes that, for purposes of claims for interest provided by contract, the general rule in Virginia insurance receiverships is that interest accrues pre-receivership at the contractual rate until the date of entry of an order of liquidation, as of which date the amount of interest payable on the contract is fixed and interest ceases to accrue.

88. Finally, Va. Code Ann. § 38.2-1509(B)(1) applies to the disbursement of the assets of ROA, a reciprocal insurer that wrote hospital liability insurance and workers’ compensation insurance, which the Commission found to be insolvent and ordered liquidated. See Va. Code Ann. §§ 38.2-1500, 38.2-1509(A). Therefore, Sections 38.2-1228 and 38.2-1509(B)(1) must be construed together in determining the order of distribution of ROA’s assets. See Granado v. Commonwealth, 292 Va. 402, 408-09, 790 S.E.2d 233, 236 (Va. 2016) (noting that when two statutes clearly address the same subject matter, they must be construed together under the *in pari materia* canon of construction) (citations omitted).

89. The term “indebtedness and policy obligations” in Section 38.2-1228 can be construed as a reference to the categories of indebtedness and policy obligations listed in Section

¹⁷ The statements of law quoted from Metompinkin were dicta because the creditor in that case was a secured creditor, not an unsecured creditor.

38.2-1509(B)(1) (*i.e.*, claims of policyholders, specifically identified types of creditors, and “other creditors”).

90. After the payment of “indebtedness and policy obligations,” the return of any contributions of the attorney or other persons made pursuant to Section 38.2-1225 is the next priority of distribution when a reciprocal is liquidated. Va. Code Ann. § 38.2-1228; see also Va. Code Ann. § 38.2-1225 (“In the event of a liquidation or dissolution, all claims under the [agreement for advance of funds] shall be subordinated to subscriber, claimant and other beneficiary claims as well as debts owed to all other classes of creditors.”).

91. The next priority of distribution in the liquidation of a reciprocal is “the return of any unused deposits, savings or credits.” Va. Code Ann. § 38.2-1228.

92. Finally, if there are any residual assets, they are to be distributed to the persons who were the reciprocal’s subscribers within the twelve (12) months prior to the final termination of its license. Id.

93. The distribution priorities set forth in Va. Code Ann. § 38.2-1228 were incorporated in ROA’s bylaws.

94. Article VII, Section 4 of ROA’s bylaws provided:

Section 4. Distribution of Savings to Subscribers. At such time, subsequent to the second annual meeting of Subscribers of the Reciprocal, as the Board of Directors determines, in its reasonable discretion, that the surplus of the Reciprocal, as set forth in Section 2 of Article VII, is adequate for the estimated continuing operating requirements of the Reciprocal and the protection of the Subscribers, and that additional surplus is available for distribution to Subscribers of the Reciprocal, the Board of Directors may declare a return of savings to the Subscribers of the Reciprocal in the amount of such additional surplus available for distribution, or any portion thereof, and each Subscriber’s share of such distribution shall be in such amount and in such proportion as shall be determined by the Board of Directors and in conformity with the Subscriber’s Agreement and Power of Attorney and

applicable law. In determining whether surplus is available for distribution to Subscribers, the Board of Directors shall take into account any reserves for suture repayment of contributions, advances, or borrowings from its Subscribers and other interested parties that are permitted by applicable law to be treated as surplus of the Reciprocal. No such distribution of savings to Subscribers shall be made prior to the repayment of contributions, borrowings, or advances of other interested persons who may have advanced funds to the Reciprocal. Such distribution of savings shall be credited at least annually to the individual Subscriber's surplus account and returned or credited, in whole or in part, to the Subscriber at the discretion of the Board of Directors, subject to such limitations herein contained. The distribution as herein provided shall be only from the Subscriber's earned surplus in excess of its contributed surplus.

95. Article VIII, Section 1 of ROA's bylaws provided in relevant part:

Section 1. Liquidation. . . . [I]n the event of an involuntary liquidation by the Virginia State Corporation Commission, the liabilities of the Reciprocal shall be satisfied or provided for as required by applicable law. If any surplus exists after the payment of or provision for all liabilities, including for purposes of Article VIII obligations of the Reciprocal under contribution certificates or similar instruments and surplus deposits maintained with the Reciprocal, such surplus shall be distributed to its Subscribers who were such Subscribers of the Reciprocal within twelve months prior to . . . a . . . liquidator is appointed in case of an involuntary liquidation. Each such Subscriber's share of such distribution shall be in such amount and in such proportion as shall be determined . . . by the State Corporation Commission . . . in the event a . . . liquidator is appointed in the case of an involuntary liquidation. In the event such liquidation and distribution of assets as provided herein shall be in conflict with existing state or federal law at the time of such liquidation, then such liquidation and distribution shall be conducted in conformity with then existing law.

1. Advances of Funds to ROA by TRG and Subscribers

96. There are two loan agreements pursuant to which TRG advanced funds required for ROA's operations, as contemplated by Va. Code Ann. § 38.2-1225:

- a. A Loan Agreement effective March 31, 1992 (and First Amendment to Loan Agreement, made on December 31, 1994), and a related promissory note, which provided for the payment of interest, did not address subordination of claims, but provided that they were to be governed by Virginia law ("1992 Loan Agreement"). \$1,875,000 in principal remains outstanding on that loan.

From inception through June 19, 2003 (the day prior to entry of the 2003 Liquidation Order with Finding of Insolvency), \$1,139,127.34 in interest had accrued at the contractual and legal rate, of which ROA had paid TRG \$39,019.76 prior to receivership and \$1,100,107.58 remains unpaid. In addition, \$165,045.81 in commitment fees had accrued, none of which ROA had been paid prior to receivership and all of which remains unpaid.

- b. A Subordinated Loan Agreement effective March 29, 2001, and a related promissory note, which provided for the payment of interest, expressly addressed subordination, and provided that they were to be governed by Virginia law (“2001 Loan Agreement”). \$5,000,000 in principal remains outstanding on that loan. From inception through June 19, 2003 (the day prior to entry of the 2003 Liquidation Order with Finding of Insolvency), \$793,625.86 in interest had accrued at the contractual and legal rate, of which ROA had paid TRG \$76,224.52 prior to receivership and \$717,401.34 remains unpaid. With regard to subordination, the Subordinated Loan Agreement provided, in relevant part:

In the event of a liquidation or dissolution, the repayment of the Loan and payment of accrued interest thereon shall be subordinated to subscribers, claimants and beneficiary claims as well as debts owed to all other classes of creditors. In no event shall any repayment of the Loan or payment of accrued interest thereon, whether in whole or in part, be made by ROA unless and until the prior approval of the Commission has been obtained and no portion of the Loan or accrued interest thereon shall at any time or in any way represent a legal liability of ROA unless and until the Commission so approves the repayment of the Loan or accrued interest thereon under this Agreement.

Subordinated Loan Agreement effective March 29, 2001, § 2.3.

97. The subordination provision in the 2001 Subordinated Loan Agreement mirrors the subordination language in Va. Code Ann. § 38.2-1225, which governs both the 1992 Loan Agreement and the 2001 Subordinated Loan Agreement, even though the earlier agreement does not expressly address subordination.

98. By resolution on April 16, 2002, ROA's board of directors implemented a plan to raise approximately \$60 million in capital by June 30, 2002, through mandatory capital contributions by renewing subscribers ("ROA Capital Call").

99. ROA sent each subscriber an invoice for its share of the \$60 million contribution to surplus pursuant to the ROA Capital Call, payment of which was required by June 30, 2002, as a condition of continued participation as an active subscriber of ROA.

100. The ROA Capital Call did not provide for the payment of any interest on funds advanced by responding subscribers.

101. Because Va. Code Ann. § 38.2-1228 addresses "contributions of the attorney or other person [to a reciprocal of funds needed for its operations]" separately from "the return of any unused deposits, savings or credits," the Deputy Receiver decided to account for the contributions (*i.e.*, TRG loans and ROA Capital Call) separately from the unused credits (*i.e.*, Equity Accounts balances).

102. Accordingly, Receivership staff calculated Equity Accounts balances as of December 31, 2002 (the end of the last full calendar year prior to receivership), excluding the ROA Capital Call contributions, which were accounted for separately.

2. ROA "Equity Accounts"

103. Pursuant to Article VII, Section 4 of ROA's bylaws, quoted above, ROA determined each subscriber's earned surplus in excess of its contributed surplus annually, as of the previous December 31, which ROA referred to variously as subscriber equity accounts, subscriber surplus accounts, or subscriber savings accounts ("Equity Accounts").

104. The calculation of individual Equity Account balances was based on the cumulative profits and losses attributable to each subscriber or withdrawn subscriber.

105. Positive Equity Account balances are in the category that Va. Code Ann. § 38.2-1228 refers to as “unused deposits, savings or credits.”

106. Neither Va. Code Ann. § 38.2-1228, nor Article VII, Section 4 of ROA’s bylaws, specifies whether distributions from Equity Accounts (*i.e.*, “unused deposits, savings or credits”) are to be made solely to current subscribers, or also to former subscribers.¹⁸

107. Nevertheless, for at least some period prior to 2002, ROA’s policy was to treat both current and former subscribers as eligible for discretionary distributions declared by the Board of Directors to those with positive Equity Account balances.

108. In certain years when ROA’s financial results were good, ROA’s Board of Directors returned surplus by way of equity returns reducing current insurance costs (*i.e.*, by applying a credit against renewal insurance premiums to current subscribers with positive Equity Account balances, and by making payments to withdrawn subscribers with positive Equity Account balances).

109. In 2002, ROA’s financial condition was deteriorating and its Best’s Insurance Reports Rating, which had been A for at least the previous six years, had been reduced to A- as of July 20, 2001.

¹⁸ For purposes of the distribution of any residual assets remaining *after* the distribution of “any unused deposits, savings or credits,” however, Va. Code Ann. § 38.2-1228 specifies that assets remaining shall be distributed “to persons who were . . . subscribers within the twelve months prior to the final termination of its license.” As noted in paragraph 3 of this Application, ROA’s license has not yet been terminated. When it is terminated, the persons who can be considered subscribers would be those subscribers who responded to the ROA Capital Call, continued as subscribers, and were therefore subscribers as of December 31, 2002, as of the entry of the “2003 Receivership Order,” and as of the entry of the “2003 Liquidation Order with Finding of Insolvency,” and who therefore can be deemed to be those who were subscribers within the twelve months prior to the final termination of ROA’s license.

110. By resolutions of TRG's Board of Directors on March 22, 2002, and of ROA's Board of Directors on March 26, 2002, ROA prohibited Equity Account distributions to withdrawn subscribers if ROA's surplus was less than 400% of RBC.

111. No distributions of Equity Account balances were made after March 22, 2002, to either non-withdrawn or withdrawn subscribers.

112. Subscribers who did not respond to the ROA Capital Call as requested were non-renewed in 2002.

113. ROA's Best's Insurance Reports rating fell to B- on July 11, 2002.

114. ROA did not have any new subscribers after 2002.

115. ROA's reported surplus fell from \$37,578,805 as of December 31, 2001, to (\$209,593,228) as of December 31, 2002, and (\$468,941,434) as of December 31, 2003.

116. Information sent to subscribers regarding the ROA Capital Call stated that ROA would account for each subscriber's contribution by crediting such amount to the subscriber's Equity Account.

117. However, the June 30, 2002, capital call contributions were not credited to subscribers' Equity Accounts prior to receivership.

118. Management's next calculation of Equality Account balances would have been in 2003, calculated as of December 31, 2002, but the 2003 Receivership Order intervened on January 29, 2003.

119. The calculation of Equity Account balances as of December 31, 2002, would have been the annual calculation closest in time to June 20, 2003, the date when the rights of all persons

interested in ROA's assets were fixed under § 38.2-1512 by entry of the 2003 Liquidation Order with Finding of Insolvency.

120. As of that date, ROA's insolvency would have precluded any distribution of Equity Account balances to either withdrawn subscribers or current subscribers.

121. Subsequently, the Deputy Receiver caused receivership staff to calculate positive Equity Account balances as of December 31, 2002, both including withdrawn subscribers (\$77,498,931.47),¹⁹ and excluding withdrawn subscribers (\$57,422,259.39).²⁰

122. However, because Section 38.2-1228 treats "the return of any contributions of the attorney or other person" as a separate and higher priority category of distribution than "the return of any unused deposits, savings or credits," the Deputy Receiver kept a separate account of the ROA Capital Call contributions rather than crediting them to the respective subscribers' Equity Accounts (as ROA's Board of Directors had stated its intention to do).

123. Although proofs of claim were required for subscribers asserting a right to the return of any capital contributions, subscribers were not required to file proofs of claim for equity.

124. In the years that have passed since the 2003 Liquidation Order with Finding of Insolvency, asset recoveries, returns on investments, and the liquidation of all claims have resulted in ROA's financial condition improving to the point where, as of December 31, 2016, ROA reported a surplus of \$52,448,842.

¹⁹ See Exhibit 2 hereto. Subscribers (as of December 31, 2002) or former subscribers (as of the same date) not listed on Exhibit 2 either did not have a positive Equity Account balance or had been refunded 100% of their positive Equity Account balance prior to December 31, 2002.

²⁰ See Exhibit 3 hereto. Subscribers (as of December 31, 2002) not listed on Exhibit 3 either did not have a positive Equity Account balance or had been refunded 100% of their positive Equity Account balance prior to December 31, 2002.

125. The Deputy Receiver recommends that the Commission direct that returns of Equity Account Balances be made to both withdrawn and current subscribers (Exhibit 2), which seems most consistent with the language of both sentences of Va. Code Ann. § 38.2-1228.

J. Proposed Distribution of TRG’s Assets and ROA’s Assets²¹

126. The Deputy Receiver plans to accomplish the dissolutions of ROA and TRG soon after a final order granting the relief requested by this Application becomes no longer appealable, but in any case no later than eighteen (18) months after the filing of the ROA Request for Prompt Assessment 2013-2015 (*i.e.*, no later than May 7, 2018), by executing a written consent to dissolve ROA; (2) executing a written consent to dissolve TRG; (3) filing TRG’s articles of dissolution with the Commission; and (4) upon receipt from the Commission of a certificate of TRG’s dissolution, issuing a directive that ROA is “hereby dissolved.”²²

127. There are no known claims of the United States remaining unpaid by TRG, and the Reserve for TRG Final Expenses and Contingencies would make reasonable provision for any potential but unlikely additional federal income tax liability that could result from the I.R.S. response to the TRG Request for Prompt Assessment 2014-2016 or the TRG Request for Prompt Assessment 2017-2019.

²¹ Exhibit 5 is a diagram of the proposed distribution of TRG’s and ROA’s assets.

²² ROA, as a reciprocal insurer, is an unincorporated association rather than a corporation, and prior to receivership acted solely through TRG, its attorney-in-fact. See Va. Code Ann. § 38.2-1201. Virginia law does not require or provide for the filing of articles of dissolution on behalf of an unincorporated association. As such, ROA’s quasi dissolution will be accomplished in the manner described. Cf. Labor Youth League v. Subversive Activities Control Bd., 322 F.2d 364, 368-70 (D.C. Cir. 1963) (finding that an unincorporated association was “factually dissolved” upon the adoption of a resolution that the association was “hereby dissolved.”).

128. There are no known claims of the United States remaining unpaid by ROA, and the Reserve for ROA Final Expenses and Contingencies would make reasonable provision for any potential but unlikely additional federal income tax liability that could result from the I.R.S. response to the ROA Request for Prompt Assessment 2013-2015 or the ROA Request for Prompt Assessment 2016-2018.

129. The Deputy Receiver proposes, pursuant to paragraph 6(h) of the 2003 Order Setting Bar Date, to pay pro rata, to the extent of ROA's available assets, all approved timely-filed and timely-liquidated claims of ROA's general creditors, which totaled \$7,965,465 as of December 31, 2016.

130. Next, the Deputy Receiver proposes, and requests the Commission's approval pursuant to Va. Code Ann. § 38.2-1225, to pay as equal in priority and pro rata to the extent of ROA's available assets: (a) approved claims for the return of non-interest bearing capital call contributions made by subscribers pursuant to the ROA Capital Call;²³ and (b) approved claims for amounts that TRG advanced to ROA pursuant to the above-described loan agreements of 1992 and 2001.²⁴ The Deputy Receiver anticipates being able to make those payments in full.

131. Next, the Deputy Receiver proposes, and requests the Commission's approval pursuant to Va. Code Ann. § 38.2-1225, to pay interest and commitment fees accrued on the 1992 and 2001 advances of funds to ROA by TRG through June 19, 2003 (the day prior to entry of the 2003 Liquidation Order with Finding of Insolvency), but remaining unpaid.²⁵

²³ Those claims total \$29,705,897. See Exhibit 1 (excluding third entry from the bottom).

²⁴ Those claims total \$6,875,000. See Exhibit 1 (third entry from the bottom).

²⁵ Those claims total \$1,982,554.73.

132. Next, the Deputy Receiver proposes to pay pro rata to the extent of TRG's available assets and subject to the Reserve for TRG Final Expenses and Contingencies, all approved timely-filed and timely-liquidated claims of TRG's creditors.²⁶ The Deputy Receiver does not anticipate being able to pay those claims in full.

133. There are no approved late-filed but timely-liquidated claims of TRG creditors.

134. Neither TRG's articles of incorporation nor its bylaws included any provision regarding the distribution of any residual assets of TRG upon dissolution. Therefore, pursuant to Va. Code Ann. § 13.1-907(A)(5), the Commission may direct how any residual assets of TRG should be distributed.

135. If, subject to the Reserve for TRG Final Expenses and Contingencies, the Deputy Receiver were to be able to pay in full all approved claims of TRG creditors, she proposes to distribute any residual TRG assets to ROA, given that TRG was established and existed to serve as ROA's attorney-in-fact for purposes of Chapter 12 (Reciprocal Insurance) of the Virginia Insurance Code.²⁷

136. TRG would also transfer or assign to ROA, and ROA would assume from TRG: (a) TRG's rights under contracts and bank accounts; (b) any TRG Unclaimed Property for escheatment if their owners cannot be found; (c) the Reserve for TRG Final Expenses and Contingencies; and (d) assets in the amount of the Reserve for TRG Final Expenses and Contingencies.

²⁶ As of March 31, 2007, those claims totaled \$17,503,455 (including \$1,855,560 recorded as a negative asset that TRG owed to ROA under certain loans).

²⁷ The Deputy Receiver does not anticipate that TRG will have any residual assets to distribute to ROA.

137. The distribution of all of TRG's assets would terminate TRG's existence for purposes of federal income taxes.

138. There are no approved late-filed but timely-liquidated claims against ROA.

139. Pursuant to Va. Code Ann. § 38.2-1228, quoted above, after discharging ROA indebtedness and policy obligations, and returning any contributions of TRG or other persons made as provided in § 38.2-1225 (without interest, for the reasons explained above), the Deputy Receiver proposes to return, pro rata to the extent of ROA's available assets, any unused deposits, savings, or credits (*i.e.*, positive balances in subscriber Equity Accounts).²⁸ As discussed above, the Deputy Receiver proposes to make such a distribution to all subscribers with positive Equity Account balances, whether they were withdrawn or current subscribers as of December 31, 2002 (and, therefore, as of the date of entry of the 2003 Liquidation Order with Finding of Insolvency).

140. Next, the Deputy Receiver sets forth her conclusions and recommendations regarding the persons eligible to share in the distribution of any ROA assets remaining after the discharge of the items listed in subsections (i), (ii), and (iii) of Va. Code Ann. § 38.2-1228 ("Residual Assets").²⁹ The Deputy Receiver also sets forth below her conclusions and recommendations regarding the formula by which any Residual Assets should be allocated and distributed.

141. Traditionally, in the rare cases in which a receivership is concluded with assets remaining after satisfaction of all liabilities, such assets are allocated among, and delivered to, the owners of the enterprise. In determining who would be the owners of any Residual Assets, Va. Code

²⁸ For purposes of Va. Code Ann. § 38.2-1228, the Equity Accounts were an annual accounting of deposits, savings, or credits attributable to each subscriber for earned surplus.

²⁹ The Deputy Receiver does not anticipate that ROA will have any Residual Assets.

Ann. § 38.2-1512, provides that the rights and liabilities of subscribers, insureds, policyholders, creditors, and all other persons interested in the property and assets of ROA were fixed as of the date of the 2003 Liquidation Order with Finding of Insolvency. In addition, Va. Code Ann. § 38.2-1228 specifically provides that any residual assets are to be distributed, pursuant to a formula approved by the Commission, to those who were subscribers within the twelve (12) months prior to the final termination of the license of a reciprocal that is being liquidated.

142. Sections 38.2-1512 and 38.2-1228 are easily reconciled for purposes of the distribution of any residual assets. Because there were no new subscribers after December 31, 2002, ROA will have the same subscribers when its license is finally terminated as it had on December 31, 2002, and as it had on the date of the 2003 Liquidation Order with Finding of Insolvency. Therefore, the Deputy Receiver recommends that the Commission find that the owners of any Residual Assets are those who were ROA subscribers (as distinguished from withdrawn subscribers) as of December 31, 2002, and who had positive Equity Account balances as of that date (“Eligible Subscribers”).³⁰

143. Based on the foregoing law and facts, the Deputy Receiver proposes, for purposes of Va. Code Ann. § 38.2-1228, to allocate any Residual Assets among the Eligible Subscribers in proportion to each Eligible Subscriber’s share of the total Equity Account balances. Algebraically, this would be expressed as $\$ES$ where:

ES	=	an individual Eligible Subscriber
$\$\RA	=	total Residual Assets available for distribution to ESs, in dollars
$\$ESEAB$	=	an ES’s positive Equity Account balance as of 12/31/02, in dollars

³⁰ See Exhibit 3 hereto. Subscribers (as of December 31, 2002) not listed on Exhibit 3 either did not have a positive Equity Account balance or had been refunded 100% of their positive Equity Account balance prior to December 31, 2002.

$$\begin{aligned} \sum \$ESEAB &= \text{the sum of all } \$ESEABs \\ \%ES &= \$ESEAB / \sum \$ESEAB \text{ (an ES's percentage share of Residual Assets)} \\ \$ES &= \$\$RA * \%ES \text{ (an ES's share of } \$\$RA, \text{ in dollars)} \end{aligned}$$

144. Exhibit 3, in addition to listing the Equity Account balances of those who were subscribers as of December 31, 2002, lists their anticipated respective percentage interests in any Residual Assets.

K. Establishment, Duration, Administration, and Termination of the Liquidating Trust

145. After the final distribution of TRG's assets and ROA's assets (other than the TRG unclaimed property, the unspent assets underlying the Reserve for TRG Final Expenses and Contingencies, the ROA unclaimed property, and the unspent assets underlying the Reserve for ROA Final Expenses and Contingencies), the Deputy Receiver would establish the Liquidating Trust.

146. Upon the effective date of the Liquidating Trust, the Deputy Receiver would transfer the TRG unclaimed property, the Reserve for TRG Final Expenses and Contingencies, the ROA unclaimed property, and the Reserve for ROA Final Expenses and Contingencies to the Liquidating Trust, and file TRG's articles of termination with the Commission.³¹

147. The Liquidating Trustee would continue to administer the transferred assets until such time as all TRG unclaimed property and ROA unclaimed property have been escheated, all final expenses of TRG and ROA have been paid or provided for from the Reserve for TRG Final Expenses and Contingencies and the Reserve for ROA Final Expenses and Contingencies, any remainder of the Reserve for TRG Final Expenses and Contingencies would be distributed pro rata to TRG's creditors, and any remainder of the Reserve for ROA Final Expenses and Contingencies

³¹ Filing TRG's articles of termination would also effectively terminate ROA, an unincorporated association that acted solely through its attorney-in-fact, TRG.

would be distributed pro rata in the manner proposed above for purposes of the pre-Liquidating Trust distribution of ROA assets.

148. The Liquidating Trust would then terminate.

149. The Deputy Receiver requests that the Commission provide that if the Liquidating Trustee estimates that the costs of distributing any remainder of the Reserve for TRG Final Expenses and Contingencies or the Reserve for ROA Final Expenses and Contingencies pro rata to ROA creditors would exceed the amount of those remaining assets, the Liquidating Trustee shall instead pay those assets to the Treasurer of the Commonwealth of Virginia.

150. Among the final expenses that the Liquidating Trustee would pre-pay, or for which the Liquidating Trustee would make provision (*e.g.*, by escrow account), would be the filing of the federal income tax return for the Liquidating Trust's final tax year, the payment of the Liquidating Trust's federal income tax liability for the Liquidating Trust's final tax year,³² and the estimated expenses of preparing final closing reports for the Commission.

L. Processing of Unclaimed Funds

151. Any ROA or TRG distributions for which the payee cannot be found will be processed in accordance with the applicable escheat laws of the various states, either by the Deputy Receiver (before the effective date of the Liquidating Trust) or by the Liquidating Trustee (beginning as of the effective date of the Liquidating Trust).

³² There is no provision under federal tax law for requesting prompt assessment of the tax liabilities of a trust.

M. Destruction or Retention of Records

152. Paragraph (j) on page 7 of the 2003 Receivership Order authorized the Receiver, Deputy Receiver, and Special Deputy Receiver:

to remove any or all records and other property of Respondents to the offices of the Deputy Receiver or Special Deputy Receiver or to such other place as may be convenient for the purposes of efficient and orderly execution of the receivership, and to dispose of or destroy, in the usual and ordinary course, such of those records and property as they may deem or determine to be unnecessary for the receivership.

153. Subject to any requirement to retain for a longer period any records relevant to pending or anticipated litigation, the Deputy Receiver requests that the Commission ratify the record retention schedule attached hereto as Exhibit 4 (“Record Retention Schedule”). The Deputy Receiver believes that the Record Retention Schedule provides, in furtherance of the efficient and orderly wind down of the receivership, for the destruction in the usual and ordinary course of such records as are unnecessary to the receivership, subject to any requirement to retain for a longer period any records relevant to pending or anticipated litigation.

154. Documents would be handled in accordance with the Record Retention Schedule by the Deputy Receiver (before the effective date of the Liquidating Trust) and by the Liquidating Trustee (beginning as of the effective date of the Liquidating Trust).

N. Closing Report

If the Commission approves of the plans proposed herein, the Deputy Receiver proposes to execute those plans and, upon the completion thereof, file a closing report with the Commission to close the receivership without need of any further application or hearing.

WHEREFORE, PREMISES CONSIDERED, the Deputy Receiver respectfully requests that the Commission enter:

- A. A scheduling order:
 - 1. Providing for a Contingent Hearing, to be held only in the event that written objection to the Application is timely filed.
 - 2. Establishing response procedures as proposed herein.
 - 3. Approving notice procedures as proposed herein.
- B. After the Contingent Hearing, or after the deadline for filing Notices of Objection, if none are filed, a final order:
 - 1. Ratifying:
 - a. The PBGC Settlement Agreement;
 - b. The General Re Commutation Agreement;
 - c. The Tennessee Settlement;
 - d. The Record Retention Schedule, attached hereto as Exhibit 4; and
 - e. The conduct and wind down of the receivership by the Deputy Receiver, her predecessor and their deputies, counsel and consultants heretofore; and
 - 2. Authorizing the Deputy Receiver, without need for further action by the Commission, to:
 - a. Establish the Reserve for TRG Final Expenses and Contingencies for the purposes and in the manner and amount proposed herein;
 - b. Establish the Reserve for ROA Final Expenses and Contingencies for the purposes and in the manner and amount proposed herein;
 - c. Establish the proposed Liquidating Trust, for the purposes set forth herein;
 - d. Distribute TRG's assets and ROA's assets in the manner proposed herein;

- e. Take any other necessary or appropriate steps, not contrary to the Commission's Final Order, to facilitate and expedite the closing of the receivership; and
- f. File a closing report with the Commission, along with a recommendation that this receivership proceeding be closed, after the purposes of the Liquidating Trust have been accomplished, any remaining assets in the Liquidating Trust have been distributed, and the Liquidating Trust has terminated (including providing that if the Liquidating Trustee estimates that the costs of distributing any remainder of the Reserve for TRG Final Expenses and Contingencies pro rata to TRG's creditors, or that the costs of distributing any remainder of the Reserve for ROA Final Expenses and Contingencies pro rata to ROA creditors, would exceed the amount of those remaining assets, the Liquidating Trustee shall instead pay those remaining funds to the Treasurer of the Commonwealth of Virginia).

Respectfully submitted,

Jacqueline K. Cunningham, Commissioner of Insurance, State Corporation Commission, Bureau of Insurance, as Deputy Receiver of Reciprocal of America and The Reciprocal Group

By: s/ Patrick H. Cantilo
Patrick H. Cantilo

Patrick H. Cantilo (*Pro Hac Vice*)
Pierre J. Riou (*Pro Hac Vice*)
CANTILO & BENNETT, L.L.P.
11401 Century Oaks Terrace, Suite 300
Austin, Texas 78758
(512) 478-6000
(512) 404-6550 Fax
phcantilo@cb-firm.com
pjriou@cb-firm.com
service@cb-firm.com

CERTIFICATE OF SERVICE

I hereby certify that on June 15, 2017, the foregoing document was sent for filing to the Clerk of the Commission via overnight delivery:

Mr. Joel Peck
Clerk of the Commission
STATE CORPORATION COMMISSION
Tyler Building
1300 E. Main Street
Richmond, Virginia 23219

and one copy was sent via e-mail to:

John O. Cox, Special Deputy Receiver
Office of General Counsel
STATE CORPORATION COMMISSION
1300 E. Main Street
P.O. Box 1197
Richmond, Virginia 23218
john.cox@scc.virginia.gov

and one copy was sent via overnight delivery to:

William C. Gullett, Esq.
FROST BROWN TODD LLC
The Pinnacle at Symphony Place
150 3rd Avenue South, Suite 1900
Nashville, Tennessee 37201

Greg E. Mitchell, Esq.
William J. George, Esq.
FROST BROWN TODD LLC
250 W. Main Street, Suite 2800
Lexington, Kentucky 40507

s/ Patrick H. Cantilo

Patrick H. Cantilo

EXHIBIT 1

EXHIBIT 1 - APPROVED CLAIMS FOR REFUND OF ADVANCES OF FUNDS TO ROA (VA. CODE ANN. SECTION 38.2-1225)

Name of Attorney-in-Fact or Interested Person Who Advanced Funds to ROA	Amount Approved
ANDERSON INFIRMARY BENEVOLENT ASSOCIATION	\$1,334,342.00
AUGUSTA HEALTH CARE, INC.	\$414,653.00
BAPTIST MEMORIAL HEALTHCARE CORPORATION	\$3,186,074.00
BRECKINRIDGE MEMORIAL HOSPITAL, INC.	\$29,842.00
CAVERNA MEMORIAL HOSPITAL	\$43,052.00
CLINTON COUNTY HOSPITAL	\$72,400.00
COMMUNITY MEMORIAL HEALTHCENTER	\$318,863.00
DANVILLE REGIONAL HEALTH SYSTEM	\$1,056,152.00
GATEWAY REGIONAL HEALTH SYSTEM	\$192,534.00
GREEN RIVER REGIONAL MENTAL HEALTH/MENTAL RETARDATION BOARD INC.	\$156,655.00
HALIFAX REGIONAL HEALTH SYSTEMS, INC.	\$367,740.00
HARDIN MEMORIAL HOSPITAL	\$516,289.00
HARRISON MEMORIAL HOSPITAL	\$138,972.00
HIGHLANDS REGIONAL MEDICAL CENTER	\$498,590.00
JANE TODD CRAWFORD MEMORIAL HOSPITAL	\$81,686.00
JOHNSTON MEMORIAL HOSPITAL	\$93,391.00
LIVINGSTON HOSPITAL & HEALTHCARE SERVICES, INC.	\$53,444.00
MEDICORP HEALTH SYSTEM	\$559,859.00
MEMBERS OF HEALTHCARE PROVIDERS, INC. RISK PURCHASING GROUP	\$11,618,606.00
MISSISSIPPI BAPTIST MEDICAL CENTER	\$2,628,913.00
MURRAY-CALLOWAY COUNTY HOSPITAL	\$409,798.00
OWENSBORO MEDICAL HEALTH SYSTEM, INC.	\$952,557.00
PATTI A. CLAY REGIONAL MEDICAL CENTER	\$229,891.00
RIVERSIDE HEALTHCARE ASSOCIATION, INC.	\$1,897,442.00
SHENANDOAH MEMORIAL HOSPITAL	\$188,141.00
SUMNER REGIONAL HEALTH SYSTEMS	\$739,448.00
T.J. SAMSON COMMUNITY HOSPITAL	\$308,517.00

EXHIBIT 1 - APPROVED CLAIMS FOR REFUND OF ADVANCES OF FUNDS TO ROA (VA. CODE ANN. SECTION 38.2-1225)

Name of Attorney-in-Fact or Interested Person Who Advanced Funds to ROA	Amount Approved
THE FAUQUIER HOSPITAL, INC.	\$301,795.00
THE HOSPITAL AUTHORITY OF NORFOLK	\$87,039.00
THE JAMES B. HAGGIN MEMORIAL HOSPITAL	\$93,927.00
THE RECIPROCAL GROUP - PRINCIPAL ADVANCED UNDER INTEREST-BEARING NOTES	\$6,875,000.00
TWIN LAKES REGIONAL MEDICAL CENTER	\$169,827.00
VALLEY HEALTH SYSTEM	\$965,458.00
	\$36,580,897.00

EXHIBIT 2

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	7510	ABERNATHY MEMORIAL	\$29,766.99
A	72002	ABH ENTERPRISES, LLC	\$2,529.85
A	72003	ABLE HANDS NURSING SERVICE, INC.	\$5,953.59
W	284	ACUTE DIALYSIS	\$667.04
A	72004	ADAMS & BRIDGER PATHOLOGY LABORATORIES, P.A.	\$9,054.23
A	72005	ADAMSVILLE ASSISTED LIVING, INC.	\$1,145.19
W	70018	AERAS, P.C.	\$268.64
A	72288	AHM, INC.	\$14,536.32
A	72008	AIDS OUTREACH, INC.	\$277.25
A	72009	AIDS SERVICES CENTER, INC.	\$1,864.40
A	72012	ALABAMA EMERGENCY ROOM ADMINISTRATIVE SERVICES, P.C.	\$10,269.81
W	70037	ALABAMA EYE CENTER, P.C.	\$27.51
A	72013	ALABAMA FAMILY MEDICINE, PC	\$223.48
A	72014	ALABAMA HEALTH CENTER, INC.	\$1,267.04
A	72015	ALABAMA HEALTH NETWORK, INC.	\$628.55
A	72017	ALABAMA HEALTH SERVICES (ST. CLAIR), LLC, D/B/A ST. CLAIR REGIONAL HOSPITAL	\$189,036.35
A	72019	ALABAMA HOSPICE ORGANIZATION	\$408.48

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72020	ALABAMA HOSPITAL ASSOCIATION	\$12,878.86
W	70036	ALABAMA ORTHOPAEDIC CLINICS, P.C.	\$996.65
A	72023	ALABAMA ORTHOPAEDIC SPECIALIST, PA	\$7,996.28
A	72024	ALABASTER OPTICAL, INC.	\$609.65
A	9056	ALAMANCE REGIONAL MEDICAL CENTER	\$72,113.28
A	72025	ALAN J. BERLIN, MD, PC	\$443.70
W	72026	ALBERTVILLE FAMILY PRACTICE, PC	\$122.87
A	72027	ALCOHOL & DRUG ABUSE TREATMENT CENTERS, INC.	\$20,998.46
A	72028	ALDO TROVATO, MD, PC	\$295.85
W	39	ALEXANDRIA HEALTH SERVICES CORPORATION	\$1,931,751.27
W	72029	ALF MANAGEMENT, INC.	\$349.04
W	72030	ALLEN & DUDNEY, DMD, PC	\$525.68
A	72031	ALLERGY & ASTHMA CENTER, LLC	\$565.24
A	72033	ALPHA SENIOR SERVICES INC.	\$67.75
A	72034	ALTA CORPORATION	\$5,487.63
A	72187	AMERICAN ASSISTED CARE, LLC	\$2,270.88
A	72038	AMERICAN FAMILY CARE, INC.	\$17,508.16

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72040	AMERICAN SPORTS MEDICINE INSTITUTE, INC.	\$5,146.75
A	72042	AMERICAN WELLNESS ASSOCIATES, INC.	\$247.30
W	28048	AMH HEALTH SERVICES, INC.	\$257.49
A	72045	ANESTHESIA SERVICES, PC	\$54,034.80
A	72248	ANNISTON DENTAL GROUP	\$267.38
A	72046	ANNISTON EAR, NOSE & THROAT, PC	\$2,009.82
A	72047	ANNISTON MEDICAL CLINIC, PC	\$18,359.09
A	72048	ANNISTON UROLOGIC ASSOCIATES, PC	\$1,206.64
A	12999	APPALACHIAN REGIONAL HEALTHCARE	\$414,816.77
A	28019	ARKANSAS HOSPITAL ASSOCIATION	\$316.44
A	28020	ARKANSAS METHODIST HOSPITAL	\$12,333.95
A	72054	ARMITAGE REHABILITATION, INC.	\$265.39
A	72056	ARROWHEAD MANOR, INC.	\$2,186.14
A	72057	ART-APPLIED REIMBURSEMENT TECHNIQUES, INC.	\$3,727.35
A	28021	ASHLEY COUNTY MEDICAL CENTER	\$13,239.91
A	72827	ASSISTCARE, INC.	\$880.89
A	72058	ASSISTED LIVING ASSOCIATION OF ALABAMA	\$226.74

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	7513	ATHENS LIMESTONE	\$142,260.38
A	72059	ATHENS-LIMESTONE HOSPITAL (D/B/A FOR HEALTHCARE AUTHORITY OF ATHENS AND LIMESTONE COUNTY)	\$499,094.84
A	72063	AUBURN UNIVERSITY	\$140,904.05
A	72064	AUBURN URGENT CARE, INC.	\$525.88
W	70083	AUDREY ASHCRAFT	\$0.97
W	316	AUGUSTA HEALTH ALLIANCE, INC.	\$188.45
A	178	AUGUSTA HEALTH CARE, INC.	\$443,427.28
W	7617	AUTAUGA MED CTR	\$78,600.04
A	72069	AVA HILLS ASSISTED LIVING	\$1,013.04
A	72653	AYERS & STUNTZ, INC D/B/A REPRODUCTIVE HEALTH SERVICES	\$340.42
A	72071	B & B, LLC	\$1,568.25
W	287	B.B.D.C., INC. TRADING AS BREAST	\$57.16
A	72072	B.J. R.S. INC.	\$5,186.76
A	72073	BALDWIN COUNTY EYE INSTITUTE, P.C.	\$1,026.39
A	72075	BAPTIST HEALTH; HEALTHCARE AUTHORITY FOR BAPTIST HEALTH, AN AFFILIATE OF UAB HEALTH SYSTEM, D/B/A, INTER ALIA, BAPTIST MEDICAL CENTER SOUTH, BAPTIST MEDICAL CENTER EAST, PRATTVILLE BAPTIST HOSPITAL	\$3,376,990.15
A	72534	BAPTIST VENTURES, INC	\$20,357.90
A	72077	BAPTIST WELLNESS VENTURES D/B/A: SPORTS FIRST	\$2,363,862.47

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72088	BARRY J MCNAMARA, OD, PC	\$465.15
A	72089	BBSMD, PC	\$283.17
A	72090	BECHERT CHIROPRACTIC, PC	\$563.44
W	5134	BEDFORD COUNTY MEDICAL CENTER	\$44,422.77
W	37	BEDFORD COUNTY MEMORIAL HOSPITAL	\$41,149.97
W	70159	BERGER & BERGER,P.C.	\$6.13
A	508	BETH SHOLOM HOME OF VIRGINIA	\$22,852.12
A	72092	BIBB COUNTY HEALTH CARE AUTHORITY, THE; D/B/A BIBB MEDICAL CENTER	\$360,230.96
A	72094	BIO-EQUIPMENT SERVICES, INC.	\$9,010.63
A	72097	BIRMINGHAM HEALTHCARE FOR THE HOMELESS COALITION, INC.	\$6,716.24
A	72098	BIRMINGHAM SURGICAL, PC	\$4,290.76
A	72099	BIRTHRIGHT	\$469.68
W	G0000092	BLOUNT MEMORIAL	\$11,674.80
W	G0000091	BOLIVAR COMMUNITY	\$2,294.58
W	8078	BOLIVAR COUNTY HOSPITAL	\$42,800.79
A	28022	BOONEVILLE COMMUNITY HOSPITAL	\$8,117.30
A	28023	BRADLEY COUNTY MEDICAL CENTER	\$5,000.58

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72104	BRENDA J. PEAK, DO, PC	\$1,060.12
A	72105	BROOKSVILLE CLINICAL LABORATORY, INC.	\$149.28
A	72106	BROOKSVILLE MEDICAL CLINIC, INC.	\$3,782.28
W	66	BUCHANAN GENERAL HOSPITAL	\$2,131.85
A	72148	CACH, INC. D/B/A CACH, HMO (A/K/A CHILDREN'S HOSPITAL OF ALABAMA OR CHILDREN'S OF ALABAMA?)	\$2,298,183.07
A	72116	CAHABA VALLEY HEALTH SERVICE, INC.	\$6,211.98
A	72120	CARDIOLOGY ASSOCIATES OF WEST ALABAMA, PC	\$3,140.41
A	72121	CARDIOLOGY CONSULTANTS, PC	\$15,980.03
A	72122	CARDIOLOGY EAST, P.A.	\$900.19
W	70296	CARDIOTHORACIC & VASCULAR SURGICAL ASSOCIATES,P.C.	\$609.05
A	72123	CARDIOVASCULAR ASSOCIATES OF NORTH AL, PC	\$65,030.35
A	72125	CARDIOVASCULAR SPECIALTIES, LLC	\$830.29
A	72126	CARE FIRST, INC.	\$775.18
W	135	CARILION HEALTH SYSTEM, ETAL	\$1,814,611.13
A	72128	CARING HANDS HOSPICE, INC.	\$2,905.08
A	72131	CARRAWAY METHODIST HEALTH SYSTEMS	\$437,106.97
A	28016	CARROLL REGIONAL MEDICAL CENTER	\$13,919.50

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	9057	CATAWBA VALLEY MEDICAL CENTER	\$25,019.89
A	72135	CENTER FOR CHOICE, LLC	\$187.18
A	72136	CENTER FOR OCCUPATIONAL REHABILITATION & EVALUATIO	\$696.12
W	70317	CENTER FOR PAIN OF MONTGOMERY, P.C.	\$76.37
A	72141	CHAMPION PARTNERS IN REHAB, LLC	\$2,759.18
A	72124	CHARLES L. LETT, MD, PC	\$667.95
A	71145	CHARLES MATTOS	\$0.97
A	72143	CHATTAHOOCHEE VALLEY HOME HLTH	\$16,202.00
A	72144	CHEAHA REGIONAL MENTAL HEALTH/MENTAL RETARDATION BOARD, INC	\$15,654.62
A	96	CHESAPEAKE HEALTH SERVICES & AFFILIATES	\$39,112.37
W	330	CHESTERFIELD COMMUNITY HEALTHCARE CTR.,	\$14.25
A	28025	CHICOT MEMORIAL HOSPITAL	\$25,301.14
A	32	CHILDREN'S HOSPITAL HEALTH SERVICE	\$25,858.16
W	8092	CHOCTAW COUNTY MEDICAL CENTER	\$2,239.37
W	70269	CHRISTA BURT	\$14.28
A	72153	CHRISTIAN CHILDREN'S HOME, INC.	\$959.64
A	72345	CLARKE COUNTY HEALTH CARE AUTHORITY, D/B/A, INTER ALIA, GROVE HILL MEMORIAL HOSPITAL	\$85,593.94

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72156	CLAY COUNTY HEALTH CARE AUTHORITY, D/B/A, INTER ALIA, CLAY COUNTY HOSPITAL	\$486,001.57
W	9017	CLEVELAND MEMORIAL HOSPITAL, INC.	\$38,556.31
A	72162	CLINICAL RESEARCH CONSULTANTS, INC.	\$1,165.53
A	72298	CLINICARE FAMILY MEDICINE CENTER	\$251.98
A	72163	COASTAL ASSOCIATES, INC.	\$94.72
A	72164	COASTAL CLINICAL RESEARCH, INC.	\$892.79
A	72165	COASTAL FAMILY HEALTH CENTER	\$12,973.88
W	5129	COCKE COUNTY BAPTIST HOSPITAL &	\$19,903.43
A	5027	COFFEE COUNTY HOSPITAL GROUP, INC. D/B/A	\$4,079.16
A	72166	COFFEE HEALTH GROUP (D/B/A FOR HEALTH CARE AUTHORITY OF LAUDERDALE COUNTY AND THE CITY OF FLORENCE, ALABAMA, ALSO D/B/A ELIZA COFFEE MEMORIAL HOSPITAL, SHOALS HOSPITAL, AND RUSSELLVILLE HOSPITAL)	\$1,406,482.50
A	72369	COLBERT COUNTY-NORTHWEST ALABAMA HEALTHCARE AUTHORITY, THE, D/B/A, INTER ALIA, HELEN KELLER HOSPITAL, RED BAY HOSPITAL, NORTHWEST ALABAMA MEDICAL SERVICES, AND CLEVELAND PHARMACY)	\$1,401,911.15
A	72168	COLONIAL ACRES, INC.	\$1,450.82
A	72170	COLUMBUS REGIONAL HEALTHCARE SYSTEM, INC.	\$9,995.92
W	13004	COMMONWEALTH CARE OF VIRGINIA, L.L.C.	\$175.54
W	31	COMMONWEALTH HOSPITAL	\$83,023.84
W	134	COMMUNICARE	\$3,315.97

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72175	COMMUNITY HEALTH MANGEMENT, INC.	\$94,441.93
W	8077	COMMUNITY HEALTH SERVICES	\$2,135.60
A	72174	COMMUNITY HEALTH SYSTEMS, INC.	\$18,969.97
W	36	COMMUNITY HOSPITAL OF ROANOKE VALLEY	\$661,094.44
A	72178	COMMUNITY HOSPITAL, INC.	\$612,325.60
A	28012	COMMUNITY MEDICAL CENTER OF IZARD COUNTY	\$4,935.27
A	72180	COMPLETE NURSING SERVICE, INC.	\$22,035.29
W	72182	CONRAD HEALTH CENTER, PC	\$44.94
W	7780	CONSOLIDATED HEALTH	\$2,664.37
A	504	CONVALESCENT CARE, INC.	\$163,033.45
A	28026	CONWAY REGIONAL MEDICAL CENTER	\$56,831.71
A	72096	COOPERATIVE DOWNTOWN MINISTRIES	\$3,862.11
A	72188	COUNTRY LIVING, INC.	\$1,435.67
A	72189	COUNTRY OAKS	\$1,060.22
A	72190	COX NUCLEAR PHARMACY, INC.	\$5,800.94
A	72191	CRADDOCK HEALTH CENTER, PC	\$3,305.65
A	72192	CRCS CENTER FOR RECONSTRUCTIVE & COSMETIC SURGERY,	\$1,044.42

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	4125	CREEKMORE CLINIC, PLLC	\$6,405.71
W	28049	CRITTENDEN CARES	\$3,314.83
W	28006	CROSSRIDGE COMMUNITY HOSPITAL	\$18,749.73
A	72195	CULLMAN REGIONAL MEDICAL CENTER, INC. D/B/A FOR THE HEALTH CARE AUTHORITY OF CULLMAN COUNTY (F/K/A CULLMAN COUNTY HOSPITAL INC.)	\$665,811.81
W	12051	CUMBERLAND COUNTY HOSPITAL ASSOC., INC.	\$70,512.97
A	70525	CYNTHIA P. DURDEN	\$0.97
A	72198	D. A. NOWELL, JR. DMD, PA	\$707.58
A	72200	DALE MEDICAL CENTER	\$169,169.36
A	34	DANVILLE REGIONAL HEALTH SYSTEM	\$946,460.42
A	28009	DARDANELLE HOSPITAL	\$5,887.00
A	72657	DAVID HAZOURI	\$408.18
A	72204	DAVID HOLCOMB, PC	\$543.71
A	72209	DCH HEALTHCARE AUTHORITY, INC.	\$3,472,358.01
A	72234	DECATUR CLINIC D/B/A: DR. GEORGE HANSBERRY	\$401.28
A	72210	DECATUR CLINIC X-RAY & LAB, INC.	\$527.03
A	72211	DECATUR GENERAL HOSPITAL (D/B/A FOR THE HEALTHCARE AUTHORITY OF MORGAN COUNTY - CITY OF DECATUR, ALSO D/B/A DECATUR GENERAL WEST)	\$2,119,563.69
A	72213	DEKALB COUNTY HOSPITAL ASSOCIATION	\$12,304.37

A = active at 12/31/02

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	G0000032	DEKALB GENERAL HOSPITAL	\$742.26
A	28029	DELTA MEMORIAL HOSPITAL	\$8,026.38
A	8039	DELTA REGIONAL MEDICAL CENTER	\$132,814.97
W	241	DEPAUL MEDICAL CENTER	\$3,673.84
W	270	DIAGNOSTIC CENTER OF VIRGINIA BEACH, LC	\$700.12
W	259	DIAGNOSTIC CENTER OF VIRGINIA BEACH, PC	\$1.19
A	72217	DIAGNOSTIC INTERVENTIONAL SPECIALITY CENTER	\$695.61
W	236	DIAGNOSTIC SERVICES OF NORTHERN	\$1,727.32
W	311	DIALYSIS CENTER OF NORFOLK	\$130.61
W	253	DIALYSIS RESOURCES, INC.	\$16,894.92
W	281	DIAMOND HEALTH ROANOKE INTENSIVE	\$400.88
A	71209	DIANTHA D. MILLER	\$36.90
A	72218	DIVERSIFIED RECORDS MANAGEMENT CORP.	\$944.63
A	70492	DOCTORS' CARE PHYSICIANS,P.C.	\$65.77
A	72220	DOLCE & LEWIS, PC	\$1,056.05
W	86	DORN-WILL DEVELOPMENT CORPORATION	\$1,698.22
A	71684	DOROTHY J. STOKES	\$0.97

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	73004	DOTHAN DIAGNOSTICS	\$445.96
A	72221	DOTHAN HEMATOLOGY & ONCOLOGY, PC	\$803.37
A	72222	DOTHAN SPECIALTY CLINIC	\$13,357.03
A	72223	DOTHAN SURGERY CENTER, LLC	\$911.74
A	70500	DOUBLE OAK FAMILY MEDICINE, LLP	\$19.26
A	71751	DR ADEEB E THOMAS	\$255.07
A	71505	DR AGUSTIN G RIVAS	\$112.59
A	71662	DR ALAN V STANFIELD	\$801.85
A	71793	DR ALDO TROVATO	\$189.49
A	71457	DR ALFRED A RATCLIFFE, JR.	\$152.86
W	70231	DR ALFRED F. BREM	\$73.94
W	70216	DR ALLIE C BOYD	\$28.68
A	71422	DR ALZO PREYEAR	\$35.22
A	70608	DR ANDRE J FONTANA	\$1,133.68
A	71740	DR ANDREW P TERRY	\$220.84
A	70527	DR ANIL K DUTT	\$741.41
A	70975	DR AUGUST DANIEL KING, III,	\$2,118.77

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71722	DR AZITA TAKESHIAN	\$106.94
A	71769	DR BARBARA G TOLBERT	\$120.25
W	70240	DR BARRY L BROWN	\$367.77
A	71381	DR BASCOM D PETREY	\$20.94
W	70270	DR BENJAMIN R BUSBEE	\$824.69
A	71374	DR BRETT T PERSON	\$55.38
A	71411	DR BRIAN N. PORTER	\$10.24
A	71717	DR BRIAN P. SWEET	\$11.82
A	70728	DR BRIAN T GUFFIN	\$603.29
A	71789	DR BRUCE S STRIPPE	\$129.17
A	71872	DR BRUCE WASSERMAN	\$30.52
A	70787	DR BRYAN S HATHORN	\$179.86
A	70554	DR CARLOS C EMANUEL	\$115.94
A	71502	DR CAROLYN H RINGHOFFER	\$824.69
A	70736	DR CHARLES A HAGEN	\$171.62
A	71306	DR CHARLES A OGLER	\$23.96
W	70007	DR CHARLES ABNEY	\$18.14

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71773	DR CHARLES G TOMBERLIN	\$297.29
A	71788	DR CHARLTON H TRINIDAD	\$41.27
W	70349	DR CHRIS A CLAASSEN	\$311.91
A	71869	DR CLAUDE M WARREN, III	\$254.43
W	70233	DR CLAUDE S BRIDGES, III	\$165.88
W	70397	DR CLEMENT P COTTER, JR	\$564.59
W	70137	DR DANIEL F BECKER	\$80.14
W	70402	DR DANIEL J. COYLE, JR	\$603.29
W	70095	DR DANIEL M AVERY	\$460.54
A	70444	DR DANIEL M DALY	\$1,039.04
A	71651	DR DANNY R. SPARKS	\$907.24
W	70301	DR DAVID C CARPENTER	\$850.45
W	70365	DR DAVID COFFEY	\$48.43
A	71489	DR DAVID L RICE	\$85.01
W	70393	DR DAVID W COSGROVE	\$198.42
A	71705	DR DAVIS L. SULLIVAN	\$876.23
A	71506	DR DEBORAH Z RIVAS	\$112.59

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71410	DR DIMTCHO V POPOV	\$106.24
A	71912	DR DONALD M. WILLIAMS	\$368.24
W	70142	DR DONALD O BEDSOLE	\$596.09
A	71862	DR DONALD S WALTERS	\$108.82
W	70111	DR DONNA BALLARD	\$401.22
A	70748	DR DUNSTON K HAMILTON	\$577.21
A	71837	DR EDGAR T VICTORIA	\$583.05
A	71941	DR EDWARD G WITT	\$127.84
A	70600	DR EDWARD H FISHER,III	\$1,461.66
A	71807	DR EDWARD M TURPIN,JR	\$39.84
W	70147	DR ELBERT M BELK, III	\$157.02
W	70128	DR ELIZABETH BATAGLIA	\$264.43
A	71813	DR ERIC O TYLER	\$143.06
W	70280	DR GARY A CALHOUN	\$97.58
A	71811	DR GEORGE E TWENTE,II	\$24.93
W	70382	DR GEORGE N COOPER, JR	\$355.81
A	70745	DR GEORGE W HALL	\$152.94

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71653	DR GERALD A SPARKS, JR	\$14.45
A	71645	DR GLEN D SOCKWELL	\$55.26
W	70089	DR GLENDA B ATILANO	\$47.16
W	70153	DR GLENN H BENNETT	\$47.48
A	71161	DR GLENN R MCDANIEL, JR.	\$113.63
A	70848	DR GRAHAM L HOWORTH	\$667.40
A	71499	DR GREGORY A RIDDLE	\$64.89
A	71122	DR GRETA C MANNING	\$10.05
A	71532	DR HENRY RUIZ	\$957.42
W	70363	DR HENRY S COCHRAN	\$135.47
W	70052	DR HERBERT V ALLEN, III	\$1,133.68
A	71655	DR HOMER A SPENCER	\$167.41
A	71752	DR HORACE B THOMPSON	\$206.08
W	70275	DR HORACE E BUZHARDT	\$417.51
A	70769	DR HOWARD C HARPER, JR	\$152.94
W	70234	DR HUGH P BRINDLEY	\$183.07
W	70489	DR J MICHAEL DISNEY, JR	\$37.92

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71663	DR J MICHAEL STANFIELD	\$70.00
A	71876	DR J. MICHAEL WATTS	\$75.28
A	70793	DR JACK R HAYS	\$174.80
A	70414	DR JACQUELINE E CRESPO	\$80.26
W	70003	DR JAMAL ABDEL-HALIM	\$81.53
W	70355	DR JAMES A CLEMENT	\$265.31
A	71817	DR JAMES C UPCHURCH	\$389.54
A	71664	DR JAMES K STANFORD	\$41.27
A	70775	DR JAMES M HARRISON,JR	\$227.70
A	71797	DR JAMES M TUCK	\$325.70
W	70094	DR JAMES R AUSTIN	\$231.84
A	71656	DR JAMES R SPIRES,JR	\$422.45
A	71333	DR JAMES T. PALMER	\$10.05
A	71493	DR JAMES V RICHARDSON	\$57.57
A	70733	DR JERRY N GURLEY	\$933.34
W	70093	DR JESSE W AUSTIN,JR	\$123.85
W	70174	DR JILL K. BILLIONS	\$74.38

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70520	DR JIMMY W DUNN	\$253.41
W	70287	DR JOHN E CAMPBELL	\$159.67
W	70091	DR JOHN G ATWOOD	\$55.11
A	71940	DR JOHN H WINSTON,JR	\$49.91
W	70254	DR JOHN L BUCKINGHAM	\$103.30
W	70150	DR JOHN MICHAEL BELYEU	\$152.86
A	70720	DR JOHN R GROVES	\$424.25
W	70063	DR JORGE A. ALSIP	\$378.31
A	71460	DR JOSEPH B RAY	\$829.31
W	70387	DR JUDY D CORBETT	\$689.87
A	71503	DR JULIO E RIOS	\$117.96
W	70383	DR KATHARINE R COOPER	\$1,261.15
A	71939	DR KATHERINE B WINDHAM	\$15.42
A	71920	DR KAY ELLEN WILLOUGHBY	\$27.48
A	71478	DR KIM S REIS	\$189.66
A	70865	DR LANG HUYNH	\$79.46
A	71495	DR LARRY B RICHMOND,JR	\$634.56

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71744	DR LARRY B THEAD	\$79.36
A	71426	DR LAURA S PRIORI	\$42.08
W	70115	DR LEE ANNE BANKAITIS	\$25.08
A	70532	DR LEE EADDY, JR.	\$470.49
W	70357	DR LINDA C CLEMONS	\$816.27
W	70263	DR LISA B BURCH	\$129.15
A	70510	DR LISA G DRISKILL	\$180.66
A	70782	DR LON A HASKELL	\$40.45
A	71934	DR LOUIE C WILSON	\$124.41
A	71371	DR LUIS R PERNIA	\$421.45
A	71466	DR MADADI G REDDY	\$50.95
A	71801	DR MARGARET L TURKLESON	\$363.01
W	70000	DR MARK F AARON	\$12.87
W	70380	DR MAXWELL C COOKE	\$170.62
A	71759	DR MELVIN D THORNBURY	\$711.96
A	71479	DR MICHAEL A REMILLARD	\$35.85
W	70210	DR MICHAEL J BOUCHER	\$256.70

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71509	DR MICHAEL P ROBARDS	\$129.39
A	71830	DR MICHAEL S VAUGHN	\$226.15
A	71384	DR MICHAEL SHANE PHILLIPS	\$9.29
A	71377	DR MICHAEL W PETERS	\$152.86
W	70682	DR MICHELLE M. GOLDHAGEN	\$24.59
W	70362	DR MORRIS W COCHRAN	\$181.54
A	71498	DR MORTON S RICKLESS	\$883.28
A	70543	DR MUHAMMAD EL-BAHESH	\$123.75
A	70653	DR NORMAN A GARRISON, JR	\$117.96
A	71942	DR OSTAP WOLOSCHUK	\$373.49
A	71727	DR PAUL K TANAKA	\$39.60
A	70531	DR PAUL R DYKEN	\$20.14
A	71079	DR PEDRO LOPEZ	\$99.45
A	70851	DR PEGGY M HUDDLESTON	\$25.29
A	70420	DR PERCY V CROCKER	\$367.77
A	71430	DR QUIRINO L PUJA	\$201.51
A	70419	DR RICHARD C. CRITTENDEN	\$104.85

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71640	DR RICHARD M SNOW	\$93.57
A	71259	DR RIZK M ABDEL- MOUTAGALY	\$97.24
A	70421	DR ROBBIN CROMER-TYLER	\$876.11
W	70241	DR ROBERT C BROWN	\$890.60
A	70749	DR ROBERT D HAMITER	\$89.85
A	71636	DR RODNEY V SNEAD	\$123.85
A	71627	DR ROGER H SMITH	\$434.05
W	70253	DR ROGER S BUCK	\$166.95
W	70042	DR ROMAN ALDER	\$91.11
A	70779	DR RONALD C. HARTSFIELD	\$170.72
W	70048	DR RONALD D ALFANO	\$290.55
A	70644	DR ROY E GANDY	\$536.89
A	71331	DR RUSSELL L PAGE	\$118.96
A	71380	DR SALVADOR N. PETILOS	\$212.28
A	71846	DR SASIKUMAR VISHWANATH	\$121.20
W	70207	DR SCOTT H BOSWELL	\$292.21
A	70707	DR SHARON D. GRAY	\$10.02

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	70101	DR STEPHEN BABBINO	\$149.99
W	70053	DR STEVEN L. ALLEN	\$120.32
A	70790	DR STEVEN M HAYDEN	\$147.54
W	70061	DR SUZANNE ALSAYED	\$19.58
W	70385	DR SUZANNE C COOPER	\$189.66
W	70321	DR T. CHAMNONGCHAREONWONG	\$11.24
W	70315	DR THEODORE N CATRANIS	\$857.82
A	71013	DR THOMAS K. LACKEY	\$25.39
W	70078	DR THOMAS L ARNOLD	\$123.85
A	71369	DR THOMAS R PERKINS,JR.	\$11.07
A	71135	DR TIMOTHY L MARTIN, SR.	\$124.31
A	71084	DR TWILADAWN J. LOVETT	\$114.07
A	71665	DR TY K STANSELL	\$84.25
A	71094	DR VICTOR J. LUZ	\$50.27
A	70845	DR VIRGINIA HOUSERMAN	\$631.50
A	70515	DR WALTER J DUFFIN	\$149.73
A	71747	DR WAYNE E THOMAS	\$96.61

A = active at 12/31/02

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	70124	DR WESLEY H. BARRY	\$465.18
A	70424	DR WILLIAM A CROTWELL,III	\$1,316.97
A	71427	DR WILLIAM B PROFILET,JR	\$784.05
A	71819	DR WILLIAM J URQUHART	\$1,030.24
A	71407	DR WILLIAM L POOLE, JR.	\$62.65
A	70604	DR WILLIAM S FLEET	\$192.46
A	70223	DR WINSTON E BRADLEY, JR.	\$47.84
A	71431	DR ZENAIDA V PUA	\$118.52
A	70849	DR ZENKO J HRYNKIWI	\$1,483.11
W	70823	DR. A. GERRY HODGES, JR.	\$117.67
W	70310	DR. A.Z. CARTER, JR.	\$121.59
A	71318	DR. ABAYOMI G OSHINOWO	\$0.75
A	71553	DR. ABAYOMI R. SANUSI	\$38.50
A	71015	DR. ADETOKUNGO O. LADIPO	\$48.21
A	71721	DR. AKIL M. TAHERBHAI	\$165.66
A	71235	DR. ALAN L. MOORE	\$52.12
A	71713	DR. ALAN R SWAYZE	\$346.88

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	70204	DR. ALBERT RAYMOND BOROUGHS, IV	\$75.93
A	71893	DR. ALBERT T. WHITE, JR.	\$49.91
A	70634	DR. ALEKSANDRA FRYE	\$7.88
A	70439	DR. ALEX K. CURTIS	\$15.37
A	70440	DR. ALEXANDER FLOWER	\$27.53
A	70995	DR. ALEXANDER V. KREHER, JR	\$1,039.04
A	71768	DR. ALEXANDRE TODOROV	\$75.50
A	71595	DR. ALFRED L SHEARER	\$175.53
A	71265	DR. ALLEN C. MULLER, II	\$11.82
A	70942	DR. ALLISON A.B. KASSELS	\$39.67
A	71105	DR. ALONZO J. MAHURIN	\$75.25
A	70894	DR. AMJED JAVAID	\$18.78
A	71588	DR. AMMAR M SHAHEEN	\$92.69
A	70551	DR. ANGELIA H. ELLIOTT	\$18.78
A	70931	DR. ANTHONY J. KALLIATH	\$182.76
W	70256	DR. ANTHONY L. BUCKLES	\$4.33
A	71929	DR. ANTONIO J. WILLIAMS	\$219.92

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	70020	DR. ANUPAM AGARWAL	\$442.86
W	70820	DR. ARBIE B. HINTON	\$33.73
A	71456	DR. ARCHANA RASTOGI	\$10.26
A	71140	DR. ARIBBE A. MARTIN	\$70.46
A	70479	DR. ARON M. DEVANE	\$11.04
A	72224	DR. ARTHUR E. LEWIS, JR.	\$310.40
A	71601	DR. ARTHUR R. SHEPPARD	\$53.39
A	71334	DR. ARTI PANDEY	\$27.56
A	70789	DR. ARVIS L. HAWKINS	\$83.81
A	71820	DR. ASHOK VAGHJIMAL	\$30.04
A	70482	DR. ASHRAF M. DIAB	\$22.21
A	71644	DR. ASSIS SOARES	\$396.67
A	71953	DR. AUDIE L WOOLEY	\$358.43
A	71351	DR. BANKIM J. PATEL	\$443.17
A	70991	DR. BARBARA K. KOPYTA	\$171.28
A	70676	DR. BARRY C GINSBURG	\$165.07
A	71414	DR. BELFONDIA POU	\$178.23

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70717	DR. BENJAMIN C. GRIGGS	\$144.30
A	70828	DR. BENNETT P HOGAN	\$18.78
A	71612	DR. BERNARD W SIMIERITSCH	\$52.85
A	71082	DR. BEVERLY R. LOVE	\$634.03
A	72225	DR. BILL YATES, P.C.	\$2,442.49
A	71575	DR. BILLY B SELLERS	\$141.87
A	70918	DR. BOBBY GENE JONES, JR.	\$94.13
A	71290	DR. BOBBY JAMES NEWBELL	\$18.78
A	71203	DR. BOJAN MILICEVIC	\$13.96
A	70654	DR. BRAD J. GASPARD	\$70.46
A	70944	DR. BRADLEY P. KATZ	\$153.11
A	70910	DR. BRANDON S. JOHNSON	\$9.22
W	70221	DR. BRENT E. BOYETT	\$27.46
W	70396	DR. BRIAN A COST	\$8.25
A	71777	DR. BRIAN C. TOSHOFF	\$18.78
A	71900	DR. BRIAN J. WIATRAC	\$358.43
A	71899	DR. BRIAN R WHYTE	\$882.92

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72226	DR. BRUCE CUNNINGHAM, P.C.	\$1,049.71
A	70677	DR. BRYAN S GIVHAN	\$1,148.37
A	71680	DR. C RICHARD STEWART	\$1,255.41
A	73013	DR. C. BERNARD JOHNSTON	\$6.41
A	71914	DR. C. SCOTT WILLIAMS	\$48.18
A	71608	DR. CARL B. SHORY	\$321.08
A	71223	DR. CARMENCITA MOLINA	\$9.15
A	70905	DR. CAROLE L. JOHNSON	\$56.06
A	71075	DR. CECIL A. LONG	\$631.50
W	70589	DR. CECIL B FERGUSON	\$119.32
A	70746	DR. CHARLES E. HALL JR	\$122.22
W	70039	DR. CHARLES F ALBERT	\$121.20
A	72787	DR. CHARLES J. VEALE	\$271.66
W	70816	DR. CHARLES L HILLIS	\$458.84
A	71173	DR. CHARLES MCINTEER	\$38.45
A	71543	DR. CHARLES R SALISBURY	\$208.66
A	72227	DR. CHARLES REID KERR D/B/A ANDALUSIA FAMILY PRACTICE	\$301.89

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70596	DR. CHARLES S. FILLINGANE	\$134.09
A	71256	DR. CHARLES S. MOSTELLER	\$208.66
A	71922	DR. CHARLIE G WILLIAMS, JR.	\$25.44
A	70697	DR. CHERYL R. GOYNE	\$191.41
A	70497	DR. CHRISTINE C. DORVAULT	\$23.18
A	70569	DR. CHRISTINE EVANKOVICH	\$171.28
A	70656	DR. CHRISTOPHER P. GAY	\$9.80
A	71197	DR. CHRISTOPHER P. MESINA	\$53.80
A	71596	DR. CINDY SHEETS	\$49.47
W	70291	DR. CLARENCE N. CANUP	\$86.68
A	71309	DR. CLEMENT U. OKINEDO	\$25.85
A	71202	DR. CLIFFORD MIHAIL	\$890.82
A	72228	DR. CLIFFORD R. BLACK, JR., PC	\$1,462.64
A	71681	DR. COLIN C. STEWART	\$3.16
A	71497	DR. CONNIE W. RICHARDSON	\$29.77
W	70105	DR. CONSTANCE L. BAKER	\$4.40
A	71708	DR. CORNELIUS SULLIVAN, JR.	\$307.67

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70692	DR. CRAIG H GOSDIN	\$3.41
A	70699	DR. CURTIS MCVAY GRAF	\$9.36
A	70762	DR. CYNTHIA S HARBAUGH	\$73.50
W	70047	DR. D. GREG ALEXANDER	\$41.32
A	71905	DR. DALLAS C WILCOX, JR.	\$125.82
W	70372	DR. DAMIAN J. COLLINS	\$80.09
A	71243	DR. DAN A. MORGENSTERN	\$594.80
A	70475	DR. DANIEL A DENNIS, III	\$603.37
W	70113	DR. DANIEL E BANACH	\$10.48
A	71697	DR. DANIEL K STUBLER	\$95.54
A	70809	DR. DANIKA Y HICKMAN	\$3.94
A	70802	DR. DANILO V HERRERA	\$942.68
A	72229	DR. DARLENE F. HARRIS	\$157.25
W	70319	DR. DAVID A CHALK	\$86.68
A	70708	DR. DAVID A GREEN	\$91.11
W	70087	DR. DAVID ALLEN ATCHLEY	\$106.48
W	70030	DR. DAVID B AIZENMAN	\$9.10

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70636	DR. DAVID B FULLER	\$119.62
A	71034	DR. DAVID B. LAUGHLIN	\$120.08
A	71328	DR. DAVID D. OZMENT	\$11.31
A	70986	DR. DAVID J. KNAPP	\$82.55
A	71251	DR. DAVID L. MORRISON	\$142.62
A	70804	DR. DAVID P HERRICK	\$626.59
A	70952	DR. DAVID R. KELLY	\$61.44
A	71347	DR. DAVID V. PARMER	\$97.77
A	70800	DR. DAVID W. HENDERSON	\$18.78
A	71965	DR. DAVID WEI-HAN WU	\$54.21
A	71114	DR. DAWN B. MANCUSO	\$98.14
W	70242	DR. DEBRA M. BROWN	\$119.13
A	71534	DR. DEIDRE J. RUSSELL	\$736.96
A	70450	DR. DENNIS F DASE	\$933.34
A	71795	DR. DENSLOW A TRUMBULL	\$142.62
A	70831	DR. DEREK K HOLCOMBE	\$189.49
W	70237	DR. DONALD P. BROBST	\$66.96

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70581	DR. DONALD S FARQUHAR	\$152.94
W	70408	DR. DONNA C. CRANDELL	\$249.69
A	70675	DR. DOUGLAS C GINAS	\$124.24
A	71152	DR. DOUGLAS P MCBRIDE	\$374.15
A	71185	DR. DUNCAN B. MCRAE, JR.	\$1,039.04
A	71329	DR. E. DODD OZMENT, JR.	\$569.94
A	70434	DR. E. SHANE CUNNINGHAM	\$18.78
A	72231	DR. EADDY & KORNDORFFER, P.C.	\$173.65
A	71613	DR. EARL M SIMMONS	\$32.88
A	71330	DR. EDDIE N. PACE, JR.	\$161.28
W	70006	DR. EDWARD A. ABERNATHY	\$136.52
A	70866	DR. EDWARD F. HWANG	\$19.41
A	71397	DR. EDWARD J. PLANZ, JR	\$625.49
A	70590	DR. EDWARD R. FERGUSON, JR	\$131.07
A	71261	DR. ELIZABETH C. MROCZEK-MUSULMAN	\$58.37
A	71879	DR. ELIZABETH R. WEATHERFORD	\$249.69
W	70146	DR. EMILIO BELAVAL	\$61.92

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71860	DR. ERIC G. WALSH	\$22.84
A	72232	DR. ERIC H. LAFAYETTE	\$310.80
A	71737	DR. ERIC W. TAYLOR	\$11.07
A	71623	DR. EVGENIA G. SLAVCHEVA	\$20.94
A	70886	DR. FANNY M. JAQUEZ	\$109.18
A	71441	DR. FARRUKH QURESHI	\$10.34
A	70920	DR. FELICIAN D. JONES	\$94.86
A	71359	DR. FLORENCIA L PATTERSON	\$64.94
A	71440	DR. FLORIZZA C. QUILALA	\$14.79
A	71322	DR. FORTUNATE EHI OVBIAGELE	\$22.38
A	70672	DR. FRANCIS G GILLIS	\$120.25
A	72233	DR. FRANK CROCKETT	\$121.90
W	70195	DR. FRANKIE L. BODIE	\$857.82
A	71884	DR. FRED MASON WEST	\$167.41
A	71182	DR. FREDDY G. MCMURRY	\$88.97
A	70799	DR. FREDERICK L HEMPHILL	\$140.58
A	70702	DR. FREDERICK S. GRAHAM	\$12.16

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70955	DR. FREDERICK W. KELLY	\$120.08
A	71253	DR. G. KEITH MORTON	\$579.94
W	70921	DR. GEOFFREY E JONES	\$9.36
W	70074	DR. GEORGE A APPLEWHITE	\$73.62
A	70567	DR. GEORGE A. EVANS	\$121.56
W	70289	DR. GEORGE B. CAMPBELL	\$9.29
A	70501	DR. GEORGE C DOUGLAS	\$97.12
A	71514	DR. GEORGE C ROBINSON	\$883.33
W	70131	DR. GEORGE L. BEALE	\$93.10
A	70411	DR. GERALD L CRAWFORD	\$18.78
A	71545	DR. GILBERTO SANCHEZ	\$82.57
W	70071	DR. GIRIDHAR R. ANIREDDY	\$51.93
A	71512	DR. GLENN A ROBERTS	\$112.56
A	70641	DR. GLENN GALLASPY	\$824.69
W	71283	DR. GREGORY A NAYDEN	\$3.48
A	71198	DR. GREGORY E. MICK	\$1,001.88
W	70330	DR. GREGORY S. CHEATHAM	\$9.75

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71177	DR. GREGORY W. MCKINNEY	\$256.48
A	71883	DR. GROVER A WELLS, III	\$107.43
A	71906	DR. GUY B WILDER, JR.	\$83.86
A	71106	DR. HAFIZ A MAJE	\$1.80
W	70184	DR. HAROLD L. BLANTON	\$157.63
A	71933	DR. HAROLD Q. WILSON	\$16.88
W	70156	DR. HARRY D BERGER	\$15.27
A	71699	DR. HARRY E STUDDARD, II	\$175.70
A	71356	DR. HARSHAD S PATEL	\$61.44
A	70767	DR. HARVEY S. HARMON	\$75.50
A	70892	DR. HASMUKH N. JARIWALA	\$151.53
A	71249	DR. HENRY B. MORRIS	\$47.23
A	71947	DR. HENRY C WOODWARD	\$295.71
A	71009	DR. HENRY KURUSZ, III	\$117.96
A	71216	DR. HERSHEL G. MITCHELL	\$145.96
A	70835	DR. HILMON D HOLLEY	\$173.61
A	72235	DR. HOON BENJAMIN JI, DMD	\$253.82

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71383	DR. HORACE B PHILLIPS, JR.	\$941.36
A	71187	DR. HOWARD E. MCVEIGH	\$123.85
A	71882	DR. HOWARD S WELDON, JR.	\$336.81
A	71537	DR. IQBAL SAEED	\$199.64
W	70026	DR. ISSRAR AHMED	\$214.76
A	71408	DR. IVESTER A. POPE	\$165.78
A	71678	DR. J. GRIER STEWART	\$68.71
A	71055	DR. JACQUELINE B. LEWIS	\$482.43
A	70423	DR. JAMES D. CROSBY	\$159.24
A	71859	DR. JAMES E. WALLACE, JR.	\$18.78
A	71866	DR. JAMES E. WARRINGTON, SR.	\$212.28
A	71149	DR. JAMES F. MCALLISTER	\$210.46
A	71692	DR. JAMES J STRAUB	\$291.06
A	71144	DR. JAMES JURE MATIC	\$49.91
A	71395	DR. JAMES K PITCOCK	\$422.45
W	70057	DR. JAMES M. ALLEN	\$175.02
A	71739	DR. JAMES P. TEMPLE	\$64.16

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70891	DR. JAMES Q. JARDINE	\$1,030.24
A	71241	DR. JAMES T. MORGAN	\$59.81
A	70747	DR. JAMES V. HAMILTON	\$327.23
A	71274	DR. JAMES W. NABERS, JR.	\$213.79
A	70826	DR. JANET G. HOFFMAN	\$119.54
A	70786	DR. JASON D. HATCHER	\$9.61
A	71065	DR. JASON L. LOCKRIDGE	\$61.15
A	72212	DR. JAY R. SOLORIO, M.D.	\$351.83
W	70390	DR. JEAN RONEL CORBIER	\$20.09
A	71578	DR. JEAN SENECAI	\$847.02
A	71062	DR. JEANNE P. LIPSCOMB	\$89.82
A	73005	DR. JEFF BEASLEY	\$54.27
A	71616	DR. JEFFREY A SIMON	\$115.68
W	70011	DR. JEFFREY D. ADAMS	\$6.40
A	71558	DR. JEFFREY M. SAYLOR	\$18.78
W	70144	DR. JEFFREY N. BEEN	\$14.84
A	71101	DR. JEFFREY S. MAGNUSON	\$1,075.33

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71201	DR. JENNIFER G. MILEY,	\$69.95
A	71436	DR. JEROME PURYEAR	\$4.40
A	70754	DR. JIMMY S. HANKINS	\$62.80
A	70817	DR. JIMMY S. HILL	\$358.43
A	70887	DR. JITENDRA A. JAIN	\$147.27
A	71266	DR. JOANNA C. MULLER CARIOBA	\$8.80
A	71855	DR. JOE WAYNE WALKER	\$55.87
A	71706	DR. JOEL C SULLIVAN	\$123.85
A	71212	DR. JOEL C. MILLIGAN	\$9.44
W	70198	DR. JOEL CHARLES BOLEN	\$54.12
A	70929	DR. JOHN A. JUST	\$113.41
A	71017	DR. JOHN C. LAFLEUR	\$857.82
A	71901	DR. JOHN C. WICKS	\$25.73
W	70185	DR. JOHN D. BLANKENSHIP	\$63.21
A	71236	DR. JOHN D. MOOREHOUSE	\$123.85
A	71687	DR. JOHN E STONE	\$689.68
A	70506	DR. JOHN G. DOWNER	\$480.87

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71780	DR. JOHN G. TOULIATOS	\$79.65
A	70700	DR. JOHN GRAHAM	\$81.14
A	70881	DR. JOHN M. JACKSON	\$350.51
A	71181	DR. JOHN M. MCMAHON	\$401.22
A	71446	DR. JOHN M. RAINES	\$62.05
A	71822	DR. JOHN M. VAL-GALLAS	\$744.72
A	70888	DR. JOHN MARTIN JAMES	\$105.78
A	71559	DR. JOHN P. SCANLON	\$82.55
A	71547	DR. JOHN R SANDS	\$152.94
W	70102	DR. JOHN W. BACON	\$449.64
W	70220	DR. JOHN W. BOYER	\$341.70
A	71763	DR. JOHN W. TINGLIN	\$89.19
A	71970	DR. JOHN W. YEOMAN	\$7.32
A	72237	DR. JOHN WESSNER	\$113.34
A	71675	DR. JOHNNIE W STEVENS	\$52.54
A	71904	DR. JOHNNY R WILBORN	\$206.08
A	71972	DR. JOHNNY SHAN YOUNG	\$750.22

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71602	DR. JON A SHERROD	\$10.77
A	71525	DR. JON D. ROSSER	\$585.87
W	70171	DR. JON F BIGNAULT	\$253.41
A	70893	DR. JONATHAN A. JARMAN	\$117.96
A	71987	DR. JONATHAN M ZUNIGA	\$274.26
A	71267	DR. JONATHAN R. MUNOZ	\$18.78
A	71245	DR. JONEICE T MORGAN	\$144.52
W	70348	DR. JOSE JUAN CHUNG	\$80.36
A	71317	DR. JOSE O. ORTEGA	\$20.50
A	70614	DR. JOSEPH A. FOSTER	\$18.58
A	70957	DR. JOSEPH C. KENDRA	\$316.07
A	70456	DR. JOSEPH E DAVIS, JR.	\$226.83
W	71891	DR. JOSEPH F WHITE	\$40.76
A	70785	DR. JOSEPH H. HASTIE	\$98.33
A	70938	DR. JOSEPH J. KAPLAN	\$37.82
A	73000	DR. JOSEPH M. CROW DMD, PC	\$63.14
A	71683	DR. JOSEPH R STIMSON	\$918.11

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71750	DR. JOSEPH R. THOMAS	\$452.44
A	71128	DR. JOSEPH S. MARDIS	\$132.60
A	70611	DR. JOSEPH W FORTE	\$257.89
A	71557	DR. JUAN W SAXON	\$173.61
A	71077	DR. JUANITA V. LOPEZ	\$143.74
A	71785	DR. JUDY C. TRAVIS	\$450.64
A	70867	DR. JULIA K. HYLAND	\$9.44
A	71001	DR. JULIE B. KRUSLING	\$3.38
A	71316	DR. JULIE E. ORENDER	\$21.57
A	70470	DR. JULIO C DELGADO	\$25.17
A	71688	DR. KAREN E STONE	\$100.79
A	70605	DR. KAREN E. FLEENOR	\$360.40
A	70958	DR. KAREN E. KENNEDY	\$67.91
A	71930	DR. KAREN M WILLIAMS	\$8.25
A	70587	DR. KATHLEEN JO FELKER	\$7.13
A	71396	DR. KATHRYN A PITMAN	\$101.93
A	70839	DR. KATHRYN L HONEA	\$631.50

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70855	DR. KELLY E. HUNTER	\$56.82
A	71576	DR. KEVIN A. SELLS	\$37.94
A	70943	DR. KEVIN R. KATONA	\$5.67
W	70401	DR. KIMBERLY A COX OLDHAM	\$6.20
W	70325	DR. KIMBERLY K CHAPMAN	\$70.46
A	71262	DR. KNUT MUELLER	\$824.69
A	70982	DR. KURT M. KLEEMAN	\$151.41
A	70535	DR. KURTIS WELDON EATON	\$17.15
A	72239	DR. LARRY BUTLER	\$338.26
A	71701	DR. LARRY C STUTTS	\$699.55
A	70529	DR. LAURA E. DYER	\$18.78
A	71988	DR. LEAH M. ZUNIEGA	\$147.76
W	70043	DR. LEE G. ALDRICH	\$21.87
W	71938	DR. LEE T. WIMBERLY	\$8.83
W	70284	DR. LEON H. CAMPBELL	\$114.22
A	71471	DR. LEZLIE T. REED-JOHNSON	\$8.20
A	70588	DR. LONNIE F. FELTON	\$11.41

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71667	DR. LORI L. STANFIELD	\$123.17
A	71143	DR. LOWELL D. MASON, II	\$370.06
A	71021	DR. M. BROOKS LAMBERTH	\$36.31
W	70073	DR. M. DREW ANTHONY	\$10.07
A	71707	DR. MANLY J SULLIVAN	\$293.28
A	70451	DR. MARCO DASILVA	\$274.72
A	71171	DR. MARGARET A. MCGRATH	\$509.79
A	70927	DR. MARIA C. M. JUDIT	\$48.72
A	71540	DR. MARIA L SALAZAR	\$351.33
A	70430	DR. MARIA R. CUMAGUN	\$15.76
A	71417	DR. MARIA S. PRELIPCEAN	\$92.67
A	71012	DR. MARILYN E. LACHMAN	\$2.68
A	70458	DR. MARIO V. DAVILA	\$109.06
A	71579	DR. MARION L SENNETT	\$161.28
A	70925	DR. MARIROSE C JORDAN	\$63.24
A	70683	DR. MARK A GONCALVES	\$689.68
A	71346	DR. MARK A. PARKER	\$18.78

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71027	DR. MARK C. LANGSTON	\$11.53
A	71219	DR. MARK C.D. MITCHELL	\$68.78
W	72240	DR. MARK HAYDEN	\$1,450.93
W	70302	DR. MARK M CARPENTER	\$536.08
A	71611	DR. MARK S SIEGEL	\$378.31
A	71952	DR. MARLA H WOOL	\$234.88
A	71967	DR. MARTIN A.J. WYBENGA	\$80.36
A	70679	DR. MARTIN C. GLOVER	\$142.62
A	71672	DR. MARTIN H. STEINBERG	\$2.36
W	70125	DR. MARY A. BARROW	\$13.47
A	70651	DR. MARY ANN V. GARCIA	\$130.34
A	70617	DR. MARY ANNE FRANK-TARSI	\$94.61
A	71778	DR. MARY CATHERINE TOSHCOFF	\$18.78
A	71787	DR. MARY E. TRAYNOR	\$89.48
A	70415	DR. MARY M. CRESTANI	\$9.58
A	70777	DR. MATTHEW P. HARRISON	\$78.63
A	71257	DR. MATTHEW W. MOSTELLER	\$208.66

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70670	DR. MAURICE B GILBERT	\$534.53
A	71757	DR. MELISSA D. THOMPSON	\$12.48
W	70407	DR. MERWYN M. CRANDELL	\$249.69
W	70162	DR. MICHAEL A BERRY	\$180.23
A	70719	DR. MICHAEL A GROSSMAN	\$98.60
A	71104	DR. MICHAEL A. MAHONEY	\$122.85
A	70954	DR. MICHAEL ALLEN KELLEY	\$97.82
A	72241	DR. MICHAEL B. KLINE, PC	\$540.73
A	70495	DR. MICHAEL C DONHAM	\$92.69
W	70406	DR. MICHAEL C. CRAIG	\$18.78
A	71298	DR. MICHAEL C. NOBLE	\$34.63
A	71805	DR. MICHAEL C. TURNER	\$74.96
A	70668	DR. MICHAEL G GIBSON	\$191.41
A	70691	DR. MICHAEL J GORMLEY	\$534.53
A	71364	DR. MICHAEL J. PAYNE	\$14.18
A	70703	DR. MICHAEL L GRANBERRY	\$1,133.68
A	71376	DR. MICHELE D. PESCASIO	\$39.26

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70924	DR. MICHELE L. JORDAN	\$118.38
A	70882	DR. MICHELLE S. JACKSON	\$209.71
W	70389	DR. MICHELLE T. CORBIER	\$38.99
A	71605	DR. MITCHELL C SHIRAH	\$226.10
A	71103	DR. MOHAMMAD A. MAHMOOD	\$34.63
A	70963	DR. MUHAMMAD A KHAN	\$230.35
W	70085	DR. MUHAMMAD E. ATA	\$290.45
A	70575	DR. MUHAMMAD R FAISAL	\$11.31
A	71190	DR. NAIM A. MEMON	\$3.75
A	71389	DR. NANNI PIDIKITI	\$268.81
A	70998	DR. NARAYAN KRISHNAMURTHY	\$106.63
A	70765	DR. NATASHA M HARDER	\$18.22
A	71531	DR. NATASHA T. RUFFIN	\$18.78
W	70340	DR. NEIL L. CHRISTEN	\$123.85
W	70381	DR. NELSON W. COOK	\$86.66
W	70149	DR. NORMAN D. BELL	\$7.20
A	71445	DR. NORMAN H. RAHN, III	\$173.20

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70493	DR. NORMAN J. DOHERTY	\$529.18
A	71093	DR. NORMAN S. LUTON, JR.	\$561.18
A	71523	DR. NYDIA C ROS	\$69.68
W	70022	DR. OSASERE L. AGHEDO	\$244.15
A	72242	DR. PAT BERNARDI, DMD, MS, PC	\$525.09
A	71546	DR. PATRICIA A. SANDERS	\$136.33
W	70276	DR. PATRICK S. BYNUM	\$5.98
A	70960	DR. PAUL F. KETCHAM	\$564.59
A	70623	DR. PAUL G. FREDETTE	\$80.82
A	72473	DR. PAUL LENNICX	\$202.76
A	70681	DR. PAUL R GOLDHAGEN	\$656.89
A	70994	DR. PAVEL I. KRAPIVA	\$5.76
A	71400	DR. PETER PLUSCHT III	\$689.68
A	71026	DR. PETER S. LANE	\$4.57
A	71989	DR. PHILIP A. ZUROWSKY	\$27.36
W	70249	DR. PHILLIP M. BRUNER	\$332.97
A	70797	DR. PHILLIP M. HEIDPRIEM	\$82.57

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70984	DR. PHILLIP M. KLEIN	\$17.68
A	71354	DR. PRAFUL PATEL	\$29.50
A	71213	DR. PRANAV K. MISHRA	\$173.61
A	71284	DR. RALPH D. NEAL	\$325.70
A	70876	DR. RALPH L. IRVIN, JR.	\$289.75
A	71276	DR. RAMA MOHAN R. NADELLA	\$121.39
A	71337	DR. RANDY L. PANTHER	\$10.07
A	71132	DR. RAY MARLING	\$440.55
A	70593	DR. RAYMOND N. FERNANDEZ	\$145.57
A	71258	DR. REGINALD Z. MOTLEY	\$14.23
A	70768	DR. RENEE B. HARMON	\$47.74
A	71519	DR. REYNALDO RODRIGUEZ,	\$32.42
A	71000	DR. RHETT KRONE	\$446.99
A	71962	DR. RHONDA WRIGHT	\$59.05
A	70519	DR. RICHARD A. DUMOIS	\$98.65
A	71327	DR. RICHARD A. OYLER	\$401.22
A	71857	DR. RICHARD E. WALLER	\$212.28

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71585	DR. RICHARD K SHACK	\$70.17
A	71320	DR. RICHARD L OTTS	\$850.45
A	71332	DR. RICHARD L PALESANO	\$367.77
A	71042	DR. RICK L. LEDKINS	\$379.08
A	71176	DR. RICK L. MCKENZIE	\$1,148.37
A	70696	DR. RITA GOYAL	\$71.12
A	70528	DR. RITKY C. DY	\$27.17
W	70266	DR. ROBERT B. BURKHARDT	\$82.94
A	70773	DR. ROBERT B. HARRIS	\$1,039.04
W	70056	DR. ROBERT E. ALLEY	\$50.59
A	71150	DR. ROBERT E. MCALISTER, JR	\$2.53
A	70521	DR. ROBERT F. DUNN	\$258.25
A	71980	DR. ROBERT J ZARZOUR	\$1,206.98
A	71888	DR. ROBERT L WHITE	\$5,497.93
W	70314	DR. ROBERT L. CATER	\$11.24
A	70840	DR. ROBERT N HONEA, JR	\$9.75
A	71040	DR. ROBERT N. LEACH	\$360.14

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71074	DR. ROBERT T. LONG	\$353.50
A	71183	DR. ROBIN C. MCNAIR	\$131.34
A	72032	DR. ROCKLIN D. ALLING D/B/A DRS. ALLING & ALLING, PC	\$721.07
A	71353	DR. ROHIT G PATEL	\$289.29
A	72673	DR. RON SEALOCK	\$144.28
A	71592	DR. RONALD A. SHAW	\$123.85
A	71957	DR. RONALD B. WORKMAN, JR	\$39.43
A	70413	DR. RONALD EDWARD CREQUE, JR	\$18.78
A	71976	DR. RONALD V YUTIAMCO	\$121.76
A	70758	DR. RONALD W. HANSON	\$214.96
A	71047	DR. RONY R. LEE	\$7.64
A	71158	DR. ROOSEVELT MCCORVEY	\$636.17
W	70023	DR. ROSALINA AGUILAR	\$136.30
A	71254	DR. ROSEMARIE M. MORWESSEL	\$1,133.68
W	70046	DR. RUSSELL D. ALEXANDER	\$27.63
A	71603	DR. RUTH L SHIELDS	\$1,030.24
A	71275	DR. RUTH NABORS	\$464.28

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71022	DR. SALLY F. LAMBERTH	\$34.27
A	70574	DR. SAMER FAHOUM	\$148.44
A	71542	DR. SAMUEL J. SALIBA	\$88.61
W	70352	DR. SANDRA H. CLARK	\$11.07
A	71643	DR. SANDRA M. SOARES	\$80.07
A	71184	DR. SARAH D. MCNUTT	\$8.80
A	71277	DR. SARANYA NADELLA	\$132.77
A	70759	DR. SAROJANA HANUMANDLA	\$8.80
A	70878	DR. SATHYAN V. IYER	\$119.20
A	70723	DR. SCOTT A GRUMLEY	\$15.37
W	70033	DR. SCOTT G. AKIN	\$5.01
W	71280	DR. SCOTT NALEY,	\$82.57
A	70499	DR. SESI O DOSUNMU-OGUNBI	\$151.87
A	71125	DR. SHAHID MANSOOR	\$69.54
A	71486	DR. SHAHID RIAZ	\$239.13
A	71244	DR. SHANNON S. MORGAN	\$72.41
A	71357	DR. SHASHANK C. PATEL	\$95.44

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71325	DR. SHERI A OWENS	\$1,030.24
A	71582	DR. SPENCER SERRAS	\$10.75
A	70937	DR. SRIHARIDAS KANURU	\$127.59
A	72492	DR. STANLEY RAY MCCARDLE	\$214.99
A	71511	DR. STEPHEN A. ROBERTS	\$18.78
A	70631	DR. STEPHEN B FRITTS	\$249.69
W	70084	DR. STEPHEN C. ASHE	\$62.75
A	71885	DR. STEPHEN M. WEST	\$34.25
W	70226	DR. STEPHEN R. BRANDT	\$107.67
A	70761	DR. STEPHEN W. HARBIN	\$92.69
A	70909	DR. STEVEN F. JOHNSON	\$625.49
A	71348	DR. STEVEN R. PARRIS	\$159.04
A	70615	DR. STUART W. FRALEY	\$103.10
A	71892	DR. SUANNE WHITE-SPUNNER	\$1,268.42
W	70181	DR. SUMPTER D BLACKMON	\$45.02
A	70481	DR. SURINDER DHAWAN	\$97.00
A	71556	DR. SUSAN S SAVICH	\$40.72

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70621	DR. SWEPSON F FRASER, JR.	\$337.03
W	71461	DR. SYED M. T. RAZA	\$28.60
W	70090	DR. TANGELA C. ATKINSON	\$4.45
W	70168	DR. TATIANA BIDIKOV	\$162.79
A	71673	DR. TERRY C STELLY	\$689.68
W	70368	DR. THADDEUS F. COLEMAN	\$11.50
W	70068	DR. THANG Q. AN	\$19.19
A	71450	DR. THEODORE RAMOS	\$96.00
A	71211	DR. THOMAS A. MILLER	\$74.96
A	71635	DR. THOMAS B. SMITH	\$36.17
A	71163	DR. THOMAS E. MCDERMOTT	\$68.71
A	71586	DR. THOMAS G SHAFER	\$345.79
A	70968	DR. THOMAS G. KINCER	\$74.23
A	71175	DR. THOMAS G. MCKELVEY	\$141.90
A	70464	DR. THOMAS J. DECARO	\$123.85
A	70522	DR. THOMAS J. DUNN	\$9.68
A	71729	DR. THOMAS M TANN,III	\$6.93

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70690	DR. THOMAS M. GOODMAN	\$74.60
A	70538	DR. THOMAS N EDWARDS, JR	\$11.09
A	70473	DR. THOMAS R DEMPSEY	\$1,133.68
A	71536	DR. THOMAS R. RYDER	\$86.25
A	71483	DR. TIM S. REVELS	\$459.98
A	70465	DR. TIMOTHY B DECKER	\$103.59
A	71270	DR. TIMOTHY B. MURRAY	\$103.49
A	70565	DR. TIMOTHY D ESTES	\$32.59
A	70462	DR. TIMOTHY G DAY	\$275.30
W	70388	DR. TIMOTHY J. CORBIN	\$62.14
W	70194	DR. TIMOTHY R. BODE	\$45.04
A	71767	DR. TIMOTHY R. TODD	\$61.27
A	71881	DR. TOM WELCH	\$167.36
A	71890	DR. TONY A WHITE	\$26.44
A	71468	DR. V. HARANATHA REDDY	\$121.20
A	71469	DR. V. SNEHAPRABHA REDDY	\$121.20
A	71113	DR. VAUGHN H. MANCHA, JR.	\$228.09

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71758	DR. VENEZELA E. THOMAS-SLADE	\$7.81
A	71237	DR. VICKI LYNN MOORE	\$8.59
A	71115	DR. VICTOR J. MANDANAS	\$144.57
W	70140	DR. VICTORIA L. BECKMAN	\$10.94
A	72245	DR. VILMA E. PESSOA	\$631.35
A	71036	DR. VINCENT LAW	\$10.29
A	70560	DR. VINEETA A. ENGLISH	\$6.40
A	71418	DR. VLAD PRELIPCEAN	\$92.67
A	71660	DR. W. TERRY STALLINGS	\$415.74
A	70627	DR. WALID W FREIJ	\$176.14
A	70577	DR. WALLACE G. FALERO	\$123.85
A	70607	DR. WALTER L. FLOYD, JR	\$29.50
A	71902	DR. WANDA JO WICKS	\$97.58
A	70694	DR. WAYNE T. GOSSMAN	\$62.39
A	71133	DR. WESLEY D. MARNER	\$112.59
A	70539	DR. WILLIAM A EDWARDS	\$96.34
A	71296	DR. WILLIAM A. NIXON,	\$18.78

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	70807	DR. WILLIAM C HICKS, III	\$129.15
A	72243	DR. WILLIAM C. MOORE, DMD, MS, PC	\$534.06
A	71361	DR. WILLIAM C. PATTON	\$364.17
A	71858	DR. WILLIAM C. WALLACE	\$75.50
A	72244	DR. WILLIAM D. POWELL, III	\$356.80
A	70902	DR. WILLIAM E. JOHNSON	\$669.00
A	70972	DR. WILLIAM G. KING, JR.	\$82.94
W	70143	DR. WILLIAM H. BEEKLEY	\$570.28
A	71973	DR. WILLIAM J. YOUNG	\$163.49
A	71554	DR. WILLIAM O SARGEANT	\$109.55
A	71045	DR. WILLIAM S. LEE	\$129.03
A	71889	DR. WILLIE E WHITE	\$172.64
A	71056	DR. XIAOHUA LI	\$20.41
W	70334	DR. XIONGYING EAGLE CHEN	\$29.50
A	71969	DR. YANKO A YANKOV	\$38.62
A	70965	DR. YOUSEF F. KHOURI	\$51.10
A	71032	DR. YOYEN A. LAU	\$70.85

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71246	DR. YVES MORISSETTE	\$301.11
A	28013	DREW MEMORIAL HOSPITAL	\$27,480.61
A	72420	DRS. JAMES & KATHRYN MIZE, P.C.	\$674.79
A	72250	DRS. MELLOWN AND GREEN	\$458.24
A	72252	DUMAS MEDICAL INVESTIGATIONS, LLC	\$92.96
A	72253	E.A. MANGIERI, M.D., P.C.	\$2,558.73
W	7595	EAST ALA MED CTR	\$514,084.14
A	72255	EAST ALABAMA EYE CLINIC OF ANNISTON, PC	\$4,820.72
W	72257	EAST ALABAMA MEDICAL DEVELOPMENT ASSOCIATE	\$2.89
A	72258	EAST ALABAMA MEDICAL MANAGEMENT, INC	\$466.96
A	72261	EASTERN HEALTH SYSTEM, INC., D/B/A MEDICAL CENTER BLOUNT AND MEDICAL CENTER EAST	\$3,167,805.98
A	73006	EASTERN SHORE NEUROLOGY CLINIC, INC.	\$69.06
A	72262	EASTSIDE MANOR RETIREMENT HOME	\$312.27
W	08-00512	EASTSIDE MANOR RETIREMENT HOME	\$131.95
W	5126	ECLIPSE PSYCHIATRIC CORPORATION	\$7,923.29
A	72263	EDDIE WOODS, JR. DMD PC	\$544.34
A	72265	EDH ENTERPRISES, INC.	\$17,656.44

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72267	EDWARD H. FISHER, III, MD, PC	\$334.72
A	72271	ELDER CARE OF THE SHOALS, INC.	\$2,940.08
A	72272	ELECTRODIAGNOSTIC CONSULTANTS, PLLC	\$433.61
A	72275	ELIZABETH STINNETT WHITE, DMD, MS, PC	\$259.63
A	70555	EMERGENCY MEDICINE SOUTH, INC.	\$5.20
W	08-00363	EMERGENCY PHYSICIANS, PC	\$18,980.17
A	72280	EMERGI-CARE CLINIC, PC	\$1,566.79
A	4111	EMPLOYED PHYSICIANS OF COMMUNITY METHODIST HOSPITAL	\$24,948.11
W	214	EMPLOYEES OF LOUDOUN COUNTY HEALTH DEPT	\$6,620.22
A	72281	ENDOCRINOLOGY ASSOCIATES OF MONTGOMERY, PA	\$1,827.57
A	72283	ENVIRONMENTAL MEDICAL SYSTEMS, LLC	\$1,255.50
W	12124	EPHRAIM MCDOWELL REGIONAL MEDICAL	\$824.51
A	72284	ERGOSCIENCE, INC.	\$239.75
A	72062	ESCAMBIA COUNTY ALABAMA COMMUNITY HOSPITALS, INC., D/B/A D. W. MCMILLAN MEMORIAL HOSPITAL	\$912,637.93
A	72007	ETOWAH/DEKALB/CHEROKEE MENTAL HEALTH BOARD, INC.	\$5,166.27
A	28030	EUREKA SPRINGS HOSPITAL	\$4,113.51
A	72292	EXTENDED RESPIRATORY SERVICES, INC.	\$5,372.44

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72293	EXTRACORPOREAL SPECIALISTS, INC.	\$3,535.51
A	72300	FAMILY MEDICAL & WELLNESS CENTER, INC.	\$150.35
A	72301	FAMILY PHYSICIANS, PC	\$319.93
A	72303	FEAGIN & OWEN, M.D., P.C.	\$669.54
A	70597	FIRST HEALTH TREATMENT CTR., LLC	\$18.53
A	72749	FIRST HOME HEALTH, INC.	\$3,891.55
W	232	FIRST MERIDIAN MEDICAL CORP. T/A MRI	\$4,725.81
W	12045	FLEMING COUNTY HOSPITAL DISTRICT	\$72,195.76
W	7568	FLOWERS	\$123,941.46
A	72309	FORESTDALE EYE CLINIC, INC.	\$335.24
A	72113	FORME MEDICAL & BURGESS CHIROPRACTIC CLINIC, LLC	\$290.04
A	72311	FRANK C. LEYDEN, JR., DMD, PC	\$670.72
A	72312	FRANKLIN COUNTY MEMORIAL HOSPITAL	\$249,409.92
W	41	FRANKLIN MEMORIAL HOSPITAL	\$96,854.73
A	72313	FRANKLIN PRIMARY HEALTH CENTER, INC.	\$21,203.55
A	28031	FULTON COUNTY HOSPITAL	\$6,505.66
W	7569	G H LANIER	\$213,608.87

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72316	G.H. WALKER CONSTRUCTION, INC.	\$519.40
W	7516	GADSDEN REG MED CTR	\$435,857.36
W	7750	GADSDEN SURGERY CTR	\$4,938.08
W	G0000013	GARDEN PARK COMMUNITY HOSPITAL	\$39,347.87
A	70750	GARY C. HAMMOND	\$0.49
A	70655	GASTROENTEROLOGIST, P.C	\$68.00
A	72320	GASTROENTEROLOGY ASSOCIATES OF DOTHAN, P.C.	\$1,145.98
W	72321	GASTROENTEROLOGY CONSULTANTS OF TUSCALOOSA, PC	\$1,382.73
A	5001	GATEWAY HEALTH SYSTEM, INC. D/B/A GATEWAY	\$6,707.17
A	12053	GATEWAY REGIONAL HEALTH SYSTEM	\$24,759.30
A	72322	GAYLON R. ROGERS, M.D., P.C.	\$1,467.33
A	72323	GENERATIONS ADULT CARE, INC.	\$2,758.60
A	72821	GENEVA COUNTY HEALTHCARE AUTHORITY, INC., D/B/A WIREGRASS MEDICAL CENTER	\$420,379.82
W	8	GILES MEMORIAL HOSPITAL INC	\$132,104.70
W	101	GILL MEMORIAL HOSPITAL	\$1,608.72
A	72289	GILLIARD HEALTH SERVICES, INC. (D/B/A EVERGREEN MEDICAL CENTER)	\$220,665.62
A	72330	GILLIARD HEALTH SERVICES, INC. (D/B/A EVERGREEN MEDICAL CENTER)	\$220,472.36

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72331	GLEN L. BRAWLEY, D.M.D.	\$646.26
A	72332	GLENWOOD MENTAL HEALTH SERVICES, INC.	\$34,827.87
A	72334	GOLDEN YEARS, INC.	\$348.40
A	139	GOODWIN HOUSE, INC.	\$98,803.54
A	72337	GREENE COUNTY HOSPITAL & NURSING HOME	\$202,561.54
W	10	GREENSVILLE MEMORIAL HOSPITAL	\$255,212.72
W	8036	GREENWOOD LEFLORE HOSPITAL	\$76,011.49
W	72341	GREGORY S. BEER, M.D. & ASSOCIATES	\$25,788.76
W	72342	GRIFFIN, INC.	\$1,767.80
A	70721	GROVE HILL HEALTHCARE,P.C.	\$77.13
A	72344	GROVE HILL MEDICAL CLINIC, PC	\$2,733.40
A	72552	GULF HEALTH HOSPITALS,INC.	\$426,557.07
A	72347	GULFCARE PHYSICIANS, INC.	\$437.42
A	70730	GULFCARE PHYSICIANS, INC.	\$396.10
A	72349	H. L. STRICKLAND, JR., DDS, PA	\$471.60
A	70457	H. STAN DAVIS	\$0.97
A	71571	H.ELDON SCOTT, III	\$569.94

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72351	HALE COUNTY HOSPITAL (D/B/A FOR HALE COUNTY HEALTH CARE AUTHORITY)	\$95,483.93
W	327	HAMPTON ROADS ACUTE SERVICES	\$67.55
W	288	HAMPTON ROADS HEALTH PLAN	\$2,876.29
A	201	HAMPTON ROADS HIGH TECHNOLOGY CENTER	\$10,938.73
W	5019	HANCOCK COUNTY HOSPITAL	\$47,370.55
A	72352	HANNEN HEALTHCARE CLINIC, PC	\$314.44
W	5017	HARRIMAN CITY HOSPITAL	\$29,322.26
W	8106	HARRIS HEALTHCARE, INC. D/B/A ACADIAN	\$272.33
A	12064	HARRISON MEMORIAL HOSPITAL	\$25,866.55
A	70781	HASHIM J. HASSAN, DMD PC	\$147.67
W	506	HCMF, CORPORATION	\$203,021.47
W	280	HEALTH CARE CONCEPTS, INC.	\$1,279.16
W	11	HEALTH CORPORATION OF VIRGINIA	\$1,670,038.29
W	108	HEALTH GROUP OF VIRGINIA	\$9,913.29
A	72268	HEALTHCARE AUTHORITY OF ELBA, ALABAMA, INC., D/B/A ELBA GENERAL HOSPITAL	\$224,886.32
W	G0000090	HEALTHPARTNERS, INC.	\$4,194.15
W	7840	HEALTHSOUTH	\$26,108.92

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72368	HEALTHSTAFF RESOURCES, INC.	\$2,502.12
A	72370	HELENA FAMILY DENTISTRY	\$194.86
W	28033	HELENA REGIONAL MEDICAL CENTER	\$25,858.16
A	72371	HELPING HANDS HOSPICE, INC.	\$3,627.68
W	5112	HICKMAN COUNTY HEALTH SERVICES	\$1,901.17
A	72373	HILL HOSPITAL OF YORK	\$156,394.06
A	72376	HILLCREST FAMILY PHYSICIANS, P.C.	\$554.97
W	8025	HINDS GENERAL HOSPITAL	\$95,643.95
W	32032	HOLSTON LONG TERM CARE COPORATION	\$493.27
W	317	HOME NURSING SERVICE OF SOUTHWEST	\$128.95
A	72606	HOME PLACE OF PINE CREST ASSISTED LIVING	\$1,680.48
A	72382	HOME SWEET HOME, INC.	\$935.56
A	72383	HOMELAND ASSISTED LIVING FACILITY, LLC	\$2,283.93
A	72384	HOMEWOOD RETIREMENT CORPORATION	\$1,662.04
A	72385	HONEA, HOUSERMAN & LONG, PC	\$9,296.75
A	72386	HOOVER FAMILY MEDICINE	\$490.71
A	72387	HOSPICE FAMILY CARE D/B/A: CARING HOUSE	\$12,264.23

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72388	HOSPICE OF LIMESTONE COUNTY, INC.	\$5,873.64
A	72389	HOSPICE OF MONTGOMERY, INC.	\$4,249.07
A	72390	HOSPICE OF NORTHWEST ALABAMA, INC.	\$2,633.75
A	73015	HOSPICE OF TENNESSEE VALLEY, INC.	\$37.00
A	72391	HOSPICE OF THE SHOALS, INC.	\$8,398.65
A	72392	HOSPICE OF WEST ALABAMA, INC.	\$1,579.49
A	72926	HOSPITALIST,P.C.	\$265.74
A	72396	HOUSTON TREATMENT CENTER, LLC	\$220.51
A	28035	HOWARD MEMORIAL HOSPITAL	\$2,477.62
A	28034	HSC MEDICAL CENTER	\$10,772.90
W	72397	HUGH P. BRINDLEY, D.M.D., P.A.	\$1,089.20
W	7584	HUNTSVILLE	\$45,293.60
W	191	IMAGING CENTER OF SOUTHWEST VA, INC.	\$5,802.95
W	233	IMPERIAL HEALTH SERVICES INC	\$6,994.16
W	8088	INDEPENDENT HEALTHCARE MANAGEMENT OF	\$998.88
W	8083	INDEPENDENT HEALTHCARE MANAGEMENT, INC.	\$90,681.28
W	8030	INDEPENDENT HEALTHCARE MANAGEMENT, INC.	\$0.04

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72402	INDEPENDENT HEALTHCARE MANAGEMENT, INC.D/B/A S.E.	\$162,716.06
A	72403	INDEPENDENT MEDICAL MANAGEMENT	\$169.83
W	261	INDEPENDENT MEDICAL, INC.	\$30.18
A	72405	INDUSTRIAL HEALTH COUNCIL, INC.	\$1,302.15
W	6	INOVA HEALTH SYSTEM FOUNDATION	\$2,087,357.24
A	4119	INSURED PHYSICIANS OF LOUDOUN	\$480,484.92
A	72409	INTERNAL MEDICINE ASSOCIATES OF DOTHAN, PA	\$1,335.00
A	72251	INTERNAL MEDICINE CENTER LLC	\$4,925.76
A	70874	INTERNIST ASSOCIATES OF GADSDEN,P.C.	\$32.98
A	72277	IVY CREEK OF ELMORE, LLC	\$277,826.68
A	72455	IVY CREEK OF TALLAPOOSA, LLC	\$129,864.13
A	72410	J. PAUL JONES HOSPITAL	\$149,031.63
A	72471	J. R. CARE CENTER, INC.	\$1,760.07
A	72411	JACKSON COUNTY HEALTH CARE AUTHORITY (F/D/B/A NORTH JACKSON HOSPITAL)	\$1,161,174.99
A	72416	JACKSON HOSPITAL & CLINIC, INC.	\$443,348.58
W	7651	JACKSONVILLE	\$100,168.98
A	72421	JAMES B. DONAGHEY, II, DMD, PC	\$745.77

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72422	JAMES D. SMITH, JR., D.M.D.	\$694.26
A	72423	JAMES E. BLACKMAN, JR., DMD	\$407.88
A	72424	JAMES E. RUSSELL, DMD, MS, P.C.	\$1,102.93
A	72425	JAMES L. SANDERSON, JR., DMD	\$536.34
A	72249	JAMES W. MARBOURG, OD	\$324.93
A	72428	JAMES W. MULLIS, JR., MD	\$231.33
A	72429	JAMES W. SEWELL, M.D.	\$573.25
A	71903	JAMES W. WICK	\$0.97
A	72431	JASPER RETIREMENT CENTER, INC.	\$1,614.39
A	70622	JEAN FRAZER	\$0.97
A	72183	JEFFERSON HEALTH [SYSTEM] (D/B/A FOR JEFFERSON COUNTY ALABAMA, ALSO D/B/A COOPER GREEN HOSPITAL)	\$1,063,619.64
A	72433	JEFFERSON-BLOUNT-ST. CLAIR MENTAL HEALTH / MENTAL	\$20,057.38
A	72435	JEFFERY BACKUS	\$158.96
A	72557	JEFFERY G. PARKER, MD, PC D/B/A NORTHPORT URGENT CARE	\$581.76
A	72437	JLH ENTERPRISES, INC.	\$4,046.06
A	72438	JOHN S. MCMURPHY, DMD, PA	\$424.99
A	72439	JOHN S. PARKER, MD	\$250.18

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72440	JOHN T. BACHMANN, D.M.D.	\$256.64
W	5127	JOHNSON COUNTY HEALTH CENTER, INC.	\$19,194.90
A	72776	JOSE ANTONIO VALENCIA D/B/A:THE VALENCIA GROUP, INC.	\$889.75
A	72442	JOSEPH C. MCNEFF, DMD, P.C.	\$384.90
A	71960	JULIE WOUTERS	\$95.66
A	70743	KATHRYN F. HALE	\$3.67
A	72444	KATHY SPARACINO, P.C.	\$471.34
W	G0000034	KEMPER COMMUNITY	\$1,794.62
W	G0000023	KEMPER COMMUNITY HOSPITAL	\$3,385.53
A	72448	KING & CRAIG REHABILITATION, LLC	\$190.95
W	G0000021	KING'S DAUGHTERS HOSPITAL	\$46,928.48
A	8023	KING'S DAUGHTERS MEDICAL CENTER	\$209,552.65
A	72449	KK AND WK, INC. D/B/A TAYLOR MILLS OAKS	\$741.78
A	72450	KNOWLWOOD, INC.	\$1,374.34
A	72451	LA CLINICA DE BALDWIN/THE BALDWIN CLINIC	\$215.58
W	319	LABORATORY PHYSICIANS OF TIDEWATER,	\$49.39
A	72238	LABRUCE M. HANAHAN, JR., DMD, PA	\$523.91

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	75	LAFAYETTE VILLA INC	\$81,976.80
A	71019	LAKESHORE PEDIATRICS, P.C.	\$98.24
A	72461	LAKESIDE HOSPICE, INC.	\$7,180.09
W	7685	LAKEVIEW COMMUNITY	\$15,144.03
A	72466	LAMAR HEALTHCARE SERVICES, INC.	\$6,287.90
A	72468	LAMBERTH & LAMBERTH, INC.	\$382.55
A	72324	LANIER HEALTH SERVICES	\$349,921.45
A	71030	LATHAM HAIR CLINIC	\$35.44
W	8079	LAUREL WOOD CENTER	\$58,598.70
A	8003	LAWRENCE COUNTY HOSPITAL	\$14,777.20
W	5041	LEBONHEUR HEALTH SYSTEMS, INC.	\$11,744.34
W	72472	LEE EADDY, M.D.	\$104.59
A	28037	LEO N. LEVI MEMORIAL HOSPITAL	\$15,415.66
A	72474	LEW B. SAMPLE, DMD, MS, PC	\$382.41
W	1250	LEWIS-GALE CLINIC INC	\$2,145.89
A	71060	LIMESTONE ANESTHESIA ASSOCIATES P.C.	\$76.01
W	5123	LINCOLN CARE CENTERS	\$5,865.68

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	73011	LIONEL W. NOONAN, JR., DMD	\$51.80
W	12079	LIVINGSTON CONVALESCENT CENTER, INC.	\$2,275.08
W	7598	LONGVIEW GENERAL	\$11,007.12
A	73007	LSJ INVESTMENTS D/B/A SIERRA SPRINGS	\$735.05
W	8071	LUMBERTON CITIZENS HOSPITAL	\$1,185.73
A	71214	LYNN M. MISHKEL	\$534.53
W	195	MACFAX CORPORATION	\$14,555.75
A	72477	MACON CLINICAL LABORATORY, INC.	\$116.46
A	8301	MAGEE GENERAL HOSPITAL	\$29,241.45
A	28039	MAGNOLIA HOSPITAL	\$9,422.68
W	G0000039	MAGNOLIA REGIONAL HEALTH CENTER	\$35,102.46
A	72481	MARC WILSON MOULTON, DMD	\$201.27
A	8018	MARION GENERAL HOSPITAL	\$32,596.75
A	72484	MARK A. GOTFRYD, DPM PC	\$315.79
A	71048	MARK A. LEE	\$0.97
A	72485	MARK S. VERES, DPM	\$312.64
A	72486	MARSHALL COUNTY HEALTH CARE AUTHORITY (D/B/A, INTER ALIA, MARSHALL HEALTH SYSTEM, F/K/A MARSHALL MEDICAL CENTER NORTH AND MARSHALL MEDICAL CENTER SOUTH)	\$1,935,374.48

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	12067	MARSHALL COUNTY HOSPITAL, INC.	\$103,121.71
W	72489	MARSHALL-MADISON PRIMARY CARE JOINT VENTURE, LLC	\$2,136.68
A	70	MARTHA JEFFERSON HEALTH SERVICES CORP.	\$5,161.68
W	21	MARY IMMACULATE HOSPITAL	\$555,336.62
A	73012	MCCLIMANS ORTHODONTIST, INC.	\$35.03
A	28040	MCGEHEE-DESHA COUNTY HOSPITAL	\$30,822.60
A	71170	MCGREGOR MEDICAL,P.A.	\$90.23
W	12098	MCLEAN COUNTY HEALTH CENTER	\$35,065.62
W	5023	MCNAIRY COUNTY GENERAL HOSPITAL	\$69,089.92
W	32019	MEADOWBROOK, INC.	\$63,136.91
W	7521	MED CTR EAST/BLOUNT	\$149,449.20
A	71188	MED HELP,P.C.	\$92.18
A	72501	MEDFORCE STAFFING, LLC	\$870.78
W	32008	MEDIAID OF AMERICA,INC.,T/A HIGHLAND	\$1,645.47
A	72502	MEDICAL ASSOCIATES OF WEST ALABAMA, PC	\$824.11
A	72507	MEDICAL MANAGEMENT PLUS	\$905.45
A	72511	MEDICAL SOLUTIONS, INC.	\$307.24

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	64	MEDICORP HEALTH SYSTEM	\$1,480,548.54
A	269	MEDICORP HOME HEALTH SERVICES	\$13,050.27
A	72514	MEDSOURCE STAFFING	\$304.16
W	273	MEHERRIN DIALYSIS CENTER, INC.	\$4,209.46
A	14	MEM HOSP OF MARTINSVILLE & HENRY COUNTY	\$163,412.64
W	304	MEMORIAL REGIONAL MEDICAL CENTER	\$919.50
W	5100	MEMPHIS MEDICAL CTR AIR AMBULANCE SERV	\$5,555.30
A	28018	MENA MEDICAL CENTER	\$3,231.21
A	72404	MENTAL HEALTH/MR BOARD OF BIBB, PICKENS, TUSCALOOSA	\$53,983.77
A	72521	MID-DELTA HOME HEALTH SYSTEMS	\$35,514.89
W	9011	MISSION ST. JOSEPH'S HEALTH SERVICES	\$76,538.78
A	8080	MISSISSIPPI HOSPITAL ASSOCIATION &	\$8,469.24
W	8058	MISSISSIPPI METHODIST HOSPITAL &	\$156,628.88
W	8116	MISSISSIPPI MOBILE TECHNOLOGY, INC.	\$470.18
A	72524	MIZELL MEMORIAL HOSPITAL	\$455,495.46
A	72526	MONROE COUNTY HOSPITAL	\$199,360.93
W	12125	MONROE MEDICAL FOUNDATION, INC. MONROE	\$248.57

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72529	MONTGOMERY AIDS OUTREACH, INC.	\$1,817.79
A	72530	MONTGOMERY ASC, LLC	\$1,912.92
A	72531	MONTGOMERY EYE PHYSICIANS, PC	\$4,716.53
A	72532	MONTGOMERY IMAGING CENTER, LLC	\$1,367.33
A	71227	MONTGOMERY PATHOLOGY ASSOC.P.C.	\$10.75
A	72533	MONTGOMERY SURGICAL ASSOCIATES, P.A.	\$3,545.59
A	71228	MONTGOMERY SURGICAL ASSOCIATION	\$440.62
W	5013	MORRISTOWN-HAMBLEN HEALTHCARE SYSTEM	\$152,024.02
W	5137	MORRISTOWN-HAMBLEN PHYSICIAN HOSPITAL	\$395.07
W	8089	MORTON MEDICAL CENTER D/B/A SCOTT	\$118.23
W	125	MOUNTAIN VIEW NURSING HOME INC	\$5,216.45
W	71041	MR BARRY LEATH	\$1.92
W	70243	MR C. LELAND BROWN, JR	\$48.28
W	70252	MR DAVID E. BRYAN	\$25.71
A	71121	MR JOHN MANNING	\$42.08
A	70687	MR JOSE M GONZALEZ	\$42.08
A	70829	MR PHILIP F HOGUE	\$48.28

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71049	MR RANDALL C. LEE	\$48.28
A	70693	MR. CHARLES GOSHEN	\$1.07
W	70235	MR. GEORGE C. BRINER	\$48.28
A	71434	MR. JAMES R. PUGH	\$0.97
A	70657	MR. MICKEY L. GAY	\$14.28
A	71321	MR. RICK OTWELL	\$14.28
W	260	MRI OF CHESAPEAKE, INC.	\$2,055.54
A	71470	MS BARBARA M REED	\$48.28
A	71299	MS BETTY J NORMAN	\$16.42
A	70570	MS CONSTANCE M EVANS-COX	\$36.75
A	70810	MS GAIL BETH HIDE	\$39.77
A	72907	MS LINDA DAVIS	\$4.21
A	70873	MS PATSY R. INGRAM WATSON	\$47.72
A	71272	MS RUTH M. MUSKOPF	\$48.28
A	71634	MS SHERYL L SMITH	\$48.28
W	70133	MS. BEATRICE E. BEAR	\$13.89
A	71572	MS. NANCY SCOTT	\$39.77

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	71756	MS. RHONDA R. THOMAS	\$14.28
A	71607	MS. SARAH SHOEMAKER	\$39.77
A	72539	MULBERRY DIAGNOSTIC IMAGING CENTER, LTD.	\$48,035.64
W	183	MULTI-HOSPITAL HIGH TECH SERVICES	\$23,082.66
A	70640	MYRA E. GAITHER	\$3.38
W	70209	NANCI BOTTOMS	\$0.97
A	4121	NANTICOKE HEALTH SERVICES, INC.	\$347,259.82
A	72540	NAPHCARE, INC.	\$35,657.66
A	8302	NATCHEZ REGIONAL MEDICAL CENTER	\$19,709.43
A	72685	NATHAN WILLIAMSON MD, PC	\$2,177.31
W	35	NATIONAL HOSPITAL HEALTH SYSTEM CORP.	\$389,737.27
A	72542	NEONATAL NURSE PRACTITIONER SERVICES OF ALABAMA, I	\$3,080.84
A	72544	NESHOBA COUNTY GENERAL HOSPITAL	\$65,568.21
A	72545	NEUROLOGICAL ASSOCIATES, PC	\$583.31
A	28041	NEWPORT HOSPITAL AND CLINIC, INC.	\$570.36
W	266	NORFOLK COMMUNITY HOSPITAL ASSOC., INC.	\$192,806.88
A	72548	NORMAN S. LICHTENFELD, MD, PC	\$814.11

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72483	NORTH MISSISSIPPI HEALTH SERVICES	\$109,677.35
A	8042	NORTH MISSISSIPPI HEALTH SERVICES, INC.	\$602,885.66
A	72414	NORTHEAST ALABAMA HEALTH SERVICES, INC	\$4,377.78
A	150	NORTHERN VIRGINIA HEALTHCARE CENTER	\$28,914.69
W	72161	NORTHWEST ALABAMA HEALTH SERVICES, INC.	\$1,690.34
A	72560	NORTHWEST ALABAMA HEALTH SERVICES, LLC	\$716.79
A	28007	NORTHWEST ARKANSAS RADIATION THERAPY	\$1,344.04
W	8031	NORTHWEST MISS. REGIONAL MEDICAL CENTER	\$428,901.13
A	72561	NORWOOD CLINIC, INC., PC	\$73,164.41
A	72562	NORWOOD OPTICAL, INC.	\$230.17
A	72563	NURSING SOLUTIONS, INC.	\$1,463.68
A	72564	NUSONICS, INC.	\$488.39
A	72565	NUTECH MEDICAL INC.	\$535.26
A	173	OBICI HEALTH SYSTEM, INC.	\$205,069.82
W	8099	OKOLONA COMMUNITY HOSPITAL	\$557.60
W	8024	OKTIBBEHA COUNTY HOSPITAL	\$170,713.27
W	323	OLD DOMINION DIALYSIS SERVICES, INC.	\$4.88

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	305	OLD DOMINION HOME HEALTH	\$401.96
A	72566	OLD SHELL ORTHOPEDIC ASSOCIATION, PC	\$6,093.11
A	72567	OLIVE HOME, INC.	\$1,486.58
A	72568	ONCOLOGY ASSOCIATES OF WEST ALABAMA, PC	\$3,383.49
A	72569	OPEN MRI OF JACKSON, LLC	\$209.81
A	72570	OPERATIVE RESOURCES MANAGEMENT, LLC	\$1,023.62
W	263	OPTIFAX ASSOCIATES T/A OPTIFAX WEIGHT	\$1,594.23
W	298	OPTIFAX WEIGHT LOSS PROGRAM	\$648.15
A	72571	ORTHOPAEDIC & SPORTS MEDICINE OF MOBILE, PC	\$1,715.59
A	72573	OSCAR L. SHORT, DDS	\$235.77
A	28042	OUACHITA COUNTY MEDICAL CENTER	\$48,817.43
A	72575	OUTPATIENT SERVICES EAST	\$7,262.96
A	12004	OWENSBORO MERCY HEALTH SYSTEM, ODCH,INC	\$332,260.51
A	72576	OXFORD FAMILY PRACTICE, PC	\$1,203.82
A	12	PAGE MEMORIAL HOSPITAL, INC.	\$215,513.10
A	72578	PAHOS, INC.	\$4,174.96
A	72638	PALMER CHIROPRACTIC CLINIC	\$819.18

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72463	PARAGON PROPERTIES, LLC	\$236.23
A	73010	PARAGON YOUTH & FAMILY SERV, INC. D/B/A OAK MOUNTAIN YOUTH	\$1,371.92
W	5128	PARK HEALTH MANAGEMENT, INC.	\$26,329.45
A	72579	PARK SOUTH PHYSICAL THERAPY, PC	\$4,683.13
A	72665	PARKSIDE DENTAL CARE D/B/A: RONALD T. BARGANIER, DMD	\$366.46
A	72582	PATRICK E. CROW, DMD	\$314.59
A	67	PATRICK HENRY HOSPITAL, INC.	\$96,731.21
A	72583	PAUL V. BARGANIER, D.M.D., P.C.	\$908.16
W	294	PCA-1 INC.	\$85.79
A	72584	PEACHTREE ASSISTED LIVING, INC.	\$909.39
W	8060	PEARL RIVER COUNTY HOSPITAL & NURSING	\$2,386.02
A	72968	PEDIATRIC ASSOCIATES OF ALEXANDER CITY, P.C.	\$84.57
A	71366	PEDIATRIC ASSOCIATES OF MOBILE, P.A.	\$122.29
A	72586	PEDIATRIC PHYSICAL THERAPY	\$197.84
W	290	PENINSULA DIALYSIS CENTER	\$632.97
W	5039	PENINSULA HOSPITAL, INC.	\$80,362.35
A	72588	PERFORMANCE ADVISORY GROUP	\$16,895.71

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	8016	PERRY COUNTY GENERAL HOSPITAL	\$38,721.12
A	72590	PERRY COUNTY HOSPITAL BOARD	\$135,302.65
A	72594	PERSONA HEALTH SERVICES, INC.	\$1,160.25
W	322	PERSONAL HEALTH SERVICES, INC.	\$97.68
A	72595	PERSONALCARE PARTNERS, LLC	\$2,588.34
A	70940	PETER KARR	\$45.53
A	72597	PHENIX HEALTHCARE SERVICES, INC.	\$417,407.69
W	7536	PHENIX MED PARK	\$356,345.60
A	72598	PHY SERV, LLC	\$695.49
A	72599	PHYSICIAN CLINIC, INC.	\$183.51
A	71387	PHYSICIANS CARE, L.L.C.	\$10.85
A	72600	PHYSICIANS HOSPICE, INC.	\$1,308.72
A	72601	PHYSICIAN'S PAIN SPECIALISTS OF ALABAMA, PC	\$452.02
A	72603	PICKENS COUNTY MEDICAL CENTER, INC. (D/B/A FOR DCH HEALTH SYSTEMS)	\$496,224.05
A	28043	PIKE COUNTY MEMORIAL HOSPITAL	\$4,146.78
A	72948	PIKE FAMILY PRACTICE, L.L.C	\$1.65
A	12062	PIKEVILLE METHODIST HOSPITAL	\$41,383.81

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	08-00500	PINE PLACE, INC.	\$95.97
A	72609	PINNACLE RESEARCH GROUP, LLC	\$268.62
A	72642	PINSON FAMILY DENTISTRY D/B/A: RANDALL PALMORE, DMD	\$441.57
A	72610	PIONEER COMMUNITY HOSPITAL OF ABERDEEN	\$329,723.65
W	72610	PIONEER COMMUNITY HOSPITAL OF ABERDEEN	\$689.28
W	157	PIONEER HEALTHCARE OF VIRGINIA, INC.	\$12,442.33
W	277	POPLAR HILL MEDICAL CENTER, LLC	\$2,842.04
A	238	PORTSMOUTH ACADEMY OF MEDICINE, INC.	\$1,163.72
A	73014	PPX IMAGING, INC.	\$59.20
A	72617	PRECISION ULTRA SOUND IMAGING, INC.	\$3,376.10
A	70452	PREMIER MEDICAL GROUP	\$378.91
A	72620	PRICARE, PA	\$1,321.37
W	303	PRIMARY CARE ASSOCIATES, INC.	\$2,293.31
A	71425	PRIME CARE, P.C.	\$56.40
A	72621	PRIMECARE OF DOTHAN, PC	\$2,169.72
A	72622	PRINCE PLACE, INC.	\$217.61
A	69	PRINCE WILLIAM HEALTH SYSTEM	\$11,728.70

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	68	PRINCETON MEMORIAL HOSPITAL CORP. D/B/A	\$1,585.83
A	72625	PRINCETON PERFUSION GROUP, INC.	\$1,358.45
A	72626	PRIVATE DUTY NURSING SERVICE, INC.	\$12,846.36
W	30078	PRO ACTIVE THERAPY, INC.	\$1.42
W	249	PROCARE, INC.	\$3,315.95
A	72628	PROFESSIONAL HEALTH CARE SERVICES, LLC	\$3,559.40
W	251	PROFESSIONAL INFUSION SERVICES, INC.	\$9,643.16
W	72629	PROFESSIONAL MANAGEMENT SERVICES, INC.	\$1,254.43
A	72632	PROFESSIONAL RESOURCES MANAGEMENT, INC.	\$36,812.12
A	72634	PSYCHIATRIC ASSOCIATES OF NORTH ALABAMA, PC	\$195.90
W	72635	QD THERAPY SERVICES, INC.	\$171.02
W	8055	QUALICARE OF MISSISSIPPI, INC.	\$10,080.22
A	72287	QUALITY OF LIFE HEALTH SERVICES, INC.	\$18,501.71
A	72639	R. SCOTT REYNOLDS, DMD, MS, PC	\$758.79
A	72643	RANDOLPH COUNTY HEALTH CARE AUTHORITY, INC.	\$417,891.08
A	72644	RANDOLPH MEDICAL ASSOCIATES, PC	\$519.53
W	8044	RANKIN MEDICAL HOSPITAL	\$27,751.38

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	278	RAPPAHANNOCK DIALYSIS CENTER, INC.	\$221.54
A	28044	REBSAMEN MEDICAL CENTER, INC.	\$28,783.46
W	8065	RECOVERY SERVICES, INC. D/B/A JACKSON	\$14,482.67
A	72647	RED BAY HOSPITAL (D/B/A FOR COLBERT COUNTY-NORTHWEST ALABAMA HEALTH CARE AUTHORITY, ALSO D/B/A, INTER ALIA, HELEN KELLER HOSPITAL, NORTHWEST ALABAMA MEDICAL SERVICES, AND CLEVELAND PHARMACY.	\$270,897.13
A	72648	REGINA HENDRIX, DMD, LLC	\$579.68
A	72556	REGIONAL MEDICAL CENTER BOARD (D/B/A NORTHEAST ALABAMA REGIONAL MEDICAL CENTER)	\$2,309,306.28
W	41015	REYNOLDS CO MEMORIAL GENERAL HOSPITAL	\$3,890.00
W	5135	RHEA COUNTY MEDICAL CENTER	\$1,300.66
A	73009	RHONE PARRISH, DMD	\$56.24
A	4127	RICHARD RUSSELL, M.D.	\$1,941.04
W	221	RICHFIELD NURSING CENTER & RICHFIELD	\$90,256.69
W	17	RICHMOND COMMUNITY HOSPITAL INC	\$371,586.58
A	40	RICHMOND EYE AND EAR HOSPITAL	\$91,766.63
W	8049	RILEY HOSPITAL AND BENEVOLENT	\$476,786.53
A	72656	RIVER OAKS CLINIC	\$384.93
W	8097	RIVER OAKS EAST D/B/A WOMAN'S PAVILION	\$1,088.06

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	8054	RIVER OAKS HOSPITAL	\$375,555.90
W	5005	RIVER PARK HOSPITAL	\$2,201.22
W	5015	RIVERCHASE HOSPITAL	\$5,104.69
A	72659	RIVERSIDE OPTICAL	\$611.52
A	3	RIVERSIDE TAPPAHANNOCK HOSPITAL	\$403,784.37
A	72660	RIVERVIEW HEALTHCARE SERVICES, LLC	\$18,204.53
W	329	ROANOKE DERMATOLOGY	\$4.04
W	72663	ROBIN BARTON, M.D., PC	\$356.35
W	72662	ROBRT W. SIMS, DMD	\$1,031.55
W	72664	ROLLING MEADOWS, INC.	\$897.94
A	244	ROMAN EAGLE MEMORIAL HOME	\$29,756.35
A	72666	ROSEWOOD TERRACE, INC.	\$2,052.51
A	72186	RUAH MEDICAL SERVICES, LLC	\$860.56
A	72969	RUIZ NEUROSURGERY CLINIC	\$39.77
A	72667	RURAL HEALTH MEDICAL PROGRAM, INC.	\$7,001.37
W	8062	RURAL HEALTH SYSTEMS, INC.	\$5,706.84
W	12060	RUSSELL COUNTY HOSPITAL DISTRICT	\$57,887.28

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72669	RUSSELL HOSPITAL CORPORATION (D/B/A RUSSELL MEDICAL CENTER)	\$263,157.92
A	72670	RUSSELL STUDENT HEALTH CENTER	\$126,260.72
A	73003	S & K PC	\$85.34
A	71391	SALLY PIGOTT	\$73.45
A	71548	SAND MOUNTAIN FAMILY PRACTICE CENTER, P.C.	\$45.87
A	71549	SAND MT. SURGICAL ASSOC.	\$50.40
W	199	SANDERS COMMON, LTD.	\$22,172.66
A	71300	SANDRA S. NORRIS	\$0.15
A	72672	SEALE HARRIS CLINIC, P.C.	\$1,301.15
W	7635	SEAMC	\$206,721.89
A	72675	SENIOR SERVICES, INC.	\$1,640.11
A	77	SENTARA HEALTHCARE	\$6,122,842.16
A	72677	SERENITY HEARTH, INC.	\$1,921.65
A	72678	SEXUAL ASSAULT CRISIS CENTER	\$229.27
W	5018	SHELBY COUNTY HEALTH CARE CORP D/B/A	\$158,540.56
A	72681	SHELBY FAMILY CHIROPRACTIC CENTER, INC.	\$260.41
A	71598	SHELBY PLASTIC SURGERY, SKIN CANCER AND LASER SURGE	\$125.04

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	58	SHENANDOAH MEMORIAL HOSPITAL, INC.	\$74,296.59
A	230	SHENANDOAH VALLEY HEALTH SERVICES	\$21,598.08
A	28046	SILOAM SPRINGS MEMORIAL HOSPITAL	\$3,376.57
W	73	SLEEPY HOLLOW NURSING HOME	\$6,058.27
W	5048	SMITHVILLE HEALTHCARE VENTURES, L.P.	\$64,368.38
A	54	SMYTH COUNTY COMMUNITY HOSPITAL	\$4,621.69
A	72686	SNOW SLEEP CENTER	\$881.07
A	161	SNYDER NURSING HOME	\$861.28
A	72326	SOUTH BUTLER MEDICAL SERVICES, L.L.C.	\$58,600.71
W	4	SOUTHAMPTON MEMORIAL HOSPITAL	\$363,478.07
A	73001	SOUTHEAST MEDICAL RADIATION	\$172.17
A	72690	SOUTHEAST VEIN & LASER CENTER	\$206.03
A	72692	SOUTHEASTERN CARDIOLOGY CONSULTANTS	\$7,025.80
A	71647	SOUTHEASTERN CARDIOVASCULAR ASSOC., PC	\$201.65
W	72694	SOUTHEASTERN PATHOLOGY ASSOCIATES, INC.	\$339.48
A	72538	SOUTHEASTERN PSYCHIATRIC MANAGEMENT, INC. (D/B/A MOUNTAIN VIEW HOSPITAL)	\$112,244.41
A	72695	SOUTHEASTERN PSYCHIATRIC MANAGEMENT, INC. MOUNTAIN (D/B/A MOUNTAIN VIEW HOSPITAL)	\$19,059.84

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	9034	SOUTHEASTERN REGIONAL MEDICAL CENTER	\$143,671.65
A	71646	SOUTHERN ANESTHESIA SPECIALIST, P.C.	\$56.38
A	72697	SOUTHERN CLINIC, P.C.	\$1,733.01
A	72698	SOUTHERN DRUG RESEARCH NETWORK, INC.	\$2,043.72
A	72700	SOUTHERN ESTATES, LLC	\$1,722.32
W	72701	SOUTHERN HEALTH CARE OF ALABAMA, INC.	\$101,636.94
A	28028	SOUTHERN HEALTH CARE OF ARKANSAS, INC.	\$22,329.83
W	5033	SOUTHERN HEALTH CARE OF TENNESSEE, INC.	\$158,420.37
W	30024	SOUTHERN HEALTH CORPORATION	\$15,582.00
A	72702	SOUTHERN MEDICAL GROUP, INC.	\$62,871.03
A	72703	SOUTHERN NEUROLOGY, P.C.	\$788.03
A	72704	SOUTHERN NURSING SERVICES, INC.	\$2,365.31
A	72705	SOUTHERN PHYSICAL MEDICINE & REHABILITATION	\$602.30
A	72706	SOUTHERN RESEARCH INSTITUTE	\$58,791.94
W	172	SOUTHSIDE COMMUNITY HOSPITAL	\$14,157.06
W	18	SOUTHWEST VA HEALTH SERVICES CORP.	\$304,937.11
W	104	SOUTHWEST VIRGINIA COMMUNITY HEALTH	\$31,462.80

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	210	SPORTS MEDICINE AND PHYSICAL THERAPY	\$2,673.94
A	72711	SPRINGHILL EMERGENCY PHYSICIANS, P.C.	\$2,946.29
A	72713	SPRINGHILL HOSPITALS, INC. (D/B/A FOR SPRINGHILL MEMORIAL HOSPITAL)	\$334,824.44
A	72203	SPRINGHILL SURGERY CENTER	\$5,287.98
A	28032	ST BERNARD'S BEHAVIORAL HEALTH SERVICES	\$4,830.06
A	72036	ST CLAIR AMBULANCE SRVC. D/B/A: AMCARE PARAMEDIC TRANSPORT	\$21,454.05
A	72718	ST CLAIR COUNTY DEPARTMENT OF SENIOR SERVICES	\$1,939.70
W	115	ST MARY'S PSYCHIATRIC HOSPITAL	\$10,014.17
W	49	ST. ALBANS PSYCHIATRIC HOSPITAL	\$206,801.86
A	9033	ST. LUKE'S HOSPITAL, INC.	\$45,325.79
A	72720	STACEY'S MANOR I & II	\$1,271.12
A	9035	STANLY HEALTH SERVICES	\$35,825.11
A	72721	STEPHEN N. SHEPHERD	\$569.42
A	72338	STERLING CARE, INC.	\$1,604.44
A	70846	STEWART HOVEN	\$0.97
A	72722	STINSON HOUSE, LLC	\$1,027.38
W	7637	STRINGFELLOW MEMORIAL	\$134,489.01

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	28047	STUTTGART REGIONAL MEDICAL CENTER	\$34,879.76
A	72724	SUNRISE MANOR	\$1,013.40
A	136	SURGI CENTER OF WINCHESTER INC	\$7,328.02
W	72726	SURGICAL ASSOCIATES OF NORTH ALABAMA, PC	\$439.21
A	72728	SURGICAL SPECIALISTS OF ALABAMA, P.C.	\$1,847.15
W	28067	T. MICHAEL STANTON, M.D., PA	\$13.75
W	72732	T. R. MCDOUGAL & ASSOCIATES, INC.	\$482.98
A	71724	TALLADEGA OB/GYN,P.C.	\$301.01
A	71723	TALLEDEGA ANESTHESIA GROUP	\$84.42
A	72733	TANNEHILL HAVEN, INC.,	\$4,928.51
W	12047	TAYLOR COUNTY HOSPITAL	\$206,447.53
W	72060	THE ATLAS GROUP, INC.	\$194.87
A	72142	THE CARDIOVASCULAR CLINIC OF ANNISTON, PC	\$644.60
W	5036	THE CITY OF MILAN HOSPITAL	\$52,917.34
A	72167	THE COLBERT COUNTY-NORTHWEST HEALTHCARE AUTHORITY	\$7,833.73
W	224	THE COMMONWEALTH OF VIRGINIA	\$291,383.49
A	72357	THE HAVEN FOR GREATER LIVING, INC.	\$1,269.40

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	160	THE HOME HEALTH EQUIPMENT COMPANY	\$47,346.52
A	72398	THE HUIE GROUP, INC.	\$549.75
W	231	THE JAMES BARRY ROBINSON INSTITUTE	\$8,957.64
W	57	THE MOUNT VERNON HOSPITAL	\$93,787.17
W	184	THE NORTHERN VA CENTER FOR MRI	\$21,094.62
A	72619	THE PRESSURE COMPANY, INC.	\$244.19
A	72759	THE RADIOLOGY CLINIC, LLC	\$23,596.22
A	72340	THE SEASONS OF TALLADEGA D/B/A GREENWOOD PLACE	\$677.05
W	8098	THE SPECIALTY HOSPITAL OF MERIDIAN	\$12,421.97
A	72727	THE SURGICAL CLINIC OF ANNISTON, P.A.	\$5,866.41
A	72729	THE SURVEY COMPANIES, LLC	\$1,454.48
A	72788	THE VERANDA, LLC	\$1,457.65
A	84	THE VIRGINIA HOME	\$12,822.03
A	72742	THOMAS E. DUDNEY DMD PC	\$455.83
A	71762	TIM DAY, M.D., P.C.	\$37.48
W	70245	TIMOTHY F. BRUCE	\$0.97
A	72108	TOMBIGBEE HEALTHCARE AUTHORITY, THE (OPERATING AS, INTER ALIA, BRYAN W. WHITFIELD MEMORIAL HOSPITAL)	\$780,528.74

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72746	TOMMY N. MCGEE, DMD	\$398.30
A	72748	TOTAL HEALTHCARE SERVICES, INC.	\$11,881.88
W	G0000020	TRACE REGIONAL HOSPITAL/ FLO DYER MANOR	\$31,748.30
W	272	TRI-CITY DIALYSIS CENTER	\$1,117.21
W	08-00415	TRI-COUNTY HOME HEALTH CARE	\$24,448.74
A	72750	TRI-COUNTY MEDICAL CENTER, INC.	\$3,931.45
A	72832	TURENNE & ASSOCIATES, LLC	\$2,683.27
A	72752	TURENNE & SCHMIDT HEALTHCARE MANAGEMENT COMPANY, I	\$1,851.04
A	72754	TUSCALOOSA CLINIC, P.C.	\$4,783.85
A	71808	TUSCALOOSA CLINIC,P.C.	\$116.14
A	72755	TUSCALOOSA EAR, NOSE & THROAT CENTER, P.C.	\$7,272.93
A	72757	TUSCALOOSA OPHTHALMOLOGY, P.C.	\$2,194.49
A	72758	TUSCALOOSA PEDIATRICS, P.C.	\$4,281.52
W	7810	TUSCALOOSA SURG CTR	\$2,316.57
A	72761	TUSCALOOSA UROLOGY CENTER, LLP	\$995.33
A	72762	TWIN MAGNOLIAS ASSISTED LIVING	\$1,699.89
A	72763	TYLER HOLMES MEMORIAL HOSPITAL	\$82,494.91

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	8093	TYLER HOLMES MEMORIAL HOSPITAL	\$185.64
A	72764	UAB HEALTH SYSTEM	\$171,592.70
A	72765	UNITED CEREBRAL PALSY OF WEST ALABAMA, INC.	\$595.96
A	72306	UNITED FLORALA, INC. (D/B/A FLORALA MEMORIAL HOSPITAL)	\$83,868.47
A	72769	UNIVERSITY OF SOUTH ALABAMA HEALTH SERVICES FOUNDATION	\$55,914.71
A	72770	UNIVERSITY ORTHODONTICS, P.C.	\$1,465.51
A	72771	UNIVERSITY ORTHOPAEDIC CLINIC, P.C.	\$8,861.15
A	72772	UNIVERSITY SURGICAL ASSOCIATES, PC	\$888.63
W	321	URGENT MEDICAL CARE OF LAKERIDGE	\$106.16
A	72773	UROLOGY ASSOCIATES OF MOBILE, PA	\$3,821.88
W	13	USA HEALTHCARE -CLARION, LLC	\$91,800.10
A	72777	VALLEY FAMILY DENTISTRY, P.C.	\$340.88
A	133	VALLEY HEALTH SERVICES INC	\$6,209.48
A	99	VALLEY NURSING HOMES, INC. D/B/A	\$111,002.89
A	71823	VALLEY RADIOLOGICAL ASSOCIATES	\$124.87
A	72778	VARICOSIS & LASER CENTER OF ALABAMA, P.C.	\$609.48
A	72779	VASCULAR SPECIALISTS OF MOBILE, P.C.	\$1,831.46

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72781	VAUGHAN COMMUNITY HEALTH SERVICE	\$2,911.20
A	72780	VAUGHAN HEALTHCARE, INC.	\$118,396.02
W	72780	VAUGHAN HEALTHCARE, INC.	\$335,430.30
W	8050	VAUGHAN REG MED CTR	\$10,487.91
W	7531	VAUGHN REG MED CTR	\$85,141.71
W	227	VIRGINIA BEACH AMBULATORY CENTER	\$7,842.41
W	229	VIRGINIA BEACH DIALYSIS CENTER, INC.	\$2,832.45
W	256	VIRGINIA BLOOD BANK, INC.	\$837.47
W	306	VIRGINIA CAROLINA MANAGED CARE, INC.	\$2,668.17
A	500	VIRGINIA HEALTH SERVICES, INC.	\$221,226.62
W	293	VIRGINIA STEREOTACTIC BIOPSY, L.L.C.	\$10.86
A	72791	VISION PARTNERS, LLC	\$922.23
A	72795	VISTA MED-SUPPLY, INC.	\$162.13
W	339	VISUAL FREEDOM CENTER	\$0.79
A	72799	W. KEITH HARVEY, DMD, PC	\$705.73
W	85	WADDELL NURSING HOME	\$47,839.72
A	72800	WADE & VIRGINIA ACTON D/B/A SUNSET VALLY ASSISTING LIVING	\$1,141.35

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	72801	WADE CLINIC OF CHIROPRACTIC, PC	\$353.96
A	59	WALTER REED MEMORIAL HOSPITAL	\$134,845.43
W	G0000079	WALTER W. & MARIA T. REGIRER T/A	\$13,717.77
A	72806	WARREN L. WALLACE, MD, PC	\$286.17
A	100	WARREN MEMORIAL HOSPITAL	\$447,682.16
A	72807	WARRINGTON CLINIC, PA	\$1,373.22
A	71870	WARRINGTON CLINIC, PA	\$118.35
A	9018	WAYNE MEMORIAL HOSPITAL	\$123,250.08
A	4126	WAYNE T. LAMAR, M.D., P.A.	\$8,310.02
A	5139	WELLMONT HEALTH SYSTEM	\$667,800.57
W	5139	WELLMONT HEALTH SYSTEM	\$5,788.23
W	8085	WESLEY HEALTH SYSTEM, INC.	\$262,000.60
A	72811	WEST ALABAMA FAMILY PHYSICIANS, P.C.	\$3,628.36
A	72812	WEST ALABAMA HEALTH SERVICES, INC.	\$85,145.53
A	71886	WEST ALABAMA NEPHROLOGY	\$38.19
A	72813	WEST ALABAMA NEUROSURGICAL & SPINE CONSULTANTS, PC	\$1,807.26
A	72490	WEST TUSCALOOSA COMMUNITY HEALTH CENTER, INC.	\$10,295.50

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EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
A	9027	WESTCARE, INC. D/B/A WESTCARE HEALTH	\$37,981.85
W	297	WESTERM VIRGINIA COMMUNITY HEALTH	\$178.91
W	12074	WESTVIEW NURSING HOME	\$10,579.30
W	72814	WHISPERING PINES HEALTH CARE SERVICES, LLC	\$1,079.96
A	72815	WHITTINGTON RETIREMENT, INC.	\$1,937.98
A	72114	WILLIAM R. CROCKER D/B/A BUTTERWORTH NURSING AGENCY	\$10,063.56
A	72818	WILLIAM RAYMOND HAMMOCK, JR., DMD, PA	\$313.10
A	72820	WILLIS J. MERIWETHER, DMD, PC	\$1,026.93
A	9015	WILMED HEALTHCARE, INC.	\$71,146.18
A	72823	WIREFRASS SURGICAL ASSOCIATES, P.C. (D/B/A FOR GENEVA COUNTY HEALTHCARE AUTHORITY)	\$2,432.88
W	93	WISE APPALACHIAN REGIONAL HOSPITAL	\$40,542.96
A	72825	WOMEN'S HEALTHCARE OF DOTHAN, P.C.	\$5,614.95
A	72831	WOMEN'S HEALTHCARE PROFESSIONALS, P.C.	\$7,654.33
A	72826	WOMEN'S THERAPY & WELLNESS CENTER	\$309.85
W	121300	WOODFORD HEALTH ALLIANCE	\$49.40
W	12001	WOODFORD HOSPITAL D/B/A WOODFORD	\$71,932.18
W	08-00420	WOODLAND PLACE	\$722.99

A = active at 12/31/02

W = withdrawn at 12/31/02

EXHIBIT 2 - ACTIVE AND WITHDRAWN SUBSCRIBERS WITH POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02

Status	Subscriber Number	Subscriber Name	TOTAL
W	326	WOODSIDE HOSPITAL, L.L.C.	\$2,857.98
A	72829	WV MEDICAL SERVICES, P.C.	\$463.72
A	72830	YOUTH ENHANCEMENT SYSTEMS, LLC	\$310.64
			\$77,498,931.47

A = active at 12/31/02
W = withdrawn at 12/31/02

EXHIBIT 3

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72002	ABH ENTERPRISES, LLC	\$2,529.85	0.00440570%
A	72003	ABLE HANDS NURSING SERVICE, INC.	\$5,953.59	0.01036809%
A	72004	ADAMS & BRIDGER PATHOLOGY LABORATORIES, P.A.	\$9,054.23	0.01576781%
A	72005	ADAMSVILLE ASSISTED LIVING, INC.	\$1,145.19	0.00199433%
A	72288	AHM, INC.	\$14,536.32	0.02531478%
A	72008	AIDS OUTREACH, INC.	\$277.25	0.00048283%
A	72009	AIDS SERVICES CENTER, INC.	\$1,864.40	0.00324682%
A	72012	ALABAMA EMERGENCY ROOM ADMINISTRATIVE SERVICES, P.C.	\$10,269.81	0.01788472%
A	72013	ALABAMA FAMILY MEDICINE, PC	\$223.48	0.00038919%
A	72014	ALABAMA HEALTH CENTER, INC.	\$1,267.04	0.00220653%
A	72015	ALABAMA HEALTH NETWORK, INC.	\$628.55	0.00109461%
A	72017	ALABAMA HEALTH SERVICES (ST. CLAIR), LLC, D/B/A ST. CLAIR REGIONAL HOSPITAL	\$189,036.35	0.32920396%
A	72019	ALABAMA HOSPICE ORGANIZATION	\$408.48	0.00071136%
A	72020	ALABAMA HOSPITAL ASSOCIATION	\$12,878.86	0.02242834%
A	72023	ALABAMA ORTHOPAEDIC SPECIALIST, PA	\$7,996.28	0.01392540%
A	72024	ALABASTER OPTICAL, INC.	\$609.65	0.00106170%
A	9056	ALAMANCE REGIONAL MEDICAL CENTER	\$72,113.28	0.12558419%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72025	ALAN J. BERLIN, MD, PC	\$443.70	0.00077270%
A	72027	ALCOHOL & DRUG ABUSE TREATMENT CENTERS, INC.	\$20,998.46	0.03656850%
A	72028	ALDO TROVATO, MD, PC	\$295.85	0.00051522%
A	72031	ALLERGY & ASTHMA CENTER, LLC	\$565.24	0.00098436%
A	72033	ALPHA SENIOR SERVICES INC.	\$67.75	0.00011799%
A	72034	ALTA CORPORATION	\$5,487.63	0.00955663%
A	72187	AMERICAN ASSISTED CARE, LLC	\$2,270.88	0.00395470%
A	72038	AMERICAN FAMILY CARE, INC.	\$17,508.16	0.03049020%
A	72040	AMERICAN SPORTS MEDICINE INSTITUTE, INC.	\$5,146.75	0.00896299%
A	72042	AMERICAN WELLNESS ASSOCIATES, INC.	\$247.30	0.00043067%
A	72045	ANESTHESIA SERVICES, PC	\$54,034.80	0.09410079%
A	72248	ANNISTON DENTAL GROUP	\$267.38	0.00046564%
A	72046	ANNISTON EAR, NOSE & THROAT, PC	\$2,009.82	0.00350007%
A	72047	ANNISTON MEDICAL CLINIC, PC	\$18,359.09	0.03197208%
A	72048	ANNISTON UROLOGIC ASSOCIATES, PC	\$1,206.64	0.00210135%
A	12999	APPALACHIAN REGIONAL HEALTHCARE	\$414,816.77	0.72239716%
A	28019	ARKANSAS HOSPITAL ASSOCIATION	\$316.44	0.00055108%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	28020	ARKANSAS METHODIST HOSPITAL	\$12,333.95	0.02147939%
A	72054	ARMITAGE REHABILITATION, INC.	\$265.39	0.00046217%
A	72056	ARROWHEAD MANOR, INC.	\$2,186.14	0.00380713%
A	72057	ART-APPLIED REIMBURSEMENT TECHNIQUES, INC.	\$3,727.35	0.00649112%
A	28021	ASHLEY COUNTY MEDICAL CENTER	\$13,239.91	0.02305710%
A	72827	ASSISTCARE, INC.	\$880.89	0.00153406%
A	72058	ASSISTED LIVING ASSOCIATION OF ALABAMA	\$226.74	0.00039486%
A	72059	ATHENS-LIMESTONE HOSPITAL (D/B/A FOR HEALTHCARE AUTHORITY OF ATHENS AND LIMESTONE COUNTY)	\$499,094.84	0.86916615%
A	72063	AUBURN UNIVERSITY	\$140,904.05	0.24538228%
A	72064	AUBURN URGENT CARE, INC.	\$525.88	0.00091581%
A	178	AUGUSTA HEALTH CARE, INC.	\$443,427.28	0.77222193%
A	72069	AVA HILLS ASSISTED LIVING	\$1,013.04	0.00176419%
A	72653	AYERS & STUNTZ, INC. D/B/A REPRODUCTIVE HEALTH SERVICES	\$340.42	0.00059284%
A	72071	B & B, LLC	\$1,568.25	0.00273108%
A	72072	B.J. R.S. INC.	\$5,186.76	0.00903266%
A	72073	BALDWIN COUNTY EYE INSTITUTE, P.C.	\$1,026.39	0.00178744%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72075	AFFILIATE OF UAB HEALTH SYSTEM, D/B/A, INTER ALIA, BAPTIST MEDICAL CENTER SOUTH, BAPTIST MEDICAL CENTER EAST, PRATTVILLE BAPTIST HOSPITAL	\$3,376,990.15	5.88097749%
A	72534	BAPTIST VENTURES, INC	\$20,357.90	0.03545298%
A	72077	BAPTIST WELLNESS VENTURES D/B/A: SPORTS FIRST	\$2,363,862.47	4.11663089%
A	72088	BARRY J MCNAMARA, OD, PC	\$465.15	0.00081005%
A	72089	BBSMD, PC	\$283.17	0.00049314%
A	72090	BECHERT CHIROPRACTIC, PC	\$563.44	0.00098122%
A	508	BETH SHOLOM HOME OF VIRGINIA	\$22,852.12	0.03979662%
A	72092	BIBB COUNTY HEALTH CARE AUTHORITY, THE; D/B/A BIBB MEDICAL CENTER	\$360,230.96	0.62733679%
A	72094	BIO-EQUIPMENT SERVICES, INC.	\$9,010.63	0.01569188%
A	72097	BIRMINGHAM HEALTHCARE FOR THE HOMELESS COALITION, INC.	\$6,716.24	0.01169623%
A	72098	BIRMINGHAM SURGICAL, PC	\$4,290.76	0.00747229%
A	72099	BIRTHRIGHT	\$469.68	0.00081794%
A	28022	BOONEVILLE COMMUNITY HOSPITAL	\$8,117.30	0.01413616%
A	28023	BRADLEY COUNTY MEDICAL CENTER	\$5,000.58	0.00870843%
A	72104	BRENDA J. PEAK, DO, PC	\$1,060.12	0.00184618%
A	72105	BROOKSVILLE CLINICAL LABORATORY, INC.	\$149.28	0.00025997%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72106	BROOKSVILLE MEDICAL CLINIC, INC.	\$3,782.28	0.00658678%
A	72148	CACH, INC. D/B/A CACH, HMO (A/K/A CHILDREN'S HOSPITAL OF ALABAMA OR CHILDREN'S OF ALABAMA?)	\$2,298,183.07	4.00225121%
A	72116	CAHABA VALLEY HEALTH SERVICE, INC.	\$6,211.98	0.01081807%
A	72120	CARDIOLOGY ASSOCIATES OF WEST ALABAMA, PC	\$3,140.41	0.00546898%
A	72121	CARDIOLOGY CONSULTANTS, PC	\$15,980.03	0.02782898%
A	72122	CARDIOLOGY EAST, P.A.	\$900.19	0.00156767%
A	72123	CARDIOVASCULAR ASSOCIATES OF NORTH AL, PC	\$65,030.35	0.11324938%
A	72125	CARDIOVASCULAR SPECIALTIES, LLC	\$830.29	0.00144594%
A	72126	CARE FIRST, INC.	\$775.18	0.00134996%
A	72128	CARING HANDS HOSPICE, INC.	\$2,905.08	0.00505915%
A	72131	CARRAWAY METHODIST HEALTH SYSTEMS	\$437,106.97	0.76121521%
A	28016	CARROLL REGIONAL MEDICAL CENTER	\$13,919.50	0.02424060%
A	9057	CATAWBA VALLEY MEDICAL CENTER	\$25,019.89	0.04357176%
A	72135	CENTER FOR CHOICE, LLC	\$187.18	0.00032597%
A	72136	CENTER FOR OCCUPATIONAL REHABILITATION & EVALUATION	\$696.12	0.00121228%
A	72141	CHAMPION PARTNERS IN REHAB, LLC	\$2,759.18	0.00480507%
A	72124	CHARLES L. LETT, MD, PC	\$667.95	0.00116322%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71145	CHARLES MATTOS	\$0.97	0.00000169%
A	72143	CHATTAHOOCHEE VALLEY HOME HLTH	\$16,202.00	0.02821554%
A	72144	CHEAHA REGIONAL MENTAL HEALTH/MENTAL RETARDATION BOARD, INC.	\$15,654.62	0.02726228%
A	96	CHESAPEAKE HEALTH SERVICES & AFFILIATES	\$39,112.37	0.06811360%
A	28025	CHICOT MEMORIAL HOSPITAL	\$25,301.14	0.04406155%
A	32	CHILDREN'S HOSPITAL HEALTH SERVICE	\$25,858.16	0.04503160%
A	72153	CHRISTIAN CHILDREN'S HOME, INC.	\$959.64	0.00167120%
A	72345	CLARKE COUNTY HEALTH CARE AUTHORITY, D/B/A, INTER ALIA, GROVE HILL MEMORIAL HOSPITAL	\$85,593.94	0.14906056%
A	72156	CLAY COUNTY HEALTH CARE AUTHORITY, D/B/A, INTER ALIA, CLAY COUNTY HOSPITAL	\$486,001.57	0.84636442%
A	72162	CLINICAL RESEARCH CONSULTANTS, INC.	\$1,165.53	0.00202975%
A	72298	CLINICARE FAMILY MEDICINE CENTER	\$251.98	0.00043882%
A	72163	COASTAL ASSOCIATES, INC.	\$94.72	0.00016495%
A	72164	COASTAL CLINICAL RESEARCH, INC.	\$892.79	0.00155478%
A	72165	COASTAL FAMILY HEALTH CENTER	\$12,973.88	0.02259382%
A	5027	COFFEE COUNTY HOSPITAL GROUP, INC. D/B/A	\$4,079.16	0.00710380%
A	72166	COFFEE HEALTH GROUP (D/B/A FOR HEALTH CARE AUTHORITY OF LAUDERDALE COUNTY AND THE CITY OF FLORENCE, ALABAMA, ALSO D/B/A ELIZA COFFEE MEMORIAL HOSPITAL, SHOALS HOSPITAL, AND RUSSELLVILLE HOSPITAL)	\$1,406,482.50	2.44936809%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72369	THE, D/B/A, INTER ALIA, HELEN KELLER HOSPITAL, RED BAY HOSPITAL, NORTHWEST ALABAMA MEDICAL SERVICES, AND CLEVELAND PHARMACY)	\$1,401,911.15	2.44140716%
A	72168	COLONIAL ACRES, INC.	\$1,450.82	0.00252658%
A	72170	COLUMBUS REGIONAL HEALTHCARE SYSTEM, INC.	\$9,995.92	0.01740774%
A	72175	COMMUNITY HEALTH MANGEMENT, INC.	\$94,441.93	0.16446920%
A	72174	COMMUNITY HEALTH SYSTEMS, INC.	\$18,969.97	0.03303592%
A	72178	COMMUNITY HOSPITAL, INC.	\$612,325.60	1.06635581%
A	28012	COMMUNITY MEDICAL CENTER OF IZARD COUNTY	\$4,935.27	0.00859470%
A	72180	COMPLETE NURSING SERVICE, INC.	\$22,035.29	0.03837413%
A	504	CONVALESCENT CARE, INC.	\$163,033.45	0.28392030%
A	28026	CONWAY REGIONAL MEDICAL CENTER	\$56,831.71	0.09897157%
A	72096	COOPERATIVE DOWNTOWN MINISTRIES	\$3,862.11	0.00672581%
A	72188	COUNTRY LIVING, INC.	\$1,435.67	0.00250020%
A	72189	COUNTRY OAKS	\$1,060.22	0.00184636%
A	72190	COX NUCLEAR PHARMACY, INC.	\$5,800.94	0.01010225%
A	72191	CRADDOCK HEALTH CENTER, PC	\$3,305.65	0.00575674%
A	72192	CRCS CENTER FOR RECONSTRUCTIVE & COSMETIC SURGERY,	\$1,044.42	0.00181884%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	4125	CREEKMORE CLINIC, PLLC	\$6,405.71	0.01115545%
A	72195	CULLMAN REGIONAL MEDICAL CENTER, INC. D/B/A FOR THE HEALTH CARE AUTHORITY OF CULLMAN COUNTY (F/K/A CULLMAN COUNTY HOSPITAL INC.)	\$665,811.81	1.15950124%
A	70525	CYNTHIA P. DURDEN	\$0.97	0.00000169%
A	72198	D. A. NOWELL, JR. DMD, PA	\$707.58	0.00123224%
A	72200	DALE MEDICAL CENTER	\$169,169.36	0.29460589%
A	34	DANVILLE REGIONAL HEALTH SYSTEM	\$946,460.42	1.64824657%
A	28009	DARDANELLE HOSPITAL	\$5,887.00	0.01025212%
A	72657	DAVID HAZOURI	\$408.18	0.00071084%
A	72204	DAVID HOLCOMB, PC	\$543.71	0.00094686%
A	72209	DCH HEALTHCARE AUTHORITY, INC.	\$3,472,358.01	6.04705918%
A	72234	DECATUR CLINIC D/B/A: DR. GEORGE HANSBERRY	\$401.28	0.00069882%
A	72210	DECATUR CLINIC X-RAY & LAB, INC.	\$527.03	0.00091781%
A	72211	DECATUR GENERAL HOSPITAL (D/B/A FOR THE HEALTHCARE AUTHORITY OF MORGAN COUNTY - CITY OF DECATUR, ALSO D/B/A DECATUR GENERAL WEST)	\$2,119,563.69	3.69118825%
A	72213	DEKALB COUNTY HOSPITAL ASSOCIATION	\$12,304.37	0.02142788%
A	28029	DELTA MEMORIAL HOSPITAL	\$8,026.38	0.01397782%
A	8039	DELTA REGIONAL MEDICAL CENTER	\$132,814.97	0.23129527%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72217	DIAGNOSTIC INTERVENTIONAL SPECIALITY CENTER	\$695.61	0.00121139%
A	71209	DIANTHA D. MILLER	\$36.90	0.00006426%
A	72218	DIVERSIFIED RECORDS MANAGEMENT CORP.	\$944.63	0.00164506%
A	70492	DOCTORS' CARE PHYSICIANS,P.C.	\$65.77	0.00011454%
A	72220	DOLCE & LEWIS, PC	\$1,056.05	0.00183910%
A	71684	DOROTHY J. STOKES	\$0.97	0.00000169%
A	73004	DOTHAN DIAGNOSTICS	\$445.96	0.00077663%
A	72221	DOTHAN HEMATOLOGY & ONCOLOGY, PC	\$803.37	0.00139906%
A	72222	DOTHAN SPECIALTY CLINIC	\$13,357.03	0.02326107%
A	72223	DOTHAN SURGERY CENTER, LLC	\$911.74	0.00158778%
A	70500	DOUBLE OAK FAMILY MEDICINE, LLP	\$19.26	0.00003354%
A	71751	DR ADEEB E THOMAS	\$255.07	0.00044420%
A	71505	DR AGUSTIN G RIVAS	\$112.59	0.00019607%
A	71662	DR ALAN V STANFIELD	\$801.85	0.00139641%
A	71793	DR ALDO TROVATO	\$189.49	0.00032999%
A	71457	DR ALFRED A RATCLIFFE,JR.	\$152.86	0.00026620%
A	71422	DR ALZO PREYEAR	\$35.22	0.00006134%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	70608	DR ANDRE J FONTANA	\$1,133.68	0.00197429%
A	71740	DR ANDREW P TERRY	\$220.84	0.00038459%
A	70527	DR ANIL K DUTT	\$741.41	0.00129115%
A	70975	DR AUGUST DANIEL KING, III,	\$2,118.77	0.00368981%
A	71722	DR AZITA TAKESHIAN	\$106.94	0.00018623%
A	71769	DR BARBARA G TOLBERT	\$120.25	0.00020941%
A	71381	DR BASCOM D PETREY	\$20.94	0.00003647%
A	71374	DR BRETT T PERSON	\$55.38	0.00009644%
A	71411	DR BRIAN N. PORTER	\$10.24	0.00001783%
A	71717	DR BRIAN P. SWEET	\$11.82	0.00002058%
A	70728	DR BRIAN T GUFFIN	\$603.29	0.00105062%
A	71789	DR BRUCE S TRIPPE	\$129.17	0.00022495%
A	71872	DR BRUCE WASSERMAN	\$30.52	0.00005315%
A	70787	DR BRYAN S HATHORN	\$179.86	0.00031322%
A	70554	DR CARLOS C EMANUEL	\$115.94	0.00020191%
A	71502	DR CAROLYN H RINGHOFFER	\$824.69	0.00143619%
A	70736	DR CHARLES A HAGEN	\$171.62	0.00029887%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71306	DR CHARLES A OGLES	\$23.96	0.00004173%
A	71773	DR CHARLES G TOMBERLIN	\$297.29	0.00051773%
A	71788	DR CHARLTON H TRINIDAD	\$41.27	0.00007187%
A	71869	DR CLAUDE M WARREN, III	\$254.43	0.00044309%
A	70444	DR DANIEL M DALY	\$1,039.04	0.00180947%
A	71651	DR DANNY R. SPARKS	\$907.24	0.00157994%
A	71489	DR DAVID L RICE	\$85.01	0.00014804%
A	71705	DR DAVIS L. SULLIVAN	\$876.23	0.00152594%
A	71506	DR DEBORAH Z RIVAS	\$112.59	0.00019607%
A	71410	DR DIMITCHO V POPOV	\$106.24	0.00018502%
A	71912	DR DONALD M. WILLIAMS	\$368.24	0.00064128%
A	71862	DR DONALD S WALTERS	\$108.82	0.00018951%
A	70748	DR DUNSTON K HAMILTON	\$577.21	0.00100520%
A	71837	DR EDGAR T VICTORIA	\$583.05	0.00101537%
A	71941	DR EDWARD G WITT	\$127.84	0.00022263%
A	70600	DR EDWARD H FISHER,III	\$1,461.66	0.00254546%
A	71807	DR EDWARD M TURPIN,JR	\$39.84	0.00006938%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71813	DR ERIC O TYLER	\$143.06	0.00024914%
A	71811	DR GEORGE E TWENTE, II	\$24.93	0.00004342%
A	70745	DR GEORGE W HALL	\$152.94	0.00026634%
A	71653	DR GERALD A SPARKS, JR	\$14.45	0.00002516%
A	71645	DR GLEN D SOCKWELL	\$55.26	0.00009623%
A	71161	DR GLENN R MCDANIEL, JR.	\$113.63	0.00019788%
A	70848	DR GRAHAM L HOWORTH	\$667.40	0.00116227%
A	71499	DR GREGORY A RIDDLE	\$64.89	0.00011300%
A	71122	DR GRETA C MANNING	\$10.05	0.00001750%
A	71532	DR HENRY RUIZ	\$957.42	0.00166733%
A	71655	DR HOMER A SPENCER	\$167.41	0.00029154%
A	71752	DR HORACE B THOMPSON	\$206.08	0.00035889%
A	70769	DR HOWARD C HARPER, JR	\$152.94	0.00026634%
A	71663	DR J MICHAEL STANFIELD	\$70.00	0.00012190%
A	71876	DR J. MICHAEL WATTS	\$75.28	0.00013110%
A	70793	DR JACK R HAYS	\$174.80	0.00030441%
A	70414	DR JACQUELINE E CRESPO	\$80.26	0.00013977%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71817	DR JAMES C UPCHURCH	\$389.54	0.00067838%
A	71664	DR JAMES K STANFORD	\$41.27	0.00007187%
A	70775	DR JAMES M HARRISON, JR	\$227.70	0.00039654%
A	71797	DR JAMES M TUCK	\$325.70	0.00056720%
A	71656	DR JAMES R SPIRES, JR	\$422.45	0.00073569%
A	71333	DR JAMES T. PALMER	\$10.05	0.00001750%
A	71493	DR JAMES V RICHARDSON	\$57.57	0.00010026%
A	70733	DR JERRY N GURLEY	\$933.34	0.00162540%
A	70520	DR JIMMY W DUNN	\$253.41	0.00044131%
A	71940	DR JOHN H WINSTON, JR	\$49.91	0.00008692%
A	70720	DR JOHN R GROVES	\$424.25	0.00073882%
A	71460	DR JOSEPH B RAY	\$829.31	0.00144423%
A	71503	DR JULIO E RIOS	\$117.96	0.00020543%
A	71939	DR KATHERINE B WINDHAM	\$15.42	0.00002685%
A	71920	DR KAY ELLEN WILLOUGHBY	\$27.48	0.00004786%
A	71478	DR KIM S REIS	\$189.66	0.00033029%
A	70865	DR LANG HUYNH	\$79.46	0.00013838%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71495	DR LARRY B RICHMOND, JR	\$634.56	0.00110508%
A	71744	DR LARRY B THEAD	\$79.36	0.00013820%
A	71426	DR LAURA S PRIORI	\$42.08	0.00007328%
A	70532	DR LEE EADDY, JR.	\$470.49	0.00081935%
A	70510	DR LISA G DRISKILL	\$180.66	0.00031462%
A	70782	DR LON A HASKELL	\$40.45	0.00007044%
A	71934	DR LOUIE C WILSON	\$124.41	0.00021666%
A	71371	DR LUIS R PERNIA	\$421.45	0.00073395%
A	71466	DR MADADI G REDDY	\$50.95	0.00008873%
A	71801	DR MARGARET L TURKLESON	\$363.01	0.00063218%
A	71759	DR MELVIN D THORNBURY	\$711.96	0.00123987%
A	71479	DR MICHAEL A REMILLARD	\$35.85	0.00006243%
A	71509	DR MICHAEL P ROBARDS	\$129.39	0.00022533%
A	71830	DR MICHAEL S VAUGHN	\$226.15	0.00039384%
A	71384	DR MICHAEL SHANE PHILLIPS	\$9.29	0.00001618%
A	71377	DR MICHAEL W PETERS	\$152.86	0.00026620%
A	71498	DR MORTON S RICKLESS	\$883.28	0.00153822%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	70543	DR MUHAMMAD EL-BAHESH	\$123.75	0.00021551%
A	70653	DR NORMAN A GARRISON, JR	\$117.96	0.00020543%
A	71942	DR OSTAP WOLOSCHUK	\$373.49	0.00065043%
A	71727	DR PAUL K TANAKA	\$39.60	0.00006896%
A	70531	DR PAUL R DYKEN	\$20.14	0.00003507%
A	71079	DR PEDRO LOPEZ	\$99.45	0.00017319%
A	70851	DR PEGGY M HUDDLESTON	\$25.29	0.00004404%
A	70420	DR PERCY V CROCKER	\$367.77	0.00064047%
A	71430	DR QUIRINO L PUA	\$201.51	0.00035093%
A	70419	DR RICHARD C. CRITTENDEN	\$104.85	0.00018259%
A	71640	DR RICHARD M SNOW	\$93.57	0.00016295%
A	71259	DR RIZK M ABDEL- MOUTAGALY	\$97.24	0.00016934%
A	70421	DR ROBBIN CROMER-TYLER	\$876.11	0.00152573%
A	70749	DR ROBERT D HAMITER	\$89.85	0.00015647%
A	71636	DR RODNEY V SNEAD	\$123.85	0.00021568%
A	71627	DR ROGER H SMITH	\$434.05	0.00075589%
A	70779	DR RONALD C. HARTSFIELD	\$170.72	0.00029731%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	70644	DR ROY E GANDY	\$536.89	0.00093499%
A	71331	DR RUSSELL L PAGE	\$118.96	0.00020717%
A	71380	DR SALVADOR N. PETILOS	\$212.28	0.00036968%
A	71846	DR SASIKUMAR VISHWANATH	\$121.20	0.00021107%
A	70707	DR SHARON D. GRAY	\$10.02	0.00001745%
A	70790	DR STEVEN M HAYDEN	\$147.54	0.00025694%
A	71013	DR THOMAS K. LACKEY	\$25.39	0.00004422%
A	71369	DR THOMAS R PERKINS,JR.	\$11.07	0.00001928%
A	71135	DR TIMOTHY L MARTIN, SR.	\$124.31	0.00021648%
A	71084	DR TWILADAWN J. LOVETT	\$114.07	0.00019865%
A	71665	DR TY K STANSELL	\$84.25	0.00014672%
A	71094	DR VICTOR J. LUZ	\$50.27	0.00008754%
A	70845	DR VIRGINIA HOUSERMAN	\$631.50	0.00109975%
A	70515	DR WALTER J DUFFIN	\$149.73	0.00026075%
A	71747	DR WAYNE E THOMAS	\$96.61	0.00016824%
A	70424	DR WILLIAM A CROTWELL,III	\$1,316.97	0.00229348%
A	71427	DR WILLIAM B PROFILET,JR	\$784.05	0.00136541%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71819	DR WILLIAM J URQUHART	\$1,030.24	0.00179415%
A	71407	DR WILLIAM L POOLE, JR.	\$62.65	0.00010910%
A	70604	DR WILLIAM S FLEET	\$192.46	0.00033517%
A	70223	DR WINSTON E BRADLEY, JR.	\$47.84	0.00008331%
A	71431	DR ZENAIDA V PUA	\$118.52	0.00020640%
A	70849	DR ZENKO J HRYNKIW	\$1,483.11	0.00258281%
A	71318	DR. ABAYOMI G OSHINOWO	\$0.75	0.00000131%
A	71553	DR. ABAYOMI R. SANUSI	\$38.50	0.00006705%
A	71015	DR. ADETOKUNGO O. LADIPO	\$48.21	0.00008396%
A	71721	DR. AKIL M. TAHERBHAI	\$165.66	0.00028849%
A	71235	DR. ALAN L. MOORE	\$52.12	0.00009077%
A	71713	DR. ALAN R SWAYZE	\$346.88	0.00060409%
A	71893	DR. ALBERT T. WHITE, JR.	\$49.91	0.00008692%
A	70634	DR. ALEKSANDRA FRYE	\$7.88	0.00001372%
A	70439	DR. ALEX K. CURTIS	\$15.37	0.00002677%
A	70440	DR. ALEXANDER FLOWER	\$27.53	0.00004794%
A	70995	DR. ALEXANDER V. KREHER, JR	\$1,039.04	0.00180947%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71768	DR. ALEXANDRE TODOROV	\$75.50	0.00013148%
A	71595	DR. ALFRED L SHEARER	\$175.53	0.00030568%
A	71265	DR. ALLEN C. MULLER, II	\$11.82	0.00002058%
A	70942	DR. ALLISON A.B. KASSELS	\$39.67	0.00006908%
A	71105	DR. ALONZO J. MAHURIN	\$75.25	0.00013105%
A	70894	DR. AMJED JAVAID	\$18.78	0.00003271%
A	71588	DR. AMMAR M SHAHEEN	\$92.69	0.00016142%
A	70551	DR. ANGELIA H. ELLIOTT	\$18.78	0.00003271%
A	70931	DR. ANTHONY J. KALLIATH	\$182.76	0.00031827%
A	71929	DR. ANTONIO J. WILLIAMS	\$219.92	0.00038299%
A	71456	DR. ARCHANA RASTOGI	\$10.26	0.00001787%
A	71140	DR. ARIBBE A. MARTIN	\$70.46	0.00012271%
A	70479	DR. ARON M. DEVANE	\$11.04	0.00001923%
A	72224	DR. ARTHUR E. LEWIS, JR.	\$310.40	0.00054056%
A	71601	DR. ARTHUR R. SHEPPARD	\$53.39	0.00009298%
A	71334	DR. ARTI PANDEY	\$27.56	0.00004800%
A	70789	DR. ARVIS L. HAWKINS	\$83.81	0.00014595%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71820	DR. ASHOK VAGHJIMAL	\$30.04	0.00005231%
A	70482	DR. ASHRAF M. DIAB	\$22.21	0.00003868%
A	71644	DR. ASSIS SOARES	\$396.67	0.00069079%
A	71953	DR. AUDIE L WOOLEY	\$358.43	0.00062420%
A	71351	DR. BANKIM J. PATEL	\$443.17	0.00077177%
A	70991	DR. BARBARA K. KOPYTA	\$171.28	0.00029828%
A	70676	DR. BARRY C GINSBURG	\$165.07	0.00028747%
A	71414	DR. BELFONDIA POU	\$178.23	0.00031038%
A	70717	DR. BENJAMIN C. GRIGGS	\$144.30	0.00025130%
A	70828	DR. BENNETT P HOGAN	\$18.78	0.00003271%
A	71612	DR. BERNARD W SIMIERITSCH	\$52.85	0.00009204%
A	71082	DR. BEVERLY R. LOVE	\$634.03	0.00110415%
A	72225	DR. BILL YATES, P.C.	\$2,442.49	0.00425356%
A	71575	DR. BILLY B SELLERS	\$141.87	0.00024706%
A	70918	DR. BOBBY GENE JONES, JR.	\$94.13	0.00016393%
A	71290	DR. BOBBY JAMES NEWBELL	\$18.78	0.00003271%
A	71203	DR. BOJAN MILICEVIC	\$13.96	0.00002431%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	70654	DR. BRAD J. GASPARD	\$70.46	0.00012271%
A	70944	DR. BRADLEY P. KATZ	\$153.11	0.00026664%
A	70910	DR. BRANDON S. JOHNSON	\$9.22	0.00001606%
A	71777	DR. BRIAN C. TOSHOFF	\$18.78	0.00003271%
A	71900	DR. BRIAN J. WIATRAK	\$358.43	0.00062420%
A	71899	DR. BRIAN R. WHYTE	\$882.92	0.00153759%
A	72226	DR. BRUCE CUNNINGHAM, P.C.	\$1,049.71	0.00182805%
A	70677	DR. BRYAN S. GIVHAN	\$1,148.37	0.00199987%
A	71680	DR. C. RICHARD STEWART	\$1,255.41	0.00218628%
A	73013	DR. C. BERNARD JOHNSTON	\$6.41	0.00001116%
A	71914	DR. C. SCOTT WILLIAMS	\$48.18	0.00008390%
A	71608	DR. CARL B. SHORY	\$321.08	0.00055916%
A	71223	DR. CARMENCITA MOLINA	\$9.15	0.00001593%
A	70905	DR. CAROLE L. JOHNSON	\$56.06	0.00009763%
A	71075	DR. CECIL A. LONG	\$631.50	0.00109975%
A	70746	DR. CHARLES E. HALL JR	\$122.22	0.00021284%
A	72787	DR. CHARLES J. VEALE	\$271.66	0.00047309%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71173	DR. CHARLES MCINTEER	\$38.45	0.00006696%
A	71543	DR. CHARLES R SALISBURY	\$208.66	0.00036338%
A	72227	DR. CHARLES REID KERR D/B/A ANDALUSIA FAMILY PRACTICE	\$301.89	0.00052574%
A	70596	DR. CHARLES S. FILLINGANE	\$134.09	0.00023352%
A	71256	DR. CHARLES S. MOSTELLER	\$208.66	0.00036338%
A	71922	DR. CHARLIE G WILLIAMS, JR.	\$25.44	0.00004430%
A	70697	DR. CHERYL R. GOYNE	\$191.41	0.00033334%
A	70497	DR. CHRISTINE C. DORVAULT	\$23.18	0.00004037%
A	70569	DR. CHRISTINE EVANKOVICH	\$171.28	0.00029828%
A	70656	DR. CHRISTOPHER P. GAY	\$9.80	0.00001707%
A	71197	DR. CHRISTOPHER P. MESINA	\$53.80	0.00009369%
A	71596	DR. CINDY SHEETS	\$49.47	0.00008615%
A	71309	DR. CLEMENT U. OKINEDO	\$25.85	0.00004502%
A	71202	DR. CLIFFORD MIHAIL	\$890.82	0.00155135%
A	72228	DR. CLIFFORD R. BLACK, JR., PC	\$1,462.64	0.00254717%
A	71681	DR. COLIN C. STEWART	\$3.16	0.00000550%
A	71497	DR. CONNIE W. RICHARDSON	\$29.77	0.00005184%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71708	DR. CORNELIUS SULLIVAN, JR.	\$307.67	0.00053580%
A	70692	DR. CRAIG H GOSDIN	\$3.41	0.00000594%
A	70699	DR. CURTIS MCVAY GRAF	\$9.36	0.00001630%
A	70762	DR. CYNTHIA S HARBAUGH	\$73.50	0.00012800%
A	71905	DR. DALLAS C WILCOX, JR.	\$125.82	0.00021911%
A	71243	DR. DAN A. MORGENSTERN	\$594.80	0.00103584%
A	70475	DR. DANIEL A DENNIS, III	\$603.37	0.00105076%
A	71697	DR. DANIEL K STUBLER	\$95.54	0.00016638%
A	70809	DR. DANIKA Y HICKMAN	\$3.94	0.00000686%
A	70802	DR. DANILO V HERRERA	\$942.68	0.00164166%
A	72229	DR. DARLENE F. HARRIS	\$157.25	0.00027385%
A	70708	DR. DAVID A GREEN	\$91.11	0.00015867%
A	70636	DR. DAVID B FULLER	\$119.62	0.00020832%
A	71034	DR. DAVID B. LAUGHLIN	\$120.08	0.00020912%
A	71328	DR. DAVID D. OZMENT	\$11.31	0.00001970%
A	70986	DR. DAVID J. KNAPP	\$82.55	0.00014376%
A	71251	DR. DAVID L. MORRISON	\$142.62	0.00024837%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	70804	DR. DAVID P HERRICK	\$626.59	0.00109120%
A	70952	DR. DAVID R. KELLY	\$61.44	0.00010700%
A	71347	DR. DAVID V. PARMER	\$97.77	0.00017026%
A	70800	DR. DAVID W. HENDERSON	\$18.78	0.00003271%
A	71965	DR. DAVID WEI-HAN WU	\$54.21	0.00009441%
A	71114	DR. DAWN B. MANCUSO	\$98.14	0.00017091%
A	71534	DR. DEIDRE J. RUSSELL	\$736.96	0.00128340%
A	70450	DR. DENNIS F DASE	\$933.34	0.00162540%
A	71795	DR. DENSLOW A TRUMBULL	\$142.62	0.00024837%
A	70831	DR. DEREK K HOLCOMBE	\$189.49	0.00032999%
A	70581	DR. DONALD S FARQUHAR	\$152.94	0.00026634%
A	70675	DR. DOUGLAS C GINAS	\$124.24	0.00021636%
A	71152	DR. DOUGLAS P MCBRIDE	\$374.15	0.00065158%
A	71185	DR. DUNCAN B. MCRAE, JR.	\$1,039.04	0.00180947%
A	71329	DR. E. DODD OZMENT, JR.	\$569.94	0.00099254%
A	70434	DR. E. SHANE CUNNINGHAM	\$18.78	0.00003271%
A	72231	DR. EADDY & KORNDORFFER, P.C.	\$173.65	0.00030241%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71613	DR. EARL M SIMMONS	\$32.88	0.00005726%
A	71330	DR. EDDIE N. PACE, JR.	\$161.28	0.00028087%
A	70866	DR. EDWARD F. HWANG	\$19.41	0.00003380%
A	71397	DR. EDWARD J. PLANZ, JR	\$625.49	0.00108928%
A	70590	DR. EDWARD R. FERGUSON, JR	\$131.07	0.00022826%
A	71261	DR. ELIZABETH C. MROCZEK-MUSULMAN	\$58.37	0.00010165%
A	71879	DR. ELIZABETH R. WEATHERFORD	\$249.69	0.00043483%
A	71860	DR. ERIC G. WALSH	\$22.84	0.00003978%
A	72232	DR. ERIC H. LAFAYETTE	\$310.80	0.00054125%
A	71737	DR. ERIC W. TAYLOR	\$11.07	0.00001928%
A	71623	DR. EVGENIA G. SLAVCHEVA	\$20.94	0.00003647%
A	70886	DR. FANNY M. JAQUEZ	\$109.18	0.00019014%
A	71441	DR. FARRUKH QURESHI	\$10.34	0.00001801%
A	70920	DR. FELICIAN D. JONES	\$94.86	0.00016520%
A	71359	DR. FLORENCIA L PATTERSON	\$64.94	0.00011309%
A	71440	DR. FLORIZZA C. QUILALA	\$14.79	0.00002576%
A	71322	DR. FORTUNATE EHI OVBIAGELE	\$22.38	0.00003897%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	70672	DR. FRANCIS G GILLIS	\$120.25	0.00020941%
A	72233	DR. FRANK CROCKETT	\$121.90	0.00021229%
A	71884	DR. FRED MASON WEST	\$167.41	0.00029154%
A	71182	DR. FREDDY G. MCMURRY	\$88.97	0.00015494%
A	70799	DR. FREDERICK L HEMPHILL	\$140.58	0.00024482%
A	70702	DR. FREDERICK S. GRAHAM	\$12.16	0.00002118%
A	70955	DR. FREDERICK W. KELLY	\$120.08	0.00020912%
A	71253	DR. G. KEITH MORTON	\$579.94	0.00100996%
A	70567	DR. GEORGE A. EVANS	\$121.56	0.00021169%
A	70501	DR. GEORGE C DOUGLAS	\$97.12	0.00016913%
A	71514	DR. GEORGE C ROBINSON	\$883.33	0.00153831%
A	70411	DR. GERALD L CRAWFORD	\$18.78	0.00003271%
A	71545	DR. GILBERTO SANCHEZ	\$82.57	0.00014379%
A	71512	DR. GLENN A ROBERTS	\$112.56	0.00019602%
A	70641	DR. GLENN GALLASPY	\$824.69	0.00143619%
A	71198	DR. GREGORY E. MICK	\$1,001.88	0.00174476%
A	71177	DR. GREGORY W. MCKINNEY	\$256.48	0.00044666%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71883	DR. GROVER A WELLS, III	\$107.43	0.00018709%
A	71906	DR. GUY B WILDER, JR.	\$83.86	0.00014604%
A	71106	DR. HAFIZ A MAJE	\$1.80	0.00000313%
A	71933	DR. HAROLD Q. WILSON	\$16.88	0.00002940%
A	71699	DR. HARRY E STUDDARD, II	\$175.70	0.00030598%
A	71356	DR. HARSHAD S PATEL	\$61.44	0.00010700%
A	70767	DR. HARVEY S. HARMON	\$75.50	0.00013148%
A	70892	DR. HASMUKH N. JARIWALA	\$151.53	0.00026389%
A	71249	DR. HENRY B. MORRIS	\$47.23	0.00008225%
A	71947	DR. HENRY C WOODWARD	\$295.71	0.00051497%
A	71009	DR. HENRY KURUSZ, III	\$117.96	0.00020543%
A	71216	DR. HERSHEL G. MITCHELL	\$145.96	0.00025419%
A	70835	DR. HILMON D HOLLEY	\$173.61	0.00030234%
A	72235	DR. HOON BENJAMIN JI, DMD	\$253.82	0.00044202%
A	71383	DR. HORACE B PHILLIPS, JR.	\$941.36	0.00163936%
A	71187	DR. HOWARD E. MCVEIGH	\$123.85	0.00021568%
A	71882	DR. HOWARD S WELDON, JR.	\$336.81	0.00058655%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71537	DR. IQBAL SAEED	\$199.64	0.00034767%
A	71408	DR. IVESTER A. POPE	\$165.78	0.00028870%
A	71678	DR. J. GRIER STEWART	\$68.71	0.00011966%
A	71055	DR. JACQUELINE B. LEWIS	\$482.43	0.00084014%
A	70423	DR. JAMES D. CROSBY	\$159.24	0.00027731%
A	71859	DR. JAMES E. WALLACE, JR.	\$18.78	0.00003271%
A	71866	DR. JAMES E. WARRINGTON, SR.	\$212.28	0.00036968%
A	71149	DR. JAMES F. MCALLISTER	\$210.46	0.00036651%
A	71692	DR. JAMES J STRAUB	\$291.06	0.00050688%
A	71144	DR. JAMES JURE MATIC	\$49.91	0.00008692%
A	71395	DR. JAMES K PITCOCK	\$422.45	0.00073569%
A	71739	DR. JAMES P. TEMPLE	\$64.16	0.00011173%
A	70891	DR. JAMES Q. JARDINE	\$1,030.24	0.00179415%
A	71241	DR. JAMES T. MORGAN	\$59.81	0.00010416%
A	70747	DR. JAMES V. HAMILTON	\$327.23	0.00056987%
A	71274	DR. JAMES W. NABERS, JR.	\$213.79	0.00037231%
A	70826	DR. JANET G. HOFFMAN	\$119.54	0.00020818%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	70786	DR. JASON D. HATCHER	\$9.61	0.00001674%
A	71065	DR. JASON L. LOCKRIDGE	\$61.15	0.00010649%
A	72212	DR. JAY R. SOLORIO, M.D.	\$351.83	0.00061271%
A	71578	DR. JEAN SENECAI	\$847.02	0.00147507%
A	71062	DR. JEANNE P. LIPSCOMB	\$89.82	0.00015642%
A	73005	DR. JEFF BEASLEY	\$54.27	0.00009451%
A	71616	DR. JEFFREY A SIMON	\$115.68	0.00020145%
A	71558	DR. JEFFREY M. SAYLOR	\$18.78	0.00003271%
A	71101	DR. JEFFREY S. MAGNUSON	\$1,075.33	0.00187267%
A	71201	DR. JENNIFER G. MILEY,	\$69.95	0.00012182%
A	71436	DR. JEROME PURYEAR	\$4.40	0.00000766%
A	70754	DR. JIMMY S. HANKINS	\$62.80	0.00010937%
A	70817	DR. JIMMY S. HILL	\$358.43	0.00062420%
A	70887	DR. JITENDRA A. JAIN	\$147.27	0.00025647%
A	71266	DR. JOANNA C. MULLER CARIOBA	\$8.80	0.00001533%
A	71855	DR. JOE WAYNE WALKER	\$55.87	0.00009730%
A	71706	DR. JOEL C SULLIVAN	\$123.85	0.00021568%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71212	DR. JOEL C. MILLIGAN	\$9.44	0.00001644%
A	70929	DR. JOHN A. JUST	\$113.41	0.00019750%
A	71017	DR. JOHN C. LAFLEUR	\$857.82	0.00149388%
A	71901	DR. JOHN C. WICKS	\$25.73	0.00004481%
A	71236	DR. JOHN D. MOOREHOUSE	\$123.85	0.00021568%
A	71687	DR. JOHN E STONE	\$689.68	0.00120107%
A	70506	DR. JOHN G. DOWNER	\$480.87	0.00083743%
A	71780	DR. JOHN G. TOULIATOS	\$79.65	0.00013871%
A	70700	DR. JOHN GRAHAM	\$81.14	0.00014130%
A	70881	DR. JOHN M. JACKSON	\$350.51	0.00061041%
A	71181	DR. JOHN M. MCMAHON	\$401.22	0.00069872%
A	71446	DR. JOHN M. RAINES	\$62.05	0.00010806%
A	71822	DR. JOHN M. VAL-GALLAS	\$744.72	0.00129692%
A	70888	DR. JOHN MARTIN JAMES	\$105.78	0.00018421%
A	71559	DR. JOHN P. SCANLON	\$82.55	0.00014376%
A	71547	DR. JOHN R SANDS	\$152.94	0.00026634%
A	71763	DR. JOHN W. TINGLIN	\$89.19	0.00015532%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71970	DR. JOHN W. YEOMAN	\$7.32	0.00001275%
A	72237	DR. JOHN WESSNER	\$113.34	0.00019738%
A	71675	DR. JOHNNIE W STEVENS	\$52.54	0.00009150%
A	71904	DR. JOHNNY R WILBORN	\$206.08	0.00035889%
A	71972	DR. JOHNNY SHAN YOUNG	\$750.22	0.00130650%
A	71602	DR. JON A SHERROD	\$10.77	0.00001876%
A	71525	DR. JON D. ROSSER	\$585.87	0.00102028%
A	70893	DR. JONATHAN A. JARMAN	\$117.96	0.00020543%
A	71987	DR. JONATHAN M ZUNIGA	\$274.26	0.00047762%
A	71267	DR. JONATHAN R. MUNOZ	\$18.78	0.00003271%
A	71245	DR. JONEICE T MORGAN	\$144.52	0.00025168%
A	71317	DR. JOSE O. ORTEGA	\$20.50	0.00003570%
A	70614	DR. JOSEPH A. FOSTER	\$18.58	0.00003236%
A	70957	DR. JOSEPH C. KENDRA	\$316.07	0.00055043%
A	70456	DR. JOSEPH E DAVIS, JR.	\$226.83	0.00039502%
A	70785	DR. JOSEPH H. HASTIE	\$98.33	0.00017124%
A	70938	DR. JOSEPH J. KAPLAN	\$37.82	0.00006586%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	73000	DR. JOSEPH M. CROW DMD, PC	\$63.14	0.00010996%
A	71683	DR. JOSEPH R STIMSON	\$918.11	0.00159887%
A	71750	DR. JOSEPH R. THOMAS	\$452.44	0.00078792%
A	71128	DR. JOSEPH S. MARDIS	\$132.60	0.00023092%
A	70611	DR. JOSEPH W FORTE	\$257.89	0.00044911%
A	71557	DR. JUAN W SAXON	\$173.61	0.00030234%
A	71077	DR. JUANITA V. LOPEZ	\$143.74	0.00025032%
A	71785	DR. JUDY C. TRAVIS	\$450.64	0.00078478%
A	70867	DR. JULIA K. HYLAND	\$9.44	0.00001644%
A	71001	DR. JULIE B. KRUSLING	\$3.38	0.00000589%
A	71316	DR. JULIE E. ORENDER	\$21.57	0.00003756%
A	70470	DR. JULIO C DELGADO	\$25.17	0.00004383%
A	71688	DR. KAREN E STONE	\$100.79	0.00017552%
A	70605	DR. KAREN E. FLEENOR	\$360.40	0.00062763%
A	70958	DR. KAREN E. KENNEDY	\$67.91	0.00011826%
A	71930	DR. KAREN M WILLIAMS	\$8.25	0.00001437%
A	70587	DR. KATHLEEN JO FELKER	\$7.13	0.00001242%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71396	DR. KATHRYN A PITMAN	\$101.93	0.00017751%
A	70839	DR. KATHRYN L HONEA	\$631.50	0.00109975%
A	70855	DR. KELLY E. HUNTER	\$56.82	0.00009895%
A	71576	DR. KEVIN A. SELLS	\$37.94	0.00006607%
A	70943	DR. KEVIN R. KATONA	\$5.67	0.00000987%
A	71262	DR. KNUT MUELLER	\$824.69	0.00143619%
A	70982	DR. KURT M. KLEEMAN	\$151.41	0.00026368%
A	70535	DR. KURTIS WELDON EATON	\$17.15	0.00002987%
A	72239	DR. LARRY BUTLER	\$338.26	0.00058907%
A	71701	DR. LARRY C STUTTS	\$699.55	0.00121826%
A	70529	DR. LAURA E. DYER	\$18.78	0.00003271%
A	71988	DR. LEAH M. ZUNIEGA	\$147.76	0.00025732%
A	71471	DR. LEZLIE T. REED-JOHNSON	\$8.20	0.00001428%
A	70588	DR. LONNIE F. FELTON	\$11.41	0.00001987%
A	71667	DR. LORI L. STANFIELD	\$123.17	0.00021450%
A	71143	DR. LOWELL D. MASON, II	\$370.06	0.00064445%
A	71021	DR. M. BROOKS LAMBERTH	\$36.31	0.00006323%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71707	DR. MANLY J SULLIVAN	\$293.28	0.00051074%
A	70451	DR. MARCO DASILVA	\$274.72	0.00047842%
A	71171	DR. MARGARET A. MCGRATH	\$509.79	0.00088779%
A	70927	DR. MARIA C. M. JUDIT	\$48.72	0.00008485%
A	71540	DR. MARIA L SALAZAR	\$351.33	0.00061184%
A	70430	DR. MARIA R. CUMAGUN	\$15.76	0.00002745%
A	71417	DR. MARIA S. PRELIPCEAN	\$92.67	0.00016138%
A	71012	DR. MARILYN E. LACHMAN	\$2.68	0.00000467%
A	70458	DR. MARIO V. DAVILA	\$109.06	0.00018993%
A	71579	DR. MARION L SENNETT	\$161.28	0.00028087%
A	70925	DR. MARIROSE C JORDAN	\$63.24	0.00011013%
A	70683	DR. MARK A GONCALVES	\$689.68	0.00120107%
A	71346	DR. MARK A. PARKER	\$18.78	0.00003271%
A	71027	DR. MARK C. LANGSTON	\$11.53	0.00002008%
A	71219	DR. MARK C.D. MITCHELL	\$68.78	0.00011978%
A	71611	DR. MARK S SIEGEL	\$378.31	0.00065882%
A	71952	DR. MARLA H WOOL	\$234.88	0.00040904%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71967	DR. MARTIN A.J. WYBENGA	\$80.36	0.00013995%
A	70679	DR. MARTIN C. GLOVER	\$142.62	0.00024837%
A	71672	DR. MARTIN H. STEINBERG	\$2.36	0.00000411%
A	70651	DR. MARY ANN V. GARCIA	\$130.34	0.00022699%
A	70617	DR. MARY ANNE FRANK-TARSI	\$94.61	0.00016476%
A	71778	DR. MARY CATHERINE TOSHCOFF	\$18.78	0.00003271%
A	71787	DR. MARY E. TRAYNOR	\$89.48	0.00015583%
A	70415	DR. MARY M. CRESTANI	\$9.58	0.00001668%
A	70777	DR. MATTHEW P. HARRISON	\$78.63	0.00013693%
A	71257	DR. MATTHEW W. MOSTELLER	\$208.66	0.00036338%
A	70670	DR. MAURICE B GILBERT	\$534.53	0.00093088%
A	71757	DR. MELISSA D. THOMPSON	\$12.48	0.00002173%
A	70719	DR. MICHAEL A GROSSMAN	\$98.60	0.00017171%
A	71104	DR. MICHAEL A. MAHONEY	\$122.85	0.00021394%
A	70954	DR. MICHAEL ALLEN KELLEY	\$97.82	0.00017035%
A	72241	DR. MICHAEL B. KLINE, PC	\$540.73	0.00094167%
A	70495	DR. MICHAEL C DONHAM	\$92.69	0.00016142%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71298	DR. MICHAEL C. NOBLE	\$34.63	0.00006031%
A	71805	DR. MICHAEL C. TURNER	\$74.96	0.00013054%
A	70668	DR. MICHAEL G GIBSON	\$191.41	0.00033334%
A	70691	DR. MICHAEL J GORMLEY	\$534.53	0.00093088%
A	71364	DR. MICHAEL J. PAYNE	\$14.18	0.00002469%
A	70703	DR. MICHAEL L GRANBERRY	\$1,133.68	0.00197429%
A	71376	DR. MICHELE D. PESCASIO	\$39.26	0.00006837%
A	70924	DR. MICHELE L. JORDAN	\$118.38	0.00020616%
A	70882	DR. MICHELLE S. JACKSON	\$209.71	0.00036521%
A	71605	DR. MITCHELL C SHIRAH	\$226.10	0.00039375%
A	71103	DR. MOHAMMAD A. MAHMOOD	\$34.63	0.00006031%
A	70963	DR. MUHAMMAD A KHAN	\$230.35	0.00040115%
A	70575	DR. MUHAMMAD R FAISAL	\$11.31	0.00001970%
A	71190	DR. NAIM A. MEMON	\$3.75	0.00000653%
A	71389	DR. NANNI PIDIKITI	\$268.81	0.00046813%
A	70998	DR. NARAYAN KRISHNAMURTHY	\$106.63	0.00018569%
A	70765	DR. NATASHA M HARDER	\$18.22	0.00003173%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71531	DR. NATASHA T. RUFFIN	\$18.78	0.00003271%
A	71445	DR. NORMAN H. RAHN, III	\$173.20	0.00030163%
A	70493	DR. NORMAN J. DOHERTY	\$529.18	0.00092156%
A	71093	DR. NORMAN S. LUTON, JR.	\$561.18	0.00097729%
A	71523	DR. NYDIA C ROS	\$69.68	0.00012135%
A	72242	DR. PAT BERNARDI, DMD, MS, PC	\$525.09	0.00091444%
A	71546	DR. PATRICIA A. SANDERS	\$136.33	0.00023742%
A	70960	DR. PAUL F. KETCHAM	\$564.59	0.00098322%
A	70623	DR. PAUL G. FREDETTE	\$80.82	0.00014075%
A	72473	DR. PAUL LENNICX	\$202.76	0.00035310%
A	70681	DR. PAUL R GOLDHAGEN	\$656.89	0.00114396%
A	70994	DR. PAVEL I. KRAPIVA	\$5.76	0.00001003%
A	71400	DR. PETER PLUSCHT III	\$689.68	0.00120107%
A	71026	DR. PETER S. LANE	\$4.57	0.00000796%
A	71989	DR. PHILIP A. ZUROWSKY	\$27.36	0.00004765%
A	70797	DR. PHILLIP M. HEIDEPRIEM	\$82.57	0.00014379%
A	70984	DR. PHILLIP M. KLEIN	\$17.68	0.00003079%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71354	DR. PRAFUL PATEL	\$29.50	0.00005137%
A	71213	DR. PRANAV K. MISHRA	\$173.61	0.00030234%
A	71284	DR. RALPH D. NEAL	\$325.70	0.00056720%
A	70876	DR. RALPH L. IRVIN, JR.	\$289.75	0.00050460%
A	71276	DR. RAMA MOHAN R. NADELLA	\$121.39	0.00021140%
A	71337	DR. RANDY L. PANTHER	\$10.07	0.00001754%
A	71132	DR. RAY MARLING	\$440.55	0.00076721%
A	70593	DR. RAYMOND N. FERNANDEZ	\$145.57	0.00025351%
A	71258	DR. REGINALD Z. MOTLEY	\$14.23	0.00002478%
A	70768	DR. RENEE B. HARMON	\$47.74	0.00008314%
A	71519	DR. REYNALDO RODRIGUEZ,	\$32.42	0.00005646%
A	71000	DR. RHETT KRONE	\$446.99	0.00077843%
A	71962	DR. RHONDA WRIGHT	\$59.05	0.00010283%
A	70519	DR. RICHARD A. DUMOIS	\$98.65	0.00017180%
A	71327	DR. RICHARD A. OYLER	\$401.22	0.00069872%
A	71857	DR. RICHARD E. WALLER	\$212.28	0.00036968%
A	71585	DR. RICHARD K SHACK	\$70.17	0.00012220%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71320	DR. RICHARD L OTTS	\$850.45	0.00148105%
A	71332	DR. RICHARD L PALESANO	\$367.77	0.00064047%
A	71042	DR. RICK L. LEDKINS	\$379.08	0.00066016%
A	71176	DR. RICK L. MCKENZIE	\$1,148.37	0.00199987%
A	70696	DR. RITA GOYAL	\$71.12	0.00012385%
A	70528	DR. RITKY C. DY	\$27.17	0.00004732%
A	70773	DR. ROBERT B. HARRIS	\$1,039.04	0.00180947%
A	71150	DR. ROBERT E. MCALISTER, JR	\$2.53	0.00000441%
A	70521	DR. ROBERT F. DUNN	\$258.25	0.00044974%
A	71980	DR. ROBERT J ZARZOUR	\$1,206.98	0.00210194%
A	71888	DR. ROBERT L WHITE	\$5,497.93	0.00957456%
A	70840	DR. ROBERT N HONEA, JR	\$9.75	0.00001698%
A	71040	DR. ROBERT N. LEACH	\$360.14	0.00062718%
A	71074	DR. ROBERT T. LONG	\$353.50	0.00061561%
A	71183	DR. ROBIN C. MCNAIR	\$131.34	0.00022873%
A	72032	DR. ROCKLIN D. ALLING D/B/A DRS. ALLING & ALLING, PC	\$721.07	0.00125573%
A	71353	DR. ROHIT G PATEL	\$289.29	0.00050379%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	72673	DR. RON SEALOCK	\$144.28	0.00025126%
A	71592	DR. RONALD A. SHAW	\$123.85	0.00021568%
A	71957	DR. RONALD B. WORKMAN, JR	\$39.43	0.00006867%
A	70413	DR. RONALD EDWARD CREQUE, JR	\$18.78	0.00003271%
A	71976	DR. RONALD V YUTIAMCO	\$121.76	0.00021204%
A	70758	DR. RONALD W. HANSON	\$214.96	0.00037435%
A	71047	DR. RONY R. LEE	\$7.64	0.00001330%
A	71158	DR. ROOSEVELT MCCORVEY	\$636.17	0.00110788%
A	71254	DR. ROSEMARIE M. MORWESSEL	\$1,133.68	0.00197429%
A	71603	DR. RUTH L SHIELDS	\$1,030.24	0.00179415%
A	71275	DR. RUTH NABORS	\$464.28	0.00080854%
A	71022	DR. SALLY F. LAMBERTH	\$34.27	0.00005968%
A	70574	DR. SAMER FAHOUM	\$148.44	0.00025851%
A	71542	DR. SAMUEL J. SALIBA	\$88.61	0.00015431%
A	71643	DR. SANDRA M. SOARES	\$80.07	0.00013944%
A	71184	DR. SARAH D. MCNUTT	\$8.80	0.00001533%
A	71277	DR. SARANYA NADELLA	\$132.77	0.00023122%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	70759	DR. SAROJANA HANUMANDLA	\$8.80	0.00001533%
A	70878	DR. SATHYAN V. IYER	\$119.20	0.00020759%
A	70723	DR. SCOTT A GRUMLEY	\$15.37	0.00002677%
A	70499	DR. SESI O DOSUNMU-OGUNBI	\$151.87	0.00026448%
A	71125	DR. SHAHID MANSOOR	\$69.54	0.00012110%
A	71486	DR. SHAHID RIAZ	\$239.13	0.00041644%
A	71244	DR. SHANNON S. MORGAN	\$72.41	0.00012610%
A	71357	DR. SHASHANK C. PATEL	\$95.44	0.00016621%
A	71325	DR. SHERI A OWENS	\$1,030.24	0.00179415%
A	71582	DR. SPENCER SERRAS	\$10.75	0.00001872%
A	70937	DR. SRIHARIDAS KANURU	\$127.59	0.00022220%
A	72492	DR. STANLEY RAY MCCARDLE	\$214.99	0.00037440%
A	71511	DR. STEPHEN A. ROBERTS	\$18.78	0.00003271%
A	70631	DR. STEPHEN B FRITTS	\$249.69	0.00043483%
A	71885	DR. STEPHEN M. WEST	\$34.25	0.00005965%
A	70761	DR. STEPHEN W. HARBIN	\$92.69	0.00016142%
A	70909	DR. STEVEN F. JOHNSON	\$625.49	0.00108928%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71348	DR. STEVEN R. PARRIS	\$159.04	0.00027697%
A	70615	DR. STUART W. FRALEY	\$103.10	0.00017955%
A	71892	DR. SUANNE WHITE-SPUNNER	\$1,268.42	0.00220893%
A	70481	DR. SURINDER DHAWAN	\$97.00	0.00016892%
A	71556	DR. SUSAN S SAVICH	\$40.72	0.00007091%
A	70621	DR. SWEPSON F FRASER, JR.	\$337.03	0.00058693%
A	71673	DR. TERRY C STELLY	\$689.68	0.00120107%
A	71450	DR. THEODORE RAMOS	\$96.00	0.00016718%
A	71211	DR. THOMAS A. MILLER	\$74.96	0.00013054%
A	71635	DR. THOMAS B. SMITH	\$36.17	0.00006299%
A	71163	DR. THOMAS E. MCDERMOTT	\$68.71	0.00011966%
A	71586	DR. THOMAS G SHAFER	\$345.79	0.00060219%
A	70968	DR. THOMAS G. KINCER	\$74.23	0.00012927%
A	71175	DR. THOMAS G. MCKELVEY	\$141.90	0.00024712%
A	70464	DR. THOMAS J. DECARO	\$123.85	0.00021568%
A	70522	DR. THOMAS J. DUNN	\$9.68	0.00001686%
A	71729	DR. THOMAS M TANN,III	\$6.93	0.00001207%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	70690	DR. THOMAS M. GOODMAN	\$74.60	0.00012991%
A	70538	DR. THOMAS N EDWARDS, JR	\$11.09	0.00001931%
A	70473	DR. THOMAS R DEMPSEY	\$1,133.68	0.00197429%
A	71536	DR. THOMAS R. RYDER	\$86.25	0.00015020%
A	71483	DR. TIM S. REVELS	\$459.98	0.00080105%
A	70465	DR. TIMOTHY B DECKER	\$103.59	0.00018040%
A	71270	DR. TIMOTHY B. MURRAY	\$103.49	0.00018023%
A	70565	DR. TIMOTHY D ESTES	\$32.59	0.00005675%
A	70462	DR. TIMOTHY G DAY	\$275.30	0.00047943%
A	71767	DR. TIMOTHY R. TODD	\$61.27	0.00010670%
A	71881	DR. TOM WELCH	\$167.36	0.00029145%
A	71890	DR. TONY A WHITE	\$26.44	0.00004604%
A	71468	DR. V. HARANATHA REDDY	\$121.20	0.00021107%
A	71469	DR. V. SNEHAPRABHA REDDY	\$121.20	0.00021107%
A	71113	DR. VAUGHN H. MANCHA, JR.	\$228.09	0.00039722%
A	71758	DR. VENEZELA E. THOMAS-SLADE	\$7.81	0.00001360%
A	71237	DR. VICKI LYNN MOORE	\$8.59	0.00001496%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	71115	DR. VICTOR J. MANDANAS	\$144.57	0.00025177%
A	72245	DR. VILMA E. PESSOA	\$631.35	0.00109949%
A	71036	DR. VINCENT LAW	\$10.29	0.00001792%
A	70560	DR. VINEETA A. ENGLISH	\$6.40	0.00001115%
A	71418	DR. VLAD PRELIPCEAN	\$92.67	0.00016138%
A	71660	DR. W. TERRY STALLINGS	\$415.74	0.00072400%
A	70627	DR. WALID W FREIJ	\$176.14	0.00030675%
A	70577	DR. WALLACE G. FALERO	\$123.85	0.00021568%
A	70607	DR. WALTER L. FLOYD, JR.	\$29.50	0.00005137%
A	71902	DR. WANDA JO WICKS	\$97.58	0.00016993%
A	70694	DR. WAYNE T. GOSSMAN	\$62.39	0.00010865%
A	71133	DR. WESLEY D. MARNER	\$112.59	0.00019607%
A	70539	DR. WILLIAM A EDWARDS	\$96.34	0.00016777%
A	71296	DR. WILLIAM A. NIXON,	\$18.78	0.00003271%
A	70807	DR. WILLIAM C HICKS, III	\$129.15	0.00022491%
A	72243	DR. WILLIAM C. MOORE, DMD, MS, PC	\$534.06	0.00093006%
A	71361	DR. WILLIAM C. PATTON	\$364.17	0.00063420%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71858	DR. WILLIAM C. WALLACE	\$75.50	0.00013148%
A	72244	DR. WILLIAM D. POWELL, III	\$356.80	0.00062136%
A	70902	DR. WILLIAM E. JOHNSON	\$669.00	0.00116505%
A	70972	DR. WILLIAM G. KING, JR.	\$82.94	0.00014444%
A	71973	DR. WILLIAM J. YOUNG	\$163.49	0.00028472%
A	71554	DR. WILLIAM O SARGEANT	\$109.55	0.00019078%
A	71045	DR. WILLIAM S. LEE	\$129.03	0.00022470%
A	71889	DR. WILLIE E WHITE	\$172.64	0.00030065%
A	71056	DR. XIAOHUA LI	\$20.41	0.00003554%
A	71969	DR. YANKO A YANKOV	\$38.62	0.00006726%
A	70965	DR. YOUSEF F. KHOURI	\$51.10	0.00008899%
A	71032	DR. YOYEN A. LAU	\$70.85	0.00012338%
A	71246	DR. YVES MORISSETTE	\$301.11	0.00052438%
A	28013	DREW MEMORIAL HOSPITAL	\$27,480.61	0.04785707%
A	72420	DRS. JAMES & KATHRYN MIZE, P.C.	\$674.79	0.00117514%
A	72250	DRS. MELLOWN AND GREEN	\$458.24	0.00079802%
A	72252	DUMAS MEDICAL INVESTIGATIONS, LLC	\$92.96	0.00016189%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72253	E.A. MANGIERI, M.D., P.C.	\$2,558.73	0.00445599%
A	72255	EAST ALABAMA EYE CLINIC OF ANNISTON, PC	\$4,820.72	0.00839521%
A	72258	EAST ALABAMA MEDICAL MANAGEMENT, INC	\$466.96	0.00081320%
A	72261	EASTERN HEALTH SYSTEM, INC., D/B/A MEDICAL CENTER BLOUNT AND MEDICAL CENTER EAST	\$3,167,805.98	5.51668641%
A	73006	EASTERN SHORE NEUROLOGY CLINIC, INC.	\$69.06	0.00012027%
A	72262	EASTSIDE MANOR RETIREMENT HOME	\$312.27	0.00054381%
A	72263	EDDIE WOODS, JR. DMD PC	\$544.34	0.00094796%
A	72265	EDH ENTERPRISES, INC.	\$17,656.44	0.03074842%
A	72267	EDWARD H. FISHER, III, MD, PC	\$334.72	0.00058291%
A	72271	ELDER CARE OF THE SHOALS, INC.	\$2,940.08	0.00512011%
A	72272	ELECTRODIAGNOSTIC CONSULTANTS, PLLC	\$433.61	0.00075513%
A	72275	ELIZABETH STINNETT WHITE, DMD, MS, PC	\$259.63	0.00045214%
A	70555	EMERGENCY MEDICINE SOUTH, INC.	\$5.20	0.00000906%
A	72280	EMERGI-CARE CLINIC, PC	\$1,566.79	0.00272854%
A	4111	EMPLOYED PHYSICIANS OF COMMUNITY METHODIST HOSPITAL	\$24,948.11	0.043444676%
A	72281	ENDOCRINOLOGY ASSOCIATES OF MONTGOMERY, PA	\$1,827.57	0.00318269%
A	72283	ENVIRONMENTAL MEDICAL SYSTEMS, LLC	\$1,255.50	0.00218643%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72284	ERGOSCIENCE, INC.	\$239.75	0.00041752%
A	72062	ESCAMBIA COUNTY ALABAMA COMMUNITY HOSPITALS, INC., D/B/A D. W. McMILLAN MEMORIAL HOSPITAL	\$912,637.93	1.58934521%
A	72007	ETOWAH/DEKALB/CHEROKEE MENTAL HEALTH BOARD, INC.	\$5,166.27	0.00899698%
A	28030	EUREKA SPRINGS HOSPITAL	\$4,113.51	0.00716362%
A	72292	EXTENDED RESPIRATORY SERVICES, INC.	\$5,372.44	0.00935602%
A	72293	EXTRACORPOREAL SPECIALISTS, INC.	\$3,535.51	0.00615704%
A	72300	FAMILY MEDICAL & WELLNESS CENTER, INC.	\$150.35	0.00026183%
A	72301	FAMILY PHYSICIANS, PC	\$319.93	0.00055715%
A	72303	FEAGIN & OWEN, M.D., P.C.	\$669.54	0.00116599%
A	70597	FIRST HEALTH TREATMENT CTR., LLC	\$18.53	0.00003227%
A	72749	FIRST HOME HEALTH, INC.	\$3,891.55	0.00677708%
A	72309	FORESTDALE EYE CLINIC, INC.	\$335.24	0.00058382%
A	72113	FORME MEDICAL & BURGESS CHIROPRACTIC CLINIC, LLC	\$290.04	0.00050510%
A	72311	FRANK C. LEYDEN, JR., DMD, PC	\$670.72	0.00116805%
A	72312	FRANKLIN COUNTY MEMORIAL HOSPITAL	\$249,409.92	0.43434362%
A	72313	FRANKLIN PRIMARY HEALTH CENTER, INC.	\$21,203.55	0.03692566%
A	28031	FULTON COUNTY HOSPITAL	\$6,505.66	0.01132951%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72316	G.H. WALKER CONSTRUCTION, INC.	\$519.40	0.00090453%
A	70750	GARY C. HAMMOND	\$0.49	0.00000085%
A	70655	GASTROENTEROLOGIST, P.C	\$68.00	0.00011842%
A	72320	GASTROENTEROLOGY ASSOCIATES OF DOTHAN, P.C.	\$1,145.98	0.00199571%
A	5001	GATEWAY HEALTH SYSTEM, INC. D/B/A GATEWAY	\$6,707.17	0.01168044%
A	12053	GATEWAY REGIONAL HEALTH SYSTEM	\$24,759.30	0.04311795%
A	72322	GAYLON R. ROGERS, M.D., P.C.	\$1,467.33	0.00255533%
A	72323	GENERATIONS ADULT CARE, INC.	\$2,758.60	0.00480406%
A	72821	GENEVA COUNTY HEALTHCARE AUTHORITY, INC., D/B/A WIREGRASS MEDICAL CENTER	\$420,379.82	0.73208513%
A	72289	GILLIARD HEALTH SERVICES, INC. (D/B/A EVERGREEN MEDICAL CENTER)	\$220,665.62	0.38428585%
A	72330	GILLIARD HEALTH SERVICES, INC. (D/B/A EVERGREEN MEDICAL CENTER)	\$220,472.36	0.38394929%
A	72331	GLEN L. BRAWLEY, D.M.D.	\$646.26	0.00112545%
A	72332	GLENWOOD MENTAL HEALTH SERVICES, INC.	\$34,827.87	0.06065221%
A	72334	GOLDEN YEARS, INC.	\$348.40	0.00060673%
A	139	GOODWIN HOUSE, INC.	\$98,803.54	0.17206488%
A	72337	GREENE COUNTY HOSPITAL & NURSING HOME	\$202,561.54	0.35275787%
A	70721	GROVE HILL HEALTHCARE,P.C.	\$77.13	0.00013432%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72344	GROVE HILL MEDICAL CLINIC, PC	\$2,733.40	0.00476017%
A	72552	GULF HEALTH HOSPITALS, INC.	\$426,557.07	0.74284271%
A	72347	GULFCARE PHYSICIANS, INC.	\$437.42	0.00076176%
A	70730	GULFCARE PHYSICIANS, INC.	\$396.10	0.00068980%
A	72349	H. L. STRICKLAND, JR., DDS, PA	\$471.60	0.00082128%
A	70457	H. STAN DAVIS	\$0.97	0.00000169%
A	71571	H.ELDON SCOTT, III	\$569.94	0.00099254%
A	72351	HALE COUNTY HOSPITAL (D/B/A FOR HALE COUNTY HEALTH CARE AUTHORITY)	\$95,483.93	0.16628383%
A	201	HAMPTON ROADS HIGH TECHNOLOGY CENTER	\$10,938.73	0.01904963%
A	72352	HANNEN HEALTHCARE CLINIC, PC	\$314.44	0.00054759%
A	12064	HARRISON MEMORIAL HOSPITAL	\$25,866.55	0.04504621%
A	70781	HASHIM J. HASSAN, DMD PC	\$147.67	0.00025717%
A	72268	HEALTHCARE AUTHORITY OF ELBA, ALABAMA, INC., D/B/A ELBA GENERAL HOSPITAL	\$224,886.32	0.39163614%
A	72368	HEALTHSTAFF RESOURCES, INC.	\$2,502.12	0.00435740%
A	72370	HELENA FAMILY DENTISTRY	\$194.86	0.00033935%
A	72371	HELPING HANDS HOSPICE, INC.	\$3,627.68	0.00631755%
A	72373	HILL HOSPITAL OF YORK	\$156,394.06	0.27235790%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72376	HILLCREST FAMILY PHYSICIANS, P.C.	\$554.97	0.00096647%
A	72606	HOME PLACE OF PINE CREST ASSISTED LIVING	\$1,680.48	0.00292653%
A	72382	HOME SWEET HOME, INC.	\$935.56	0.00162926%
A	72383	HOMELAND ASSISTED LIVING FACILITY, LLC	\$2,283.93	0.00397743%
A	72384	HOMEWOOD RETIREMENT CORPORATION	\$1,662.04	0.00289442%
A	72385	HONEA, HOUSERMAN & LONG, PC	\$9,296.75	0.01619015%
A	72386	HOOVER FAMILY MEDICINE	\$490.71	0.00085456%
A	72387	HOSPICE FAMILY CARE D/B/A: CARING HOUSE	\$12,264.23	0.02135797%
A	72388	HOSPICE OF LIMESTONE COUNTY, INC.	\$5,873.64	0.01022886%
A	72389	HOSPICE OF MONTGOMERY, INC.	\$4,249.07	0.00739969%
A	72390	HOSPICE OF NORTHWEST ALABAMA, INC.	\$2,633.75	0.00458664%
A	73015	HOSPICE OF TENNESSEE VALLEY, INC.	\$37.00	0.00006443%
A	72391	HOSPICE OF THE SHOALS, INC.	\$8,398.65	0.01462612%
A	72392	HOSPICE OF WEST ALABAMA, INC.	\$1,579.49	0.00275066%
A	72926	HOSPITALIST,P.C.	\$265.74	0.00046278%
A	72396	HOUSTON TREATMENT CENTER, LLC	\$220.51	0.00038401%
A	28035	HOWARD MEMORIAL HOSPITAL	\$2,477.62	0.00431474%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name		TOTAL	% SHARE RESIDUAL ASSETS
A	28034	HSC MEDICAL CENTER		\$10,772.90	0.01876084%
A	72402	INDEPENDENT HEALTHCARE MANAGEMENT, INC.D/B/A S.E.		\$162,716.06	0.28336757%
A	72403	INDEPENDENT MEDICAL MANAGEMENT		\$169.83	0.00029576%
A	72405	INDUSTRIAL HEALTH COUNCIL, INC.		\$1,302.15	0.00226767%
A	4119	INSURED PHYSICIANS OF LOUDOUN		\$480,484.92	0.83675725%
A	72409	INTERNAL MEDICINE ASSOCIATES OF DOTHAN, PA		\$1,335.00	0.00232488%
A	72251	INTERNAL MEDICINE CENTER LLC		\$4,925.76	0.00857814%
A	70874	INTERNIST ASSOCIATES OF GADSDEN,P.C.		\$32.98	0.00005743%
A	72277	IVY CREEK OF ELMORE, LLC		\$277,826.68	0.48383098%
A	72455	IVY CREEK OF TALLAPOOSA, LLC		\$129,864.13	0.22615643%
A	72410	J. PAUL JONES HOSPITAL		\$149,031.63	0.25953634%
A	72471	J. R. CARE CENTER, INC.		\$1,760.07	0.00306514%
A	72411	JACKSON COUNTY HEALTH CARE AUTHORITY (F/D/B/A NORTH JACKSON HOSPITAL)		\$1,161,174.99	2.02216876%
A	72416	JACKSON HOSPITAL & CLINIC, INC.		\$443,348.58	0.77208488%
A	72421	JAMES B. DONAGHEY, II, DMD, PC		\$745.77	0.00129875%
A	72422	JAMES D. SMITH, JR., D.M.D.		\$694.26	0.00120904%
A	72423	JAMES E. BLACKMAN, JR., DMD		\$407.88	0.00071032%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72424	JAMES E. RUSSELL, DMD, MS, P.C.	\$1,102.93	0.00192074%
A	72425	JAMES L. SANDERSON, JR., DMD	\$536.34	0.00093403%
A	72249	JAMES W. MARBOURG, OD	\$324.93	0.00056586%
A	72428	JAMES W. MULLIS, JR., MD	\$231.33	0.00040286%
A	72429	JAMES W. SEWELL, M.D.	\$573.25	0.00099831%
A	71903	JAMES W. WICK	\$0.97	0.00000169%
A	72431	JASPER RETIREMENT CENTER, INC.	\$1,614.39	0.00281144%
A	70622	JEAN FRAZER	\$0.97	0.00000169%
A	72183	JEFFERSON HEALTH [SYSTEM] (D/B/A FOR JEFFERSON COUNTY ALABAMA, ALSO D/B/A COOPER GREEN HOSPITAL)	\$1,063,619.64	1.85227759%
A	72433	JEFFERSON-BLOUNT-ST. CLAIR MENTAL HEALTH / MENTAL	\$20,057.38	0.03492963%
A	72435	JEFFERY BACKUS	\$158.96	0.00027683%
A	72557	JEFFERY G. PARKER, MD, PC D/B/A NORTHPORT URGENT CARE	\$581.76	0.00101313%
A	72437	JLH ENTERPRISES, INC.	\$4,046.06	0.00704615%
A	72438	JOHN S. MCMURPHY, DMD, PA	\$424.99	0.00074011%
A	72439	JOHN S. PARKER, MD	\$250.18	0.00043568%
A	72440	JOHN T. BACHMANN, D.M.D.	\$256.64	0.00044693%
A	72776	JOSE ANTONIO VALENCIA D/B/A:THE VALENCIA GROUP, INC.	\$889.75	0.00154949%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72442	JOSEPH C. MCNEFF, DMD, P.C.	\$384.90	0.00067030%
A	71960	JULIE WOUTERS	\$95.66	0.00016659%
A	70743	KATHRYN F. HALE	\$3.67	0.00000639%
A	72444	KATHY SPARACINO, P.C.	\$471.34	0.00082083%
A	72448	KING & CRAIG REHABILITATION, LLC	\$190.95	0.00033254%
A	8023	KING'S DAUGHTERS MEDICAL CENTER	\$209,552.65	0.36493278%
A	72449	KK AND WK, INC. D/B/A TAYLOR MILLS OAKS	\$741.78	0.00129180%
A	72450	KNOWLWOOD, INC.	\$1,374.34	0.00239339%
A	72451	LA CLINICA DE BALDWIN/THE BALDWIN CLINIC	\$215.58	0.00037543%
A	72238	LABRUCE M. HANAHAN, JR., DMD, PA	\$523.91	0.00091238%
A	71019	LAKESHORE PEDIATRICS, P.C.	\$98.24	0.00017108%
A	72461	LAKESIDE HOSPICE, INC.	\$7,180.09	0.01250402%
A	72466	LAMAR HEALTHCARE SERVICES, INC.	\$6,287.90	0.01095028%
A	72468	LAMBERTH & LAMBERTH, INC.	\$382.55	0.00066621%
A	72324	LANIER HEALTH SERVICES	\$349,921.45	0.60938294%
A	71030	LATHAM HAIR CLINIC	\$35.44	0.00006172%
A	8003	LAWRENCE COUNTY HOSPITAL	\$14,777.20	0.02573427%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	28037	LEO N. LEVI MEMORIAL HOSPITAL	\$15,415.66	0.02684614%
A	72474	LEW B. SAMPLE, DMD, MS, PC	\$382.41	0.00066596%
A	71060	LIMESTONE ANESTHESIA ASSOCIATES P.C.	\$76.01	0.00013237%
A	73011	LIONEL W. NOONAN, JR., DMD	\$51.80	0.00009021%
A	73007	LSJ INVESTMENTS D/B/A SIERRA SPRINGS	\$735.05	0.00128008%
A	71214	LYNN M. MISHKEL	\$534.53	0.00093088%
A	72477	MACON CLINICAL LABORATORY, INC.	\$116.46	0.00020281%
A	8301	MAGEE GENERAL HOSPITAL	\$29,241.45	0.05092354%
A	28039	MAGNOLIA HOSPITAL	\$9,422.68	0.01640946%
A	72481	MARC WILSON MOULTON, DMD	\$201.27	0.00035051%
A	8018	MARION GENERAL HOSPITAL	\$32,596.75	0.05676675%
A	72484	MARK A. GOTFRYD, DPM PC	\$315.79	0.00054994%
A	71048	MARK A. LEE	\$0.97	0.00000169%
A	72485	MARK S. VERES, DPM	\$312.64	0.00054446%
A	72486	MARSHALL COUNTY HEALTH CARE AUTHORITY (D/B/A, INTER ALIA, MARSHALL HEALTH SYSTEM, F/K/A MARSHALL MEDICAL CENTER NORTH AND MARSHALL MEDICAL CENTER SOUTH)	\$1,935,374.48	3.37042551%
A	70	MARTHA JEFFERSON HEALTH SERVICES CORP.	\$5,161.68	0.00898899%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	73012	MCCLIMANS ORTHODONTIST, INC.	\$35.03	0.00006100%
A	28040	MCGEHEE-DESHA COUNTY HOSPITAL	\$30,822.60	0.05367709%
A	71170	MCGREGOR MEDICAL,P.A.	\$90.23	0.00015713%
A	71188	MED HELP,P.C.	\$92.18	0.00016053%
A	72501	MEDFORCE STAFFING, LLC	\$870.78	0.00151645%
A	72502	MEDICAL ASSOCIATES OF WEST ALABAMA, PC	\$824.11	0.00143518%
A	72507	MEDICAL MANAGEMENT PLUS	\$905.45	0.00157683%
A	72511	MEDICAL SOLUTIONS, INC.	\$307.24	0.00053505%
A	64	MEDICORP HEALTH SYSTEM	\$1,480,548.54	2.57835299%
A	269	MEDICORP HOME HEALTH SERVICES	\$13,050.27	0.02272685%
A	72514	MEDSOURCE STAFFING	\$304.16	0.00052969%
A	14	MEM HOSP OF MARTINSVILLE & HENRY COUNTY	\$163,412.64	0.28458065%
A	28018	MENA MEDICAL CENTER	\$3,231.21	0.00562710%
A	72404	MENTAL HEALTH/MR BOARD OF BIBB, PICKENS,TUSCALOOSA	\$53,983.77	0.09401192%
A	72521	MID-DELTA HOME HEALTH SYSTEMS	\$35,514.89	0.06184865%
A	8080	MISSISSIPPI HOSPITAL ASSOCIATION &	\$8,469.24	0.01474905%
A	72524	MIZELL MEMORIAL HOSPITAL	\$455,495.46	0.79323848%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	72526	MONROE COUNTY HOSPITAL	\$199,360.93	0.34718406%
A	72529	MONTGOMERY AIDS OUTREACH, INC.	\$1,817.79	0.00316565%
A	72530	MONTGOMERY ASC, LLC	\$1,912.92	0.00333132%
A	72531	MONTGOMERY EYE PHYSICIANS, PC	\$4,716.53	0.00821377%
A	72532	MONTGOMERY IMAGING CENTER, LLC	\$1,367.33	0.00238118%
A	71227	MONTGOMERY PATHOLOGY ASSOC.P.C.	\$10.75	0.00001872%
A	72533	MONTGOMERY SURGICAL ASSOCIATES, P.A.	\$3,545.59	0.00617459%
A	71228	MONTGOMERY SURGICAL ASSOCIATION	\$440.62	0.00076733%
A	71121	MR JOHN MANNING	\$42.08	0.00007328%
A	70687	MR JOSE M GONZALEZ	\$42.08	0.00007328%
A	70829	MR PHILIP F HOGUE	\$48.28	0.00008408%
A	71049	MR RANDALL C. LEE	\$48.28	0.00008408%
A	70693	MR. CHARLES GOSHEN	\$1.07	0.00000186%
A	71434	MR. JAMES R. PUGH	\$0.97	0.00000169%
A	70657	MR. MICKEY L. GAY	\$14.28	0.00002487%
A	71321	MR. RICK OTWELL	\$14.28	0.00002487%
A	71470	MS BARBARA M REED	\$48.28	0.00008408%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71299	MS BETTY J NORMAN	\$16.42	0.00002860%
A	70570	MS CONSTANCE M EVANS-COX	\$36.75	0.00006400%
A	70810	MS GAIL BETH HIDE	\$39.77	0.00006926%
A	72907	MS LINDA DAVIS	\$4.21	0.00000733%
A	70873	MS PATSY R. INGRAM WATSON	\$47.72	0.00008310%
A	71272	MS RUTH M. MUSKOPF	\$48.28	0.00008408%
A	71634	MS SHERYL L SMITH	\$48.28	0.00008408%
A	71572	MS. NANCY SCOTT	\$39.77	0.00006926%
A	71756	MS. RHONDA R. THOMAS	\$14.28	0.00002487%
A	71607	MS. SARAH SHOEMAKER	\$39.77	0.00006926%
A	72539	MULBERRY DIAGNOSTIC IMAGING CENTER, LTD.	\$48,035.64	0.08365334%
A	70640	MYRA E. GAITHER	\$3.38	0.00000589%
A	4121	NANTICOKE HEALTH SERVICES, INC.	\$347,259.82	0.60474775%
A	72540	NAPHCARE, INC.	\$35,657.66	0.06209728%
A	8302	NATCHEZ REGIONAL MEDICAL CENTER	\$19,709.43	0.03432368%
A	72685	NATHAN WILLIAMSON MD, PC	\$2,177.31	0.00379175%
A	72542	NEONATAL NURSE PRACTITIONER SERVICES OF ALABAMA, I	\$3,080.84	0.00536524%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72544	NESHOBA COUNTY GENERAL HOSPITAL	\$65,568.21	0.11418605%
A	72545	NEUROLOGICAL ASSOCIATES, PC	\$583.31	0.00101583%
A	28041	NEWPORT HOSPITAL AND CLINIC, INC.	\$570.36	0.00099327%
A	72548	NORMAN S. LICHTENFELD, MD, PC	\$814.11	0.00141776%
A	72483	NORTH MISSISSIPPI HEALTH SERVICES	\$109,677.35	0.19100145%
A	8042	NORTH MISSISSIPPI HEALTH SERVICES, INC.	\$602,885.66	1.04991630%
A	72414	NORTHEAST ALABAMA HEALTH SERVICES, INC	\$4,377.78	0.00762384%
A	150	NORTHERN VIRGINIA HEALTHCARE CENTER	\$28,914.69	0.05035450%
A	72560	NORTHWEST ALABAMA HEALTH SERVICES, LLC	\$716.79	0.00124828%
A	28007	NORTHWEST ARKANSAS RADIATION THERAPY	\$1,344.04	0.00234063%
A	72561	NORWOOD CLINIC, INC., PC	\$73,164.41	0.12741472%
A	72562	NORWOOD OPTICAL, INC.	\$230.17	0.00040084%
A	72563	NURSING SOLUTIONS, INC.	\$1,463.68	0.00254898%
A	72564	NUSONICS, INC.	\$488.39	0.00085052%
A	72565	NUTECH MEDICAL INC.	\$535.26	0.00093215%
A	173	OBICI HEALTH SYSTEM, INC.	\$205,069.82	0.35712600%
A	72566	OLD SHELL ORTHOPEDIC ASSOCIATION, PC	\$6,093.11	0.01061106%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	72567	OLIVE HOME, INC.	\$1,486.58	0.00258886%
A	72568	ONCOLOGY ASSOCIATES OF WEST ALABAMA, PC	\$3,383.49	0.00589230%
A	72569	OPEN MRI OF JACKSON, LLC	\$209.81	0.00036538%
A	72570	OPERATIVE RESOURCES MANAGEMENT, LLC	\$1,023.62	0.00178262%
A	72571	ORTHOPAEDIC & SPORTS MEDICINE OF MOBILE, PC	\$1,715.59	0.00298767%
A	72573	OSCAR L. SHORT, DDS	\$235.77	0.00041059%
A	28042	OUACHITA COUNTY MEDICAL CENTER	\$48,817.43	0.08501482%
A	72575	OUTPATIENT SERVICES EAST	\$7,262.96	0.01264834%
A	12004	OWENSBORO MERCY HEALTH SYSTEM, ODCH,INC	\$332,260.51	0.57862667%
A	72576	OXFORD FAMILY PRACTICE, PC	\$1,203.82	0.00209643%
A	12	PAGE MEMORIAL HOSPITAL, INC.	\$215,513.10	0.37531282%
A	72578	PAHOS, INC.	\$4,174.96	0.00727063%
A	72638	PALMER CHIROPRACTIC CLINIC	\$819.18	0.00142659%
A	72463	PARAGON PROPERTIES, LLC	\$236.23	0.00041139%
A	73010	PARAGON YOUTH & FAMILY SERV, INC. D/B/A OAK MOUNTAIN YOUTH	\$1,371.92	0.00238918%
A	72579	PARK SOUTH PHYSICAL THERAPY, PC	\$4,683.13	0.00815560%
A	72665	PARKSIDE DENTAL CARE D/B/A: RONALD T. BARGANIER, DMD	\$366.46	0.00063818%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	72582	PATRICK E. CROW, DMD	\$314.59	0.00054785%
A	67	PATRICK HENRY HOSPITAL, INC.	\$96,731.21	0.16845595%
A	72583	PAUL V. BARGANIER, D.M.D., P.C.	\$908.16	0.00158155%
A	72584	PEACHTREE ASSISTED LIVING, INC.	\$909.39	0.00158369%
A	72968	PEDIATRIC ASSOCIATES OF ALEXANDER CITY, P.C.	\$84.57	0.00014728%
A	71366	PEDIATRIC ASSOCIATES OF MOBILE, P.A.	\$122.29	0.00021297%
A	72586	PEDIATRIC PHYSICAL THERAPY	\$197.84	0.00034454%
A	72588	PERFORMANCE ADVISORY GROUP	\$16,895.71	0.02942362%
A	72590	PERRY COUNTY HOSPITAL BOARD	\$135,302.65	0.23562753%
A	72594	PERSONA HEALTH SERVICES, INC.	\$1,160.25	0.00202056%
A	72595	PERSONALCARE PARTNERS, LLC	\$2,588.34	0.00450756%
A	70940	PETER KARR	\$45.53	0.00007929%
A	72597	PHENIX HEALTHCARE SERVICES, INC.	\$417,407.69	0.72690921%
A	72598	PHY SERV, LLC	\$695.49	0.00121119%
A	72599	PHYSICIAN CLINIC, INC.	\$183.51	0.00031958%
A	71387	PHYSICIANS CARE, L.L.C.	\$10.85	0.00001890%
A	72600	PHYSICIANS HOSPICE, INC.	\$1,308.72	0.00227912%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72601	PHYSICIAN'S PAIN SPECIALISTS OF ALABAMA, PC	\$452.02	0.00078719%
A	72603	PICKENS COUNTY MEDICAL CENTER, INC. (D/B/A FOR DCH HEALTH SYSTEMS)	\$496,224.05	0.86416671%
A	28043	PIKE COUNTY MEMORIAL HOSPITAL	\$4,146.78	0.00722155%
A	72948	PIKE FAMILY PRACTICE, L.L.C	\$1.65	0.00000287%
A	12062	PIKEVILLE METHODIST HOSPITAL	\$41,383.81	0.07206928%
A	72609	PINNACLE RESEARCH GROUP, LLC	\$268.62	0.00046780%
A	72642	PINSON FAMILY DENTISTRY D/B/A: RANDALL PALMORE, DMD	\$441.57	0.00076899%
A	72610	PIONEER COMMUNITY HOSPITAL OF ABERDEEN	\$329,723.65	0.57420877%
A	238	PORTSMOUTH ACADEMY OF MEDICINE, INC.	\$1,163.72	0.00202660%
A	73014	PPX IMAGING, INC.	\$59.20	0.00010310%
A	72617	PRECISION ULTRA SOUND IMAGING, INC.	\$3,376.10	0.00587943%
A	70452	PREMIER MEDICAL GROUP	\$378.91	0.00065987%
A	72620	PRICARE, PA	\$1,321.37	0.00230115%
A	71425	PRIME CARE, P.C.	\$56.40	0.00009822%
A	72621	PRIMECARE OF DOTHAN, PC	\$2,169.72	0.00377853%
A	72622	PRINCE PLACE, INC.	\$217.61	0.00037896%
A	69	PRINCE WILLIAM HEALTH SYSTEM	\$11,728.70	0.02042535%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	68	PRINCETON MEMORIAL HOSPITAL CORP. D/B/A	\$1,585.83	0.00276170%
A	72625	PRINCETON PERFUSION GROUP, INC.	\$1,358.45	0.00236572%
A	72626	PRIVATE DUTY NURSING SERVICE, INC.	\$12,846.36	0.02237174%
A	72628	PROFESSIONAL HEALTH CARE SERVICES, LLC	\$3,559.40	0.00619864%
A	72632	PROFESSIONAL RESOURCES MANAGEMENT, INC.	\$36,812.12	0.06410775%
A	72634	PSYCHIATRIC ASSOCIATES OF NORTH ALABAMA, PC	\$195.90	0.00034116%
A	72287	QUALITY OF LIFE HEALTH SERVICES, INC.	\$18,501.71	0.03222045%
A	72639	R. SCOTT REYNOLDS, DMD, MS, PC	\$758.79	0.00132142%
A	72643	RANDOLPH COUNTY HEALTH CARE AUTHORITY, INC.	\$417,891.08	0.72775102%
A	72644	RANDOLPH MEDICAL ASSOCIATES, PC	\$519.53	0.00090475%
A	28044	REBSAMEN MEDICAL CENTER, INC.	\$28,783.46	0.05012596%
A	72647	ALABAMA HEALTH CARE AUTHORITY, ALSO D/B/A, INTER ALIA, HELEN KELLER HOSPITAL, NORTHWEST ALABAMA MEDICAL SERVICES, AND CLEVELAND PHARMACY.	\$270,897.13	0.47176327%
A	72648	REGINA HENDRIX, DMD, LLC	\$579.68	0.00100950%
A	72556	REGIONAL MEDICAL CENTER BOARD (D/B/A NORTHEAST ALABAMA REGIONAL MEDICAL CENTER)	\$2,309,306.28	4.02162211%
A	73009	RHONE PARRISH, DMD	\$56.24	0.00009794%
A	4127	RICHARD RUSSELL, M.D.	\$1,941.04	0.00338029%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	40	RICHMOND EYE AND EAR HOSPITAL	\$91,766.63	0.15981020%
A	72656	RIVER OAKS CLINIC	\$384.93	0.00067035%
A	72659	RIVERSIDE OPTICAL	\$611.52	0.00106495%
A	3	RIVERSIDE TAPPAHANNOCK HOSPITAL	\$403,784.37	0.70318440%
A	72660	RIVERVIEW HEALTHCARE SERVICES, LLC	\$18,204.53	0.03170291%
A	244	ROMAN EAGLE MEMORIAL HOME	\$29,756.35	0.05182024%
A	72666	ROSEWOOD TERRACE, INC.	\$2,052.51	0.00357442%
A	72186	RUAH MEDICAL SERVICES, LLC	\$860.56	0.00149865%
A	72969	RUIZ NEUROSURGERY CLINIC	\$39.77	0.00006926%
A	72667	RURAL HEALTH MEDICAL PROGRAM, INC.	\$7,001.37	0.01219278%
A	72669	RUSSELL HOSPITAL CORPORATION (D/B/A RUSSELL MEDICAL CENTER)	\$263,157.92	0.45828555%
A	72670	RUSSELL STUDENT HEALTH CENTER	\$126,260.72	0.21988114%
A	73003	S & K PC	\$85.34	0.00014862%
A	71391	SALLY PIGOTT	\$73.45	0.00012791%
A	71548	SAND MOUNTAIN FAMILY PRACTICE CENTER,P.C.	\$45.87	0.00007988%
A	71549	SAND MT. SURGICAL ASSOC.	\$50.40	0.00008777%
A	71300	SANDRA S. NORRIS	\$0.15	0.00000026%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72672	SEALE HARRIS CLINIC, P.C.	\$1,301.15	0.00226593%
A	72675	SENIOR SERVICES, INC.	\$1,640.11	0.00285623%
A	77	SENTARA HEALTHCARE	\$6,122,842.16	10.66283742%
A	72677	SERENITY HEARTH, INC.	\$1,921.65	0.00334652%
A	72678	SEXUAL ASSAULT CRISIS CENTER	\$229.27	0.00039927%
A	72681	SHELBY FAMILY CHIROPRACTIC CENTER, INC.	\$260.41	0.00045350%
A	71598	SHELBY PLASTIC SURGERY,SKIN CANCER AND LASER SURGE	\$125.04	0.00021776%
A	58	SHENANDOAH MEMORIAL HOSPITAL, INC.	\$74,296.59	0.12938639%
A	230	SHENANDOAH VALLEY HEALTH SERVICES	\$21,598.08	0.03761273%
A	28046	SILOAM SPRINGS MEMORIAL HOSPITAL	\$3,376.57	0.00588025%
A	54	SMYTH COUNTY COMMUNITY HOSPITAL	\$4,621.69	0.00804860%
A	72686	SNOW SLEEP CENTER	\$881.07	0.00153437%
A	161	SNYDER NURSING HOME	\$861.28	0.00149991%
A	72326	SOUTH BUTLER MEDICAL SERVICES, L.L.C.	\$58,600.71	0.10205225%
A	73001	SOUTHEAST MEDICAL RADIATION	\$172.17	0.00029983%
A	72690	SOUTHEAST VEIN & LASER CENTER	\$206.03	0.00035880%
A	72692	SOUTHEASTERN CARDIOLOGY CONSULTANTS	\$7,025.80	0.01223532%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	71647	SOUTHEASTERN CARDIOVASCULAR ASSOC., PC	\$201.65	0.00035117%
A	72538	SOUTHEASTERN PSYCHIATRIC MANAGEMENT, INC. (D/B/A MOUNTAIN VIEW HOSPITAL)	\$112,244.41	0.19547195%
A	72695	SOUTHEASTERN PSYCHIATRIC MANAGEMENT, INC. MOUNTAIN (D/B/A MOUNTAIN VIEW HOSPITAL)	\$19,059.84	0.03319242%
A	9034	SOUTHEASTERN REGIONAL MEDICAL CENTER	\$143,671.65	0.25020201%
A	71646	SOUTHERN ANESTHESIA SPECIALIST, P.C.	\$56.38	0.00009818%
A	72697	SOUTHERN CLINIC, P.C.	\$1,733.01	0.00301801%
A	72698	SOUTHERN DRUG RESEARCH NETWORK, INC.	\$2,043.72	0.00355911%
A	72700	SOUTHERN ESTATES, LLC	\$1,722.32	0.00299939%
A	28028	SOUTHERN HEALTH CARE OF ARKANSAS, INC.	\$22,329.83	0.03888706%
A	72702	SOUTHERN MEDICAL GROUP, INC.	\$62,871.03	0.10948895%
A	72703	SOUTHERN NEUROLOGY, P.C.	\$788.03	0.00137234%
A	72704	SOUTHERN NURSING SERVICES, INC.	\$2,365.31	0.00411915%
A	72705	SOUTHERN PHYSICAL MEDICINE & REHABILITATION	\$602.30	0.00104890%
A	72706	SOUTHERN RESEARCH INSTITUTE	\$58,791.94	0.10238528%
A	72711	SPRINGHILL EMERGENCY PHYSICIANS, P.C.	\$2,946.29	0.00513092%
A	72713	SPRINGHILL HOSPITALS, INC. (D/B/A FOR SPRINGHILL MEMORIAL HOSPITAL)	\$334,824.44	0.58309172%
A	72203	SPRINGHILL SURGERY CENTER	\$5,287.98	0.00920894%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	28032	ST BERNARD'S BEHAVIORAL HEALTH SERVICES	\$4,830.06	0.00841148%
A	72036	ST CLAIR AMBULANCE SRVC. D/B/A: AMCARE PARAMEDIC TRANSPORT	\$21,454.05	0.03736190%
A	72718	ST CLAIR COUNTY DEPARTMENT OF SENIOR SERVICES	\$1,939.70	0.00337796%
A	9033	ST. LUKE'S HOSPITAL, INC.	\$45,325.79	0.07893418%
A	72720	STACEY'S MANOR I & II	\$1,271.12	0.00221364%
A	9035	STANLY HEALTH SERVICES	\$35,825.11	0.06238889%
A	72721	STEPHEN N. SHEPHERD	\$569.42	0.00099164%
A	72338	STERLING CARE, INC.	\$1,604.44	0.00279411%
A	70846	STEWART HOVEN	\$0.97	0.00000169%
A	72722	STINSON HOUSE, LLC	\$1,027.38	0.00178917%
A	28047	STUTTGART REGIONAL MEDICAL CENTER	\$34,879.76	0.06074258%
A	72724	SUNRISE MANOR	\$1,013.40	0.00176482%
A	136	SURGI CENTER OF WINCHESTER INC	\$7,328.02	0.01276164%
A	72728	SURGICAL SPECIALISTS OF ALABAMA, P.C.	\$1,847.15	0.00321678%
A	71724	TALLADEGA OB/GYN,P.C.	\$301.01	0.00052420%
A	71723	TALLEDEGA ANESTHESIA GROUP	\$84.42	0.00014702%
A	72733	TANNEHILL HAVEN, INC.,	\$4,928.51	0.00858293%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72142	THE CARDIOVASCULAR CLINIC OF ANNISTON, PC	\$644.60	0.00112256%
A	72167	THE COLBERT COUNTY-NORTHWEST HEALTHCARE AUTHORITY	\$7,833.73	0.01364232%
A	72357	THE HAVEN FOR GREATER LIVING, INC.	\$1,269.40	0.00221064%
A	72398	THE HUIE GROUP, INC.	\$549.75	0.00095738%
A	72619	THE PRESSURE COMPANY, INC.	\$244.19	0.00042525%
A	72759	THE RADIOLOGY CLINIC, LLC	\$23,596.22	0.04109246%
A	72340	THE SEASONS OF TALLADEGA D/B/A GREENWOOD PLACE	\$677.05	0.00117907%
A	72727	THE SURGICAL CLINIC OF ANNISTON, P.A.	\$5,866.41	0.01021626%
A	72729	THE SURVEY COMPANIES, LLC	\$1,454.48	0.00253296%
A	72788	THE VERANDA, LLC	\$1,457.65	0.00253848%
A	84	THE VIRGINIA HOME	\$12,822.03	0.02232937%
A	72742	THOMAS E. DUDNEY DMD PC	\$455.83	0.00079382%
A	71762	TIM DAY, M.D., P.C.	\$37.48	0.00006527%
A	72108	TOMBIGBEE HEALTHCARE AUTHORITY, THE (OPERATING AS, INTER ALIA, BRYAN W. WHITFIELD MEMORIAL HOSPITAL)	\$780,528.74	1.35927905%
A	72746	TOMMY N. MCGEE, DMD	\$398.30	0.00069363%
A	72748	TOTAL HEALTHCARE SERVICES, INC.	\$11,881.88	0.02069212%
A	72750	TRI-COUNTY MEDICAL CENTER, INC.	\$3,931.45	0.00684656%

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EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	% SHARE RESIDUAL ASSETS	
			TOTAL	
A	72832	TURENNE & ASSOCIATES, LLC	\$2,683.27	0.00467287%
A	72752	TURENNE & SCHMIDT HEALTHCARE MANAGEMENT COMPANY, I	\$1,851.04	0.00322356%
A	72754	TUSCALOOSA CLINIC, P.C.	\$4,783.85	0.00833100%
A	71808	TUSCALOOSA CLINIC, P.C.	\$116.14	0.00020226%
A	72755	TUSCALOOSA EAR, NOSE & THROAT CENTER, P.C.	\$7,272.93	0.01266570%
A	72757	TUSCALOOSA OPHTHALMOLOGY, P.C.	\$2,194.49	0.00382167%
A	72758	TUSCALOOSA PEDIATRICS, P.C.	\$4,281.52	0.00745620%
A	72761	TUSCALOOSA UROLOGY CENTER, LLP	\$995.33	0.00173335%
A	72762	TWIN MAGNOLIAS ASSISTED LIVING	\$1,699.89	0.00296033%
A	72763	TYLER HOLMES MEMORIAL HOSPITAL	\$82,494.91	0.14366364%
A	72764	UAB HEALTH SYSTEM	\$171,592.70	0.29882610%
A	72765	UNITED CEREBRAL PALSY OF WEST ALABAMA, INC.	\$595.96	0.00103786%
A	72306	UNITED FLORALA, INC. (D/B/A FLORALA MEMORIAL HOSPITAL)	\$83,868.47	0.14605568%
A	72769	UNIVERSITY OF SOUTH ALABAMA HEALTH SERVICES FOUNDATION	\$55,914.71	0.09737463%
A	72770	UNIVERSITY ORTHODONTICS, P.C.	\$1,465.51	0.00255216%
A	72771	UNIVERSITY ORTHOPAEDIC CLINIC, P.C.	\$8,861.15	0.01543156%
A	72772	UNIVERSITY SURGICAL ASSOCIATES, PC	\$888.63	0.00154754%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72773	UROLOGY ASSOCIATES OF MOBILE, PA	\$3,821.88	0.00665575%
A	72777	VALLEY FAMILY DENTISTRY, P.C.	\$340.88	0.00059364%
A	133	VALLEY HEALTH SERVICES INC	\$6,209.48	0.01081372%
A	99	VALLEY NURSING HOMES, INC. D/B/A	\$111,002.89	0.19330986%
A	71823	VALLEY RADIOLOGICAL ASSOCIATES	\$124.87	0.00021746%
A	72778	VARICOSIS & LASER CENTER OF ALABAMA, P.C.	\$609.48	0.00106140%
A	72779	VASCULAR SPECIALISTS OF MOBILE, P.C.	\$1,831.46	0.00318946%
A	72781	VAUGHAN COMMUNITY HEALTH SERVICE	\$2,911.20	0.00506981%
A	72780	VAUGHAN HEALTHCARE, INC.	\$118,396.02	0.20618489%
A	500	VIRGINIA HEALTH SERVICES, INC.	\$221,226.62	0.38526283%
A	72791	VISION PARTNERS, LLC	\$922.23	0.00160605%
A	72795	VISTA MED-SUPPLY, INC.	\$162.13	0.00028235%
A	72799	W. KEITH HARVEY, DMD, PC	\$705.73	0.00122902%
A	72800	WADE & VIRGINIA ACTON D/B/A SUNSET VALLY ASSISTING LIVING	\$1,141.35	0.00198764%
A	72801	WADE CLINIC OF CHIROPRACTIC, PC	\$353.96	0.00061642%
A	59	WALTER REED MEMORIAL HOSPITAL	\$134,845.43	0.23483129%
A	72806	WARREN L. WALLACE, MD, PC	\$286.17	0.00049836%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	100	WARREN MEMORIAL HOSPITAL	\$447,682.16	0.77963174%
A	72807	WARRINGTON CLINIC, PA	\$1,373.22	0.00239144%
A	71870	WARRINGTON CLINIC, PA	\$118.35	0.00020610%
A	9018	WAYNE MEMORIAL HOSPITAL	\$123,250.08	0.21463816%
A	4126	WAYNE T. LAMAR, M.D., P.A.	\$8,310.02	0.01447177%
A	5139	WELLMONT HEALTH SYSTEM	\$667,800.57	1.16296464%
A	72811	WEST ALABAMA FAMILY PHYSICIANS, P.C.	\$3,628.36	0.00631873%
A	72812	WEST ALABAMA HEALTH SERVICES, INC.	\$85,145.53	0.14827966%
A	71886	WEST ALABAMA NEPHROLOGY	\$38.19	0.00006651%
A	72813	WEST ALABAMA NEUROSURGICAL & SPINE CONSULTANTS, PC	\$1,807.26	0.00314732%
A	72490	WEST TUSCALOOSA COMMUNITY HEALTH CENTER, INC.	\$10,295.50	0.01792946%
A	9027	WESTCARE, INC. D/B/A WESTCARE HEALTH	\$37,981.85	0.06614482%
A	72815	WHITTINGTON RETIREMENT, INC.	\$1,937.98	0.00337496%
A	72114	WILLIAM R. CROCKER D/B/A BUTTERWORTH NURSING AGENCY	\$10,063.56	0.01752554%
A	72818	WILLIAM RAYMOND HAMMOCK, JR., DMD, PA	\$313.10	0.00054526%
A	72820	WILLIS J. MERIWETHER, DMD, PC	\$1,026.93	0.00178838%
A	9015	WILMED HEALTHCARE, INC.	\$71,146.18	0.12390000%

A = active as of 12/31/02

EXHIBIT 3 - CURRENT SUBSCRIBERS W/ POSITIVE EQUITY ACCOUNT BALANCES AS OF 12/31/02 (AND % SHARE OF ANY RESIDUAL ASSETS)

Status	Subscriber Number	Subscriber Name	TOTAL	% SHARE RESIDUAL ASSETS
A	72823	WIREGRASS SURGICAL ASSOCIATES, P.C. (D/B/A FOR GENEVA COUNTY HEALTHCARE AUTHORITY)	\$2,432.88	0.00423682%
A	72825	WOMEN'S HEALTHCARE OF DOTHAN, P.C.	\$5,614.95	0.00977835%
A	72831	WOMEN'S HEALTHCARE PROFESSIONALS, P.C.	\$7,654.33	0.01332990%
A	72826	WOMEN'S THERAPY & WELLNESS CENTER	\$309.85	0.00053960%
A	72829	WV MEDICAL SERVICES, P.C.	\$463.72	0.00080756%
A	72830	YOUTH ENHANCEMENT SYSTEMS, LLC	\$310.64	0.00054097%
			\$57,422,259.39	100.00000000%

EXHIBIT 4

EXHIBIT 4 - RECORDS RETENTION SCHEDULE

RECORDS RETENTION SCHEDULE FOR RECIPROCAL OF AMERICA AND THE RECIPROCAL GROUP, IN RECEIVERSHIP FOR LIQUIDATION (AND FOR RECORDS OF TRG'S SUBSIDIARIES)	
NOTE: The retention periods provided below may be extended by counsel to the extent required for pending litigation or appeals.	
Document Category	Retention Period
<u>FINANCIAL SERVICES</u>	
accounts payable ledgers and schedules	Retain pursuant to retention schedule for relevant tax year
accounts receivable ledgers & trial balances	
audit reports	
bank reconciliations	
bank statements	
board minutes	
budgets	Retain until the earlier of 3 years after close of budget year or 1 year after close of the receivership
by-laws, charter, articles of incorporation, etc.	Retain until 1 year after close of receivership
cancelled checks	Retain until the earlier of 7 years after date issued or 1 year after the close of the receivership (unless related to the determination of income tax liability for open tax years, in which case retain pursuant to retention schedule for relevant tax year)
capital call and equity account records	Retain until 1 year after close of receivership
cash books (cash disbursements & cash receipts journals)	Retain pursuant to retention schedule for relevant tax year
claim files (except for Notices of Determination)	Retain until Final Order approving this schedule is no longer appealable.
claim files (Notices of Determination only)	Retain digital copy until 1 year after close of receivership
actuarial reports on loss reserves	Retain for 5 years from date issued (unless related to the determination of income tax liability for open tax years, in which case retain pursuant to retention schedule for relevant tax year)
contracts, notes & leases - expired	Retain until 5 years after contract termination
correspondence	Retain until 2 years after date created
deeds, mortgages and bills of sale	Retain pursuant to retention schedule for relevant tax year
expense analyses and expense distribution schedules	Retain pursuant to retention schedule for relevant tax year
financial statements - end of year	Retain pursuant to retention schedule for relevant tax year
fixed asset records (invoices, depreciation schedules)	Retain pursuant to retention schedule for relevant tax year
general & private ledgers	Retain pursuant to retention schedule for relevant tax year
insurance policies under ROA or TRG or TRG's subsidiaries are insured	Retain until 5 years after contract termination

investments - statements & workpapers	Retain pursuant to retention schedule for relevant tax year
invoices from vendors	Retain pursuant to retention schedule for relevant tax year
journals	Retain pursuant to retention schedule for relevant tax year
miscellaneous internal reports	Retain pursuant to retention schedule for relevant tax year
notes receivable ledgers and trial balances	Retain pursuant to retention schedule for relevant tax year
petty cash vouchers	Retain pursuant to retention schedule for relevant tax year
proof of claim files (except for Notices of Determination)	Retain until Final Order approving this schedule is no longer appealable.
proof of claim files (Notices of Determination only)	Retain digital copy until 1 year after close of receivership
sales & use tax returns	Retain until the earlier of 5 years after filing or 1 year after the close of the receivership
sales records	Retain pursuant to retention schedule for relevant tax year
subsidiary ledgers to the general ledger & trial balance	Retain pursuant to retention schedule for relevant tax year
tax returns & worksheets, revenue agents' reports and other documents relating to determination of income tax liability for open tax years	Retain for open years until 5 years after date return was filed (but retain documentation of tax loss carryforwards until 5 years after filing the return for the last tax year to which tax losses are carried forward)
trial balances - year-end	Retain pursuant to retention schedule for relevant tax year
vouchers for payments to vendors, employees, etc.	Retain pursuant to retention schedule for relevant tax year

**RECORDS RETENTION SCHEDULE FOR RECIPROCAL OF AMERICA AND THE RECIPROCAL GROUP, IN RECEIVERSHIP FOR LIQUIDATION
(AND FOR RECORDS OF TRG'S SUBSIDIARIES)**

NOTE: The retention periods provided below may be extended by counsel to the extent required for pending litigation or appeals.

<u>TRG HUMAN RESOURCES/PAYROLL</u>	<u>Retention Period</u>
accident reports and claims (settled cases)	Retain until the earlier of 6 years from date of settlement or 1 year after the close of the receivership
employee personnel contracts - expired	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
employee personnel records - after termination	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
employment agreements	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
employment applications (non-hires)	Retain until the earlier of 3 years after received or 1 year after the close of the receivership
employment application (hires) (from date of termination)	Retain until the earlier of 5 years after termination or 1 year after the close of the receivership
employment eligibility verification (1-9 form) (from date of termination)	Retain until the earlier of 3 years after termination or 1 year after the close of the receivership
garnishments	Retain until the earlier of 1 year after transfer to a liquidating trustee or 1 year after the close of the receivership
help wanted ads and job opening notices	Retain until the earlier of 2 years after publication or 1 year after the close of the receivership
payroll records and summaries, including payments to pensioners	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
payroll journal	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
payroll records	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
payroll tax reports	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
records of job injuries causing loss of work	Retain until the earlier of 5 years after termination or one year after the close of the receivership

training manuals	Retain until the earlier of 1 year after cease using or 1 year after the close of receivership
withholding tax statements	Retain until 5 years after the filing of the relevant tax return
<u>TRG EMPLOYEE BENEFIT PLAN RECORDS</u>	
allocation and compliance testing	Retain until the earlier of 6 years after creation, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership
information returns (Form 5500)	Retain until the earlier of 6 years from date of filing, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership
IRS/Dept. of Labor correspondence	Retain until the earlier of 6 years from date of filing, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership
plan and trust agreements	Retain until the earlier of 6 years from date of plan termination, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership

**RECORDS RETENTION SCHEDULE FOR RECIPROCAL OF AMERICA AND THE RECIPROCAL GROUP, IN RECEIVERSHIP FOR LIQUIDATION
(AND FOR RECORDS OF TRG'S SUBSIDIARIES)**

NOTE: The retention periods provided below may be extended by counsel to the extent required for pending litigation or appeals.

<u>TRG HUMAN RESOURCES/PAYROLL</u>	<u>Retention Period</u>
accident reports and claims (settled cases)	Retain until the earlier of 6 years from date of settlement or 1 year after the close of the receivership
employee personnel contracts - expired	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
employee personnel records - after termination	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
employment agreements	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
employment applications (non-hires)	Retain until the earlier of 3 years after received or 1 year after the close of the receivership
employment application (hires) (from date of termination)	Retain until the earlier of 5 years after termination or 1 year after the close of the receivership
employment eligibility verification (1-9 form) (from date of termination)	Retain until the earlier of 3 years after termination or 1 year after the close of the receivership
garnishments	Retain until the earlier of 1 year after transfer to a liquidating trustee or 1 year after the close of the receivership
help wanted ads and job opening notices	Retain until the earlier of 2 years after publication or 1 year after the close of the receivership
payroll records and summaries, including payments to pensioners	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
payroll journal	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
payroll records	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
payroll tax reports	Retain until the earlier of 6 years after termination or 1 year after the close of the receivership
records of job injuries causing loss of work	Retain until the earlier of 5 years after termination or one year after the close of the receivership

training manuals	Retain until the earlier of 1 year after cease using or 1 year after the close of receivership
withholding tax statements	Retain until 5 years after the filing of the relevant tax return
<u>TRG EMPLOYEE BENEFIT PLAN RECORDS</u>	
allocation and compliance testing	Retain until the earlier of 6 years after creation, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership
information returns (Form 5500)	Retain until the earlier of 6 years from date of filing, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership
IRS/Dept. of Labor correspondence	Retain until the earlier of 6 years from date of filing, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership
plan and trust agreements	Retain until the earlier of 6 years from date of plan termination, 1 year after transfer to a liquidating trustee, or 1 year after the close of the receivership

EXHIBIT 5

PROPOSED DISTRIBUTION OF ROA AND TRG ASSETS

