

REPORT ON EXAMINATION
OF THE
PROFESSIONAL LIABILITY INSURANCE COMPANY
NASHVILLE, TENNESSEE

AS OF
DECEMBER 31, 2007

THE DEPARTMENT OF COMMERCE AND INSURANCE
STATE OF TENNESSEE
NASHVILLE, TENNESSEE

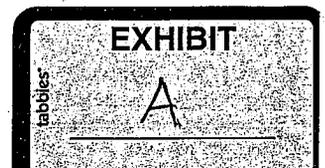


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Dear Commissioners:

Pursuant to your instructions and in accordance with the Tennessee insurance laws, regulations, and resolutions adopted by the National Association of Insurance Commissioners ("NAIC") a financial examination and market conduct review has been made concerning the condition and affairs of the

PROFESSIONAL LIABILITY INSURANCE COMPANY

Nashville, Tennessee

hereinafter generally referred to as the "Company," and a report thereon is respectfully submitted as follows:

SCOPE OF EXAMINATION

The previous examination of the Company was made as of December 31, 2002. This examination was commenced on August 25, 2008 and was conducted by duly authorized representatives of the Tennessee Department of Commerce and Insurance ("TDCI"). It covers the period from January 1, 2003 through December 31, 2007 and may include any material transactions and/or events occurring subsequent to the examination date and noted during the course of the examination. The examination of the financial condition of the Company was conducted in accordance with guidelines and procedures contained in the NAIC Financial Examiners Handbook. This examination was made simultaneously with the Company's parent, Hospital Underwriting Group, Inc. ("HUG"). The examination included a review of the Company's practices and procedures, an examination of management records, tests and analysis of detailed transactions within the examination period, and an evaluation of the assets and a determination of liabilities as of December 31, 2007, as deemed necessary under the circumstances.

The previous examination produced three (3) directives to the Company. They are listed below with their resolutions as follows:

- The Company was directed to comply with Tenn. Code Ann. § 56-11-206 by filing all applicable transactions at least thirty (30) days prior to their entry. Should any such transactions previously entered into not have received approval, the Company is further ordered to file all such transactions with the TDCI for its review and approval.

On July 15, 2004, the Company filed their Management Service Agreement with its parent, HUG with the TDCI for its review and approval.

- The Company was directed to comply with the terms of the Subordinated Promissory Note that was approved by the TDCI on May 4, 1995, by receiving the TDCI's approval prior to making any principal or interest payments under the note. On July 15, 2004, the Company sent a letter to the TDCI requesting

approval for all prior interest payments made on the Subordinated Promissory Note. In the same letter, the Company stated for all future payments they will request approval by the TDCI thirty (30) days prior to settlement.

- The Company was directed to comply with Tenn. Code Ann. § 56-1-501 by filing accurate annual statements and preparing its financial statements in accordance with the NAIC's Accounting Practices and Procedures Manual. Such preparation includes, but is not limited to, accurately reporting the assets of the Company in light of Tenn. Code Ann. § 56-1-405.

During the post on-site review the Company stated they will comply with Tenn. Code Ann. § 56-1-405 and various state deposits will be ratably nonadmitted if outstanding reserves in a particular state are less than the required deposit.

In addition, an examination of the following areas was made:

- Company History
- Affiliated Companies
- Fidelity Bond and Other Insurance
- Pension, Stock Ownership and Insurance Plans
- Statutory Deposits
- Insurance Products and Related Practices
- Accounts and Records
- Subsequent Events
- Financial Statements (with comments)
- Capital and Surplus

They are discussed in detail as follows:

COMPANY HISTORY

General: The Company was incorporated as a pure captive insurance company on December 31, 1978. Effective January 1, 1979, the Company was issued a Certificate of Authority by the TDCI to write professional liability insurance or errors and omissions insurance combined with comprehensive general liability insurance. On March 28, 1985 the Company converted from a "captive insurance company" to a regular stock property and casualty insurance company. During this examination period, the Company

amended its charter for a change of address of its principle office.

Capital Stock: The Company has authorized 1,600 shares of common stock at \$850 par value, of which 1,223 shares were outstanding at December 31, 2007. All outstanding shares are owned by HUG.

Management and Control: Management of the Company is vested in a four-member board of directors. Directors serve until the next annual meeting of the shareholders and thereafter, until a successor has been elected.

The following persons were duly elected by the sole shareholder on March 20, 2007 and were serving as members of the board of directors on December 31, 2007:

Name and Residence

Robert J. Schwebel

Dallas, Texas

Timothy L. Pullen

Dallas, Texas

Horace E. Gaddis, Jr.

Nashville, Tennessee

Michael L. DeWitt

Dallas, Texas

Principal Occupation

Vice President Risk Management

Tenet Healthcare Corporation

Chief Accounting Officer

Tenet Healthcare Corporation

Senior Director Risk Management

Tenet Healthcare Corporation

Senior Director Risk Management

Tenet Healthcare Corporation

The members of the board of directors were incorrectly reported in the Company's annual statement.

The officers of the Company are appointed by the board of directors and include President, one (1) or more Vice Presidents, Secretary, Treasurer, and any other officers designated by the board of directors.

At the board of directors Meeting on March 20, 2007, the following officers were duly elected and were serving at December 31, 2007:

Name

Title

Robert J. Schwebel
Horace E. Gaddis, Jr.
Michael Lee DeWitt
Dayna L. Nickles

Chairman of the Board and President
Vice President – Operations and Secretary
Vice President and Treasurer
Assistant Secretary

The current officers were incorrectly reported in the Company's 2007 annual statement.

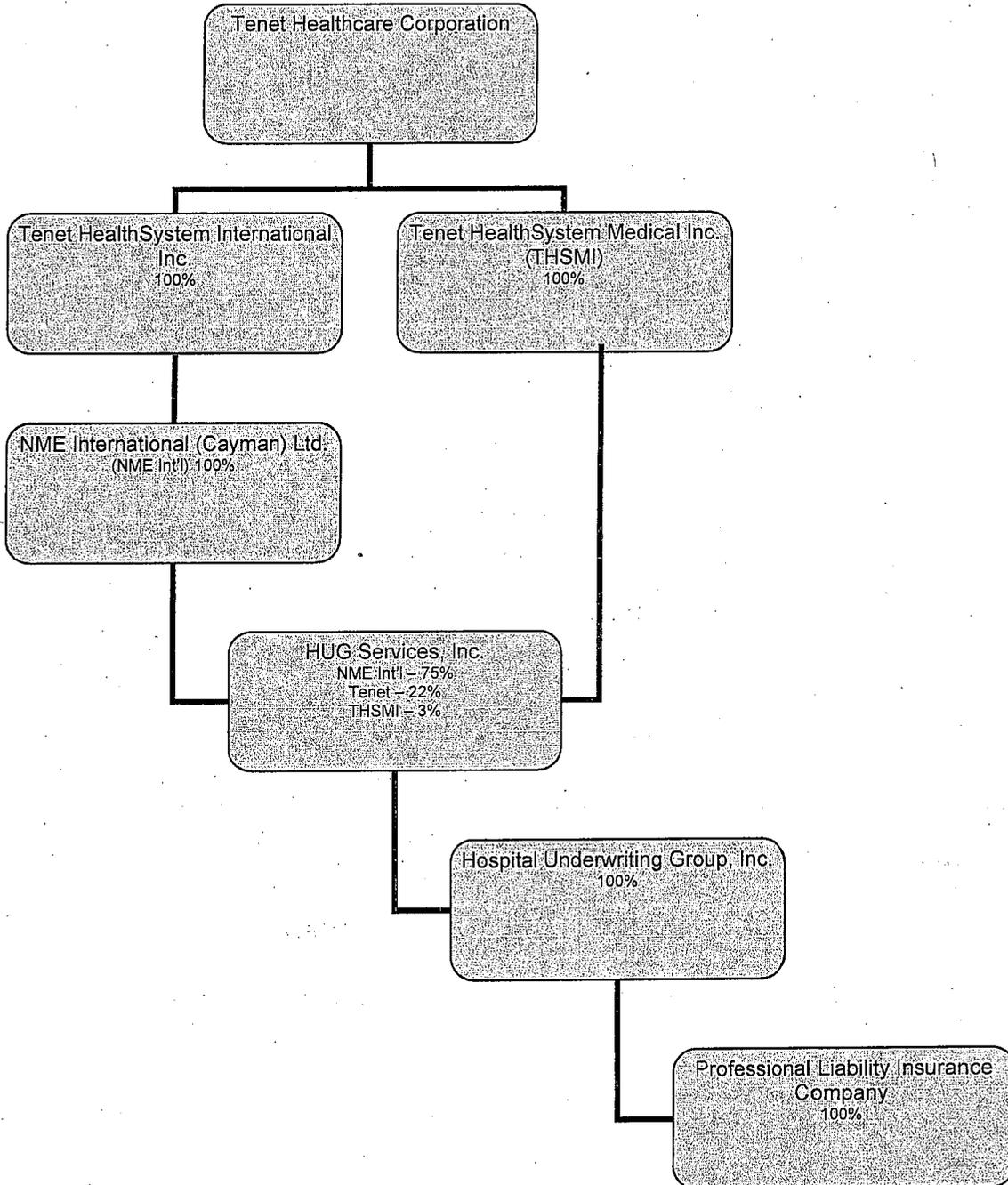
Conflict of Interest Procedure: The Company has an established conflict of interest policy for its officers and directors. Directors, officers and certain employees are required to complete an annual conflict of interest questionnaire. This questionnaire is used for all entities within the holding company system and persons required to complete the certificate sign only one form regardless of the number of positions they hold with different companies throughout the system. The examiner reviewed the questionnaires completed by the Company's directors and major officers for the period under review without exception. Pursuant to Tenn. Code Ann. § 56-3-103, the officers of the Company are not pecuniarily interested in the investment or disposition of funds of a domestic company.

Corporate Records: For the period under examination, the Company's shareholders and directors meetings minutes were reviewed. Such minutes were reviewed and found to adequately approve and support company transactions and events. The previous examination report was not reviewed by the company's board of directors. Also, the Company's shareholders and directors have not met since March 2007.

AFFILIATED COMPANIES

The Company, HUG and its parent, HUG Services, Inc. ("Services"), are members of an insurance holding company system, as defined by Tenn. Code Ann. § 56-11-201, of which Tenet Healthcare Corporation ("Tenet") is the ultimate parent. There are no persons that own in excess of 10% of the voting shares of Tenet.

The following abridged organizational chart depicts the Company's relationship within the holding company system:



Management Agreements

Services Agreement: On August 11, 2006, the Company entered into a services agreement with Tenet HealthSystem Medical Inc. ("THSMI"). Under the agreement, THSMI shall provide personnel for accounting, bookkeeping, data processing, claims handling, secretarial, and other administrative duties. In return, the Company will compensate THSMI \$10,000 annually for such services. TDCI approved this agreement on July 31, 2006. As of December 31, 2007, the Company has not paid the agreed amount to THSMI for 2006.

Tax Sharing Agreement: The Company entered into a tax sharing agreement with HUG Services Inc. ("Services") on December 2, 1988. Under the agreement Services expects to file a consolidated federal income tax return. The Company will pay/receive to/from Services an amount equal to its federal tax liability/refund as if the Company had filed returns separately for the period.

FIDELITY BOND AND OTHER INSURANCE

The following is a schedule of insurance maintained by Tenet at December 31, 2007:

<u>Type of Coverage</u>	<u>Amount</u>	<u>Description</u>
Commercial Crime	\$15,000,000	Employee Dishonesty
	\$2,500,000	Deductible
Workers' Compensation and Employers' Liability	\$2,000,000	Each Accident
	\$2,000,000	Disease-Each Employee
	\$2,000,000	Disease-Policy Limit
Commercial Property	\$44,000,000	Per Occurrence
	\$50,000,000	Annual Aggregate

The above coverages were issued by companies licensed or allowed to transact business in the State of Tennessee. Tenet carries a \$15,000,000 blanket employee

dishonesty policy. This coverage exceeds the NAIC suggested minimum for fidelity bond coverage of \$50,000 to \$75,000. The Company was not listed as a named insured in each of the above policies.

PENSION, STOCK OWNERSHIP, AND INSURANCE PLANS

The Company has no employees. Employees are provided through the Services Agreement described in the 'Affiliated Companies' section of this report. Each employee of the subsidiary providing services to the companies are afforded medical, dental, vision, AD&D and life insurance benefits which are paid by employee contributions and employer subsidies. Employees are eligible to participate in the 401K plan with pre-tax contributions up to 25% of eligible compensation to the annual statutory maximum. The company provides a matching contribution up to the first 3% of eligible compensation. Additionally, Tenet provides a bonus plan to its managers and senior employees. The plan is based on consolidated results of Tenet which include financial, quality, and other metrics. Depending on title, management is eligible for target bonuses from 10% to 90% of annual salary. Based on results from plan scorecard, target bonuses can be increased or decreased.

STATUTORY DEPOSITS

The Company maintained the following deposits at December 31, 2007:

<u>Jurisdiction</u>	<u>Description of Security</u>	<u>Par Value</u>	<u>Book Value</u>	<u>Market Value</u>
Arkansas - Dept. of Insurance	Cash	\$105,000	\$105,000	\$105,000
North Carolina - Dept. of Insurance	First American Treasury Obligation Cusip # 31846V-41-9	252,496	252,496	252,496
South Carolina - Dept. of Insurance	Campbell Soup 6.90%, Due 10-15-06 Cusip # 134429-AJ-8 Federal Home Loan Bank	160,000	160,000	160,000

<u>Jurisdiction</u>	<u>Description of Security</u>	<u>Par Value</u>	<u>Book Value</u>	<u>Market Value</u>
Tennessee - Dept. of Insurance	4.250%, Due 06-11-2010 Cusip # 3133XB-TH-8			
		750,000	750,000	761,250
Total		<u>\$1,165,425</u>	<u>\$1,176,339</u>	<u>\$1,243,042</u>

These deposits were verified by written confirmations. Only the Tennessee deposit is considered an admitted asset in accordance with Tenn. Code Ann. § 56-1-405. States where special deposits are not for the benefit of all policyholders, claimants, and creditors of the Company are Arkansas, North Carolina, and South Carolina.

INSURANCE PRODUCTS AND RELATED PRACTICES

Policy Forms and Underwriting: Effective July 1, 1998, the Company discontinued underwriting any new policies. Prior to July 1, 1998, the Company issued medical malpractice insurance policies to physicians who practiced at facilities owned by the policyholders / stockholders of HUG, the parent company. Policies were generally written with liability limits up to \$1,000,000 per claim or occurrence and up to \$3,000,000 annual aggregate.

Territory and Plan of Operation: As of December 31, 2007, the Company was licensed to transact business in the States of Tennessee, California, North Carolina, Nebraska, Oregon, and Texas. In addition, the Company has surplus lines authority in the states of Arkansas, Mississippi, and Kansas. Certificates of Authority for the jurisdictions could not be located by the Company; therefore, they were not reviewed. The Company had their Nebraska license expire and has voluntarily submitted their license to Oregon in 2008.

The Company will continue to maintain investments and loss reserves associated with existing long-tail insurance policies.

Advertising and Sales Material: The Company is in runoff; therefore, they are not advertising.

Treatment of Policyholders: Inquiries made to the various policyholders service offices and the NAIC market conduct database indicated no concerns or complaints with the Company during the period under examination.

Growth of Company: The following exhibit depicts certain aspects of the growth of the Company since the last examination at December 31, 2002, according to the annual statements filed with the TDCI:

Year	Gross Premiums Written	Net Premiums Written	Premiums Earned	Losses and LAE Incurred	Net Income	Net Admitted Assets	Capital and Surplus
2002	0	0	0	72,499	(51,861)	6,111,957	4,092,117
2003	0	0	0	0	(58,010)	5,534,881	4,034,107
2004	0	0	0	(108,834)	(28,653)	4,889,574	4,005,454
2005	2,640	2,640	1,540	252,987	(360,987)	4,618,263	3,648,572
2006	2,640	2,640	1,540	763,961	705,687	4,176,629	2,578,563
2007	2,640	1,540	1,540	(233,175)	355,578	3,948,779	2,820,131

Business in Force by State: The following exhibit depicts the business in force by state of the Company according to the December 31, 2007 statement filed with the TDCI:

State	Direct Premiums Written	Direct Premiums Earned	Direct Losses Paid	Direct Losses Incurred	Direct Losses Unpaid	Finance & Service Charges
Arkansas	0	0	0	0	0	0
California	0	0	0	0	0	0
Kansas	0	0	0	0	0	0
Louisiana	0	0	270,883	(232,917)	116,136	0
Mississippi	0	0	0	0	0	0
Nebraska	0	0	0	0	0	0
North Carolina	0	0	0	0	0	0
Oregon	0	0	0	0	0	0

South Carolina	0	0	0	344,276	483,902	0
Tennessee	2,640	1,540	0	0	0	0
Texas	0	0	0	0	0	0
Total	<u>\$2,640</u>	<u>\$1,540</u>	<u>\$270,883</u>	<u>\$111,359</u>	<u>\$600,038</u>	<u>\$0</u>

Loss Experience: The following exhibit depicts certain aspects of the Company's loss experience according to the annual statements filed with the TDCI:

Year	Losses Incurred	LAE Incurred	Premiums Earned	Loss Ratio
2002	(511,152)	583,651	0	0%
2003	38,390	(38390)	0	N/A
2004	(53,538)	(55,296)	0	N/A
2005	(82,412)	334,029	1,540	16,428%
2006	136,075	159,025	1,540	19,162%
2007	111,359	(344,534)	1,540	(15,141%)

ACCOUNTS AND RECORDS

The Company maintains the accounting and administration of the original books and records in Dallas, Texas. These records are maintained in an electronic format. The primary storage of the Company's books and records after processing is 26 Century Blvd, Nashville, Tennessee. The Company is in violation of Tenn. Code Ann. § 56-2-104. During the examination, the Company was asked to move all original records to Nashville.

During the course of the examination, accounts were verified and records reviewed using various tests and procedures deemed necessary to establish values for assets and liabilities appearing in the Company's annual statements.

Pursuant to Tenn. Code Ann. § 56-1-501, the Company was granted an exemption from filing audited financials.

During the examination period, the Company moved custodial assets to a new custodian. The custodial agreement and the new custodian do not meet the requirements set out in Tenn. Comp. R. & Regs. § 0780-01-46. Such investments held under the current custodial agreement will be nonadmitted in the financial statements below. This action put the Company within the Regulatory Action Level of the NAIC's Risk-Based Capital requirements.

The Company's annual statements were not prepared according to NAIC annual statement instructions. For example, the jurat page does not show the current members of the board of directors and officers who were elected at the last meeting of the stockholder and board of directors; Schedule T does not show the company is licensed in any state; Schedule E – Special Deposits was intermingled with Schedule E – Cash; and amounts were not properly carried forward after the 2005 accounting year into the 2006 annual statement. Subsequently, the Company's officers who resigned in 2008 still remain on the quarterly financial statements. Currently, the above examples do not have an impact on the company's current surplus.

Significant delays in providing examination information were encountered during this examination. As mentioned above, the administrative offices are currently located in Dallas, Texas while the account records are stored in Nashville, Tennessee.

INDEPENDENT ACTUARIAL REVIEW

An independent actuarial review was performed by Lewis & Ellis, Inc. This included a review of the actuarial reports prepared by the Company's actuarial consultants and an assessment of the reasonableness of the methodologies and assumptions used in the projection of ultimate loss and loss adjustment expenses. Based on the results of the review and an evaluation of key ratios, a range of loss and loss adjustment expense reserve estimates was prepared and compared to the Company's recorded loss and

loss adjustment expense reserves at December 31, 2007 with no material differences noted.

SUBSEQUENT EVENTS

Subsequent to the December 31, 2007 examination date, the following events should be noted.

- The Company has not had a board of directors or stockholder meeting since March 20, 2007. The company's bylaws state "a regular meeting of the Board of Directors shall be held, without notice than this Bylaw, immediately after, and at the same place as, the annual meeting of shareholders."
- During the course of the examination, the Company was informed their custody agreement did not meet the standards set out by Tenn. Comp. R. & Regs. § 0780-01-46 and the NAIC Financial Examiners Handbook.
- At the examination date, the Company held their assets at Lehman Brothers (Lehman). During the examination, Lehman declared bankruptcy and the Company moved their portfolio to Citi Smith Barney (Citi). As of September 30, 2008, the Company's assets were confirmed with Citi. A proper custodial agreement had not been executed with Citi.
- The Company has hired Marsh Management Services of Burlington, Vermont, to perform some accounting and statutory documentation functions. This arrangement violates Tenn. Code Ann. § 56-2-104. Permission from the Commissioner was not given to take such underlying documents out of the State of Tennessee.
- Disclosed as a part of the examination planning, Robert Schwebel has resigned from his company directorship and officer positions. The Company continues to report Mr. Schwebel as an officer and director in the 2008 Quarterly Statements.

FINANCIAL STATEMENT

There follows a statement of assets, liabilities and a statement of income as of December 31, 2007, together with a reconciliation of capital and surplus for the period under review, as established by this examination.

	<u>Assets</u>		
	<u>Assets</u>	<u>Nonadmitted Assets</u>	<u>Net Admitted Assets</u>
Bonds	\$2,922,260	\$2,172,260	\$750,000
Cash, cash equivalents & short term investments	<u>1,523,400</u>	<u>1,051,509</u>	<u>471,891</u>
Total cash & invested assets	<u>4,445,660</u>	<u>3,223,769</u>	<u>1,221,891</u>
Investment income due & accrued	21,390		21,390
Totals	<u>\$4,467,050</u>	<u>\$3,223,769</u>	<u>\$1,243,281</u>

Liabilities, Surplus and Other Funds

Losses	\$ 600,039
Loss adjustment expenses	306,371
Other expenses	153,778
Unearned premiums	1,100
Payable to parent, subsidiaries and affiliates	20,000
Aggregate Write-Ins for Liabilities	<u>47,360</u>
Total liabilities	<u>1,128,648</u>
Common capital stock	1,039,550
Surplus Notes	2,000,000
Gross paid in and contributed surplus	5,024,704
Unassigned funds	<u>(7,949,621)</u>
Surplus as regards policyholders	<u>114,633</u>
Totals	<u>\$1,243,281</u>

UNDERWRITING AND INVESTMENT EXHIBIT
STATEMENT OF INCOME

Underwriting Income

Premiums earned	<u>\$ 1,540</u>
Deductions:	
Losses incurred	111,359
Loss expenses incurred	(344,534)
Other underwriting expenses incurred	<u>56,219</u>
Total underwriting deductions	<u>(176,956)</u>
Net underwriting gain or (loss)	<u>178,496</u>

Investment Income

Net investment income earned	177,082
Net investment gain or (loss)	<u>177,082</u>

Other Income

Total other income	<u>0</u>
Net income before federal income taxes	355,578
Federal and foreign income taxes incurred	<u>0</u>
Net Income	<u>\$ 355,578</u>

RECONCILIATION OF CAPITAL AND SURPLUS
FOR THE PERIOD UNDER EXAMINATION

	<u>2003</u>	<u>2004</u>	<u>2005</u>	<u>2006</u>	<u>2007</u>
Surplus as regards policyholders December 31, Previous Year	\$4,092,117	\$4,034,107	\$4,005,454	\$3,178,634	\$2,578,563
Net Income	(58,010)	(28,653)	(360,987)	(195,104)	355,578
Change in net deferred income tax			4,105	1,603,347	0
Change in non-admitted assets				1,118,912	(2,819,478)
Change in provision for reinsurance	0	0	0	0	0
Cumulative effect of changes in accounting principles	0	0	0	0	0
Capital changes: Paid in	0	0	0	0	0
Surplus adjustments: Paid in	0	0	0	0	0
Dividends to stockholders	0	0	0	0	0
Aggregate Write ins for gains or (losses) in surplus	<u>0</u>	<u>0</u>	<u>0</u>	62,525	<u>0</u>
Other gains (losses) to Surplus	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Surplus as regards to policyholders December 31 Current Year	<u>\$4,034,107</u>	<u>\$4,005,454</u>	<u>\$3,648,572</u>	<u>\$2,578,563</u>	<u>\$114,663</u>

ANALYSIS AND CHANGES IN FINANCIAL STATEMENT AND COMMENTS
RESULTING FROM EXAMINAION

ASSETS

Bonds: \$750,000

The amount shown above is \$2,172,260 less than what was reported by the Company in its 2007 Annual Statement. **REASON:** The Company's custodial agreement does not adhere to Tenn. Comp. R. & Reg. § 0780-01-46-.03(2). For our examination, the assets held under the improper custodial agreement will be nonadmitted.

Cash, cash equivalents and short-term investments \$471,891

The amount shown above is \$533,238 less than what was reported by the Company in its 2007 Annual Statement. **REASON:** The Company held a money market account at Lehman under the improper custodial agreement described above.

LIABILITIES, SURPLUS AND OTHER FUNDS

Other expense \$153,778

The amount shown above is \$20,000 less than what was reported by the Company in its 2007 Annual Statement. **REASON:** In the Company's 2007 Annual Statement, the Company had included an amount payable to its parent within the Other Expenses.

Payable to Parent, Subsidiaries and Affiliates

\$20,000

The amount shown above is \$20,000 more than what was reported by the Company in its 2007 Annual Statement. **REASON:** In the Company's 2007 Annual Statement, the Company had included an amount payable to its parent within the Other Expenses

Surplus as Regards Policyholders:

\$114,631

Surplus as Regards Policyholders as established by this examination is \$2,705,500 less than what was reported by the Company in its December 31, 2007 Annual Statement. For this examination, we decreased bonds by \$2,172,260 and cash, cash equivalents and short-term investments by \$533,238. This amount is outlined in the subsequent schedule which indicates changes in the financial statement as they affect surplus. The change in the item is discussed in detail under the appropriate caption elsewhere in this report.

The Company as of December 31, 2007, for this examination does not maintain the required minimum capital and surplus as stated in the Tenn. Code Ann. §§ 56-2-114 and 56-2-115.

SUMMARY SCHEDULE FOR "ANALYSIS OF CHANGES IN FINANCIAL
STATEMENT AND COMMENTS RESULTING FROM EXAMINATION"

<u>Item</u>	<u>Reclassification</u>	<u>Increase</u>	<u>Decrease</u>	<u>Surplus</u>
Total Surplus as Regards Policyholders per Company				\$2,820,131
Bonds			\$2,172,260	
Cash, Cash Equivalents, and Short- Term Investments			\$533,238	
Other Expenses Payable to Parent, Subsidiaries, and Affiliates	(\$20,000)			
	20,000			
Totals	\$0	\$0	\$2,705,498	
Total Decrease per Examination				<u>(2,705,498)</u>
Total Surplus as Regards Policyholders per Examination				<u>\$114,633</u>

COMMENTS AND RECOMMENDATIONS

The following list presents a summary of comments and recommendations noted in this report:

Comments:

1. COMPANY HISTORY - Management and Control – Page 4

The Company incorrectly listed the elected members of the board of directors and officers in the 2008 annual statement. Also, the Company has failed to meet the standards set in its bylaws by having annual meetings of the stockholder and its board of directors.

2. AFFILIATED COMPANIES – Management Agreements – Page 7

Under the terms of the management and services agreement, the Company pays \$10,000 annually to THSMI. As of December 31, 2007, the 2006 payment has never been settled.

3. INSURANCE PRODUCTS AND RELATED PRACTICES - Territory and Plan of Operation – Page 9

The Company failed to produce the certificates of authority for the examination.

4. SUBSEQUENT EVENTS – Page 13

The Company continues to show incorrect officer and board of director information on the 2008 quarterly statements. The Company disclosed that two officers have left their board and officer positions. However, they have remained on this disclosure.

Recommendations:

1. It is recommended the Company comply with Tenn. Comp. R. & Reg. § 0780-01-46-.03, as well as the NAIC Financial Examiners Handbook by establishing a proper

custodian and custodial agreement. Until such action, the Company's capital and surplus will remain below the required amounts set by Tenn. Code Ann. § 56-2-114 and the NAIC's Risk Based Capital requirements.

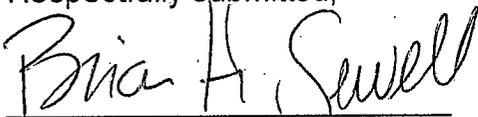
2. It is recommended the Company comply with Tenn. Code Ann. § 56-2-104(a)(5)(A). The Company all but moved its headquarters and administrative offices to Dallas, Texas, with the exception for a storage cabinet in Nashville, Tennessee.

CONCLUSION

The customary insurance examination practices and procedures, as established by the National Association of Insurance Commissioners, have been utilized in connection with the verification and valuation of assets and the determination of liabilities in the financial statement of this report.

In such matter, it was concluded that as of December 31, 2007, the Company had net admitted assets of \$1,243,281 and liabilities, exclusive of capital, of \$1,128,648. Therefore, there existed for the additional protection of policyholders, the amount of \$114,633 in the form of capital, gross paid in and contributed surplus and unassigned funds. The Company's capital has dropped below the requirements outlined by Tenn. Code Ann. § 56-2-114, currently impairing their surplus.

Respectfully submitted,



Brian H. Sewell, CFE
Examiner-in-Charge
State of Tennessee

AFFIDAVIT

The undersigned deposes and says that he has duly executed the attached examination report on Professional Liability Insurance Company dated June 5, 2009, and made as of December 31, 2007, on behalf of the Tennessee Department of Commerce and Insurance. Deponent further says he is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of her knowledge, information and belief.

Brian H Sewell

Brian H Sewell, CFE
State of Tennessee
Southeastern Zone, N.A.I.C.

Subscribed and sworn to before me this

11TH day of June, 2009

Kristina D. Rust
Notary

County DAVIDSON

State TN

Commission Expires 3/10/12

