



PROPERTY AND CASUALTY COMPANIES—ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF JUNE 30, 2013
OF THE CONDITION AND AFFAIRS OF THE

American Country Insurance Company

NAIC Group Code	1326 (Current Period)	1326 (Prior Period)	NAIC Company Code	38237	Employer's ID Number	36-4168532
Organized under the Laws of	Illinois		State of Domicile or Port of Entry	Illinois		
Country of Domicile	United States					
Incorporated/Organized	12/07/1978		Commenced Business	12/31/1979		
Statutory Home Office	150 Northwest Point Blvd., Suite 300 (Street and Number)		Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code)			
Main Administrative Office	150 Northwest Point Blvd., Suite 300 (Street and Number)		Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code)		847-472-6700 (Area Code) (Telephone Number)	
Mail Address	150 Northwest Point Blvd., Suite 300 (Street and Number or P.O. Box)		Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code)			
Primary Location of Books and Records	150 Northwest Point Blvd., Suite 300 (Street and Number)		Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code)		847-700-8603 (Area Code) (Telephone Number)	
Internet Web Site Address	www.atlas-fin.com					
Statutory Statement Contact	Paul Anthony Romano (Name)		847-700-8603 (Area Code) (Telephone Number) (Extension)			
	promano@atlas-fin.com (E-mail Address)		847-700-8280 (Fax Number)			

OFFICERS

Name	Title	Name	Title
Scott David Wollney	President, CEO	Paul Anthony Romano	VP Finance, CFO, Treasurer
Leslie Patterson DiMaggio	Secretary, VP Operations & IT		

OTHER OFFICERS

Bruce Wayne Giles	VP Product Development & Underwriting	Joseph Raymond Shugrue	VP Claims
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DIRECTORS OR TRUSTEES

Leslie Patterson DiMaggio	Bruce Wayne Giles	Paul Anthony Romano	Joseph Raymond Shugrue
Scott David Wollney			

State ofIllinois.....

County ofCook.....ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Scott David Wollney
President, CEO

Paul Anthony Romano
VP Finance, CFO, Treasurer

Leslie Patterson DiMaggio
Secretary, VP Operations & IT

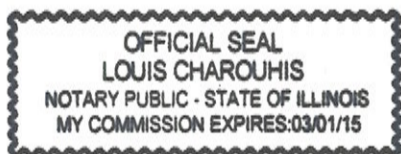
a. Is this an original filing? Yes [X] No []

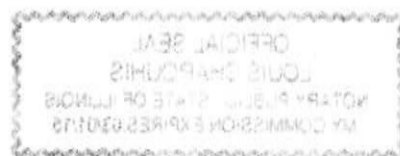
b. If no:

1. State the amendment number
2. Date filed
3. Number of pages attached

Subscribed and sworn to before me this
8th day of August, 2013

Louis Charouhis, Senior Staff Accountant
03/01/2015





STATEMENT AS OF JUNE 30, 2013 OF THE American Country Insurance Company

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	36,748,852		36,748,852	20,658,350
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks				
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances).....				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$1,837,084), cash equivalents (\$) and short-term investments (\$1,175,798).....	3,012,882		3,012,882	5,878,331
6. Contract loans (including \$ premium notes).....				
7. Derivatives				
8. Other invested assets	249,781		249,781	252,456
9. Receivables for securities				
10. Securities lending reinvested collateral assets.....				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	40,011,515		40,011,515	26,789,137
13. Title plants less \$ charged off (for Title insurers only).....				
14. Investment income due and accrued	191,803		191,803	158,458
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	2,889,538	47,317	2,842,221	1,132,316
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums).....	12,367,604		12,367,604	14,881,225
15.3 Accrued retrospective premiums.....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	5,524,691		5,524,691	4,092,994
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset.....	3,105,310	1,279,569	1,825,741	1,770,111
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software.....				
21. Furniture and equipment, including health care delivery assets (\$)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	5,965		5,965	104,657
24. Health care (\$) and other amounts receivable.....				
25. Aggregate write-ins for other than invested assets	491,839	42,661	449,178	450,659
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	64,588,265	1,369,547	63,218,718	49,379,557
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....				
28. Total (Lines 26 and 27)	64,588,265	1,369,547	63,218,718	49,379,557
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501. Deposits in pools and associations.....	449,178		449,178	449,051
2502. Prepaid expense.....	42,661	42,661		
2503. Receivable from pools.....				1,608
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	491,839	42,661	449,178	450,659

STATEMENT AS OF JUNE 30, 2013 OF THE American Country Insurance Company

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 4,380,380)	24,179,546	16,923,393
2. Reinsurance payable on paid losses and loss adjustment expenses	3,039,120	2,715,462
3. Loss adjustment expenses	3,042,787	2,392,712
4. Commissions payable, contingent commissions and other similar charges	1,346,349	1,119,657
5. Other expenses (excluding taxes, licenses and fees)	478,236	271,929
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	118,941	240,048
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))		
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 13,824,962 and including warranty reserves of \$ and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	9,084,810	7,003,930
10. Advance premium		
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	6,461,374	4,790,216
13. Funds held by company under reinsurance treaties	12,294	12,294
14. Amounts withheld or retained by company for account of others	48,983	48,214
15. Remittances and items not allocated	42,088	277,607
16. Provision for reinsurance (including \$ certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	345,808	
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	17,141	13,241
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	48,217,476	35,808,703
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	48,217,476	35,808,703
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	5,000,000	5,000,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	38,650,000	38,650,000
35. Unassigned funds (surplus)	(28,648,758)	(30,079,146)
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$)		
36.2 shares preferred (value included in Line 31 \$)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	15,001,242	13,570,854
38. Totals (Page 2, Line 28, Col. 3)	63,218,718	49,379,557
DETAILS OF WRITE-INS		
2501. Escheatables	11,321	13,241
2502. Payable to pools	5,820	
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	17,141	13,241
2901. Additional admitted deferred tax asset under SSAP 10R		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)		

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 16,454,396)	18,740,129	7,219,833	23,370,496
1.2 Assumed (written \$ 11,949,938)	9,870,416	4,773,822	11,640,618
1.3 Ceded (written \$ 16,466,552)	18,753,645	7,235,215	23,398,277
1.4 Net (written \$ 11,937,781)	9,856,901	4,758,440	11,612,837
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 6,542,984):			
2.1 Direct	8,039,726	3,921,354	12,174,806
2.2 Assumed	4,675,310	2,818,468	6,240,804
2.3 Ceded	8,051,715	3,980,100	12,541,643
2.4 Net	4,663,321	2,759,722	5,873,967
3. Loss adjustment expenses incurred	1,702,195	649,395	2,105,120
4. Other underwriting expenses incurred	3,044,237	1,688,647	4,254,953
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	9,409,753	5,097,764	12,234,040
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	447,148	(339,324)	(621,203)
INVESTMENT INCOME			
9. Net investment income earned	262,254	386,233	670,192
10. Net realized capital gains (losses) less capital gains tax of \$	574,506	231,023	166,849
11. Net investment gain (loss) (Lines 9 + 10)	836,761	617,256	837,041
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 1,758 amount charged off \$ 30,890)	(29,131)	(1,397)	(694)
13. Finance and service charges not included in premiums	52,643	29,599	67,502
14. Aggregate write-ins for miscellaneous income	81,358	30,675	88,411
15. Total other income (Lines 12 through 14)	104,870	58,877	155,219
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	1,388,778	336,809	371,057
17. Dividends to policyholders	1,229		
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	1,387,550	336,809	371,057
19. Federal and foreign income taxes incurred			(85,953)
20. Net income (Line 18 minus Line 19)(to Line 22)	1,387,550	336,809	457,010
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	13,570,854	12,598,370	12,598,370
22. Net income (from Line 20)	1,387,550	336,809	457,010
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (835)	(1,621)		1,621
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(468,253)	(143,539)	37,554
27. Change in nonadmitted assets	512,712	227,620	259,912
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles		216,387	216,387
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	1,430,387	637,277	972,484
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	15,001,242	13,235,647	13,570,854
DETAILS OF WRITE-INS			
0501. Termination costs for pension plan			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)			
1401. Retroactive reinsurance income	79,664	31,328	81,930
1402. Other miscellaneous income	2,270	1,639	9,817
1403. Fines and penalties	(576)	(2,337)	(3,381)
1498. Summary of remaining write-ins for Line 14 from overflow page		45	45
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	81,358	30,675	88,411
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. TOTALS (Lines 3701 through 3703 plus 3798) (Line 37 above)			

STATEMENT AS OF JUNE 30, 2013 OF THE American Country Insurance Company

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	14,404,208	2,915,779	6,788,218
2. Net investment income	392,788	490,557	881,162
3. Miscellaneous income	104,870	58,877	155,218
4. Total (Lines 1 to 3)	14,901,866	3,465,213	7,824,598
5. Benefit and loss related payments	(1,396,182)	5,362,568	10,405,805
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions	3,122,547	3,067,140	7,244,839
8. Dividends paid to policyholders	1,229		
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....			
10. Total (Lines 5 through 9)	1,727,594	8,429,708	17,650,644
11. Net cash from operations (Line 4 minus Line 10)	13,174,272	(4,964,495)	(9,826,046)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	32,044,005	11,242,923	14,621,354
12.2 Stocks			
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds	219		
12.8 Total investment proceeds (Lines 12.1 to 12.7)	32,044,224	11,242,923	14,621,354
13. Cost of investments acquired (long-term only):			
13.1 Bonds	47,723,878	8,093,701	9,106,201
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			250,000
13.6 Miscellaneous applications		4,930	5,644
13.7 Total investments acquired (Lines 13.1 to 13.6)	47,723,878	8,098,631	9,361,845
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(15,679,654)	3,144,292	5,259,509
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock.....			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied).....	(360,066)	(60,256)	(47,690)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(360,066)	(60,256)	(47,690)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(2,865,449)	(1,880,459)	(4,614,227)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	5,878,331	10,492,558	10,492,558
19.2 End of period (Line 18 plus Line 19.1)	3,012,882	8,612,099	5,878,331

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

A. Accounting Practices

The accompanying financial statements of American Country Insurance Company (the Company) have been prepared in conformity with accounting practices prescribed or permitted by the Illinois Department of Insurance.

Prescribed statutory accounting practices (SAP) include the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual*, as well as state laws, regulations, and general administrative rules. Permitted statutory accounting practices encompass all accounting practices not so prescribed when such practices are approved by the insurance department of the insurer's state of domicile. The Company did not use any permitted or prescribed practices during 2013 or 2012.

No significant changes to the remainder of the note.

2. Accounting Changes and Corrections of Errors:

No significant changes.

3. Business Combinations and Goodwill:

No significant changes.

4. Discontinued Operations:

No significant changes.

5. Investments:

D. Loan-Backed Securities

- 1) Prepayment assumptions were obtained from Bloomberg market data and the Company's investment manager's internal estimates.
- 2) The Company does not have any loan-backed securities with a recognized other-than-temporary impairment.
- 3) The Company does not have any loan-backed securities with a recognized other-than-temporary impairment.
- 4) All impaired securities for which an other-than-temporary impairment has not been recognized in earnings as a realized loss are as follows:

(a) The aggregate amount of unrealized losses:

1. Less than 12 Months	\$	469,215
2. 12 Months or Longer	\$	0

(b) The aggregate related fair value of securities with unrealized losses:

1. Less than 12 Months	\$	18,339,634
2. 12 Months or Longer	\$	0

- 5) Bonds in an unrealized loss position are regularly reviewed for other-than-temporary declines in value. Factors considered in determining whether a decline is other-than-temporary include the length of time a bond has been in an unrealized loss position and the reasons for the decline in value. Assessments include judgments about an obligor's or guarantor's current and projected financial position, projected ability to service and repay its debt obligations, the existence of, and realizable value for, any collateral backing the obligations, and the macro-economic and micro-economic outlooks for specific industries and issuers. Estimating the future cash flows of loan-backed securities also involves assumptions regarding the underlying collateral such as prepayment rates, default and recovery rates, existence of subordinated classes capable of absorbing losses, and third-party servicing abilities.

E. Repurchase Agreements and/or Securities Lending Transactions

The Company does not have repurchase agreements or security lending transactions.

No significant changes to the remainder of the note.

6. Joint Ventures, Partnerships, and Limited Liability Companies:

No significant changes.

7. Investment Income:

No significant changes.

8. Derivative Investments:

No significant changes.

9. Income Taxes:

No significant changes.

10. Information Concerning Parent, Subsidiaries and Affiliates:

A., B. &

- C. On January 2, 2013 Atlas Financial Holdings, Inc. and American Insurance Acquisition, the Company's ultimate parent and direct parent, respectively, acquired Camelot Services, Inc. and its sole insurance subsidiary, Gateway Insurance Company.

- F. The Company has a services agreement with its parent company to reimburse, at cost, any expense incurred by the parent for the benefit of the Company.

No significant changes to the remainder of the note.

11. Debt:

No significant changes.

NOTES TO FINANCIAL STATEMENTS

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-retirement Benefit Plans:

No significant changes.

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations:

No significant changes.

14. Contingencies:

No significant changes.

15. Leases:

No significant changes.

16. Information About Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk:

No significant changes.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishment of Liabilities:

The Company had no transfers of receivables reported as sales, no transfers and servicing of financial assets and no wash sales.

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans:

No significant changes.

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators:

No significant changes.

20. Fair Value Measurements:

A. The Company does not have any assets or liabilities that are measured at fair value at June 30, 2013.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Long Term Bonds	\$35,870,589	\$36,748,852	\$2,780,172	\$33,090,417	\$0	\$0
Short Term Bonds	\$1,175,767	\$1,175,798	\$918,916	\$256,851	\$0	\$0

D. The Company does not have any assets that are not practicable to estimate fair value as of June 30, 2013.

21. Other Items:

No significant changes.

22. Events Subsequent:

There are no material subsequent events.

23. Reinsurance:

No significant changes.

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination:

No significant changes.

25. Change in Incurred Losses and Loss Adjustment Expenses:

Reserves as of December 31, 2012 were \$19.3 million. As of June 30, 2013, \$(2.9) million has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$22.2 million as a result of re-estimation of unpaid claims and claim adjustment expenses principally on private passenger and commercial auto lines of insurance. Therefore, there has been no prior-year development since December 31, 2012 to June 30, 2013. Any change is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

26. Intercompany Pooling Arrangements:

A. The Company is a member of an intercompany pooling arrangement in 2013 as follows:

NAIC#	Company	Pool Member Status	%
42897	American Service Insurance Company, Inc.	Lead	50
38237	American Country Insurance Company	Affiliate	30
28339	Gateway Insurance Company	Affiliate	20

No significant changes to the remainder of the note.

27. Structured Settlements:

No significant changes.

28. Health Care Receivables:

No significant changes.

NOTES TO FINANCIAL STATEMENTS

29. **Participating Policies:**

No significant changes.

30. **Premium Deficiency Reserves:**

No significant changes.

31. **High Deductibles:**

No significant changes.

32. **Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses:**

No significant changes.

33. **Asbestos/Environmental Reserves:**

No significant changes.

34. **Subscriber Savings Accounts:**

No significant changes.

35. **Multiple Peril Crop Insurance:**

No significant changes.

36. **Financial Guaranty Insurance:**

No significant changes.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

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

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

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

2.2 If yes, date of change:

3.1 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes ☐ No ☒

3.2 If the response to 3.1 is yes, provide a brief description of those changes.
.....

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes ☐ No ☒

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes ☐ No ☒ NA ☐
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/29/2012

6.4 By what department or departments?

Illinois Department of Insurance.....

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes ☐ No ☐ NA ☒

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes ☒ No ☐ NA ☐

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

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

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?..... Yes ☐ No ☒

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

8.3 Is the company affiliated with one or more banks, thrifts or securities firms?..... Yes ☐ No ☒

8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes ☒ No ☐
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended? Yes ☐ No ☒
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes ☐ No ☒
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?..... Yes ☒ No ☐
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes ☐ No ☒
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA:\$
13. Amount of real estate and mortgages held in short-term investments:\$
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes ☐ No ☒
- 14.2 If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$	\$
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$	\$

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes ☐ No ☒
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes ☐ No ☐
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

- 16 For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.3 Total payable for securities lending reported on the liability page
- \$

\$

\$

- 17 Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*?
- Yes ☒ No ☐

- 17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian Address
Bank of America.....	540 W. Madison Street, Suite 2000 Chicago, IL 60661.....

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

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

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- Yes ☐ No ☒

- 17.4 If yes, give full and complete information relating thereto:

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

- 17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
109875.....	Asset Allocation & Management Company, LLC.....	30 N. LaSalle Street, Suite 3500 Chicago, IL 60602.....

- 18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed?
- 18.2 If no, list exceptions:
- Yes ☒ No ☐

- If yes, attach an explanation.

- If yes, attach an explanation.

- 3.2 If yes, give full and complete information thereto.

- 4.2 If yes, complete the following schedule:

[illegible]

- 6.4 If yes, please provide the balance of the funds administered as of the reporting date..... \$ _____

Gateway Insurance Company became a member of the pool effective January 1, 2013. The Company's participation remained at 30%.

Showing All New Reinsurers - Current Year to Date

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

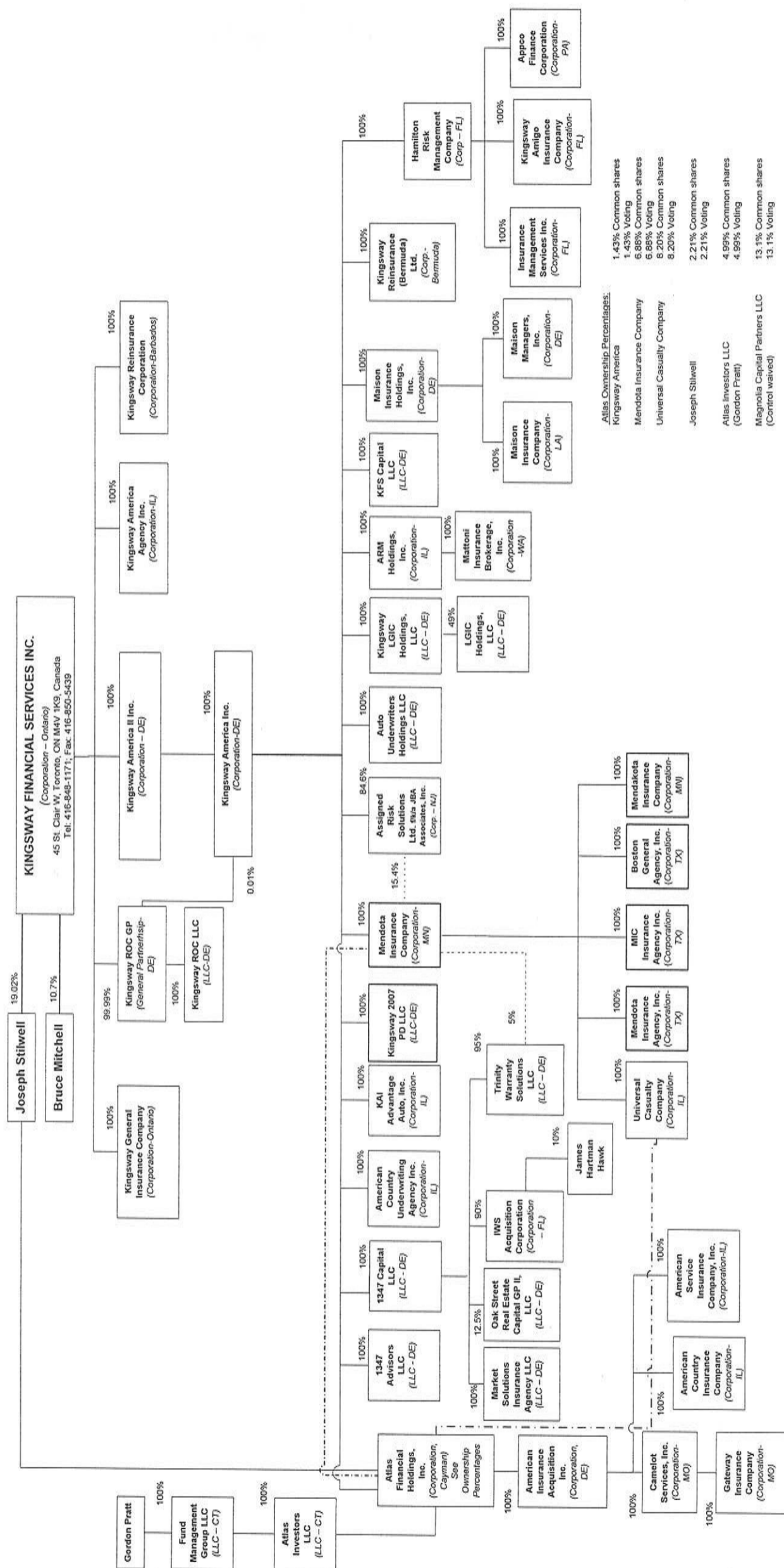
Current Year to Date - Allocated by States and Territories

States, etc.	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
	Active Status	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date
1. Alabama	AL N						
2. Alaska	AK N						
3. Arizona	AZ N						
4. Arkansas	AR N						
5. California	CA N						
6. Colorado	CO N						
7. Connecticut	CT L					38,600	46,584
8. Delaware	DE N						
9. Dist. Columbia	DC L						
10. Florida	FL N						
11. Georgia	GA N						
12. Hawaii	HI N						
13. Idaho	ID E						
14. Illinois	IL L	1,784,086	1,193,320	1,446,036	1,791,281	7,158,453	7,987,631
15. Indiana	IN L	339,751	91,107	63,854	34,701	389,149	289,238
16. Iowa	IA L	58,992	41,146	74,354	18,982	94,682	313,901
17. Kansas	KS E						
18. Kentucky	KY L	338,435	194,463	77,747	48,860	778,343	420,117
19. Louisiana	LA N						
20. Maine	ME N						
21. Maryland	MD N						
22. Massachusetts	MA L						
23. Michigan	MI L	4,107,938	3,724,015	1,402,865	1,340,115	5,680,665	5,493,750
24. Minnesota	MN L	2,087,027	1,593,303	715,280	551,412	2,420,365	1,524,114
25. Mississippi	MS L						
26. Missouri	MO N						
27. Montana	MT N						
28. Nebraska	NE N						
29. Nevada	NV L	523,082	478,470	121,974	566,456	389,135	1,164,352
30. New Hampshire	NH N						
31. New Jersey	NJ N						
32. New Mexico	NM N						
33. New York	NY L	4,367,546	2,328,872	2,799,733	881,102	12,087,875	10,176,820
34. No. Carolina	NC N						
35. No. Dakota	ND E						
36. Ohio	OH L			4,698	12,500	35,845	88,900
37. Oklahoma	OK L	659,796	340,411	159,632	39,677	437,538	137,990
38. Oregon	OR E						
39. Pennsylvania	PA L	339,149	336,493	53,473	159,767	855,235	553,298
40. Rhode Island	RI N						
41. So. Carolina	SC N						
42. So. Dakota	SD L						
43. Tennessee	TN E						
44. Texas	TX L	1,355,328	855,666	237,585	77,353	732,029	297,384
45. Utah	UT L						
46. Vermont	VT N						
47. Virginia	VA N						
48. Washington	WA N						
49. West Virginia	WV E						
50. Wisconsin	WI L	493,266	293,698	67,922	113,563	1,450,522	925,984
51. Wyoming	WY N						
52. American Samoa	AS N						
53. Guam	GU N						
54. Puerto Rico	PR N						
55. U.S. Virgin Islands	VI N						
56. Northern Mariana Islands	MP N						
57. Canada	CAN N						
58. Aggregate Other Alien	OT XXX						
59. Totals	(a) 19	16,454,396	11,470,964	7,225,151	5,635,769	32,548,437	29,420,063
DETAILS OF WRITE-INS							
58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999. TOTALS (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX						

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

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

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies) Person(s)	15
00000		00000	98-0475673			New York Stock Exchange	Kingsway Financial Services, Inc.	CAN	UIP		Ownership			
00000		00000	98-0475673			New York Stock Exchange	Kingsway Financial Services, Inc.	CAN	UIP	Joseph Stilwell	Ownership	19.0	Joseph Stilwell	
00000		00000	98-0475673			New York Stock Exchange	Kingsway Financial Services, Inc.	CAN	UIP	Bruce Mitchell	Ownership	10.7	Bruce Mitchell	
00000		00000	00-677703				Kingsway General Insurance Company	CAN	IA	Kingsway Financial Services, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	98-0460242				Kingsway ROC GP	DE	NIA	Kingsway Financial Services, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	36-4280052				Kingsway America II, Inc.	DE	UIP	Kingsway Financial Services, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	36-4201541				Kingsway America Agency, Inc.	IL	NIA	Kingsway Financial Services, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	98-0622417				Kingsway Reinsurance Corporation	BRB	IA	Kingsway Financial Services, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	98-0460242				Kingsway ROC LLC	DE	NIA	Kingsway ROC GP	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	98-0180930				Kingsway America, Inc.	DE	UIP	Kingsway America II, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	28-4834906				KFS Capital, LLC	DE	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	27-5466079		NASDAQ		Atlas Financial Holdings, Inc.	CYM	UIP	Kingsway America Inc.	Ownership	1.4	Kingsway Financial Services, Inc.	
00000		00000	27-5466079		NASDAQ		Atlas Financial Holdings, Inc.	CYM	UIP	Mendota Insurance Company	Ownership	6.9	Kingsway Financial Services, Inc.	
00000		00000	27-5466079		NASDAQ		Atlas Financial Holdings, Inc.	CYM	UIP	Universal Casualty Company	Ownership	8.2	Kingsway Financial Services, Inc.	
00000		00000	27-5466079		NASDAQ		Atlas Financial Holdings, Inc.	CYM	UIP	Atlas Investors, LLC	Ownership	5.0	Gordon Pratt	
00000		00000	27-5466079		NASDAQ		Atlas Financial Holdings, Inc.	CYM	UIP	Joseph Stilwell	Ownership	2.2	Joseph Stilwell	
00000		00000	27-5466079		NASDAQ		Atlas Financial Holdings, Inc.	CYM	UIP	Magnolia Capital Partners LLC	Ownership	13.1	Magnolia Capital Partners LLC	
00000		00000	27-3539769				American Insurance Acquisition, Inc.	DE	UDP	Atlas Financial Holdings, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	
01326	Kingsway America Incorporated	38237	36-4168532				American Country Insurance Company	IL		American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	42897	36-3223936				American Service Insurance Company, Inc	IL	IA	American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	43-1227293				Camelot Services, Inc	MO	NIA	American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	28339	43-0762309				Gateway Insurance Company	MO	IA	Camelot Services, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-3022675				1347 Advisors LLC	DE	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-3649017				1347 Capital LLC	DE	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-4281618				IMS Acquisition Corporation	FL	NIA	1347 Capital LLC	Ownership	90.0	Kingsway Financial Services, Inc	
00000		00000	45-4281618				IMS Acquisition Corporation	FL	NIA	James Hartman Hawk	Ownership	10.0	Kingsway Financial Services, Inc	
00000		00000	38-3855915				Oak Street Real Estate Capital GP II, LLC	DE	NIA	1347 Capital LLC	Ownership	12.5	Kingsway Financial Services, Inc	
00000		00000	90-0893546				Market Solutions Insurance Agency LLC	DE	NIA	1347 Capital LLC	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	77-0687644				ARM Holdings, Inc	IL	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	13-4285999				Mattoni Insurance Brokerage, Inc	WA	NIA	ARM Holdings, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	98-0622417				Kingsway Reinsurance (Bermuda)	BMU	IA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	26-0385185				Kingsway 2007 PD LLC	DE	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-3022851				Kingsway LGIC Holdings, LLC	DE	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	32-0354482				LGIC Holdings, LLC	DE	NIA	Kingsway LGIC Holdings, LLC	Ownership	49.0	Kingsway Financial Services, Inc	

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	
00000		00000	36-3954373				KAI Advantage Auto, Inc.	IL	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	36-4414451				American Country Underwriting Agency Inc.	IL	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-3022790				Auto Underwriters Holdings, LLC.	DE	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	13-3800128				Assigned Risk Solutions LTD	NJ	NIA	Kingsway America Inc.	Ownership	84.6	Kingsway Financial Services, Inc	
00000		00000	13-3800128				Assigned Risk Solutions LTD	NJ	NIA	Mendota Insurance Company	Ownership	15.4	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	33650	41-1639286				Mendota Insurance Company	WI	IA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	22454	31-1160863				Mendakofa Insurance Company	WI	IA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	74-2482293				Mendota Insurance Agency, Inc.	TX	NIA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-4025393				MIC Insurance Agency Inc.	TX	NIA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-2492794				Boston General Agency, Inc.	TX	NIA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	42862	36-2126444				Universal Casualty Company	IL	IA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	65-0333519				Hamilton Risk Management Company	FL	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	59-2572605				Insurance Management Services Inc	FL	NIA	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	21300	59-2572080				Kingsway Amigo Insurance Company	FL	IA	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	23-2552034				Appco Finance Corp	PA	NIA	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	

PART 1 - LOSS EXPERIENCE

Line of Business	Current Year to Date			Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire				
2. Allied lines				
3. Farmowners multiple peril				
4. Homeowners multiple peril				
5. Commercial multiple peril				
6. Mortgage guaranty				
8. Ocean marine				
9. Inland marine				
10. Financial guaranty				
11.1 Medical professional liability -occurrence				
11.2 Medical professional liability -claims made				
12. Earthquake				
13. Group accident and health				
14. Credit accident and health				
15. Other accident and health				
16. Workers' compensation		371,066		
17.1 Other liability occurrence	233,848	122,423	52.4	58.6
17.2 Other liability-claims made				
17.3 Excess Workers' Compensation				
18.1 Products liability-occurrence				
18.2 Products liability-claims made				
19.1,19.2 Private passenger auto liability				
19.3,19.4 Commercial auto liability	17,883,989	7,312,798	40.9	54.2
21. Auto physical damage	622,293	233,438	37.5	55.5
22. Aircraft (all perils)				
23. Fidelity				
24. Surety				
26. Burglary and theft				
27. Boiler and machinery				
28. Credit				
29. International				
30. Warranty				
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. TOTALS	18,740,129	8,039,726	42.9	54.3
DETAILS OF WRITE-INS				
3401.				
3402.				
3403.				
3498. Sum. of remaining write-ins for Line 34 from overflow page				
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine			
10. Financial guaranty			
11.1 Medical professional liability-occurrence			
11.2 Medical professional liability-claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability occurrence	126,759	243,417	177,816
17.2 Other liability-claims made			
17.3 Excess Workers' Compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1,19.2 Private passenger auto liability			
19.3,19.4 Commercial auto liability	6,882,448	15,482,120	10,779,140
21. Auto physical damage	320,708	728,859	514,008
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. TOTALS	7,329,915	16,454,396	11,470,964
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2013 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)
1. 2010 + Prior	9,811	751	10,562	908	313	1,221	8,123	902	941	9,966	(780)	1,405	625
2. 2011	2,226	1,307	3,533	(2,204)	97	(2,107)	3,513	391	784	4,688	(917)	(35)	(952)
3. Subtotals 2011 + prior	12,037	2,058	14,095	(1,296)	410	(886)	11,636	1,293	1,725	14,654	(1,697)	1,370	(327)
4. 2012	3,500	1,721	5,221	(2,214)	197	(2,017)	6,075	675	820	7,570	361	(29)	332
5. Subtotals 2012 + prior	15,537	3,779	19,316	(3,510)	607	(2,903)	17,711	1,968	2,545	22,224	(1,336)	1,341	5
6. 2013	XXX	XXX	XXX	XXX	1,360	1,360	XXX	2,639	2,361	5,000	XXX	XXX	XXX
7. Totals	15,537	3,779	19,316	(3,510)	1,967	(1,543)	17,711	4,607	4,906	27,224	(1,336)	1,341	5
8. Prior Year-End Surplus As Regards Policyholders	13,571												
											Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. (8.6)	2. 35.5	3. 0.0
													Col. 13, Line 7 Line 8
													4. 0.0

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

Response

1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?

NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?

NO
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

NO
4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?


NO


Explanation:


1.
2.
3.
4.


Bar Code:

1.


3 8 2 3 7 2 0 1 3 4 9 0 0 0 0 0 2
2.


3 8 2 3 7 2 0 1 3 4 5 5 0 0 0 0 2
3.


3 8 2 3 7 2 0 1 3 3 6 5 0 0 0 0 2
4.


3 8 2 3 7 2 0 1 3 5 0 5 0 0 0 0 2

OVERFLOW PAGE FOR WRITE-INS

PQ004 Additional Aggregate Lines for Page 04 Line 14.
*STMTINCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. Gain on sale of fixed assets.....		45	45
1405.			
1497. Summary of remaining write-ins for Line 14 from Page 04		45	45

SCHEDULE A – VERIFICATION

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

SCHEDULE B – VERIFICATION

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

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	252,456	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		250,000
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	(2,456)	2,456
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized	219	
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6+7+8+9-10)	249,781	252,456
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	249,781	252,456

SCHEDULE D – VERIFICATION

Bonds and Stocks		
	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	20,658,348	26,148,460
2. Cost of bonds and stocks acquired	47,723,880	9,106,201
3. Accrual of discount	2,117	5,138
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	574,506	252,802
6. Deduct consideration for bonds and stocks disposed of	32,044,008	14,621,357
7. Deduct amortization of premium	165,995	232,896
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6+7+8+9)	36,748,848	20,658,348
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	36,748,848	20,658,348

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	34,612,745	27,216,189	30,310,668	(115,835)	34,612,745	31,402,431		22,686,041
2. Class 2 (a)	2,170,858	6,529,249	2,169,445	(8,446)	2,170,858	6,522,216		1,823,940
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	36,783,603	33,745,438	32,480,113	(124,281)	36,783,603	37,924,647		24,509,981
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	36,783,603	33,745,438	32,480,113	(124,281)	36,783,603	37,924,647		24,509,981

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$; NAIC 2 \$;

NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1
Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	1,175,798	XXX	1,178,416	4	848

SCHEDULE DA - VERIFICATION
Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	3,851,631	10,223,182
2. Cost of short-term investments acquired	3,944,955	14,568,139
3. Accrual of discount		
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	6,618,170	20,939,690
7. Deduct amortization of premium.....	2,618	
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	1,175,798	3,851,631
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11)	1,175,798	3,851,631

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

Schedule E - Verification

NONE

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
36200R-TP-1	GN 5/0518		05/09/2013	TRANSFER		53,430	46,918	63	1
36202D-KK-6	G2 2/98		05/09/2013	TRANSFER		9,615	7,992	12	1
363765-DA-9	GNR 2011-27 B		05/09/2013	TRANSFER		529,500	500,000	333	1
363765-W4-8	GNR 2011-86 C		05/09/2013	TRANSFER		1,095,030	1,000,000	889	1
363780-CE-3	GNR 2012-17 KG		05/09/2013	TRANSFER		946,257	916,543	509	1
912828-TH-3	US TREASURY N/B		04/17/2013	CREDIT SUISSE FIRST BOSTON		99,391	100,000	166	1
05999999 - Bonds - U.S. Governments						2,733,223	2,571,453	1,992	XXX
Bonds - All Other Governments									
Bonds - U.S. States, Territories and Possessions									
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
Bonds - U.S. Special Revenue									
31287N-F4-5	FG 052887		05/09/2013	TRANSFER		20,273	18,185	24	1
31286V-N9-7	FG E91316		05/09/2013	TRANSFER		25,803	24,331	27	1
312927-CO-7	FG A80979		05/09/2013	TRANSFER		122,756	111,982	149	1
31292H-F1-6	FG CO1078		05/09/2013	TRANSFER		4,995	4,214	7	1
313560-VA-8	FAWIE MAE		05/06/2013	RBS GREENM CH CAPITAL		1,003,150	1,000,000	542	1
313567-FL-1	FN 2012-70 HP		05/09/2013	TRANSFER		942,942	939,658	413	1
313749-VB-6	FN 3638 AE		05/09/2013	TRANSFER		331,166	319,582	178	1
31388R-4H-6	FN 612928		05/09/2013	TRANSFER		26,256	24,772	33	1
31388R-GT-3	FN 612312		05/09/2013	TRANSFER		23,594	22,169	27	1
31388X-XD-9	FN A16066		05/09/2013	TRANSFER		1,535,436	1,455,403	970	1
3138ED-SF-7	FN A17717		05/09/2013	TRANSFER		762,331	722,596	482	1
3139M4-ZR-6	FN A16551		05/09/2013	TRANSFER		1,006,263	967,952	645	1
31403C-6L-0	FN 745275		05/09/2013	TRANSFER		96,324	88,862	99	1
31405U-WT-2	FN 799958		05/09/2013	TRANSFER		105	180,346	105	1
31411K-E4-1	FN 910155		05/09/2013	TRANSFER		167,231	150,116	200	1
31417H-VB-0	FN 916910		05/09/2013	TRANSFER		190,779	174,539	213	1
31417A-CE-2	FN AB4052		05/09/2013	TRANSFER		1,319,897	1,214,069	1,079	1
31417B-RN-9	FN AB4992		05/09/2013	TRANSFER		1,136,828	1,089,741	605	1
31418A-JN-1	FN MA1175		05/09/2013	TRANSFER		1,227,590	1,180,852	787	1
31419J-TG-1	FN AE7758		05/09/2013	TRANSFER		517,610	487,405	379	1
98458P-AB-1	YALE UNIVERSITY		05/09/2013	TRANSFER		388,560	375,000	725	1FE
31999999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Government and Their Political Subdivisions						11,041,668	10,541,794	7,689	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00287N-AC-3	ABBVIE INC		05/09/2013	TRANSFER		91,360	90,000	22	2FE
025537-AF-8	AMERICAN ELECTRIC POWER		05/09/2013	TRANSFER		302,412	300,000	2,145	2FE
05564E-BM-7	BRE PROPERTIES INC		05/09/2013	TRANSFER		702,110	685,000	7,428	2FE
05947U-M3-9	BACW 2005-2 AM		05/09/2013	TRANSFER		1,000,810	930,000	1,015	1FM
060516-EU-9	BANK OF AMERICA CORP		05/09/2013	TRANSFER		304,263	300,000	3,245	1FE
07385T-AJ-5	BEAR STEARNS COS LLC		05/09/2013	TRANSFER		537,120	500,000	13,775	2FE
10112R-AU-8	BOSTON PROPERTIES LP		05/09/2013	TRANSFER		349,609	325,000	3,406	2FE
12189T-AM-4	BURLINGTON NORTH SANTA FE		05/09/2013	TRANSFER		535,240	500,000	7,719	2FE
15200W-AB-1	CMP 2012-1 A2		05/09/2013	TRANSFER		416,156	400,000	576	1FE
260543-CE-8	DOW CHEMICAL CO/THE		05/09/2013	TRANSFER		543,995	500,000	9,969	2FE
29365K-AA-1	ETI 2009-A A1		05/09/2013	TRANSFER		159,001	156,644	904	1FE
35677D-BE-4	FREEMPORT-MEMORAN C & G		05/09/2013	TRANSFER		288,346	285,000	1,166	2FE
368280-HJ-8	GENWC 2004-C2 A4		05/09/2013	TRANSFER		1,025,210	1,000,000	1,087	1FM
369626-BE-0	GENERAL ELEC CAP CORP		05/09/2013	TRANSFER		352,072	350,000	1,176	1FE
38143U-AM-1	GOLDMAN SACHS GROUP INC		05/09/2013	TRANSFER		528,245	500,000	2,639	1FE
49327H-ZA-1	KEY BANK NA		05/09/2013	TRANSFER		507,100	500,000	2,246	1FE
501044-CO-2	KROGER CO/THE		05/09/2013	TRANSFER		523,035	500,000	1,133	2FE
54627R-AB-6	LODA 2010-ELL A2		05/09/2013	TRANSFER		1,040,110	1,000,000	6,724	1FE
59022H-EA-6	NUMT 2004-BPC1 A5		05/09/2013	TRANSFER		1,036,550	994,885	1,073	1FM
592176-AI-5	NET LIFE GLOB FUNDING I		05/09/2013	TRANSFER		1,004,580	1,000,000	4,958	1FE
637071-AL-5	NATIONAL OILWELL VARCO I		05/09/2013	TRANSFER		176,174	175,000	1,109	1FE
637417-AE-6	NATIONAL RETAIL PROPERTIES INC		05/09/2013	TRANSFER		260,468	250,000	633	2FE
74251V-AG-7	PRINCIPAL FINANCIAL GROUP		05/09/2013	TRANSFER		202,530	200,000	1,778	1FE
760759-AP-5	REPUBLIC SERVICES INC		05/09/2013	TRANSFER		535,459	510,000	7,946	2FE

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator ^(a)
907818-0W-7	UNION PACIFIC CORP		05/09/2013	TRANSFER		134,462	130,000	1,214	2FE
911591-4B-9	US BANK CORP		05/09/2013	TRANSFER		486,516	485,000	4,945	IFE
92553P-AJ-1	VIACOM INC		05/09/2013	TRANSFER		322,842	300,000	4,650	2FE
928200-AA-9	WEA FINANCE/MT FIN AUST		05/09/2013	TRANSFER		514,485	500,000	1,688	IFE
94973V-BC-0	WELLPPOINT INC		05/09/2013	TRANSFER		151,926	150,000	1,867	2FE
94974B-EY-8	WELLS FARGO & COMPANY		05/09/2013	TRANSFER		201,973	175,000	850	IFE
96978V-AF-0	ZOEETIS INC		05/09/2013	TRANSFER		232,880	230,000	1,210	2FE
136385-AR-2	CANADIAN NATL RESOURCES		05/09/2013	TRANSFER		533,495	500,000	8,338	2FE
737551-AE-7	POTASH CORP-SASKATCHEWAN	A	05/09/2013	TRANSFER		208,802	200,000	5,075	IFE
780081-VA-7	ROYAL BANK OF CANADA	A	05/09/2013	TRANSFER		380,213	375,000	136	IFE
878742-AU-9	TECK RESOURCES LIMITED	A	05/09/2013	TRANSFER		135,894	130,000	1,287	2FE
98417E-AK-6	XSTRATA CANADA FIN CORP	A	05/09/2013	TRANSFER		540,765	500,000	11,963	2FE
76720A-AE-6	R10 TINTO FIN USA PLC	F	05/09/2013	TRANSFER		773,759	765,000	2,683	IFE
86959L-AA-1	SVENSKA HANDELSBANKEN AB	F	05/09/2013	TRANSFER		523,555	500,000	10,089	IFE
87938W-AJ-6	TELEFONICA EMISIONES SAU	F	05/09/2013	TRANSFER		243,677	240,000	213	2FE
92936N-JC-1	WPP FINANCE 2010	F	05/09/2013	TRANSFER		101,476	100,000	624	2FE
38999999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						17,908,475	17,221,529	140,724	XXX
Bonds - Hybrid Securities									
Bonds - Parent, Subsidiaries, and Affiliates									
83999997 - Subtotals- Bonds - Part 3						31,683,366	30,334,776	150,405	XXX
83999999 - Subtotals - Bonds						31,683,366	30,334,776	150,405	XXX
Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)									
Preferred Stocks - Parent, Subsidiaries, and Affiliates									
Common Stocks - Industrial and Miscellaneous									
Common Stocks - Parent, Subsidiaries, and Affiliates									
Common Stocks - Mutual Funds									
Common Stocks - Money Market Mutual Funds									
99999999 Totals						31,683,366	XXX	150,405	XXX

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

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments																					
36200K-J3-2	GN 60332		05/09/2013	VARIOUS		77,230	70,783	72,210	71,914		(220)		(220)		71,694		5,536	5,536	1,685	01/15/2033	1
36200K-PP-1	GN 570518		06/01/2013	MBS PAYDOWN		154	154	176			(527)		(527)		154				1	01/15/2032	1
36202D-6F-3	CG 3570		05/09/2013	VARIOUS		79,395	68,856	78,037			(527)		(527)		77,510		1,885	1,885	767	06/20/2034	1
36202D-KK-6	CG 2598		06/01/2013	MBS PAYDOWN		142	142	171			(527)		(527)		77,510		1,885	1,885	767	11/20/2030	1
36204D-HE-2	GN 36629		05/09/2013	VARIOUS		8,072	7,324	7,234	7,249		5		5		7,255		818	818	208	11/15/2023	1
36373M-BL-3	GN 2009-37 A		05/09/2013	TRANSFER		30,818	30,650	30,803	30,728		(78)		(78)		30,650		168	168	410	03/16/2037	1
36373M-YH-7	GN 2007-12 C		05/09/2013	TRANSFER		193,259	170,000	192,467			(339)		(339)		192,128		1,131	1,131	1,695	04/16/2041	1
36376E-6H-8	GN 2011-152 C		05/09/2013	TRANSFER		1,612,460	1,500,000	1,514,765	1,512,795		(674)		(674)		1,512,120		100,350	100,350	21,672	05/16/2041	1
36376E-ET-3	GN 2010-16 B		05/09/2013	TRANSFER		286,805	350,000	365,757			(767)		(767)		394,990		1,816	1,816	3,035	05/16/2042	1
36376E-6V-6	GN 2010-52 B		05/09/2013	TRANSFER		548,940	500,000	546,429			(1,330)		(1,330)		547,068		1,842	1,842	4,075	12/16/2038	1
36376E-SC-5	GN 2010-83 C		05/09/2013	TRANSFER		369,135	339,940	369,215			(1,248)		(1,248)		367,957		1,668	1,668	2,179	12/16/2038	1
36376E-TF-0	GN 2010-110 C		05/09/2013	VARIOUS		387,510	350,000	386,062			(660)		(660)		385,422		1,888	1,888	2,393	09/16/2041	1
36378E-ET-2	GN 2012-28 A		05/09/2013	TRANSFER		994,383	975,960	990,911	990,332		(711)		(711)		989,621		4,761	4,761	7,709	09/16/2038	1
36378E-CE-3	GN 2012-17 K		06/01/2013	MBS PAYDOWN		11,726	11,726	12,106			1,504		1,504		1,100,000		11,726		24	07/20/2039	1
91222E-HI-9	US TREASURY NB		04/30/2013	VARIOUS		1,100,000	1,100,000	1,079,375	1,088,496		(5,044)		(5,044)		5,688,477		121,363	121,363	37,187	04/30/2013	XX
05999999 - Bonds - U.S. Governments																					
						5,809,830	5,475,535	5,677,739	3,711,514		(5,044)		(5,044)		5,688,477		121,363	121,363	63,041	XX	XX
Bonds - All Other Governments																					
Bonds - U.S. States, Territories and Possessions																					
26638Y-4B-2	DELAWARE ST		05/09/2013	TRANSFER		175,779	150,000	175,616			(416)		(416)		175,200		579	579	4,042	10/01/2019	1FE
31338A-A2-5	GEORGIA ST		05/09/2013	TRANSFER		1,174,260	1,000,000	1,166,980	1,154,150		(5,093)		(5,093)		1,149,057		25,203	25,203	23,516	11/01/2025	1FE
69550D-6F-1	MISSISSIPPI ST		05/09/2013	TRANSFER		110,897	100,000	110,154			(193)		(193)		109,961		936	936	1,766	11/01/2018	1FE
69550D-6H-7	MISSISSIPPI ST		05/09/2013	TRANSFER		186,652	175,000	186,185			(181)		(181)		186,005		646	646	3,013	10/01/2019	1FE
69601L-PP-7	OREGON ST		05/09/2013	TRANSFER		434,917	350,000	435,810			(1,141)		(1,141)		434,668		249	249	8,851	06/01/2023	1FE
17999999 - Bonds - U.S. States, Territories and Possessions																					
						2,082,505	1,775,000	2,074,746	1,154,150		(7,024)		(7,024)		2,064,891		27,613	27,613	41,188	XX	XX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
36046L-P9-1	FILIPIN CHY CA		05/09/2013	TRANSFER		83,290	75,000	83,155			(137)		(137)		83,017		272	272	927	07/01/2019	1FE
81552E-02-3	DIST		05/09/2013	TRANSFER		738,703	570,000	744,426	736,520		(3,190)		(3,190)		733,329		5,374	5,374	21,469	10/01/2028	1FE
24999999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
						821,993	645,000	827,581	736,520		(3,327)		(3,327)		816,346		5,646	5,646	22,396	XX	XX
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
ALABAMA ST INCENTIVES																					
01030L-BK-2	FINC AUT		05/09/2013	TRANSFER		202,190	175,000	201,968			(527)		(527)		201,441		749	749	1,609	09/01/2018	1FE
31287N-F4-5	FE C62887		05/01/2013	MBS PAYDOWN		428	428	477							428				2	01/01/2032	1
31286V-A9-7	FE E91316		05/01/2013	MBS PAYDOWN		1,045	1,045	1,108							1,045				4	09/01/2017	1
31286V-F9-4	FE C91392		05/01/2013	MBS PAYDOWN		15,853	15,853	17,198			(55)		(55)		15,853				146	06/01/2038	1
31292T-03-7	FE A80979		05/01/2013	MBS PAYDOWN		232	232	255							232				1	08/01/2038	1
31292H-F1-6	FE C01078		05/01/2013	MBS PAYDOWN		13	13	16							13					01/01/2030	1
31294L-XE-3	FE E08677		05/09/2013	VARIOUS		2,573	2,528	2,453	2,506		10		10		2,516		57	57	65	06/01/2014	1
31298N-JH-8	FE A14184		06/01/2013	MBS PAYDOWN		11,553	11,553	12,663			(39)		(39)		11,553				106	10/01/2033	1
31298D-S2-7	FE A15937		05/09/2013	VARIOUS		97,649	90,340	90,622	90,512		(21)		(21)		90,490		7,159	7,159	2,162	11/01/2033	1
31298L-02-2	FE A18578		06/01/2013	MBS PAYDOWN		2,439	2,439	2,640			(1)		(1)		2,439				20	02/01/2034	1
31324T-FL-1	FE 2012-70 HP		06/01/2013	MBS PAYDOWN		8,079	8,079	8,194							8,079				13	01/25/2041	1
31327U-JC-9	FE 203973		05/09/2013	VARIOUS		261	225	233	230		(1)		(1)		230		31	31	8	01/01/2026	1
31324T-MH-8	FE 323572		05/09/2013	VARIOUS		15,017	12,731	12,756	12,753		(13)		(13)		12,740		2,277	2,277	414	01/01/2029	1
31374S-10-6	FE 3838 AE		06/01/2013	MBS PAYDOWN		11,035	11,035	11,435			(1)		(1)		11,035				23	11/15/2018	1
31374S-J3-6	FE 3874 GF		05/09/2013	TRANSFER		540,695	500,000	539,349			(693)		(693)		538,656		1,949	1,949	3,306	05/15/2026	1
31374T-66-3	FE 4058 HA		05/09/2013	VARIOUS		986,233	964,049	976,100	975,480		(1,183)		(1,183)		974,297		11,936	11,936	8,446	07/15/2024	1
31380D-FH-1	FE 436781		05/09/2013	VARIOUS		4,069	3,502	3,579			(2)		(2)		3,532		537	537	107	12/01/2024	1
31387B-CH-1	FE 578885		05/09/2013	VARIOUS		30,606	25,935	25,822			(1)		(1)		25,823		4,783	4,783	739	06/01/2031	1
31388B-4H-6	FE A16238		06/01/2013	VARIOUS		30,988	29,505	29,836	27,587		(12)		(12)		29,510		1,478	1,478	728	12/01/2016	1
31388B-GH-3	FE 612312		06/01/2013	VARIOUS		37,170	37,170	39,214	23,572		(4)		(4)		37,170		1,425	1,425	567	10/01/2016	1
31388L-XD-9	FE A16086		06/01/2013	MBS PAYDOWN		18,913	18,913	19,953			(3)		(3)		18,913				93	12/01/2026	1
31388D-SF-7	FE A17717		06/01/2013	MBS PAYDOWN		842,194	799,541	842,266			(1,855)		(1,855)		840,371		1,823	1,823	4,467	12/01/2027	1
31388E-TM-4	FE AC3264		05/09/2013	VARIOUS		5,732	5,732	5,959			(1)		(1)		5,732				14	09/01/2027	1
31388M-2H-6	FE AP1651		06/01/2013	MBS PAYDOWN		531,520	500,000	531,302			(633)		(633)		530,669		851	851	3,306	07/25/2029	1
31397U-BK-7	FE 713703		05/09/2013	TRANSFER		4,426	4,426	4,827			(12)		(12)		4,426				40	09/01/2033	1
31401N-3L-1	FE 721648		06/01/2013	VARIOUS		152,274	141,065	143,886	143,118		(252)		(252)		142,866		9,408	9,408	3,070	07/01/2033	1
31401H-WH-6	FE 721648		05/09/2013	VARIOUS		11,324	11,324	12,477			(59)		(59)		11,324				19	02/01/2036	1
31403C-EL-0	FE 745275		06																		

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

SHOW All Long-term Bonds, Redeemed or Fully Paid, and Other Securities																				
1	2	3	4	5	6	7	8	9	10					16	17	18	19	20	21	22
									Change in Book/Adjusted Carrying Value											
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31410K-JE-0	FN 889563	05/01/2013	MES PAYOUT		87,224	87,224	94,989	89,126	(1,802)	(1,802)		(1,802)	87,234		87,234		2,314	2,007	12/01/2037	1
31411K-EA-1	FN 910155	06/01/2013	VARIOUS		183,108	183,108	182,363		(1,541)	(1,541)		(1,541)	180,794		180,794		2,314	28	03/01/2037	1
31411F-WB-0	FN 916910	05/01/2013	MES PAYOUT		6,195	6,195	6,772		(1,171)	(1,171)		(1,171)	6,195		6,195		2,370	28	05/01/2037	1
314123-20-6	FN 938283	05/09/2013	VARIOUS		162,642	162,642	161,443		(1,171)	(1,171)		(1,171)	160,273		160,273		2,370	1,614	07/01/2037	1
31417A-EE-2	FN AB4052	05/01/2013	MES PAYOUT		27,978	27,978	30,417		(5)	(5)		(5)	27,978		27,978			93	12/01/2041	1
31417B-WB-9	FN AB4992	05/01/2013	MES PAYOUT		10,539	10,539	10,955		(4)	(4)		(4)	10,539		10,539			22	04/01/2037	1
31418A-JV-1	FN MA1175	05/01/2013	MES PAYOUT		22,458	22,458	23,347		(3,400)	(3,400)		(3,400)	22,458		22,458		57,185	56	09/01/2042	1
31419A-WB-4	FN AE0828	05/09/2013	VARIOUS		1,526,673	1,526,673	1,474,203	1,472,828	(3,300)	(3,300)		(3,300)	1,469,488		1,469,488		406	22,003	02/01/2041	1
31419B-WB-0	FN AE0996	05/06/2013	VARIOUS		242,111	242,111	262,452		(747)	(747)		(747)	261,705		261,705		406	1,812	02/01/2041	1
31419J-10-1	FN AE7758	05/01/2013	MES PAYOUT		16,596	16,596	17,624		(486)	(486)		(486)	16,596		16,596		238	48	11/01/2025	1
454624-S3-2	REVENUE	05/09/2013	TRANSFER		196,690	196,690	196,938		(374)	(374)		(374)	176,086		176,086		640	2,535	02/01/2018	1FE
575579-V1-3	MASSACHUSETTS BAY WA	05/09/2013	TRANSFER		176,726	176,726	176,460		(302)	(302)		(302)	173,374		173,374		695	3,947	07/01/2020	1FE
68607V-JS-9	SACS L DEPT OF ADMIN	05/09/2013	TRANSFER		174,069	174,069	173,676		(273)	(273)		(273)	174,176		174,176		57	2,733	04/01/2017	1FE
914455-A2-2	UNIV OF MICHIGAN MI	05/09/2013	TRANSFER		174,832	174,832	175,049		(658)	(658)		(658)	977,560		977,560		31,340	28,610	07/01/2025	1FE
928075-F4-7	VIRGINIA ST PORT AUTH	05/09/2013	TRANSFER		1,008,900	1,008,900	979,859	978,218	(904)	(904)		(904)	406,159		406,159		1,338	9,597	10/01/2019	1FE
938240-05-3	WASHINGTON CNTY OR CLEAN	05/09/2013	TRANSFER		406,497	406,497	406,063		(192)	(192)		(192)	129,520		129,520		599	463	10/15/2014	1FE
984589-A9-1	YALE UNIVERSITY	05/31/2013	TRANSFER		129,927	129,927	129,520		(21,728)	(21,728)		(21,728)	8,340,686		8,340,686		144,265	112,113	10/15/2014	1FE
31999999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																				
Bonds - Industrial and Miscellaneous (Unaffiliated)																				
009353-AP-7	LIBROS INC	05/09/2013	TRANSFER		415,174	415,000	414,388		(37)	(37)		(37)	414,425		414,425		790	2,327	02/15/2020	2FE
009762-AP-8	AMERIPRISE FINANCIAL INC	05/09/2013	TRANSFER		195,914	195,000	195,822		(763)	(763)		(763)	195,059		195,059		855	3,965	06/28/2019	1FE
001162-AZ-3	AMERIN INC	05/09/2013	TRANSFER		89,830	89,830	89,940		(268)	(268)		(268)	89,672		89,672		157	1,164	02/01/2019	2FE
003531-BB-0	AMERUS-BUSCH INVEY WDR	05/09/2013	TRANSFER		810,013	810,013	792,613	615,526	(5,960)	(5,960)		(5,960)	771,479		771,479		38,534	20,768	11/15/2019	1FE
003411-AA-7	APACHE CORP	05/09/2013	TRANSFER		94,690	94,690	94,305		(374)	(374)		(374)	93,931		93,931		759	4,944	09/15/2021	1FE
063616-EB-8	BANK OF AMERICA CORP	05/09/2013	TRANSFER		115,140	115,140	112,091		(141)	(141)		(141)	111,950		111,950		3,190	4,944	06/13/2021	1FE
06408R-BY-4	BANK OF NEW YORK MELLON	05/09/2013	TRANSFER		1,010,350	1,010,350	957,574	766,674	(770)	(770)		(770)	183,149		183,149		55,051	17,508	09/23/2021	1FE
064070-AV-0	BERKSHIRE HATHAWAY INC	05/09/2013	TRANSFER		183,421	183,421	183,662		(63)	(63)		(63)	38,315		38,315		79	626	02/11/2015	1FE
101128-A1-1	BOSTON PROPERTIES LP	05/09/2013	TRANSFER		38,365	38,365	38,378		(7)	(7)		(7)	19,086		19,086		951	132	11/15/2018	2FE
124898-WT-7	CBUS 2006-CBS AFI	06/01/2013	MES PAYOUT		180,794	180,794	180,389		(556)	(556)		(556)	179,843		179,843		940	2,518	08/25/2035	1FM
144141-C2-9	PROGRESS ENERGY CAROLINA	05/09/2013	TRANSFER		424,720	425,000	424,708		(11)	(11)		(11)	424,719		424,719		1	570	02/28/2016	1FE
149123-SN-7	CATERPILLAR FINANCIAL SE	05/09/2013	TRANSFER		1,000,980	1,000,000	1,001,994		(1,014)	(1,014)		(1,014)	1,000,975		1,000,975		5	1,117	02/15/2019	1FE
161571-FS-8	CHAIT 2012-AP A9	05/09/2013	TRANSFER		672,055	650,000	670,332		(1,727)	(1,727)		(1,727)	666,713		666,713		5,341	15,510	04/15/2040	1FE
173067-AD-1	COGIT 2013-SNP A	05/09/2013	TRANSFER		230,597	225,000	230,597		(557)	(557)		(557)	230,264		230,264		333	333	01/12/2018	1FE
17319F-AA-7	DOMINION RESOURCES INC	05/09/2013	TRANSFER		77,516	75,000	77,599		(118)	(118)		(118)	77,481		77,481		35	319	09/01/2015	2FE
257462-EJ-7	FIFTH THIRD BANCORP	05/09/2013	TRANSFER		80,155	75,000	80,175		(201)	(201)		(201)	79,975		79,975		180	785	01/25/2016	2FE
316773-CK-4	GENERAL ELEC CAP CORP	05/09/2013	TRANSFER		352,072	350,000	348,877		(124)	(124)		(124)	349,001		349,001		3,071	1,176	01/08/2016	1FE
369026-EB-0	GOLDMAN SACHS GROUP INC	05/09/2013	TRANSFER		284,123	250,000	281,445	254,309	(851)	(851)		(851)	253,458		253,458		10,665	7,569	10/01/2014	1FE
381431-AA-1	JPMORGAN CHASE & CO	05/09/2013	TRANSFER		167,356	150,000	165,476		(181)	(181)		(181)	152,359		152,359		2,100	1,523	08/15/2021	1FE
46253H-JC-5	JPMCC 2003-CBS A2	06/01/2013	MES PAYOUT		152,359	152,359	153,242		(310)	(310)		(310)	98,716		98,716		303	1,769	07/12/2037	1FM
487636-EB-3	KEW RIVER FUNDING CORP	05/09/2013	TRANSFER		217,647	217,647	211,381		(32)	(32)		(32)	217,647		217,647		23,238	303	05/30/2016	2FE
492288-AE-7	KINDER MORGAN ENERGY	05/09/2013	TRANSFER		598,947	598,947	598,884		(14)	(14)		(14)	598,979		598,979		46,477	5,185	07/31/2016	1FE
494550-BE-9	PARTEK INC	05/09/2013	TRANSFER		1,020,826	1,020,826	1,020,826		(715)	(715)		(715)	1,020,111		1,020,111		29	16,327	09/01/2022	2FE
50022H-EJ-5	MUT 2004-RPC1 A5	05/09/2013	TRANSFER		182,842	182,842	182,440		(402)	(402)		(402)	182,440		182,440		110	22,917	02/15/2022	1FE
674589-0C-7	OCCIDENTAL PETROLEUM COR	05/09/2013	TRANSFER		181,755	175,000	182,049		(458)	(458)		(458)	181,994		181,994		161	2,168	01/15/2015	1FE
713448-WB-3	PEPSICO INC	05/09/2013	TRANSFER		55,825	50,000	55,293		(532)	(532)		(532)	55,232		55,232		592	905	12/15/2014	1FE
824348-AA-6	SHERWIN WILLIAMS CO	05/09/2013	TRANSFER		106,277	100,000	106,518		(621)	(621)		(621)	106,126		106,126		151	1,131	02/01/2015	2FE
828007-0G-0	SIRON PROPERTY GROUP LP	05/09/2013	TRANSFER		1,004,590	1,000,000	1,004,590		(453)	(453)		(453)	1,016,193		1,016,193		17,897	42,858	02/01/2014	1FE
919131-AO-3	VALERO ENERGY CORP	05/09/2013	TRANSFER		85,137	75,000	84,752		(385)	(385)		(385)	84,629		84,629					

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value				16	17	18	19	20	21	22
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	11	12	13	14	15	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - Hybrid Securities																				
Bonds - Parent, Subsidiaries, and Affiliates																				
8399997	Subtotals - Bonds - Part 4				30,443,470	28,303,915	30,148,799	16,120,344		(73,946)		(73,946)		29,868,967		574,507	574,507	471,217	XXX	XXX
8399999	Subtotals - Bonds				30,443,470	28,303,915	30,148,799	16,120,344		(73,946)		(73,946)		29,868,967		574,507	574,507	471,217	XXX	XXX
Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)																				
Preferred Stocks - Parent, Subsidiaries, and Affiliates																				
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																				
Common Stocks - Parent, Subsidiaries, and Affiliates																				
Common Stock - Mutual Funds																				
Common Stocks - Money Market Mutual Funds																				
9999999	Totals				30,443,470	XXX	30,148,799	16,120,344		(73,946)		(73,946)		29,868,967		574,507	574,507	471,217	XXX	XXX

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

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

SCHEDULE E - PART 1 - CASHE12

