

QUARTERLY STATEMENT

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OF THE

NATIONAL

LAND TITLE INSURANCE

COMPANY

of

BARRINGTON

in the state of

ILLINOIS

TO THE

Insurance Department

OF THE

STATE OF ILLINOIS

FOR THE QUARTER ENDED
September 30, 2002

TITLE

2002

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	3,199,032		3,199,032	2,206,287
2. Stocks:				
2.1 Preferred stocks	99,849		99,849	99,122
2.2 Common stocks				
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens				
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 1,340,343) and short-term investments (\$ 0)	1,340,343		1,340,343	1,685,002
6. Other invested assets				
7. Receivable for securities				
8. Subtotals, cash and invested assets (Lines 1 to 7)	4,639,224		4,639,224	3,990,411
9. Title plants, less \$ 0 , charged off				
10. Title insurance premiums and fees receivable	35,191	32,720	2,471	252
11. Funds held by or deposited with reinsured companies				
12. Reinsurance recoverables on loss and loss adjustment expense payments				
13. Federal and foreign income tax recoverable and interest thereon (including \$ 0 net deferred tax asset)				
14. Guaranty funds receivable or on deposit				
15. Electronic data processing equipment and software	12,592	12,592		
16. Interest, dividends and real estate income due and accrued	11,840		11,840	33,503
17. Net adjustments in assets and liabilities due to foreign exchange rates				
18. Receivable from parent, subsidiaries and affiliates				
19. Other assets nonadmitted	38,900	38,900		
20. Aggregate write-ins for other than invested assets				
21. TOTALS (Lines 8 to 20)	4,737,747	84,212	4,653,535	4,024,166

DETAILS OF WRITE-INS				
2001.				
2002.				
2003.				
2098. Summary of remaining write-ins for Line 20 from overflow page				
2099. Totals (Lines 2001 through 2003 + 2098) (Line 20 above)				

A. The above assets include the following segregated assets of the Statutory Premium Reserve or other similar statutory reserve:

Bonds \$ 1,640,510 , Short-term investments \$ 0 ,
Mortgages \$ 0 , Cash \$ 0 , Total \$ 1,640,510 .

SEGREGATED FUNDS HELD FOR OTHERS BY THE COMPANY

(Set apart in special accounts and excluded from company assets and liabilities)

B. Custodial funds in the amount of \$ 0 not included in the foregoing statement were held pursuant to the governing agreements of custody. These funds consist of \$ 0 in cash on deposit and \$ 0 in other forms of security.

	1 Current Statement Date	2
		December 31 Prior Year
1. Known claims reserve	191,705	154,052
2. Statutory premium reserve	1,640,510	1,723,108
3. Aggregate of other reserves required by law		
4. Supplemental reserve		
5. Commissions, brokerage and other charges due or accrued to attorneys, agents and real estate brokers		
6. Other expenses (excluding taxes, licenses and fees)	32,020	25,514
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	8,994	12,643
8. Federal and foreign income taxes (including \$ 0 on realized capital gains (losses) (including \$ 0 net deferred tax liability)	96,811	28,267
9. Borrowed money \$ 0 and interest thereon \$ 0		
10. Dividends declared and unpaid		
11. Premiums and other consideration received in advance		
12. Unearned interest and real estate income received in advance		
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others		
15. Provision for unauthorized reinsurance		
16. Net adjustment in assets and liabilities due to foreign exchange rates		
17. Drafts outstanding		
18. Payable to parent, subsidiaries and affiliates		
19. Payable for securities		
20. Aggregate write-ins for other liabilities	1,970,040	1,943,584
21. Total liabilities (Lines 1 through 20)		
22. Aggregate write-ins for special surplus funds		
23. Common capital stock	1,000,000	1,000,000
24. Preferred capital stock		
25. Aggregate write-ins for other than special surplus funds		
26. Surplus notes		
27. Gross paid in and contributed surplus	2,208,125	1,708,125
28. Unassigned funds (surplus)	(524,630)	(627,543)
29. Less treasury stock, at cost:		
29.1 0 shares common (value included in Line 23 \$ 0)		
29.2 0 shares preferred (value included in Line 24 \$ 0)		
30. Surplus as regards policyholders (Lines 22 to 28 less 29)	2,683,495	2,080,582
31. Totals	4,653,535	4,024,166

DETAILS OF WRITE-INS		
0301.		
0302.		
0303.		
0398. Summary of remaining write-ins for Line 3 from overflow page		
0399. Totals (Lines 0301 through 0303 plus 0398)(Line 3 above)		
2001.		
2002.		
2003.		
2098. Summary of remaining write-ins for Line 20 from overflow page		
2099. Totals (Lines 2001 through 2003 plus 2098)(Line 20 above)		
2201.		
2202.		
2203.		
2298. Summary of remaining write-ins for Line 22 from overflow page		
2299. Totals (Lines 2201 through 2203 plus 2298)(Line 22 above)		
2501.		
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)		

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
OPERATIONS AND INVESTMENT EXHIBIT			
STATEMENT OF INCOME			
OPERATING INCOME			
1. Title insurance and related income:			
1.1 Title insurance premiums earned	623,789	411,924	576,703
1.2 Escrow and settlement services			
1.3 Other title fees and service charges			
2. Aggregate write-ins for other operating income			
3. Total Operating Income (Lines 1 through 2)	623,789	411,924	576,703
DEDUCT:			
4. Losses and loss adjustment expenses incurred	(44,341)	177,415	257,181
5. Operating expenses incurred	550,594	353,561	525,684
6. Aggregate write-ins for other operating deductions			
7. Total Operating Deductions	506,253	530,976	782,865
8. Net operating gain or (loss) (Lines 3 minus 7)	117,536	(119,052)	(206,162)
INVESTMENT INCOME			
9. Net investment income earned	77,186	98,948	124,112
10. Net realized capital gains and (losses)			
11. Net investment gain or (loss) (Lines 9 + 10)	77,186	98,948	124,112
OTHER INCOME			
12. Aggregate write-ins for miscellaneous income or (loss)			
13. Net income, before federal income taxes (Lines 8 + 11 + 12)	194,722	(20,104)	(82,050)
14. Federal and foreign income taxes incurred	68,544	14,903	10,910
15. Net income (Lines 13 minus 14)	126,178	(35,007)	(92,960)
CAPITAL AND SURPLUS ACCOUNT			
16. Surplus as regards policyholders, December 31 prior year	2,080,582	1,191,940	1,191,940
GAINS AND (LOSSES) IN SURPLUS			
17. Net income (from Line 15)	126,178	(35,007)	(92,960)
18. Net unrealized capital gains or (losses)		91,547	
19. Change in net unrealized foreign exchange capital gain (loss)			
20. Change in net deferred income taxes			
21. Change in nonadmitted assets	(23,265)	(87,361)	(18,400)
22. Change in provision for unauthorized reinsurance			
23. Change in supplemental reserves			
24. Change in surplus notes			
25. Cumulative effect of changes in accounting principles		(21,187)	2
26. Capital Changes:			
26.1 Paid in	500,000		1,000,000
26.2 Transferred from surplus (Stock Dividend)			
26.3 Transferred to surplus			
27. Surplus Adjustments:			
27.1 Paid in			
27.2 Transferred to capital (Stock Dividend)			
27.3 Transferred from capital			
28. Dividends to stockholders			
29. Change in treasury stock			
30. Aggregate write-ins for gains and losses in surplus			
31. Change in surplus as regards policyholders for the year (Lines 17 through 30)	602,913	(52,008)	888,642
32. Surplus as regards policyholders as of statement date (Lines 16 plus 31)	2,683,495	1,139,932	2,080,582

DETAILS OF WRITE-INS			
0201.			
0202.			
0203.			
0298. Summary of remaining write-ins from overflow page			
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 2 above)			
0601.			
0602.			
0603.			
0698. Summary of remaining write-ins from overflow page			
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)			
1201.			
1202.			
1203.			
1298. Summary of remaining write-ins from overflow page			
1299. Totals (Lines 1201 through 1203 plus 1298) (Line 12 above)			
3001.			
3002.			
3003.			
3098. Summary of remaining write-ins from overflow page			
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)			

	1 Current Year to Date	2 Prior Year Ended December 31
CASH FLOW		
1. Premiums and other charges collected	565,221	470,894
2. Loss and loss adjustment expenses paid (net of salvage and subrogation)	(108,365)	333,866
3. Total operating expenses paid	586,338	528,098
4. Cash from operations (Line 1 minus Line 2 minus Line 3)	87,248	(391,070)
5. Investment income (net of investment expense)	77,186	114,593
6. Other income received (expenses paid)		
7. Federal income taxes (paid) recovered		
8. Net cash from operations (Lines 4 to 7)	164,434	(276,477)
9. Proceeds from investments sold, matured or repaid:		
9.1 Bonds	50,000	210,000
9.2 Stocks		
9.3 Mortgage loans		
9.4 Real estate		
9.5 Other invested assets		
9.6 Net gains or (losses) on cash and short-term investments		
9.7 Miscellaneous proceeds		
9.8 Total investment proceeds (Lines 9.1 to 9.7)	50,000	210,000
10. Other cash provided:		
10.1 Net transfers from affiliates		
10.2 Borrowed funds received		
10.3 Capital paid in	500,000	1,000,000
10.4 Surplus paid in		
10.5 Other sources		
10.6 Total other cash provided (Lines 10.1 to 10.5)	500,000	1,000,000
11. Total (Line 8 plus Line 9.8 plus Line 10.6)	714,434	933,523
12. Cost of investments acquired (long-term only):		
12.1 Bonds	1,059,093	1,606,953
12.2 Stocks		99,122
12.3 Mortgage loans		
12.4 Real estate		
12.5 Other invested assets		
12.6 Miscellaneous applications		
12.7 Total investments acquired (Lines 12.1 to 12.6)	1,059,093	1,706,075
13. Other cash applied:		
13.1 Dividends to stockholders paid		
13.2 Net transfers to affiliates		
13.3 Borrowed funds repaid		
13.4 Other applications		
13.5 Total other cash applied (Lines 13.1 to 13.4)		
14. Total (Line 12.7 plus Line 13.5)	1,059,093	1,706,075
15. Net change in cash and short-term investments (Line 11 minus Line 14)	(344,659)	(772,552)
RECONCILIATION		
16. Cash and short-term investments:		
16.1 Beginning of year	1,685,002	2,457,554
16.2 End of period (Line 15 plus Line 16.1)	1,340,343	1,685,002

NOTES TO FINANCIAL STATEMENTS

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since prior year end unless otherwise noted)

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity implement any significant accounting policy changes which would require disclosure in the Notes to the Financial Statements? Yes [] No [X]

1.2 If yes, explain: _____

2.1 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 [X]

2.2 If yes, has the report been filed with the domiciliary state? Yes [] No [X]

3.1 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 [X]

3.2 If yes, date of change: _____
If not previously filed, furnish herewith a certified copy of the instrument as amended.

4. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
If yes, attach an organizational chart.

5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]

5.2 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

6. 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 [] N/A [X]
If yes, attach an explanation.

7.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2000

7.2 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. 01/15/2002

7.3 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). 01/15/2002

7.4 By what department or departments? Illinois Department of Financial Regulation

8.1 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? (You need not report an action, either formal or informal, if a confidentiality clause is part of the agreement.) Yes [] No [X]

8.2 If yes, give full information

GENERAL INTERROGATORIES (Continued)

(Responses to these interrogatories should be based on changes that have occurred since prior year end unless otherwise noted)
INVESTMENT

9.1 Has there been any change in the reporting entity's own preferred or common stock? Yes [] No [X]

9.2 If yes, explain:

.....

10.1 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 [X]

10.2 If yes, give full and complete information relating thereto:

.....

11. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ _____

12. Amount of real estate and mortgages held in short-term investments: \$ _____

13.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [] No [X]

13.2 If yes, please complete the following:

	1 Prior Year-End Statement Value	2 Current Quarter Statement Value
13.21 Bonds	\$ _____	\$ _____
13.22 Preferred Stock	\$ _____	\$ _____
13.23 Common Stock	\$ _____	\$ _____
13.24 Short-Term Investments	\$ _____	\$ _____
13.25 Mortgages, Loans or Real Estate	\$ _____	\$ _____
13.26 All Other	\$ _____	\$ _____
13.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 13.21 to 13.26)	\$ _____	\$ _____
13.28 Total Investment in Parent included in Lines 13.21 to 13.26 above	\$ _____	\$ _____
13.29 Receivable from Parent not included in Lines 13.21 to 13.26 above	\$ _____	\$ _____

14.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [] No [X]

14.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [X]

If no, attach a description with this statement.

15. Excluding items in Schedule E, 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 Part 1-General, Section IV. H-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes [X] No []

15.1 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
American National Bank	1 Bank One Plaza Chicago, IL 60670
Independence Bank	4401 Rockside RD Independence OH 44131-8048

15.2 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)

15.3 Have there been any changes, including name changes, in the custodian(s) identified in 15.1 during the current year? Yes [] No [X]

15.4 If yes, give full and complete information relating thereto:

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

15.5 Identify all investment advisors, brokers/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

GENERAL INTERROGATORIES

(continued)

PART 2 - TITLE

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [] N/A [X]
If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [] No [X]
If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]
3.2 If yes, give full and complete information thereto

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses discounted to present value at a rate of interest greater than zero. Yes [] No [X]
4.2 If yes, complete the following schedule:

1 Line of Business	2 Maximum Interest	3 Discount Rate	TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
			4 Unpaid Loses	5 Unpaid LAE	6 IBNR	7 TOTAL	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 TOTAL
TOTAL										

NONE **Schedule A, B, and BA Verification**

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 Statement Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Statement Value End of First Quarter	6 Statement Value End of Second Quarter	7 Statement Value End of Third Quarter	8 Statement Value December 31 Prior Year
BONDS									
1.	Class 1	2,941,013				(6,980)	3,000,464	2,941,013	3,199,033
2.	Class 2								2,241,287
3.	Class 3								
4.	Class 4								
5.	Class 5								
6.	Class 6								
7.	Total Bonds	2,941,013		265,000		(6,980)	3,000,464	2,941,013	3,199,033
									2,241,287
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	2,941,013		265,000		(6,980)	3,000,464	2,941,013	3,199,033
									2,241,287

SCHEDULE DA - PART 1**Short-Term Investments Owned End of Current Quarter**

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Amount of Interest Received Current Quarter	5 Paid for Accrued Interest
8099999 Totals		XXX			

SCHEDULE DA - PART 2 - Verification**Short-Term Investments Owned**

	1 First Quarter Current Year	2 Second Quarter Current Year	3 Third Quarter Current Year	4 Prior Year Ended December 31
1. Book/adjusted carrying value, beginning of period	35,000	35,000		2,177,667
2. Cost of short-term investments acquired				73,670
3. Increase (decrease) by adjustment				12,335
4. Increase (decrease) by foreign exchange adjustment				
5. Total profit (loss) on disposal of short-term investments				
6. Consideration received on disposal of short-term investments		35,000		2,228,670
7. Book/adjusted carrying value, current period	35,000			35,002
8. Total valuation allowance				
9. Subtotal (Lines 7 plus 8)	35,000			35,002
10. Total nonadmitted amounts				
11. Statement value (Lines 9 minus 10)	35,000			35,002
12. Income collected during period				11,003
13. Income earned during period				11,003

NONE Schedule DB Part F Section 1

NONE Schedule DB Part F Section 2

NONE Schedule F

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, etc.	1 Is Insurer Licensed? (Yes or No)	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL	NO					
2. Alaska	AK	NO					
3. Arizona	AZ	NO					
4. Arkansas	AR	NO					
5. California	CA	NO					
6. Colorado	CO	NO					
7. Connecticut	CT	NO					
8. Delaware	DE	NO					
9. Dist. Columbia	DC	NO					
10. Florida	FL	NO					
11. Georgia	GA	NO					
12. Hawaii	HI	NO					
13. Idaho	ID	NO					
14. Illinois	IL	YES	547,599	202,269	(21,555)	79,125	(14,341)
15. Indiana	IN	NO					
16. Iowa	IA	NO					
17. Kansas	KS	NO					
18. Kentucky	KY	NO					
19. Louisiana	LA	NO					
20. Maine	ME	NO					
21. Maryland	MD	NO					
22. Massachusetts	MA	NO					
23. Michigan	MI	NO					
24. Minnesota	MN	NO					
25. Mississippi	MS	NO					
26. Missouri	MO	NO					
27. Montana	MT	NO					
28. Nebraska	NE	NO					
29. Nevada	NV	NO					
30. New Hampshire	NH	NO					
31. New Jersey	NJ	NO					
32. New Mexico	NM	NO					
33. New York	NY	NO					
34. North Carolina	NC	NO					
35. North Dakota	ND	NO					
36. Ohio	OH	YES	55,841	209,658	(86,809)	150,409	(30,000)
37. Oklahoma	OK	NO					
38. Oregon	OR	NO					
39. Pennsylvania	PA	YES					
40. Rhode Island	RI	NO					
41. So. Carolina	SC	NO					
42. So. Dakota	SD	NO					
43. Tennessee	TN	NO					
44. Texas	TX	YES					
45. Utah	UT	NO					
46. Vermont	VT	NO					
47. Virginia	VA	NO					
48. Washington	WA	NO					
49. West Virginia	WV	NO					
50. Wisconsin	WI	NO					
51. Wyoming	WY	NO					
52. American Samoa	AS	NO					
53. Guam	GU	NO					
54. Puerto Rico	PR	NO					
55. U.S. Virgin Is.	VI	NO					
56. Canada	CN	NO					
57. Aggregate Other Alien	OT	XXX					
58. Totals	(a)	4	603,440	411,927	(108,364)	229,534	(44,341)
DETAILS OF WRITE-INS							
5701.		XXX					
5702.		XXX					
5703.		XXX					
5798. Summary of remaining write-ins for Line 57 from overflow page		XXX					
5799. TOTALS (Lines 5701 thru 5703 plus 5798) (Line 57 above)		XXX					

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

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

0340	00000	DE	74-1677330
0340	50156	WA	91-1662429
0340	50121	TX	74-0924290
0340	50003	IL	34-0805709
0340	50725	AR	71-0560086
0340	50035	FL	65-0685696
0340	32336	VT	03-0311175
0340	51420	NY	76-0233294
0340	00000	EN	AA-1124112
0340	50036	OR	91-1800766
0340	00000	MX	AA-2734105
0340	00000	TX	74-0923770
0340	00000	TX	74-2327609
0340	00000	TX	74-2783918
0340	00000	TX	75-2258899
0340	00000	OK	73-1093494
0340	00000	FL	59-1285458
0340	00000	NM	85-0446018
0340	00000	CA	94-6088985
0340	00000	NM	85-0432768
0340	00000	AR	71-0798379
0340	00000	CA	95-4607898
0340	00000	AZ	86-0223200
0340	00000	NH	02-0508066
0340	00000	IL	36-3849696
0340	00000	MO	43-1622646
0340	00000	TX	76-045977
0340	00000	FL	59-3138251
0340	00000	TX	74-1959294
0340	00000	BZ	52-202987
0340	00000	DE	74-2803466
0340	00000	OR	93-1274879
0340	00000	WA	91-2035472
0340	00000	FL	59-3667114
0340	00000	CA	77-0416985
0340	00000	CA	68-0166273
0340	00000	WA	91-2097383
0340	00000	TX	74-2082261

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

PART 1 - LOSS EXPERIENCE

	Current Year to Date				5 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Written	2 Other Income (Page 4, Lines 1.2 + 1.3 + 2)	3 Direct Losses Incurred	4 Direct Loss Percentage Cols. 3 / (1 + 2)	
1. Direct operations					
2. Agency operations:					
2.1 Non-affiliated agency operations	567,440		(44,341)	(7.814)	43.070
2.2 Affiliated agency operations					
3. Totals	567,440		(44,341)	(7.814)	43.070

PART 2 - DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Direct operations			
2. Agency operations:			
2.1 Non-affiliated agency operations	150,544	567,440	411,927
2.2 Affiliated agency operations			
3. Totals	150,544	567,440	411,927

**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 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 SVO Compliance Certification be filed with this statement?

YES

EXPLANATION:BAR CODE:

OVERFLOW PAGE FOR WRITE-INS

NONE Schedule A Part 2 and 3

NONE Schedule B Part 1 and 2

NONE Schedule BA Part 1 and 2

SCHEDULE D - PART 3

Showing all Long-term Bonds and Stock Acquired by the Company During the Current Quarter

For stock For bonds Totals
(a) For all common stock bearing the NAIC designation "U" provide the number of such issues

0

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Book/Adjusted Carrying Value at Disposal Date	Increase (Decrease) by Adjustment	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest on Bonds Received During Year	Dividends on Stocks Received During Year	NAIC Design- ation (a)		
407306BH1	Hamilton Co Stadium	05/01/2002	Matured	50,000	50,000.00	50,571	50,000	50,571				1,250		1		
3136996	Bonds - Special Revenue and Special Assessment Obligations - OH			XXX	50,000	50,000.00	50,571	50,000	391			1,250	XXX	XXX		
3199999	Total - Bonds - Special Revenue and Special Assessment Obligations			XXX	50,000	50,000.00	50,571	50,000	391			1,250	XXX	XXX		
6099997	Subtotal - Bonds - Part 4			XXX	50,000	50,000.00	50,571	50,000	391			1,250	XXX	XXX		
6099999	Total Bonds			XXX	50,000	50,000.00	50,571	50,000	391			1,250	XXX	XXX		
7299999	Totals				50,000	50,000	50,571	50,000	391			1,250		XXX		

NONE **Schedule DB Part A and B Section 1**

NONE **Schedule DB Part C and D Section 1**

SCHEDULE E - PART 1 - CASH
Month End Depository Balances

1 Depository	2 Rate of Interest	3 Amount of Interest Received During Current Quarter	4 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			8 *
				5 First Month	6 Second Month	7 Third Month	
Open Depositories - Section (A)-Segregated Funds Held for Others							
0199998 Deposits in (0) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0199999 Total Segregated Funds Held For Others	XXX						XXX
Open Depositories - Section (B) - General Funds MALVERN NATIONAL BANK SHERIDAN AR				116,182	63,686	231,993	
0299998 Deposits in (4) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX	4,985		1,363,283	1,348,428	1,108,350	XXX
0299999 Total General Funds	XXX	4,985		1,479,465	1,412,114	1,340,343	XXX
Open Depositories - Section (C) - Reinsurance Reserve Funds							
0399998 Deposits in (0) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0399999 Total Reinsurance Reserve Funds	XXX						XXX
0499999 Total Open Depositories	XXX	4,985		1,479,465	1,412,114	1,340,343	XXX
Suspended Depositories - Section (A) - Seg. Funds Held for Others							
0599998 Deposits in (0) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0599999 Total Segregated Funds held for others	XXX						XXX
Suspended Depositories - Section (B) - General Funds							
0699998 Deposits in (0) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0699999 Total General Funds	XXX						XXX
Suspended Depositories - Section (C) - Reinsurance Reserve Funds							
0799998 Deposits in (0) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0799999 Total Reinsurance Reserve Funds	XXX						XXX
0899999 Total Suspended Depositories	XXX						XXX
0999999 Total cash on Deposit	XXX	4,985		1,479,465	1,412,114	1,340,343	XXX
1199999 TOTAL CASH	XXX	4,985		1,479,465	1,412,114	1,340,343	XXX