

QUARTERLY STATEMENT

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OF THE

GENERAL TITLE & TRUST COMPANY

of

OAKWOOD VILLAGE

in the state of

OHIO

TO THE

Insurance Department

OF THE

STATE OF OHIO

RECEIVED
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OFRS

FOR THE QUARTER ENDED
September 30, 2002

TITLE

2002

QUARTERLY STATEMENT

58172200220100103

AS OF September 30, 2002
OF THE CONDITION AND AFFAIRS OF THE

AS OF September 30, 2002

OF THE CONDITION AND AFFAIRS OF THE

General Title & Trust Company

NAIC Group Code	0000 (Current Period)	0000 (Prior Period)	NAIC Company Code	50172	Employer's ID Number	34-0244010	
Organized under the Laws of			OHIO	, State of Domicile or Port of Entry			OHIO
Country of Domicile			USA				
Incorporated:			March 25, 1925	Commenced Business:			March 25, 1925
Statutory Home Office:			24262 BROADWAY AVE	OAKWOOD VILLAGE	OH	44146	
Main Administrative Office:			24262 BROADWAY AVE	OAKWOOD VILLAGE	OH	44146	440-232-5511
Mail Address:			24262 BROADWAY AVE	OAKWOOD VILLAGE	OH	44146	
Primary Location of Books and Records:			24262 BROADWAY AVE	OAKWOOD VILLAGE	OH	44146	440-232-5511
Internet Website Address:			N/A				
Statement Contact:			440-232-5511 00000				
			GENERAL LOU@AOL.COM (E-Mail Address)	440-439-2308 (Fax Number)			
Policyowner Relations Contact:			24262 BROADWAY AVE	OAKWOOD VILLAGE	OH	44146	440-232-5511 00000

OFFICERS

President	LOUIS S FRANK
Secretary	LINDA M FRANK
Treasurer	CAROL M DOERING
Actuary	

Vice-Presidents

DIRECTORS OR TRUSTEES

LOUIS S FRANK	LINDA M FRANK	MICHAEL J MCDONALD	JEFFERY T SMITH
CAROL M DOERING			

State of OHIO
County of CUYAHOGA 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.



Linda M. Ronk
(Signature)

Carol M Daering
(Signature)

LOUIS S FRANK

Subscribed and sworn to before me this



ADELINE F. SCHIRAL
Notary Public, State of Ohio
My Commission Expires Feb. 12, 1994.

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	796,430		796,430	402,910
2. Stocks:				
2.1 Preferred stocks		201,172	201,172	603,131
2.2 Common stocks				
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens				25,000
3.2 Other than first liens				24,709
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)	271,633	9,000	262,633	262,633
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 1,181,943) and short-term investments (\$ 590,577)	1,772,520		1,772,520	1,204,065
6. Other invested assets				
7. Receivable for securities				
8. Subtotals, cash and invested assets (Lines 1 to 7)	3,041,755	9,000	3,032,755	2,522,448
9. Title plants, less \$ 0, charged off				
10. Title insurance premiums and fees receivable	406,847	317,962	88,885	407,874
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)				15,000
14. Guaranty funds receivable or on deposit				
15. Electronic data processing equipment and software				41,180
16. Interest, dividends and real estate income due and accrued	12,051		12,051	12,051
17. Net adjustments in assets and liabilities due to foreign exchange rates				
18. Receivable from parent, subsidiaries and affiliates	216,021	59,024	156,997	203,345
19. Other assets nonadmitted				
20. Aggregate write-ins for other than invested assets	70,302		70,302	80,523
21. TOTALS (Lines 8 to 20)	3,746,976	385,986	3,360,990	3,282,421

DETAILS OF WRITE-INS				
2001. NOTES RECEIVABLE NON-AFFILIATED COMPANIES		70,302	70,302	80,523
2002.				
2003.				
2098. Summary of remaining write-ins for Line 20 from overflow page		70,302	70,302	80,523
2099. Totals (Lines 2001 through 2003 + 2098) (Line 20 above)		70,302	70,302	80,523

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

Bonds \$ 140,137, Short-term investments \$ 180,000,
Mortgages \$ 0, Cash \$ 0, Total \$ 320,137.

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 \$ 2,691 not included in the foregoing statement were held pursuant to the governing agreements of custody. These funds consist of \$ 2,691 in cash on deposit and \$ 0 in other forms of security.

	1 Current Statement Date	2
		December 31 Prior Year
1. Known claims reserve	190,000	190,000
2. Statutory premium reserve	1,218,200	783,080
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)	120,765	577,387
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	500	500
8. Federal and foreign income taxes (including \$ 0 on realized capital gains (losses) (including \$ 0 net deferred tax liability)		
9. Borrowed money \$ 0 and interest thereon \$ 0		
10. Dividends declared and unpaid	6,563	43,750
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	278,140	277,240
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	116,000	102,479
21. Total liabilities (Lines 1 through 20)	1,930,168	1,974,436
22. Aggregate write-ins for special surplus funds		
23. Common capital stock	250,130	250,130
24. Preferred capital stock	462,169	462,169
25. Aggregate write-ins for other than special surplus funds		
26. Surplus notes	332,434	332,434
27. Gross paid in and contributed surplus	259,388	259,388
28. Unassigned funds (surplus)	126,701	3,864
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)	1,430,822	1,307,985
31. Totals	3,360,990	3,282,421

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. REINSURANCE PREMIUM PAYABLE		36,779
2002. TAX PROVISION	116,000	65,700
2003.		
2098. Summary of remaining write-ins for Line 20 from overflow page		
2099. Totals (Lines 2001 through 2003 plus 2098)(Line 20 above)	116,000	102,479
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	5,961,948	4,607,757	7,042,925
1.2 Escrow and settlement services	9,725	2,550	4,800
1.3 Other title fees and service charges			
2. Aggregate write-ins for other operating income	142,093	1,484,882	1,780,922
3. Total Operating Income (Lines 1 through 2)	6,113,766	6,095,189	8,828,647
DEDUCT:			
4. Losses and loss adjustment expenses incurred	(4,758)	76,880	122,380
5. Operating expenses incurred	5,697,507	4,596,030	7,427,556
6. Aggregate write-ins for other operating deductions			
7. Total Operating Deductions	5,692,749	4,672,910	7,549,936
8. Net operating gain or (loss) (Lines 3 minus 7)	421,017	1,422,279	1,278,711
INVESTMENT INCOME			
9. Net investment income earned	64,794	77,219	121,192
10. Net realized capital gains and (losses)	(802,776)	20,992	(17,020)
11. Net investment gain or (loss) (Lines 9 + 10)	(737,982)	98,211	104,172
OTHER INCOME			
12. Aggregate write-ins for miscellaneous income or (loss)		10,835	8,832
13. Net income, before federal income taxes (Lines 8 + 11 + 12)	(316,965)	1,531,325	1,391,715
14. Federal and foreign income taxes incurred	255,757		
15. Net income (Lines 13 minus 14)	(572,722)	1,531,325	1,391,715
CAPITAL AND SURPLUS ACCOUNT			
16. Surplus as regards policyholders, December 31 prior year	1,307,985		(507,170)
GAINS AND (LOSSES) IN SURPLUS			
17. Net income (from Line 15)	(572,722)	1,531,325	1,391,715
18. Net unrealized capital gains or (losses)	572,512	(566,016)	(409,405)
19. Change in net unrealized foreign exchange capital gain (loss)			
20. Change in net deferred income taxes			(65,700)
21. Change in nonadmitted assets	129,610	468,023	926,858
22. Change in provision for unauthorized reinsurance			
23. Change in supplemental reserves			
24. Change in surplus notes			(19,563)
25. Cumulative effect of changes in accounting principles			
26. Capital Changes:			
26.1 Paid in			
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	(6,563)	(6,563)	(8,750)
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)	122,837	1,426,769	1,815,155
32. Surplus as regards policyholders as of statement date (Lines 16 plus 31)	1,430,822	1,426,769	1,307,985

DETAILS OF WRITE-INS			
0201. LEASE INCOME/MISCELLANEOUS	21,304	500	8,339
0202. PREMIUMRESERVE CEDED NET OF COST		1,484,382	1,481,943
0203. GROSS PREMIUMS CEDED	120,789		290,640
0298. Summary of remaining write-ins from overflow page			
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 2 above)	142,093	1,484,882	1,780,922
0601.			
0602.			
0603.			
0698. Summary of remaining write-ins from overflow page			
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)			
1201. GAIN ON SALE OF FIXED ASSETS		10,835	8,832
1202.			
1203.			
1298. Summary of remaining write-ins from overflow page			
1299. Totals (Lines 1201 through 1203 plus 1298) (Line 12 above)		10,835	8,832
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	6,527,582	7,621,304
2. Loss and loss adjustment expenses paid (net of salvage and subrogation)	(4,758)	122,380
3. Total operating expenses paid	6,150,115	6,913,418
4. Cash from operations (Line 1 minus Line 2 minus Line 3)	382,225	585,506
5. Investment income (net of investment expense)	64,794	121,192
6. Other income received (expenses paid)	21,304	8,832
7. Federal income taxes (paid) recovered	(200,000)	
8. Net cash from operations (Lines 4 to 7)	268,323	715,530
9. Proceeds from investments sold, matured or repaid:		
9.1 Bonds	335,000	177,250
9.2 Stocks	200,688	190,825
9.3 Mortgage loans	49,709	34,327
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)	585,397	402,402
10. Other cash provided:		
10.1 Net transfers from affiliates	487,276	429,572
10.2 Borrowed funds received		
10.3 Capital paid in		
10.4 Surplus paid in		
10.5 Other sources		
10.6 Total other cash provided (Lines 10.1 to 10.5)	487,276	429,572
11. Total (Line 8 plus Line 9.8 plus Line 10.6)	1,340,996	1,547,504
12. Cost of investments acquired (long-term only):		
12.1 Bonds	728,791	265,353
12.2 Stocks		27,904
12.3 Mortgage loans		9,000
12.4 Real estate		
12.5 Other invested assets		
12.6 Miscellaneous applications		
12.7 Total investments acquired (Lines 12.1 to 12.6)	728,791	302,257
13. Other cash applied:		
13.1 Dividends to stockholders paid	43,750	
13.2 Net transfers to affiliates		123,443
13.3 Borrowed funds repaid		283,978
13.4 Other applications		
13.5 Total other cash applied (Lines 13.1 to 13.4)	43,750	407,421
14. Total (Line 12.7 plus Line 13.5)	772,541	709,678
15. Net change in cash and short-term investments (Line 11 minus Line 14)	568,455	837,826
RECONCILIATION		
16. Cash and short-term investments:		
16.1 Beginning of year	1,204,065	366,239
16.2 End of period (Line 15 plus Line 16.1)	1,772,520	1,204,065

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. 12/31/2001

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. 06/30/1998

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). 06/30/1998

7.4 By what department or departments?

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 [X] No []

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	\$ 453,345	\$ _____
13.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 13.21 to 13.26)	\$ 453,345	\$ _____
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	\$ 264,952	\$ 216,021

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
KEYBANK	CLEVELAND OHIO
HUNTINGTON BANK	CLEVELAND OHIO
MERRILL LYNCH	CLEVELAND OHIO

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										

SCHEDULE A - VERIFICATION

	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	265,307	265,307	271,633	270,658
2. Increase (decrease) by adjustment	(1,349)	(2,674)		(5,351)
3. Cost of acquired				
4. Cost of additions to and permanent improvements				
5. Total profit (loss) on sales				
6. Increase (decrease) by foreign exchange adjustment:				
7. Amount received on sales				
8. Book/adjusted carrying value at end of current period	263,958	262,633	271,633	265,307
9. Total valuation allowance				
10. Subtotal (Lines 8 plus 9)	263,958	262,633	271,633	265,307
11. Total nonadmitted amounts	1,325		9,000	2,674
12. Statement value, current period (Page 2, real estate lines, current period)	262,633	262,633	262,633	262,633

SCHEDULE B - VERIFICATION

	1 First Quarter Current Year	2 Second Quarter Current Year	3 Third Quarter Current Year	4 Prior Year Ended December 31
1. Book/recorded investment excluding accrued interest on mortgages owned, beginning of period	49,709	6,069		75,036
2. Amount loaned during period:				9,000
2.1 Actual cost at time of acquisitions				
2.2 Additional investment made after acquisitions				
3. Accrual of discount and mortgage interest points and commitment fees				
4. Increase (decrease) by adjustment				
5. Total profit (loss) on sale				
6. Amounts paid on account or in full during the period	43,640	6,069		34,327
7. Amortization of premium				
8. Increase (decrease) by foreign exchange adjustment				
9. Book value/recorded investment excluding accrued interest on mortgages owned at end of current period	6,069			49,709
10. Total valuation allowance				
11. Subtotal (Lines 9 plus 10)	6,069			49,709
12. Total nonadmitted amounts	6,069			49,709
13. Statement value of mortgages owned at end of current period	6,069			49,709

SCHEDULE BA - VERIFICATION

Other Invested Assets Included in Schedule BA

Description	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 of long-term invested assets owned, beginning of period				
2. Cost of acquisitions during period:				
2.1 Actual cost at time of acquisitions				
2.2 Additional investment made after acquisitions				
3. Accrual of discount				
4. Increase (decrease) by adjustment				
5. Total profit (loss) on sale				
6. Amounts paid on account or in full during the period				
7. Amortization of premium				
8. Increase (decrease) by foreign exchange adjustment				
9. Book/adjusted carrying value of long-term invested assets at end of current period				
10. Total valuation allowance				
11. Subtotal (Lines 9 plus 10)				
12. Total nonadmitted amounts				
13. Statement value of long term invested assets at end of current period				

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	721,535	335,265	260,370	557,839	721,535	796,430	796,430	402,910
2. Class 2	.....	.....	.....	.....	.....	.....	.....	.....
3. Class 3	.....	.....	.....	.....	.....	.....	.....	.....
4. Class 4	.....	.....	.....	.....	.....	.....	.....	.....
5. Class 5	.....	.....	.....	.....	.....	.....	.....	.....
6. Class 6	.....	.....	.....	.....	.....	.....	.....	.....
7. Total Bonds	721,535	335,265	260,370	557,839	721,535	796,430	796,430	402,910
PREFERRED STOCK								
8. Class 1	.....	.....	.....	.....	.....	.....	.....	.....
9. Class 2	.....	.....	.....	.....	.....	.....	.....	.....
10. Class 3	.....	.....	.....	.....	.....	.....	.....	.....
11. Class 4	.....	.....	.....	.....	.....	.....	.....	.....
12. Class 5	.....	.....	.....	.....	.....	.....	.....	.....
13. Class 6	.....	.....	.....	.....	.....	.....	.....	.....
14. Total Preferred Stock	721,535	335,265	260,370	557,839	721,535	796,430	796,430	402,910
15. Total Bonds & Preferred Stock								

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	590,577	XXX	590,577	8,189

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	180,000	420,602	490,532	180,000
2. Cost of short-term investments acquired	240,602	69,930	154,990	
3. Increase (decrease) by adjustment				
4. Increase (decrease) by foreign exchange adjustment				
5. Total profit (loss) on disposal of short-term investments			55	
6. Consideration received on disposal of short-term investments			55,000	
7. Book/adjusted carrying value, current period	420,602	490,532	590,577	180,000
8. Total valuation allowance				
9. Subtotal (Lines 7 plus 8)	420,602	490,532	590,577	180,000
10. Total nonadmitted amounts				
11. Statement value (Lines 9 minus 10)	420,602	490,532	590,577	180,000
12. Income collected during period	3,468	7,343	8,189	4,926
13. Income earned during period	4,135	6,246	7,323	5,797

SCHEDULE DB - PART F - SECTION 1

SCHEDULE DB - PART F - SECTION 2
Reconciliation of Replicated (Synthetic) Assets Open

	First Quarter		Second Quarter		Third Quarter		Fourth Quarter		Year-To-Date	
	1 Number of Positions	2 Total Replicated (Synthetic) Assets Statement Value	3 Number of Positions	4 Total Replicated (Synthetic) Assets Statement Value	5 Number of Positions	6 Total Replicated (Synthetic) Assets Statement Value	7 Number of Positions	8 Total Replicated (Synthetic) Assets Statement Value	9 Number of Positions	10 Total Replicated (Synthetic) Assets Statement Value
1. Beginning Inventory										
2. Add: Opened or Acquired Transactions										
3. Add: Increases in Replicated Asset Statement Value		XXX								
4. Less: Closed or Disposed of Transactions										
5. Less: Positions Disposed of for Failing Effectiveness Criteria										
6. Less: Decreases in Replicated (Synthetic) Asset Statement Value		XXX								
7. Ending Inventory										

SCHEDULE F - CEDED REINSURANCE

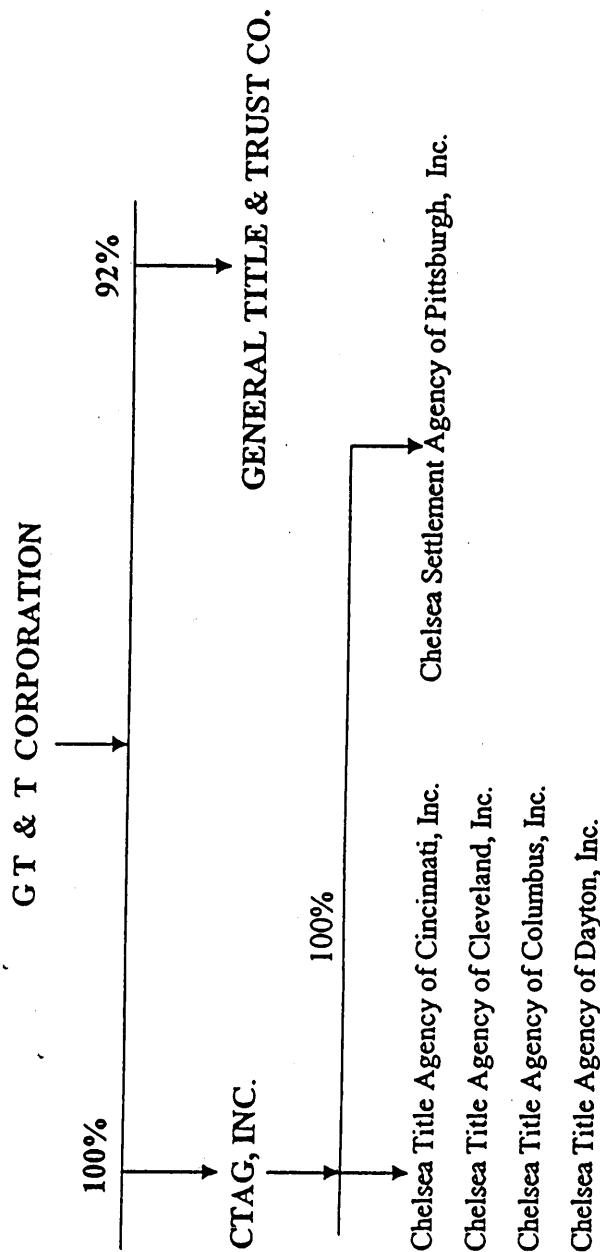
SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

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	NO					
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	6,536,914	5,146,011	(4,758)	76,880	
37. Oklahoma	OK	NO					
38. Oregon	OR	NO					
39. Pennsylvania	PA	NO					
40. Rhode Island	RI	NO					
41. So. Carolina	SC	NO					
42. So. Dakota	SD	NO					
43. Tennessee	TN	NO					
44. Texas	TX	NO					
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)	1	6,536,914	5,146,011	(4,758)	76,880	
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



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	3,417,731	9,725	(4,758)	(0.139)	
2.2 Affiliated agency operations	3,119,183				
3. Totals	6,536,914	9,725	(4,758)	(0.073)	

PART 2 - DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Direct operations			2,550
2. Agency operations:			
2.1 Non-affiliated agency operations	1,233,606	3,417,731	2,441,961
2.2 Affiliated agency operations	1,109,287	3,119,183	2,704,050
3. Totals	2,342,893	6,536,914	5,148,561

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?

NO

EXPLANATION:

BAR CODE:

5017220024700003
5017220024700003

SCHEDULE A - PART 2

Showing all Real Estate ACQUIRED During the Current Quarter

Description of Property	Location			Date Acquired	Name of Vendor	Actual Cost	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Expenditure for Additions and Permanent Improvements	9
	2 City	3 State	4							
NONE										

SCHEDULE A - PART 3

Showing all Real Estate SOLD during the Quarter, including Payments during the Final Year on "Sales under Contract"

Description of Property	Location			Disposal Date	Name of Purchaser	Actual Cost	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Book/Adjusted Carrying Value Less Encumbrances	9 Expenditure for Additions, Permanent Improvements and Changes in Encumbrances	10 Book/Adjusted Carrying Value Less Encumbrances	11 Foreign Exchange Profit (Loss) on Sale	12 Foreign Exchange Profit (Loss) on Sale	13 Realized Profit (Loss) on Sale	14 Total Profit (Loss) on Sale	15 Gross Income Earned Less Interest Incurred on Encumbrances	16 Taxes, Repairs and Expenses Incurred
	2 City	3 State	4														
NONE																	

SCHEDULE B - PART 1

Showing all Mortgage Loans ACQUIRED during the Current Quarter

SCHEDULE B - PART 2

Showing all Mortgage Loans SOLD, transferred or paid in full during the Current Quarter

SCHEDULE BA - PART 1

Showing Other Long-Term Invested Assets ACQUIRED during the Current Quarter

1 Number of Units and Description	Location		4 Name of Vendor	5 Date Acquired	6 Actual Cost	7 Amount of Encumbrances	8 Book/Adjusted Carrying Value Less Encumbrances	9 Increase (Decrease) by Adjustment	10 Increase (Decrease) by Foreign Exchange Adjustment
	2 City	3 State							
NONE									

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets SOLD, transferred or paid in full during the Current Quarter

1 Number of Units and Description	Location		4 Name of Purchaser or Nature of Disposition	5 Date Acquired	6 Book/Adjusted Carrying Value Less Encumbrances Prior Year	7 Increase (Decrease) by Adjustment	8 Increase (Decrease) by Foreign Exchange Adjustment	9 Book/Adjusted Carrying Value less Encumbrances at Disposition	10 Consideration Received	11 Foreign Exchange Profit (Loss) on Sale	12 Realized Profit (Loss) on Sale	13 Total Profit (Loss) on Sale
	2 City	3 State										
NONE												

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Date Acquired	4 Name of Vendor	5 Number of Shares of Stock	6 Actual Cost	7 Par Value	8 Paid for Accrued Interest and Dividends	9 NAIC Designation (a)
	FED HOME LN MTG 6.31% 3/28/16	07/02/2002	MERRILL LYNCH		74,384	75,000.00		131
	FED HOME LN MTG 6.31% 3/28/16	07/24/2002	MERRILL LYNCH		49,975	50,000.00		9
	FED NATL MORTG ASS 5.25% 3/13/09	07/29/2002	MERRILL LYNCH		50,000	50,000.00		131
	FED NATL MORTG ASS 6.25% 3/15/17	07/29/2002	MERRILL LYNCH		10,000	10,000.00		236
	FED NATL MORTG ASS 6.50% 3/28/22	07/29/2002	MERRILL LYNCH		49,500	50,000.00		1,110
	FED HOME LN MTG 7.2% 8/25/14	08/22/2002	MERRILL LYNCH		50,988	50,000.00		20
	FED NATL MORTG ASS 6.25% 4/11/13	09/11/2002	MERRILL LYNCH		50,438	50,000.00		43
0398999	Total Bonds U. S. Government			XXX	335,265	335,000.00		1,680 XXX
6099997	Total Bonds Part 3			XXX	335,265	335,000.00		1,680 XXX
6099999	Total Bonds			XXX	335,265	335,000.00		1,680 XXX
4	Pfizer Inc Travelers Ppty CAS A Travelers Ppty CAS B	07/16/2002 04/11/2000 04/11/2000	MERRILL LYNCH MERRILL LYNCH MERRILL LYNCH		1,000,000 57,000 118,000	28,790		
6899999	Total Common Stock Industrial and Miscellaneous			XXX		28,790	XXX	XXX
7099997	Total Common Stock Part 3			XXX		28,790	XXX	XXX
7099999	Total Common Stock			XXX		28,790	XXX	XXX
7199999	Total Preferred and Common Stock			XXX		28,790	XXX	XXX
7299999	Totals							1,680 XXX
	(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	Increase (Decrease) by Foreign Exchange Adjustment	Realized Gain (Loss) on Disposal	Interest on Bonds Received During Year	Dividends on Stocks Received During Year	NAIC Designation (a)		
	FED NATL MORTG ASS 6.25% 6/27/11	07/08/2002	MERRILL LYNCH	25,000	25,000.00	24,657	24,657				343	343	829			
	FED HOME LN MTG 6.50% 2/22/16	09/11/2002	MERRILL LYNCH	10,000	10,000.00	9,990	9,990				10	10	197			
	FED HOME LN MTG 6.31% 3/28/16	09/17/2002	MERRILL LYNCH	125,000	125,000.00	124,359	124,359				641	641	1,468			
	US T-NOTES 6% 7/31/02	07/31/2002	KEYBANK	100,000	100,000.00	101,363	101,363				(1,363)	(1,363)	3,000			
0399999	Subtotal - Bonds - U.S. Governments			XXX	260,000	260,000.00	260,369	260,369				(369)	(369)	5,494	XXX	XXX
6099997	Subtotal - Bonds - Part 4			XXX	260,000	260,000.00	260,369	260,369				(369)	(369)	5,494	XXX	XXX
6099999	Total Bonds			XXX	260,000	260,000.00	260,369	260,369				(369)	(369)	5,494	XXX	XXX
E 0 5	Subtotal - Common Stock - Banks, Trust and Insurance Companies			XXX	20	XXX	3,313	3,313	3,288			(3,293)	(3,293)	XXX	XXX	XXX
	ALTERRA HEALTHCARE CORP	07/19/2002	MERRILL LYNCH	4,000,000	320			35,269						(34,949)		
	ATMEL CORP	07/19/2002	MERRILL LYNCH	2,900,000	16,010			63,557						(47,547)		
	CACHEFLOW INC	07/19/2002	MERRILL LYNCH	1,100,000	528			53,806						(53,278)		
	EMC CORPORATION MASS	07/19/2002	MERRILL LYNCH	1,200,000	11,054			73,484						(62,430)		
	FOUNDRY NETWORKS INC	07/19/2002	MERRILL LYNCH	1,000,000	7,951			77,550						(69,599)		
	JUNIPER NETWORKS	07/19/2002	MERRILL LYNCH	600,000	5,233			59,288						(54,055)		
	JDS UNIPHASE CORP	07/19/2002	MERRILL LYNCH	800,000	2,968			76,726						(73,758)		
	MERCK&CO INC	07/19/2002	MERRILL LYNCH	900,000	40,249			60,806						(20,558)		
	PMC SIERRA INC	07/19/2002	MERRILL LYNCH	600,000	6,385			92,019						(85,634)		
	SAFETY-KLEEN CORP NEW	07/19/2002	MERRILL LYNCH	4,500,000	900			28,125						(27,225)		
	BROCADE COMMUNICATNS SY'S	09/25/2002	MERRILL LYNCH	800,000	8,753			43,556						(34,803)		
	DISCO SYSTEMS INC	09/25/2002	MERRILL LYNCH	900,000	10,990			63,113						(52,123)		
	INTEL CORP	09/25/2002	MERRILL LYNCH	1,500,000	22,577			87,219						(64,642)		
	LINEAR TECHNOLOGY CORP	09/25/2002	MERRILL LYNCH	1,200,000	24,888			67,124						(42,237)		
	MAXIM INTEGRATED PRODS	09/25/2002	MERRILL LYNCH	1,000,000	24,511			61,375						(36,864)		
	XILINX INC	09/25/2002	MERRILL LYNCH	800,000	12,145			52,600						(40,455)		
	TRAVELERS FRACTIONAL SHARES	08/26/2002	MERRILL LYNCH											14	14	
6899999	Subtotal - Common Stock - Industrial and Miscellaneous			XXX	195,462	XXX	995,617	995,617						(800,143)	XXX	XXX
7099997	Subtotal - Common Stock - Part 4			XXX	195,482	XXX	998,930	998,930	758,013					(803,436)	XXX	XXX
7099999	Total Common Stock			XXX	195,482	XXX	998,930	998,930	758,013					(803,436)	XXX	XXX
7199999	Total Preferred and Common Stock			XXX	195,482	XXX	998,930	998,930	758,013					(803,436)	XXX	XXX
7299999	Totals			455,482	XXX	1,259,299	1,259,299	758,013						(803,805)	5,494	XXX

(a) For all common stock bearing the NAIC designation "U" provide the number of such issues 0.

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors and Insurance Futures Options Owned at Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14
Description	Number of Contracts or Notional Amount	Date of Maturity, Expiry, or Settlement	Strike Price, Rate or Index	Date of Acquisition	Exchange or Counterparty	Cost/ Option Premium	Book Value	Statement Value	Fair Value	Year to Date Increase/ (Decrease) by Adjustment	Used to Adjust Basis of Hedged Item	Other Investment/ Miscellaneous Income	
NONE													

SCHEDULE DB - PART B - SECTION 1

Showing all Options, Caps, Floors and Insurance Futures Options Written and In-Force at Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14
Description	Number of Contracts or Notional Amount	Date of Maturity, Expiry, or Settlement	Strike Price, Rate or Index	Date of Issuance/ Purchase	Exchange or Counterparty	Consideration Received	Book Value	Statement Value	Fair Value	Year to Date Increase/ (Decrease) by Adjustment	Used to Adjust Basis	Other Investment/ Miscellaneous Income	
NONE													

SCHEDULE DB - PART C - SECTION 1

Showing all Collar, Swap and Forwards Open at Current Statement Date

SCHEDULE DB - PART D - SECTION 1

Showing all Futures Contracts and Insurance Futures Contracts at Current Statement Date

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							
BANK ONE CHECKING				175,738	148,788	185,444	
KEYBANK		356		137,035	137,151	139,036	
MERRILL LYNCH		2,620		604,738	558,536	755,660	
BANK ONE SAVINGS		120		100,079	100,121	100,162	
FIRST MERIT SAVINGS ESCROW				1,641	1,641	1,641	
HUNTINGTON BANK							
0299998 Deposits in (0) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0299999 Total General Funds	XXX	3,096		1,019,231	946,237	1,181,943	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	3,096		1,019,231	946,237	1,181,943	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	3,096		1,019,231	946,237	1,181,943	XXX
1199999 TOTAL CASH	XXX	3,096		1,019,231	946,237	1,181,943	XXX