QUARTERLY STATEMENT

OF THE

OLD REPUBLIC NATIONAL TITLE

INSURANCE COMPANY

of MINNEAPOLIS

in the state of MINNESOTA

TO THE

Insurance Department

OF THE

STATE OF

FOR THE QUARTER ENDED
September 30, 2002

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TITLE

2002

50520200220100103

QUARTERLY STATEMENT

AS OF September 30, 2002

OF THE CONDITION AND AFFAIRS OF THE

Old Republic National Title Insurance Company

NAIC Group Code 0150 (Current Period) 0150 (Prior Period) **NAIC Company Code** 50520 **Employer's ID Number** 41-0579050

Organized under the Laws of Minnesota **, State of Domicile or Port of Entry** Minnesota

Country of Domicile United States of America

Incorporated: August 20, 1907 **Commenced Business:** November 7, 1907

Statutory Home Office: 400 Second Avenue South Minneapolis, MN 55401

Main Administrative Office: 400 Second Avenue South Minneapolis, MN 55401 612-371-1111

Mail Address: 400 Second Avenue South Minneapolis, MN 55401

Primary Location of Books and Records: 400 Second Avenue South Minneapolis, MN 55401 612-371-1111

Internet Website Address: www.oldrepublictitle.com

Statement Contact: Michael G. Mueller 612-371-1111 1194

mmueller@oldrepnatl.com (E-Mail Address) 612-371-1176 (Fax Number)

Policyowner Relations Contact: 400 Second Avenue South Minneapolis, MN 55401 612-371-1111 1194

OFFICERS

President Rande Keith Yeager

Secretary Daniel Matson Wold

Treasurer John Bruce Cleaveland

Actuary

Executive Vice-Presidents

Charles George Gregory
Stephen Cole Wilson

DIRECTORS OR TRUSTEES

Harrington Bischof	Richard Alan Cecchettini	John William Popp	Paul Zimmerman Rose
Arnold Levy Steiner	Charles Joseph Stuhr	Steven Robert Walker	Aldo Charles Zucaro

State of Minnesota
County of Hennepin 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.

(Signature)	(Signature)	(Signature)
Rande Keith Yeager	Daniel Matson Wold	Charles George Gregory
(Printed Name)	(Printed Name)	(Printed Name)
President	Secretary	Executive Vice President

Subscribed and sworn to before me this

5th day of November, 2002

Erin D Long

Notary Public (seal)

ERIN DAWN LONG
Notary Public
Minnesota
My Commission Expires Jan. 31, 200[illegible]

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols 1 - 2)	4 December 31, Prior Year Net Admitted Assets
1. Bonds	262,318,645		262,318,645	261,854,630
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	24,061,713		24,061,713	21,549,882
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens	969,319		969,319	1,148,817
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less $ 0 encumbrances)	5,261,821		5,261,821	5,284,859
4.2 Properties held for the production of income (less $ 0 encumbrances)	1,368,855		1,368,855	1,390,306
4.3 Properties held for sale (less $ 0 encumbrances)	159,858		159,858	159,858
5. Cash ($ 5,145,529) and short-term investments ($ 7,974,909)	13,120,438		13,120,438	7,180,939
6. Other invested assets				
7. Receivable for securities				
8. Subtotals, cash and invested assets (Lines 1 to 7)	307,260,649		307,260,649	298,569,291
9. Title plants, less $ 0 , charged off	10,612,097	2,405,126	8,206,971	8,280,137
10. Title insurance premiums and fees receivable	11,603,203	1,012,790	10,590,413	10,053,814
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 $ 3,202,718 net deferred tax asset)	10,459,203		10,459,203	6,333,370
14. Guaranty funds receivable or on deposit				
15. Electronic data processing equipment and software	978,573		978,573	1,054,710
16. Interest, dividends and real estate income due and accrued	4,338,869		4,338,869	4,476,223
17. Net adjustments in assets and liabilities due to foreign exchange rates				
18. Receivable from parent, subsidiaries and affiliates	868,822		868,822	27,589
19. Other assets nonadmitted	2,354,394	2,354,394		
20. Aggregate write-ins for other than invested assets	16,654,732	16,654,732		
21. TOTALS (Lines 8 to 20)	365,130,542	22,427,042	342,703,500	328,795,134

DETAILS OF WRITE-INS				
2001. Other Assets	2,642,997	2,642,997		
2002. Prepaid Expenses and Deposits	10,669,252	10,669,252		
2003. Goodwill	3,342,483	3,342,483		
2098. Summary of remaining write-ins for Line 20 from overflow page				
2099. Totals (Lines 2001 through 2003 + 2098) (Line 20 above)	16,654,732	16,654,732		

A. The above assets include the following segregated assets of the Statutory Premium Reserve or other similar statutory reserve:
Bonds $ 262,318,645 , Short-term investments $ 0 ,
Mortgages $ 0 , Cash $ 0 , Total $ 262,318,645 .

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 $ 45,730,820 not included in the foregoing statement were held pursuant to the governing agreements of custody. These funds consist of $ 45,730,820 in cash on deposit and $ 0 in other forms of security.

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Known claims reserve	19,732,696	17,177,896
2. Statutory premium reserve	203,620,788	189,685,743
3. Aggregate of other reserves required by law	70,000	70,000
4. Supplemental reserve		
5. Commissions, brokerage and other charges due or accrued to attorneys, agents and real estate brokers	943,168	899,513
6. Other expenses (excluding taxes, licenses and fees)	4,947,587	5,815,658
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	2,735,671	2,658,772
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		
11. Premiums and other consideration received in advance	757,020	912,282
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	201,100	209,514
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	6,791,594	6,276,018
19. Payable for securities		
20. Aggregate write-ins for other liabilities	12,534,395	12,514,398
21. Total liabilities (Lines 1 through 20)	252,334,019	236,219,794
22. Aggregate write-ins for special surplus funds		
23. Common capital stock	1,526,434	1,526,434
24. Preferred capital stock		
25. Aggregate write-ins for other than special surplus funds		
26. Surplus notes		
27. Gross paid in and contributed surplus	58,767,909	58,767,909
28. Unassigned funds (surplus)	30,075,138	32,280,997
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)	90,369,481	92,575,340
31. Totals	342,703,500	328,795,134

DETAILS OF WRITE-INS		
0301. Special surplus funds	70,000	70,000
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)	70,000	70,000
2001. Accounts payable and other liabilities	1,302,083	943,621
2002. Ceded reinsurance balances payable	7,910,669	8,630,569
2003. Other drafts payable	3,321,643	2,940,208
2098. Summary of remaining write-ins for Line 20 from overflow page		
2099. Totals (Lines 2001 through 2003 plus 2098)(Line 20 above)	12,534,395	12,514,398
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)		

OPERATIONS AND INVESTMENT EXHIBIT

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
OPERATING INCOME			
1. Title insurance and related income:			
1.1 Title insurance premiums earned	468,239,035	354,814,114	491,467,241
1.2 Escrow and settlement services	2,731,553	2,652,380	3,779,256
1.3 Other title fees and service charges	15,016,671	12,125,034	17,062,577
2. Aggregate write-ins for other operating income	104,199	70,114	84,637
3. Total Operating Income (Lines 1 through 2)	486,091,458	369,661,642	512,393,711
DEDUCT:			
4. Losses and loss adjustment expenses incurred	20,821,009	14,460,464	19,357,283
5. Operating expenses incurred	456,905,256	352,828,280	490,252,398
6. Aggregate write-ins for other operating deductions			
7. Total Operating Deductions	477,726,265	367,288,744	509,609,681
8. Net operating gain or (loss) (Lines 3 minus 7)	8,365,193	2,372,898	2,784,030
INVESTMENT INCOME			
9. Net investment income earned	11,895,578	11,452,179	16,904,459
10. Net realized capital gains and (losses)	(546,739)	430,385	(761,202)
11. Net investment gain or (loss) (Lines 9 + 10)	11,348,839	11,882,564	16,143,257
OTHER INCOME			
12. Aggregate write-ins for miscellaneous income or (loss)			
13. Net income, before federal income taxes (Lines 8 + 11 + 12)	19,714,032	14,255,462	18,927,287
14. Federal and foreign income taxes incurred	2,929,502	6,205,850	3,721,551
15. Net income (Lines 13 minus 14)	16,784,530	8,049,612	15,205,736
CAPITAL AND SURPLUS ACCOUNT			
16. Surplus as regards policyholders, December 31 prior year	92,575,340	84,340,188	84,340,188
GAINS AND (LOSSES) IN SURPLUS			
17. Net income (from Line 15)	16,784,530	8,049,612	15,205,736
18. Net unrealized capital gains or (losses)	(3,659,527)	323,405	1,668,483
19. Change in net unrealized foreign exchange capital gain (loss)			
20. Change in net deferred income taxes	(212,695)	186,851	485,768
21. Change in nonadmitted assets	(7,118,167)	(2,747,689)	(2,610,201)
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		(402,834)	1,885,366
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	(8,000,000)	(3,400,000)	(8,400,000)
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)	(2,205,859)	2,009,345	8,235,152
32. Surplus as regards policyholders as of statement date (Lines 16 plus 31)	90,369,481	86,349,533	92,575,340

DETAILS OF WRITE-INS			
0201. Miscellaneous Income	104,199	70,114	84,637
0202.			
0203.			
0298. Summary of remaining write-ins from overflow page			
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 2 above)	104,199	70,114	84,637
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)			

CASH FLOW	1 Current Year to Date	2 Prior Year Ended December 31
1. Premiums and other charges collected	499,385,705	529,161,182
2. Loss and loss adjustment expenses paid (net of salvage and subrogation)	18,266,208	16,489,300
3. Total operating expenses paid	457,652,772	487,073,961
4. Cash from operations (Line 1 minus Line 2 minus Line 3)	23,466,725	25,597,921
5. Investment income (net of investment expense)	12,761,572	16,944,402
6. Other income received (expenses paid)	104,199	70,258
7. Federal income taxes (paid) recovered	(7,268,030)	(9,047,469)
8. Net cash from operations (Lines 4 to 7)	29,064,466	33,565,112
9. Proceeds from investments sold, matured or repaid:		
9.1 Bonds	22,780,700	25,208,620
9.2 Stocks	2,296,159	1,846,173
9.3 Mortgage loans	179,498	954,870
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)	25,256,357	28,009,663
10. Other cash provided:		
10.1 Net transfers from affiliates	515,576	7,795,360
10.2 Borrowed funds received		
10.3 Capital paid in		
10.4 Surplus paid in		
10.5 Other sources	1,386,972	2,931,078
10.6 Total other cash provided (Lines 10.1 to 10.5)	1,902,548	10,726,438
11. Total (Line 8 plus Line 9.8 plus Line 10.6)	56,223,371	72,301,213
12. Cost of investments acquired (long-term only):		
12.1 Bonds	24,263,402	56,628,410
12.2 Stocks	8,598,376	8,091,368
12.3 Mortgage loans		
12.4 Real estate	79,210	25,365
12.5 Other invested assets		
12.6 Miscellaneous applications		
12.7 Total investments acquired (Lines 12.1 to 12.6)	32,940,988	64,745,143
13. Other cash applied:		
13.1 Dividends to stockholders paid	8,000,000	8,400,000
13.2 Net transfers to affiliates	841,233	
13.3 Borrowed funds repaid		
13.4 Other applications	8,501,651	3,803,426
13.5 Total other cash applied (Lines 13.1 to 13.4)	17,342,884	12,203,426
14. Total (Line 12.7 plus Line 13.5)	50,283,872	76,948,569
15. Net change in cash and short-term investments (Line 11 minus Line 14)	5,939,499	(4,647,356)
RECONCILIATION		
16. Cash and short-term investments:		
16.1 Beginning of year	7,180,939	11,828,295
16.2 End of period (Line 15 plus Line 16.1)	13,120,438	7,180,939

NOTES TO FINANCIAL STATEMENTS

There have been no events subsequent to December 31, 2001 that have occured which have a material impact on Old Republic National Title Insurance Company.

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 Domicilie, 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. 12/31/1996

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). 06/25/1998

7.4 By what department or departments? Minnesota

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	$ 7,426,707	$ 8,267,693
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)	$ 7,426,707	$ 8,267,693
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
US Bank	336 N. Robert St., St. Paul, MN 55101

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
	Old Republic Asset Management	307 N. Michigan Ave., Chicago, IL 60601

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	2	3	TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
Line of Business	Maximum Interest	Discount Rate	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	6,835,023	6,794,079	6,753,182	7,003,740
2. Increase (decrease) by adjustment	(40,944)	(40,897)	(41,858)	(194,082)
3. Cost of acquired				
4. Cost of additions to and permanent improvements			79,210	25,365
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	6,794,079	6,753,182	6,790,534	6,835,023
9. Total valuation allowance				
10. Subtotal (Lines 8 plus 9)	6,794,079	6,753,182	6,790,534	6,835,023
11. Total nonadmitted amounts				
12. Statement value, current period (Page 2, real estate lines, current period)	6,794,079	6,753,182	6,790,534	6,835,023

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	1,148,817	1,046,337	991,169	2,271,955
2. Amount loaned during period:				
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				(168,267)
5. Total profit (loss) on sale				
6. Amounts paid on account or in full during the period	102,480	55,168	21,850	954,871
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	1,046,337	991,169	969,319	1,148,817
10. Total valuation allowance				
11. Subtotal (Lines 9 plus 10)	1,046,337	991,169	969,319	1,148,817
12. Total nonadmitted amounts				
13. Statement value of mortgages owned at end of current period	1,046,337	991,169	969,319	1,148,817

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	NONE			
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 Acquistions 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	229,237,805	37,228,836	37,761,796	(1,185,633)	222,483,299	229,237,805	227,519,212	220,894,894
2. Class 2	37,669,928	1,023,460		482,401	39,700,534	37,669,928	39,175,789	39,215,556
3. Class 3	3,586,930		1,000,000	(284,377)	5,661,610	3,586,930	2,302,553	6,689,325
4. Class 4								
5. Class 5	1,294,000			2,000	1,277,000	1,294,000	1,296,000	1,313,000
6. Class 6								
7. Total Bonds	271,788,663	38,252,296	38,761,796	(985,609)	269,122,443	271,788,663	270,293,554	268,112,775
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	271,788,663	38,252,296	38,761,796	(985,609)	269,122,443	271,788,663	270,293,554	268,112,775

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	7,974,909	XXX	7,974,909	54,110	

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	6,258,145	6,709,591	9,827,694	9,116,879
2. Cost of short-term investments acquired	28,368,026	38,395,549	29,985,011	127,536,097
3. Increase (decrease) by adjustment				
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	27,916,580	35,277,446	31,837,796	130,394,831
7. Book/adjusted carrying value, current period	6,709,591	9,827,694	7,974,909	6,258,145
8. Total valuation allowance				
9. Subtotal (Lines 7 plus 8)	6,709,591	9,827,694	7,974,909	6,258,145
10. Total nonadmitted amounts				
11. Statement value (Lines 9 minus 10)	6,709,591	9,827,694	7,974,909	6,258,145
12. Income collected during period	63,641	51,807	54,110	702,439
13. Income earned during period	52,329	51,899	54,006	690,022

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 2 Current Year To Date	3 Prior Year To Date	Direct Losses Paid (Deducting Salvage) 4 Current Year To Date	5 Prior Year To Date	Direct Losses Unpaid 6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL	YES	265,457	202,273	3,015	14,102	2,500	2,501
2. Alaska	AK	YES	1,456,004	829,728	3,796	49,550	537	617
3. Arizona	AZ	YES	13,727,530	9,220,539	390,202	340,798	604,057	608,098
4. Arkansas	AR	YES	1,752,538	1,481,843	62,992	26,148	185,427	183,897
5. California	CA	YES	111,267,211	98,662,840	3,250,804	1,559,514	2,177,847	2,303,538
6. Colorado	CO	YES	17,059,322	15,077,462	883,448	677,002	1,453,584	1,005,476
7. Connecticut	CT	YES	3,007,608	2,085,484	323,729	154,522	355,747	31,046
8. Delaware	DE	YES	2,104,736	994,804	12,059	30,517	8,110	9,363
9. Dist. Columbia	DC	YES	281,336	191,567	6,996	3,390	24,871	20,475
10. Florida	FL	YES	56,642,593	39,356,280	2,051,800	1,739,167	2,070,826	2,068,179
11. Georgia	GA	YES	19,296,440	13,225,181	1,861,626	760,526	1,198,865	1,191,547
12. Hawaii	HI	YES	5,731,992	4,310,208	136,396	103,645	248,590	113,766
13. Idaho	ID	YES	7,424,823	7,112,913	1,167,543	195,861	784,112	518,480
14. Illinois	IL	YES	2,475,636	1,272,755	286,845	127,502	248,352	226,539
15. Indiana	IN	YES	3,876,172	1,566,313	142,814	53,680	125,729	180,739
16. Iowa	IA	NO						
17. Kansas	KS	YES	2,304,293	1,619,525	94,950	16,080	129,261	44,930
18. Kentucky	KY	YES	1,265,976	792,839	85,518	32,470	525,332	8,488
19. Louisiana	LA	YES	761,820	620,769	(8,214)	64,389	170,315	245,019
20. Maine	ME	YES	418,108	174,302	52,932	65,718	10,211	7,131
21. Maryland	MD	YES	1,346,842	497,986	67,045	13,435	227,594	81,240
22. Massachusetts	MA	YES	18,570,539	12,084,165	782,548	489,075	635,194	784,947
23. Michigan	MI	YES	12,293,184	8,491,788	431,756	203,156	384,061	589,170
24. Minnesota	MN	YES	12,986,443	8,579,630	515,095	443,130	578,169	130,405
25. Mississippi	MS	YES	115,226	70,558	(14,859)	21,015	12,803	8,859
26. Missouri	MO	YES	2,486,736	1,897,317	466,043	386,934	787,098	1,030,429
27. Montana	MT	YES	648,562	517,821	28,161	52,841	29,829	42,731
28. Nebraska	NE	YES	4,889,162	3,302,566	8,537	13,204	75,079	75,643
29. Nevada	NV	YES	5,911,903	7,263,164	323,129	329,511	998,540	742,075
30. New Hampshire	NH	YES	2,516,256	1,510,440	29,607	11,731	3,261	13,028
31. New Jersey	NJ	YES	29,084,041	20,572,174	1,416,739	322,170	1,227,015	1,980,641
32. New Mexico	NM	YES	1,452,542	951,606	161,891	111,136	77,621	66,044
33. New York	NY	YES	38,934,580	26,683,252	1,704,674	1,571,183	3,538,937	2,164,883
34. North Carolina	NC	YES	6,287,087	5,372,627	740,882	781,821	613,114	503,276
35. North Dakota	ND	YES	396,523	185,661	2,298		(2,298)	
36. Ohio	OH	YES	16,486,851	9,437,583	410,308	387,579	1,393,051	664,543
37. Oklahoma	OK	YES	94,250	161,622	3,248	20,470	27,371	14,488
38. Oregon	OR	NO						
39. Pennsylvania	PA	YES	22,943,407	18,286,639	825,288	479,002	356,537	748,574
40. Rhode Island	RI	YES	323,822	119,025	6,066	18,524	4,115	807
41. So. Carolina	SC	YES	2,933,887	2,307,497	179,766	190,418	66,455	74,889
42. So. Dakota	SD	YES	1,641,336	1,170,396	39,328	1,499	6,772	1,584
43. Tennessee	TN	YES	7,188,499	5,632,125	389,764	195,175	520,618	319,682
44. Texas	TX	YES	32,229,423	28,556,278	932,369	814,109	752,418	304,418
45. Utah	UT	YES	2,048,727	1,580,123	71,091	152,058	61,283	178,559
46. Vermont	VT	YES	96,435	46,977	35,546	5,161	182,060	65,602
47. Virginia	VA	YES	6,021,362	3,803,675	49,275	(75,822)	132,751	143,639
48. Washington	WA	YES	7,148,042	5,768,560	3,505	101,017	77,673	138,194
49. West Virginia	WV	YES	374,291	287,727		4,066		
50. Wisconsin	WI	YES	4,847,643	3,194,978	154,683	103,520	245,503	221,827
51. Wyoming	WY	YES	1,184,670	581,219	31,570	8,872	14,753	19,939
52. American Samoa	AS	NO						
53. Guam	GU	YES	286,321	80,127				
54. Puerto Rico	PR	YES	1,032,274	612,083	14,524	33,507	19,643	20,993
55. U.S. Virgin Is.	VI	NO						
56. Canada	CN	NO						
57. Aggregate Other Alien	OT	XXX						
58. Totals		(a) 51	495,920,461	378,405,014	20,619,128	13,204,078	23,371,293	19,900,938

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

NONE

PART 1 - LOSS EXPERIENCE

	Current Year to Date				5
	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)	Prior Year to Date Direct Loss Percentage
1. Direct operations	11,385,761	17,852,423	2,139,862	7.319	2.280
2. Agency operations:					
2.1 Non-affiliated agency operations	354,365,994		16,238,870	4.583	4.800
2.2 Affiliated agency operations	130,168,706		4,624,956	3.553	2.420
3. Totals	495,920,461	17,852,423	23,003,688	4.477	3.940

PART 2 - DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Direct operations	4,042,960	11,385,761	9,267,002
2. Agency operations:			
2.1 Non-affiliated agency operations	127,837,783	354,365,994	252,906,255
2.2 Affiliated agency operations	47,913,916	130,168,706	116,231,757
3. Totals	179,794,659	495,920,461	378,405,014

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:

SCHEDULE A - PART 2

Showing all Real Estate ACQUIRED During the Current Quarter

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Expended for Additions and Permanent Improvements
400 Second Avenue So. 12 story brick office bldg. approximately 157 x 99'	Minneapolis	Minnesota	07/25/2002	Modern Heating & Air Conditioning	32,270		32,270	
400 Second Avenue So. 12 story brick office bldg. approximately 157 x 99'	Minneapolis	Minnesota	07/25/2002	Fraser-Morris	14,592		14,592	
400 Second Avenue So. 12 story brick office bldg. approximately 157 x 99'	Minneapolis	Minnesota	07/25/2002	Merit Fire Protection	5,675		5,675	
400 Second Avenue So. 12 story brick office bldg. approximately 157 x 99'	Minneapolis	Minnesota	07/25/2002	Snell Mechanical	24,950		24,950	
400 Second Avenue So. 12 story brick office bldg. approximately 157 x 99'	Minneapolis	Minnesota	07/25/2002	Sun Control of Minnesota	1,723		1,723	
0199999 Acquired by Purchase					79,210		79,210	
9999999 Totals					79,210		79,210	

SCHEDULE A - PART 3

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

1	Location		4	5	6	7	8	9	10	11	12	13	14	15	16
	2	3													
Description of Property	City	State	Disposal Date	Name of Purchaser	Actual Cost	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Expended for Additions, Permanent Improvements and Changes in Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Amounts Received	Foreign Exchange Profit (Loss) on Sale	Realized Profit (Loss) on Sale	Total Profit (Loss) on Sale	Gross Income Earned Less Interest Incurred on Encumbrances	Taxes, Repairs and Expenses Incurred

NONE

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

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)
00828E-AA-7	AFRICAN DEVELOPMENT BANK NOTE	07/19/2002	SALOMAN SMITH BARNEY		2,488,250	2,500,000.00		1PE
3156996	Bonds - Special Revenue and Special Assessment Obligations - CN			XXX	2,488,250	2,500,000.00		XXX
3199999	Total Bonds Special Revenue and Special Assessment Obligations			XXX	2,488,250	2,500,000.00		XXX
126410-JU-4	CSX TRANS INC EQUIP TRUST	07/16/2002	DAIN RAUSCHER		1,550,025	1,500,000.00	22,913	1PE
17252M-AA-8	CINTAS CORP NOTE	07/17/2002	BANC ONE CAPITAL MARKETS		1,023,570	1,000,000.00	7,688	1PE
441812-JT-2	HOUSEHOLD FINANCE CO NOTE	07/09/2002	BANC ONE CAPITAL MARKETS		1,028,080	1,000,000.00	30,333	1PE
532457-AL-2	LILLY ELI NOTE	07/09/2002	MORGAN STANLEY DEAN WIT		1,153,900	1,000,000.00	9,538	1PE
786514-BE-8	SAFEWAY INC BOND	07/11/2002	DEUTSCHE BANC ALEX BROWN		499,035	500,000.00		2PE
866762-AH-0	SUNOCO INC NOTE	07/16/2002	SALOMAN SMITH BARNEY		524,425	500,000.00	12,271	2PE
4599999	Total Bonds Industrial and Miscellaneous			XXX	5,779,035	5,500,000.00	82,743	XXX
6099997	Total Bonds Part 3			XXX	8,267,285	8,000,000.00	82,743	XXX
6099999	Total Bonds			XXX	8,267,285	8,000,000.00	82,743	XXX
049560-10-5	ATMOS ENERGY	09/06/2002	McDONALD & CO	4,800.000	105,444			L
079860-10-2	BELLSOUTH CORP	08/30/2002	PRUDENTIAL SECURITIES	4,400.000	100,068			L
654086-10-7	NICOR INC	07/22/2002	EDWARDS A G & SONS	25,000.000	603,198			L
65473P-10-5	NISOURCE INC	09/05/2002	McDONALD & CO	10,000.000	192,789			L
711030-10-6	PEOPLES ENERGY CORP	09/05/2002	McDONALD & CO	6,000.000	202,170			L
78387G-10-3	SBC COMMUNICATIONS	08/30/2002	PRUDENTIAL SECURITIES	4,200.000	102,690			L
92343V-10-4	VERIZON COMMUNICATIONS INC	08/30/2002	PRUDENTIAL SECURITIES	3,400.000	102,170			L
92931B-10-6	WPS RESOURCES	09/09/2002	PIPER US BANK	2,600.000	95,707			L
6699999	Total Common Stock Public Utilities			XXX	1,504,236	XXX		XXX
665859-10-4	NORTHERN TRUST CO	09/05/2002	McDONALD & CO	5,000.000	196,949			U
6799999	Total Common Stock Banks, Trust and Insurance Companies			XXX	196,949	XXX		XXX
002824-10-0	ABBOTT LABORATORIES	08/28/2002	EDWARDS A G & SONS	6,200.000	251,409			L
189054-10-9	CLOROX CO	09/05/2002	RAYMOND JAMES ASSOC	4,800.000	205,411			L
502161-10-2	LSI LOGIC CORP	09/05/2002	MAY DAVIS GROUP	14,000.000	104,759			L
532457-10-8	LILLY ELI & CO	08/29/2002	PRUDENTIAL SECURITIES	4,400.000	253,201			L
713448-10-8	PEPSICO INC	09/05/2002	PRUDENTIAL SECURITIES	5,400.000	200,963			L
6899999	Total Common Stock Industrial and Miscellaneous			XXX	1,015,743	XXX		XXX
7099997	Total Common Stock Part 3			XXX	2,716,928	XXX		XXX

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

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)
7099998	Summary Item for Common Stock Bought and Sold this Quarter			XXX	19,064	XXX		XXX
7099999	Total Common Stock			XXX	2,735,992	XXX		XXX
7199999	Total Preferred and Common Stock			XXX	2,735,992	XXX		XXX
7299999	Totals				11,003,277	XXX	82,743	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	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest on Bonds Received During Year	Dividends on Stocks Received During Year	NAIC Designation (a)
796235-5Z-8	SAN ANTONIO TX G O BOND 92	08/01/2002	MATURITY		1,000,000	1,000,000.00	973,810	1,000,000	1,994					52,000		1PE
2444996	Bonds - Political Subdivisions of States, Territories and Possessions - TX			XXX	1,000,000	1,000,000.00	973,810	1,000,000	1,994					52,000	XXX	XXX
2499999	Total - Bonds - Political Subdivisions of States, Territories and Possessions			XXX	1,000,000	1,000,000.00	973,810	1,000,000	1,994					52,000	XXX	XXX
452007-K8-9	ILLINOIS HEALTH FAC MERCY 79 ETM	09/01/2002	CALLED @ 100.0000000		15,000	15,000.00	15,000	15,000						1,125		1PE
3114996	Bonds - Special Revenue and Special Assessment Obligations - IL			XXX	15,000	15,000.00	15,000	15,000						1,125	XXX	XXX
3199999	Total - Bonds - Special Revenue and Special Assessment Obligations			XXX	15,000	15,000.00	15,000	15,000						1,125	XXX	XXX
078167-BC-6	BELL TELE PENNSYLVANIA NOTE	09/15/2002	MATURITY		1,000,000	1,000,000.00	1,000,000	1,000,000						66,250		1PE
171870-AF-5	CINCINNATI BELL INC DEB	08/01/2002	MATURITY		1,000,000	1,000,000.00	816,760	1,000,000	14,514					43,750		3
36233T-AD-1	GTE SOUTH INC DEB	08/01/2002	MATURITY		1,000,000	1,000,000.00	986,926	1,000,000	1,240					72,500		1PE
594185-AS-9	MICHIGAN BELL TELE NOTE	09/15/2002	MATURITY		1,000,000	1,000,000.00	1,004,440	1,000,000	(532)					63,750		1PE
689648-AJ-2	OTTER TAIL POWER 1ST MTG	08/01/2002	MATURITY		909,000	909,000.00	904,600	909,000	353					66,265		1PE
95527P-AA-6	WEST PENN POWER MTN	09/23/2002	MATURITY		1,000,000	1,000,000.00	1,000,000	1,000,000						60,059		1PE
3899999	Subtotal - Bonds - Public Utilities			XXX	5,909,000	5,909,000.00	5,712,726	5,909,000	15,575					372,574	XXX	XXX
6099997	Subtotal - Bonds - Part 4			XXX	6,924,000	6,924,000.00	6,701,536	6,924,000	17,569					425,699	XXX	XXX
6099999	Total Bonds			XXX	6,924,000	6,924,000.00	6,701,536	6,924,000	17,569					425,699	XXX	XXX
172062-10-1	CINCINNATI FINANCIAL CORP	08/29/2002	MAY DAVIS GROUP	8,000.000	315,095		295,000	295,000	(10,200)			20,095	20,095		5,240	U
6799999	Subtotal - Common Stock - Banks, Trust and Insurance Companies			XXX	315,095	XXX	295,000	295,000	(10,200)			20,095	20,095	XXX	5,240	XXX
053499-10-9	AVAYA INC	09/12/2002	MAY DAVIS GROUP	9,000.000	19,283		128,591	128,591	19,241			(109,308)	(109,308)			L
268648-10-2	EMC CORP	09/12/2002	PRUDENTIAL SECURITIES	4,600.000	31,407		103,776	103,776	41,952			(72,369)	(72,369)			L
294821-40-0	ERICSSON	09/11/2002	VARIOUS	18,000.000	30,460		99,720	99,720	5,760			(69,260)	(69,260)			U
428236-10-3	HEWLETT-PACKARD CO	09/06/2002	MAY DAVIS GROUP	12,200.000	167,611		410,622	410,622	160,034			(243,012)	(243,012)		2,928	L
620076-10-9	MOTOROLA INC	09/25/2002	McDONALD & CO	13,500.000	147,821		404,451	404,451	201,681			(256,631)	(256,631)		1,620	L
693506-10-7	PPG INDUSTRIES INC	08/30/2002	RAYMOND JAMES ASSOC	6,800.000	386,301		296,988	296,988	(54,708)			89,313	89,313		8,636	L
742718-10-9	PROCTER & GAMBLE CO	09/04/2002	RAYMOND JAMES ASSOC	3,600.000	313,181		194,974	194,974	(89,894)			118,207	118,207		4,212	L
894065-10-1	TRANSWITCH CORP	09/11/2002	MAY DAVIS GROUP	23,000.000	13,110		199,732	199,732	96,232			(186,622)	(186,622)			U
6899999	Subtotal - Common Stock - Industrial and Miscellaneous			XXX	1,109,174	XXX	1,838,854	1,838,854	380,298			(729,682)	(729,682)	XXX	17,396	XXX
7099997	Subtotal - Common Stock - Part 4			XXX	1,424,269	XXX	2,133,854	2,133,854	370,098			(709,587)	(709,587)	XXX	22,636	XXX
7099998	Summary Item for Common Stock Bought and Sold this Quarter			XXX	2,070	XXX	19,064	19,064				(16,995)	(16,995)	XXX		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 CUSIP Identification	2 Description	3 Disposal Date	4 Name of Purchaser	5 Number of Shares of Stock	6 Consideration	7 Par Value	8 Actual Cost	9 Book/Adjusted Carrying Value at Disposal Date	10 Increase (Decrease) by Adjustment	11 Increase (Decrease) by Foreign Exchange Adjustment	12 Foreign Exchange Gain (Loss) on Disposal	13 Realized Gain (Loss) on Disposal	14 Total Gain (Loss) on Disposal	15 Interest on Bonds Received During Year	16 Dividends on Stocks Received During Year	17 NAIC Desig-nation (a)
7099999	Total Common Stock			X X X	1,426,339	X X X	2,152,918	2,152,918	370,098			(726,582)	(726,582)	X X X	22,636	X X X
7199999	Total Preferred and Common Stock			X X X	1,426,339	X X X	2,152,918	2,152,918	370,098			(726,582)	(726,582)	X X X	22,636	X X X
7299999	Totals				8,350,339	X X X	8,854,454	9,076,918	387,667			(726,582)	(726,582)	425,699	22,636	X X X

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

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 5 First Month	6 Second Month	7 Third Month	8 *
Open Depositories - Section (A)-Segregated Funds Held for Others							
First Union National Bank Tampa FL				7,250,373	6,670,806	6,383,461	
Fleet Bank Boston MA				2,347,368	1,303,693	1,384,700	
Prudential Security Bank Boston MA				1,510,576	1,512,902	1,515,148	
Marine Midland Bank New York NY				132,440	127,549	87,525	
HSBC Bank New York NY				14,344,964	14,327,025	15,242,056	
Mercantile Bank Tampa FL				230,098	230,098	230,098	
US Bank Minneapolis MN				(3,453,264)	23,177	302,972	
Wells Fargo Bank Minneapolis MN				10,655,455	11,274,381	12,384,653	
First Union National Bank Roanoake VA				461,846	(919,283)	985,465	
The Chase Manhattan Bank Hackensack NJ				149,957	149,998	91,601	
Regions Bank Atlanta GA				1,791,942	2,242,934	2,330,201	
Bank of New Hampshire Bedford NH				(1,033,786)	127,246	127,246	
Eastern Heights State Bank St. Paul MN				186,507	186,562	186,617	
Key Bank Akron OH	1.170	1,670		2,281,940	4,446,526	3,742,775	
1st State Bank of Stockbridge Atlanta GA				186,680	187,237	187,809	
JP Morgan Wayne NJ				499,666	100,000	100,000	
Compass Bank Jacksonville FL				158,042	135,642	158,212	
0199998 Deposits in (14) depositories which do not exceed the allowable limit in any one depository (see instcructions)	XXX			483,483	411,956	290,281	XXX
0199999 Total Segregated Funds Held For Others	XXX	1,670		38,184,287	42,538,449	45,730,820	XXX
Open Depositories - Section (B) - General Funds							
Fleet Bank Albany NY				318,360	182,655	650,639	
Wells Fargo Bank Minneapolis MN				1,375,195	2,167,544	748,224	
Cornerstone Bank Fairfield CT				96,093	78,515	122,126	
Key Bank Akron OH				367,734	260,262	639,450	
Compass Bank Houston TX						688,726	
Bank One Cleveland OH				261,900	242,665		
Regions Bank Atlanta GA	2.500	187		468,767	344,635	467,004	
First Union National Bank Tampa FL				104,677	118,434	732,513	
Citizens Bank Bedford NH				16,974	111,577	335,507	
Bank of North Georgia Atlanta GA	1.932	487				100,993	
0299998 Deposits in (22) depositories which do not exceed the allowable limit in any one depository (see instcructions)	XXX	1,277	1,735	254,640	348,582	656,557	XXX
0299999 Total General Funds	XXX	1,951	1,735	3,264,340	3,854,869	5,141,739	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 instcructions)	XXX						XXX
0399999 Total Reinsurrance Reserve Funds	XXX						XXX
0499999 Total Open Depositories	XXX	3,621	1,735	41,448,627	46,393,318	50,872,559	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 instcructions)	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 instcructions)	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 instcructions)	XXX						XXX
0799999 Total Reinsurance Reserve Funds	XXX						XXX
0899999 Total Suspended Depositories	XXX						XXX
0999999 Total cash on Deposit	XXX	3,621	1,735	41,448,627	46,393,318	50,872,559	XXX
1099999 Cash in Company's Office	XXX	XXX	XXX	3,690	3,790	3,790	XXX
1199999 TOTAL CASH	XXX	3,621	1,735	41,452,317	46,397,108	50,876,349	XXX