

QUARTERLY STATEMENT

OF THE

SOUTHERN TITLE

INSURANCE CORPORATION

of RICHMOND

in the state of VIRGINIA

TO THE

Insurance Department

OF THE

STATE OF VIRGINIA

FOR THE QUARTER ENDED
September 30, 2002

TITLE

2002



50792200220100103

QUARTERLY STATEMENT

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

SOUTHERN TITLE INSURANCE CORPORATION

NAIC Group Code 0228 (Current Period) NAIC Company Code 50792 Employer's ID Number 54-0483197

Organized under the Laws of VIRGINIA, State of Domicile or Port of Entry VIRGINIA

Country of Domicile UNITED STATES

Incorporated: September 25, 1925 Commenced Business: May 12, 1948

Statutory Home Office: 1051 EAST CARY STREET RICHMOND, VA 23219

Main Administrative Office: 1051 EAST CARY STREET RICHMOND, VA 23219 804-648-6000

Mail Address: P.O. BOX 399 RICHMOND, VA 23218

Primary Location of Books and Records: 1051 EAST CARY STREET RICHMOND, VA 23219 804-648-6000

Internet Website Address: WWW.SOUTHERNTITLE.COM

Statement Contact: RONALD C. BRITT 804-648-6000 3018
RONB@SOUTHERNTITLE.COM 804-643-4139
(E-Mail Address) (Fax Number)

Policyowner Relations Contact: 000-000-0000

OFFICERS

President Donald V. Cruickshanks

Secretary Gerald William Sklar

Treasurer Ronald Clifton Britt

Actuary

Vice-Presidents

Michael Edward Briel	Ronald DeWitt Wiley Jr.	Gerald William Sklar	Scott Alan Johnson
Clyde Morton Weaver	Ronald Clifton Britt	William Joseph Hardwick	Edward Ray Waugaman
Dennis Michael Reeves	Robert Lewis Bradshaw		

DIRECTORS OR TRUSTEES

Donald Vaughan Cruickshanks	Gerald William Sklar	John Eric Warfel	Robert Joseph Joyce
Dennis Michael Reeves			

State of VIRGINIA
County of CITY OF RICHMOND 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.

Donald V. Cruickshanks
(Printed Name)
President

Gerald William Sklar
(Printed Name)
Secretary

Ronald Clifton Britt
(Printed Name)
Treasurer

Subscribed and sworn to before me this

14TH day of NOVEMBER, 2002

Notary Public (seal) My commission expires 1/30/03

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	4,829,386		4,829,386	4,372,248
2. Stocks:				
2.1 Preferred stocks	16,350		16,350	15,000
2.2 Common stocks	948		948	962
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)	243,215	(9,276)	252,491	249,206
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 627,124) and short-term investments (\$ 2,251,655)	2,878,779		2,878,779	1,953,209
6. Other invested assets				
7. Receivable for securities				7,725
8. Subtotals, cash and invested assets (Lines 1 to 7)	7,968,678	(9,276)	7,977,954	6,598,350
9. Title plants, less \$ 0, charged off	2,232,475	210,252	2,022,223	2,022,223
10. Title insurance premiums and fees receivable	386,124	76,800	309,324	208,562
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 \$ 68,399 net deferred tax asset)	68,399		68,399	72,608
14. Guaranty funds receivable or on deposit				
15. Electronic data processing equipment and software	142,191	61,007	81,184	59,692
16. Interest, dividends and real estate income due and accrued	67,622		67,622	74,498
17. Net adjustments in assets and liabilities due to foreign exchange rates				
18. Receivable from parent, subsidiaries and affiliates	1,594,103	505,860	1,088,243	1,804,507
19. Other assets nonadmitted	239,860	239,860		
20. Aggregate write-ins for other than invested assets	173,055	148,073	24,982	29,742
21. TOTALS (Lines 8 to 20)	12,872,507	1,232,576	11,639,931	10,870,182

DETAILS OF WRITE-INS				
2001. Other Receivables		1,441		1,441
2002. Deposits	23,541		23,541	22,979
2003. Other Assets	148,073		148,073	
2098. Summary of remaining write-ins for Line 20 from overflow page				
2099. Totals (Lines 2001 through 2003 + 2098) (Line 20 above)	173,055	148,073	24,982	29,742

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

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

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 \$ 5,104,054 not included in the foregoing statement were held pursuant to the governing agreements of custody. These funds consist of \$ 5,104,054 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	701,475	687,944
2. Statutory premium reserve	3,677,573	3,379,889
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)	595,868	323,635
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	48,433	54,201
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		
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	5,023,349	4,445,669
21. Total liabilities (Lines 1 through 20)		
22. Aggregate write-ins for special surplus funds		
23. Common capital stock	1,001,123	1,001,123
24. Preferred capital stock		
25. Aggregate write-ins for other than special surplus funds		
26. Surplus notes		
27. Gross paid in and contributed surplus	5,277,633	5,277,633
28. Unassigned funds (surplus)	337,826	145,757
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)	6,616,582	6,424,513
31. Totals	11,639,931	10,870,182

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	12,868,338	9,563,191	13,433,481
1.2 Escrow and settlement services	204,793	179,988	260,499
1.3 Other title fees and service charges	951,418	818,414	1,135,894
2. Aggregate write-ins for other operating income	943,708	1,004,720	1,447,159
3. Total Operating Income (Lines 1 through 2)	14,968,257	11,566,313	16,277,033
DEDUCT:			
4. Losses and loss adjustment expenses incurred	276,873	683,799	767,523
5. Operating expenses incurred	14,118,563	10,684,140	14,924,152
6. Aggregate write-ins for other operating deductions			
7. Total Operating Deductions	14,395,436	11,367,939	15,691,675
8. Net operating gain or (loss) (Lines 3 minus 7)	572,821	198,374	585,358
INVESTMENT INCOME			
9. Net investment income earned	245,919	255,843	339,427
10. Net realized capital gains and (losses)	(5,606)	(226)	(3,687)
11. Net investment gain or (loss) (Lines 9 + 10)	240,313	255,617	335,740
OTHER INCOME			
12. Aggregate write-ins for miscellaneous income or (loss)			
13. Net income, before federal income taxes (Lines 8 + 11 + 12)	813,134	453,991	921,098
14. Federal and foreign income taxes incurred	238,883	85,984	198,317
15. Net income (Lines 13 minus 14)	574,251	368,007	722,781
CAPITAL AND SURPLUS ACCOUNT			
16. Surplus as regards policyholders, December 31 prior year	6,424,513	5,320,427	5,320,427
GAINS AND (LOSSES) IN SURPLUS			
17. Net income (from Line 15)	574,251	368,007	722,781
18. Net unrealized capital gains or (losses)	(131,112)	(54,594)	144,272
19. Change in net unrealized foreign exchange capital gain (loss)			
20. Change in net deferred income taxes	(4,209)		(5,613)
21. Change in nonadmitted assets	(246,861)	237,048	311,849
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		(147,424)	(69,203)
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			
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)	192,069	403,037	1,104,086
32. Surplus as regards policyholders as of statement date (Lines 16 plus 31)	6,616,582	5,723,464	6,424,513

DETAILS OF WRITE-INS			
0201. Management Fees	943,708	1,004,720	1,447,159
0202.			
0203.			
0298. Summary of remaining write-ins from overflow page			
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 2 above)	943,708	1,004,720	1,447,159
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
1. Premiums and other charges collected	14,221,472	15,242,995
2. Loss and loss adjustment expenses paid (net of salvage and subrogation)	263,343	727,758
3. Total operating expenses paid	13,852,098	14,760,160
4. Cash from operations (Line 1 minus Line 2 minus Line 3)	106,031	(244,923)
5. Investment income (net of investment expense)	252,795	320,484
6. Other income received (expenses paid)	1,119,660	1,083,703
7. Federal income taxes (paid) recovered	(223,925)	111,042
8. Net cash from operations (Lines 4 to 7)	1,254,561	1,270,306
9. Proceeds from investments sold, matured or repaid:		
9.1 Bonds	1,027,063	1,169,405
9.2 Stocks	8,224	63,625
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)	1,035,287	1,233,030
10. Other cash provided:		
10.1 Net transfers from affiliates	193,073	
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)	193,073	
11. Total (Line 8 plus Line 9.8 plus Line 10.6)	2,482,921	2,503,336
12. Cost of investments acquired (long-term only):		
12.1 Bonds	1,475,097	2,813,682
12.2 Stocks	9,871	
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)	1,484,968	2,813,682
13. Other cash applied:		
13.1 Dividends to stockholders paid		
13.2 Net transfers to affiliates		126,233
13.3 Borrowed funds repaid	72,383	333,015
13.4 Other applications	72,383	459,248
13.5 Total other cash applied (Lines 13.1 to 13.4)	1,557,351	3,272,930
14. Total (Line 12.7 plus Line 13.5)	925,570	
15. Net change in cash and short-term investments (Line 11 minus Line 14)		(769,594)
RECONCILIATION		
16. Cash and short-term investments:		
16.1 Beginning of year	1,953,209	2,722,803
16.2 End of period (Line 15 plus Line 16.1)	2,878,779	1,953,209

NOTES TO FINANCIAL STATEMENTS

The Company prepares its statutory financial statements in conformity with accounting practices prescribed or permitted by the State of Virginia. Effective January 1, 2001, the State of Virginia required that insurance companies domiciled in the State of Virginia prepare their statutory basis financial statements in accordance with the NAIC *Accounting Practices and Procedures Manual* subject to any deviations prescribed or permitted by the State of Virginia insurance commissioner.

These quarterly financial statements have been prepared on the same basis as the Company's annual statement for the year ended December 31, 2001 and should be read in conjunction with such annual statement and the notes to financial statements included therein.

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

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

2.2 If yes, has the report been filed with the domiciliary state?

Yes No

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

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

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

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

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.

12/31/2000

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).

12/20/2001

7.4 By what department or departments? VIRGINIA BUREAU OF INSURANCE

.....

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

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
J P MORGAN CHASE BANK	1 CHASE MANHATTAN PLAZA, NEW YORK, NY 10081
SUNTRUST BANK	919 E. MAIN STREET, 2ND FLOOR, RICHMOND, VA 23219
SOUTHTRUST BANK	110 OFFICE PARK DR, 2ND FLOOR, BIRMINGHAM, AL 35223

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 [X] No []

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
NOT APPLICABLE	SOUTHTRUST BANK	08/05/2002	REQUIRED FOR ALABAMA STATUTORY DEPOSIT

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	239,930	236,748	246,529	252,658
2. Increase (decrease) by adjustment	(3,182)	(3,287)	(3,314)	(12,728)
3. Cost of acquired		13,068		
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	236,748	246,529	243,215	239,930
9. Total valuation allowance				
10. Subtotal (Lines 8 plus 9)	236,748	246,529	243,215	239,930
11. Total nonadmitted amounts	(9,276)	(9,276)	(9,276)	(9,276)
12. Statement value, current period (Page 2, real estate lines, current period)	246,024	255,805	252,491	249,206

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				
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				
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 value/recorded investment excluding accrued interest on mortgages owned at end of current period				
10. Total valuation allowance				
11. Subtotal (Lines 9 plus 10)				
12. Total nonadmitted amounts				
13. Statement value of mortgages owned at end of current period				

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

	Statement Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Statement Value End of First Quarter	Statement Value End of Second Quarter	Statement Value End of Third Quarter	Statement Value
								December 31 Prior Year
BOUNDS								
1. Class 1	5,528,501	3,620,252	2,898,554	(11,872)	5,422,254	5,528,501	6,238,327	3,766,722
2. Class 2	829,709	.....	.....	3,058	890,160	829,709	832,767	680,771
3. Class 3	38,829	.....	38,829	9,947	.....	38,829	9,947	.....
4. Class 4	.....	.....	.....	.....	.....	.....	.....	.....
5. Class 5	.....	.....	.....	.....	.....	.....	.....	.....
6. Class 6	.....	.....	.....	.....	.....	.....	.....	.....
7. Total Bonds	6,367,039	3,620,252	2,937,383	1,133	6,312,414	6,397,039	7,081,041	4,447,493
PREFERRED STOCK								
8. Class 1	17,475	.....	.....	(1,125)	16,350	17,475	16,350	15,000
9. Class 2	.....	.....	.....	.....	.....	.....	.....	.....
10. Class 3	.....	.....	.....	.....	.....	.....	.....	.....
11. Class 4	.....	.....	.....	.....	.....	.....	.....	.....
12. Class 5	.....	.....	.....	.....	.....	.....	.....	.....
13. Class 6	.....	.....	.....	.....	.....	.....	.....	.....
14. Total Preferred Stock	17,475	.....	.....	(1,125)	16,350	17,475	16,350	15,000
15. Total Bonds & Preferred Stock	6,414,514	3,620,252	2,937,383	8	6,328,764	6,414,514	7,087,391	4,462,493

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	2,251,655	XXX	2,251,655	7,047

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	1,430,940	1,809,599	1,659,647	2,128,860
2. Cost of short-term investments acquired	2,672,961	2,152,218	3,420,260	8,717,500
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	2,294,302	2,302,170	2,828,252	9,415,420
7. Book/adjusted carrying value, current period	1,809,599	1,659,647	2,251,655	1,430,940
8. Total valuation allowance				
9. Subtotal (Lines 7 plus 8)	1,809,599	1,659,647	2,251,655	1,430,940
10. Total nonadmitted amounts				
11. Statement value (Lines 9 minus 10)	1,809,599	1,659,647	2,251,655	1,430,940
12. Income collected during period	6,501	6,912	7,047	66,251
13. Income earned during period	6,540	6,861	6,997	53,890

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 YES						
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 YES						
9. Dist. Columbia	DC YES			1,489	1,692	1,089	2,770
10. Florida	FL YES						
11. Georgia	GA YES						
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 YES	737,701	663,540	2,134	11,701	75,489	6,721
22. Massachusetts	MA NO						
23. Michigan	MI NO						
24. Minnesota	MN NO						
25. Mississippi	MS YES						
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 YES	311,343	98,789	6,431	2,750	11,716	39,681
35. North Dakota	ND NO						
36. Ohio	OH YES	674,806	655,726	21,398	942	4,075	57,106
37. Oklahoma	OK NO						
38. Oregon	OR NO						
39. Pennsylvania	PA YES	754,255	115,068				
40. Rhode Island	RI NO						
41. So. Carolina	SC YES	594	1,237				
42. So. Dakota	SD NO						
43. Tennessee	TN YES						
44. Texas	TX YES						
45. Utah	UT NO						
46. Vermont	VT NO						
47. Virginia	VA YES	10,777,618	8,237,508	231,891	400,591	565,106	764,024
48. Washington	WA NO						
49. West Virginia	WV YES						
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) 15	13,256,317	9,771,868	263,343	417,676	657,475	870,302
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 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	1,609,504	2,099,919	22,615	0.610	4.470
2. Agency operations:					
2.1 Non-affiliated agency operations	8,386,853		142,134	1.695	6.470
2.2 Affiliated agency operations	3,259,960		112,124	3.439	5.970
3. Totals	13,256,317	2,099,919	276,873	1.803	5.810

PART 2 - DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Direct operations	578,023	1,609,504	1,212,742
2. Agency operations:			
2.1 Non-affiliated agency operations	2,902,857	8,386,853	5,773,071
2.2 Affiliated agency operations	1,086,784	3,259,960	2,786,055
3. Totals	4,567,664	13,256,317	9,771,868

**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.

1. Will the SVO Compliance Certification be filed with this statement?

RESPONSE

YES

EXPLANATION:

BAR CODE:

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

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

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	Foreign Exchange Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest on Bonds Received During Year	Dividends on Stocks Received During Year	NAIC Designation (a)	
361949AE2	GNACOML MTG 1996-C1 CL A-2B	09/01/2002	PAYOUTN		17,495	17,495.00	17,102	17,495	211				210		1	
438116AE5	HONDA AUTO LEASE TR 199-A ASSET	07/15/2002	PAYOUTN	6,806	6,806.00	6,778	6,806	1				38		1		
438116AE5	HONDA AUTO LEASE TR 199-A ASSET	08/15/2002	CALL	12,203	12,203.00	12,153	12,203	2				135		1		
65118NAK7	NEWCOURT EQUIP TR SEC'S SER 199	07/01/2002	PAYOUTN	2,808	2,808.00	2,703	2,808	6				13			1PE	
65118NAK7	BKD NT															
65118NAK7	NEWCOURT EQUIP TR SEC'S SER 199	08/15/2002	CALL	21,667	21,667.00	20,855	21,636	14				32	197		1PE	
69350EAC4	PP&L TRANSITION BD LLC SER 1991-1	09/25/2002	PAYOUTN	9,365	9,365.00	9,189	9,365	38				155		1		
902118AY4	TYCO INT'L GROUP S A LTD NT	07/30/2002	BEAR STEARNS & CO.	36,375	50,000.00	51,063	38,829	12,208				(14,662)	1,566	3		
45999999	Subtotal - Bonds - Industrial and Miscellaneous		XXX		106,709	120,334.00	119,873	109,132	12,480			(14,630)	2,314	XXX	XXX	
60099997	Subtotal - Bonds - Part 4		XXX		106,709	120,334.00	119,873	109,132	12,480			(14,630)	2,314	XXX	XXX	
60099999	Total Bonds		XXX		106,709	120,334.00	119,873	109,132	12,480			(14,630)	2,314	XXX	XXX	
559222401	MAGNA INT'L INC CL A	07/09/2002	FRACTIONAL SHARES	31	136,000	34	32	2				(3)	(3)		L	
559222401	MAGNA INT'L INC CL A	07/30/2002	OHIO FARMERS INS CO.	8,193		9,887	9,364	474				(1,645)	(1,645)		L	
6899999	Subtotal - Common Stock - Industrial and Miscellaneous		XXX		8,224	XXX	9,871	9,396	476			(1,648)	(1,648)	XXX	XXX	
70099997	Subtotal - Common Stock - Part 4		XXX		8,224	XXX	9,871	9,396	476			(1,648)	(1,648)	XXX	XXX	
70099999	Total Common Stock		XXX		8,224	XXX	9,871	9,396	476			(1,648)	(1,648)	XXX	XXX	
71999999	Total Preferred and Common Stock		XXX		8,224	XXX	9,871	9,396	476			(1,648)	(1,648)	XXX	XXX	
72999999	Totals		XXX		114,933	XXX	129,744	118,528	12,956			(16,278)	2,314	XXX	XXX	

(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			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			2,362,928	3,714,222	5,104,054	XXX
0199999 Total Segregated Funds Held For Others	XXX			2,362,928	3,714,222	5,104,054	XXX
Open Depositories - Section (B) - General Funds							
BANK OF THE JAMES	2.860		858	56,124	56,124	56,124	
BANK OF THE JAMES	3.440		994	37,406	37,406	37,406	
FIRST MARKET BANK MONEY MARKET	2.230	525		115,458	115,616	115,808	
FIRSTMERIT BANK, N.A.	2.074	245		11,700	11,700		
FIRSTMERIT BANK, N.A.	1.139		4			11,945	
GUARANTY BANK	1.982		598	37,363	37,363	37,363	
SUNTRUST BANK				495,338	218,075	368,103	
0299998 Deposits in (.5) depositories which do not exceed the allowable limit in any one depository (see instructions)	XXX						XXX
0299999 Total General Funds	XXX	770	2,454	753,389	476,284	626,749	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	770	2,454	3,116,317	4,190,506	5,730,803	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	770	2,454	3,116,317	4,190,506	5,730,803	XXX
1099999 Cash in Company's Office	XXX	XXX	XXX	375	375	375	XXX
1199999 TOTAL CASH	XXX	770	2,454	3,116,692	4,190,881	5,731,178	XXX



SOUTHERN TITLE INSURANCE CORPORATION

Company Name

50792

50792200247000103

NAIC Code

SVO COMPLIANCE CERTIFICATION

``The undersigned is an officer of the insurer responsible for reporting investments to the SVO and/or with performing all filings with appropriate state regulatory officials and the NAIC and is therefore required to be familiar with the requirements of such filings. The undersigned officer certifies that, to the best of his or her knowledge, information, and belief, all prices or NAIC designations for the securities reported in this statement have been obtained directly from the SVO except as specifically identified below. The officer further certifies that, to the best of his or her knowledge, information, and belief, since the last filing of a quarterly or annual statement:

1. All securities previously valued by the insurer and identified by a Z suffix have now been submitted to the SVO for a valuation or disposed of by sale or otherwise with the result that all prices and NAIC Designations reported in this statement have been provided by the SVO, except for new purchases identified in Schedule D and DA with a Z suffix or items submitted but not yet processed by the SVO.
2. Any newly purchased securities now identified with a Z suffix will be submitted to the SVO within 120 days of purchase.
3. All necessary information on securities that have been previously designated NR (not rated due to lack of current information) by the SVO have either been submitted to the SVO by the insurer for a valuation or disposed of by the insurer.
4. All material issuer events (as defined below) have been reported to the SVO."

A material issuer event is a generic or transaction specific credit event of which the insurer is currently aware, which by its nature would signify to a reasonably prudent insurer that a material change in the credit quality or price of the investment or security has occurred.

As an illustration, and not by way of limitation, the following shall be deemed to constitute material issuer events:

- a. Recapitalizations or capital restructuring whether within or without Chapter 11 of the U.S. Bankruptcy Code;
- b. Nonpayment, deferral, or payment in kind through waiver of any principal or contractual interest payment;
- c. Any change in the maturity of a security;
- d. Changes in the lender's collateral position, including releases of collateral, or the taking of a collateral position whether by operation of negative pledge covenant or otherwise;
- e. Events of a like character or of a like effect, which would be considered material to an investment professional.
- f. Exceptions _____

RONALD C. BRITT

Name of Investment Officer

Signature of Investment Officer

CHIEF FINANCIAL OFFICER

Title of Signatory

11/14/2002

Date

RECEIVED

NOV 15 2002

C.F.R.B.