



ANNUAL STATEMENT

For the Year Ended December 31, 2002
of the Condition and Affairs of the

Union Of Poles In America

NAIC Group Code..... , NAIC Company Code..... 56405 Employer's ID Number..... 34-0588225
(Current Period) (Prior Period)

Organized under the Laws of OH State of Domicile or Port of Entry OH

Country of Domicile US

Incorporated..... November 13, 1899 Commenced Business..... March 1, 1894

Statutory Home Office 9999 Granger Road Garfield Heights OH 44125
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 9999 Granger Road Garfield Heights OH 44125 216-478-0120
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address 9999 Granger Road Garfield Heights OH 44125
(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 9999 Granger Road Garfield Heights OH 44125 216-478-0120
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address unionofpoles.com

Statement Contact Ralph Bodziony 296-36-1479 216-478-0120
(Name) (Area Code) (Telephone Number) (Extension)
info@unionofpoles.com 216-478-0122
(E-Mail Address) (Fax Number)

Policyowner Relations Contact (City or Town, State and Zip Code) (Area Code) (Telephone Number) (Extension)

OFFICERS

President David G. Milcinovic 296-58-3176 Treasurer Richard Kaliszewski 281-24-9512
Secretary Ralph Bodziony 296-36-1479 Actuary Heidorn Consulting, Inc.

VICE PRESIDENTS

Richard W. Jablonski 296-58-3912 Patricia Karlon 298-52-5932

DIRECTORS OR TRUSTEES

David G. Milcinovic 296-58-3176	Ralph Bodziony 296-36-1479	Richard Kaliszewski 281-24-9512	Frances Lisowski 302-32-5835
Richard W. Jablonski 296-58-3912	Patricia Karlon 298-52-5932	Mary Louise Klenkar 294-32-1900	Ray Czerniakowski 286-12-6101
Walter Dziedzina 284-12-8613	Charlotte Lisicki 272-30-0107	Arlene Wincki 299-28-4278	Allan Szufflada 279-36-3006
Dorothy Zalewski 270-22-1327	Donald Kuczmarski 288-38-7494	Martin Czerniakowski 276-48-7374	Ronald Grams 300-34-2031

State of..... Ohio
County of..... Cuyahoga

The officers of this reporting entity being duly sworn, each depose and say that they are the above described officers of the 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)
David G. Milcinovic 296-58-3176	Ralph Bodziony 296-36-1479	Richard Kaliszewski 281-24-9512
(Printed Name)	(Printed Name)	(Printed Name)
President	Secretary	Treasurer

Subscribed and sworn to before me this

.....day of, 2003

.....

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

- b. If no:
1. State the amendment number
 2. Date filed.....
 3. Number of pages attached.....

SCHEDULE A - PART 1

Showing all Real Estate OWNED December 31 of Current Year

1	Location		4	5	6	7	8	9	10	11	12	13	14	15
	2	3												
Description of Property	City	State	Date Acquired	Date of Last Appraisal	Actual Cost	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Fair Value Less Encumbrances	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Amounts Received During Year	Expended for Additions, Permanent Improvements and Changes in Encumbrances During Year	Gross Income Earned Less Interest Incurred on Encumbrances	Taxes, Repairs, and Expenses Incurred
Properties Occupied by the Reporting Entity - Administrative														
Granger Road - Land.....	Garfield Heights.....	OH.....	07/01/1999	.....	.....20,000	.....	.....20,000	20,000	.....	.....	.....	.....	.....	.....
Granger Road.....	Garfield Heights.....	OH.....	07/01/1999	.....	.....193,895	.....	.....179,757	179,757	(7,432)	.....	.....	.....	.....12,784	15,338
0299999. Properties Occupied by the Reporting Entity - Administrative.....					213,895	0	199,757	199,757	(7,432)	0	0	0	12,784	15,338
0399999. Total - Properties Occupied by the Reporting Entity.....					213,895	0	199,757	199,757	(7,432)	0	0	0	12,784	15,338
9999999. Totals.....					213,895	0	199,757	199,757	(7,432)	0	0	0	12,784	15,338

Sch. A-Pt. 2
NONE

Sch. A-Pt. 3
NONE

SCHEDULE B - PART 1

Showing all Mortgage Loans OWNED December 31 of Current Year

1 Loan Number	Location		4 Loan Type	5 Date Acquired	6 Rate of Interest	7 Book Value/Recorded Investment Excluding Accrued Interest	8 Increase (Decrease) by Adjustment	9 Increase (Decrease) by Foreign Exchange Adjustment	10 Value of Land and Buildings	11 Date of Last Appraisal or Valuation
	2 City	3 State								
Mortgages in Good Standing Residential Mortgages - All Other										
2624.....	Anderson.....	IN.....		07/01/1995		58,090			115,000	
2627.....	Brecksville.....	OH.....		07/01/1995		37,936			189,000	
2629.....	Brecksville.....	OH.....		07/01/1995		65,417			153,000	
2442.....	Brecksville.....	OH.....		07/01/1986		16,774			55,000	
2603.....	Chardon.....	OH.....		07/01/1991		21,480			89,000	
2617.....	Chardon.....	OH.....		07/01/1993		41,142			93,000	
2575.....	Cleveland.....	OH.....		07/01/1989		56,192			63,000	
2428.....	Cleveland.....	OH.....		07/01/1991		34,181			40,000	
2581.....	Cleveland.....	OH.....		07/01/1990		9,796			65,000	
2633.....	Garfield Heights.....	OH.....		07/01/1995		72,775			82,000	
2608.....	Hinkley.....	OH.....		07/01/1992		28,889			113,000	
2626.....	Holland.....	OH.....		07/01/1995		59,726			173,000	
2600.....	Independence.....	OH.....		07/01/1991		46,075			78,000	
2630.....	Lorain.....	OH.....		07/01/1995		58,094			96,000	
2535.....	Montpeller.....	OH.....		07/01/1992		28,220			62,490	
2253.....	Painesville.....	OH.....		07/01/1994		34,779			126,000	
2590.....	Richfield.....	OH.....		07/01/1990		13,529			125,000	
2613.....	Temperance.....	MI.....		07/01/1992		24,478			100,000	
2623.....	Toledo.....	OH.....		07/01/1994		44,748			77,500	
2631.....	Toledo.....	OH.....		07/01/1995		38,102			58,000	
2526.....	Toledo.....	OH.....		07/01/1992		84,346			107,000	
2553.....	Toledo.....	OH.....		07/01/1987		18,174			197,000	
2609.....	Cleveland.....	OH.....		07/01/1996		25,477			55,000	
2645.....	Brooklyn.....	OH.....		07/01/1996		27,163			97,000	
2646.....	Parma.....	OH.....		07/01/1997		40,628			158,000	
2648.....	Toledo.....	OH.....		07/01/1997		16,440			150,000	
2649.....	Lorain.....	OH.....		07/01/1997		47,259			67,000	
2650.....	Cleveland.....	OH.....		07/01/1997		8,949			78,500	
2651.....	Concord.....	OH.....		07/01/1998		54,316			101,000	
2652.....	Cleveland.....	OH.....		07/01/1996		76,860			111,000	
2653.....	Parma Heights.....	OH.....		07/01/1998		39,823			88,000	
2656.....	Macedonia.....	OH.....		07/01/1998		98,986			145,000	
2658.....	Perrysburg.....	OH.....		07/01/1999		62,611			189,500	
2659.....	Willowick.....	OH.....		07/01/1999		71,094			96,500	
2660.....	Middleburgh Heights.....	OH.....		07/01/1999		24,849			157,000	
2661.....	Cleveland.....	OH.....		07/01/1999		61,447			85,000	
2662.....	Medina.....	OH.....		07/01/1999		87,475			135,000	
2663.....	Cleveland.....	OH.....		07/01/1999		71,593			113,693	
2664.....	Toledo.....	OH.....		07/01/1999		44,178			82,100	
2665.....	Rossford.....	OH.....		07/01/1999		45,560			80,000	
2666.....	Garfield Heights.....	OH.....		07/01/1999		56,659			83,490	
2667.....	Toledo.....	OH.....		07/01/1999		93,562			175,000	
2668.....	Cleveland.....	OH.....		07/01/1999		39,012			76,000	
2670.....	Toledo.....	OH.....		07/01/1999		59,377			107,000	
2671.....	Rossford.....	OH.....		07/01/2000		26,512			54,000	
2672.....	Brooklyn Heights.....	OH.....		07/01/2000		86,592			185,000	
2674.....	Parma.....	OH.....		07/01/2001		94,400			240,000	
2675.....	Hartsgrove.....	OH.....		07/01/2001		94,662			160,000	
2676.....	Fairport Harbor.....	OH.....		05/24/2002		72,802			94,000	
	All Others.....					416,026			1,096,000	
0399999. Total - Mortgages in Good Standing - Residential Mortgages - All Other.....						2,837,255	0	0	6,516,773	XXX.....

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SCHEDULE B - PART 1

Showing all Mortgage Loans OWNED December 31 of Current Year

1 Loan Number	Location		4 Loan Type	5 Date Acquired	6 Rate of Interest	7 Book Value/Recorded Investment Excluding Accrued Interest	8 Increase (Decrease) by Adjustment	9 Increase (Decrease) by Foreign Exchange Adjustment	10 Value of Land and Buildings	11 Date of Last Appraisal or Valuation
	2 City	3 State								
0799999. Total - Mortgages in Good Standing.....						2,837,255	0	0	6,516,773	XXX
9999999. Totals.....						2,837,255	0	0	6,516,773	XXX

General Interrogatory:
1. Mortgages in good standing \$.....0 unpaid taxes \$.....0 interest due and unpaid.
2. Restructured mortgages \$.....0 unpaid taxes \$.....0 interest due and unpaid.
3. Mortgages with overdue interest over 90 days not in process of foreclosure \$.....0 unpaid taxes \$.....0 interest due and unpaid.
4. Mortgages in process of foreclosure \$.....0 unpaid taxes \$.....0 interest due and unpaid.

SCHEDULE B - PART 2

Showing all Mortgage Loans SOLD, Transferred or Paid in Full During the Year

1	Location		4	5	6	7	8	9	10	11	12	13
	2	3										
Loan Number	City	State	Loan Type	Date Acquired	Book Value/Recorded Investment Excluding Accrued Interest Prior Year	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Book Value/Recorded Investment Excluding Accrued Interest at Disposition	Consideration Received	Foreign Exchange Profit (Loss) on Sale	Realized Profit (Loss) on Sale	Total Profit (Loss) on Sale
Mortgages Closed by Repayment												
2497.....	Independence.....	OH.....	Residential.....	08/29/1984...	1,436	.....	.....	.....1,436	1,436	.....	.....	.....0
2499.....	Elyria.....	OH.....	Residential.....	08/20/1984...	11,676	.....	.....	.....11,676	11,676	.....	.....	.....0
2625.....	Anderson.....	IN.....	Residential.....	04/29/1995...	34,690	.....	.....	.....34,690	34,690	.....	.....	.....0
2638.....	Athens.....	OH.....	Residential.....	04/19/1996...	30,447	.....	.....	.....30,447	30,447	.....	.....	.....0
2643.....	Toledo.....	OH.....	Residential.....	09/19/1996...	52,946	.....	.....	.....52,946	52,956	.....	.....	.....0
0199999. Total - Mortgages Closed by Repayment.....					131,195	0	0	131,195	131,205	0	0	0
9999999. Totals.....					131,195	0	0	131,195	131,205	0	0	0

Sch. BA-Pt. 1
NONE

Sch. BA-Pt. 2
NONE

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	3	Interest		6	7	8	9	10	11	12	13	Interest		16	17	18	19	20	21
			4	5									14	15						
CUSIP Identifi- cation	Description	*	Rate of	How Paid	Maturity Date	Option Date	Option Call Price	Book/Adjusted Carrying Value	Par Value	Rate Used to Obtain Fair Value	Fair Value	Actual Cost	Amount Due and Accrued December 31 of Current Year on Bonds not in Default	Gross Amount Received During Year	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Amount of Interest Due and Accrued December 31, Current Year, on Bonds in Default as to Principal or Interest	NAIC Desig- nation	Date Acquired	Effec- tive Rate of Interest
U.S. Government - Issuer Obligations																				
912833 E2 2...	US Savings Bond Series HH.....	.....	.....	.....	07/01/2003	.....	.....	.....15,500	15,500	AV.....	15,500	15,500	.....	......620	.....	.....	.....	....1	07/01/1997	.....
912827 J7 8...	US Treasury Note.....	.....	.....6.250	.....	07/01/2003	.....	.....	.....100,031	100,000	...100.5940	100,594	100,031	.....	.....6.250	.....	.....	.....	....1	07/01/1996	.....
3136F2 WY 0...	FNMA.....	.....	.....4.500	JD.....	06/11/2010	12/11/2003	100.000	10,000	10,000	AV.....	10,000	10,000	.....	.....	.....	.....	.....	....1	12/13/2002	4.500
3133F0 WF 2...	FHLM.....	.....	.....4.000	AO.....	10/15/2014	10/15/2005	100.000	10,000	10,000	AV.....	10,000	10,000	.....	.....	.....	.....	.....	....1	10/03/2002	4.000
3136F1 6Z 8...	FNMA.....	.....	.....6.000	.....	07/26/2019	01/26/2006	100.000	11,000	11,000	AV.....	11,000	11,000	.....	......275	.....	.....	.....	....1	07/26/2002	6.000
0199999	U.S. Government - Issuer Obligations.....	.....	.....	.....	.....	.....	.....	.....146,531	146,500	...XXX.....	147,094	146,531	0	7,145	0	0	0	XXX	XXX	...XXX.....
0399999	Total - U.S. Government.....	.....	.....	.....	.....	.....	.....	.....146,531	146,500	...XXX.....	147,094	146,531	0	7,145	0	0	0	XXX	XXX	...XXX.....
Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations																				
United States																				
042086 76 9...	Armada Total Return ADV.....	.....	.....	.....	07/01/2003	.....	.....	.....65,577	65,577	AV.....	65,577	65,577	.....	.....4,144	.....	.....	.....	....1	07/01/1996	.....
042086 81 9...	Armada Limited Maturity Bond.....	.....	.....	.....	07/01/2003	.....	.....	.....251,094	251,094	AV.....	251,094	251,094	.....	.....9,391	.....	.....	.....	....1	07/01/1997	.....
042086 65 2...	Armada GNMA Instl CL #666.....	.....	.....	.....	07/01/2003	.....	.....	.....55,393	55,393	AV.....	55,393	55,393	.....	.....3,035	.....	.....	.....	....1	07/01/1999	.....
	United States.....	.....	.....	.....	.....	.....	.....	.....372,064	372,064	...XXX.....	372,064	372,064	0	16,570	0	0	0	XXX	XXX	...XXX.....
3999999	Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations.....	.....	.....	.....	.....	.....	.....	.....372,064	372,064	...XXX.....	372,064	372,064	0	16,570	0	0	0	XXX	XXX	...XXX.....
4599999	Total - Industrial & Miscellaneous (Unaffiliated).....	.....	.....	.....	.....	.....	.....	.....372,064	372,064	...XXX.....	372,064	372,064	0	16,570	0	0	0	XXX	XXX	...XXX.....
Totals																				
5499999	Total - Issuer Obligations.....	.....	.....	.....	.....	.....	.....	.....518,595	518,564	...XXX.....	519,158	518,595	0	23,715	0	0	0	XXX	XXX	...XXX.....
6099999	Grand Total - Bonds.....	.....	.....	.....	.....	.....	.....	.....518,595	518,564	...XXX.....	519,158	518,595	0	23,715	0	0	0	XXX	XXX	...XXX.....

SCHEDULE D - PART 2 - SECTION 1

Showing all PREFERRED STOCKS Owned December 31 of Current Year

1 CUSIP Identifi- cation	2 Description	3 Number of Shares	4 Par Value per Share	5 Rate per Share	6 Book/Adjusted Carrying Value	7 Rate per Share Used to Obtain Fair Value	8 Fair Value	9 Actual Cost	Dividends		12 Increase (Decrease) by Adjustment	13 Increase (Decrease) by Foreign Exchange Adjustment	14 NAIC Desig- nation	15 Date Acquired
									10 Declared but Unpaid	11 Amount Received During Year				

NONE

SCHEDULE D - PART 2 - SECTION 2

Showing all COMMON STOCKS Owned December 31 of Current Year

1	2	3	4	5	6	7	Dividends		10	11	12	13
							8	9				
CUSIP Identifi- cation	Description	Number of Shares	Book/Adjusted Carrying Value	Rate per Share Used to Obtain Fair Value	Fair Value	Actual Cost	Declared but Unpaid	Amount Received During Year	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	NAIC Designation (a)	Date Acquired
Common Stocks - Banks, Trust and Insurance Companies (Unaffiliated)												
United States												
493267 10 8.....	Key Corp.....	583.000	14,669	25.162	14,669	906		681			L	..07/01/1970...
	United States.....		14,669	XXX	14,669	906	0	681	0	0	XXX	XXX.....
6799999	Total - Common Stocks - Banks, Trust and Insurance Companies (Unaffiliated)....		14,669	XXX	14,669	906	0	681	0	0	XXX	XXX.....
Common Stocks - Industrial and Miscellaneous (Unaffiliated)												
United States												
488411 10 9.....	Scudder High Income Fund.....	11,890.000	56,360	4.740	56,360	87,587		5,856			L	..07/01/1994...
488412 10 7.....	Scudder Income Fund.....	4,147.000	53,080	12.800	53,080	53,724		2,479			L	..07/01/1993...
338331 10 1.....	Scudder Flag Investors Value.....	6,952.000	123,397	17.750	123,397	120,773		2,742			L	..07/01/1993...
453320 10 3.....	Income Fund of America.....	5,505.000	78,992	14.349	78,992	83,414		4,237			L	..07/01/1992...
32008F 50 7.....	First Eagle Sogen Global Fund.....	3,196.000	81,009	25.347	81,009	78,878		2,746			L	..07/01/1994...
471023 60 6.....	Janus Flexible Income Fund.....	3,773.000	36,331	9.629	36,331	35,746		1,772			U	..07/01/1999...
261970 10 7.....	Dreyfus Appreciation Fund.....	1,937.000	60,420	31.192	60,420	83,314		597			L	..07/01/1999...
315910 80 2.....	Fidelity Diversified Int'l Fund.....	3,194.000	54,805	17.159	54,805	63,466		412			L	..07/01/1999...
042086 57 9.....	Armada Small Cap Growth Fund #519.....	6,627.000	44,205	6.671	44,205	45,000					L	..12/10/2002...
042086 59 5.....	Armada Core Equity Fund #681.....	6,111.000	54,022	8.840	54,022	55,000		175			L	..12/10/2002...
042086 59 5.....	Armada Core Equity Fund #681.....	20.000	173	8.650	173	175					L	..12/10/2002...
042086 62 9.....	Armada Int'l Equity Fund #674.....	3,622.000	27,964	7.721	27,964	57,257		105			L	..07/01/1999...
042086 84 3.....	Armada Small Cap Value Fund #616.....	2,247.000	35,989	16.016	35,989	46,884		2,077			L	..05/22/2001...
042086 86 8.....	Armada Large Cap Value Fund #614.....	11,253.000	147,972	13.150	147,972	150,728		1,055			L	..12/27/2002...
042086 86 8.....	Armada Large Cap Value Fund #614.....	52.000	683	13.143	683	691					L	..12/27/2002...
042086 88 4.....	Armada Equity GrowthFund #610.....	9,015.000	143,874	15.959	143,874	150,000		170			L	..12/27/2002...
042086 88 4.....	Armada Equity GrowthFund #610.....	11.000	169	15.340	169	170					L	..12/27/2002...
	United States.....		999,445	XXX	999,443	1,112,807	0	24,423	0	0	XXX	XXX.....
6899999	Total - Common Stocks - Industrial and Miscellaneous (Unaffiliated).....		999,445	XXX	999,443	1,112,807	0	24,423	0	0	XXX	XXX.....
7099999	Total - Common Stock.....		1,014,114	XXX	1,014,113	1,113,713	0	25,104	0	0	XXX	XXX.....
7199999	Total - Preferred and Common Stock.....		1,014,114	XXX	1,014,113	1,113,713	0	25,104	0	0	XXX	XXX.....

(a) For all common stocks bearing the NAIC designation "U"provide: the number of such issues.....0, the total \$ value (included in Column 6) of all such issues \$.....0.

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8
CUSIP Identification	Description	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Bonds - U.S. Government							
3136F2 WY 0.....	FNMA.....	12/13/2002....	Edward Jones.....		10,000	10,000	
3133F0 WF 2.....	FHLM.....	10/03/2002....	Edward Jones.....		10,000	10,000	.9
3136F1 6Z 8.....	FNMA.....	07/26/2002....	Edward Jones.....		11,000	11,000	
0399999.	Total - Bonds - U.S. Government.....				31,000	31,000	.9
Bonds - Industrial and Miscellaneous United States							
042086 81 9.....	Armada Limited Maturity Bond.....	04/16/2002....	Mutual Funds.....		50,000	50,000	
042086 76 9.....	Armada Total Return Adv.....	12/20/2002....	Mutual Funds.....		666	666	
	United States.....				50,666	50,666	.0
4599999.	Total - Bonds - Industrial & Miscellaneous.....				50,666	50,666	.0
6099997.	Total - Bonds - Part 3.....				81,666	81,666	.9
6099999.	Total - Bonds.....				81,666	81,666	.9
Common Stocks - Banks, Trust and Insurance Companies United States							
493267 10 8.....	Key Corp.....	01/02/2002....	Computershare.....	135.000	681		
	United States.....				681	XXX	.0
6799999.	Total - Common Stocks - Banks, Trust & Ins. Cos.....				681	XXX	.0
Common Stocks - Industrial and Miscellaneous United States							
042086 57 9.....	Armada Small Cap Growth Fund #519.....	12/10/2002....	Mutual Funds.....	6,627.000	45,000		
042086 84 3.....	Armada Small Cap Value Fund #616.....	03/14/2002....	Mutual Funds.....	1,233.000	26,884		
042086 88 4.....	Armada Equity Growth Fund #610.....	11/18/2002....	Mutual Funds.....	9,015.000	150,000		
042086 86 8.....	Armada Large Cap Value Fund #614.....	11/18/2002....	Mutual Funds.....	11,253.000	150,364		
042086 59 5.....	Armada Core Equity Fund #681.....	12/10/2002....	Mutual Funds.....	6,111.000	55,000		
042086 59 5.....	Armada Core Equity Fund #681.....	12/27/2002....	Reinvested.....	20.000	175		
042086 86 8.....	Armada Large Cap Value Fund #614.....	12/27/2002....	Reinvested.....	52.000	1,055		
042086 88 4.....	Armada Equity Growth Fund #610.....	12/27/2002....	Reinvested.....	11.000	170		
488411 10 9.....	Scudder High Income Fund.....	01/02/2002....	Mutual Services Corp.....	1,188.000	5,856		
488412 10 7.....	Scudder Income Fund.....	01/02/2002....	Mutual Services Corp.....	198.000	2,479		
338331 10 1.....	Scudder Flag Investors Value.....	01/02/2002....	Mutual Services Corp.....	149.000	2,742		
453320 10 3.....	Income Fund of America.....	01/02/2002....	Mutual Services Corp.....	283.000	4,237		
32008F 50 7.....	First Eagle Sogen Global Fund.....	01/02/2002....	Mutual Services Corp.....	111.000	2,746		
471023 60 6.....	Janus Flexible Income Fund.....	01/02/2002....	Mutual Services Corp.....	191.000	1,772		
261970 10 7.....	Dreyfus Appreciation Fund.....	01/02/2002....	Mutual Services Corp.....	19.000	597		
315910 80 2.....	Fidelity Diversified Int'l Fund.....	01/02/2002....	Mutual Services Corp.....	25.000	412		
	United States.....				449,489	XXX	.0
6899999.	Total - Common Stocks - Industrial & Miscellaneous.....				449,489	XXX	.0
7099997.	Total - Common Stocks - Part 3.....				450,170	XXX	.0
7099998.	Total - Common Stocks - Summary Item from Part 5.....				162,115	XXX	
7099999.	Total - Common Stocks.....				612,285	XXX	.0
7199999.	Total - Preferred and Common Stocks.....				612,285	XXX	.0
7299999.	Total - Bonds, Preferred and Common Stocks.....				693,951	XXX	.9

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
CUSIP Identifi- cation	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
Common Stocks - Industrial and Miscellaneous United States															
313586 10 9.....	Fannie Mae.....	01/11/2002	Autranet, Inc.....	125.000	9,538		8,784	9,938				(400)	(400)		
786514 20 8.....	Safeway Inc.....	01/11/2002	Autranet, Inc.....	150.000	5,946		7,825	6,262				(316)	(316)		
806605 10 1.....	Schering - Plough Corp.....	01/11/2002	Autranet, Inc.....	125.000	4,305		6,918	4,476				(171)	(171)		
166764 10 0.....	Chevron Texaco Corp.....	01/11/2002	Autranet, Inc.....	75.000	6,738		6,559	6,721				17	17		
G02602 10 3.....	Amdocs Ltd.....	02/07/2002	Standard & Poors Securities.....	75.000	2,508		5,725	2,548				(40)	(40)		
14040H 10 5.....	Capital One Financial Corp.....	02/07/2002	Standard & Poors Securities.....	75.000	3,430		4,652	4,046				(616)	(616)		
22160K 10 5.....	Costco Wholesale Corp.....	02/07/2002	Merrill Lynch.....	200.000	8,984		8,428	8,876				108	108		
749121 10 9.....	Qwest Communications Int'l.....	02/07/2002	Standard & Poors Securities.....	100.000	910		4,664	1,413				(503)	(503)		
571903 20 2.....	Marriott Int'l Inc.....	02/20/2002	Standard & Poors Securities.....	125.000	4,789		4,195	5,081				(292)	(292)		8
412822 10 8.....	Harley Davidson Inc.....	10/10/2002	Various.....	200.000	9,443		7,289	10,862				(1,419)	(1,419)		15
437076 10 2.....	Home Depot Inc.....	10/07/2002	Various.....	250.000	8,829		9,793	12,753				(3,924)	(3,924)		22
852061 50 6.....	Sprint Corp.....	04/16/2002	Morgan Stanley & Co.....	375.000	3,690		9,900	9,154				(5,464)	(5,464)		
212485 10 6.....	Convergys Corp.....	04/22/2002	Knight Securities Broadcourt.....	150.000	4,465		5,859	5,624				(1,159)	(1,159)		
590188 10 8.....	Merrill Lynch & Co Inc.....	04/22/2002	First Union Capital Mkts.....	100.000	4,856		4,506	5,212				(356)	(356)		16
887315 10 9.....	AOL Time Warner.....	05/02/2002	Standard & Poors Securities.....	300.000	5,349		13,291	9,630				(4,281)	(4,281)		
369604 10 3.....	General Electric Co.....	12/06/2002	Various.....	500.000	14,466		20,478	20,040				(5,574)	(5,574)		261
902124 10 6.....	Tyco International Ltd.....	05/06/2002	FP Maglio & Co, Inc.....	325.000	6,194		11,797	19,143				(12,949)	(12,949)		8
459200 10 1.....	International Business Machine Corp.....	05/06/2002	Prudential Securities.....	100.000	8,184		8,654	12,096				(3,912)	(3,912)		14
177376 10 0.....	Citrix System Inc.....	06/11/2002	Banc/America Securities.....	200.000	2,004		3,648	4,532				(2,528)	(2,528)		
268648 10 2.....	EMC Corp.....	06/11/2002	BNY ESI and Co.....	200.000	1,456		6,806	2,688				(1,232)	(1,232)		
750438 10 3.....	Radioshack Corp.....	06/12/2002	Standard & Poors Securities.....	150.000	5,013		7,484	4,515				498	498		
200300 20 0.....	Comcast Corp.....	06/18/2002	Gerard Klauer, Mattison & Co.....	175.000	4,336		5,469	6,300				(1,964)	(1,964)		
681919 10 6.....	Omnicom Group Inc.....	06/18/2002	Prudential Securities.....	75.000	4,135		4,764	6,701				(2,566)	(2,566)		45
806857 10 8.....	Schlumberger Ltd.....	06/18/2002	Bernstein, Sanford & Co, Inc.....	100.000	4,714		6,152	5,495				(781)	(781)		56
92343V 10 4.....	Verizon Communications.....	10/10/2002	Various.....	183.000	6,426		9,342	8,685				(2,259)	(2,259)		183
78387G 10 3.....	SBC Communications Inc.....	09/12/2002	Various.....	231.000	6,194		11,135	9,048				(2,854)	(2,854)		157
931422 10 9.....	Walgreen Co.....	07/15/2002	Bernstein, Sanford & Co, Inc.....	175.000	6,454		4,969	5,891				563	563		13
021441 10 0.....	Altera Corp.....	08/19/2002	Knight Securities Broadcourt.....	300.000	3,354		6,562	6,366				(3,012)	(3,012)		
053015 10 3.....	Automatic Data Processing.....	09/12/2002	Knight Securities Broadcourt.....	150.000	5,715		6,181	8,835				(3,120)	(3,120)		52
032654 10 5.....	Analog Devices Inc.....	09/12/2002	Merrill Lynch.....	175.000	4,224		12,340	7,768				(3,544)	(3,544)		
110122 10 8.....	Bristol Myers Squibb Co.....	09/12/2002	Merrill Lynch.....	75.000	1,886		4,775	3,825				(1,939)	(1,939)		63
206197 10 5.....	Concord EFS Inc.....	09/12/2002	Various.....	450.000	8,880		5,203	14,751				(5,871)	(5,871)		
002824 10 0.....	Abbott Labs.....	10/10/2002	BNY Brokerage Inc.....	100.000	3,952		5,122	5,575				(1,623)	(1,623)		68
053611 10 9.....	Avery Dennison Corp.....	10/10/2002	BNY Brokerage Inc.....	100.000	5,705		5,189	5,653				52	52		99
064057 10 2.....	Bank New York Inc.....	10/10/2002	BNY Brokerage Inc.....	100.000	2,154		5,171	4,080				(1,926)	(1,926)		57
30231G 10 2.....	Exxon Mobil Corp.....	10/10/2002	BNY Brokerage Inc.....	200.000	6,778		7,059	7,860				(1,082)	(1,082)		138
313400 30 1.....	Freddie Mac.....	10/10/2002	BNY Brokerage Inc.....	150.000	8,206		8,625	9,810				(1,604)	(1,604)		99
316773 10 0.....	Fifth Third Bancorp.....	10/10/2002	BNY Brokerage Inc.....	75.000	4,305		4,410	4,600				(295)	(295)		71
478160 10 4.....	Johnson & Johnson.....	10/10/2002	BNY Brokerage Inc.....	150.000	8,583		6,588	8,865				(282)	(282)		89
844741 10 8.....	Southwest Airlines Co.....	10/10/2002	BNY Brokerage Inc.....	275.000	3,319		3,886	5,082				(1,763)	(1,763)		5
867363 10 3.....	Sungard Data Systems Inc.....	10/10/2002	BNY Brokerage Inc.....	250.000	3,687		6,048	7,233				(3,546)	(3,546)		
882508 10 4.....	Texas Instruments Inc.....	10/10/2002	BNY Brokerage Inc.....	200.000	2,878		8,127	5,600				(2,722)	(2,722)		13
620076 10 9.....	Motorola Inc.....	11/14/2002	Knight Securities.....	180.000	1,572		6,893	2,704				(1,132)	(1,132)		29
71713U 10 2.....	Pharmacia Corp.....	11/14/2002	Knight Securities Broadcourt.....	100.000	4,559		4,475	3,978				581	581		54
031162 10 0.....	Amgen Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	120.000	5,685		7,238	6,773				(1,088)	(1,088)		
17275R 10 2.....	Cisco Systems Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	500.000	7,220		13,145	9,055				(1,835)	(1,835)		
172967 10 1.....	Citigroup Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	121.000	4,581		5,466	5,725				(1,144)	(1,144)		85
458140 10 0.....	Intel Corp.....	12/06/2002	Schwab, Charles & Co Inc.....	350.000	7,129		10,818	11,007				(3,878)	(3,878)		28
548661 10 7.....	Lowes Companies Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	200.000	8,094		7,002	9,282				(1,188)	(1,188)		16
585055 10 6.....	Medtronic Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	175.000	8,027		6,774	8,962				(935)	(935)		42

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
CUSIP Identifi- cation	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
589331 10 7.....	Merck & Co Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	100.000	5,798		7,551	5,880				(82)	(82)		141
717081 10 3.....	Pfizer Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	475.000	14,715		15,838	18,929				(4,214)	(4,214)		246
742718 10 9.....	Procter & Gamble.....	12/06/2002	Schwab, Charles & Co Inc.....	100.000	8,415		9,282	7,839				576	576		158
857477 10 3.....	State Str Corp.....	12/06/2002	Schwab, Charles & Co Inc.....	200.000	8,626		7,656	10,450				(1,824)	(1,824)		92
931142 10 3.....	Walmart Stores Inc.....	12/06/2002	Schwab, Charles & Co Inc.....	200.000	10,769		8,909	11,510				(741)	(741)		59
026874 10 7.....	American International Group.....	12/06/2002	Various.....	184.000	12,611		11,307	14,610				(1,999)	(1,999)		
594918 10 4.....	Microsoft Corp.....	12/06/2002	Various.....	200.000	10,528		17,512	13,250				(2,722)	(2,722)		
571748 10 2.....	Marsh & McLennan Cos.....	12/06/2002	Schwab, Charles & Co Inc.....	150.000	7,156		7,187	8,059				(903)	(903)		164
319963 10 4.....	First Data Corp.....	10/10/2002	BNY Brokerage Inc.....	350.000	8,862		10,059	13,729				(4,867)	(4,867)		21
55262L 10 0.....	MBNA Corp.....	10/10/2002	BNY Brokerage Inc.....	375.000	6,142		6,598	8,800				(2,658)	(2,658)		99
	United States.....				367,471	XXX	468,082	484,175	0	0	0	(116,704)	(116,704)	XXX	2,786
6899999.	Total - Common Stocks - Industrial & Miscellaneous.....				367,471	XXX	468,082	484,175	0	0	0	(116,704)	(116,704)	XXX	2,786
7099997.	Total - Common Stocks - Part 4.....				367,471	XXX	468,082	484,175	0	0	0	(116,704)	(116,704)	XXX	2,786
7099998.	Total - Common Stocks - Summary Item from Part 5.....				138,101	XXX	162,115	162,115				(24,014)	(24,014)	XXX	710
7099999.	Total - Common Stocks.....				505,572	XXX	630,197	646,290	0	0	0	(140,718)	(140,718)	XXX	3,496
7199999.	Total - Preferred and Common Stocks.....				505,572	XXX	630,197	646,290	0	0	0	(140,718)	(140,718)	XXX	3,496
7299999.	Total - Bonds, Preferred and Common Stocks.....				505,572	XXX	630,197	646,290	0	0	0	(140,718)	(140,718)	0	3,496

SCHEDULE D - PART 5

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
CUSIP Identifi- cation	Description	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stocks)	Actual Cost	Consideration	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 and Dividends Received During Year	Paid for Accrued Interest and Dividends
Common Stocks - Industrial and Miscellaneous United States																
235851 10 2.....	Danaher Corporation.....	01/17/2002	ESI Securities.....	06/18/2002	Lehman Brothers.....	75.000	4,795	4,764	4,795				(31)	(31)	2	
775371 10 7.....	Rohm & Haas Co.....	01/17/2002	Autranet, Inc.....	10/10/2002	BNY Brokerage.....	125.000	4,420	3,934	4,420				(486)	(486)	76	
800907 10 7.....	Sanmina Corp.....	01/17/2002	Bear, Stearns Securities.....	04/16/2002	Knight Securities.....	200.000	4,214	1,958	4,214				(2,256)	(2,256)		
880770 10 2.....	Teradyne Inc.....	01/17/2002	Bear, Stearns Securities.....	08/19/2002	Thomas Weisel Partners.....	125.000	4,199	1,778	4,199				(2,421)	(2,421)		
659424 10 5.....	North Fork Bancorp Inc.....	01/28/2002	Various.....	11/14/2002	Knight Securities.....	125.000	4,265	4,394	4,265				129	129	93	
38141G 10 4.....	Goldman Sachs Group.....	02/07/2002	SBC Warburg Dillon Read.....	10/10/2002	BNY Brokerage.....	50.000	4,139	3,003	4,139				(1,136)	(1,136)	12	
539830 10 9.....	Lockheed Martin Corp.....	02/07/2002	Standard & Poors.....	12/06/2002	Schwab, Charles.....	75.000	4,050	3,851	4,050				(199)	(199)	33	
009158 10 6.....	Air Products and Chemicals Inc.....	02/28/2002	Lehman Brothers.....	10/10/2002	BNY Brokerage.....	100.000	4,742	4,139	4,742				(603)	(603)	62	
032511 10 7.....	Anadarko Pete Corp.....	02/22/2002	Lehman Brothers.....	09/12/2002	Merrill Lynch.....	100.000	5,128	4,469	5,128				(659)	(659)	23	
925524 30 8.....	Viacom Inc.....	02/28/2002	Lehman Brothers.....	10/10/2002	BNY Brokerage.....	100.000	4,476	3,885	4,476				(591)	(591)		
432848 10 9.....	Hilton Hotels Corp.....	03/25/2002	Various.....	10/10/2002	BNY Brokerage.....	325.000	4,657	3,423	4,657				(1,234)	(1,234)	13	
478366 10 7.....	Johnson Ctls Inc.....	04/15/2002	BNY ESI and Co.....	10/10/2002	BNY Brokerage.....	125.000	11,594	9,262	11,594				(2,332)	(2,332)	82	
518439 10 4.....	Lauder Estee Cos, Inc.....	04/15/2002	BNY ESI and Co.....	11/14/2002	Various.....	425.000	15,739	13,872	15,739				(1,867)	(1,867)	10	
74251V 10 2.....	Principal Financial Group.....	04/22/2002	Cowen & Co.....	10/10/2002	BNY Brokerage.....	175.000	5,006	4,371	5,006				(635)	(635)		
G3930E 10 1.....	Global Santa Fe Corp.....	05/03/2002	Cowen & Co.....	11/14/2002	Knight Securities.....	125.000	4,384	3,060	4,384				(1,324)	(1,324)	8	
143658 10 2.....	Carnival Corp.....	05/03/2002	SBC Warburg Dillon Read.....	11/14/2002	Knight Securities.....	175.000	5,838	5,087	5,838				(751)	(751)	37	
580645 10 9.....	McGraw-Hill Cos, Inc.....	05/03/2002	SBC Warburg Dillon Read.....	11/14/2002	Knight Securities.....	75.000	4,808	4,864	4,808				56	56	38	
502424 10 4.....	L-3 Communications.....	06/11/2002	Merrill Lynch.....	07/16/2002	BNY ESI and Co.....	75.000	4,348	3,199	4,348				(1,149)	(1,149)		
713448 10 8.....	Pepsico Inc.....	06/12/2002	Standard & Poors.....	12/06/2002	Schwab, Charles.....	100.000	5,152	4,248	5,152				(904)	(904)	15	
902973 30 4.....	US Bancorp.....	06/20/2002	BNY ESI and Co.....	10/10/2002	BNY Brokerage.....	150.000	3,532	2,505	3,532				(1,027)	(1,027)	59	
949746 10 1.....	Wells Fargo.....	06/20/2002	Standard & Poors.....	10/10/2002	BNY Brokerage.....	100.000	5,102	4,434	5,102				(668)	(668)	28	
650111 10 7.....	New York Times Co.....	06/28/2002	UBS Warburg.....	11/14/2002	Knight Securities.....	100.000	5,125	4,852	5,125				(273)	(273)	13	
780257 80 4.....	Royal Dutch Petroleum.....	07/03/2002	UBS Warburg.....	10/07/2002	Standard & Poors.....	75.000	4,141	3,199	4,141				(942)	(942)	45	
00724F 10 1.....	Adobe Sysems Inc.....	07/03/2002	Knight Securities.....	11/14/2002	Knight Securities.....	125.000	3,503	3,196	3,503				(307)	(307)	2	
053332 10 2.....	Autozone Inc.....	07/03/2002	UBS Warburg.....	10/10/2002	BNY Brokerage.....	50.000	3,929	4,063	3,929				134	134		
G0070K 10 3.....	Ace Limited.....	08/19/2002	Thomas Weisel Partners.....	10/10/2002	BNY Brokerage.....	100.000	3,236	2,785	3,236				(451)	(451)	17	
872540 10 9.....	TJX Cos, Inc.....	08/19/2002	Thomas Weisel Partners.....	11/14/2002	Knight Securities.....	150.000	2,892	3,141	2,892				249	249	4	
020002 10 1.....	Allstate Corp.....	08/19/2002	Prudential Securities.....	11/14/2002	Knight Securities.....	100.000	3,748	3,958	3,748				210	210	21	
651229 10 6.....	Newell Rubbermaid.....	10/07/2002	Standard & Poors.....	11/14/2002	Knight Securities.....	125.000	3,824	3,927	3,824				103	103		
026874 10 7.....	American Int'l Group.....	03/18/2002	Knight Securities.....	12/06/2002	Schwab, Charles.....	100.000	7,368	6,288	7,368				(1,080)	(1,080)	17	
594918 10 4.....	Microsoft Corp.....	03/18/2002	Knight Securities.....	12/06/2002	Schwab, Charles.....	75.000	4,667	4,252	4,667				(415)	(415)		
655042 10 9.....	Noble Corporation.....	05/03/2002	Cowen & Co.....	11/14/2002	Knight Securities.....	100.000	4,350	3,347	4,350				(1,003)	(1,003)		
832696 40 5.....	Smucker JM Co.....	06/05/2002	Spinoff.....	06/18/2002	Bernstein Sanford & Co.....	2.000	74	71	74				(3)	(3)		
61166W 10 1.....	Monsanto Co.....	08/15/2002	Spinoff.....	09/12/2002	Knight Securities.....	17.000	287	292	287				5	5		
172967 10 1.....	Travelers Property Cas.....	08/22/2002	Spinoff.....	09/12/2002	Knight Securities.....	16.000	383	230	383				(153)	(153)		
	United States.....				XXX.....		162,115	138,101	162,115	0	0	0	(24,014)	(24,014)	710	0
6899999	Total - Common Stocks - Industrial & Miscellaneous.....				XXX.....		162,115	138,101	162,115	0	0	0	(24,014)	(24,014)	710	0
7099998	Total - Common Stocks.....				XXX.....		162,115	138,101	162,115	0	0	0	(24,014)	(24,014)	710	0
7199999	Total - Preferred and Common Stocks.....				XXX.....		162,115	138,101	162,115	0	0	0	(24,014)	(24,014)	710	0
7299999	Total - Bonds, Preferred and Common Stocks.....				XXX.....		162,115	138,101	162,115	0	0	0	(24,014)	(24,014)	710	0

Sch. D-Pt. 6-Sn. 1
NONE

Sch. D-Pt. 6-Sn. 2
NONE

Sch. DA-Pt. 1
NONE

Sch. DB-Pt. A-Sn. 1
NONE

Sch. DB-Pt. A-Sn. 2
NONE

Sch. DB-Pt. A-Sn. 3
NONE

Sch. DB-Pt. B-Sn. 1
NONE

Sch. DB-Pt. B-Sn. 2
NONE

Sch. DB-Pt. B-Sn. 3
NONE

Sch. DB-Pt. C-Sn. 1
NONE

Sch. DB-Pt. C-Sn. 2
NONE

Sch. DB-Pt. C-Sn. 3
NONE

Sch. DB-Pt. D-Sn. 1
NONE

Sch. DB-Pt. D-Sn. 2
NONE

Sch. DB-Pt. D-Sn. 3
NONE

Sch. DB-Pt. E-Sn. 1
NONE

Sch. DM
NONE

SCHEDULE E - PART 1 - CASH

1	2	3	4	5	6
Depository	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
Open Depositories					
National City Bank Checking.....				68,402	XXX
National City Bank Trust.....		1,695		12,858	XXX
Union of Poles - Credit Union 34.....		90		1,730	XXX
Union of Poles - Credit Union 787.....		40		2,885	XXX
Alliance Money Market.....		7		804	XXX
NCB Index Fund.....		522		81,078	XXX
NCB Booster/Sports Fund.....				4,383	XXX
Union of Poles - Credit Union 438.....		32		5,015	XXX
Union of Poles - Credit Union 468.....		20		3,176	XXX
Union of Poles - Credit Union 514.....		32		1,727	XXX
Union of Poles - Credit Union CD #1.....		369			XXX
Union of Poles - Credit Union CD #2.....				5,000	XXX
Union of Poles - Credit Union CD #3.....				5,000	XXX
0199999. Total - Open Depositories.....	XXX.....	2,807	0	192,058	XXX
0399999. Total Cash on Deposit.....	XXX.....	2,807	0	192,058	XXX
0499999. Cash in Company's Office.....	XXX.....	XXX.....	XXX.....	2,000	XXX
0599999. Total Cash.....	XXX.....	2,807	0	194,058	XXX

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January.....	216,687	4. April.....	231,289	7. July.....	189,463	10. October.....	410,077
2. February.....	262,972	5. May.....	189,134	8. August.....	228,375	11. November.....	260,577
3. March.....	223,785	6. June.....	207,084	9. September.....	287,366	12. December.....	200,818

SCHEDULE E - PART 2 - SPECIAL DEPOSITS

1 Line Number	2 Type	3 Description of Deposit	4 Where Deposited and Purpose of Deposit	5 Par or Book Value	6 Statement Value (a)	7 Fair Value
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(a) Includes \$.....0 cash and short-term investments as defined in SSAP No. 2 of the NAIC Accounting Practices and Procedures Manual.

NONE