



ANNUAL STATEMENT

For the Year Ended December 31, 2003
of the Condition and Affairs of the

RESPONSE WORLDWIDE DIRECT AUTO
INSURANCE COMPANY

NAIC Group Code..... 1234,	1234	NAIC Company Code..... 20133	Employer's ID Number..... 61-6027355
(Current Period) (Prior Period)			
Organized under the Laws of	Ohio	State of Domicile or Port of Entry	Ohio
Country of Domicile	US		
Incorporated.....	November 13, 1961	Commenced Business.....	November 13, 1961
Statutory Home Office	100 South Third Street Columbus OH 43215 (Street and Number) (City or Town, State and Zip Code)		
Main Administrative Office	500 South Broad Street Meriden CT 06450-1034 (Street and Number) (City or Town, State and Zip Code)		
Mail Address	500 South Broad Street Meriden CT 06450-1034 (Street and Number or P. O. Box) (City or Town, State and Zip Code)		
Primary Location of Books and Records	500 South Broad Street Meriden CT 06450-1034 (Street and Number) (City or Town, State and Zip Code)		
Internet Website Address	www.response.com		
Statutory Statement Contact	Yvonne Mansfield (Name) ymansfield@response.com (E-Mail Address)		
Policyowner Relations Contact	500 South Broad Street Meriden CT 06450-1034 (Street and Number) (City or Town, State and Zip Code)		

OFFICERS

President..... John Joseph Javaruski	Treasurer..... George Kowalsky	Secretary..... August Paul Alegi
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VICE PRESIDENTS

August Paul Alegi	Danny Alan Collins	Kathleen Anne Gleeson	George Kowalsky
Steven Brian Oakley	Francis Michael Quido	Clifford Wess	

DIRECTORS OR TRUSTEES

August Paul Alegi	Danny Alan Collins	Kathleen Anne Gleeson	John Joseph Javaruski
Mory Katz (Chairman & CEO)	George Kowalsky	Steven Brian Oakley	Francis Michael Quido
Clifford Wess			

State of..... Connecticut
County of..... New Haven

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 John Joseph Javaruski (Printed Name) President	Signature August Paul Alegi (Printed Name) Secretary	Signature George Kowalsky (Printed Name) Treasurer
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Subscribed and sworn to before me this

.....day of, 2004
.....

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.....

Sch. A-Pt. 1
NONE

Sch. A-Pt. 2
NONE

Sch. A-Pt. 3
NONE

Sch. B-Pt. 1
NONE

Sch. B-Pt. 2
NONE

Sch. BA-Pt. 1
NONE

Sch. BA-Pt. 2
NONE

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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																				
3128X1-5Y-9..	FREDDIE MAC.....	.....	2.875	MN.....	11/03/2006	.....	.....	179,952	180,000	.....	179,952	179,953	834	.....	(2)	.....	.....	1	10/29/2003	2.884
3128X1-CU-9..	FREDDIE MAC MTN.....	.....	2.375	MN.....	05/19/2006	05/19/2004	100.000	585,461	585,000	.....	585,461	586,229	1,621	6,947	(767)	.....	.....	1	05/09/2003	2.162
3128X1-EV-5..	FREDDIE MAC.....	.....	2.150	JD.....	06/02/2006	.....	.....	986,118	990,000	.....	986,118	985,627	1,715	10,643	491	.....	.....	1	09/16/2003	2.317
3128X1-T3-1..	FREDDIE MAC MTN.....	.....	2.750	AO.....	10/06/2006	.....	.....	100,000	100,000	100.5630	100,563	100,000	649	.....	.....	.....	.....	1	09/24/2003	2.750
31359M-HB-2..	FNMA.....	.....	5.500	FA.....	02/15/2006	.....	.....	575,106	535,000	107.0630	572,787	586,820	11,116	14,713	(11,714)	.....	.....	1	05/09/2003	1.879
912827-4Y-5..	US TREASURY NOTE TIPS.....	.....	3.875	JJ.....	01/15/2009	.....	.....	349,307	275,000	112.9380	310,580	350,021	5,553	.....	(714)	.....	.....	1	12/09/2003	1.284
912828-AE-0..	US TREASURY NOTE.....	.....	2.875	JD.....	06/30/2004	.....	.....	1,992,750	1,975,000	100.9060	1,992,894	2,014,500	156	56,781	(21,750)	.....	.....	1	05/20/2003	1.058
912828-BF-6..	US TREASURY NOTE.....	.....	2.375	FA.....	08/15/2006	.....	.....	301,409	300,000	100.5310	301,593	301,430	2,691	.....	(21)	.....	.....	1	12/16/2003	2.189
912828-BG-4..	US TREASURY NOTE.....	.....	3.250	FA.....	08/15/2008	.....	.....	774,137	770,000	100.6250	774,813	774,168	9,452	.....	(32)	.....	.....	1	12/16/2003	3.124
01999999.	U.S. Government - Issuer Obligations.....	.....	.....	.....	.....	.....	.....	5,844,240	5,710,000	XXX.....	5,804,761	5,878,748	33,787	89,084	(34,509)	0	0	XXX.....	XXX.....	XXX.....
03999999.	Total - U.S. Government.....	.....	.....	.....	.....	.....	.....	5,844,240	5,710,000	XXX.....	5,804,761	5,878,748	33,787	89,084	(34,509)	0	0	XXX.....	XXX.....	XXX.....
Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Single Class Mortgage-Backed/Asset-Backed Securities																				
United States																				
3128H3-ZP-9..	FHLMC POOL # E96150.....	.....	5.000	MTLY.....	05/01/2018	.....	.....	276,930	264,509	.....	276,930	277,321	1,102	6,613	(392)	.....	.....	1	06/12/2003	4.280
31401H-L9-1..	FNMA POOL # 708752.....	.....	5.000	MTLY.....	06/01/2018	.....	.....	712,926	679,806	.....	712,926	713,372	2,833	16,995	(446)	.....	.....	1	06/12/2003	3.841
31402A-RB-4..	FNMA POOL # 723282.....	.....	5.000	MTLY.....	06/01/2018	.....	.....	402,902	383,812	.....	402,902	403,363	1,599	9,595	(461)	.....	.....	1	06/12/2003	4.079
31402D-XU-9..	FNMA POOL # 726191.....	.....	5.000	MTLY.....	07/01/2018	.....	.....	298,746	287,880	.....	298,746	298,945	1,200	5,998	(199)	.....	.....	1	07/09/2003	4.270
.....	U.S.....	.....	.....	.....	.....	.....	.....	1,691,504	1,616,007	XXX.....	1,691,504	1,693,001	6,734	39,201	(1,498)	0	0	XXX.....	XXX.....	XXX.....
.....	Total States and US.....	.....	.....	.....	.....	.....	.....	1,691,504	1,616,007	XXX.....	1,691,504	1,693,001	6,734	39,201	(1,498)	0	0	XXX.....	XXX.....	XXX.....
26999999.	Special Revenue & Assessment Obligations - Single Class Mtg.-Backed/Asset-Backed Securities.....	.....	.....	.....	.....	.....	.....	1,691,504	1,616,007	XXX.....	1,691,504	1,693,001	6,734	39,201	(1,498)	0	0	XXX.....	XXX.....	XXX.....
Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Defined Multi-Class Residential Mortgage-Backed Securities																				
United States																				
38373Q-TN-1..	GOVERNMENT NATIONAL MTGE ASSOC SER.....	.....	2.712	MTLY.....	10/16/2020	05/01/2009	100.000	97,346	97,798	.....	97,346	97,309	221	1,547	37	.....	.....	1	04/30/2003	2.858
.....	2003-48AC.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....
.....	U.S.....	.....	.....	.....	.....	.....	.....	97,346	97,798	XXX.....	97,346	97,309	221	1,547	37	0	0	XXX.....	XXX.....	XXX.....
.....	Total States and US.....	.....	.....	.....	.....	.....	.....	97,346	97,798	XXX.....	97,346	97,309	221	1,547	37	0	0	XXX.....	XXX.....	XXX.....
27999999.	Special Revenue & Assessment Obligations - Defined Multi-Class Residential Mtg.-Backed Securities.....	.....	.....	.....	.....	.....	.....	97,346	97,798	XXX.....	97,346	97,309	221	1,547	37	0	0	XXX.....	XXX.....	XXX.....
31999999.	Total - Special Revenue & Special Assessment Obligations.....	.....	.....	.....	.....	.....	.....	1,788,850	1,713,805	XXX.....	1,788,850	1,790,310	6,955	40,748	(1,461)	0	0	XXX.....	XXX.....	XXX.....
Public Utilities (Unaffiliated) - Issuer Obligations																				
United States																				
010392-DL-9..	ALABAMA POWER.....	.....	5.490	MN.....	11/01/2005	.....	.....	79,894	75,000	106.0050	79,504	81,107	686	2,059	(1,213)	.....	.....	1PE	07/09/2003	1.852
927804-EN-0..	VIRGINIA ELEC & PWR.....	.....	5.750	MS.....	03/31/2006	.....	.....	53,991	50,000	107.0700	53,535	54,788	727	1,438	(797)	.....	.....	2	07/10/2003	2.091
.....	United States.....	.....	.....	.....	.....	.....	.....	133,885	125,000	XXX.....	133,039	135,895	1,413	3,497	(2,010)	0	0	XXX.....	XXX.....	XXX.....
32999999.	Public Utilities (Unaffiliated) - Issuer Obligations.....	.....	.....	.....	.....	.....	.....	133,885	125,000	XXX.....	133,039	135,895	1,413	3,497	(2,010)	0	0	XXX.....	XXX.....	XXX.....
38999999.	Total - Public Utilities (Unaffiliated).....	.....	.....	.....	.....	.....	.....	133,885	125,000	XXX.....	133,039	135,895	1,413	3,497	(2,010)	0	0	XXX.....	XXX.....	XXX.....
Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations																				
United States																				
00209A-AD-8..	AT&T WIRELESS 144 A.....	.....	7.350	MS.....	03/01/2006	.....	.....	59,942	55,000	109.3530	60,144	60,111	1,348	.....	(170)	.....	.....	2	12/09/2003	3.031
002824-AM-2..	ABBOTT LABS.....	.....	5.625	JJ.....	07/01/2006	.....	.....	92,906	85,000	107.8640	91,684	94,505	2,391	2,391	(1,598)	.....	.....	1	06/19/2003	1.803
013817-AG-6..	ALCOA INC.....	.....	4.250	FA.....	08/15/2007	.....	.....	72,858	70,000	103.9770	72,784	73,170	1,124	1,488	(313)	.....	.....	1	07/25/2003	3.050
020012-AR-1..	ALLSTATE FINANCIAL GLOBAL FUND 144A.....	.....	2.500	JD.....	06/20/2008	.....	.....	161,648	165,000	95.3930	157,398	161,325	126	2,063	322	.....	.....	1PE	07/10/2003	2.989
02209S-AB-9..	ALTRIA GROUP INC.....	.....	5.625	MN.....	11/04/2008	.....	.....	24,875	25,000	.....	24,875	24,873	223	.....	1	.....	.....	2PE	10/30/2003	5.743
02687Q-BB-3..	AMERICAN INTERNATIONAL GROUP MTN.....	.....	2.850	JD.....	12/01/2005	.....	.....	102,159	100,000	.....	102,159	102,766	238	1,425	(607)	.....	.....	1	06/10/2003	1.700
029402-BJ-2..	AMERICAN SAVINGS BANK 144A.....	.....	6.625	FA.....	02/15/2006	.....	.....	71,007	65,000	107.1280	69,633	72,330	1,627	2,153	(1,323)	.....	.....	2	07/02/2003	2.146
038522-AC-2..	ARAMARK SERVICES INC.....	.....	7.000	JJ.....	07/15/2006	.....	.....	38,517	35,000	108.7840	38,074	39,127	1,130	350	(611)	.....	.....	2	07/11/2003	2.868
03958Q-AB-4..	ARCHSTONE-SMITH TRUST.....	.....	3.000	JD.....	06/15/2008	.....	.....	48,674	50,000	96.5610	48,281	48,560	67	742	115	.....	.....	2	07/25/2003	3.650
060505-AL-8..	BANK OF AMERICA CORP.....	.....	5.250	FA.....	02/01/2007	.....	.....	208,608	195,000	106.9460	208,545	210,545	4,266	5,119	(1,937)	.....	.....	1	07/10/2003	2.868
06423A-AM-5..	BANK ONE CORP.....	.....	6.500	FA.....	02/01/2006	.....	.....	32,614	30,000	108.5490	32,565	33,197	813	488	(583)	.....	.....	1	08/12/2003	2.196
097014-AE-4..	BOEING CAPITAL CORP.....	.....	5.650	MN.....	05/15/2006	.....	.....	42,459	40,000	106.7640	42,706	42,648	289	1,130	(189)	.....	.....	1PE	10/20/2003	2.946
097014-AF-1..	BOEING CAPITAL CORP.....	.....	5.750	FA.....	02/15/2007	.....	.....	53,529	50,000	108.0000	54,000	54,003	1,086	1,438	(474)	.....	.....	1	07/16/2003	3.349
10138M-AE-5..	BOTTLING GROUP LLC.....	.....	2.450	AO.....	10/16/2006	.....	.....	65,000	65,000	.....	65,000	65,000	372	.....	.....	.....	.....	1PE	10/02/2003	2.450
126408-BR-3..	CSX CORP.....	.....	6.250	AO.....	10/15/2008	.....	.....	39,257	35,000	109.5940	38,358	39,690	462	1,094	(433)	.....	.....	2PE	07/25/2003	3.469

E08

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

SCHEDULE D - PART 1

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

E08.1

1	2	3	Interest		6	7	8	9	10	11	12	13	Interest		16	17	18	19	20	21
			4	5									14	15						
			Rate of	How Paid									Amount Due and Accrued December 31 of Current Year on Bonds not in Default	Gross Amount Received During Year		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 Designation	Date Acquired	Effective Rate of Interest
CUSIP Identification	Description	*			Maturity Date	Option Date	Option Call Price	Book/Adjusted Carrying Value	Par Value	Rate Used to Obtain Fair Value	Fair Value	Actual Cost			Increase (Decrease) by Adjustment					
14911R-AD-1	CATERPILLAR FINANCIAL SERVICES.....	.....	5.950	MN.....	05/01/2006	.....	.....	26,840	25,000	107.9040	26,976	27,105	248	744	(264)	.....	.....	1	08/21/2003	2.673
17303M-JC-4	CITICORP INC.....	.....	6.375	MN.....	11/15/2008	.....	.....	200,496	180,000	.....	200,496	201,953	1,466	5,738	(1,456)	.....	.....	1PE	08/08/2003	3.792
191219-BH-6	COCA COLA ENTERPRISES.....	.....	5.375	FA.....	08/15/2006	.....	.....	58,386	55,000	107.3610	59,049	58,816	1,117	.....	(431)	.....	.....	1	08/21/2003	2.918
22160K-AA-3	COSTCO WHOLESALE.....	.....	5.500	MS.....	03/15/2007	.....	.....	32,862	30,000	107.8740	32,362	33,306	486	825	(444)	.....	.....	1	06/19/2003	2.389
224044-AV-9	COX COMMUN INC.....	.....	7.750	FA.....	08/15/2006	.....	.....	56,445	50,000	112.1650	56,083	57,677	1,464	1,938	(1,232)	.....	.....	2PE	07/15/2003	2.629
22541L-AA-1	CREDIT SUISSE FB USA INC.....	.....	5.875	FA.....	08/01/2006	.....	.....	102,573	95,000	107.9430	102,546	103,263	2,326	.....	(689)	.....	.....	1	10/23/2003	2.660
233835-AS-6	DAIMLER CHRYSLER.....	.....	6.400	MN.....	05/15/2006	.....	.....	27,151	25,000	107.1410	26,785	27,682	204	800	(531)	.....	.....	2	05/19/2003	2.633
25156P-AA-1	DEUTSCHE TEL FIN.....	.....	8.250	JD.....	06/15/2005	.....	.....	38,028	35,000	108.4750	37,966	39,041	128	1,444	(1,013)	.....	.....	2	06/27/2003	2.177
25179M-AF-0	DEVON ENERGY CORPORATION.....	.....	2.750	FA.....	08/01/2006	.....	.....	69,972	70,000	100.0460	70,032	69,969	786	.....	3	.....	.....	2	07/28/2003	2.766
26441Y-AF-4	DUKE REALTY LP.....	.....	3.500	MN.....	11/01/2007	.....	.....	59,799	60,000	.....	59,799	59,792	391	.....	7	.....	.....	2PE	10/21/2003	3.593
26884A-AH-6	ERP OPERATING LP.....	.....	6.630	AO.....	04/13/2005	.....	.....	52,837	50,000	105.9730	52,987	54,078	718	1,658	(1,241)	.....	.....	2	06/02/2003	2.122
291011-AL-8	EMERSON ELECTRIC CO.....	.....	7.875	JD.....	06/01/2005	.....	.....	141,152	130,000	108.3200	140,816	144,401	853	5,119	(3,249)	.....	.....	1PE	07/25/2003	1.718
31677Q-AB-5	FIFTH THIRD BANK.....	.....	3.375	FA.....	08/15/2008	.....	.....	109,498	110,000	.....	109,498	109,459	1,568	.....	40	.....	.....	1	07/22/2003	3.482
319963-AE-4	FIRST DATA CORPORATION.....	.....	4.700	MN.....	11/01/2006	.....	.....	106,102	100,000	105.4450	105,445	106,982	783	2,350	(880)	.....	.....	1	07/23/2003	2.456
338915-AJ-0	FLEET FIN GROUP NTS NCL.....	.....	6.500	MS.....	03/15/2008	.....	.....	11,089	10,000	111.1790	11,118	11,179	191	325	(90)	.....	.....	1	08/12/2003	3.680
339030-AD-0	FLEETBOSTON FINL CORP.....	.....	4.875	JD.....	12/01/2006	.....	.....	160,324	150,000	106.0850	159,128	161,891	609	3,656	(1,566)	.....	.....	1	07/10/2003	2.416
341081-DW-4	FLORIDA POWER & LIGHT CO 1ST MORTGAGE.....	.....	6.000	JD.....	06/01/2008	.....	.....	84,847	75,000	109.5060	82,130	85,800	375	2,250	(953)	.....	.....	1PE	07/11/2003	2.817
345397-SU-8	FORD MOTOR CREDIT.....	.....	7.600	FA.....	08/01/2005	.....	.....	111,066	105,000	106.8810	112,225	113,044	3,325	3,610	(1,978)	.....	.....	2	08/08/2003	3.802
36962G-XY-5	GENERAL ELECTRIC CAP CORP MTN.....	.....	5.375	MS.....	03/15/2007	.....	.....	122,156	115,000	.....	122,156	122,937	1,820	3,091	(781)	.....	.....	1	08/13/2003	3.311
370425-SH-4	GENERAL MOTORS ACCEPT CORP.....	.....	4.500	JJ.....	07/15/2006	.....	.....	49,967	50,000	102.8760	51,438	49,962	1,113	.....	6	.....	.....	2	06/26/2003	4.527
38141G-CS-1	GOLDMAN SACHS GROUP.....	.....	4.125	JJ.....	01/15/2008	.....	.....	117,845	115,000	102.5300	117,910	118,176	2,187	834	(331)	.....	.....	1	08/07/2003	3.461
441812-JT-2	HOUSEHOLD FINANCE.....	.....	6.500	JJ.....	01/24/2006	.....	.....	75,747	70,000	108.1480	75,704	76,483	1,984	.....	(736)	.....	.....	1	09/18/2003	2.398
449909-AK-6	ICI WILMINGTON NTS NCL.....	.....	4.375	JD.....	12/01/2008	.....	.....	24,926	25,000	.....	24,926	24,925	112	.....	.....	.....	.....	2PE	11/18/2003	4.442
46625H-AM-2	JP MORGAN CHASE & CO.....	.....	5.350	MS.....	03/01/2007	.....	.....	162,985	150,000	107.0290	160,544	164,795	2,675	4,013	(1,809)	.....	.....	1	07/10/2003	2.489
49337W-AD-2	KEYSPAN CORP.....	.....	6.150	JD.....	06/01/2006	.....	.....	119,047	110,000	108.0800	118,888	120,572	564	3,383	(1,525)	.....	.....	1PE	08/13/2003	2.614
501044-BJ-9	KROGER CO.....	.....	6.375	MS.....	03/01/2008	.....	.....	27,690	25,000	109.8400	27,460	28,043	531	797	(352)	.....	.....	2	05/21/2003	3.571
524908-CV-0	LEHMAN BROS HLDGS NTS NCL.....	.....	7.000	FA.....	02/01/2008	.....	.....	108,868	95,000	112.9440	107,297	110,302	2,771	3,325	(1,433)	.....	.....	1PE	07/15/2003	3.160
526055-AA-6	COMCAST CORP.....	.....	8.375	MN.....	11/01/2005	.....	.....	66,237	60,000	110.2090	66,125	67,753	838	2,513	(1,517)	.....	.....	2	08/08/2003	2.533
57629W-AS-9	MASSMUTUAL GLOBAL FUNDING II 144A.....	.....	3.250	JD.....	06/15/2007	.....	.....	124,739	125,000	.....	124,739	124,736	237	.....	2	.....	.....	1	12/03/2003	3.314
59018Y-DN-8	MERRILL LYNCH & CO INC MTN.....	.....	6.150	JJ.....	01/26/2006	.....	.....	124,682	115,000	.....	124,682	127,091	3,045	2,921	(2,409)	.....	.....	1	08/12/2003	1.976
592907-AB-5	KROGER CO.....	.....	7.450	MS.....	03/01/2008	.....	.....	28,703	25,000	113.8930	28,473	29,083	621	931	(380)	.....	.....	2	07/09/2003	3.589
617446-HW-2	MORGAN STANLEY.....	.....	3.625	AO.....	04/01/2008	.....	.....	151,364	150,000	100.1410	150,212	151,562	1,359	3,096	(197)	.....	.....	1	08/07/2003	3.390
634902-HQ-6	NATIONAL CITY BANK.....	.....	3.300	MN.....	05/15/2008	.....	.....	131,855	130,000	.....	131,855	132,033	548	2,562	(178)	.....	.....	1PE	07/10/2003	2.949
65473Q-AN-3	NISOURCE FINANCE.....	.....	3.200	MN.....	11/01/2006	.....	.....	14,980	15,000	.....	14,980	14,979	76	.....	1	.....	.....	2PE	10/30/2003	3.249
655844-AH-1	NORFOLK SOUTHERN CORP.....	.....	7.350	MN.....	05/15/2007	.....	.....	46,039	40,000	113.5890	45,436	47,023	376	1,470	(984)	.....	.....	2	06/10/2003	2.640
665772-BY-4	NORTHERN STATES POWER.....	.....	2.875	FA.....	08/01/2006	.....	.....	49,949	50,000	100.3790	50,190	49,942	571	.....	7	.....	.....	2PE	08/04/2003	2.916
713291-AF-9	PEPCO HOLDINGS INC.....	.....	5.500	FA.....	08/15/2007	.....	.....	36,815	35,000	106.9710	37,440	36,931	727	.....	(116)	.....	.....	2	09/26/2003	3.948
718507-BP-0	PHILLIPS PETROLEUM CO.....	.....	8.500	MN.....	05/25/2005	.....	.....	208,098	190,000	109.0120	207,123	213,972	1,615	8,075	(5,874)	.....	.....	1	07/10/2003	1.591
755111-AE-1	RAYTHEON CO.....	.....	6.750	FA.....	08/15/2007	.....	.....	84,574	75,000	110.7930	83,095	85,715	1,913	2,531	(1,141)	.....	.....	2	07/11/2003	3.003
786514-BB-4	SAFeway INC NT.....	.....	6.150	MS.....	03/01/2006	.....	.....	80,347	75,000	106.9990	80,249	81,473	1,538	2,306	(1,125)	.....	.....	2	07/08/2003	2.736
84534E-DG-0	SOUTHWESTERN BELL TEL CO MTN.....	.....	7.140	MN.....	08/06/2007	.....	.....	33,908	30,000	.....	33,908	34,340	274	1,071	(432)	.....	.....	1PE	07/23/2003	3.272
848503-AH-1	SPIEKER PROPS.....	.....	6.750	JJ.....	01/15/2008	.....	.....	16,912	15,000	109.8780	16,482	17,138	467	506	(227)	.....	.....	2	06/20/2003	3.349
852060-AC-6	SPRINT CORP.....	.....	6.125	MN.....	11/15/2008	.....	.....	84,593	80,000	106.5880	85,270	84,624	626	.....	(31)	.....	.....	2	12/15/2003	4.788
86787G-AA-0	SUNTRUST BANK ATLANTA.....	.....	7.250	MS.....	09/15/2006	.....	.....	33,847	30,000	.....	33,847	34,653	640	1,088	(806)	.....	.....	1PE	05/23/2003	2.330
887315-AW-9	TIME WARNER INC.....	.....	8.110	FA.....	08/15/2006	.....	.....	79,075	70,000	112.3750	78,663	80,478	2,145	2,839	(1,404)	.....	.....	2	08/08/2003	2.935
90390M-AP-5	SLM CORP MTN.....	.....	5.625	AO.....	04/10/2007	.....	.....	88,025	80,000	.....	88,025	89,332	1,013	2,250	(1,307)	.....	.....	1	06/05/2003	2.419
905530-AM-3	UNION CAMP CORP INTL PAPER CO.....	.....	7.000	FA.....	08/15/2006	.....	.....	60,571	55,000	110.4210	60,732	61,126	1,454	.....	(555)	.....	.....	2PE	09/18/2003	2.955
90807E-AF-2	UNION PLANTERS BANK.....	.....	5.125	JD.....	06/15/2007	.....	.....	81,317	75,000	.....	81,317	82,288	171	3,844	(970)	.....	.....	2	06/05/2003	2.562
91159H-GC-8	US BANCORP MTN.....	.....	5.100	JJ.....	07/15/2007	.....	.....	141,601	130,000	.....	141,601	143,427	3,057	3,315	(1,826)	.....	.....	1	06/10/2003	2.451
92344G-AR-7	VERIZON GLOBAL.....	.....	6.125	JD.....	06/15/2007	.....	.....	49,471	45,000	109.4340	49,245	49,775	123	1,378	(304)	.....	.....	1	09/26/2003	3.072
92344G-AU-0	VERIZON GLOBAL.....	.....	4.000	JJ.....	01/15/2008	.....	.....	97,045	95,000	.....	96,786	97,278	1,752	580	(232)	.....	.....	1	08/08/2003	3.423
925524-AN-0	VIACOM INC 144A.....	.....	6.400	JJ.....	01/30/2006	.....	.....	16,350	15,000	107.9840	16,198	16,734	403	480	(384)	.....	.....	1	05/19/2003	1.963

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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						
													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 Designation	Date Acquired	Effective Rate of Interest
CUSIP Identification	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								
929903-AA-0..	WACHOVIA CORP.....	.....	4.950	MN.....	11/01/2006	.....	.....	70,410	65,000	106.1720	69,012	71,427	536	1,609	(1,017)	.....	.....	1	06/10/2003	1.917
931142-BR-3..	WAL-MART STORES INC.....	.....	4.375	JJ.....	07/12/2007	.....	.....	53,229	50,000	104.8910	52,446	53,631	1,027	.....	(402)	.....	.....	1	07/10/2003	2.454
939322-AD-5..	WASHINGTON MUTUAL INC.....	.....	7.500	FA.....	08/15/2006	.....	.....	27,858	25,000	111.7140	27,929	28,055	708	.....	(197)	.....	.....	1	10/20/2003	2.937
949746-CH-2..	WELLS FARGO & COMPANY NEW.....	.....	5.125	FA.....	02/15/2007	.....	.....	59,438	55,000	106.6860	58,677	60,264	1,065	1,409	(826)	.....	.....	1PE	05/19/2003	2.425
962166-AX-2..	WEYERHAEUSER CO.....	.....	6.000	FA.....	08/01/2006	.....	.....	48,862	45,000	107.0800	48,186	49,522	1,125	1,350	(660)	.....	.....	2	07/11/2003	2.545
	United States.....	.....						5,563,645	5,220,000	XXX	5,540,893	5,619,868	76,407	113,905	(56,219)	.....	0	XXX	XXX	XXX

Canada																				
257561-AS-9..	DOMTAR INC.....	.....	8.750	FA.....	08/01/2006	.....	.....	33,912	30,000	114.1920	34,258	34,409	1,094	.....	(496)	.....	.....	2	08/22/2003	3.430
	Canada.....	.....						33,912	30,000	XXX	34,258	34,409	1,094	.....	(496)	.....	0	XXX	XXX	XXX

Foreign																				
03235E-AH-3..	AMVESCAP PLC SR NTS.....	.....	5.900	JJ.....	01/15/2007	.....	.....	104,062	95,000	.....	104,062	105,377	2,585	.....	(1,315)	.....	.....	1PE	07/10/2003	2.614
111013-AA-6..	BRITISH SKY BROADCASTING.....	.....	7.300	AO.....	10/15/2006	.....	.....	16,719	15,000	111.3470	16,702	16,742	231	.....	(23)	.....	.....	2	12/12/2003	2.985
111021-AC-5..	BRITISH TEL PLC.....	.....	7.875	JD.....	12/15/2005	.....	.....	44,573	40,000	110.2010	44,080	45,760	140	1,575	(1,187)	.....	.....	1	06/19/2003	1.892
143658-AW-2..	CARNIVAL CORP 144A.....	.....	3.750	MN.....	11/15/2007	.....	.....	64,777	65,000	.....	64,777	64,772	345	.....	5	.....	.....	1PE	11/05/2003	3.845
25243Y-AF-6..	DIAGEO CAPITAL PLC.....	.....	3.375	MS.....	03/20/2008	.....	.....	100,954	100,000	97.5000	97,500	101,096	947	1,688	(142)	.....	.....	1PE	08/07/2003	3.128
767201-AB-2..	RIO TINTO FIN USA LTD.....	.....	2.625	MS.....	09/30/2008	.....	.....	54,987	55,000	95.3890	52,464	54,988	365	405	(1)	.....	.....	1	06/12/2003	2.630
789547-AA-4..	ST GEORGE BANK LTD 144A.....	.....	7.150	AO.....	10/15/2005	.....	.....	163,408	150,000	108.4360	162,654	167,477	2,264	5,363	(4,069)	.....	.....	1	06/06/2003	2.034
87927V-AB-4..	TELECOM ITALIA CAPITAL 144A.....	.....	4.000	MN.....	11/15/2008	.....	.....	74,962	75,000	.....	74,962	74,965	517	.....	(2)	.....	.....	2PE	10/22/2003	4.010
	Foreign.....	.....						624,442	595,000	XXX	617,201	631,177	7,394	9,031	(6,734)	.....	0	XXX	XXX	XXX
3999999..	Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations.....	.....						6,221,999	5,845,000	XXX	6,192,352	6,285,454	84,895	122,936	(63,449)	.....	0	XXX	XXX	XXX

Industrial & Miscellaneous (Unaffiliated) - Defined Multi-Class Commercial Mortgage-Backed Securities

United States																				
06423R-AD-8..	BANK ONE ISSUANCE TRUST SER 2002-A2 CL A2.....	.....	4.160	MTLY.....	01/15/2008	05/15/2005	100.000	41,532	40,000	.....	41,532	42,098	74	832	(566)	.....	.....	1	06/23/2003	1.345
	United States.....	.....						41,532	40,000	XXX	41,532	42,098	74	832	(566)	.....	0	XXX	XXX	XXX
4399999..	Industrial & Miscellaneous - Defined Multi-Class Commercial Mtg.-Backed Securities.....	.....						41,532	40,000	XXX	41,532	42,098	74	832	(566)	.....	0	XXX	XXX	XXX

Industrial & Miscellaneous (Unaffiliated) - Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Securities

United States																				
02582J-CN-8..	AMERICAN EXPRESS SER 2003-4 CL A.....	.....	1.690	MTLY.....	01/15/2009	06/15/2006	100.000	357,396	365,000	.....	357,396	356,930	274	1,028	466	.....	.....	1PE	10/31/2003	2.580
06423R-AN-6..	BANK ONE ISSUANCE TRUST SER 2002-C3 CL C3 SOFT BULLET.....	.....	3.760	MTLY.....	12/15/2005	.....	.....	40,506	40,000	.....	40,506	40,539	67	251	(33)	.....	.....	2PE	11/07/2003	3.113
139732-DW-8..	CAPITAL AUTO RECEIVABLES ASSET SER 2003-2 CL A3A.....	.....	1.440	MTLY.....	02/15/2007	04/15/2006	100.000	89,990	90,000	.....	89,990	89,986	58	662	4	.....	.....	1PE	06/03/2003	1.452
161581-CT-8..	CHASE MANHATTAN AUTO OWNER TR SER 2003-A CL A3.....	.....	1.520	MTLY.....	05/15/2007	01/15/2006	100.000	90,217	90,000	.....	90,217	90,299	61	749	(81)	.....	.....	1PE	06/12/2003	1.352
17305E-AC-9..	CITIBANK CREDIT CARD ISSUANCE SER 2000-C1 CL C1 SOFT BULLET.....	.....	7.450	MS.....	09/15/2007	09/15/2005	100.000	43,069	40,000	.....	43,069	43,308	877	.....	(239)	.....	.....	2	11/06/2003	2.808
17305E-AS-4..	CITIBANK CREDIT CARD ISSUANCE SER 2001-A8 A8.....	.....	4.100	JD.....	12/07/2006	12/07/2004	100.000	56,348	55,000	.....	56,348	57,245	150	2,255	(897)	.....	.....	1	05/12/2003	1.446
17305E-BH-7..	CITIBANK CREDIT CARD ISSUANCE SER 2003-A2 CL A2 SOFT BULLET.....	.....	2.700	JJ.....	01/15/2008	01/15/2006	100.000	92,018	90,000	.....	92,018	92,535	1,121	1,154	(517)	.....	.....	1PE	06/16/2003	1.578
23383V-BZ-2..	DAIMLER CHRYSLER AUTO TRUST SER 2003-A CL A4.....	.....	2.880	MTLY.....	10/08/2009	05/08/2007	100.000	79,991	80,000	.....	79,991	79,990	147	685	1	.....	.....	1PE	08/14/2003	2.902
43812H-AC-4..	HONDA AUTO RECEIVABLE OWNER SER 2003-4 CL A3.....	.....	2.190	MTLY.....	05/15/2007	02/15/2006	100.000	99,990	100,000	.....	99,990	99,989	97	274	1	.....	.....	1PE	10/23/2003	2.206
449182-AU-8..	HYUNDAI AUTO RECEIVABLE TRUST SER 2003-A CL A3.....	.....	2.330	MTLY.....	11/15/2007	06/15/2006	100.000	89,999	90,000	.....	89,999	89,999	93	221	.....	.....	.....	1PE	10/29/2003	2.342
55262S-AS-4..	MBNA MASTER CREDIT CARD TRUST SER 2000-A CL C - 144A.....	.....	7.900	MTLY.....	07/16/2007	02/15/2005	100.000	42,496	40,000	.....	42,496	42,825	140	527	(329)	.....	.....	2	11/04/2003	2.274
55264T-AC-5..	MBNA CREDIT CARD MASTER NOTE SER 2001-A1 CL A1 SOFT BULLET.....	.....	5.750	MTLY.....	10/15/2008	05/15/2006	100.000	80,548	75,000	.....	80,548	80,900	192	719	(352)	.....	.....	1	10/31/2003	2.547
65473H-AD-5..	NISSAN AUTO RECEIVABLE TRUST SER 2003-C CL A4.....	.....	2.700	MTLY.....	12/17/2007	12/15/2006	100.000	89,994	90,000	.....	89,994	89,994	108	216	.....	.....	.....	1PE	11/05/2003	2.718

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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						
													Amount Due and Accrued December 31 of Current Year on Bonds not in Default	Gross Amount Received During Year			Amount of Interest Due and Accrued December 31, Current Year, on Bonds in Default as to Principal or Interest			
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			Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment		NAIC Desig- nation	Date Acquired	Effec- tive Rate of Interest
	United States.....							1,252,562	1,245,000	...XXX....	1,252,562	1,254,539	3,385	8,741	(1,976)	0	0	.XXX	XXX....	XXX....
4499999	Industrial & Miscellaneous - Other Multi-Class Commercial Mtg.-Backed/Asset Backed Securities.....							1,252,562	1,245,000	...XXX....	1,252,562	1,254,539	3,385	8,741	(1,976)	0	0	.XXX	XXX....	XXX....
4599999	Total - Industrial & Miscellaneous (Unaffiliated).....							7,516,093	7,130,000	...XXX....	7,486,446	7,582,091	88,354	132,509	(65,991)	0	0	.XXX	XXX....	XXX....
Totals																				
5499999	Total - Issuer Obligations.....							12,200,124	11,680,000	...XXX....	12,130,152	12,300,097	120,095	215,517	(99,968)	0	0	.XXX	XXX....	XXX....
5599999	Total - Single Class Mortgage-Backed/Asset-Backed Securities.....							1,691,504	1,616,007	...XXX....	1,691,504	1,693,001	6,734	39,201	(1,498)	0	0	.XXX	XXX....	XXX....
5699999	Total - Defined Multi-Class Residential Mortgage-Backed Securities.....							97,346	97,798	...XXX....	97,346	97,309	221	1,547	37	0	0	.XXX	XXX....	XXX....
5899999	Total - Defined Multi-Class Commercial Mortgage-Backed Securities.....							41,532	40,000	...XXX....	41,532	42,098	74	832	(566)	0	0	.XXX	XXX....	XXX....
5999999	Total - Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Securities.....							1,252,562	1,245,000	...XXX....	1,252,562	1,254,539	3,385	8,741	(1,976)	0	0	.XXX	XXX....	XXX....
6099999	Grand Total - Bonds.....							15,283,068	14,678,805	...XXX....	15,213,096	15,387,044	130,509	265,838	(103,971)	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

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

SCHEDULE D - PART 2 - SECTION 2

Showing all COMMON STOCKS Owned December 31 of Current Year

1 CUSIP Identifi- cation	2 Description	3 Number of Shares	4 Book/Adjusted Carrying Value	5 Rate per Share Used to Obtain Fair Value	6 Fair Value	7 Actual Cost	Dividends		10 Increase (Decrease) by Adjustment	11 Increase (Decrease) by Foreign Exchange Adjustment	12 NAIC Designation (a)	13 Date Acquired
							8	9				
							Declared but Unpaid	Amount Received During Year				
Common Stocks - Industrial and Miscellaneous (Unaffiliated)												
United States												
30231G-10-2.....	EXXON MOBIL CORP.....	6,500.000	266,500	41.000	266,500	234,325		850	32,175		L.....	11/19/2003...
589331-10-7.....	MERCK & CO. INC.....	6,900.000	318,780	46.200	318,780	296,840	2,553		21,940		L.....	11/25/2003...
	United States.....		585,280	XXX.....	585,280	531,165	2,553	850	54,115	0	XXX.....	XXX.....
6899999.	Total - Common Stocks - Industrial and Miscellaneous (Unaffiliated).....		585,280	XXX.....	585,280	531,165	2,553	850	54,115	0	XXX.....	XXX.....
Common Stocks - Parent, Subsidiaries and Affiliates												
United States												
000000000.....	Andrews and Murray Associates, Inc.	1,000.000	1,281,957	1,281.957	1,281,957	1,231,744			50,213			12/12/2003...
	United States.....		1,281,957	XXX.....	1,281,957	1,231,744	0	0	50,213	0	XXX.....	XXX.....
6999999.	Total - Common Stocks - Parent, Subsidiaries and Affiliates.....		1,281,957	XXX.....	1,281,957	1,231,744	0	0	50,213	0	XXX.....	XXX.....
7099999.	Total - Common Stock.....		1,867,237	XXX.....	1,867,237	1,762,909	2,553	850	104,328	0	XXX.....	XXX.....
7199999.	Total - Preferred and Common Stock.....		1,867,237	XXX.....	1,867,237	1,762,909	2,553	850	104,328	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.

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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							
3128X1-5Y-9.....	FREDDIE MAC 2.875% 11/03/06.....	10/29/2003....	DMG.....		179,953	180,000	
3128X1-CU-9.....	FREDDIE MAC MTN 2.375% 05/19/06.....	05/09/2003....	Greenwich Capital.....		586,229	585,000	
3128X1-EV-5.....	FREDDIE MAC 2.150% 06/02/06.....	09/16/2003....	Barclays Capital.....		985,627	990,000	3,073
3128X1-T3-1.....	FREDDIE MAC MTN 2.750% 10/06/06.....	09/24/2003....	Goldman Sachs.....		100,000	100,000	
31359M-HB-2.....	FNMA 5.500% 02/15/06.....	05/09/2003....	Greenwich Capital.....		586,820	535,000	7,111
912827-4Y-5.....	US TREASURY NOTE TIPS 3.875% 01/15/09.....	12/09/2003....	Barclays Capital.....		350,021	275,000	4,838
912828-AE-0.....	US TREASURY NOTE 2.875% 06/30/04.....	05/20/2003....	Salomon Brothers.....		2,014,500	1,975,000	22,116
912828-BF-6.....	US TREASURY NOTE 2.375% 08/15/06.....	12/16/2003....	J.P. Morgan.....		301,430	300,000	2,401
912828-BG-4.....	US TREASURY NOTE 3.250% 08/15/08.....	12/16/2003....	Greenwich Capital.....		774,168	770,000	8,391
0399999.	Total - Bonds - U.S. Government.....				5,878,748	5,710,000	47,930
Bonds - Special Revenue and Special Assessment							
United States							
3128H3-ZP-9.....	FHLMC POOL # E96150 5.000% 05/01/18.....	06/12/2003....	Bear Stearns.....		277,321	264,509	588
31401H-L9-1.....	FNMA POOL # 708752 5.000% 06/01/18.....	06/12/2003....	Bear Stearns.....		713,372	679,806	1,511
31402A-RB-4.....	FNMA POOL # 723282 5.000% 06/01/18.....	06/12/2003....	Bear Stearns.....		403,363	383,812	853
31402D-XU-9.....	FNMA POOL # 726191 5.000% 07/01/18.....	07/09/2003....	Salomon Brothers.....		298,945	287,880	640
38373Q-TN-1.....	GNMA 2003-48A 2.712% 10/16/2004.....	04/30/2003....	J.P. Morgan.....		97,309	97,798	206
	U.S.....				1,790,310	1,713,805	3,798
	Total States and US.....				1,790,310	1,713,805	3,798
3199999.	Total - Bonds - Special Revenue & Special Assessments.....				1,790,310	1,713,805	3,798
Bonds - Public Utilities							
United States							
010392-DL-9.....	ALABAMA POWER 5.490% 11/01/05.....	07/09/2003....	Bancamerica Securities.....		81,107	75,000	835
927804-EN-0.....	VIRGINIA ELEC & PWR 5.750% 03/31/06.....	07/10/2003....	J.P. Morgan.....		54,788	50,000	839
	United States.....				135,895	125,000	1,674
3899999.	Total - Bonds - Public Utilities.....				135,895	125,000	1,674
Bonds - Industrial and Miscellaneous							
United States							
00209A-AD-8.....	AT&T WIRELESS 144 A 7.350% 03/01/06.....	12/09/2003....	Various.....		60,111	55,000	1,036
002824-AM-2.....	ABBOTT LABS 5.625% 07/01/06.....	06/19/2003....	Lehman Brothers.....		94,505	85,000	2,298
013817-AG-6.....	ALCOA INC 4.250% 08/15/07.....	07/25/2003....	Morgan Stanley.....		73,170	70,000	1,364
020012-AR-1.....	ALLSTATE FINANCIAL GLOBAL FUND 144A 2.500% 06/20/08.....	07/10/2003....	Dillon Read & Co.....		161,325	165,000	286
02209S-AB-9.....	ALTRIA GROUP INC 5.625% 11/04/08.....	10/30/2003....	J.P. Morgan.....		24,873	25,000	
02582J-CN-8.....	AMERICAN EXPRESS SER 2003-4 CL A 1.690% 1/15/09.....	10/31/2003....	Salomon Brothers.....		356,930	365,000	343
02687Q-BB-3.....	AMERICAN INTERNATIONAL GROUP MTN 2.850% 12/01/05.....	06/10/2003....	Spear Leeds.....		102,766	100,000	95
029402-BJ-2.....	AMERICAN SAVINGS BANK 1 6.625% 02/15/06.....	07/02/2003....	Dillon Read & Co.....		72,330	65,000	1,711
038522-AC-2.....	ARAMARK SERVICES INC. 7.000% 07/15/06.....	07/11/2003....	Goldman Sachs.....		39,127	35,000	353
03958Q-AB-4.....	ARCHSTONE-SMITH TRUST 3.000% 06/15/08.....	07/25/2003....	Salomon Brothers.....		48,560	50,000	179
060505-AL-8.....	BANK OF AMERICA CORP 5.250% 02/01/07.....	07/10/2003....	Bancamerica Securities.....		210,545	195,000	4,664
06423A-AM-5.....	BANK ONE CORP 6.500% 02/01/06.....	08/12/2003....	Various.....		33,197	30,000	385
06423R-AD-8.....	BANK ONE ISS TRUST SER 2002 CL A2 4.160% 1/15/08.....	06/23/2003....	Banc One.....		42,098	40,000	51
06423R-AN-6.....	BANK ONE ISS TRUST 2002-C3 SOFT BULL 3.760% 12/15/05.....	11/07/2003....	Morgan Stanley.....		40,539	40,000	117
097014-AE-4.....	BOEING CAPITAL CORP 5.650% 05/15/06.....	10/20/2003....	Lehman Brothers.....		42,648	40,000	992
097014-AF-1.....	BOEING CAPITAL CORP 5.750% 02/15/07.....	07/16/2003....	Goldman Sachs.....		54,003	50,000	1,246
10138M-AE-5.....	BOTTLING GROUP LLC 2.450% 10/16/06.....	10/02/2003....	Bancamerica Securities.....		65,000	65,000	
126408-BR-3.....	CSX CORP 6.250% 10/15/08.....	07/25/2003....	Various.....		39,690	35,000	402
139732-DW-8.....	CAPITAL AUTO RECEIVABLES.....	06/03/2003....	DMG.....		89,986	90,000	
	ASSET SER 2003-2 CL A3A 1.440% 02/15/07.....						
14911R-AD-1.....	CATERPILLAR FINANCIAL SERVICES.....	08/21/2003....	Morgan Stanley.....		27,105	25,000	475
	5.950% 05/01/06.....						
161581-CT-8.....	CHASE MANHATTAN AUTO OWNER.....	06/12/2003....	J.P. Morgan.....		90,299	90,000	72
	TR SER 2003-A CL A3 1.520% 05/15/07.....						
17303M-JC-4.....	CITICORP INC 6.375% 11/15/08.....	08/08/2003....	Abn-Amro Bond Trading.....		201,953	180,000	2,805

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
17305E-AC-9.....	CITIBANK CREDIT CARD.....	11/06/2003...	DMG.....		43,308	40,000	472
	ISSUANCE SER 2000-C1 CL 7.450% 09/15/07.....						
17305E-AS-4.....	CITIBANK CREDIT CARD.....	05/12/2003...	Barclays Capital.....		57,245	55,000	990
	ISSUANCE SER 2001-A8 A8 4.100% 12/07/06.....						
17305E-BH-7.....	CITIBANK CREDIT CARD.....	06/16/2003...	Salomon Brothers.....		92,535	90,000	979
	ISSUANCE SER 2003-A2 CL 2.700% 01/15/08.....						
191219-BH-6.....	COCA COLA ENTERPRISES 5.375% 08/15/06.....	08/21/2003...	Bancamerica Securities.....		58,816	55,000	90
22160K-AA-3.....	COSTCO WHOLESALE 5.500% 03/15/07.....	06/19/2003...	Bancamerica Securities.....		33,306	30,000	454
224044-AV-9.....	COX COMMUN INC 7.750% 08/15/06.....	07/15/2003...	Goldman Sachs.....		57,677	50,000	1,378
22541L-AA-1.....	CREDIT SUISSE FB USA IN 5.875% 08/01/06.....	10/23/2003...	Various.....		103,263	95,000	967
233835-AS-6.....	DAIMLER CHRYSLER 6.400% 05/15/06.....	05/19/2003...	Goldman Sachs.....		27,682	25,000	31
23383V-BZ-2.....	DAIMLER CHRYSLER AUTO TRUST.....	08/14/2003...	Morgan Stanley.....		79,990	80,000	
	SER 2003-A CL A4 2.880% 10/08/09.....						
25156P-AA-1.....	DEUTSCHE TEL FIN 8.250% 06/15/05.....	06/27/2003...	Dillon Read & Co.....		39,041	35,000	136
25179M-AF-0.....	DEVON ENERGY CORPORATIO 2.750% 08/01/06.....	07/28/2003...	Dillon Read & Co.....		69,969	70,000	
26441Y-AF-4.....	DUKE REALTY LP 3.500% 11/01/07.....	10/21/2003...	Dillon Read & Co.....		59,792	60,000	
26884A-AH-6.....	ERP OPERATING LP 6.630% 04/13/05.....	06/02/2003...	Legg Mason.....		54,078	50,000	479
291011-AL-8.....	EMERSON ELECTRIC CO 7.875% 06/01/05.....	07/25/2003...	Goldman Sachs.....		144,401	130,000	1,678
31677Q-AB-5.....	FIFTH THIRD BANK 3.375% 08/15/08.....	07/22/2003...	Salomon Brothers.....		109,459	110,000	
319963-AE-4.....	FIRST DATA CORPORATION 4.700% 11/01/06.....	07/23/2003...	Merrill Lynch.....		106,982	100,000	1,136
338915-AJ-0.....	FLEET FIN GROUP NTS NCL 6.500% 03/15/08.....	08/12/2003...	Spear Leeds.....		11,179	10,000	271
339030-AD-0.....	FLEETBOSTON FINL CORP 4.875% 12/01/06.....	07/10/2003...	Salomon Brothers.....		161,891	150,000	894
341081-DW-4.....	FLORIDA POWER & LIGHT CO 1ST MORTGAGE.....	07/11/2003...	J.P. Morgan.....		85,800	75,000	563
	6.000% 06/01/08.....						
345397-SU-8.....	FORD MOTOR CREDIT 7.600% 08/01/05.....	08/08/2003...	Various.....		113,044	105,000	2,653
36962G-XY-5.....	GENERAL ELECTRIC CAP CORP MTN.....	08/13/2003...	D.L.J.....		122,937	115,000	2,627
	5.375% 03/15/07.....						
370425-SH-4.....	GENERAL MOTORS ACCEPT C 4.500% 07/15/06.....	06/26/2003...	Morgan Stanley.....		49,962	50,000	
38141G-CS-1.....	GOLDMAN SACHS GROUP 4.125% 01/15/08.....	08/07/2003...	Various.....		118,176	115,000	846
43812H-AC-4.....	HONDA AUTO RECEIVABLE OWNER.....	10/23/2003...	J.P. Morgan.....		99,989	100,000	
	SER 2003-4 CL A3 2.190% 05/15/07.....						
441812-JT-2.....	HOUSEHOLD FINANCE 6.500% 01/24/06.....	09/18/2003...	Bancamerica Securities.....		76,483	70,000	746
449182-AU-8.....	HYUNDAI AUTO RECEIVABLE.....	10/29/2003...	Banc One.....		89,999	90,000	
	TRUST SER 2003-A CL A3 2.330% 11/15/07.....						
449909-AK-6.....	ICI WILMINGTON NTS NCL 4.375% 12/01/08.....	11/18/2003...	Salomon Brothers.....		24,925	25,000	
46625H-AM-2.....	JP MORGAN CHASE & CO 5.350% 03/01/07.....	07/10/2003...	Dillon Read & Co.....		164,795	150,000	2,987
49337W-AD-2.....	KEYSPAN CORP 6.150% 06/01/06.....	08/13/2003...	Various.....		120,572	110,000	1,139
501044-BJ-9.....	KROGER CO 6.375% 03/01/08.....	05/21/2003...	Lehman Brothers.....		28,043	25,000	381
524908-CV-0.....	LEHMAN BROS HLDGS NTS N 7.000% 02/01/08.....	07/15/2003...	Lehman Brothers.....		110,302	95,000	3,085
526055-AA-6.....	COMCAST CORP 8.375% 11/01/05.....	08/08/2003...	Various.....		67,753	60,000	1,052
55262S-AS-4.....	MBNA MASTER CREDIT CARD.....	11/04/2003...	Salomon Brothers.....		42,825	40,000	193
	TRUST SER 2000-A CL C - 7.900% 07/16/07.....						
55264T-AC-5.....	MBNA CREDIT CARD MASTER.....	10/31/2003...	Salomon Brothers.....		80,900	75,000	240
	NOTE SER 2001-A1 CL A1 5.750% 10/15/08.....						
57629W-AS-9.....	MASSMUTUAL GLOBAL FUNDING II 144A.....	12/03/2003...	C.S. First Boston.....		124,736	125,000	
	3.250% 06/15/07.....						
59018Y-DN-8.....	MERRILL LYNCH & CO INC 6.150% 01/26/06.....	08/12/2003...	Various.....		127,091	115,000	2,260
592907-AB-5.....	KROGER CO 7.450% 03/01/08.....	07/09/2003...	C.S. First Boston.....		29,083	25,000	688
617446-HW-2.....	MORGAN STANLEY 3.625% 04/01/08.....	08/07/2003...	Various.....		151,562	150,000	1,714
634902-HQ-6.....	NATIONAL CITY BANK 3.300% 05/15/08.....	07/10/2003...	Bancamerica Securities.....		132,033	130,000	1,132
65473H-AD-5.....	NISSAN AUTO RECEIVABLE.....	11/05/2003...	Morgan Stanley.....		89,994	90,000	
	TRUST SER 2003-C CL A4 2.700% 12/17/07.....						
65473Q-AN-3.....	NISOURCE FINANCE 3.200% 11/01/06.....	10/30/2003...	C.S. First Boston.....		14,979	15,000	

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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
655844-AH-1.....	NORFOLK SOUTHERN CORP 7.350% 05/15/07.....	06/10/2003....	Spear Leeds.....		47,023	40,000	143
665772-BY-4.....	NORTHERN STATES POWER 2.875% 08/01/06.....	08/04/2003....	Barclays Capital.....		49,942	50,000	
713291-AF-9.....	PEPCO HOLDINGS INC 5.500% 08/15/07.....	09/26/2003....	Banc One.....		36,931	35,000	246
718507-BP-0.....	PHILLIPS PETROLEUM CO 8.500% 05/25/05.....	07/10/2003....	J.P. Morgan.....		213,972	190,000	2,243
755111-AE-1.....	RAYTHEON CO 6.750% 08/15/07.....	07/11/2003....	Salomon Brothers.....		85,715	75,000	2,123
786514-BB-4.....	SAFEWAY INC NT 6.150% 03/01/06.....	07/08/2003....	Bancamerica Securities.....		81,473	75,000	1,666
84534E-DG-0.....	SOUTHWESTERN BELL TEL CO MTN.....	07/23/2003....	Bancamerica Securities.....		34,340	30,000	434
	7.140% 08/06/07.....						
848503-AH-1.....	SPIEKER PROPS 6.750% 01/15/08.....	06/20/2003....	Bancamerica Securities.....		17,138	15,000	450
852060-AC-6.....	SPRINT CORP 6.125% 11/15/08.....	12/15/2003....	Dillon Read & Co.....		84,624	80,000	449
86787G-AA-0.....	SUNTRUST BANK ATLANTA 7.250% 09/15/06.....	05/23/2003....	Spear Leeds.....		34,653	30,000	447
887315-AW-9.....	TIME WARNER INC 8.110% 08/15/06.....	08/08/2003....	Various.....		80,478	70,000	2,584
90390M-AP-5.....	SLM CORP MTN 5.625% 04/10/07.....	06/05/2003....	Spear Leeds.....		89,332	80,000	750
905530-AM-3.....	UNION CAMP CORP INTL PAPER CO.....	09/18/2003....	J.P. Morgan.....		61,126	55,000	406
	7.000% 08/15/06.....						
90807E-AF-2.....	UNION PLANTERS BANK 5.125% 06/15/07.....	06/05/2003....	Dillon Read & Co.....		82,288	75,000	1,868
91159H-GC-8.....	US BANCORP MTN 5.100% 07/15/07.....	06/10/2003....	Various.....		143,427	130,000	2,473
92344G-AR-7.....	VERIZON GLOBAL 6.125% 06/15/07.....	09/26/2003....	Spear Leeds.....		49,775	45,000	812
92344G-AU-0.....	VERIZON GLOBAL 4.000% 01/15/08.....	08/08/2003....	Various.....		97,278	95,000	626
925524-AN-0.....	VIACOM INC 144A 6.400% 01/30/06.....	05/19/2003....	C.S. First Boston.....		16,734	15,000	299
929903-AA-0.....	WACHOVIA CORP 4.950% 11/01/06.....	06/10/2003....	C.S. First Boston.....		71,427	65,000	375
931142-BR-3.....	WAL-MART STORES INC 4.375% 07/12/07.....	07/10/2003....	Dillon Read & Co.....		53,631	50,000	18
939322-AD-5.....	WASHINGTON MUTUAL INC 7.500% 08/15/06.....	10/20/2003....	Paribas.....		28,055	25,000	354
949746-CH-2.....	WELLS FARGO & COMPANY N 5.125% 02/15/07.....	05/19/2003....	Spear Leeds.....		60,264	55,000	759
962166-AX-2.....	WEYERHAEUSER CO 6.000% 08/01/06.....	07/11/2003....	J.P. Morgan.....		49,522	45,000	1,238
	United States.....				6,916,505	6,505,000	71,898
Canada							
257561-AS-9.....	DOMTAR INC 8.750% 08/01/06.....	08/22/2003....	Dillon Read & Co.....		34,409	30,000	190
	Canada.....				34,409	30,000	190
Foreign							
03235E-AH-3.....	AMVESCAP PLC SR NTS 5.900% 01/15/07.....	07/10/2003....	Dillon Read & Co.....		105,377	95,000	
111013-AA-6.....	BRITISH SKY BROADCASTIN 7.300% 10/15/06.....	12/12/2003....	Goldman Sachs.....		16,742	15,000	189
111021-AC-5.....	BRITISH TEL PLC 7.875% 12/15/05.....	06/19/2003....	Morgan Stanley.....		45,760	40,000	79
143658-AW-2.....	CARNIVAL CORP 144A 3.750% 11/15/07.....	11/05/2003....	Merrill Lynch.....		64,772	65,000	
25243Y-AF-6.....	DIAGEO CAPITAL PLC 3.375% 03/20/08.....	08/07/2003....	Various.....		101,096	100,000	960
767201-AB-2.....	RIO TINTO FIN USA LTD 2.625% 09/30/08.....	06/12/2003....	J.P. Morgan.....		54,988	55,000	
789547-AA-4.....	ST GEORGE BANK LTD 144A 7.150% 10/15/05.....	06/06/2003....	Dillon Read & Co.....		167,477	150,000	1,668
87927V-AB-4.....	TELECOM ITALIA CAPITAL 4.000% 11/15/08.....	10/22/2003....	Salomon Brothers.....		74,965	75,000	
	Foreign.....				631,177	595,000	2,896
4599999.....	Total - Bonds - Industrial & Miscellaneous.....				7,582,091	7,130,000	74,984
6099997.....	Total - Bonds - Part 3.....				15,387,044	14,678,805	128,386
6099998.....	Total - Bonds - Summary Item from Part 5.....				16,290,164	16,009,451	107,991
6099999.....	Total - Bonds.....				31,677,208	30,688,256	236,377
Common Stocks - Industrial and Miscellaneous							
United States							
30231G-10-2.....	EXXON MOBIL CORP.....	11/19/2003....	Various.....	6,500.000	234,325		
589331-10-7.....	MERCK & CO. INC.....	11/25/2003....	Various.....	6,900.000	296,840		
	United States.....				531,165	XXX	0
6899999.....	Total - Common Stocks - Industrial & Miscellaneous.....				531,165	XXX	0
Common Stocks - Parent, Subsidiaries and Affiliates							
United States							
23348*-10-3.....	Andrews and Murray Associates, Inc.	12/12/2003....	Response Insurance Company.....	1,000.000	1,231,744		
	United States.....				1,231,744	XXX	0
6999999.....	Total - Common Stocks - Parent, Subsidiaries and Affiliates.....				1,231,744	XXX	0

E11.2

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
7099997	Total - Common Stocks - Part 3.....				1,762,909	XXX.....	0
7099999	Total - Common Stocks.....				1,762,909	XXX.....	0
7199999	Total - Preferred and Common Stocks.....				1,762,909	XXX.....	0
7299999	Total - Bonds, Preferred and Common Stocks.....				33,440,117	XXX.....	236,377

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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
Bonds - U.S. Government															
317705-AD-3.....	FINANCING CORP 9.400% 02/08/18.....	04/10/2003	Lehman Brothers.....		726,725	500,000	486,094	488,769	43			237,913	237,913	32,247	
36216B-E8-8.....	GNMA POOL # 159559 9.000% 05/15/16.....	04/09/2003	Goldman Sachs.....		55,090	50,774	48,474	48,982	313			5,795	5,795	1,802	
36216B-E8-8.....	GNMA POOL # 159559 9.000% 05/15/16.....	04/01/2003	Paydown.....		19,024	19,024	18,162	18,352	672				0	424	
912810-DZ-8.....	US TREASURY NOTE 8.875% 08/15/17.....	07/21/2003	Barclays Capital.....		28,867	20,000	20,031	20,021	1			8,845	8,845	1,657	
912827-3Z-3.....	US TREASURY NOTE 5.500% 02/28/03.....	02/28/2003	Maturity.....		250,000	250,000	248,438	249,941	59				0	6,875	
912827-4K-5.....	US TREASURY NOTE 5.375% 06/30/03.....	06/30/2003	Maturity.....		2,205,000	2,205,000	2,215,336	2,207,140	(2,140)				0	59,259	
912827-L8-3.....	US TREASURY NOTE 5.750% 08/15/03.....	05/01/2003	Direct.....		398,680	400,000	376,125	397,468	1,212				0	16,265	
912827-L8-3.....	US TREASURY NOTE 5.750% 08/15/03.....	08/15/2003	Maturity.....		150,000	150,000	141,422	149,051	949				0	8,625	
912828-AJ-9.....	US TREASURY NOTE 4.375% 08/15/12.....	07/21/2003	Various.....		2,084,164	2,000,000	2,068,438	2,067,359	(2,800)			19,605	19,605	75,039	
912828-AP-5.....	US TREASURY NOTE 4.000% 11/15/12.....	07/23/2003	Salomon Brothers.....		995,078	1,000,000	1,005,000	1,004,986	(253)			(9,655)	(9,655)	27,609	
0399999.	Total - Bonds - U.S. Government.....				6,912,628	6,594,798	6,627,520	6,652,069	(1,944)	0	0	262,503	262,503	229,802	XXX.....
Bonds - States, Territories and Possessions															
Canada															
642866-DA-2.....	NEW BRUNSWICK PROVINCE YANKEE BOND 9.500% 03/03/18.....	03/03/2003	Call 100.0000.....		500,000	500,000	490,313	492,095	143			7,762	7,762	23,750	
	Canada.....				500,000	500,000	490,313	492,095	143	0	0	7,762	7,762	23,750	XXX.....
1799999.	Total - Bonds - States, Territories & Possessions.....				500,000	500,000	490,313	492,095	143	0	0	7,762	7,762	23,750	XXX.....
Bonds - Public Utilities															
United States															
74531E-AG-7.....	PUGET SOUND ENERGY INC 1ST MORTGAGE 7.690% 02/01/11.....	04/10/2003	Smith Barney/Salomon.....		1,109,980	1,000,000	1,096,550	1,086,360	(2,329)			25,949	25,949	32,042	
	United States.....				1,109,980	1,000,000	1,096,550	1,086,360	(2,329)	0	0	25,949	25,949	32,042	XXX.....
3899999.	Total - Bonds - Public Utilities.....				1,109,980	1,000,000	1,096,550	1,086,360	(2,329)	0	0	25,949	25,949	32,042	XXX.....
Bonds - Industrial and Miscellaneous															
United States															
63859C-BH-5.....	NATIONSLINK FUNDING CORP.....	04/10/2003	Bank of America.....		1,125,938	1,000,000	989,453	992,943	(802)			133,796	133,796	24,105	
	SER 1998-2 CL A2 6.476% 08/20/30.....												0		
70556J-AB-5.....	PEGASUS AVIATION LEASE.....	04/16/2003	Direct.....		500,000	1,000,000	499,980	935,758	(433,594)			(2,164)	(2,164)	19,600	
	SECURIT SER 1999-1A CL 6.300% 03/25/29.....												0		
783549-AV-0.....	RYDER SYSTEM INC 9.875% 05/15/17.....	04/10/2003	Smith Barney/Salomon.....		766,669	650,000	648,375	648,596	24			118,049	118,049	26,745	
911546-EB-1.....	US AIRWAYS INC 10.550% 01/15/05.....	04/17/2003	Piper Jaffray.....		142,560	594,000	58,637	116,083	(53,953)			80,430	80,430	31,334	
	United States.....				2,535,167	3,244,000	2,196,445	2,693,380	(488,325)	0	0	330,111	330,111	101,784	XXX.....
4599999.	Total - Bonds - Industrial & Miscellaneous.....				2,535,167	3,244,000	2,196,445	2,693,380	(488,325)	0	0	330,111	330,111	101,784	XXX.....
6099997.	Total - Bonds - Part 4.....				11,057,775	11,338,798	10,410,828	10,923,904	(492,455)	0	0	626,325	626,325	387,378	XXX.....
6099998.	Total - Bonds - Summary Item from Part 5.....				16,209,703	16,009,451	16,290,164	16,250,456	(39,708)			(40,753)	(40,753)	217,458	XXX.....
6099999.	Total - Bonds.....				27,267,478	27,348,249	26,700,992	27,174,360	(532,163)	0	0	585,572	585,572	604,836	XXX.....
Common Stocks - Parent, Subsidiaries and Affiliates															
United States															
98156@-10-4.....	WORLDWIDE CASUALTY INS.....	04/24/2003	Direct.....	10,000.000	9,600,866		8,507,579	9,462,724	(955,145)			1,093,287	1,093,287		
	United States.....				9,600,866	XXX.....	8,507,579	9,462,724	(955,145)	0	0	1,093,287	1,093,287	XXX.....	0
6999999.	Total - Common Stocks - Parent, Subsidiaries and Affiliates.....				9,600,866	XXX.....	8,507,579	9,462,724	(955,145)	0	0	1,093,287	1,093,287	XXX.....	0
7099997.	Total - Common Stocks - Part 4.....				9,600,866	XXX.....	8,507,579	9,462,724	(955,145)	0	0	1,093,287	1,093,287	XXX.....	0
7099999.	Total - Common Stocks.....				9,600,866	XXX.....	8,507,579	9,462,724	(955,145)	0	0	1,093,287	1,093,287	XXX.....	0
7199999.	Total - Preferred and Common Stocks.....				9,600,866	XXX.....	8,507,579	9,462,724	(955,145)	0	0	1,093,287	1,093,287	XXX.....	0
7299999.	Total - Bonds, Preferred and Common Stocks.....				36,868,344	XXX.....	35,208,571	36,637,084	(1,487,308)	0	0	1,678,859	1,678,859	604,836	0

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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
Bonds - U.S. Government																
31359M-LZ-4.....	FNMA 5.000% 01/15/07.....	08/14/2003	Merrill Lynch.....	11/04/2003	Barclays Capital.....	225,000	238,617	239,704	237,770	(847)			1,934	1,934	3,438	938
912828-AE-0.....	US TREASURY NOTE 2.875% 06/30/04.....	05/20/2003	Salomon Brothers.....	07/11/2003	Various.....	3,400,000	3,468,000	3,456,232	3,455,345	(12,655)			887	887	58,375	38,074
912828-AH-3.....	US TREASURY NOTE 3.250% 08/15/07.....	07/23/2003	Salomon Brothers.....	11/04/2003	Various.....	390,000	399,613	396,886	398,987	(626)			(2,101)	(2,101)	9,054	5,567
912828-AJ-9.....	US TREASURY NOTE 4.375% 08/15/12.....	04/25/2003	Direct.....	07/11/2003	Barclays Capital.....	155,000	159,491	164,300	159,406	(86)			4,894	4,894	2,791	1,293
912828-AN-0.....	US TREASURY NOTE 3.000% 11/15/07.....	10/23/2003	Greenwich Capital.....	11/04/2003	Greenwich Capital.....	640,000	643,025	642,700	643,006	(19)			(306)	(306)	9,078	8,452
912828-AP-5.....	US TREASURY NOTE 4.000% 11/15/12.....	03/19/2003	Goldman Sachs.....	07/23/2003	Various.....	1,000,000	1,002,813	999,258	1,002,767	(46)			(3,509)	(3,509)	22,257	13,812
912828-AW-0.....	US TREASURY NOTE 1.625% 03/31/05.....	05/09/2003	Goldman Sachs.....	06/12/2003	Various.....	2,565,000	2,575,320	2,584,811	2,574,958	(362)			9,854	9,854	7,546	4,783
912828-AY-6.....	US TREASURY NOTE 2.000% 05/15/06.....	07/23/2003	Various.....	11/04/2003	Various.....	1,565,000	1,571,113	1,570,341	1,570,657	(457)			(315)	(315)	10,636	3,158
912828-AZ-3.....	US TREASURY NOTE 2.625% 05/15/08.....	07/23/2003	Salomon Brothers.....	07/23/2003	Various.....	1,025,000	1,017,364	1,007,834	1,017,582	218			(9,748)	(9,748)	7,030	2,796
912828-BB-5.....	US TREASURY NOTE 1.250% 05/31/05.....	07/31/2003	Various.....	11/04/2003	Various.....	1,880,000	1,870,448	1,871,010	1,871,681	1,233			(671)	(671)	9,182	3,674
912828-BG-4.....	US TREASURY NOTE 3.250% 08/15/08.....	10/23/2003	J.P. Morgan.....	11/04/2003	Greenwich Capital.....	425,000	426,029	425,631	426,022	(7)			(391)	(391)	3,078	2,627
0399999.....	Total - Bonds - U.S. Government.....					13,270,000	13,371,833	13,358,707	13,358,181	(13,654)	0	0	528	528	142,465	85,174
Bonds - States, Territories and Possessions																
Canada																
683234-MF-2.....	ONTARIO PROV CAN 5.500% 10/01/08.....	06/19/2003	Lehman Brothers.....	12/04/2003	Spear Leeds.....	160,000	182,493	172,205	180,657	(1,836)			(8,452)	(8,452)	6,062	2,029
	Canada.....					160,000	182,493	172,205	180,657	(1,836)	0	0	(8,452)	(8,452)	6,062	2,029
1799999.....	Total - Bonds - States, Territories & Possessions.....					160,000	182,493	172,205	180,657	(1,836)	0	0	(8,452)	(8,452)	6,062	2,029
Bonds - Special Revenue and Special Assessment																
United States																
31288G-P3-0.....	FHLMC POOL # C77642 6.000% 03/01/33.....	05/15/2003	Greenwich Capital.....	12/04/2003	Bear Stearns.....	32,516	34,019	33,522	34,027	7			(505)	(505)	1,181	81
31288G-P3-0.....	FHLMC POOL # C77642 6.000% 03/01/33.....	05/15/2003	Greenwich Capital.....	12/01/2003	Paydown.....	6,301	6,593	6,301	6,301	(291)			0	0	136	16
3128GU-ZU-9.....	FHLMC POOL # E90755 6.000% 08/01/17.....	05/12/2003	Bear Stearns.....	06/12/2003	Bear Stearns.....	330,529	346,849	343,337	346,772	(77)			(3,434)	(3,434)	2,534	992
3128GU-ZU-9.....	FHLMC POOL # E90755 6.000% 08/01/17.....	05/12/2003	Bear Stearns.....	06/01/2003	Paydown.....	18,417	19,326	18,417	18,417	(909)			0	0	92	55
3128H3-ZP-9.....	FHLMC POOL # E96150 5.000% 05/01/18.....	06/12/2003	Bear Stearns.....	12/01/2003	Paydown.....	9,504	9,965	9,504	9,504	(460)			0	0	131	21
31400E-QZ-6.....	FNMA POOL # 685472 6.000% 04/01/18.....	05/14/2003	Bear Stearns.....	06/12/2003	Bear Stearns.....	142,048	149,372	148,107	149,338	(34)			(1,231)	(1,231)	1,089	426
31400E-QZ-6.....	FNMA POOL # 685472 6.000% 04/01/18.....	05/14/2003	Bear Stearns.....	06/01/2003	Paydown.....	7,390	7,771	7,390	7,390	(381)			0	0	37	22
31400S-BP-3.....	FNMA POOL # 695846 6.000% 04/01/18.....	05/12/2003	Bear Stearns.....	06/12/2003	Bear Stearns.....	123,946	130,298	129,233	130,269	(29)			(1,036)	(1,036)	950	372
31400S-BP-3.....	FNMA POOL # 695846 6.000% 04/01/18.....	05/12/2003	Bear Stearns.....	06/01/2003	Paydown.....	10,593	11,136	10,593	10,593	(543)			0	0	53	32
31400T-JG-3.....	FNMA POOL # 696963 6.000% 04/01/33.....	05/12/2003	Goldman Sachs.....	12/04/2003	Bear Stearns.....	187,364	196,000	192,926	195,938	(62)			(3,012)	(3,012)	6,808	406
31400T-JG-3.....	FNMA POOL # 696963 6.000% 04/01/33.....	05/12/2003	Goldman Sachs.....	12/01/2003	Paydown.....	12,456	13,030	12,456	12,456	(574)			0	0	336	27
31400T-XD-4.....	FNMA POOL # 697376 6.000% 06/01/33.....	05/14/2003	Salomon Brothers.....	12/04/2003	Bear Stearns.....	156,837	164,483	161,297	164,501	18			(3,204)	(3,204)	5,698	471
31400T-XD-4.....	FNMA POOL # 697376 6.000% 06/01/33.....	05/14/2003	Salomon Brothers.....	12/01/2003	Paydown.....	18,163	19,048	18,163	18,163	(885)			0	0	389	55
31401H-L9-1.....	FNMA POOL # 708752 5.000% 06/01/18.....	06/12/2003	Bear Stearns.....	12/01/2003	Paydown.....	43,397	45,540	43,397	43,397	(2,143)			0	0	657	96
31402A-RB-4.....	FNMA POOL # 723282 5.000% 06/01/18.....	06/12/2003	Bear Stearns.....	12/01/2003	Paydown.....	16,188	17,012	16,188	16,188	(825)			0	0	219	36
31402D-XU-9.....	FNMA POOL # 726191 5.000% 07/01/18.....	07/09/2003	Salomon Brothers.....	12/01/2003	Paydown.....	11,601	12,047	11,601	11,601	(446)			0	0	147	26
38373Q-TN-1.....	GNMA 2003-48A 2.712% 10/16/2004.....	04/30/2003	J.P. Morgan.....	12/01/2003	Paydown.....	2,202	2,191	2,202	2,202	11			0	0	20	5
	U.S.....					1,129,452	1,184,680	1,164,634	1,177,057	(7,623)	0	0	(12,422)	(12,422)	20,477	3,139
	Total States and US.....					1,129,452	1,184,680	1,164,634	1,177,057	(7,623)	0	0	(12,422)	(12,422)	20,477	3,139
3199999.....	Total - Bonds - Special Revenue & Assessment.....					1,129,452	1,184,680	1,164,634	1,177,057	(7,623)	0	0	(12,422)	(12,422)	20,477	3,139
Bonds - Industrial and Miscellaneous																
United States																
013817-AG-6.....	ALCOA INC 4.250% 08/15/07.....	07/25/2003	Morgan Stanley.....	12/08/2003	Morgan Stanley.....	120,000	125,435	124,036	124,969	(466)			(934)	(934)	4,193	2,338
06423A-AM-5.....	BANK ONE CORP 6.500% 02/01/06.....	06/04/2003	Banc One.....	12/05/2003	Bancamerica Securities.....	105,000	117,527	113,932	115,193	(2,333)			(1,261)	(1,261)	5,855	2,427
079860-AC-6.....	BELLSOUTH CORP 5.000% 10/15/06.....	06/19/2003	Merrill Lynch.....	12/15/2003	Various.....	40,000	43,886	42,643	43,458	(428)			(816)	(816)	1,133	383
14911R-AC-3.....	CATERPILLAR FINANCIAL SERVICES 6.875% 08/01/04.....	06/18/2003	Goldman Sachs.....	12/05/2003	Spear Leeds.....	130,000	138,099	134,401	134,712	(3,387)			(312)	(312)	7,671	3,525
													0	0		
166760-AA-6.....	CHEVRONTEXACO 3.500% 09/17/07.....	07/11/2003	Goldman Sachs.....	12/05/2003	Banc One.....	155,000	161,178	157,063	160,612	(566)			(3,549)	(3,549)	3,963	1,793
191219-BH-6.....	COCA COLA ENTERPRISES 5.375% 08/15/06.....	05/27/2003	D.L.J.....	12/08/2003	Morgan Stanley.....	80,000	87,878	85,434	86,613	(1,266)			(1,179)	(1,179)	3,536	1,254
345397-SU-8.....	FORD MOTOR CREDIT 7.600% 08/01/05.....	06/09/2003	Bancamerica Securities.....	12/05/2003	Banc One.....	10,000	10,775	10,671	10,601	(174)			70	70	652	277
36962G-XY-5.....	GENERAL ELECTRIC CAP CORP MTN 5.375% 03/15/07.....	08/13/2003	Various.....	12/05/2003	Spear Leeds.....	120,000	131,918	128,785	130,323	(1,595)			(1,538)	(1,538)	4,748	1,350
													0	0		

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

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
370425-RS-1.....	GENERAL MOTORS ACCEPT CORP.....	08/08/2003	Spear Leeds.....	12/05/2003	Banc One.....	10,000	10,705	10,752	10,589	(116)	.....	.....	.....162	162	302	58
	7.500% 07/15/05.....													0		
38141G-CS-1....	GOLDMAN SACHS GROUP 4.125% 01/15/08	05/21/2003	Goldman Sachs.....	12/04/2003	Bancamerica Securities.....	75,000	78,563	76,329	78,177	(385)	.....	.....	.....(1,848)	(1,848)	2,802	1,152
57629W-AC-4....	MASSMUTUAL GLOBAL FUNDING II 144A...	05/09/2003	J.P. Morgan.....	12/03/2003	DMG.....	85,000	89,799	88,072	88,486	(1,313)	.....	.....	.....(414)	(414)	3,953	1,762
	4.550% 05/30/05.....													0		
65473L-AC-8....	NISSAN AUTO.....	05/22/2003	Barclays Capital.....	12/04/2003	Banc One.....	75,000	76,043	75,457	75,606	(437)	.....	.....	.....(149)	(149)	1,105	70
	RECEIVABLES OWNER SER 2 2.600% 08/15													0		
65474P-AD-6....	NISSAN AUTO.....	05/22/2003	Barclays Capital.....	12/04/2003	Morgan Stanley.....	40,000	41,794	41,069	41,246	(548)	.....	.....	.....(177)	(177)	970	62
	RECEIVABLES OWNER SER 2 4.280% 10/16													0		
65474S-AD-0....	NISSAN AUTO.....	05/12/2003	Barclays Capital.....	12/04/2003	Banc One.....	110,000	115,792	113,713	114,144	(1,648)	.....	.....	.....(432)	(432)	2,867	.....
	RECEIVABLES OWNER SER 2 4.600% 09/17													0		
84534E-DG-0....	SOUTHWESTERN BELL TEL CO MTN.....	07/23/2003	Bancamerica Securities.....	09/26/2003	Merrill Lynch.....	35,000	40,063	39,711	39,857	(206)	.....	.....	.....(146)	(146)	944	507
	7.140% 08/06/07.....													0		
929903-AA-0....	WACHOVIA CORP 4.950% 11/01/06.....	06/10/2003	C.S. First Boston.....	12/04/2003	Bancamerica Securities.....	100,000	109,888	105,359	108,498	(1,390)	.....	.....	.....(3,139)	(3,139)	2,998	578
931142-BR-3....	WAL-MART STORES INC 4.375% 07/12/07...	07/10/2003	Dillon Read & Co.....	07/31/2003	J.P. Morgan.....	150,000	160,893	156,027	160,747	(146)	.....	.....	.....(4,720)	(4,720)	419	55
	United States.....					1,440,000	1,540,236	1,503,454	1,523,831	(16,404)	0	0	(20,382)	(20,382)	48,111	17,591
Foreign																
143658-AG-7.....	CARNIVAL CORP 7.050% 05/15/05.....	06/11/2003	Bear Stearns.....	11/05/2003	Dillon Read & Co.....	10,000	10,920	10,705	10,731	(189)	.....	.....	.....(26)	(26)	343	61
	Foreign.....					10,000	10,920	10,705	10,731	(189)	0	0	(26)	(26)	343	61
4599999.	Total - Bonds - Industrial & Miscellaneous.....					1,450,000	1,551,156	1,514,159	1,534,562	(16,593)	0	0	(20,408)	(20,408)	48,454	17,652
6099998.	Total - Bonds.....					16,009,452	16,290,162	16,209,705	16,250,457	(39,706)	0	0	(40,754)	(40,754)	217,458	107,994
7299999.	Total - Bonds, Preferred and Common Stocks.....					XXX	16,290,162	16,209,705	16,250,457	(39,706)	0	0	(40,754)	(40,754)	217,458	107,994

SCHEDULE D - PART 6 - SECTION 1

Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

1 CUSIP Identifi- cation	2 Description Name of Subsidiary, Controlled or Affiliated Company	3 NAIC Company Code or Alien Insurer Identification Number	4 NAIC Valuation Method (See SVO Purposes and Procedures manual)	5 Do Insurer's Assets Include Intangible Assets Connected with Holding of Such Company's Stock?	6 Total Amount of Such Intangible Assets	7 Book/Adjusted Carrying Value	Stock of Such Company Owned by Insurer on Statement Date	
							8 Number of Shares	9 % of Outstanding

Common Stocks

Investment Subsidiary

000000000.....	Andrews and Murray Associates, Inc.		8.3 b.ii.C.....	Yes.....	1,183,227	1,281,957	1,000.000	83.0
1699999.	Total - Common Stocks - Investment Subsidiary.....				1,183,227	1,281,957	XXX.....	XXX.....
1899999.	Total - Common Stocks.....				1,183,227	1,281,957	XXX.....	XXX.....
1999999.	Total - Preferred and Common Stock.....				1,183,227	1,281,957	XXX.....	XXX.....

1. Amount of insurer's capital and surplus from the prior period's statutory statement reduced by any admitted EDP, goodwill and net deferred tax assets included therein: \$.....0.
2. Total amount of intangible assets nonadmitted \$.....226,943.

SCHEDULE D - PART 6 - SECTION 2

1 CUSIP Identifi- cation	2 Name of Lower-tier Company	3 Name of Company Listed in Section 1 Which Controls Lower-tier Company	4 Total Amount of Intangible Assets Included in Amount Shown in Column 6, Section 1	Stock in Lower-Tier Company Owned Indirectly by Insurer on Statement Date	
				5 Number of Shares	6 % of Outstanding

NONE

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY

SCHEDULE DA - PART 1

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1	2	3	4	Interest		7	8	9	10	11	12	Interest		15	16	17
				5	6							13	14			
CUSIP Identifi- cation	Description	Date Acquired	Name of Vendor	Rate of	How Paid	Maturity Date	Book/Adjusted Carrying Value	Increase (Decrease) by Adjustment	Increase (Decrease) by Foreign Exchange Adjustment	Par Value	Actual Cost	Amount Due and Accrued Dec. 31 of Current Year on Bonds not in Default	Gross Amount Received	Paid for Accrued Interest	NAIC Design- nation	Effective Rate of Interest
U.S. Government Bonds - Issuer Obligations																
912828-AE-0..	US TREASURY NOTE.....	12/31/2003	Direct.....	..2.875	JD....	06/30/2004	403,595	(20)	.....	.....400,000	403,615	32	.....	.....	...1....	1.058
0199999.	U.S. Government Bonds- Issuer Obligations.....						403,595	(20)	0	400,000	403,615	32	0	0	...XXX.	XXX....
0399999.	Total - U.S. Government Bonds.....						403,595	(20)	0	400,000	403,615	32	0	0	...XXX.	XXX....
Totals																
5499999.	Total Bonds - Issuer Obligations.....						403,595	(20)	0	400,000	403,615	32	0	0	...XXX.	XXX....
6099999.	Total - Bonds.....						403,595	(20)	0	400,000	403,615	32	0	0	...XXX.	XXX....
Exempt Money Market Mutual Funds																
United States																
825252-30-7..	AIM SHORT TERM INVEST TRUST.....	04/01/2003	Direct.....			12/31/2004							334		...1....	
	United States.....						0	0	0	0	0	0	334	0	...XXX.	XXX....
7799999.	Exempt Money Market Mutual Funds.....						0	0	0	0	0	0	334	0	...XXX.	XXX....
Class One Money Market Mutual Funds																
United States																
665278-40-4..	NORTHERN INSTL GOVERNMENT PT.....	12/31/2003	Direct.....			12/31/2004	130,827				130,827	421			...1....	
783965-40-3..	SEI DAILY INC PRIME OBLIGATION.....	12/10/2002	Direct.....			12/31/2004							241		...1....	
825251-84-6..	AIM SHORT TERM INVEST PRIME.....	04/01/2003	Direct.....			12/31/2004							256		...1....	
S99990-76-0..	BLACKROCK PROVIDENT TEMP INST.....	04/01/2003	Direct.....			12/31/2004							1,499		...1....	
	United States.....						130,827	0	0	0	130,827	421	1,996	0	...XXX.	XXX....
7899999.	Class One Money Market Mutual Funds.....						130,827	0	0	0	130,827	421	1,996	0	...XXX.	XXX....
8099999.	Grand Total - Short-Term Investments.....						534,422	(a).....(20)	0	400,000	534,442	453	2,330	0	...XXX.	XXX....

(a) Includes \$.....0 other than accrual of discount and amortization of premium.

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

RESPONSE WORLDWIDE DIRECT AUTO INSURANCE COMPANY
SCHEDULE DM

For bonds and preferred stocks owned as of December 31, state the aggregate statement (admitted) value, the aggregate fair value, and the aggregate difference, if any, between them.

	1	2	3
	Statement (Admitted) Value	Fair Value (a)	Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
1. Bonds.....	16,221,078		(16,221,078)
2. Preferred stocks.....			0
3. Totals.....	16,221,078	0	(16,221,078)

(a) Amortized or book values shall not be substituted for fair values. Describe the sources or methods utilized in determining the fair values.

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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					
Bank of New York..... New York, New York.....				(1,930)	XXX
Chase Bank..... White Plains, New York.....				981,776	XXX
Provident Bank..... Cincinnati, Ohio.....				(268)	XXX
					XXX
					XXX
					XXX
					XXX
					XXX
0199999. Total - Open Depositories.....	XXX.....	0	0	979,578	XXX
0399999. Total Cash on Deposit.....	XXX.....	0	0	979,578	XXX
0599999. Total Cash.....	XXX.....	0	0	979,578	XXX

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

1. January.....	48,210	4. April.....	883,516	7. July.....	2,435,061	10. October.....	5,981,356
2. February.....	299,822	5. May.....	1,066,019	8. August.....	4,569,924	11. November.....	1,067,688
3. March.....	43,068	6. June.....	3,524,669	9. September.....	5,579,225	12. December.....	979,578

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned December 31 of Current Year

1	2	3	4	5	6	7	8
CUSIP Identification	Description	Date Acquired	Rate of Interest	Maturity	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Gross Investment Income

NONE

SCHEDULE E - PART 3 - 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
SPECIAL DEPOSITS WHICH ARE NOT FOR THE BENEFIT OF ALL POLICYHOLDERS						
Florida						
FL00001.	B.....	U.S. Treasury Note 2.875 Due 6-30-2004 JD3.....	Wachovia Bank, FL Rsd by Ins Code, Section 624.411.....	205,000	206,842	206,857
FL99999.	Florida	.....	.....	.....205,000	206,842	206,857
Louisiana						
LA00001.	B.....	U.S. Treasury Note 2.875 Due 6-30-2004 JD3.....	Hibernia National Bank, LA Rsd by Ins Code, Sections 1021 to 1025.....	20,000	20,180	20,181
LA99999.	Louisiana	.....	.....	.....20,000	20,180	20,181
9999997	Total - All Special Deposits NOT Held for Benefit of all Policyholders, Claimants, & Creditors of the Company....	.....	.....	.....225,000	227,022	227,038
SPECIAL DEPOSITS WHICH ARE FOR THE BENEFIT OF ALL POLICYHOLDERS						
Kentucky						
KY00001.	B.....	U.S. Treasury Note 2.875 Due 6-30-2004 JD3.....	National City Bank of Kentucky, KY Rsd by Ins Code 304.3-140(1).....	1,500,000	1,513,481	1,513,590
KY99999.	Kentucky	.....	.....	.....1,500,000	1,513,481	1,513,590
9999998.	Total - All Special Deposits Held for Benefit of all Policyholders, Claimants, & Creditors of the Company.....	.....	.....	.....1,500,000	1,513,481	1,513,590
9999999.	Totals.....	.....	.....	.....1,725,000	1,740,503	1,740,628

(a) Including \$.....0 cash and short-term investments as defined in SSAP No. 2 of the NAIC Accounting Practices and Procedures Manual.