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QUARTERLY STATEMENT

As of March 31, 2011

of the Condition and Affairs of the

BUCKEYE STATE MUTUAL INSURANCE COMPANY

NAIC Group Code.....46, 46 (Current Period) (Prior Period) — NAIC Company Code..... 16713 — Employer's ID Number..... 31-6035649

Organized under the Laws of Ohio — State of Domicile or Port of Entry Ohio — Country of Domicile US

Incorporated/Organized..... January 28, 1897 — Commenced Business..... April 30, 1879

Statutory Home Office	One Heritage Place….. Piqua ..... OH ..... 45356-4888 *(Street and Number) (City or Town, State and Zip Code)*	
Main Administrative Office	One Heritage Place….. Piqua ..... OH ..... 45356-4888 *(Street and Number) (City or Town, State and Zip Code)*	937-778-5000 *(Area Code) (Telephone Number)*
Mail Address	One Heritage Place….. Piqua ..... OH ..... 45356-4888 *(Street and Number or P. O. Box) (City or Town, State and Zip Code)*	
Primary Location of Books and Records	One Heritage Place….. Piqua ..... OH ..... 45356-4888 *(Street and Number) (City or Town, State and Zip Code)*	937-778-5000 *(Area Code) (Telephone Number)*
Internet Web Site Address	www.Buckeye-Ins.Com	
Statutory Statement Contact	Robert E. Bornhorst *(Name)*	937-778-5000 *(Area Code) (Telephone Number) (Extension)*
	rob.bornhorst@buckeye-ins.com *(E-Mail Address)*	937-778-5019 *(Fax Number)*

OFFICERS

Name	Title	Name	Title
1. R. Douglas Haines	President & CEO	2. Lisa Lyn Wesner	VP & Secretary
3. Robert E. Bornhorst	Sr VP, Treasurer, & CFO	4.	

OTHER

John Michael Brooks	Sr VP - Insurance Operations	Craig Allen Curcio	VP - Controller
John Evans Davis	Sr VP - Claims	R. Christopher Haines	VP - Technical Operations
Steven Charles Moeller	VP - Sales & Marketing		

DIRECTORS OR TRUSTEES

Donald E. Benschneider	R. Douglas Haines	John S. Haldeman II	Thomas C. Lynch
Richard J. Seitz	J. MacAlpine Smith	James A. Stahl	William L. Sweet Jr.
Ralph F Thiele			

State of........ Ohio
County of..... Miami

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. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

(Signature)	(Signature)	(Signature)
R. Douglas Haines	Lisa Lyn Wesner	Robert E. Bornhorst
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President & CEO	VP & Secretary	Sr VP, Treasurer, & CFO
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This ________ day of ________________

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	36,816,691		36,816,691	36,502,623
2. Stocks:				
2.1 Preferred stocks	560,720		560,720	525,102
2.2 Common stocks	7,376,281	50,053	7,326,228	7,081,879
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)	1,497,498		1,497,498	1,549,419
4.2 Properties held for the production of income (less $..........0 encumbrances)	325,226		325,226	332,204
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($.....(205,117)), cash equivalents ($..........0) and short-term investments ($.....1,352,283)	1,147,166		1,147,166	848,145
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	47,723,582	50,053	47,673,529	46,839,372
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	278,659		278,659	343,250
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	4,213,122		4,213,122	3,365,344
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	7,424,394		7,424,394	8,279,480
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
161. Amounts recoverable from reinsurers	1,651,880		1,651,880	921,642
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon	312,392		312,392	312,392
18.2 Net deferred tax asset	1,690,018		1,690,018	1,688,545
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	320,625	30,690	289,935	249,332
21. Furniture and equipment, including health care delivery assets ($..........0)	43,906	43,906	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	43,354		43,354	37,080
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	226,101	226,101	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	63,928,033	350,750	63,577,283	62,036,437
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	63,928,033	350,750	63,577,283	62,036,437

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Other	76,000	76,000	0	
2502. Company owned automobile	150,101	150,101	0	
2503.			0	
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	226,101	226,101	0	0

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....3,070,384)	13,259,103	13,279,138
2.	Reinsurance payable on paid losses and loss adjustment expenses	97,001	41,388
3.	Loss adjustment expenses	1,683,960	1,594,659
4.	Commissions payable, contingent commissions and other similar charges	2,607,703	2,879,634
5.	Other expenses (excluding taxes, licenses and fees)	869,218	869,523
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	505,599	434,478
7.1	Current federal and foreign income taxes (including $..........0 on realized capital gains (losses))		
7.2	Net deferred tax liability		
8.	Borrowed money $..........0 and interest thereon $.....37,594	37,594	37,669
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....11,200,475 and including warranty reserves of $..........0)	18,267,784	18,021,417
10.	Advance premium	1,124,916	751,436
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	2,519,540	1,403,928
13.	Funds held by company under reinsurance treaties	1,080,447	1,084,274
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates		
20.	Derivatives		
21.	Payable for securities	3,504	
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $..........0 and interest thereon $..........0		
25.	Aggregate write-ins for liabilities	450,388	476,879
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	42,506,757	40,874,423
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	42,506,757	40,874,423
29.	Aggregate write-ins for special surplus funds	111,493	124,741
30.	Common capital stock		
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes	6,200,000	6,200,000
34.	Gross paid in and contributed surplus		
35.	Unassigned funds (surplus)	14,759,037	14,837,273
36.	Less treasury stock, at cost:		
	36.1 ....0.000 shares common (value included in Line 30 $..........0)		
	36.2 ....0.000 shares preferred (value included in Line 31 $..........0)		
37.	Surplus as regards policyholders (Lines 29 to 35, less 36)	21,070,530	21,162,014
38.	Totals	63,577,287	62,036,437

DETAILS OF WRITE-INS

2501.	Line 15 from 2000 Annual Statement		
2502.	Ceded commissions in excess of costs	450,388	476,879
2503.			
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	450,388	476,879
2901.	Additional admitted deferred tax assets	111,493	124,741
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	111,493	124,741
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....15,229,332)	15,326,908	14,828,384	61,427,518
1.2 Assumed (written $.....73,934)	72,665	91,648	347,172
1.3 Ceded (written $.....5,448,534)	5,791,208	5,735,948	23,692,379
1.4 Net (written $.....9,854,732)	9,608,365	9,184,084	38,082,311
DEDUCTIONS:			
2. Losses incurred (current accident year $.....6,273,800):			
2.1 Direct	8,847,673	8,448,729	44,606,802
2.2 Assumed	49,170	(87,652)	105,438
2.3 Ceded	2,739,229	2,930,485	18,838,690
2.4 Net	6,157,614	5,430,592	25,873,550
3. Loss adjustment expenses incurred	780,347	740,490	2,852,681
4. Other underwriting expenses incurred	3,193,799	3,068,982	11,903,447
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	10,131,759	9,240,064	40,629,678
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(523,394)	(55,980)	(2,547,367)
INVESTMENT INCOME			
9. Net investment income earned	91,179	116,938	595,038
10. Net realized capital gains (losses) less capital gains tax of $..........0	66,001	(449)	(48,468)
11. Net investment gain (loss) (Lines 9 + 10)	157,180	116,489	546,570
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $..........0)	0		
13. Finance and service charges not included in premiums	73,889	80,505	309,404
14. Aggregate write-ins for miscellaneous income	0	0	0
15. Total other income (Lines 12 through 14)	73,889	80,505	309,404
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(292,325)	141,013	(1,691,393)
17. Dividends to policyholders			
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	(292,325)	141,013	(1,691,393)
19. Federal and foreign income taxes incurred			(217,867)
20. Net income (Line 18 minus Line 19) (to Line 22)	(292,325)	141,013	(1,473,526)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	21,162,013	20,423,980	20,423,980
22. Net income (from Line 20)	(292,325)	141,013	(1,473,526)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $..........0	188,739	128,117	338,326
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax		117,915	919,563
27. Change in nonadmitted assets	12,102	46,362	38,040
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			915,629
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	(91,484)	433,407	738,032
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	21,070,529	20,857,388	21,162,013

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. Lines 23 and 29 from 2000 Annual Statement			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0
3701. Additional admitted deferred tax asset	(13,248)		124,741
3702. Reclassification of additional admitted deferred tax assets to special surplus funds	13,248		(124,741)
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

		1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CASH FROM OPERATIONS			
1.	Premiums collected net of reinsurance	11,351,132	7,673,767	35,275,335
2.	Net investment income	254,585	212,308	896,579
3.	Miscellaneous income	73,889	80,505	309,404
4.	Total (Lines 1 through 3)	11,679,606	7,966,580	36,481,318
5.	Benefit and loss related payments	6,852,274	6,000,148	24,128,891
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	4,085,960	3,724,628	14,209,803
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)		400,000	(1,102,363)
10.	Total (Lines 5 through 9)	10,938,233	10,124,776	37,236,331
11.	Net cash from operations (Line 4 minus Line 10)	741,373	(2,158,196)	(755,013)
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	3,339,915	1,197,980	5,152,239
	12.2 Stocks		60,621	217,145
	12.3 Mortgage loans			
	12.4 Real estate			
	12.5 Other invested assets			
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
	12.7 Miscellaneous proceeds	3,504	169,544	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	3,343,419	1,428,144	5,369,384
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	3,644,546	1,736,828	7,142,286
	13.2 Stocks	71,095	4,269	400,200
	13.3 Mortgage loans			
	13.4 Real estate			128,459
	13.5 Other invested assets			
	13.6 Miscellaneous applications		152,163	
	13.7 Total investments acquired (Lines 13.1 to 13.6)	3,715,641	1,893,260	7,670,945
14.	Net increase (decrease) in contract loans and premium notes			
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(372,221)	(465,116)	(2,301,561)
	CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes			
	16.2 Capital and paid in surplus, less treasury stock			
	16.3 Borrowed funds			(37,669)
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			
	16.6 Other cash provided (applied)	(70,131)	(103,633)	7,974
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(70,131)	(103,633)	(29,695)
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18.	Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	299,021	(2,726,945)	(3,086,269)
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	848,146	3,934,415	3,934,415
	19.2 End of period (Line 18 plus Line 19.1)	1,147,167	1,207,470	848,146

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001				

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of Buckeye State Mutual Insurance Company have been prepared on the basis of accounting practices prescribed or permitted by the Ohio Insurance Department.

The state of Ohio requires insurance companies domiciled in the state of Ohio to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual subject to any deviations prescribed or permitted by the Ohio Insurance Department

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

B. Loan-Backed Securities

1. Prepayment assumptions for single class and multi-class mortgage backed / asset-backed securities were obtained from broker dealer survey values.

2.

		(1) Amortized Cost Basis Before Other-than-Temporary Impairment	(2) Other-than-Temporary Impairment Recognized in Loss	(3) Fair Value 1-2
OTTI recognized 1st Quarter				
a.	Intent to sell	$ -	$ -	$ -
b.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
c.	Total 1st Quarter	$ -	$ -	$ -
OTTI recognized 2nd Quarter				
d.	Intent to sell	$ -	$ -	$ -
e.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
f.	Total 2nd Quarter	$ -	$ -	$ -
OTTI recognized 3rd Quarter				
g.	Intent to sell	$ -	$ -	$ -
h.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
i.	Total 3rd Quarter	$ -	$ -	$ -
OTTI recognized 4th Quarter				
j.	Intent to sell	$ -	$ -	$ -
k.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
l.	Total 4th Quarter	$ -	$ -	$ -
m.	Annual Aggregate Total	$ -	$ -	$ -

NOTES TO FINANCIAL STATEMENTS

3.

(1) CUSIP	(2) Book/Adjusted Carrying Value Amortized Cost Before Current Period OTTI	(3) Present Value of Projected Cash Flows	(4) Recognized Other-Than-Temporary Impairment	(5) Amortized Cost After Other-Than-Temporary Impairment	(6) Fair Value at time of OTTI	(7) Date of Financial Statement Where Reported
			NONE			
Total	XXX	XXX	-	XXX	XXX	XXX

4. All impaired securities (fair value is less than cost or amortized cost) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

   a. The aggregate amount of unrealized losses:
      1. Less than 12 months $ 63,438
      2. 12 months or longer $ 78,981
   b. The aggregate related fair value of securities with unrealized losses:
      1. Less than 12 months $ 10,248,154
      2. 12 months or longer $ 677,849

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant change.

Note 11 - Debt

No significant change.

Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No significant change.

Note 13 - Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

No significant change.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

B. Wash Sales

5. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.

   The were no securities with an NAIC designation 3 or below that were sold during the year and reacquired within 30 days of the sale.

Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

No significant change.

Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No significant change.

Note 20 - Fair Value

A.

1. Fair Value Measurement at Reporting Date:

Description	Level 1	Level 2	Level 3	Total
Assets at fair value				
Perpetual Preferred Stock				
Industrial & Misc	328,233			328,233
Total Preferred Stock	328,233			328,233
Bonds				
RMBS			166,660	166,660
Total Bonds			166,660	166,660
Common Stock				
Industrial & Misc	140,728			140,728
Mutual Funds	4,048,706			4,048,706
Parents, Subsidiaries & Affiliates	3,186,847			3,186,847
Total Common Stock	7,376,281			7,376,281
Total Assets at Fair Value	7,704,514		166,660	7,704,514

2. Fair Value Measurement in (Level 3) of the Fair Value

	Balance at 01/01/2010	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases, issuances, sales, and settlements	Balance at 12/31/2010
RMBS	171,358			(4,976)	278		166,660

NOTES TO FINANCIAL STATEMENTS

3. The following is the detail information related to the security classified as a Level 3:

CUSIP **Description**	**23242MAD3** **CWL 2006-S3 A4**
Types of Underlying Loans	PRIME
Collateral	RMBS
	ABS-HEL
Guarantees or other Credit Enhancements	FGIC
Seniority Level	Senior
Year of Issue	6/1/2006
Weighted-average Coupon Rate of the Underlying Loans	8.19%
Weighted-average Maturity of the Underlying Loans (years)	10.17
Moody's Rating	C
S&P Rating	D
Fitch Rating	
Yield	8%
Constant Default Rate for Underlying Loans 60+ days delinquent	100 CDR
Loss Severity for Underlying Loans 60+ days delinquent	100
Constant Default Rate for Underlying Loans < 60 days delinquent ramp	12 CDR - .05 CDR
Loss Severity for Underlying Loans < 60 days delinquent ramp	100
Prepayment Rate	10 CPR
Top Geographic Concentrations of Underlying Loans (state and %)	
	CA 19.0
	MI 8.9
	FL 6.2

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2010 were $14.87 million. As of March 31, 2011, $3.342 million has been paid for incurred losses and loss adjusting expense attributable to insured events of prior years. Reserves remaining for prior years are now $5.215 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore there has been a $.2 million favorable prior year development since December 31, 2010 to March 31, 2001. The decrease is generally the result on ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. The Company does not have retrospectively rated policies.

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - High Deductibles

No significant change.

Note 32 - Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

Not applicable - The Company does not write Financial Guaranty Insurance.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [ ] No [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [ ] No [ ]

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [ ] No [X]

2.2 If yes, date of change: ....

3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [ ] No [X]
If yes, complete the Schedule Y-Part 1 - Organizational chart.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [ ] No [X] N/A [ ]
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2007......................

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2007......................

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/16/2009........................

6.4 By what department or departments?
Ohio

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [ ] N/A [ ]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [ ] N/A [ ]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [ ] No [X]

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [ ] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [ ] No [X]

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No [ ]
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

9.2 Has the code of ethics for senior managers been amended? Yes [ ] No [X]

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [ ] No [X]

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No [ ]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $..........................43,354

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [X]

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: $...................................0

13. Amount of real estate and mortgages held in short-term investments: $...................................0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [X] No [ ]

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 0	$ 0
14.22	Preferred Stock	$ 0	$ 0
14.23	Common Stock	$ 3,205,990	$ 3,208,350
14.24	Short-Term Investments	$ 0	$ 0
14.25	Mortgage Loans on Real Estate	$ 0	$ 0
14.26	All Other	$ 0	$ 0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 3,205,990	$ 3,208,350
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [ ]
If no, attach a description with this statement.

16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III. Conducting Examinations, F-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No [ ]

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
MainSource Bank	335 South Main Street, Troy Ohio 45373

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [ ] No [X]

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

16.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
109875	Asset Allocation & Management Company	30 North LaSalle Street Chicago, Il 60602
104751	Asset Allocation & Management Company (Zazove)	30 North LaSalle Street Chicago, Il 60602

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No [ ]

17.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2

PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [ ] No [X] N/A [ ]
   If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [ ] No [X]
   If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [ ] No [X]

3.2 If yes, give full and complete information thereto:

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation liabilities tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero? Yes [ ] No [X]

4.2 If yes, complete the following schedule:

1	2	3	Total Discount				Discount Taken During Period			
			4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Disc. Rate	Unpaid Losses	Unpaid LAE	IBNR	Total	Unpaid Losses	Unpaid LAE	IBNR	Total
	....	....	....	....	....	0	....	....	....	0
Total....................................	........XXX...	........XXX........	0	0	0	0	0	0	0	0

5. Operating Percentages:
   5.1 A&H loss percent 0.0 %
   5.2 A&H cost containment percent 0.0 %
   5.3 A&H expense percent excluding cost containment expenses 0.0 %

6.1 Do you act as a custodian for health savings accounts? Yes [ ] No [X]

6.2 If yes, please provide the amount of custodial funds held as of the reporting date. 0

6.3 Do you act as an administrator for health savings accounts? Yes [ ] No [X]

6.4 If yes, please provide the amount of funds administered as of the reporting date. 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Is Insurer Authorized? (YES or NO)

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama AL	N						
2. Alaska AK	N						
3. Arizona AZ	L						
4. Arkansas AR	N						
5. California CA	N						
6. Colorado CO	L	635,902	456,797	272,546	152,779	309,077	48,360
7. Connecticut CT	N						
8. Delaware DE	N						
9. District of Columbia DC	N						
10. Florida FL	N						
11. Georgia GA	N						
12. Hawaii HI	N						
13. Idaho ID	N						
14. Illinois IL	L						
15. Indiana IN	L	2,736,267	2,872,362	1,573,701	1,347,824	4,240,291	4,420,290
16. Iowa IA	L	1,460,279	1,529,334	740,954	1,383,893	1,586,912	1,343,288
17. Kansas KS	L	3,669,597	3,523,719	1,860,440	1,373,482	3,485,723	3,258,392
18. Kentucky KY	N						
19. Louisiana LA	N						
20. Maine ME	N						
21. Maryland MD	N						
22. Massachusetts MA	N						
23. Michigan MI	L						
24. Minnesota MN	L						
25. Mississippi MS	N						
26. Missouri MO	N						
27. Montana MT	N						
28. Nebraska NE	L	1,629,132	1,648,344	910,544	1,077,097	1,679,354	1,884,079
29. Nevada NV	N						
30. New Hampshire NH	N						
31. New Jersey NJ	N						
32. New Mexico NM	L						
33. New York NY	N						
34. North Carolina NC	N						
35. North Dakota ND	L						
36. Ohio OH	L	4,388,168	4,569,026	2,215,118	2,279,830	6,101,111	6,225,330
37. Oklahoma OK	N						
38. Oregon OR	N						
39. Pennsylvania PA	N						
40. Rhode Island RI	N						
41. South Carolina SC	N						
42. South Dakota SD	L	709,987	502,592	506,493	392,816	394,835	153,598
43. Tennessee TN	N						
44. Texas TX	N						
45. Utah UT	N						
46. Vermont VT	N						
47. Virginia VA	N						
48. Washington WA	N						
49. West Virginia WV	N						
50. Wisconsin WI	L						
51. Wyoming WY	N						
52. American Samoa AS	N						
53. Guam GU	N						
54. Puerto Rico PR	N						
55. US Virgin Islands VI	N						
56. Northern Mariana Islands MP	N						
57. Canada CN	N						
58. Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59. Totals	(a) 14	15,229,332	15,102,174	8,079,795	8,007,720	17,797,303	17,333,338
DETAILS OF WRITE-INS							
5801.	XXX						
5802.	XXX						
5803.	XXX						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
5899. Totals (Lines 5801 thru 5803 + Line 5898) (Line 58 above)	XXX	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

NONE

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire	1,441,240	642,820	44.6	48.3
2. Allied lines			0.0	
3. Farmowners multiple peril	3,913,560	1,955,898	50.0	75.8
4. Homeowners multiple peril	3,625,161	2,032,875	56.1	51.0
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	107,459	(110)	(0.1)	1.3
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	207,549	92,602	44.6	(71.5)
17.2 Other liability-claims made			0.0	
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	3,119,414	2,273,680	72.9	44.9
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage	2,912,525	1,849,902	63.5	70.8
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	15,326,908	8,847,669	57.7	57.0
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	1,184,639	1,184,639	1,445,675
2. Allied lines			
3. Farmowners multiple peril	4,264,192	4,264,192	3,980,731
4. Homeowners multiple peril	3,054,125	3,054,125	3,198,477
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	97,924	97,924	118,308
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence	256,502	256,502	234,870
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	3,191,424	3,191,424	3,252,855
19.3 19.4 Commercial auto liability			
21. Auto physical damage	3,180,526	3,180,526	2,871,258
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	15,229,332	15,229,332	15,102,174
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2011 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2011 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2011 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2008 + Prior	1,377	577	1,954	595	2	597	702	2	459	1,163	(80)	(114)	(194)
2. 2009	1,712	1,801	3,513	481	8	489	1,498	112	1,580	3,190	267	(101)	166
3. Subtotals 2009 + Prior	3,089	2,378	5,467	1,076	10	1,086	2,200	114	2,039	4,353	187	(215)	(28)
4. 2010	5,099	4,306	9,405	1,780	476	2,256	3,641	184	3,176	7,001	322	(470)	(148)
5. Subtotals 2010 + Prior	8,188	6,684	14,872	2,856	486	3,342	5,841	298	5,215	11,354	509	(685)	(176)
6. 2011	XXX	XXX	XXX	XXX	3,526	3,526	XXX	2,067	1,522	3,589	XXX	XXX	XXX
7. Totals	8,188	6,684	14,872	2,856	4,012	6,868	5,841	2,365	6,737	14,943	509	(685)	(176)
8. Prior Year-End's Surplus As Regards Policyholders	21,162										Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. 6.2 %	2. (10.2)%	3. (1.2)%
													Col. 13, Line 7 Line 8
													4. (0.8)%

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?	NO

Explanation:

1.
2.
3.
4.

Bar Code:

* 1 6 7 1 3 2 0 1 1 4 9 0 0 0 0 0 1 *

* 1 6 7 1 3 2 0 1 1 4 5 5 0 0 0 0 1 *

* 1 6 7 1 3 2 0 1 1 3 6 5 0 0 0 0 1 *

* 1 6 7 1 3 2 0 1 1 5 0 5 0 0 0 0 1 *

Overflow Page for Write-Ins

NONE

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,881,624	1,897,641
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		128,459
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation	58,900	144,476
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	1,822,724	1,881,624
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	1,822,724	1,881,624

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and mortgage interest points and commitment fees		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		
10. Deduct current year's other than temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	44,159,656	41,683,211
2. Cost of bonds and stocks acquired	3,715,641	7,542,486
3. Accrual of discount	3,689	14,388
4. Unrealized valuation increase (decrease)	188,741	494,340
5. Total gain (loss) on disposals	66,001	(6,173)
6. Deduct consideration for bonds and stocks disposed of	3,339,915	5,369,384
7. Deduct amortization of premium	40,120	169,848
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		29,364
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	44,753,691	44,159,656
11. Deduct total nonadmitted amounts	50,053	50,053
12. Statement value at end of current period (Line 10 minus Line 11)	44,703,638	44,109,603

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	34,249,738	8,026,152	7,128,013	(32,177)	35,115,700			34,249,738
2. Class 2 (a)	2,856,985	8,650	386,122	(3,811)	2,475,702			2,856,985
3. Class 3 (a)	328,251		11,000	(255)	327,996			328,251
4. Class 4 (a)	103,514			(188)	92,326			103,514
5. Class 5 (a)								
6. Class 6 (a)	171,358			(4,698)	166,660			171,358
7. Total Bonds	37,709,846	8,034,802	7,525,135	(41,129)	38,178,385	0	0	37,709,846
PREFERRED STOCK								
8. Class 1								
9. Class 2	391,316	1,148		(5,120)	387,345			391,316
10. Class 3	144,786	28,590			173,375			133,786
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	536,102	29,738	0	(5,120)	560,720	0	0	525,102
15. Total Bonds and Preferred Stock	38,245,948	8,064,540	7,525,135	(46,249)	38,739,105	0	0	38,234,948

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 $..........0; NAIC 2 $..........0; NAIC 3 $..........0; NAIC 4 $..........0; NAIC 5 $..........0; NAIC 6 $..........0.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals	1,352,283	XXX	1,352,283	90	297

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,207,223	1,519,158
2. Cost of short-term investments acquired	4,390,256	13,112,428
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	4,245,196	13,424,363
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	1,352,283	1,207,223
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,352,283	1,207,223

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
38376G GV 6	GNR 2010-52B		02/03/2011	J.P. Morgan Securities, Inc.		355,469	350,000	294	1
0599999.	Total - Bonds - U.S. Government					355,469	350,000	294	XXX
Bonds - U.S. Special Revenue and Special Assessment									
3138A2 W4 7	FN AH 1566		02/08/2011	RBS Gren		517,604	498,671	623	1
31416W 6G 2	FNAB 1770		02/08/2011	Nomura		469,487	489,686	571	1
3138A7 NY 0	FNAH 5806		02/15/2011	RBS Gren		346,960	348,868	577	1
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					1,334,051	1,337,225	1,771	XXX
Bonds - Industrial and Miscellaneous									
02261W AB 5	Alza Corp		02/01/2011	CSFB		4,288	5,000		2
02261W AB 5	Alza Corp		02/11/2011	CSFB		4,363	5,000		2
064149 D8 7	Bank of Nova Scotia		03/22/2011	Barclays		324,461	325,000		1
156708 AR 0	Cephalon Inc		03/16/2011	Barclays		5,331	5,000	49	1
2515A1 4E 8	Deutsche Bank AG		01/04/2011	Deutche Banc Securities		349,678	350,000		1
25459H AY 1	Directv Holdings/Finance		03/07/2011	MSDW		199,622	200,000		1
316773 CK 4	Fifth Third Bancorp		01/20/2011	J.P. Morgan Securities, Inc.		69,917	70,000		1
458140 AF 7	Intel Corporation		03/16/2011	CSFB		17,550	15,000	68	1
459902 AQ 5	International Game Technology		02/15/2011	J.P. Morgan Securities, Inc.		28,816	25,000	241	1
459902 AQ 5	International Game Technology		02/17/2011	Citigroup		11,538	10,000	101	1
459902 AQ 5	International Game Technology		02/22/2011	Barclays		5,724	5,000	51	1
46185R AK 6	Introven Corp (Life Technologies)		03/02/2011	CSFB		5,806	5,000	5	1
46185R AK 6	Introven Corp (Life Technologies)		03/01/2011	CSFB		5,806	5,000	4	1
46185R AK 6	Introven Corp (Life Technologies)		03/09/2011	Barclays		5,788	5,000	6	1
46185R AK 6	Introven Corp (Life Technologies)		03/23/2011	Nomura		5,651	5,000	9	1
46185R AK 6	Introven Corp (Life Technologies)		02/28/2011	CSFB		5,819	5,000	4	1
46185R AK 6	Introven Corp (Life Technologies)		02/23/2011	Deutche Banc Securities		5,812	5,000	3	1
46185R AK 6	Introven Corp (Life Technologies)		02/23/2011	Barclays		5,790	5,000	3	1
46185R AK 6	Introven Corp (Life Technologies)		02/04/2011	Wells Fargo		28,900	25,000	181	1
47102X AG 0	Janus Capital Group Inc		03/16/2011	Nomura		11,529	10,000	60	1
494550 BG 0	Kinder Morgan		02/23/2011	MSDW		54,990	55,000		1
60871R AA 8	Molson Coors Brewing Company		01/07/2011	Barclays		5,719	5,000	56	1
60871R AA 8	Molson Coors Brewing Company		01/07/2011	Deutche Banc Securities		5,731	5,000	56	1
767201 AC 0	Rio Tinton Financial USA Ltd		02/08/2011	Citigroup		171,413	150,000	704	1
88163V AE 9	Teva Pharm (Series C)		03/14/2011	Nomura		22,675	20,000	6	1
88163V AE 9	Teva Pharm (Series C)		03/08/2011	Jefferies and Company		5,725	5,000	1	1
88163V AE 9	Teva Pharm (Series C)		03/07/2011	Deutche Banc Securities		5,710	5,000	1	1
88163V AE 9	Teva Pharm (Series C)		02/28/2011	Nomura		11,525	10,000	2	1
88163V AE 9	Teva Pharm (Series C)		02/24/2011	Merrill Lynch		5,749	5,000	1	1
88163V AE 9	Teva Pharm (Series C)		02/24/2011	Deutche Banc Securities		5,751	5,000	1	1
88163V AE 9	Teva Pharm (Series C)		02/08/2011	Nomura		5,816	5,000	0	1

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
89152U AF 9	Total Capital SA		01/21/2011	CSFB		198,496	200,000		1
949746 QU 8	Wells Fargo & Co		02/10/2011	CSFB		201,348	200,000	4,333	1
949746 QU 8	Wells Fargo & Co		02/15/2011	Wells Fargo		152,190	150,000	3,296	1
3899999.	Total - Bonds - Industrial & Miscellaneous					1,955,026	1,905,000	9,244	XXX
8399997.	Total - Bonds - Part 3					3,644,546	3,592,225	11,309	XXX
8399999.	Total - Bonds					3,644,546	3,592,225	11,309	XXX
Preferred Stocks - Industrial and Miscellaneous									
15189T 20 6	CenterPoint Energy (TWX)		03/16/2011	Nomura	260.000	9,051			RP3LFE
64944P 30 7	New York Community Bancorp		03/28/2011	NOV	100.000	5,035			RP3LFE
64944P 30 7	New York Community Bancorp		03/31/2011	Merrill Lynch	70.000	3,504			RP3LFE
854502 30 9	Stanley Black & Decker		02/23/2011	Citigroup	5.000	574			RP2LFE
854502 30 9	Stanley Black & Decker		02/23/2011	Daiwa Capital Markets	5.000	575			RP2LFE
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					18,738	XXX	0	XXX
8999997.	Total - Preferred Stocks - Part 3					18,738	XXX	0	XXX
8999999.	Total - Preferred Stocks					18,738	XXX	0	XXX
Common Stocks - Industrial and Miscellaneous									
881624 20 9	Teva Pharmaceutical Industries		02/02/2011	Converted	98.000	7,214	XXX		L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					7,214	XXX	0	XXX
Common Stocks - Mutual Funds									
022865 10 9	Amana Income		03/10/2011	Ameriprise	23.091	746	XXX		L
022865 10 9	Amana Income		01/04/2011	Ameriprise	1.043	33	XXX		L
022865 10 9	Amana Income		01/05/2011	Ameriprise	23.241	742	XXX		L
02368A 82 8	American Beacon Balanced Plan		01/05/2011	Ameriprise	92.058	1,124	XXX		L
02368A 82 8	American Beacon Balanced Plan		03/10/2011	Ameriprise	93.609	1,156	XXX		L
04315J 40 7	Artio Intl Equity - A		01/05/2011	Ameriprise	132.822	3,912	XXX		L
04315J 40 7	Artio Intl Equity - A		03/10/2011	Ameriprise	101.485	2,946	XXX		L
128119 10 4	Calamos Growth & Inc		01/05/2011	Ameriprise	74.275	2,360	XXX		L
128119 10 4	Calamos Growth & Inc		03/10/2011	Ameriprise	52.279	1,678	XXX		L
192476 10 9	Cohen & Steers Realty Fund		01/05/2011	Ameriprise	14.182	832	XXX		L
192476 10 9	Cohen & Steers Realty Fund		03/10/2011	Ameriprise	13.842	839	XXX		L
277907 10 1	Eaton Inc Fund Boston		01/04/2011	Ameriprise	5.406	32	XXX		L
277907 10 1	Eaton Inc Fund Boston		03/10/2011	Ameriprise	87.896	522	XXX		L
277907 10 1	Eaton Inc Fund Boston		03/02/2011	Ameriprise	5.358	32	XXX		L
277907 10 1	Eaton Inc Fund Boston		02/02/2011	Ameriprise	5.804	34	XXX		L
277907 10 1	Eaton Inc Fund Boston		01/05/2011	Ameriprise	84.254	495	XXX		L
277905 83 2	Eaton Vance Group Utilities		01/05/2011	Ameriprise	262.125	2,653	XXX		L
277905 83 2	Eaton Vance Group Utilities		03/11/2011	Ameriprise	18.330	189	XXX		L
277905 83 2	Eaton Vance Group Utilities		03/10/2011	Ameriprise	198.796	2,014	XXX		L
277905 83 2	Eaton Vance Group Utilities		02/11/2011	Ameriprise	18.313	189	XXX		L
277905 83 2	Eaton Vance Group Utilities		01/13/2011	Ameriprise	18.750	188	XXX		L

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
422352 50 0	Heartland Funds		01/05/2011	Ameriprise	101.196	3,035	XXX		L
422352 50 0	Heartland Funds		03/10/2011	Ameriprise	69.516	2,107	XXX		L
422352 50 0	Heartland Funds		01/04/2011	Ameriprise	7.377	220	XXX		L
464287 68 9	I SHARES Tr Russell 3000 Index		03/30/2011	Vanguard	5.994	475	XXX		L
464287 17 6	IShares Barclays		01/05/2011	Ameriprise	5.000	536	XXX		L
464287 17 6	IShares Barclays		03/10/2011	Ameriprise	5.000	545	XXX		L
464286 65 7	IShares MSCI Bric Index		01/05/2011	Ameriprise	25.000	1,250	XXX		L
464286 65 7	IShares MSCI Bric Index		03/10/2011	Ameriprise	25.000	1,196	XXX		L
67064Y 66 9	Nuveen Mutual Funds		01/03/2011	Ameriprise	2.429	85	XXX		L
67064Y 66 9	Nuveen Mutual Funds		03/10/2011	Ameriprise	14.194	503	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		03/10/2011	Ameriprise	184.731	1,193	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		03/01/2011	Ameriprise	21.549	140	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		02/01/2011	Ameriprise	24.085	156	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		01/05/2011	Ameriprise	258.992	1,686	XXX		L
73935S 10 5	Powershares DB Commodity Index		01/05/2011	Ameriprise	26.000	704	XXX		L
76628T 43 9	Ridgeworth Funds		01/04/2011	Ameriprise	2.091	21	XXX		L
76628T 43 9	Ridgeworth Funds		01/05/2011	Ameriprise	98.226	989	XXX		L
76628T 43 9	Ridgeworth Funds		02/02/2011	Ameriprise	2.050	21	XXX		L
76628T 43 9	Ridgeworth Funds		03/02/2011	Ameriprise	2.293	23	XXX		L
76628T 43 9	Ridgeworth Funds		03/10/2011	Ameriprise	99.990	1,007	XXX		L
816221 10 5	Selected American		01/05/2011	Ameriprise	52.580	2,203	XXX		L
816221 10 5	Selected American		03/10/2011	Ameriprise	53.313	2,238	XXX		L
921908 20 8	Vanguard Precious Metals and Mining		03/22/2011	Vanguard	8.586	216	XXX		L
921935 20 1	Vanguard Wellington Fund		03/30/2011	Vanguard	33.753	1,880	XXX		L
9299999.	Total - Common Stocks - Mutual Funds					45,143	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					52,357	XXX	0	XXX
9799999.	Total - Common Stocks					52,357	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					71,095	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					3,715,641	XXX	11,309	XXX

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

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
31371L AB 5	FNMA 07/01/18		03/25/2011	Principal Reduction		1,581	1,581	1,545	1,556		0		0		1,557		25	25	10	07/01/2018	1
31407B JS 9	FNMA 07/01/20		03/25/2011	Principal Reduction		1,180	1,180	1,169	1,172		0		0		1,172		9	9	12	07/01/2020	1
31359M HK 2	Fannie Mae		03/15/2011	Matured		250,000	250,000	256,771	250,363		(363)		(363)		250,000			0	6,875	03/15/2011	1
0599999.	Total - Bonds - U.S. Government					252,762	252,762	259,484	253,091	0	(363)	0	(363)	0	252,728	0	33	33	6,897	XXX	XXX
Bonds - U.S. States, Territories and Possessions																					
167485 G7 0	Chicago Proj Ref A III		01/01/2011	Matured		50,000	50,000	53,582	50,000				0		50,000			0	1,375	01/01/2011	1FE
167485 U6 6	Chicago Proj Ref III		01/01/2011	Matured		170,000	170,000	180,637	170,000				0		170,000			0	4,675	01/01/2011	1FE
1799999.	Total - Bonds - U.S. States, Territories & Possessions					220,000	220,000	234,219	220,000	0	0	0	0	0	220,000	0	0	0	6,050	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
31417V PZ 0	Fannie Mae FN AC8539		03/25/2011	Principal Reduction		39,480	39,480	40,035	39,916		(6)		(6)		39,911		(431)	(431)	218	12/01/2024	1
31395V NZ 8	Freddie Mac FHR 2985 LA		03/15/2011	Principal Reduction		9,485	9,485	9,741	9,635		(5)		(5)		9,630		(145)	(145)	71	06/15/2035	1
2499999.	Total - Bonds - U.S. Political Subdivisions of States, Territories & Possessions					48,964	48,964	49,776	49,551	0	(11)	0	(11)	0	49,541	0	(577)	(577)	289	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
12667F X9 1	CWALT 2005-3CB 1A11		03/25/2011	Principal Reduction		9,095	9,095	8,393	8,393		0		0		8,393		702	702	69	03/25/2035	1
15200M AA 5	Centerpoint Energy		02/01/2011	Principal Reduction		2,372	2,372	2,206	2,232		1		1		2,233		139	139	8	02/01/2020	1FE
161582 AG 6	Chase Manhattan Bank		03/18/2011	Principal Reduction		112,901	112,901	124,614	123,580		(20)		(20)		123,560		(10,659)	(10,659)	1,272	08/15/2031	1
167592 LN 2	Chicago ILL Ohare Intl Arpt		01/01/2011	Matured		400,000	400,000	418,140	400,000				0		400,000			0	10,000	01/01/2011	1FE
167486 BH 1	Chicago Proj Ref A Muni		01/01/2011	Matured		80,000	80,000	84,077	80,000				0		80,000			0	2,200	01/01/2011	1FE
3128PR JW 0	FGJ12077		03/15/2011	Principal Reduction		16,323	16,323	16,999	16,887		(14)		(14)		16,873		(550)	(550)	124	04/01/2025	1
31297F JD 6	FGLMC		03/15/2011	Principal Reduction		3,572	3,572	3,701	3,689		(0)		(0)		3,688		(117)	(117)	26	10/01/2034	1
3128KV SF 3	FGLMC PL A65018		03/15/2011	Principal Reduction		33,838	33,838	34,729	34,693		(1)		(1)		34,691		(853)	(853)	271	08/01/2037	1
31395T 6P 4	FHLM 05/15/18		03/15/2011	Principal Reduction		6,029	6,029	5,993	6,005		0		0		6,005		24	24	37	05/15/2018	1
31393N M8 9	FHR 2590 TU		03/15/2011	Principal Reduction		52,122	52,122	54,434	53,185		(58)		(58)		53,127		(1,005)	(1,005)	410	08/15/2031	1
31398K A5 9	FHR 3589 PA		03/15/2011	Principal Reduction		42,709	42,709	43,990	43,506		(38)		(38)		43,468		(760)	(760)	318	09/15/2039	1
31396N PF 7	FHRR R007AC		03/15/2011	Principal Reduction		2,054	2,054	2,058	2,056		(0)		(0)		2,056		(2)	(2)	15	05/15/2016	1
3138A2 W4 7	FN AH 1566		03/25/2011	Principal Reduction		680	680	706	706		(0)		(0)		706		(26)	(26)		12/01/2040	1
31416W 6G 2	FNAB 1770		03/25/2011	Principal Reduction		2,428	2,428	2,328	2,328		2		2		2,329		99	99		11/01/2025	1
3138A7 NY 0	FNAH 5806		03/25/2011	Principal Reduction		1,942	1,942	1,931	1,931		0		0		1,932		10	10		02/01/2026	1
31417Y TC 1	FNCI		03/25/2011	Principal Reduction		9,989	9,989	10,344	10,318		(6)		(6)		10,312		(323)	(323)	55	10/01/2025	1
31371M UK 1	FNMA Pool 256286		03/25/2011	Principal Reduction		1,693	1,693	1,668	1,669		0		0		1,669		24	24	14	06/01/2036	1
31416N DD 1	Fannie Mae		03/25/2011	Principal Reduction		20,920	20,920	21,665	21,341		(9)		(9)		21,332		(412)	(412)	132	04/01/2024	1
31414F GG 0	Fannie Mae FN 964699		03/25/2011	Principal Reduction		2,098	2,098	2,154	2,148		(0)		(0)		2,148		(50)	(50)	16	08/01/2023	1
31418Q PB 3	Fannie Mae FNAD3117		03/25/2011	Principal Reduction		11,632	11,632	12,011	11,962		(5)		(5)		11,957		(325)	(325)	66	04/01/2025	1
31371L EZ 8	Fed Natl Mtg Pool # 254952		03/25/2011	Principal Reduction		10,514	10,514	10,505	10,509		0		0		10,509		5	5	64	10/01/2018	1
31336W CP 2	Federal Home Ln Mtg Corp		03/15/2011	Principal Reduction		2,441	2,441	2,390	2,402		0		0		2,403		39	39	14	10/01/2020	1

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
31394N JU 3	Federal Home Loan Mortgage Corp.		03/15/2011	Principal Reduction		41,270	41,270	41,851	41,741		(2)		(2)		41,739		(469)	(469)	257	01/15/2027	1
31393J RX 8	Federal Home Loan Mtg.		03/15/2011	Principal Reduction		27,225	27,225	28,586	27,225				0		27,225			0	159	11/15/2016	1
31297F TZ 6	Federal Home Loan Mtg Corp.		03/15/2011	Principal Reduction		1,162	1,162	1,184	1,182		(0)		(0)		1,182		(20)	(20)	9	10/01/2034	1
31402R ST 7	Federal National Mtg Pool 735930		03/25/2011	Principal Reduction		1,148	1,148	1,152	1,151		(0)		(0)		1,151		(3)	(3)	9	12/01/2018	1
31371L BH 1	Federal Natl Mtg Assn.		03/25/2011	Principal Reduction		10,987	10,987	11,107	11,067		(1)		(1)		11,067		(80)	(80)	63	08/01/2018	1
31371L AP 4	Federal Natl Mtg Assn.		03/25/2011	Principal Reduction		8,896	8,896	8,960	8,932		(0)		(0)		8,932		(36)	(36)	49	06/01/2018	1
31371K 2R 1	Federal Natl Mtg Assn.		03/25/2011	Principal Reduction		10,397	10,397	10,583	10,502		(1)		(1)		10,501		(104)	(104)	74	02/01/2018	1
31400E F6 2	Federal Natl Mtg Assn.		03/25/2011	Principal Reduction		8,218	8,218	8,364	8,300		(1)		(1)		8,299		(82)	(82)	63	02/01/2018	1
31394J N2 9	Freddie Mac FHR 2676 LG.		03/15/2011	Principal Reduction		8,548	8,548	9,015	8,891		(19)		(19)		8,872		(324)	(324)	107	06/15/2032	1
3128PS L9 6	Freddie Mac FG J13052		03/15/2011	Principal Reduction		8,158	8,158	8,384	8,379		(4)		(4)		8,375		(217)	(217)	47	09/01/2025	1
3128MC GH 2	Freddie Mac FGG13600		03/01/2011	Principal Reduction		25,326	25,326	25,947	25,752		(7)		(7)		25,745		(419)	(419)	161	06/01/2024	1
3128MM KX 0	Freddie Mac FGG18309		03/15/2011	Principal Reduction		27,124	27,124	27,543	27,375		(5)		(5)		27,371		(247)	(247)	169	05/01/2024	1
3128PQ NX 5	Freddie Mac FGJ11306		03/15/2011	Principal Reduction		23,566	23,566	24,140	24,016		(9)		(9)		24,007		(442)	(442)	156	12/01/2024	1
3128M5 GU 8	Freddie Mac G03511		03/15/2011	Principal Reduction		4,774	4,774	4,805	4,804		(0)		(0)		4,804		(30)	(30)	37	10/01/2037	1
36290S CK 5	GNJO Pool #615774		03/15/2011	Principal Reduction		12,631	12,631	12,339	12,458		2		2		12,459		172	172	63	09/15/2018	1FE
40429C CX 8	HSBC Finance Corp.		01/14/2011	Matured		410,000	410,000	409,697	409,988		12		12		410,000			0	10,763	01/14/2011	1FE
76110W RQ 1	Residential Asset Sec.		03/25/2011	Principal Reduction		8,573	8,573	8,339	8,367		1		1		8,368		206	206	52	05/25/2033	1
3128PR WU 9	freddie Mac FG J12459		03/15/2011	Principal Reduction		33,195	33,195	34,575	34,402		(18)		(18)		34,384		(1,189)	(1,189)	192	07/01/2025	1
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					1,496,550	1,496,550	1,541,607	1,514,073	0	(199)	0	(199)	0	1,513,874	0	(17,325)	(17,325)	27,540	XXX	XXX
Bonds - Industrial and Miscellaneous																					
01741R AD 4	Allegheny Technologies Inc.		01/26/2011	Barclays		8,438	5,000	5,188	5,131		(3)		(3)		5,129		3,309	3,309	35	06/01/2014	2FE
01741R AD 4	Allegheny Technologies Inc.		01/26/2011	Daiwa Capital Markets		25,522	15,000	15,000	15,000				0		15,000		10,522	10,522	106	06/01/2014	2FE
01741R AD 4	Allegheny Technologies Inc.		02/02/2011	Merrill Lynch		8,747	5,000	5,200	5,144		(4)		(4)		5,141		3,606	3,606	39	06/01/2014	2FE
086516 AF 8	Best Buy Company		03/18/2011	Citigroup		25,688	25,000	25,018	25,094		(5)		(5)		25,089		599	599	394	01/15/2022	2FE
086516 AF 8	Best Buy Company		03/23/2011	Daiwa Capital Markets		46,244	45,000	49,214	48,420		(67)		(67)		48,354		(2,109)	(2,109)	709	01/15/2022	2FE
12617A AD 9	CPL Transition FDG LLC		01/20/2011	Principal Reduction		3,940	3,940	4,092	4,024				0		4,024		(84)	(84)	12	07/15/2015	1FE
22540A 3F 3	CSFB 2001-CK3 A4		03/18/2011	Principal Reduction		104,625	104,625	106,194	106,123		(2)		(2)		106,121		(1,497)	(1,497)	821	06/15/2034	1
22540V P2 2	CSFB 2002-CKN2 A3		03/18/2011	Principal Reduction		11,006	11,006	11,427	11,406		(0)		(0)		11,405		(400)	(400)	81	04/15/2037	1
23242M AD 3	CWL 2006 S3 A4		03/11/2011	Loss			7,268	4,976	4,698	278			278		4,976		(4,976)	(4,976)	54	01/25/2029	6
13342B AB 1	Cameron International Corp.		03/02/2011	Goldman Sachs & Co.		8,462	5,000	6,144	6,101		(11)		(11)		6,090		2,372	2,372	28	06/15/2026	2FE
13342B AB 1	Cameron International Corp.		02/17/2011	Goldman Sachs & Co.		8,467	5,000	6,240	6,193		(9)		(9)		6,184		2,283	2,283	24	06/15/2026	2FE
15200M AA 5	Centerpoint Energy		02/01/2011	Principal Reduction		18,088	18,088	18,054	18,061		1		1		18,061		27	27	63	02/01/2020	1FE
189054 AQ 2	Clorox		03/21/2011	Deutche Banc Securities		292,241	275,000	275,338	275,139		(3)		(3)		275,136		17,105	17,105	7,162	03/01/2013	2FE
235851 AF 9	Danaher Corporation		02/11/2011	Nomura		14,926	10,000	8,703	8,906		11		11		8,918		6,009	6,009	3	01/22/2021	1FE
250854 AD 8	Detroit Edison Securititzation Fund		03/03/2011	Principal Reduction		4,682	4,682	4,769	4,719		(2)		(2)		4,717		(34)	(34)	145	03/01/2013	1FE
268648 AK 8	EMC Corp A		03/03/2011	UBS Warburg		83,419	50,000	58,732	52,799		(368)		(368)		52,431		30,988	30,988	204	12/01/2011	1FE

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
268648 AK 8	EMC Corp A		02/02/2011	J.P. Morgan Securities, Inc.		8,000	5,000	5,885	5,283		(27)		(27)		5,256		2,744	2,744		12/01/2011	1FE
29365K AA 1	Entergy Texas Restoration Funding		02/01/2011	Principal Reduction		30,040	30,040	30,177	30,154		(2)		(2)		30,152		(113)	(113)	53	02/01/2016	1FE
31395T 6P 4	FHLM 05/15/18		03/15/2011	Principal Reduction		27,130	27,130	27,830	27,582		(4)		(4)		27,578		(448)	(448)	168	05/15/2018	1
31408F 6D 6	Federal National Mortgage 850568		03/25/2011	Principal Reduction		2,748	2,748	2,723	2,725		0		0		2,725		23	23	25	01/01/2036	1
362334 AN 4	GSR 2006-1F 2A16		03/31/2011	Principal Reduction		5,981	5,981	5,809	5,809		(0)		(0)		5,809		172	172	67	02/25/2036	1
52108H JJ 4	LB - UBS Commercial Mortgage		03/18/2011	Principal Reduction		2,182	2,182	2,311	2,307		(0)		(0)		2,307		(125)	(125)	20	03/15/2031	1
69361Y AE 3	PSE&G Transition FDG LLC		03/15/2011	Principal Reduction		2,833	2,833	2,926	2,867		(2)		(2)		2,865		(32)	(32)	46	03/15/2013	1FE
74924P AF 9	RASC		03/25/2011	Principal Reduction		7,817	7,817	7,816	7,816				0		7,816		0	0	57	02/25/2034	1
767201 AF 3	Rio Tinto Financial USA Ltd		02/08/2011	Citigroup		180,395	150,000	173,625	167,216		(491)		(491)		166,724		13,670	13,670	3,729	05/01/2014	1FE
88165F AA 0	Teva Pharm (Series D)		02/01/2011	Called		72,214	65,000	72,214	72,073		(36)		(36)		72,036		177	177	569	02/01/2026	1FE
949748 AF 4	Wells Fargo Bank		02/01/2011	Matured		300,000	300,000	338,043	300,504		(504)		(504)		300,000			0	9,675	02/01/2011	1FE
949834 AA 3	Wells Fargo Mtg Backed Securities		03/25/2011	Principal Reduction		17,808	17,808	17,724	17,728		0		0		17,728		80	80	166	10/25/2037	1
3899999.	Total - Bonds - Industrial & Miscellaneous					1,321,640	1,206,147	1,291,371	1,239,021	278	(1,528)	0	(1,249)	0	1,237,771	0	83,869	83,869	24,453	XXX	XXX
8399997.	Total - Bonds - Part 4					3,339,915	3,224,422	3,376,457	3,275,736	278	(2,100)	0	(1,821)	0	3,273,915	0	66,001	66,001	65,230	XXX	XXX
8399999.	Total - Bonds					3,339,915	3,224,422	3,376,457	3,275,736	278	(2,100)	0	(1,821)	0	3,273,915	0	66,001	66,001	65,230	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					3,339,915	XXX	3,376,457	3,275,736	278	(2,100)	0	(1,821)	0	3,273,915	0	66,001	66,001	65,230	XXX	XXX

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

Sch. DB-Pt A-Sn 1
NONE

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

Sch. DB-Pt B-Sn 1
NONE

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

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

Sch. DB-Pt D
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
Depository		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6 First Month	7 Second Month	8 Third Month	*
Open Depositories									
Ameriprise Financial Services	Piqua, OH					3,711	3,732	3,075	XXX
Fifth Third Bank of Western (C)	Piqua, OH					(283,074)	(274,739)	(335,132)	XXX
Fifth Third Bank of Western (S)	Piqua, OH					114,469	102,877	106,681	XXX
MainSource Bank (A)	Troy, OH					(2,428,012)	(2,173,660)	(1,898,272)	XXX
MainSource Bank (E)	Troy, OH					(246,050)	(175,323)	(148,595)	XXX
MainSource Bank (F)	Troy, OH					3,860	11,872	8,606	XXX
MainSource Bank (S)	Troy, OH			916	697	495,053	494,893	494,975	XXX
MainSource Bank	Troy, OH					4,848	4,849	4,849	XXX
MainSource Bank	Troy, OH					1,341,693	1,708,235	1,229,470	XXX
Farmers State Bank	Warsaw, IN					(9,411)	(9,417)	(9,423)	XXX
Farmers State Bank	Warsaw, IN					1,355	1,350	1,346	XXX
National City Bank	Indianapolis, IN					307,931	308,004	308,086	XXX
MainSource Bank	Troy, OH					37,228	36,872	28,827	XXX
0199999. Total Open Depositories		XXX	XXX	916	697	(656,398)	39,545	(205,507)	XXX
0399999. Total Cash on Deposit		XXX	XXX	916	697	(656,398)	39,545	(205,507)	XXX
0499999. Cash in Company's Office		XXX	XXX	XXX	XXX	390	390	390	XXX
0599999. Total Cash		XXX	XXX	916	697	(656,008)	39,935	(205,117)	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year

NONE