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QUARTERLY STATEMENT

As of June 30, 2011

of the Condition and Affairs of the

Century Surety Company

NAIC Group Code.....0748, 0748 (Current Period) (Prior Period) NAIC Company Code..... 36951 Employer's ID Number..... 31-0936702

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

Incorporated/Organized..... June 22, 1978 Commenced Business..... August 11, 1978

Statutory Home Office	465 Cleveland Avenue….. Westerville ..... OH ..... 43082 (Street and Number) (City or Town, State and Zip Code)	
Main Administrative Office	465 Cleveland Avenue….. Westerville ..... OH ..... 43082 (Street and Number) (City or Town, State and Zip Code)	614-895-2000 (Area Code) (Telephone Number)
Mail Address	465 Cleveland Avenue….. Westerville ..... OH ..... 43082 (Street and Number or P. O. Box) (City or Town, State and Zip Code)	
Primary Location of Books and Records	26255 American Drive….. Southfield ..... MI ..... 48034 (Street and Number) (City or Town, State and Zip Code)	248-358-1100 (Area Code) (Telephone Number)
Internet Web Site Address	www.meadowbrook.com	
Statutory Statement Contact	Kimberlee A. Arnold (Name)	248-358-1100-8102 (Area Code) (Telephone Number) (Extension)
	karnold@meadowbrook.com (E-Mail Address)	248-358-1614 (Fax Number)

OFFICERS

Name	Title	Name	Title
1. Christopher John Timm	President	2. Michael Gerard Costello	Secretary
3. Steven Christopher Divine	Treasurer	4.	

OTHER

Michael Gerard Costello	Sr. VP & General Counsel	Robert Samuel Cubbin	Chairman
Steven Christopher Divine	Vice President	James Patrick Flood	Vice President
Karen Marwell Spaun	Vice President	Nathan Karl Voorhis	Vice President
Angelo Lovell Williams	Vice President		

DIRECTORS OR TRUSTEES

Robert Samuel Cubbin-Chairman	James Patrick Flood	James Michael Mahoney	Joseph Earl Mattingly
Archie Stephen McIntyre	Karen Marwell Spaun	Christopher John Timm	Nathan Karl Voorhis
Angelo Lovell Williams			

State of........ Ohio
County of..... Delaware

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)
Christopher John Timm	Michael Gerard Costello	Steven Christopher Divine
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President	Secretary	Treasurer
(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	368,112,288	17	368,112,271	347,889,976
2. Stocks:				
2.1 Preferred stocks	14,901,247	9,200	14,892,047	14,643,649
2.2 Common stocks	50,129,037		50,129,037	48,307,314
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)			0	
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($.....4,233,369), cash equivalents ($..........0) and short-term investments ($.....13,685,891)	17,919,260		17,919,260	5,062,332
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)	451,061,832	9,217	451,052,615	415,903,271
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	3,920,491		3,920,491	3,765,284
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	69,292,169	689,945	68,602,224	59,775,615
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	482,145		482,145	1,006,615
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
161. Amounts recoverable from reinsurers	25,580,082		25,580,082	27,467,940
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon	4,277,741		4,277,741	3,281,240
18.2 Net deferred tax asset	19,223,821	5,357,961	13,865,860	13,124,592
19. Guaranty funds receivable or on deposit	505		505	744
20. Electronic data processing equipment and software	538,397	538,392	5	3
21. Furniture and equipment, including health care delivery assets ($..........0)	23,124	23,124	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	34,690		34,690	30,383
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	2,613,506	0	2,613,506	2,504,573
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	577,048,505	6,618,639	570,429,865	526,860,259
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	577,048,505	6,618,639	570,429,865	526,860,259

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. Miscellaneous Receivable	1,703,846		1,703,846	1,496,239
2502. Loan Receivable	430,000		430,000	503,372
2503. Security Deposits	281,452		281,452	281,452
2598. Summary of remaining write-ins for Line 25 from overflow page	198,208	0	198,208	223,510
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	2,613,506	0	2,613,506	2,504,573

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....43,609,573)	186,738,446	176,153,096
2.	Reinsurance payable on paid losses and loss adjustment expenses	27,381,489	23,893,133
3.	Loss adjustment expenses	54,281,686	51,814,429
4.	Commissions payable, contingent commissions and other similar charges	768,693	1,476,871
5.	Other expenses (excluding taxes, licenses and fees)	141,105	136,478
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	765,185	666,315
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 $..........0		
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....104,096,254 and including warranty reserves of $..........0)	102,134,892	94,296,218
10.	Advance premium		
11.	Dividends declared and unpaid:		
	11.1 Stockholders	3,100,000	
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	37,228,476	28,615,390
13.	Funds held by company under reinsurance treaties	0	0
14.	Amounts withheld or retained by company for account of others	2,600,734	2,693,387
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	2,400,352	1,807,261
20.	Derivatives		
21.	Payable for securities	1,971,540	
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	1,079,382	1,167,099
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	420,591,977	382,719,678
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	420,591,977	382,719,678
29.	Aggregate write-ins for special surplus funds	3,524,903	3,408,985
30.	Common capital stock	3,000,000	3,000,000
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes		
34.	Gross paid in and contributed surplus	104,914,779	104,914,779
35.	Unassigned funds (surplus)	38,398,206	32,816,818
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)	149,837,888	144,140,581
38.	Totals	570,429,865	526,860,259

DETAILS OF WRITE-INS

2501.	Miscellaneous Payables	950,400	970,836
2502.	Deferred Income	22,124	47,124
2503.	Escheat Claims	106,859	149,139
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)	1,079,382	1,167,099
2901.	Additional admitted deferred tax assets – SSAP 10R	3,524,903	3,408,985
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)	3,524,903	3,408,985
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 $.....100,629,553)	94,413,555	95,315,060	188,026,756
1.2 Assumed (written $.....110,202,228)	102,363,554	91,338,227	191,815,354
1.3 Ceded (written $.....100,629,553)	94,413,555	95,315,060	188,026,756
1.4 Net (written $.....110,202,228)	102,363,554	91,338,227	191,815,355
DEDUCTIONS:			
2. Losses incurred (current accident year $.....52,058,379):			
2.1 Direct	38,268,982	43,233,661	76,281,135
2.2 Assumed	51,149,390	43,124,011	91,288,366
2.3 Ceded	38,166,768	43,029,840	75,922,780
2.4 Net	51,251,604	43,327,831	91,646,721
3. Loss adjustment expenses incurred	14,640,000	10,943,929	24,476,462
4. Other underwriting expenses incurred	36,095,769	33,931,404	68,215,555
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	101,987,373	88,203,164	184,338,738
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	376,181	3,135,063	7,476,617
INVESTMENT INCOME			
9. Net investment income earned	8,184,675	8,045,196	16,290,705
10. Net realized capital gains (losses) less capital gains tax of $..........0	1,265,971	(40,196)	391,451
11. Net investment gain (loss) (Lines 9 + 10)	9,450,646	8,005,000	16,682,156
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $.....531,047)	(531,047)	(178,012)	(818,620)
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	39,336	25,805	65,599
15. Total other income (Lines 12 through 14)	(491,711)	(152,206)	(753,021)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	9,335,115	10,987,857	23,405,752
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)	9,335,115	10,987,857	23,405,752
19. Federal and foreign income taxes incurred	3,693,499	5,070,386	7,694,613
20. Net income (Line 18 minus Line 19) (to Line 22)	5,641,616	5,917,471	15,711,139
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	144,140,581	144,811,890	144,811,890
22. Net income (from Line 20)	5,641,616	5,917,471	15,711,139
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....195,147	1,991,843	2,523,907	5,767,788
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	1,749,877	1,720,197	2,285,053
27. Change in nonadmitted assets	(701,947)	(188,762)	1,292,269
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			
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	(3,100,000)	(14,328,136)	(26,622,273)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	115,918	363,225	894,716
38. Change in surplus as regards policyholders (Lines 22 through 37)	5,697,307	(3,992,097)	(671,309)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	149,837,888	140,819,793	144,140,581

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. Miscellaneous Income	39,336	25,805	65,599
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)	39,336	25,805	65,599
3701. Additional admitted deferred tax assets – SSAP 10R	115,918	363,225	894,716
3702.			
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)	115,918	363,225	894,716

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	110,532,568	94,918,024	195,470,234
2.	Net investment income	8,986,437	8,529,790	17,390,213
3.	Miscellaneous income	(491,711)	(152,206)	(753,021)
4.	Total (Lines 1 through 3)	119,027,294	103,295,608	212,107,426
5.	Benefit and loss related payments	35,290,041	30,209,155	64,824,031
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	48,872,955	42,628,926	86,999,906
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $.....260,990 tax on capital gains (losses)	4,690,000	3,137,447	6,277,447
10.	Total (Lines 5 through 9)	88,852,996	75,975,528	158,101,383
11.	Net cash from operations (Line 4 minus Line 10)	30,174,298	27,320,080	54,006,043
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	25,834,829	14,302,661	37,393,529
	12.2 Stocks	200,000	420,003	2,147,503
	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	1,971,540		
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	28,006,369	14,722,664	39,541,032
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	45,805,953	32,608,786	76,720,464
	13.2 Stocks			
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets			
	13.6 Miscellaneous applications		2,717	
	13.7 Total investments acquired (Lines 13.1 to 13.6)	45,805,953	32,611,503	76,720,464
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)	(17,799,584)	(17,888,838)	(37,179,432)
	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			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders		14,328,136	26,622,273
	16.6 Other cash provided (applied)	482,214	427,173	1,380,910
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	482,214	(13,900,963)	(25,241,363)
	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)	12,856,929	(4,469,721)	(8,414,752)
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	5,062,332	13,477,083	13,477,083
	19.2 End of period (Line 18 plus Line 19.1)	17,919,260	9,007,362	5,062,332

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

20.0001				

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Practices

The accompanying financial statements of Century Surety Company ("Company") have been completed in accordance with the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual except to the extent that Ohio state laws and regulations differ. Effective January 1, 2001, the state of Ohio required that insurance companies domiciled in the state of Ohio prepare their statutory basis financial statements in accordance with the NAIC *Accounting Practices and Procedures manual – Effective January 1, 2001* (NAIC SAP), subject to any deviations prescribed or permitted by the state of Ohio Insurance Commissioner. The Company has no such deviations as of June 30, 2011.

B. Use of Estimates in the Preparation of the Financial Statements

No significant change.

C. Accounting Policy

No significant change.

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

No significant change.

3. BUSINESS COMBINATIONS AND GOODWILL

A. On June 1, 2005, the Company purchased ProCentury Insurance Company (ProCentury), formerly known as Fireman's Fund Insurance Company of Texas from Fireman's Fund Insurance Company.

The cost of acquisition was as follows:

Statutory surplus	$ 5,400,000
Purchase price above surplus	300,000
Finder's fee	50,000
Direct legal fees	156,049
Total cost	$5,906,049

Total goodwill is calculated as follows:

Total cost	$5,906,049
Less statutory book value	5,400,000
Total positive goodwill	$ 506,049

Amortization as of June 30, 2011	$ 307,841
Unamortized balance as of June 30, 2011	$ 198,208

The total positive goodwill is considered to be admitted and is being amortized to unrealized gain/loss over a ten year period.

B. Statutory Mergers - Not applicable.

C. Impairment Loss - Not applicable.

4. DISCONTINUED OPERATIONS

Not applicable.

5. INVESTMENTS

A. No significant change.

B. No significant change.

C. No significant change.

D. Loan-backed securities

1. Our asset manager uses a proprietary model for loss assumptions and widely accepted models for prepayment assumptions in valuing mortgage-backed and asset-backed securities; inputs come from major third party data providers. The effect of interest rates, volatility, and prepayment speeds are derived using Monte Carlo simulation. Credit loss analysis, resulting effective analytics (spreads, duration, convexity) and cash-flows are reported to clients on a monthly basis. Model assumptions are specific to asset class and collateral types and are regularly evaluated and adjusted where appropriate.
2. Securities recognized other-than-temporary impairment ("OTTI"), disclosed in the aggregate - Not applicable.
3. Loan-backed securities with an historical or current period recognized OTTI, currently held by the reporting entity where the present value of the discounted cash flows was/is less than the amortized cost basis of the securities.

CUSIP	Book/Adj Carry Value Amortized cost before current period OTTI	Projected Cash Flows	Recognized OTTI	Amortized cost after OTTI	Fair Value at time of OTTI	Date of Financial Statement Where Reported
00441RAJ6	$ 422,063	$ 355,309	$ 66,754	$ 355,309	$ 151,156	12/31/2009
05951KAX1	$ 415,185	$ 469,438	$ (54,253)	$ 469,438	$ 442,296	09/30/2009
05951KAX1	$ 374,662	$ 291,695	$ 82,967	$ 291,695	$ 249,632	03/31/2010
05951KAX1	$ 271,197	$ 265,483	$ 5,714	$ 265,483	$ 239,361	06/30/2010
12628KAA0	$ 175,417	$ 129,228	$ 46,189	$ 129,228	$ 108,752	12/31/2009
12628KAA0	$ 99,596	$ 89,216	$ 10,380	$ 89,216	$ 77,774	03/31/2010
233046AB7	$ 292,480	$ 343,204	$ (50,724)	$ 343,204	$ 336,344	09/30/2009
301965CH0	$ 660,244	$ 647,951	$ 12,293	$ 647,951	$ 274,451	12/31/2009
393505VY5	$ 303,167	$ 368,021	$ (64,854)	$ 368,021	$ 375,262	09/30/2009
589962CV9	$ 707,042	$ 683,785	$ 23,257	$ 683,785	$ 651,084	12/31/2009
BCC00H341	$ 989,799	$ 1,208,847	$ (219,048)	$ 1,208,847	$ 940,572	09/30/2009
	XXX	XXX	$ (141,325)	XXX	XXX	XXX

4. All impaired securities for which an OTTI has not been recognized in earnings as a realized loss including securities with a recognized OTTI for non-interest related declines when a non-recognized interest related impairment remains.

	Book Value	Market Value	Unrealized Loss
Less than 12 Months	$ 9,864,306	$ 9,641,759	$ (222,547)
Greater than 12 Months	$ 6,895,750	$ 4,457,276	$ (2,438,474)
Total	$ 16,760,056	$ 14,099,035	$ (2,661,021)

NOTES TO FINANCIAL STATEMENTS

5. There are a number of factors that are considered in determining if there is not an OTTI on an investment, including but not limited to, debt burden, credit ratings, sector, liquidity, financial flexibility, company management, expected earnings and cash flow stream, and economic prospects associated with the investment.

E. No significant change.
F. No significant change.
G. No significant change.

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES
Not applicable.

7. INVESTMENT INCOME
No significant change.

8. DERIVATIVE INSTRUMENTS
No significant change.

9. INCOME TAXES
No significant change.

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

A. No significant change.
B. The following is a list of transactions between the Company and its affiliates on a pre-pooled basis, excluding reinsurance transactions and any non-insurance transactions which involve less than ½ of 1% of total assets of the reporting entity:

Affiliate	Date of Transaction	Explanation	Amount Paid (From)/To Company
Meadowbrook, Inc.	Various	Internal Admin. Costs	$ (12,697,835)

C. The Management Services Agreement ("Agreement") currently is effective October 1, 2010 through September 30, 2013. If the Agreement is not terminated by the parties, it automatically extends for additional three (3) year periods thereafter. See Note 22B for additional information.
D. At June 30, 2011, the Company reported $34,690 due from parent, subsidiaries and affiliates and $2,400,352 due to parent, subsidiaries and affiliates pursuant to the Intercompany Loan Agreement. Intercompany balances between parent, subsidiaries and affiliates are settled on a monthly basis. See Note 22B for additional information.
E. No significant change.
F. The Company does not directly hire employees. Rather, the Company entered into the Agreement with Meadowbrook, Inc. and affiliates, which provides the accounting, financial reporting, underwriting, compliance, reinsurance, sales, claims, loss prevention, and general management services for the Company. Fees paid to Meadowbrook, Inc. and affiliates are determined on a monthly basis, based on the actual costs associated with overall administration of all programs. On a pre-pooled basis, the Company directly incurred $12,697,835 of such expenses as of June 30, 2011.

   Effective October 1, 2009 the Company entered into a new Agency Agreement with Meadowbrook, Inc. and its affiliates or subsidiaries (the "Agent") whereby the Company pays the Agent a commission for the production of premium. As of June 30, 2011, the Company has paid the Agent $204,393 in commissions.

   In addition, the Company's federal income tax return is consolidated with the entities referenced in Note 9(F) of the 2010 Annual Statement. Pursuant to the Tax Allocation Agreement, the Company incurred $3,693,499 of tax expense during the year, to be remitted to the ultimate parent, Meadowbrook Insurance Group, Inc. ("MIGI").

G. No significant change.
H. No significant change.
I. No significant change.
J. Investments in SCA Entities - Not applicable.
K. Investments in Foreign SCA Entities - Not applicable.
L. Valuation of Downstream Holding Companies - Not applicable.

11. DEBT
No significant change.

12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS
Not applicable.

13. CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

A. No significant change.
B. No significant change.
C. Dividends on common stock are paid as declared by the Board of Directors of the Company. Without prior approval of its domiciliary commissioner, Ohio law limits dividends to shareholders to the greater of 10% of the prior year policyholders' surplus less dividends paid in the prior twelve months or the prior year net income (excluding realized capital gains) less dividends paid in the prior twelve months. These dividends are further limited by a clause in the Ohio law, which prohibits an insurer from declaring dividends unless the value of assets remaining is at least equal to the aggregate amount of debts and liabilities, including capital.
D. The Company did not make a dividend payment to ProCentury Corporation as of June 30, 2011.
E. Within the limitations of (C) above, the maximum ordinary dividend payment allowed to shareholders as of June 30, 2011, without prior regulatory approval, is $3,162,559 after considering the ordinary dividend payments per (D) above.
F. No significant change.
G. No significant change.
H. No significant change.
I. No significant change.
J. The portion of unassigned funds (surplus) represented by cumulative unrealized capital gains is $2,664,337.
K. No significant change.
L and M. No significant change.

NOTES TO FINANCIAL STATEMENTS

14. CONTINGENCIES

A. The Company has no material contingent commitments to a SCA entity, joint venture, partnership, or limited liability company, nor any contingent commitments attributable to low income housing tax credit properties as of June 30, 2011.

B. The Company is subject to guaranty fund and other assessments by the states in which it writes business. Guaranty fund assessments should be accrued at the time of the insolvencies. Other assessments should be accrued either at the time the assessments are levied or in the case of premium-based assessments, at the time the premiums are written, or in the case of loss-based assessments, at the time the losses are incurred.

The Company has accrued a liability for guaranty fund and other assessments of $13,559 and a related premium tax benefit asset of $505. The liability is included in the taxes, licenses and fees liability. The asset is included in the guaranty funds receivable asset. The amounts represent management's best estimates based on information received from the states in which the Company writes business and may change due to many factors including the Company's share of the ultimate cost of current insolvencies.

C. The Company is unaware of any gain contingencies that could have a material financial effect.

D. The Company is unaware of any extra contractual obligation and bad faith losses that could have a material financial effect.

E. The Company has not encountered any contingent liabilities arising from litigation, income taxes or other matters, nor has any impairment of an asset, that would be considered material in relation to the financial position of the Company.

15. LEASES

A. Lessee Leasing Arrangements

1. The Company leases office facilities under various noncancelable operating leases that expire June 2011, and October 2013.

2. At June 30, 2011, future minimum rental payments are as follows:

Year	Amount
2011	307,980
2012	615,960
2013	513,300
Total	$ 1,437,240

3. The Company has not entered into any sale-leaseback arrangements.

B. Lessor Leasing Arrangements

Not applicable.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND WITH CONCENTRATIONS OF CREDIT RISK

Not applicable.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

A. Transfers of Receivables Reported as Sales - Not applicable.

B. Transfers and Servicing of Financial Assets - Not applicable.

C. There are no wash sales as of June 30, 2011.

18. GAIN OR LOSS FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

Not applicable.

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

Not applicable.

20. FAIR VALUE MEASUREMENT

A. Inputs Used for Assets and Liabilities Measured at Fair Value

1. Fair Value Measurements at Reporting Date

The Company has categorized its assets and liabilities that are measured at fair value into the three-level fair value hierarchy as reflected in the following table.

Level 1 - Valuations that are based on unadjusted quoted market prices in active markets for identical securities. The fair value of exchange-traded equities and mutual funds included in the Level 1 category were based on quoted prices that are readily and regularly available in an active market and are thus classified as Level 1.

Level 2 - Valuations that are based on observable inputs (other than Level 1 prices), such as quoted prices for similar assets at the measurement date; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly. The fair value of securities included in the Level 2 category were based on market values obtained from a third-party pricing service. They were evaluated using pricing models that vary by asset class and incorporate available trade, bid and other observable market information. The third-party service monitors market indicators as well as industry and economic events. The Level 2 category includes corporate bonds, government and agency bonds, asset-backed, residential mortgage-backed and commercial mortgage-backed securities and municipal bonds.

NOTES TO FINANCIAL STATEMENTS

Level 3 - Valuations that are derived from techniques in which one or more of the significant inputs are unobservable and/or involve management judgment and/or are based on non-binding broker quotes.

Description	Quoted Prices in Active Mkts for Identical Assets Level 1	Significant Other Observable Inputs Level 2	Significant Unobservable Inputs Level 3	Total Fair Value as of 06/30/11
Assets at Fair Value				
Perpetual Preferred Stock				
Industrial and Misc.	$ 8,484,675	$ 525,892	$ 0	$ 9,010,567
Total Perpetual Preferred Stock	$ 8,484,675	$ 525,892	$ 0	$ 9,010,567
Redeemable Preferred Stock				
Industrial and Misc.	$ 837,020	$ 0	$ 0	$ 837,020
Total Redeemable Preferred Stock	$ 837,020	$ 0	$ 0	$ 837,020
Bonds				
Industrial and Misc.	$ 0	$ 518,510	$ 190,318	$ 708,828
MBS/CMO				
Industrial and Misc.	$ 0	$ 1,545,081	$ 1,015,947	$ 2,561,028
Total Bonds	$ 0	$ 2,063,591	$ 1,206,265	$ 3,269,856
Common Stock				
Industrial and Misc.	$ 6,050,554	$ 0	$ 0	$ 6,050,554
Mutual Funds	$ 9,499,513	$ 0	$ 0	$ 9,499,513
Total Common Stock	$ 15,550,067	$ 0	$ 0	$ 15,550,067
Total Assets at Fair Value	**$ 24,871,762**	**$ 2,589,483**	**$ 1,206,265**	**$ 28,667,510**

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred between Levels. During the current year, no transfers into or out of Levels 1 and 2 were required.

2. **Rollforward of Fair Value Measurements in Level 3**

	Industrial & Misc.	Mortgage-Backed Securities	Asset-Backed Securities	Commercial Mortgage-Backed Securitied	Total
Beginning Balance	$ 266,334		$ 955,822		$1,222,156
Transfer into Level 3 (End of Period)			0		
Transfer out of Level 3 (End of Period)			0		
Total gains or losses					
Included in Net Income	54		(30,665)		
Included in Surplus	2,803		13,600		(30,611)
					16,403
Purchases, issuances, sales and settlements	(1,683)		0		
Purchases (End of Period)			0		0
Sales (End of Period)					(1,683)
Ending Balance	**$ 267,508**		**$ 938,757**		**$1,206,265**

3. **Policy on Transfers Into and Out of Level 3**

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3. During the current year, no transfers into or out of Level 3 were required.

4. **Inputs and Techniques Used for Level 2 and Level 3 Fair Values**

The estimated fair values of the Company's investments are based on prices provided by a third party pricing service and a third party investment manager. The prices provided by these services are based on quoted market prices, when available; non-binding broker quotes, or matrix pricing. The Company has not historically adjusted security prices.

For corporate, government and municipal bonds, the third party pricing service utilizes a pricing model with standard inputs that include benchmark yields, reported trades, issuer spreads, two-sided markets, benchmark securities, market bids / offers, and other reference data observable in the marketplace The model uses the option adjusted spread methodology and is a multi-dimensional relational model. All bonds valued under these techniques are classified as Level 2.

For asset-backed, residential mortgage-backed and commercial mortgage-backed securities, the third party pricing service valuation methodology includes consideration of interest rate movements, new issue data, monthly remittance reports and other pertinent data that is observable in the marketplace. This information is used to determine the cash flows for each tranche and identifies the inputs to be used such as benchmark yields, prepayment assumptions and collateral performance. All asset-backed, residential mortgage-backed and commercial mortgage-backed securities valued under these methods are classified as Level 2.

NOTES TO FINANCIAL STATEMENTS

For all assets where readily observable pricing methods are not available the third party investment manager will price the asset using a combination of non-binding broker / dealer quotes, benchmarking techniques, and sector specific knowledge. All assets priced by using this methodology are classified as Level 3.

5. **Derivative Fair Values - Not applicable**

B. Disclosure was removed by the NAIC December 2010
C. Other Fair Value Disclosures - Not applicable.
D. Reasons Not Practical to Estimate Fair Values - Not applicable.

21. OTHER ITEMS

A. No significant change.
B. No significant change.
C. No significant change.
D. At June 30, 2011, the Company had admitted assets of $33,164,308 for amounts due from agents, and $4,006 for amounts due from insureds. The Company routinely assesses the collectibility of these receivables and, where necessary, establishes an allowance for estimated uncollectible accounts. The potential loss associated with uncollectible accounts in excess of amounts non-admitted or otherwise provided for through an allowance for estimated uncollectible accounts is not believed to be material to the Company's financial position.
E. No significant change.
F. State Transferable Tax Credits - Not applicable.
G. No significant change.

22. EVENTS SUBSEQUENT

A. Type I - Recognized Subsequent Events:
There were no events occurring subsequent to the end of the current quarter through the date of this filing meriting disclosure.

B. Type II - Nonrecognized Subsequent Events:
The Management Services Agreement ("MS Agreement") was amended and filed with the domiciliary state effective July 1, 2011. The MS Agreement is effective July 1, 2011 through June 30, 2014. If the MS Agreement is not terminated by the parties, it automatically extends for additional three (3) year periods thereafter.

The Intercompany Loan Agreement ("LS Agreement") was amended and filed with the domiciliary state effective August 1, 2011. The LS Agreement is effective August 1, 2011 through July 31, 2012. If the parties do not terminate the LS Agreement, it automaticaly extends for successive one year periods.

23. REINSURANCE

A. Unsecured Reinsurance Recoverables
The Company's unsecured reinsurance balances in excess of 3% of policyholder surplus with any one reinsurer are estimated at June 30, 2011 are as follows:

Reinsurer Name	NAIC Code	Federal ID#	Amount
Star Insurance Company	18023	38-2626205	363,396,114

This amount due from Star is related to the Intercompany Reinsurance Agreement noted in Note 26.

B. Reinsurance Recoverables in Dispute
No significant change.

C. Reinsurance Assumed and Ceded

1. The following table summarizes ceded and assumed unearned premiums and the related commission equity at June 30, 2011.

	Assumed		Ceded		Assumed less Ceded	
	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity
a. Affiliates	$ 102,135,000	$ 0	$ 104,096,000	$ 0	$ (1,961,000)	$ 0
b. All other	$ 0	$ 0	$ 0	$ 0	$ 0	$ 0
c. Totals	$ 102,135,000	$ 0	$ 104,096,000	$ 0	$ (1,961,000)	$ 0
d. Direct Unearned Premium Reserve: $ 104,096,000						

2. The additional or return commission, predicated on loss experience or on any other form of profit sharing arrangements in this quarterly annual statement as a result of existing contractual arrangements is accrued as follows:

	Direct	Assumed	Ceded	Net
a. Contingent Commission	$ 335,353	$ 0	$ 0	$ 335,353
b. Sliding Scale Commission	0	0	0	0
c. Other Profit Commission Arrangements	355,257	0	0	355,257
d. Total	$ 690,610	$ 0	$ 0	$ 690,610

3. The Company does not use protected cells as an alternative to traditional reinsurance.

D. Uncollectible Reinsurance
No significant change.

E. Commutation of Ceded Reinsurance
No significant change.

F. Retroactive Reinsurance
No significant change.

G. Reinsurance Accounted for as a Deposit
No significant change.

24. RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

A. Accrued retrospective premiums reported as an asset on the balance sheet have been determined based upon loss experience on business subject to such experience rating adjustment. Accrued retrospectively rated premiums, including all of those relating to bulk IBNR, have determined by or allocated to individual policyholder accounts.
B. The Company records accrued retrospective premiums through written premium.
C. Net written premiums for the current year on retrospective Other liabilities - claims made policies were $205,838 or 5.25% of total other liabilities - claims made net premiums written.

D. Ten percent of the amount of accrued retrospective premiums not offset by retrospective return premiums, other liabilities to the same party (other than loss and loss expense reserves), or collateral as permitted by SSAP No. 66, Retrospectively Rated Contracts, has been non-admitted.

a. Total accrued retro premium	$ (827,083)
b. Unsecured amount	0
c. Less: Non-admitted amount (10%)	0
d. Less: Non-admitted for any person for whom agents' balances or uncollected premiums are non-admitted.	0
e. Admitted amount (a)-(c)-(d)	$ (827,083)

25. CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

Net incurred losses and loss adjustment expenses attributable to insured events of prior accident years decreased $0.7 million during calendar year 2011 as a result of re-estimation of unpaid loss and loss adjustment expenses. This decrease recognizes additional paid loss and loss adjustment expenses of $42.2 million, offset by a decrease in reserves on prior accident years of $42.9 million. Original estimates of ultimate losses are increased or decreased as additional information becomes known regarding individual claims.

26. INTERCOMPANY POOLING ARRANGEMENTS

A. Effective January 1, 2009, the Company and its United States affiliates (Star Insurance Company (Star), Savers Property and Casualty Insurance Company, Williamsburg National Insurance Company, Ameritrust Insurance Corporation and ProCentury Insurance Company) are participants in an Intercompany Reinsurance Agreement, whereby each participating affiliate cedes 100% of its business to the Company. Thereafter, the Company cedes to each participating affiliate, which have agreed to reinsure the Company for their respective participation. The participants and their respective participations as of January 1, 2009 are as follows:

Name of Insurer	NAIC Code	Percentage Participation
Star Insurance Co. (Lead insurer)	18023	35.83%
Century Surety Co.	36951	29.07%
Savers Property and Casualty Ins. Co.	16551	13.04%
ProCentury Insurance Co.	21903	9.44%
Williamsburg National Ins. Co.	25780	6.72%
Ameritrust Insurance Corp.	10665	5.90%

B. All business written by each participant is subject to the Intercompany Reinsurance Agreement.

C. After pooling and before redistribution, the Company has the following reinsurance ceded with nonaffiliated reinsurers:

1. For Liability Lines ($6,000,000 xs of $1,000,000 retention)
2. For Workers Compensation Lines ($104,000,000 xs $1,000,000 retention)
3. For Public Entity Liability Lines ($9,000,000 xs $1,000,000 retention)
4. For Property Per Risk Coverage ($9,000,000 xs $1,000,000 retention)
5. For Property Catastrophe Coverage ($44,000,000 xs $6,000,000 retention)
6. For Medical Professional Liability Lines ($700,000 xs $300,000 retention)
7. For Commercial Truck Liability Lines ($1,500,000 xs $500,000 retention)
8. For Other Liability Lines ($750,000 xs $250,000 retention)
9. For Agriculture Lines –Property ($9,500,000 xs $500,000 retention)
10. For Agriculture Lines- Liability ($500,000 xs $500,000 retention)
11. For Awards Lines ($10,000,000 xs $5,000,000 retention)
12. For Clash Lines ($3,000,000 xs $0 retention)
13. For Ocean Marine lines (variable quota share maximum retained line $1,000,000 part of $5,000,000)
14. Various quota share treaties all lines
15. Various Facultative Agreements all lines
16. Various Umbrella agreements

D. Under the Intercompany Reinsurance Agreement, only the Company has contractual rights of direct recovery from the excess of loss, catastrophe, quota share, facultative and umbrella agreements noted above.

E. There are no discrepancies between the assumed and ceded reinsurance schedules of the pool participants.

F. Under the Intercompany Reinsurance Agreement, only the Company establishes a provision for reinsurance and write-off of uncollectible reinsurance relating to the above noted reinsurance agreements.

G. Amounts due to/from lead entity and pool participants as of June 30, 2011:

Name of Insurer	Amounts Receivable	Amounts Payable	Net Receivable/(Payable)
Star Insurance Co. (Lead insurer)	$ 117,678,439	$ 125,678,162	$ (7,999,723)
Century Surety Co.	$ 61,492,730	$ 64,609,965	$ (3,117,235)
Savers Property and Casualty Ins. Co.	$ 24,582,908	$ 16,484,957	$ 8,095,951
ProCentury Insurance Co.	$ 15,227,283	$ 16,119,534	$ (892,252)
Williamsburg National Ins. Co.	$ 15,926,454	$ 14,056,249	$ 1,870,205
Ameritrust Insurance Corp.	$ 8,450,787	$ 6,407,734	$ 2,043,053

27. STRUCTURED SETTLEMENTS

No significant change.

28. HEALTH CARE RECEIVABLES

Not applicable.

29. PARTICIPATING ACCIDENT AND HEALTH POLICIES

Not applicable.

30. PREMIUM DEFICIENCY RESERVES

No significant change.

31. HIGH DEDUCTIBLES

The Company has no high deductibles as of June 30, 2011.

NOTES TO FINANCIAL STATEMENTS

32. DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES AND UNPAID LOSS ADJUSTMENT EXPENSES
Not applicable.

33. ASBESTOS AND ENVIRONMENTAL RESERVES
No Significant change.

34. SUBSCRIBER SAVINGS ACCOUNTS
Not applicable.

35. MULTIPLE PERIL CROP INSURANCE
Not applicable.

36. FINANCIAL GUARANTY INSURANCE
A1. Unrecorded installment premiums and expected earnings - Not applicable.
A2. Recorded non-installment premiums and expected earnings - Not applicable.
A3. Changes in claims liability and discount rate used - Not applicable.
A4. Risk management activities - Not applicable.
B. The Company has no insured financial obligations.

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. 12/31/2010......................

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. 12/31/2005......................

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). 11/9/2006........................

6.4 By what department or departments?
Ohio Department of Insurance

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 [ ] No [ ] N/A [X]

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

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 [X] No [ ]

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
Code of Conduct revised as of 02/28/2011

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: $....................................0

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	$ 32,924,240	$ 34,578,970
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)	$ 32,924,240	$ 34,578,970
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
JP Morgan Chase Bank, NA	P.O. Box 710634, Columbus, OH 43271-0634

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
107423	Conning, Inc	One Financial Plaza, Hartford, CT 06103-2627
106810	Munder Capital Management	480 Pierce Street, Birmingham, MI 48009

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

States, Etc.	1 Active Status	Direct Premiums Written 2 Current Year to Date	Direct Premiums Written 3 Prior Year to Date	Direct Losses Paid (Deducting Salvage) 4 Current Year to Date	Direct Losses Paid (Deducting Salvage) 5 Prior Year to Date	Direct Losses Unpaid 6 Current Year to Date	Direct Losses Unpaid 7 Prior Year to Date
1. Alabama AL	E	1,528,310	1,054,191	340,417	121,325	2,000,776	1,775,973
2. Alaska AK	E	495,446	318,661	10,000	88,609	614,223	806,841
3. Arizona AZ	L	607,545	590,169	672,123	896,102	3,079,805	3,691,660
4. Arkansas AR	E	470,074	441,843	78,124	137,919	1,173,792	684,304
5. California CA	E	17,855,102	30,380,726	4,911,094	7,233,288	37,873,816	43,430,175
6. Colorado CO	E	782,747	732,038	163,564	101,713	2,500,772	2,724,892
7. Connecticut CT	E	605,121	260,350	112,792	10,092	560,555	650,442
8. Delaware DE	E	39,406	4,838	15,250	750	263,024	131,966
9. District of Columbia DC	E	134,066	86,367	21,290	24,782	378,707	347,850
10. Florida FL	E	23,257,021	18,874,441	7,880,350	5,569,091	36,570,314	39,306,303
11. Georgia GA	E	1,843,418	1,618,330	666,939	930,654	2,760,239	2,711,292
12. Hawaii HI	E	197,321	137,864	6,884	7,592	312,372	270,929
13. Idaho ID	E	204,519	202,861	25,745	11,319	220,329	164,857
14. Illinois IL	E	2,128,856	1,391,170	886,237	779,480	3,203,425	3,529,795
15. Indiana IN	L	154,403	107,715	345,385	381,414	923,322	1,353,511
16. Iowa IA	E	114,004	54,511	38,386	(23,856)	119,212	102,090
17. Kansas KS	E	555,225	424,134	301,082	95,705	731,399	664,050
18. Kentucky KY	E	665,655	541,383	185,920	206,492	1,244,677	1,390,483
19. Louisiana LA	E	5,748,102	4,782,269	2,430,790	2,157,038	10,544,434	11,130,121
20. Maine ME	E	176,056	208,385	35,316	5,564	62,233	44,315
21. Maryland MD	E	449,616	288,624	52,518	(1,168)	469,255	427,157
22. Massachusetts MA	E	949,065	754,964	303,265	218,436	1,466,249	346,903
23. Michigan MI	E	1,777,490	1,637,277	386,473	645,640	4,145,338	2,934,022
24. Minnesota MN	E	283,601	263,052	6,375	31,738	798,911	683,112
25. Mississippi MS	E	1,161,844	969,054	588,758	244,068	1,576,203	1,307,491
26. Missouri MO	E	1,705,547	1,402,700	1,952,050	1,377,762	4,238,402	5,391,021
27. Montana MT	E	218,030	256,048	(4,717)	7,382	280,408	327,803
28. Nebraska NE	E	364,016	190,332	42,506	84,939	315,397	166,362
29. Nevada NV	E	762,575	559,415	349,723	23,327	1,924,159	2,035,856
30. New Hampshire NH	E	185,099	54,560	16,286	11,000	167,908	114,681
31. New Jersey NJ	E	2,037,020	1,740,191	378,645	754,962	3,950,156	3,863,119
32. New Mexico NM	E	300,100	253,641	535,522	85,640	1,922,780	1,946,056
33. New York NY	E	5,392,099	3,659,814	3,072,095	1,548,583	14,472,433	10,855,895
34. North Carolina NC	E	1,520,052	1,498,106	321,518	242,476	1,411,601	2,559,337
35. North Dakota ND	E	100,875	97,963			146,954	114,857
36. Ohio OH	L	1,184,871	984,038	236,604	924,100	2,248,783	2,703,344
37. Oklahoma OK	E	1,409,820	963,356	198,439	291,725	1,751,402	2,496,834
38. Oregon OR	E	1,219,275	747,629	591,506	365,648	2,607,643	2,070,154
39. Pennsylvania PA	E	2,158,720	1,473,375	759,365	695,583	3,713,400	3,722,715
40. Rhode Island RI	E	25,899	20,539	30,686	4,400	23,946	8,110
41. South Carolina SC	E	878,211	753,238	421,425	61,199	2,019,928	1,821,610
42. South Dakota SD	E	69,610	71,076	815	1,975	108,848	70,373
43. Tennessee TN	E	590,710	462,937	247,260	398,210	1,053,526	1,934,609
44. Texas TX	E	14,035,046	10,987,933	3,992,851	5,569,427	21,218,094	20,219,463
45. Utah UT	E	265,915	166,768	3,707	646	790,828	744,589
46. Vermont VT	E	111,542	134,771	3,656	14,441	261,047	273,097
47. Virginia VA	E	608,586	394,357	95,063	33,338	1,818,270	1,789,169
48. Washington WA	E	2,889,576	2,122,293	597,097	362,658	8,030,966	6,188,918
49. West Virginia WV	L	718	5,000	(4,500)		36,030	160,810
50. Wisconsin WI	L	113,909	128,100	17,072	28,470	344,942	373,038
51. Wyoming WY	E	297,719	198,340		(3,093)	1,238,406	939,441
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) 5	100,629,553	95,451,737	34,319,752	32,758,584	189,689,641	193,501,794

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 Domicilied 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	10,776,921	1,359,364	12.6	22.6
2. Allied lines	2,106,069	2,370,136	112.5	105.9
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril			0.0	
5. Commercial multiple peril	24,862,667	15,373,308	61.8	56.0
6. Mortgage guaranty			0.0	
8. Ocean marine	1,315,899	(320,025)	(24.3)	202.5
9. Inland marine	853,894	184,832	21.6	(10.2)
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	39,468,761	10,571,069	26.8	47.2
17.2 Other liability-claims made	3,059,729	(79,652)	(2.6)	(5.9)
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence	1,979	0	0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability			0.0	
19.3, 19.4 Commercial auto liability	8,842,598	7,339,946	83.0	21.2
21. Auto physical damage	2,916,665	1,610,519	55.2	61.4
22. Aircraft (all perils)			0.0	
23. Fidelity	3,369	246	7.3	20.2
24. Surety	103,574	(147,708)	(142.6)	(47.2)
26. Burglary and theft			0.0	
27. Boiler and machinery	101,430	6,946	6.8	2.6
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	94,413,555	38,268,982	40.5	45.4
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	5,628,049	10,166,109	9,499,148
2. Allied lines	1,117,422	1,995,126	2,229,625
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril	17,003,838	29,266,660	33,408,092
6. Mortgage guaranty			
8. Ocean marine	765,597	1,525,653	929,245
9. Inland marine	367,472	770,581	889,780
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	21,803,377	41,510,513	33,063,849
17.2 Other liability-claims made	2,794,273	3,919,107	2,843,252
17.3 Excess workers' compensation			
18.1 Products liability-occurrence	35,679	35,679	
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability			
19.3 19.4 Commercial auto liability	4,426,396	8,536,090	9,076,308
21. Auto physical damage	1,365,860	2,700,249	3,197,895
22. Aircraft (all perils)			
23. Fidelity	1,886	3,161	12,264
24. Surety	16,982	73,073	216,047
26. Burglary and theft			
27. Boiler and machinery	69,350	127,552	86,232
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	55,396,181	100,629,553	95,451,737
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	41,398	41,444	82,842	12,641	211	12,852	36,245	777	32,689	69,711	7,488	(7,767)	(279)
2. 2009	22,660	29,254	51,914	7,835	211	8,046	20,464	777	22,022	43,262	5,639	(6,245)	(606)
3. Subtotals 2009 + Prior	64,057	70,698	134,756	20,476	422	20,898	56,709	1,553	54,711	112,973	13,127	(14,012)	(885)
4. 2010	35,566	57,646	93,212	17,484	3,796	21,280	19,122	13,978	39,028	72,128	1,040	(844)	197
5. Subtotals 2010 + Prior	99,623	128,344	227,968	37,960	4,218	42,178	75,831	15,532	93,739	185,101	14,167	(14,856)	(688)
6. 2011	XXX	XXX	XXX	XXX	10,661	10,661	XXX	18,129	37,790	55,919	XXX	XXX	XXX
7. Totals	99,623	128,344	227,968	37,960	14,879	52,839	75,831	33,660	131,529	241,020	14,167	(14,856)	(688)
8. Prior Year-End's Surplus As Regards Policyholders	144,141										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. 14.2 %	2. (11.6)%	3. (0.3)%
													Col. 13, Line 7 Line 8
													4. (0.5)%

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?	YES

Explanation:

1.
2.
3.
4.

Bar Code:

* 3 6 9 5 1 2 0 1 1 4 9 0 0 0 0 0 2 *

* 3 6 9 5 1 2 0 1 1 4 5 5 0 0 0 0 2 *

* 3 6 9 5 1 2 0 1 1 3 6 5 0 0 0 0 2 *

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. Goodwill	198,208		198,208	223,510
2597. Summary of remaining write-ins for Line 25	198,208	0	198,208	223,510

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	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
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		
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

	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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	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

NONE

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	410,850,156	367,957,887
2. Cost of bonds and stocks acquired	45,805,952	76,720,464
3. Accrual of discount	121,956	403,439
4. Unrealized valuation increase (decrease)	2,212,291	6,889,827
5. Total gain (loss) on disposals	1,265,971	706,814
6. Deduct consideration for bonds and stocks disposed of	26,034,829	39,541,035
7. Deduct amortization of premium	1,078,925	1,971,877
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		315,363
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	433,142,572	410,850,156
11. Deduct total nonadmitted amounts	9,217	9,217
12. Statement value at end of current period (Line 10 minus Line 11)	433,133,355	410,840,939

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)	338,710,289	50,792,914	44,756,644	(416,095)	338,710,289	344,330,463		321,048,262
2. Class 2 (a)	23,107,250	9,404,826	722,920	38,392	23,107,250	31,827,548		21,607,588
3. Class 3 (a)	2,858,146		381,886	82,709	2,858,146	2,558,969		4,261,969
4. Class 4 (a)	2,137,296		840,190	(113,042)	2,137,296	1,184,064		2,162,628
5. Class 5 (a)	41,922		3,271	971	41,922	39,622		163,251
6. Class 6 (a)	1,967,683		63,653	(46,517)	1,967,683	1,857,513		1,883,397
7. Total Bonds	368,822,586	60,197,740	46,768,564	(453,582)	368,822,586	381,798,180	0	351,127,095
PREFERRED STOCK								
8. Class 1								
9. Class 2	5,457,724			39,102	5,457,724	5,496,825		5,397,653
10. Class 3	6,004,029			82,568	6,004,029	6,086,597		5,921,426
11. Class 4	2,827,280		45,600	25,480	2,827,280	2,807,160		2,829,930
12. Class 5	442,325			8,454	442,325	450,779		435,500
13. Class 6	68,339			(8,454)	68,339	59,885		68,339
14. Total Preferred Stock	14,799,697	0	45,600	147,149	14,799,697	14,901,246	0	14,652,848
15. Total Bonds and Preferred Stock	383,622,283	60,197,740	46,814,164	(306,433)	383,622,283	396,699,426	0	365,779,944

(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 $.....13,685,891; 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	13,685,891	XXX	13,685,891	2	

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	3,237,102	11,653,543
2. Cost of short-term investments acquired	66,732,543	105,842,671
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	56,283,754	114,259,113
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)	13,685,891	3,237,102
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	13,685,891	3,237,102

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

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	4,266,440
2. Cost of cash equivalents acquired		24,208,671
3. Accrual of discount		533
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals		28,475,644
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)	0	0
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

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. States, Territories and Possessions									
644682 K7 0	NEW HAMPSHIRE ST		05/03/2011	RAMIREZ & CO		2,467,956	2,090,000	44,993	1FE
1799999.	Total - Bonds - U.S. States, Territories & Possessions					2,467,956	2,090,000	44,993	XXX
Bonds - U.S. Special Revenue and Special Assessment									
25477G EK 7	DISTRICT COLUMBIA INCOME TAX R		05/19/2011	RAYMOND JAMES		2,517,806	2,125,000	51,059	1FE
312946 T2 2	FG A97769		04/20/2011	BANK AMERICA		2,041,129	1,997,283	6,242	1
736742 RN 9	PORTLAND ORE SWR SYS REV		04/07/2011	JEFFERIES & CO		2,161,100	2,000,000	32,500	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					6,720,035	6,122,283	89,801	XXX
Bonds - Industrial and Miscellaneous									
031162 BF 6	AMGEN INC		06/27/2011	BARCLAYS AMERICAN		498,840	500,000		1FE
037389 AY 9	AON CORP		05/24/2011	MORGAN STANLEY		649,734	650,000		2FE
12189L AD 3	BURLINGTN NORTH SANTA FE		05/16/2011	J.P. MORGAN		497,835	500,000		2FE
126650 BW 9	CVS CAREMARK CORP		05/09/2011	BARCLAYS AMERICAN		986,840	1,000,000		2FE
133131 AR 3	CAMDEN PROPERTY TRUST		06/02/2011	VARIOUS		996,260	1,000,000	193	2FE
13342B AE 5	CAMERON INTL CORP		05/25/2011	VARIOUS		991,538	1,000,000		2FE
17252M AK 6	CINTAS CORPORATION NO. 2		05/18/2011	KEYBANC CAPITAL MARKETS		798,312	800,000		2FE
38259P AB 8	GOOGLE INC		05/16/2011	GOLDMAN SACHS		545,034	550,000		1FE
437076 AW 2	HOME DEPOT INC		04/14/2011	GOLDMAN SACHS		1,239,038	1,250,000	2,903	2FE
46636D AE 6	JPMCC 2011-C4 A3		05/25/2011	J.P. MORGAN		833,248	825,000	2,070	1FE
611662 BM 8	MONSANTO CO		04/12/2011	GOLDMAN SACHS		548,829	550,000		1FE
637417 AD 8	NATL RETAIL PROPERTIES		06/28/2011	WELLS FARGO SECURITIES LLC		1,971,540	2,000,000		2FE
65339K AA 8	NEXTERA ENERGY CAPITAL		06/07/2011	ROYAL BANK OF SCOTLAND US		999,220	1,000,000		2FE
78355H JR 1	RYDER SYSTEM INC		05/17/2011	MITSUBISHI UFJ SECURITIES USA		274,511	275,000		2FE
91159H HA 1	US BANCORP		05/19/2011	MORGAN STANLEY		1,270,142	1,275,000		1FE
BCC00H 34 1	AMHPT 1996-2 B2		06/15/2011	CAPITALIZED INTEREST			2,980		6FE
002799 AJ 3	ABBEY NATL TREASURY SERV	F	04/20/2011	CREDIT SUISSE		1,749,300	1,750,000		1FE
767201 AN 6	RIO TINTO FIN USA LTD	F	05/17/2011	J.P. MORGAN		999,350	1,000,000		1FE
3899999.	Total - Bonds - Industrial & Miscellaneous					15,849,568	15,927,980	5,166	XXX
8399997.	Total - Bonds - Part 3					25,037,559	24,140,262	139,959	XXX
8399999.	Total - Bonds					25,037,559	24,140,262	139,959	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					25,037,559	XXX	139,959	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					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)
Bonds - U.S. Government																					
36202C 5D 1	G2 2644		06/01/2011	MBS PAYMENT		1,133	1,133	1,148	1,134		(1)		(1)		1,133			0	31	05/01/2027	1
36202E 6E 4	G2 4469		06/01/2011	MBS PAYMENT		59,322	59,322	59,850	59,350		(29)		(29)		59,322			0	1,218	03/01/2039	1
36202W KY 4	GN 611511		06/01/2011	MBS PAYMENT		1,644	1,644	1,721	1,647		(3)		(3)		1,644			0	34	03/01/2018	1
36211W KC 1	GN 525091		06/01/2011	MBS PAYMENT		152	152	162	152				0		152			0	5	03/01/2028	1
36296D LB 2	GN 688022		06/01/2011	MBS PAYMENT		55,007	55,007	54,943	55,002		5		5		55,007			0	1,429	07/01/2038	1
36296P 6Q 9	GN 697579		06/01/2011	MBS PAYMENT		103,134	103,134	105,100	103,308		(174)		(174)		103,134			0	2,382	07/01/2038	1
0599999.	Total - Bonds - U.S. Government					220,392	220,392	222,924	220,593	0	(201)	0	(201)	0	220,392	0	0	0	5,101	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
3128LA 7D 6	FG A77192		06/01/2011	MBS PAYMENT		83,453	83,453	84,229	83,494		(41)		(41)		83,453			0	1,863	12/01/2037	1
3128M4 PX 5	FG G02838		06/01/2011	MBS PAYMENT		36,706	36,706	34,750	36,590		116		116		36,706			0	682	12/01/2035	1
312929 UA 8	FG A83277		06/01/2011	MBS PAYMENT		50,866	50,866	51,106	50,890		(24)		(24)		50,866			0	1,112	05/01/2038	1
312935 RM 3	FG A88592		06/01/2011	MBS PAYMENT		3,869	3,869	4,024	3,875		(7)		(7)		3,869			0	81	02/01/2039	1
312946 T2 2	FG A97769		06/01/2011	MBS PAYMENT		6,626	6,626	6,772			(1)		(1)		6,626			0	36	02/01/2041	1
31294K RE 7	FG E01385		06/01/2011	MBS PAYMENT		24,083	24,083	23,917	24,064		18		18		24,083			0	442	11/01/2017	1
31294K ZT 5	FG E01654		06/01/2011	MBS PAYMENT		16,042	16,042	16,039	16,042				0		16,042			0	333	11/01/2018	1
312962 6K 4	FG B10874		06/01/2011	MBS PAYMENT		28,057	28,057	27,947	28,047		10		10		28,057			0	564	03/01/2018	1
312962 WC 3	FG B10643		06/01/2011	MBS PAYMENT		23,857	23,857	24,267	23,889		(31)		(31)		23,857			0	493	05/01/2018	1
312964 6W 4	FG B12685		06/01/2011	MBS PAYMENT		31,122	31,122	31,438	31,149		(27)		(27)		31,122			0	652	04/01/2018	1
312964 UH 0	FG B12384		06/01/2011	MBS PAYMENT		51,854	51,854	52,357	51,890		(36)		(36)		51,854			0	959	09/01/2018	1
312968 5L 0	FG B16251		06/01/2011	MBS PAYMENT		16,650	16,650	16,862	16,656		(6)		(6)		16,650			0	346	03/01/2019	1
31297H YK 9	FG A29714		06/01/2011	MBS PAYMENT		45,357	45,357	45,059	45,326		31		31		45,357			0	779	03/01/2029	1
31297U Y8 7	FG A38835		06/01/2011	MBS PAYMENT		38,243	38,243	37,747	38,176		67		67		38,243			0	760	07/01/2034	1
31371K 2R 1	FN 254684		06/01/2011	MBS PAYMENT		24,140	24,140	24,551	24,173		(34)		(34)		24,140			0	502	08/01/2017	1
31371K Y4 7	FN 254631		06/01/2011	MBS PAYMENT		23,436	23,436	23,857	23,473		(37)		(37)		23,436			0	482	06/01/2017	1
31371L Q2 8	FN 255273		06/01/2011	MBS PAYMENT		99,872	99,872	98,658	99,758		114		114		99,872			0	1,861	11/01/2018	1
31376K B3 9	FN 357458		06/01/2011	MBS PAYMENT		8,309	8,309	8,347	8,312		(3)		(3)		8,309			0	158	04/01/2018	1
31385X GU 5	FN 555611		06/01/2011	MBS PAYMENT		9,220	9,220	9,262	9,223		(3)		(3)		9,220			0	172	11/01/2017	1
31390V K3 7	FN 657414		06/01/2011	MBS PAYMENT		16,500	16,500	17,077	16,549		(49)		(49)		16,500			0	349	05/01/2017	1
31391H 2X 1	FN 667790		06/01/2011	MBS PAYMENT		30,702	30,702	31,253	30,778		(76)		(76)		30,702			0	645	07/01/2017	1
31391Y 5W 3	FN 681361		06/01/2011	MBS PAYMENT		27,737	27,737	28,240	27,792		(55)		(55)		27,737			0	583	08/01/2017	1
31393C HX 4	FNR 2003-54 AD		06/01/2011	MBS PAYMENT		18,523	18,523	17,895	18,432		91		91		18,523			0	338	02/01/2012	1
31393D L7 4	FNR 2003-80 CA		06/01/2011	MBS PAYMENT		50,500	50,500	48,143	50,244		256		256		50,500			0	845	11/01/2013	1
31393E B3 2	FNR 2003-94 CE		06/01/2011	MBS PAYMENT		9,870	9,870	10,092	9,886		(16)		(16)		9,870			0	202	05/01/2024	1
31393M ER 8	FHR 2591 PN		04/01/2011	MBS PAYMENT		489	489	459	415		74		74		489			0	6	04/01/2011	1
31393M FK 2	FHR 2591 WB		06/01/2011	MBS PAYMENT		83,144	83,144	78,753	81,508		1,635		1,635		83,144			0	1,356	07/01/2011	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
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	11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 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)
31393N TU 3	FHR 2597 DE		06/01/2011	MBS PAYMENT		3,810	3,810	3,824	3,813		(2)		(2)		3,810			0	63	09/01/2013	1
31393Q MH 2	FHR 2614 EQ		06/01/2011	MBS PAYMENT		40,948	40,948	39,443	40,707		241		241		40,948			0	757	04/01/2014	1
31393Q WR 9	FHR 2610 DG		06/01/2011	MBS PAYMENT		14,337	14,337	13,441	14,090		246		246		14,337			0	221	07/01/2013	1
31393R 2D 1	FHR 2611 A		06/01/2011	MBS PAYMENT		43,321	43,321	40,491	42,431		890		890		43,321			0	683	01/01/2012	1
31393U QJ 5	FNR 2003-117 MN		06/01/2011	MBS PAYMENT		52,163	52,163	49,506	51,337		826		826		52,163			0	848	04/01/2012	1
31394C CH 3	FNR 2005-3 HC		06/01/2011	MBS PAYMENT		70,024	70,024	67,787	69,838		186		186		70,024			0	1,362	10/01/2022	1
31394E GN 2	FNR 2005-63 HA		06/01/2011	MBS PAYMENT		26,893	26,893	26,195	26,754		138		138		26,893			0	548	04/01/2013	1
31395A S8 9	FHR 2812 BG		06/01/2011	MBS PAYMENT		41,379	41,379	41,277	41,329		50		50		41,379			0	842	11/01/2011	1
31395G FP 2	FHR 2856 TE		06/01/2011	MBS PAYMENT		17,384	17,384	16,756	17,222		162		162		17,384			0	318	04/01/2012	1
31395K BQ 5	FHR 2905 CU		06/01/2011	MBS PAYMENT		313,767	313,767	319,895	313,767				0		313,767			0	6,345	11/01/2011	1
31395P EM 0	FHR 2952 PA		06/01/2011	MBS PAYMENT		62,091	62,091	60,500	61,874		217		217		62,091			0	1,263	06/01/2025	1
31395R AR 9	FHRR R001 AE		06/01/2011	MBS PAYMENT		60,055	60,055	58,734	59,699		356		356		60,055			0	1,084	01/01/2012	1
31398N XW 9	FNA 2010-M5 A1		06/01/2011	MBS PAYMENT		20,356	20,356	20,458	20,364		(8)		(8)		20,356			0	192	05/01/2017	1
31400J GV 5	FN 688812		06/01/2011	MBS PAYMENT		12,192	12,192	12,399	12,203		(11)		(11)		12,192			0	249	05/01/2017	1
31400P BE 4	FN 693137		06/01/2011	MBS PAYMENT		25,014	25,014	25,464	25,039		(24)		(24)		25,014			0	485	05/01/2017	1
31401B P5 8	FN 703444		06/01/2011	MBS PAYMENT		6,399	6,399	6,547	6,412		(13)		(13)		6,399			0	141	12/01/2017	1
31401L E6 6	FN 711257		06/01/2011	MBS PAYMENT		5,623	5,623	5,655	5,627		(4)		(4)		5,623			0	117	01/01/2018	1
31401M CE 9	FN 712069		06/01/2011	MBS PAYMENT		40,319	40,319	40,294	40,317		2		2		40,319			0	773	01/01/2018	1
31402J 2C 0	FN 730771		06/01/2011	MBS PAYMENT		88,946	88,946	90,336	89,031		(85)		(85)		88,946			0	2,033	02/01/2018	1
31402Q 4B 4	FN 735318		06/01/2011	MBS PAYMENT		34,683	34,683	34,314	34,646		37		37		34,683			0	643	10/01/2018	1
31402R LY 3	FN 735743		06/01/2011	MBS PAYMENT		65,361	65,361	64,657	65,287		74		74		65,361			0	1,210	08/01/2019	1
31404D ED 6	FN 765232		06/01/2011	MBS PAYMENT		17,014	17,014	17,142	17,026		(11)		(11)		17,014			0	319	06/01/2018	1
31404S TP 0	FN 777358		06/01/2011	MBS PAYMENT		10,734	10,734	10,639	10,725		9		9		10,734			0	211	12/01/2018	1
31405S HL 1	FN 797735		06/01/2011	MBS PAYMENT		19,135	19,135	19,439	19,149		(14)		(14)		19,135			0	400	06/01/2019	1
31412M M8 8	FN 929283		06/01/2011	MBS PAYMENT		227,802	227,802	229,190	227,972		(170)		(170)		227,802			0	4,284	11/01/2022	1
31414S 3U 5	FN 975211		06/01/2011	MBS PAYMENT		79,402	79,402	75,978	79,001		402		402		79,402			0	1,394	09/01/2037	1
31417Y RW 9	FN MA0500		06/01/2011	MBS PAYMENT		20,380	20,380	21,147			(11)		(11)		20,380			0	226	05/01/2040	1
31418T C4 7	FN AD5490		06/01/2011	MBS PAYMENT		28,219	28,219	29,710	28,282		(63)		(63)		28,219			0	511	01/01/2040	1
31419A K2 2	FN AE0312		06/01/2011	MBS PAYMENT		26,040	26,040	26,815	26,094		(53)		(53)		26,040			0	461	04/01/2040	1
31419F FW 1	FN AE4680		06/01/2011	MBS PAYMENT		26,560	26,560	27,544	26,603		(43)		(43)		26,560			0	446	08/01/2040	1
31419G XX 7	FN AE6093		06/01/2011	MBS PAYMENT		28,742	28,742	29,815	28,802		(61)		(61)		28,742			0	387	08/01/2025	1
38373Y 6X 7	GNR 2003-16 B		06/01/2011	MBS PAYMENT		18,384	18,384	18,430	18,386		(1)		(1)		18,384			0	381	02/01/2015	1
38374B 5M 1	GNR 2003-79 PH		06/01/2011	MBS PAYMENT		15,580	15,580	16,163	15,646		(67)		(67)		15,580			0	321	08/01/2013	1
38374B LQ 4	GNR 2003-60 MA		06/01/2011	MBS PAYMENT		6,693	6,693	6,469	6,683		10		10		6,693			0	96	11/01/2022	1
38374B UM 3	GNR 2003-66 NE		06/01/2011	MBS PAYMENT		28,949	28,949	27,691	28,737		211		211		28,949			0	478	09/01/2011	1
38374F CX 0	GNR 2004-5 VB		06/01/2011	MBS PAYMENT		257,572	257,572	266,265	257,928		(356)		(356)		257,572			0	6,331	10/01/2012	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 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)
38374K DC 4	GNR 2004-104 GA		06/01/2011	MBS PAYMENT		42,309	42,309	40,987	42,208		101		101		42,309			0	787	05/01/2020	1
38374K RA 3	GNR 2005-3 AE		06/01/2011	MBS PAYMENT		22,940	22,940	22,297	22,858		82		82		22,940			0	431	02/01/2014	1
38374K UT 8	GNR 2005-13 PA		06/01/2011	MBS PAYMENT		58,402	58,402	56,522	58,161		241		241		58,402			0	1,027	11/01/2013	1
65821F CM 6	NORTH CAROLINA HSG FIN AGY		06/01/2011	CALLED BY ISSUER at 100.000		120,000	120,000	123,712	121,371		(1,371)		(1,371)		120,000			0	2,997	07/01/2034	1FE
880459 X2 3	TENNESSEE HSG DEV AGY		04/15/2011	CALLED BY ISSUER at 100.000		30,000	30,000	31,749	30,731		(731)		(731)		30,000			0	809	07/01/2034	1FE
93978K 3L 0	WASHINGTON ST HSG FIN COMMN		06/01/2011	CALLED BY ISSUER at 100.000		30,000	30,000	30,783	30,316		(316)		(316)		30,000			0	658	12/01/2025	1FE
93978K K2 3	WASHINGTON ST HSG FIN COMMN		06/01/2011	CALLED BY ISSUER at 100.000		5,000	5,000	5,006	5,001		(1)		(1)		5,000			0	124	12/01/2033	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					3,024,148	3,024,148	3,024,564	2,994,100	0	3,030	0	3,030	0	3,024,148	0	0	0	59,857	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00253C GM 3	AMT 2001-1 A2		06/01/2011	MBS PAYMENT		479	479	493	483		(4)		(4)		479			0	14	04/01/2012	1Z*
00253C HW 0	AMT 2002-2 A2		06/01/2011	MBS PAYMENT		519	519	519	519				0		519			0	10	11/01/2032	1Z*
004421 BK 8	ACE 2002-HE3 M3		06/29/2011	VARIOUS		4,729	4,729	2,474	13,314	981			981		4,729			0		03/25/2011	1Z*
00764M AD 9	AABST 2003-1 M2		06/28/2011	MBS PAYMENT		1,996	1,996	40					0				1,996	1,996		05/25/2010	1Z*
03072S FA 8	AMSI 2003-1 MV3		06/29/2011	VARIOUS		1,559	1,559	260	2,981				0		1,559			0		04/25/2011	1Z*
048312 AB 8	ACETF 2002-1 A2		04/20/2011	MBS PAYMENT		41,899	41,899	41,874	42,931		(1,032)		(1,032)		41,899			0	882	04/20/2011	1FE
04939M AC 3	ATLAS PIPELINE PRTNR/FIN		04/08/2011	CALLED BY ISSUER at 104.063		416,250	400,000	228,000	228,000				0		228,000		188,250	188,250	10,201	12/15/2015	4FE
055482 AH 6	BJ SERVICES CO		06/01/2011	MATURITY		2,000,000	2,000,000	2,010,480	2,002,028		(2,028)		(2,028)		2,000,000			0	57,500	06/01/2011	1FE
05947U LH 9	BACM 2003-1 A1		06/01/2011	MBS PAYMENT		6,512	6,512	6,529	6,512				0		6,512			0	109	04/01/2012	1Z*
05948X MU 2	BOAMS 2003-5 1A36		06/01/2011	MBS PAYMENT		182,273	182,273	181,020	180,071		2,202		2,202		182,273			0	3,726	06/01/2011	1Z*
05951K AX 1	BAFC 2006-7 T2A1		06/01/2011	MBS PAYMENT		9,350	17,680	12,609	12,609				0		12,609		(3,258)	(3,258)	436	10/01/2036	1Z*
12628K AA 0	CSAB 2006-3 A1A		06/01/2011	MBS PAYMENT		2,892	2,892	1,895	1,895				0		1,895		997	997	70	11/01/2036	1Z*
126380 AB 0	CSMC 2006-9 2A1		06/01/2011	MBS PAYMENT		36,813	36,813	35,869	35,294	1,529	(10)		1,519		36,813			0	761	04/01/2035	1Z*
13077Q AE 3	CALIFORNIA STEEL INDUSTR		04/08/2011	CALLED BY ISSUER at 101.021		65,664	65,000	59,323	61,722		3,941		3,941		65,664			0	2,245	03/15/2014	4FE
217203 AB 4	COPANO ENERGY LLC/FIN CO		04/05/2011	TENDER OFFER		522,000	500,000	511,500	507,420		(309)		(309)		507,111		14,889	14,889	24,149	03/01/2016	4FE
22540V HG 0	CSFB 2001-HE25 B		06/28/2011	MBS PAYMENT		100	100						0				100	100		09/25/2011	1Z*
22540V UM 2	CSFB 2002-HE1 B		06/28/2011	MBS PAYMENT		129	129	2					0				129	129		07/25/2010	1Z*
22541N UA 5	CSFB 2002-30 DB1		06/01/2011	MBS PAYMENT		4,439	4,439	4,522	4,440		(1)		(1)		4,439			0	131	09/01/2032	1Z*
22541N UH 0	CSFB 2002-CP5 A1		06/01/2011	MBS PAYMENT		30,707	30,707	30,707	30,707				0		30,707			0	561	05/01/2012	1Z*
22541N ZG 7	HEAT 2003-1 B1		06/28/2011	MBS PAYMENT		1,483	1,483						0				1,483	1,483		03/25/2010	1Z*
22541S U3 0	CSFB 2004-8 1A2		06/01/2011	MBS PAYMENT		47,949	47,949	48,137	48,015		(66)		(66)		47,949			0	1,058	03/01/2012	1Z*
225458 PD 4	CSFB 2005-AGE1 B3		06/29/2011	VARIOUS		3,640	3,640	3,305	1,175	2,811			2,811		3,640			0		09/25/2015	5Z*
228800 AF 5	CRUM & FORSTER HLDG CORP		05/19/2011	TENDER OFFER		110,520	100,000	100,300	100,184		(14)		(14)		100,170		10,350	10,350	4,263	05/01/2017	2FE
25459H AD 7	DIRECTV HOLDINGS/FING		06/15/2011	CALLED BY ISSUER at 102.125		102,125	100,000	96,500	97,848		4,277		4,277		102,125			0	3,188	06/15/2015	2FE
31846L BT 2	FAMLT 1998-1F NOTE		06/01/2011	MBS PAYMENT		804	804	831	805		(2)		(2)		804			0	23	03/01/2021	1Z*
32054Y AC 7	FIB 2000-1 A		06/16/2011	MBS PAYMENT		3,804	3,804	784					0				3,804	3,804		07/15/2026	6FE
35671D AR 6	FREEPORT-MCMORAN C & G		04/01/2011	CALLED BY ISSUER at 104.125		520,625	500,000	526,250	517,223		3,402		3,402		520,625			0	20,625	04/01/2015	2FE

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)
35729P FA 3	FHLT 2004-C M8		06/29/2011	VARIOUS		440	440	414	163	394			394		440			0		03/25/2013	1Z*
456606 BJ 0	INHEL 2000-C MF1		06/01/2011	MBS PAYMENT		4,937	10,031	1,999	1,999				0		1,999		2,938	2,938	312	09/01/2017	1Z*
456606 DD 1	INHEL 2001-C M2		06/29/2011	VARIOUS		3,838	3,838	3,440	2,645	1,614			1,614		3,838			0		12/25/2010	6Z*
456606 DE 9	INHEL 2001-C B		06/28/2011	MBS PAYMENT		4,364	4,364	156					0				4,364	4,364		05/25/2016	1Z*
466157 AC 8	WENT5 2001-AA A2		06/15/2011	MBS PAYMENT		8,900	8,900	8,945	8,900				0		8,900			0	220	03/15/2017	1FE
46625M LR 8	JPMCC 2002-C1 A2		06/01/2011	MBS PAYMENT		10,978	10,978	11,392	10,978				0		10,978			0	241	06/01/2011	1Z*
46625M TW 9	JPMCC 2003-C1 A1		06/01/2011	MBS PAYMENT		12,921	12,921	12,986	12,921				0		12,921			0	210	07/01/2012	1Z*
52108H 6T 6	LBUBS 2005-C5 A2		06/11/2011	MBS PAYMENT		1,304,795	1,304,795	1,293,786	1,303,077		1,718		1,718		1,304,795			0	22,773	08/11/2011	1Z*
55265K T4 1	MASTR 2003-10 3A1		06/01/2011	MBS PAYMENT		47,409	47,409	47,920	47,472		(63)		(63)		47,409			0	983	11/01/2033	1Z*
57643L CD 6	MABS 2003-WMC2 M6		06/28/2011	MBS PAYMENT		836	836	24					0				836	836		05/25/2011	1Z*
589929 YA 0	MLMI 2002-AFC1 BF1		06/29/2011	VARIOUS		3,643	3,643	2,140	4,466	1,013			1,013		3,643			0		01/01/2016	6Z*
61746W MN 7	MSDWC 2002-AM1 B1		06/28/2011	MBS PAYMENT		208	208	10					0				208	208		07/25/2011	1Z*
61746W RT 9	MSDWC 2002-HE2 B1		06/28/2011	MBS PAYMENT		145	145						0				145	145		07/25/2011	1Z*
61746W VU 1	MSDWC 2002-NC4 B1		06/29/2011	VARIOUS		982	982	265	1,580	132			132		982			0		10/25/2010	6Z*
64352V EB 3	NCHET 2003-5 AI4		06/01/2011	MBS PAYMENT		12,379	12,379	12,374	12,379				0		12,379			0	250	06/01/2012	1Z*
68389F EY 6	OOMLT 2004-1 M7		06/29/2011	VARIOUS		2,660	2,660	2,347	914	2,089			2,089		2,660			0		09/25/2009	6Z*
68619A AG 2	ORGN 2001-A M1		06/29/2011	VARIOUS		4,127	4,127	2,017	6,669				0		4,127			0		11/15/2017	6FE
75281A AG 4	RANGE RESOURCES CORP		05/25/2011	TENDER OFFER		104,000	100,000	101,750	101,238		(77)		(77)		101,162		2,838	2,838	3,958	05/15/2016	3FE
76110V BM 9	RFMS2 1998-HI2 M2		05/01/2011	MBS PAYMENT		2,779	2,779	2,778	2,777		3		3		2,779			0	79	05/01/2011	1Z*
76111X LT 8	RFMSI 2004-S6 1A5		06/01/2011	MBS PAYMENT		157,632	157,632	158,913	157,886		(254)		(254)		157,632			0	3,934	04/01/2012	1Z*
76126C KG 6	RACERS SER 2001-29-E		03/23/2011	CALLED BY ISSUER at 0.000			74,297	8,130					0					0		03/24/2011	6FE
858495 AC 8	STEINWAY MUSICAL INSTRUM		05/02/2011	CALLED BY ISSUER at 101.750		20,350	20,000	19,550	19,773		577		577		20,350			0	838	03/01/2014	4FE
860370 AF 2	STEWART ENTERPRISES		04/18/2011	TENDER OFFER		100,250	100,000	98,500	99,514		64		64		99,578		672	672	4,219	02/15/2013	3FE
86358E ES 1	SAIL 2003-BC11 B		06/28/2011	MBS PAYMENT		262	262	30					0				262	262		10/25/2033	1Z*
86358E FR 2	SAIL 2003-BC12 M4		06/29/2011	VARIOUS		70,494	70,494	63,644	17,357	29,444			29,444		46,283		24,211	24,211		05/25/2009	1Z*
86358E FT 8	SAIL 2003-BC12 M6		06/28/2011	MBS PAYMENT		184	184						0				184	184		06/25/2009	1Z*
86358E GG 5	SAIL 2004-1 B		06/28/2011	VARIOUS		92,185	92,185						0				92,185	92,185	28,905	11/25/2009	1Z*
86358R EA 1	SASC 2001-SB1 B1		06/01/2011	MBS PAYMENT		5,100	5,100	4,096	3,381	1,646	74		1,720		5,100			0	69	03/01/2022	1Z*
86358R L7 0	SASC 2002-HF1 B		06/29/2011	VARIOUS		5,446	5,446	3,951	17,580	1,941			1,941		5,446			0		03/25/2011	6Z*
86359A 2T 9	SASC 2003-BC3 M4		06/28/2011	MBS PAYMENT		3,598	3,598	1					0				3,598	3,598		05/25/2013	1Z*
86359A CS 0	SASC 2002-HF2 B1		06/28/2011	MBS PAYMENT		109,414	109,414	6,567					0				109,414	109,414		03/25/2010	1Z*
86359A CT 8	SASC 2002-HF2 B2		06/28/2011	MBS PAYMENT		1,319	1,319	10					0				1,319	1,319		02/25/2011	1Z*
86359A ME 0	SASC 2003-AL1 A		06/01/2011	MBS PAYMENT		9,245	9,245	8,858	9,225		20		20		9,245			0	128	11/01/2025	1FE
86359A TS 2	SASC 2003-AM1 B2		06/29/2011	VARIOUS		817	817	542	1,113				0		817			0		08/25/2010	1Z*
88576P AB 9	HENDR 2003-AA NOTE		06/15/2011	MBS PAYMENT		18,223	18,223	18,222	18,189		34		34		18,223			0	370	08/15/2019	1FE
920253 AC 5	VALMONT INDUSTRIES INC		06/16/2011	CALLED BY ISSUER at 101.146		101,146	100,000	102,500	100,562		584		584		101,146			0	4,297	05/01/2014	3FE

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value: 11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.	16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Desig-nation or Market Indicator (a)
92344S AP 5	CELLCO PART/VERI WIRELSS		06/14/2011	SUSQUEHANNA FINANCIAL		2,206,600	2,000,000	2,159,471	2,118,869		(16,989)		(16,989)		2,101,880		104,721	104,721	97,433	02/01/2014	1FE
931142 CN 1	WAL-MART STORES INC		06/14/2011	US BANCORP INVESTMENTS INC		788,063	750,000	746,528	747,807		315		315		748,121		39,941	39,941	19,750	02/03/2014	1FE
94981A AB 9	WFMBS 2003-14 1A2		06/01/2011	MBS PAYMENT		88,660	88,660	84,435	88,071		589		589		88,660			0	1,642	11/01/2018	1Z*
BCC00H 34 1	AMHPT 1996-2 B2		05/15/2011	MBS PAYMENT			11,302	7,231	5,737	1,493			1,493		7,231		(7,231)	(7,231)	436	09/15/2026	6FE
064149 A6 4	BANK OF NOVA SCOTIA	A	06/14/2011	SCOTIA CAPITAL INC - US		1,577,805	1,500,000	1,498,080	1,498,417		169		169		1,498,586		79,219	79,219	46,042	01/22/2015	1FE
68383K AB 5	OPTI CANADA INC	A	06/15/2011	CREDIT SUISSE		42,750	100,000	44,750	44,750				0		44,750		(2,000)	(2,000)		12/15/2014	6FE
62947Q AF 5	NXP BV/NXP FUNDING LLC	F	04/06/2011	CALLED BY ISSUER at 103.938		85,229	82,000	19,065	19,065				0		19,065		66,164	66,164	3,085	10/15/2014	4FE
3899999.	Total - Bonds - Industrial & Miscellaneous					11,134,373	10,887,019	10,462,040	10,381,652	45,087	(2,879)	0	42,208	0	10,391,647	0	742,726	742,726	370,126	XXX	XXX
Bonds - Hybrid Securities																					
35802Q AB 4	FRESENIUS MED CAP TR IV		06/15/2011	MATURITY		80,000	80,000	87,200	80,628		(628)		(628)		80,000			0	3,150	06/15/2011	3FE
4899999.	Total - Bonds - Hybrid Securities					80,000	80,000	87,200	80,628	0	(628)	0	(628)	0	80,000	0	0	0	3,150	XXX	XXX
8399997.	Total - Bonds - Part 4					14,458,913	14,211,559	13,796,728	13,676,973	45,087	(678)	0	44,409	0	13,716,187	0	742,726	742,726	438,234	XXX	XXX
8399999.	Total - Bonds					14,458,913	14,211,559	13,796,728	13,676,973	45,087	(678)	0	44,409	0	13,716,187	0	742,726	742,726	438,234	XXX	XXX
Preferred Stocks - Industrial and Miscellaneous																					
251591 83 0	DEVELOPERS DIVERS REALTY		04/04/2011	CALLED BY ISSUER at 25.000	8,000.000	200,000	25.00	45,600	45,600				0		45,600		154,400	154,400	4,844	XXX	P4LFE
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					200,000	XXX	45,600	45,600	0	0	0	0	0	45,600	0	154,400	154,400	4,844	XXX	XXX
8999997.	Total - Preferred Stocks - Part 4					200,000	XXX	45,600	45,600	0	0	0	0	0	45,600	0	154,400	154,400	4,844	XXX	XXX
8999999.	Total - Preferred Stocks					200,000	XXX	45,600	45,600	0	0	0	0	0	45,600	0	154,400	154,400	4,844	XXX	XXX
9899999.	Total - Preferred and Common Stocks					200,000	XXX	45,600	45,600	0	0	0	0	0	45,600	0	154,400	154,400	4,844	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					14,658,913	XXX	13,842,328	13,722,573	45,087	(678)	0	44,409	0	13,761,787	0	897,126	897,126	443,078	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 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter 6 First Month	7 Second Month	8 Third Month	9 *
Open Depositories								
JPMorgan Chase Bank.. Columbus, OH.......................................	....	....	....	....	3,963,941	2,653,006	4,233,369	XXX..
0199999. Total Open Depositories..	....XXX.......	......XXX.......	0	0	3,963,941	2,653,006	4,233,369	XXX..
0399999. Total Cash on Deposit..	....XXX.......	......XXX.......	0	0	3,963,941	2,653,006	4,233,369	XXX..
0599999. Total Cash..	....XXX.......	......XXX.......	0	0	3,963,941	2,653,006	4,233,369	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

* 3 6 9 5 1 2 0 1 1 5 0 5 0 0 1 0 2 *

DIRECTOR AND OFFICER SUPPLEMENT

Year To Date For the Period Ended June 30, 2011

NAIC Group Code.....0748 NAIC Company Code.....36951

Company Name: Century Surety Company

If the reporting entity writes any director and officer (D&O) business, please provide the following:

1. Monoline Policies

1 Direct Written Premiums	2 Direct Earned Premiums	3 Direct Losses Incurred
......................6,750	2,922	....

2. Commercial Multiple Peril (CMP) Packaged Policies

2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? .... Yes [ ] No [X]

2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? .... Yes [ ] No [ ]

2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies:

2.31 Amount quantified: ....N/A

2.32 Amount estimated using reasonable assumptions: ....N/A

2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverages provided in CMP packaged policies: ....N/A