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QUARTERLY STATEMENT

As of September 30, 2011

of the Condition and Affairs of the

BUCKEYE STATE MUTUAL INSURANCE COMPANY

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

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

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

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

OFFICERS

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

OTHER

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

DIRECTORS OR TRUSTEES

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

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

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions* and *Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

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

Subscribed and sworn to before me
This ________ day of ____________________

a. Is this an original filing? Yes [X] No [ ]
b. If no: 1. State the amendment number
2. Date filed
3. Number of pages attached

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	31,572,566		31,572,566	36,502,623
2. Stocks:				
2.1 Preferred stocks	586,968		586,968	525,102
2.2 Common stocks	8,046,369	50,053	7,996,316	7,081,879
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)	1,462,831		1,462,831	1,549,419
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	332,204
4.3 Properties held for sale (less $..........0 encumbrances)	321,130		321,130	
5. Cash ($.....(1,578,423)), cash equivalents ($..........0) and short-term investments ($.....1,952,481)	374,058		374,058	848,145
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	42,363,922	50,053	42,313,869	46,839,372
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	239,778		239,778	343,250
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	3,823,688		3,823,688	3,365,344
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	8,071,031		8,071,031	8,279,480
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	4,956,586		4,956,586	921,642
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon	312,392		312,392	312,392
18.2 Net deferred tax asset	2,092,381	235,996	1,856,385	1,688,545
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	295,889	69,138	226,751	249,332
21. Furniture and equipment, including health care delivery assets ($..........0)	43,521	43,521	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	13,226		13,226	37,080
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	293,959	293,959	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	62,506,373	692,667	61,813,706	62,036,437
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	62,506,373	692,667	61,813,706	62,036,437

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Other	134,000	134,000	0	
2502. Company owned automobile	159,959	159,959	0	
2503.			0	
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	293,959	293,959	0	0

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....9,146,190)	16,833,901	13,279,138
2.	Reinsurance payable on paid losses and loss adjustment expenses	15,524	41,388
3.	Loss adjustment expenses	1,715,273	1,594,659
4.	Commissions payable, contingent commissions and other similar charges	2,745,062	2,879,634
5.	Other expenses (excluding taxes, licenses and fees)	1,105,345	869,523
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	355,318	434,478
7.1	Current federal and foreign income taxes (including $..........0 on realized capital gains (losses))		
7.2	Net deferred tax liability		
8.	Borrowed money $..........0 and interest thereon $.....27,120	27,120	37,669
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....11,348,795 and including warranty reserves of $..........0)	18,384,248	18,021,417
10.	Advance premium	944,886	751,436
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	1,284,678	1,403,928
13.	Funds held by company under reinsurance treaties	1,080,447	1,084,274
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates		
20.	Derivatives		
21.	Payable for securities		
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	454,661	476,879
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	44,946,463	40,874,423
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	44,946,463	40,874,423
29.	Aggregate write-ins for special surplus funds	213,510	124,741
30.	Common capital stock		
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes	6,200,000	6,200,000
34.	Gross paid in and contributed surplus		
35.	Unassigned funds (surplus)	10,453,735	14,837,273
36.	Less treasury stock, at cost:		
	36.1 ....0.000 shares common (value included in Line 30 $..........0)		
	36.2 ....0.000 shares preferred (value included in Line 31 $..........0)		
37.	Surplus as regards policyholders (Lines 29 to 35, less 36)	16,867,245	21,162,014
38.	Totals	61,813,708	62,036,437

DETAILS OF WRITE-INS

2501.	Line 15 from 2000 Annual Statement		
2502.	Ceded commissions in excess of costs	454,661	476,879
2503.			
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	454,661	476,879
2901.	Additional admitted deferred tax assets	213,510	124,741
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	213,510	124,741
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....46,448,477)	46,294,072	45,739,743	61,427,518
1.2 Assumed (written $.....230,550)	216,479	269,118	347,172
1.3 Ceded (written $.....17,318,360)	17,512,713	17,631,508	23,692,379
1.4 Net (written $.....29,360,668)	28,997,838	28,377,353	38,082,311
DEDUCTIONS:			
2. Losses incurred (current accident year $.....23,030,922):			
2.1 Direct	50,150,652	36,471,314	44,606,802
2.2 Assumed	(91,021)	74,514	105,438
2.3 Ceded	28,012,053	17,816,135	18,838,690
2.4 Net	22,047,577	18,729,692	25,873,550
3. Loss adjustment expenses incurred	2,217,092	2,182,350	2,852,681
4. Other underwriting expenses incurred	9,169,243	8,832,622	11,903,447
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	33,433,912	29,744,664	40,629,678
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(4,436,074)	(1,367,311)	(2,547,367)
INVESTMENT INCOME			
9. Net investment income earned	329,489	389,911	595,038
10. Net realized capital gains (losses) less capital gains tax of $..........0	181,195	(46,078)	(48,468)
11. Net investment gain (loss) (Lines 9 + 10)	510,685	343,833	546,570
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $..........0)	0		
13. Finance and service charges not included in premiums	207,932	232,173	309,404
14. Aggregate write-ins for miscellaneous income	0	0	0
15. Total other income (Lines 12 through 14)	207,932	232,173	309,404
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(3,717,457)	(791,305)	(1,691,393)
17. Dividends to policyholders			
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	(3,717,457)	(791,305)	(1,691,393)
19. Federal and foreign income taxes incurred		238,719	(217,867)
20. Net income (Line 18 minus Line 19) (to Line 22)	(3,717,457)	(1,030,024)	(1,473,526)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	21,162,013	20,423,980	20,423,980
22. Net income (from Line 20)	(3,717,457)	(1,030,024)	(1,473,526)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $..........0	(649,859)	107,896	338,326
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	338,965	764,277	919,563
27. Change in nonadmitted assets	(266,417)	(206,389)	38,040
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles		915,629	915,629
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	(4,294,768)	551,389	738,032
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	16,867,245	20,975,370	21,162,013

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. Lines 23 and 29 from 2000 Annual Statement			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0
3701. Additional admitted deferred tax asset	88,769		124,741
3702. Reclassification of additional admitted deferred tax assets to special surplus funds	(88,769)		(124,741)
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance	29,184,974	25,772,340	35,275,335
2. Net investment income	616,601	641,093	896,579
3. Miscellaneous income	207,932	232,173	309,404
4. Total (Lines 1 through 3)	30,009,507	26,645,606	36,481,318
5. Benefit and loss related payments	22,553,622	19,397,879	24,128,891
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	11,243,630	10,589,706	14,209,803
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)		(959,491)	(1,102,363)
10. Total (Lines 5 through 9)	33,797,253	29,028,094	37,236,331
11. Net cash from operations (Line 4 minus Line 10)	(3,787,746)	(2,382,488)	(755,013)
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	9,778,911	3,984,560	5,152,239
12.2 Stocks	4,531	201,307	217,145
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	9,783,442	4,185,867	5,369,384
13. Cost of investments acquired (long-term only):			
13.1 Bonds	4,794,981	6,115,996	7,142,286
13.2 Stocks	1,588,916	260,737	400,200
13.3 Mortgage loans			
13.4 Real estate		128,459	128,459
13.5 Other invested assets			
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	6,383,897	6,505,193	7,670,945
14. Net increase (decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	3,399,545	(2,319,326)	(2,301,561)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds		10,451	(37,669)
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(85,886)	(16,553)	7,974
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(85,886)	(6,102)	(29,695)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	(474,087)	(4,707,915)	(3,086,269)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	848,146	3,934,415	3,934,415
19.2 End of period (Line 18 plus Line 19.1)	374,059	(773,500)	848,146

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

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

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

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

B. Loan-Backed Securities

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

2.

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

NOTES TO FINANCIAL STATEMENTS

3.

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

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

a. The aggregate amount of unrealized losses:
   1. Less than 12 months $ 60,513
   2. 12 months or longer $ 50,921
b. The aggregate related fair value of securities with unrealized losses:
   1. Less than 12 months $ 3,678,304
   2. 12 months or longer $ 691,861

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

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

A. Nature of Relationships

Buckeye entered into an Affiliation Agreement with Middle Georgia Mutual Insurance Company (NAIC #14524, Federal ID# 58-0350840) effective August 5. 2011 (date approved by the Georgia Department of Insurance). Middle Georgia's insurance operations will continue to reside at their home office in Griffin Ga.

Note 11 - Debt

No significant change.

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

No significant change.

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

No significant change.

Note 14 - Contingencies

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 15 - Leases

No significant change.

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

No significant change.

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

B. Wash Sales

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

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

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

No significant change.

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

No significant change.

Note 20 - Fair Value

1. Fair Value Measurement at Reporting Date:

Description	Level 1	Level 2	Level 3	Total
Assets at fair value				
Perpetual Preferred Stock				
Industrial & Misc	341,265			341,265
Total Preferred Stock	341,265			341,265
Bonds				
RMBS			160,335	160,335
Total Bonds			160,335	160,335
Common Stock				
Industrial & Misc	140,728			140,728
Mutual Funds	4,687,535			4,687,535
Parents, Subsidiaries & Affiliates	3,196,600			3,196,600
Total Common Stock	8,024,863			8,024,863
Total Assets at Fair Value	8,366,128		160,335	8,526,463

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

	Balance at 01/01/2011	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases, issuances, sales, and settlements	Balance at 9/30/2011
RMBS	171,358			(11,676)	653		160,335

NOTES TO FINANCIAL STATEMENTS

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

CUSIP **Description**	**23242MAD3** **CWL 2006-S3** **A4**
Types of Underlying Loans	PRIME
Collateral	RMBS
	ABS-HEL
Guarantees or other Credit Enhancements	FGIC
Seniority Level	Senior
Year of Issue	6/1/2006
Weighted-average Coupon Rate of the Underlying Loans	8.13%
Weighted-average Maturity of the Underlying Loans (years)	9.67
Moody's Rating	C
S&P Rating	D
Fitch Rating	
Yield	8%
Constant Default Rate for Underlying Loans 60+ days delinquent	100 CDR
Loss Severity for Underlying Loans 60+ days delinquent	100
Constant Default Rate for Underlying Loans < 60 days delinquent ramp	12 CDR - .05 CDR
Loss Severity for Underlying Loans < 60 days delinquent ramp	100
Prepayment Rate	10 CPR
Top Geographic Concentrations of Underlying Loans (state and %)	
	CA 18.5
	MI 9.2
	FL 6.1

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2010 were $14.87 million. As of September 30, 2011, $5.198 million has been paid for incurred losses and loss adjusting expense attributable to insured events of prior years. Reserves remaining for prior years are now $3.134 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore there has been a $1.498 million favorable prior year development since December 31, 2010 to September 30, 2011. The decrease is generally the result on ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. The Company does not have retrospectively rated policies.

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - High Deductibles

No significant change.

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

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

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

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

3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [X] No [ ]
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. 12/31/2007.......................

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

6.4 By what department or departments?
Ohio

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

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

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

7.2 If yes, give full information:

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

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

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

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

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

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

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

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

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

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $..........................13,226

INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 0	$ 0
14.22	Preferred Stock	$ 0	$ 0
14.23	Common Stock	$ 3,205,990	$ 3,206,158
14.24	Short-Term Investments	$ 0	$ 0
14.25	Mortgage Loans on Real Estate	$ 0	$ 0
14.26	All Other	$ 0	$ 0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 3,205,990	$ 3,206,158
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

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

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

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

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

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

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

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

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

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

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

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

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

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

17.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2

PROPERTY & CASUALTY INTERROGATORIES

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

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

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [ ] No [X]
3.2 If yes, give full and complete information thereto:

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

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

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

6.1 Do you act as a custodian for health savings accounts? Yes [ ] No [X]
6.2 If yes, please provide the amount of custodial funds held as of the reporting date. 0
6.3 Do you act as an administrator for health savings accounts? Yes [ ] No [X]
6.4 If yes, please provide the amount of funds administered as of the reporting date. 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

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

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama AL	N						
2. Alaska AK	N						
3. Arizona AZ	L						
4. Arkansas AR	N						
5. California CA	N						
6. Colorado CO	L	1,782,649	1,570,243	941,832	1,825,375	526,298	514,476
7. Connecticut CT	N						
8. Delaware DE	N						
9. District of Columbia DC	N						
10. Florida FL	N						
11. Georgia GA	N						
12. Hawaii HI	N						
13. Idaho ID	N						
14. Illinois IL	L						
15. Indiana IN	L	8,008,390	8,698,718	5,552,111	5,938,073	4,818,917	4,481,858
16. Iowa IA	L	3,973,131	4,666,559	4,743,631	4,179,858	3,089,353	1,809,537
17. Kansas KS	L	11,582,437	11,152,834	13,909,846	6,665,580	5,608,303	3,943,265
18. Kentucky KY	N						
19. Louisiana LA	N						
20. Maine ME	N						
21. Maryland MD	N						
22. Massachusetts MA	N						
23. Michigan MI	L					(4)	(4)
24. Minnesota MN	L						
25. Mississippi MS	N						
26. Missouri MO	N						
27. Montana MT	N						
28. Nebraska NE	L	4,736,459	5,080,266	7,135,918	4,671,404	4,194,154	2,447,666
29. Nevada NV	N						
30. New Hampshire NH	N						
31. New Jersey NJ	N						
32. New Mexico NM	L						
33. New York NY	N						
34. North Carolina NC	N						
35. North Dakota ND	L						
36. Ohio OH	L	13,892,073	14,402,309	8,786,403	8,260,080	5,482,197	6,703,726
37. Oklahoma OK	N						
38. Oregon OR	N						
39. Pennsylvania PA	N						
40. Rhode Island RI	N						
41. South Carolina SC	N						
42. South Dakota SD	L	2,473,338	1,871,865	1,868,208	1,444,082	522,908	478,679
43. Tennessee TN	N						
44. Texas TX	N						
45. Utah UT	N						
46. Vermont VT	N						
47. Virginia VA	N						
48. Washington WA	N						
49. West Virginia WV	N						
50. Wisconsin WI	L				(18)		
51. Wyoming WY	N						
52. American Samoa AS	N						
53. Guam GU	N						
54. Puerto Rico PR	N						
55. US Virgin Islands VI	N						
56. Northern Mariana Islands MP	N						
57. Canada CN	N						
58. Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59. Totals	(a) 14	46,448,477	47,442,794	42,937,948	32,984,435	24,242,125	20,379,204

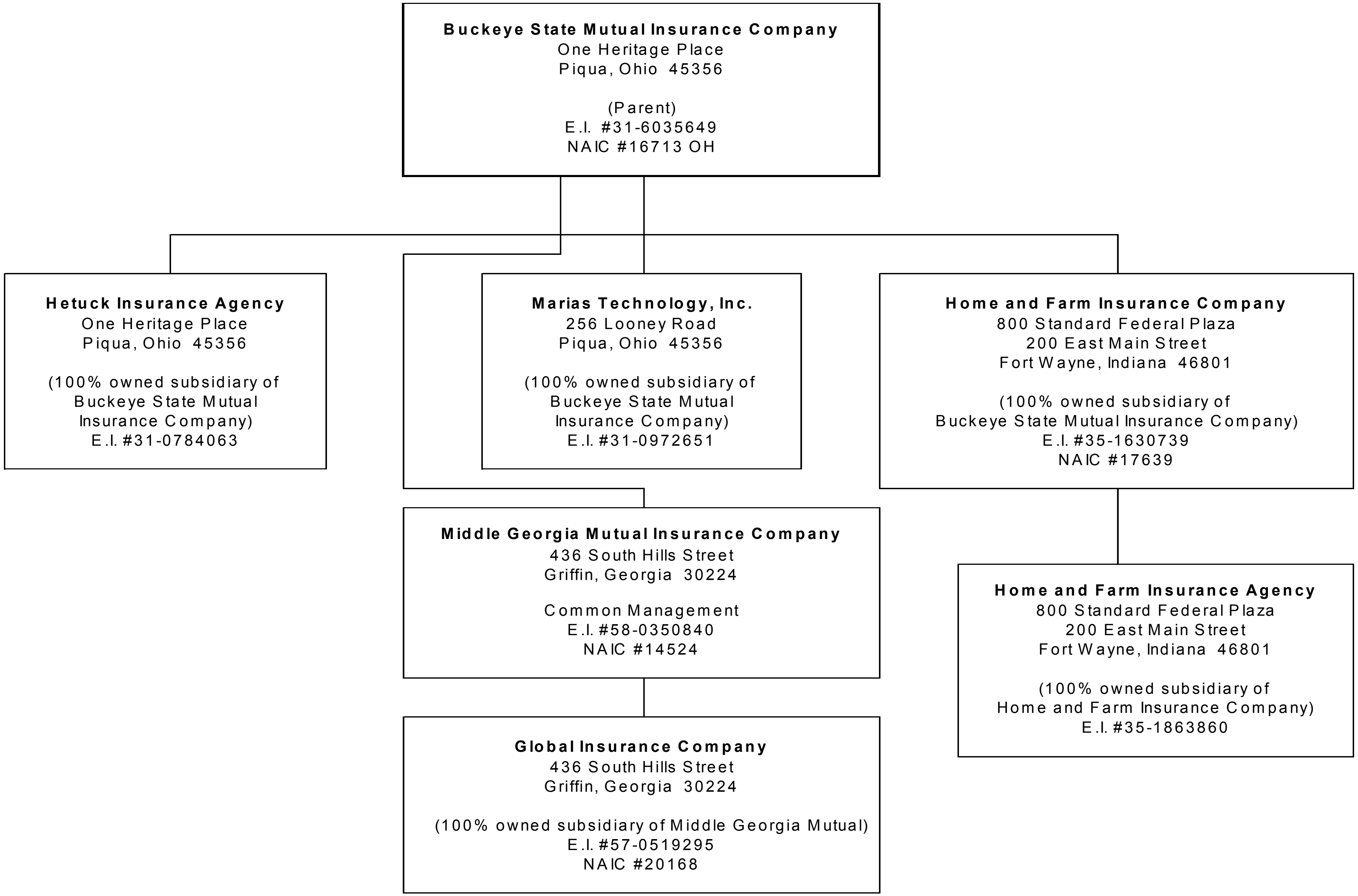
DETAILS OF WRITE-INS

5801.	XXX						
5802.	XXX						
5803.	XXX						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
5899. Totals (Lines 5801 thru 5803 + Line 5898) (Line 58 above)	XXX	0	0	0	0	0	0

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

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

PART 1 – ORGANIZATIONAL CHART



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

PART 1 – ORGANIZATIONAL CHART

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	4,155,530	4,119,109	99.1	72.3
2. Allied lines			0.0	
3. Farmowners multiple peril	11,939,836	15,541,905	130.2	85.7
4. Homeowners multiple peril	10,880,108	14,917,863	137.1	82.3
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	313,204	(693)	(0.2)	1.3
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	628,260	1,279,945	203.7	1.2
17.2 Other liability-claims made			0.0	
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	9,396,282	5,931,208	63.1	81.1
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage	8,980,852	8,361,310	93.1	79.8
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	46,294,072	50,150,648	108.3	79.7
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	1,150,121	3,664,059	4,547,736
2. Allied lines			
3. Farmowners multiple peril	3,526,844	12,275,309	11,884,199
4. Homeowners multiple peril	3,699,597	10,832,072	11,386,969
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	98,749	295,795	348,108
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	160,750	639,062	635,483
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	2,974,426	9,378,898	9,804,675
19.3 19.4 Commercial auto liability			
21. Auto physical damage	2,954,751	9,363,282	8,835,624
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	14,565,239	46,448,477	47,442,794
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2011 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2011 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2011 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2008 + Prior	1,377	577	1,954	670	5	675	450		140	590	(257)	(432)	(689)
2. 2009	1,712	1,801	3,513	987	39	1,026	1,296	157	858	2,311	571	(747)	(176)
3. Subtotals 2009 + Prior	3,089	2,378	5,467	1,657	44	1,701	1,746	157	998	2,901	314	(1,179)	(865)
4. 2010	5,099	4,306	9,405	2,667	830	3,497	2,989	150	2,136	5,275	557	(1,190)	(633)
5. Subtotals 2010 + Prior	8,188	6,684	14,872	4,324	874	5,198	4,735	307	3,134	8,176	871	(2,369)	(1,498)
6. 2011	XXX	XXX	XXX	XXX	15,391	15,391	XXX	7,288	3,085	10,373	XXX	XXX	XXX
7. Totals	8,188	6,684	14,872	4,324	16,265	20,589	4,735	7,595	6,219	18,549	871	(2,369)	(1,498)
8. Prior Year-End's Surplus As Regards Policyholders	21,162										Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. 10.6 %	2. (35.4)%	3. (10.1)%
													Col. 13, Line 7 Line 8
													4. (7.1)%

Q13

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.
2.
3.
4.

Bar Code:

16713201149000003

16713201145500003

16713201136500003

16713201150500003

Overflow Page for Write-Ins

NONE

SCHEDULE A - VERIFICATION

Real Estate

		1 Year to Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year	1,881,624	1,897,641
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		128,459
	2.2 Additional investment made after acquisition		
3.	Current year change in encumbrances		
4.	Total gain (loss) on disposals		
5.	Deduct amounts received on disposals		
6.	Total foreign exchange change in book/adjusted carrying value		
7.	Deduct current year's other than temporary impairment recognized		
8.	Deduct current year's depreciation	97,662	144,476
9.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	1,783,962	1,881,624
10.	Deduct total nonadmitted amounts		
11.	Statement value at end of current period (Line 9 minus Line 10)	1,783,962	1,881,624

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

		1 Year to Date	2 Prior Year Ended December 31
1.	Book/adjusted carrying value of bonds and stocks, December 31 of prior year	44,159,656	41,683,211
2.	Cost of bonds and stocks acquired	6,383,897	7,542,486
3.	Accrual of discount	10,963	14,388
4.	Unrealized valuation increase (decrease)	(649,859)	494,340
5.	Total gain (loss) on disposals	183,303	(6,173)
6.	Deduct consideration for bonds and stocks disposed of	9,783,442	5,369,384
7.	Deduct amortization of premium	98,618	169,848
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other than temporary impairment recognized		29,364
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	40,205,901	44,159,656
11.	Deduct total nonadmitted amounts	50,053	50,053
12.	Statement value at end of current period (Line 10 minus Line 11)	40,155,848	44,109,603

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	32,145,148	3,530,629	4,433,202	(13,316)	35,115,700	32,145,148	31,229,259	34,249,738
2. Class 2 (a)	2,132,423	40,137	355,515	(12,572)	2,475,702	2,132,423	1,804,472	2,856,985
3. Class 3 (a)	345,179		27,558	(373)	327,996	345,179	317,248	328,251
4. Class 4 (a)	41,021			(91)	92,326	41,021	40,930	103,514
5. Class 5 (a)								
6. Class 6 (a)	161,344			(1,009)	166,660	161,344	160,335	171,358
7. Total Bonds	34,825,114	3,570,765	4,816,275	(27,360)	38,178,385	34,825,114	33,552,245	37,709,846
PREFERRED STOCK								
8. Class 1								
9. Class 2	385,461	1,018		(13,224)	387,345	385,461	373,255	391,316
10. Class 3	204,506	11,744		(2,538)	173,375	204,506	213,712	133,786
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	589,967	12,762	0	(15,762)	560,720	589,967	586,967	525,102
15. Total Bonds and Preferred Stock	35,415,081	3,583,528	4,816,275	(43,122)	38,739,105	35,415,081	34,139,212	38,234,948

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

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals	1,952,481	XXX	1,952,481		590

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,207,223	1,519,158
2. Cost of short-term investments acquired	9,359,090	13,112,428
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	8,613,831	13,424,363
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	1,952,481	1,207,223
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,952,481	1,207,223

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Special Revenue and Special Assessment									
3128PS KA 4	FG J12989		09/19/2011	G.X.Clark		310,125	297,171	520	1
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					310,125	297,171	520	XXX
Bonds - Industrial and Miscellaneous									
01741R AD 4	Allegheny Technologies Inc.		09/22/2011	Merrill Lynch		24,560	20,000	274	1
03938L AK 0	Arcelormittal		08/10/2011	ABG Sundal		11,099	10,000	125	1
03938L AK 0	Arcelormittal		08/02/2011	Deutche Banc Securities		6,300	5,000	56	2FE
03938L AK 0	Arcelormittal		08/09/2011	ABG Sundal		16,931	15,000	181	2FE
03938L AK 0	Arcelormittal		08/11/2011	Nomura		5,630	5,000	63	2FE
03938L AK 0	Arcelormittal		08/16/2011	Daiwa Capital Markets		5,695	5,000	65	2FE
03938L AK 0	Arcelormittal		08/18/2011	Goldman Sachs & Co.		5,581	5,000	68	2FE
268648 AM 4	EMC Corp.		08/18/2011	Wells Fargo		20,416	15,000	60	1
29355X AB 3	Enpro Industries Inc.		09/22/2011	Nomura		22,802	20,000	354	1
458140 AF 7	Intel Corporation		08/09/2011	Citigroup		11,428	10,000	10	1
458140 AF 7	Intel Corporation		08/18/2011	Barclays		5,719	5,000	10	1
64110D AB 0	Netapp Inc.		09/21/2011	CSFB		6,242	5,000	28	1
64110D AB 0	Netapp Inc.		09/22/2011	CSFB		18,532	15,000	85	1
835898 AC 1	Sotheby's		08/19/2011	Deutche Banc Securities		5,881	5,000	30	1
835898 AC 1	Sotheby's		08/10/2011	Merrill Lynch		11,884	10,000	52	1
835898 AC 1	Sotheby's		08/18/2011	Goldman Sachs & Co.		6,008	5,000	30	1
883203 BN 0	Textron Inc.		08/19/2011	Nomura		6,646	5,000	71	1
883203 BN 0	Textron Inc.		08/22/2011	Nomura		19,901	15,000	214	1
3899999.	Total - Bonds - Industrial & Miscellaneous					211,255	175,000	1,775	XXX
8399997.	Total - Bonds - Part 3					521,380	472,171	2,295	XXX
8399999.	Total - Bonds					521,380	472,171	2,295	XXX
Preferred Stocks - Industrial and Miscellaneous									
15189T 20 6	CenterPoint Energy (TWX)		08/22/2011	Barclays	350.000	11,744			RP3LFE
854502 30 9	Stanley Black & Decker		09/22/2011	Nomura	10.000	1,018			RP3LFE
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					12,762	XXX	0	XXX
8999997.	Total - Preferred Stocks - Part 3					12,762	XXX	0	XXX
8999999.	Total - Preferred Stocks					12,762	XXX	0	XXX
Common Stocks - Mutual Funds									
022865 10 9	Amana Income		09/22/2011	Ameriprise	24.951	715	XXX		L
02368A 82 8	American Beacon Balanced Plan		07/06/2011	Ameriprise	21.860	271	XXX		L
02368A 82 8	American Beacon Balanced Plan		09/22/2011	Ameriprise	104.244	1,159	XXX		L
04315J 40 7	Artio Intl Equity - A		09/22/2011	Ameriprise	129.250	2,956	XXX		L
128119 10 4	Calamos Growth & Inc.		09/22/2011	Ameriprise	56.290	1,681	XXX		L
128119 10 4	Calamos Growth & Inc.		09/26/2011	Ameriprise	9.585	286	XXX		L
192476 10 9	Cohen & Steers Realty Fund		07/05/2011	Ameriprise	1.250	80	XXX		L
192476 10 9	Cohen & Steers Realty Fund		09/22/2011	Ameriprise	15.652	850	XXX		L

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
19766G 71 0	Col Mult ADV S/CP Val - A		09/22/2011	Ameriprise	468.104	2,125	XXX		A
277907 10 1	Eaton Inc Fund Boston		07/05/2011	Ameriprise	6.309	37	XXX		L
277907 10 1	Eaton Inc Fund Boston		08/02/2011	Ameriprise	7.090	42	XXX		L
277907 10 1	Eaton Inc Fund Boston		09/02/2011	Ameriprise	7.310	41	XXX		L
277907 10 1	Eaton Inc Fund Boston		09/22/2011	Ameriprise	83.820	522	XXX		L
277905 83 2	Eaton Vance Group Utilities		08/11/2011	Ameriprise	21.991	204	XXX		L
277905 83 2	Eaton Vance Group Utilities		09/13/2011	Ameriprise	22.623	205	XXX		L
277905 83 2	Eaton Vance Group Utilities		09/22/2011	Ameriprise	228.702	2,029	XXX		L
277905 83 2	Eaton Vance Group Utilities		07/13/2011	Ameriprise	19.659	203	XXX		L
628380 85 9	Franklin Mutual Global Discovery Fd		09/02/2011	Vanguard	0.821	22	XXX		L
628380 85 9	Franklin Mutual Global Discovery Fd		09/04/2011	Franklin Mutual	42.452	1,122	XXX		L
628380 85 9	Franklin Mutual Global Discovery Fd		09/03/2011	Franklin Mutual	128.921	3,409	XXX		L
464287 68 9	I SHARES Tr Russell 3000 Index		07/11/2011	Vanguard	12.066	961	XXX		L
464287 68 9	I SHARES Tr Russell 3000 Index		09/29/2011	Vanguard	12.356	853	XXX		L
464287 17 6	IShares Barclays		09/22/2011	Ameriprise	5.000	582	XXX		L
464286 65 7	IShares MSCI Bric Index		09/22/2011	Ameriprise	34.000	1,190	XXX		L
470259 10 2	James Balanced Golden Rainbow Fund		09/30/2011	Vanguard	30.634	606	XXX		L
67064Y 66 9	Nuveen Mutual Funds		09/22/2011	Ameriprise	15.727	502	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		09/01/2011	Ameriprise	22.535	153	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		09/22/2011	Ameriprise	189.231	1,198	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		08/01/2011	Ameriprise	24.236	165	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		07/01/2011	Ameriprise	23.102	156	XXX		L
73935S 10 5	Powershares DB Commodity Index		09/22/2011	Ameriprise	23.000	628	XXX		L
76628T 43 9	Ridgeworth Funds		07/05/2011	Ameriprise	2.417	24	XXX		L
76628T 43 9	Ridgeworth Funds		08/02/2011	Ameriprise	2.326	23	XXX		L
76628T 43 9	Ridgeworth Funds		09/02/2011	Ameriprise	2.678	27	XXX		L
76628T 43 9	Ridgeworth Funds		09/22/2011	Ameriprise	99.468	1,005	XXX		L
816221 10 5	Selected American		09/22/2011	Ameriprise	62.847	2,241	XXX		L
921921 10 2	Vanguard Equity Income Fund		09/29/2011	Vanguard	49.630	981	XXX		L
921935 20 1	Vanguard Wellington Fund		09/29/2011	Vanguard	72.986	3,732	XXX		L
936793 84 3	Wasatch 1st Source Income Equity		09/30/2011	Wasatch	92.604	1,097	XXX		L
9299999.	Total - Common Stocks - Mutual Funds					34,084	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					34,084	XXX	0	XXX
9799999.	Total - Common Stocks					34,084	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					46,846	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					568,226	XXX	2,295	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
31371L AB 5	FNMA 07/01/18		09/26/2011	Principal Reduction		1,328	1,328	1,297	1,306		2		2		1,308		20	20	73	07/01/2018	1
31407B JS 9	FNMA 07/01/20		09/26/2011	Principal Reduction		590	590	584	586		0		0		586		4	4	46	07/01/2020	1
3134A4 HF 4	Federal Home Loan Mtg		09/15/2011	Matured		400,000	400,000	428,406	402,987		(2,987)		(2,987)		400,000			0	22,000	09/15/2011	1
0599999.	Total - Bonds - U.S. Government					401,918	401,918	430,288	404,879	0	(2,985)	0	(2,985)	0	401,894	0	24	24	22,119	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
31395V NZ 8	Freddie Mac FHR 2985 LA		09/15/2011	Principal Reduction		9,501	9,501	9,758	9,674		(54)		(54)		9,620		(119)	(119)	514	06/15/2035	1
2499999.	Total - Bonds - U.S. Political Subdivisions of States, Territories & Possessions					9,501	9,501	9,758	9,674	0	(54)	0	(54)	0	9,620	0	(119)	(119)	514	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
05947U LX 4	Banc of America Coml Mtg Inc		09/12/2011	Principal Reduction		2,319	2,319	2,345	2,343		(0)		(0)		2,343		(23)	(23)	79	03/11/2041	1
12667F X9 1	CWALT 2005-3CB 1A11		09/26/2011	Principal Reduction		7,637	7,637	7,048	7,048				0		7,048		589	589	494	03/25/2035	1
15200M AA 5	Centerpoint Energy		08/01/2011	Principal Reduction		2,029	2,029	1,887	1,909		7		7		1,916		113	113	58	02/01/2020	1FE
201730 AD 0	Commercial Mtg Asset		09/21/2011	Principal Reduction		1,999	1,999	2,272	2,246		(4)		(4)		2,242		(242)	(242)	101	01/17/2032	1
31297F JD 6	FGLMC		09/15/2011	Principal Reduction		6,206	6,206	6,430	6,411		(4)		(4)		6,407		(201)	(201)	411	10/01/2034	1
3128KV SF 3	FGLMC PL A65018		09/15/2011	Principal Reduction		25,943	25,943	26,626	26,602		(10)		(10)		26,592		(649)	(649)	1,618	08/01/2037	1
31395T 6P 4	FHLM 05/15/18		09/15/2011	Principal Reduction		4,760	4,760	4,732	4,740		2		2		4,743		18	18	294	05/15/2018	1
31393N M8 9	FHR 2590 TU		09/15/2011	Principal Reduction		27,831	27,831	29,066	28,573		(394)		(394)		28,179		(348)	(348)	2,141	08/15/2031	1
31397J 6X 7	FHR 3336 GD		09/15/2011	Principal Reduction		55,702	55,702	54,814	54,858		10		10		54,868		833	833	1,781	04/16/2036	1
31397J 6X 7	FHR 3336 GD		09/15/2011	Principal Reduction		5,570	5,570	5,481	5,486		1		1		5,487		83	83	178	04/15/2036	1
31398K A5 9	FHR 3589 PA		09/15/2011	Principal Reduction		19,997	19,997	20,597	20,513		(252)		(252)		20,261		(264)	(264)	1,470	09/15/2039	1
3138A2 W4 7	FN AH 1566		09/26/2011	Principal Reduction		2,151	2,151	2,233	2,234		(3)		(3)		2,230		(80)	(80)		12/01/2040	1
31416W 6G 2	FNAB 1770		09/26/2011	Principal Reduction		8,999	8,999	8,628	8,609		53		53		8,662		337	337		11/01/2025	1
3138A7 NY 0	FNAH 5806		09/26/2011	Principal Reduction		8,402	8,402	8,356	8,353		7		7		8,360		42	42		02/01/2026	1
31417Y TC 1	FNCI		09/26/2011	Principal Reduction		20,974	20,974	21,718	21,690		(121)		(121)		21,569		(595)	(595)	682	10/01/2025	1
31371M UK 1	FNMA Pool 256286		09/26/2011	Principal Reduction		1,461	1,461	1,439	1,440		0		0		1,441		21	21	115	06/01/2036	1
31416N DD 1	Fannie Mae		09/26/2011	Principal Reduction		21,429	21,429	22,193	21,912		(140)		(140)		21,772		(343)	(343)	1,117	04/01/2024	1
31414F GG 0	Fannie Mae FN 964699		09/26/2011	Principal Reduction		2,060	2,060	2,115	2,110		(3)		(3)		2,108		(48)	(48)	146	08/01/2023	1
31418Q PB 3	Fannie Mae FNAD3117		07/28/2011	Jefferies and Company		259,667	248,889	256,978	255,956		652		652		256,608		3,059	3,059	6,752	04/01/2025	1
31371L EZ 8	Fed Natl Mtg Pool # 254952		09/26/2011	Principal Reduction		8,168	8,168	8,162	8,164		0		0		8,164		4	4	464	10/01/2018	1
31336W CP 2	Federal Home Ln Mtg Corp		09/15/2011	Principal Reduction		1,530	1,530	1,498	1,505		2		2		1,507		23	23	95	10/01/2020	1
31393J RX 8	Federal Home Loan Mtg		09/15/2011	Principal Reduction		18,221	18,221	19,132	18,221				0		18,221			0	1,142	11/15/2016	1
31297F TZ 6	Federal Home Loan Mtg Corp		09/15/2011	Principal Reduction		11,862	11,862	12,086	12,068		(3)		(3)		12,065		(204)	(204)	477	10/01/2034	1
31402R ST 7	Federal National Mtg Pool 735930		09/26/2011	Principal Reduction		981	981	984	983		(0)		(0)		983		(2)	(2)	67	12/01/2018	1
31371L BH 1	Federal Natl Mtg Assn		09/26/2011	Principal Reduction		10,126	10,126	10,237	10,204		(8)		(8)		10,195		(69)	(69)	490	08/01/2018	1
31371L AP 4	Federal Natl Mtg Assn		09/26/2011	Principal Reduction		8,919	8,919	8,983	8,957		(4)		(4)		8,953		(34)	(34)	401	06/01/2018	1
31400E F6 2	Federal Natl Mtg Assn		09/26/2011	Principal Reduction		7,470	7,470	7,604	7,549		(9)		(9)		7,540		(70)	(70)	451	02/01/2018	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
31371K 2R 1	Federal Natl Mtg Assn		09/26/2011	Principal Reduction		8,131	8,131	8,277	8,218		(10)		(10)		8,207		(76)	(76)	518	02/01/2018	1
31394J N2 9	Freddie Mac FHR 2676 LG		09/15/2011	Principal Reduction		35,655	35,655	37,605	37,232		(425)		(425)		36,807		(1,152)	(1,152)	1,893	06/15/2032	1
3128PS L9 6	Freddie Mac FG J13052		09/15/2011	Principal Reduction		10,620	10,620	10,914	10,927		(58)		(58)		10,869		(249)	(249)	392	09/01/2025	1
3128MC GH 2	Freddie Mac FGG13600		07/28/2011	Jefferies and Company		274,640	259,683	266,053	264,074		1,809		1,809		265,883		8,757	8,757	8,119	06/01/2024	1
3128MM KX 0	Freddie Mac FGG18309		07/28/2011	Jefferies and Company		230,234	217,700	221,068	219,737		(6)		(6)		219,731		10,503	10,503	6,843	05/01/2024	1
3128PQ NX 5	Freddie Mac FGJ11306		07/28/2011	Jefferies and Company		298,571	286,407	293,388	291,984	300	1,063		1,363		293,347		5,224	5,224	11,114	12/01/2024	1
3128M5 GU 8	Freddie Mac G03511		09/01/2011	Principal Reduction		1,303	1,303	1,311	1,311		(0)		(0)		1,311		(8)	(8)	126	10/01/2037	1
36290S CK 5	GNJO Pool #615774		09/15/2011	Principal Reduction		10,967	10,967	10,714	10,808		18		18		10,827		141	141	541	09/15/2018	1FE
76110W RQ 1	Residential Asset Sec		09/26/2011	Principal Reduction		4,951	4,951	4,815	4,830		4		4		4,834		117	117	279	05/25/2033	1
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					1,427,487	1,377,054	1,407,788	1,399,805	300	2,175	0	2,475	0	1,402,280	0	25,207	25,207	50,849	XXX	XXX
Bonds - Industrial and Miscellaneous																					
88579Y AB 7	3M Company		08/09/2011	Citigroup		76,330	85,000	75,238	78,599		167		167		78,766		(2,436)	(2,436)		11/21/2032	1FE
05567L G6 8	BNP Paribas		08/30/2011	Citigroup		320,470	325,000	323,947	324,081		143		143		324,224		(3,755)	(3,755)	10,298	03/11/2015	1
07383F MN 5	Bear Stearns Commercial Mortgage		09/13/2011	Principal Reduction		7,623	7,623	7,413	7,423		2		2		7,425		197	197	218	11/11/2035	1
12617A AD 9	CPL Transition FDG LLC		07/19/2011	Principal Reduction		3,035	3,035	3,152	3,099		(6)		(6)		3,093		(58)	(58)	112	07/15/2015	1FE
22540V P2 2	CSFB 2002-CKN2 A3		09/15/2011	Principal Reduction		87,084	87,084	90,418	90,252		(35)		(35)		90,218		(3,134)	(3,134)	3,946	04/15/2037	1
126650 BD 1	CVS Corp		08/15/2011	Matured		150,000	150,000	150,147	150,009		(9)		(9)		150,000			0	8,625	08/15/2011	2FE
15200M AA 5	Centerpoint Energy		08/01/2011	Principal Reduction		15,473	15,473	15,444	15,449		2		2		15,451		22	22	442	02/01/2020	1FE
201730 AD 0	Commercial Mtg Asset		09/21/2011	Principal Reduction		143	143	158	157		(0)		(0)		157		(14)	(14)	7	01/17/2032	1
29365K AA 1	Entergy Texas Restoration Funding		08/01/2011	Principal Reduction		23,758	23,758	23,867	23,850		(11)		(11)		23,838		(81)	(81)	347	02/01/2016	1FE
31395T 6P 4	FHLM 05/15/18		09/15/2011	Principal Reduction		21,422	21,422	21,974	21,800		(44)		(44)		21,756		(334)	(334)	1,322	05/15/2018	1
31408F 6D 6	Federal National Mortgage 850568		09/26/2011	Principal Reduction		1,480	1,480	1,466	1,467		0		0		1,467		12	12	116	01/01/2036	1
337367 AE 6	First Union Lehman Brothers		09/20/2011	Principal Reduction		15,588	15,588	15,286	15,294		3		3		15,296		292	292	725	11/18/2035	1
362334 AN 4	GSR 2006-1F 2A16		09/27/2011	Principal Reduction		5,174	5,174	5,025	5,025		(0)		(0)		5,025		149	149	449	02/25/2036	1
46185R AK 6	Introven Corp (Life Technologies)		09/23/2011	Goldman Sachs & Co		15,244	15,000	16,791	16,735		(93)		(93)		16,642		(1,399)	(1,399)	221	02/15/2024	2FE
47102X AG 0	Janus Capital Group Inc		09/21/2011	Merrill Lynch		24,500	25,000	28,420	28,052		(494)		(494)		27,558		(3,058)	(3,058)	810	07/15/2014	3FE
52108H JJ 4	LB - UBS Commercial Mortgage		09/16/2011	Principal Reduction		38,725	38,725	41,012	40,954		(47)		(47)		40,907		(2,182)	(2,182)	2,205	03/15/2031	1
60871R AA 8	Molson Coors Brewing Company		09/08/2011	J.P. Morgan Securities, Inc.		10,771	10,000	10,257	10,113		(29)		(29)		10,084		687	687	274	07/30/2013	2FE
617446 K4 0	Morgan Stanley (LOW)		08/11/2011	MSDW		41,918	45,000	45,141	45,091		(12)		(12)		45,079		(3,162)	(3,162)	319	06/24/2015	1FE
651639 AH 9	Newmont Mining Corp		09/20/2011	Merrill Lynch		7,920	5,000	5,480	5,290		(59)		(59)		5,230		2,690	2,690	45	07/15/2014	2FE
651639 AK 2	Newmont Mining Corp		08/22/2011	Merrill Lynch		20,660	15,000	17,811	17,811		(776)		(776)		17,035		3,625	3,625	238	02/15/2012	1
680223 AF 1	Old Republic International Corp		09/23/2011	Citigroup		15,461	15,000	15,000	15,000				0		15,000		461	461	929	05/15/2012	2FE
74924P AF 9	RASC		09/26/2011	Principal Reduction		13,345	13,345	13,344	13,344		0		0		13,344		0	0	626	02/25/2034	1
822582 AG 7	Shell International Financial		09/22/2011	Matured		150,000	150,000	149,994	149,997		3		3		150,000			0	1,950	09/22/2011	1FE
947074 AJ 9	Weatherford Intl Ltd		08/10/2011	RBC		172,577	150,000	160,583	159,319		(761)		(761)		158,558		14,018	14,018	6,350	06/15/2017	2FE
949834 AA 3	Wells Fargo Mtg Backed Securities		09/26/2011	Principal Reduction		10,658	10,658	10,608	10,610		1		1		10,611		47	47	851	10/25/2037	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
3899999.	Total - Bonds - Industrial & Miscellaneous					1,249,356	1,233,507	1,247,976	1,248,821	0	(2,054)	0	(2,054)	0	1,246,767	0	2,590	2,590	41,424	XXX	XXX
8399997.	Total - Bonds - Part 4					3,088,262	3,021,980	3,095,809	3,063,179	300	(2,918)	0	(2,618)	0	3,060,561	0	27,701	27,701	114,906	XXX	XXX
8399999.	Total - Bonds					3,088,262	3,021,980	3,095,809	3,063,179	300	(2,918)	0	(2,618)	0	3,060,561	0	27,701	27,701	114,906	XXX	XXX
Common Stocks - Mutual Funds																					
628380 85 9	Franklin Mutual Global Discovery Fd		09/04/2011	Captial Gain Distribution		4,531	XXX						0				4,531	4,531		XXX	L
9299999.	Total - Common Stocks - Mutual Funds					4,531	XXX	0	0	0	0	0	0	0	0	0	4,531	4,531	0	XXX	XXX
9799997	Total - Common Stocks - Part 4					4,531	XXX	0	0	0	0	0	0	0	0	0	4,531	4,531	0	XXX	XXX
9799999.	Total - Common Stocks					4,531	XXX	0	0	0	0	0	0	0	0	0	4,531	4,531	0	XXX	XXX
9899999.	Total - Preferred and Common Stocks					4,531	XXX	0	0	0	0	0	0	0	0	0	4,531	4,531	0	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					3,092,793	XXX	3,095,809	3,063,179	300	(2,918)	0	(2,618)	0	3,060,561	0	32,233	32,233	114,906	XXX	XXX

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

Sch. DB-Pt A-Sn 1
NONE

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

Sch. DB-Pt B-Sn 1
NONE

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

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

Sch. DB-Pt D
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
			Rate of	Amount of Interest Received During	Amount of Interest Accrued at Current	6	7	8	
Depository		Code	Interest	Current Quarter	Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
Ameriprise Financial Services	Piqua, OH					3,080	3,162	2,511	XXX
Fifth Third Bank of Western (C)	Piqua, OH					(555,447)	(399,429)	(476,140)	XXX
Fifth Third Bank of Western (S)	Piqua, OH					402,971	285,613	354,073	XXX
MainSource Bank (A)	Troy, OH					(5,505,977)	(4,808,760)	(5,442,895)	XXX
MainSource Bank (E)	Troy, OH					(89,957)	(122,252)	(50,875)	XXX
MainSource Bank (F)	Troy, OH					10,470	9,093	8,409	XXX
MainSource Bank (S)	Troy, OH			1,137	990	494,633	494,526	494,440	XXX
MainSource Bank	Troy, OH					4,851	4,851	4,851	XXX
MainSource Bank	Troy, OH					1,371,158	2,464,105	3,421,685	XXX
Farmers State Bank	Warsaw, IN					(9,346)	(9,352)	(9,357)	XXX
Farmers State Bank	Warsaw, IN					1,222	1,217	1,212	XXX
National City Bank	Indianapolis, IN					308,390	308,471	58,513	XXX
MainSource Bank	Troy, OH					19,351	13,574	54,760	XXX
0199999. Total Open Depositories		XXX	XXX	1,137	990	(3,544,602)	(1,755,181)	(1,578,813)	XXX
0399999. Total Cash on Deposit		XXX	XXX	1,137	990	(3,544,602)	(1,755,181)	(1,578,813)	XXX
0499999. Cash in Company's Office		XXX	XXX	XXX	XXX	390	390	390	XXX
0599999. Total Cash		XXX	XXX	1,137	990	(3,544,212)	(1,754,791)	(1,578,423)	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