



QUARTERLY STATEMENT

As of September 30, 2011
of the Condition and Affairs of the

PROGRESSIVE AMERICAN INSURANCE COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period)	NAIC Company Code..... 24252	Employer's ID Number..... 34-1094197
Organized under the Laws of OH	State of Domicile or Port of Entry OH	Country of Domicile US
Incorporated/Organized..... August 25, 1971	Commenced Business..... April 2, 1979	
Statutory Home Office	6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 (Street and Number) (City or Town, State and Zip Code)	
Main Administrative Office	6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 (Street and Number) (City or Town, State and Zip Code)	440-461-5000 (Area Code) (Telephone Number)
Mail Address	P.O. BOX 89490..... CLEVELAND OH 44101-6490 (Street and Number or P. O. Box) (City or Town, State and Zip Code)	
Primary Location of Books and Records	6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 (Street and Number) (City or Town, State and Zip Code)	440-395-4460 (Area Code) (Telephone Number)
Internet Web Site Address	PROGRESSIVE.COM	
Statutory Statement Contact	MARY BETH ANDREANO (Name) FINANCIAL_REPORTING@PROGRESSIVE.COM (E-Mail Address)	440-395-4460 (Area Code) (Telephone Number) (Extension) 440-446-7168 (Fax Number)

POLICYHOLDER SERVICES AND CLAIMS REPORTING -- 1-800-PROGRESSIVE (1-800-776-4737)

OFFICERS

Name	Title	Name	Title
DAVID JAMES SKOVE	PRESIDENT	DANE ALLEN SHRALLOW	SECRETARY
THOMAS ALFRED KING	TREASURER		

OTHER

MARY BETH ANDREANO	(VICE PRESIDENT)	KAREN MARIE BARONE	(VICE PRESIDENT)
KATHLEEN MARY CERNY	(ASST. SECRETARY)	SARAH ELIZABETH FRYE	(VICE PRESIDENT)
JAMES LEE KUSMER	(ASST. TREASURER)		

DIRECTORS OR TRUSTEES

KAREN MARIE BARONE	KATHRYN MARGARET LEMIEUX	DANIEL PETER MASCARO	DAVID LLOYD PRATT
DAVID JAMES SKOVE			

State of..... OHIO
County of..... CUYAHOGA

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)
DAVID JAMES SKOVE	KATHLEEN MARY CERNY	THOMAS ALFRED KING
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	ASSISTANT SECRETARY	TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me	a. Is this an original filing?	Yes [X] No []
This 7TH day of NOVEMBER, 2011	b. If no:	
	1. State the amendment number	
	2. Date filed	
	3. Number of pages attached	

PROGRESSIVE AMERICAN INSURANCE COMPANY
ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds.....	166,915,059		166,915,059	157,653,074
2. Stocks:				
2.1 Preferred stocks.....			.0	
2.2 Common stocks.....			.0	
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 (\$.....1,992,790), cash equivalents (\$.....2,699,993) and short-term investments (\$.....80).....	4,692,863		4,692,863	926,270
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).....	171,607,922	.0	171,607,922	158,579,344
13. Title plants less \$.....0 charged off (for Title insurers only).....			.0	
14. Investment income due and accrued.....	679,824		679,824	920,978
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	20,367,819	3,491,166	16,876,653	11,658,211
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	110,556,138		110,556,138	97,959,472
15.3 Accrued retrospective premiums.....			.0	
16. Reinsurance:				
161. Amounts recoverable from reinsurers.....	3,221,872		3,221,872	3,257,011
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.....			.0	
18.2 Net deferred tax asset.....	7,482,248	334,582	7,147,666	7,078,873
19. Guaranty funds receivable or on deposit.....			.0	
20. Electronic data processing equipment and software.....			.0	
21. Furniture and equipment, including health care delivery assets (\$.....0).....			.0	
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			.0	
23. Receivables from parent, subsidiaries and affiliates.....	9,747,770		9,747,770	15,531,512
24. Health care (\$.....0) and other amounts receivable.....			.0	
25. Aggregate write-ins for other than invested assets.....	2,718,710	65,768	2,652,942	1,816,909
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	326,382,303	3,891,516	322,490,787	296,802,310
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			.0	
28. Total (Lines 26 and 27).....	326,382,303	3,891,516	322,490,787	296,802,310

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. FLORIDA HURRICANE CATASTROPHE FUND ASSETS.....	2,590,138		2,590,138	1,736,774
2502. STATE UNEARNED SURCHARGE RECOVERABLE.....	62,804		62,804	80,135
2503. PREPAID EXPENSES.....	55,295	55,295	.0	
2598. Summary of remaining write-ins for Line 25 from overflow page.....	10,473	10,473	.0	.0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	2,718,710	65,768	2,652,942	1,816,909

PROGRESSIVE AMERICAN INSURANCE COMPANY
LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$....27,493,922).....	57,225,763	55,844,102
2. Reinsurance payable on paid losses and loss adjustment expenses.....	866,855	998,660
3. Loss adjustment expenses.....	12,029,590	12,182,935
4. Commissions payable, contingent commissions and other similar charges.....	245,725	293,936
5. Other expenses (excluding taxes, licenses and fees).....	8,048,146	5,724,272
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	1,090,709	1,321,745
7.1 Current federal and foreign income taxes (including \$....557,222 on realized capital gains (losses)).....	1,550,528	1,121,027
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 \$....219,432,553 and including warranty reserves of \$.....0).....	53,282,858	48,340,571
10. Advance premium.....	7,416,704	6,162,363
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....		
12. Ceded reinsurance premiums payable (net of ceding commissions).....	3,113,865	282,818
13. Funds held by company under reinsurance treaties.....		
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.....	44,907,289	42,679,176
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.....	6,336,509	4,521,543
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	196,114,541	179,473,148
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	196,114,541	179,473,148
29. Aggregate write-ins for special surplus funds.....	0	0
30. Common capital stock.....	2,500,000	2,500,000
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.....	39,254,816	39,254,816
35. Unassigned funds (surplus).....	84,621,430	75,574,346
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).....	126,376,246	117,329,162
38. Totals.....	322,490,787	296,802,310

DETAILS OF WRITE-INS		
2501. FLORIDA HURRICANE CATASTROPHE FUND LIABILITIES.....	5,030,591	3,293,400
2502. STATE PLAN LIABILITY.....	708,507	675,717
2503. OTHER LIABILITIES.....	461,697	532,061
2598. Summary of remaining write-ins for Line 25 from overflow page.....	135,714	20,365
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	6,336,509	4,521,543
2901.		
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).....	0	0
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

PROGRESSIVE AMERICAN INSURANCE COMPANY
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 \$.....584,888,615).....	562,269,885	577,895,702	762,587,684
1.2 Assumed..... (written \$.....129,844,179).....	124,901,892	121,180,782	161,997,083
1.3 Ceded..... (written \$.....584,888,615).....	562,269,885	577,895,702	762,587,684
1.4 Net..... (written \$.....129,844,179).....	124,901,892	121,180,782	161,997,083
DEDUCTIONS:			
2. Losses incurred (current accident year \$.....77,187,422):			
2.1 Direct.....	305,617,771	384,388,398	489,421,216
2.2 Assumed.....	76,481,407	71,527,796	96,456,047
2.3 Ceded.....	305,617,771	384,388,398	489,421,216
2.4 Net.....	76,481,407	71,527,796	96,456,047
3. Loss adjustment expenses incurred.....	12,906,106	13,197,467	17,499,380
4. Other underwriting expenses incurred.....	28,167,429	28,367,952	36,982,852
5. Aggregate write-ins for underwriting deductions.....	5	(27,913)	(30,847)
6. Total underwriting deductions (Lines 2 through 5).....	117,554,947	113,065,302	150,907,432
7. Net income of protected cells.....			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	7,346,945	8,115,480	11,089,651
INVESTMENT INCOME			
9. Net investment income earned.....	2,719,005	3,238,066	4,330,597
10. Net realized capital gains (losses) less capital gains tax of \$.....1,098,507.....	1,775,837	160,396	445,159
11. Net investment gain (loss) (Lines 9 + 10).....	4,494,842	3,398,462	4,775,756
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$.....252,258 amount charged off \$.....6,100,909).....	(5,848,651)	(7,145,003)	(9,140,895)
13. Finance and service charges not included in premiums.....	5,929,276	6,103,060	7,997,110
14. Aggregate write-ins for miscellaneous income.....	86,760	298,295	377,746
15. Total other income (Lines 12 through 14).....	167,385	(743,648)	(766,039)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	12,009,172	10,770,294	15,099,368
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).....	12,009,172	10,770,294	15,099,368
19. Federal and foreign income taxes incurred.....	3,754,422	3,820,112	4,788,024
20. Net income (Line 18 minus Line 19) (to Line 22).....	8,254,750	6,950,182	10,311,344
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	117,329,162	123,565,147	123,565,147
22. Net income (from Line 20).....	8,254,750	6,950,182	10,311,344
23. Net transfers (to) from Protected Cell accounts.....			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$.....0.....			
25. Change in net unrealized foreign exchange capital gain (loss).....			
26. Change in net deferred income tax.....	403,375	(237,479)	(572,616)
27. Change in nonadmitted assets.....	388,959	1,337,396	1,325,287
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.....			(17,300,000)
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).....	9,047,084	8,050,099	(6,235,985)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	126,376,246	131,615,246	117,329,162
DETAILS OF WRITE-INS			
0501. 2008 NORTH CAROLINA PRIVATE PASSENGER AUTO ESCROW (REFUNDS).....	5	(27,913)	(30,847)
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).....	5	(27,913)	(30,847)
1401. MISCELLANEOUS INCOME.....	49,593	261,608	313,140
1402. INTEREST INCOME ON INTERCOMPANY BALANCES.....	21,408	28,973	40,262
1403. SERVICE BUSINESS REVENUE.....	15,759	7,714	24,344
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).....	86,760	298,295	377,746
3701.			
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).....	0	0	0

PROGRESSIVE AMERICAN INSURANCE COMPANY
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.....	116,912,779	129,183,734	176,105,304
2. Net investment income.....	3,427,312	3,306,195	4,812,184
3. Miscellaneous income.....	115,504	(1,148,235)	(1,211,918)
4. Total (Lines 1 through 3).....	120,455,595	131,341,694	179,705,570
5. Benefit and loss related payments.....	75,196,412	75,366,668	100,787,938
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	39,182,258	38,188,337	53,882,254
8. Dividends paid to policyholders.....			
9. Federal and foreign income taxes paid (recovered) net of \$.....694,619 tax on capital gains (losses).....	4,423,428	4,277,923	5,399,127
10. Total (Lines 5 through 9).....	118,802,098	117,832,928	160,069,319
11. Net cash from operations (Line 4 minus Line 10).....	1,653,497	13,508,766	19,636,251
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	87,804,262	38,448,861	53,205,415
12.2 Stocks.....			
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.....		16,186,430	
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	87,804,262	54,635,291	53,205,415
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	94,659,067	44,972,558	47,919,208
13.2 Stocks.....			
13.3 Mortgage loans.....			
13.4 Real estate.....			
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....			
13.7 Total investments acquired (Lines 13.1 to 13.6).....	94,659,067	44,972,558	47,919,208
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).....	(6,854,805)	9,662,733	5,286,207
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.....			17,300,000
16.6 Other cash provided (applied).....	8,967,901	(9,955,448)	(8,054,591)
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	8,967,901	(9,955,448)	(25,354,591)
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).....	3,766,593	13,216,051	(432,133)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	926,270	1,358,403	1,358,403
19.2 End of period (Line 18 plus Line 19.1).....	4,692,863	14,574,454	926,270

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

20.0001			
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NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying statutory-basis financial statements of Progressive American Insurance Company (the “Company”) were prepared on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance (“DOI”).

The Ohio DOI requires insurance companies domiciled in the state of Ohio to prepare their statutory-basis 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 DOI. No deviations from NAIC statutory accounting practices (“NAIC SAP”) were used in preparing these statutory-basis financial statements.

2. Accounting Changes and Corrections of Errors

No significant change

3. Business Combinations and Goodwill

No significant change

4. Discontinued Operations

No significant change

5. Investments

D. Loan-Backed Securities

The Company does not own any loan-backed or structured debt securities.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change

7. Investment Income

No significant change

8. Derivative Instruments

No significant change

9. Income Taxes

A. Components of the net deferred tax asset (liability) (“DTA”/“(DTL)”)

1. The components of the DTA in accordance with SSAP 10R, Income Taxes, are as follows:

		September 30, 2011			December 31, 2010			Change		
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
		Ordinary Income	Capital gain (loss)	(Col 1+2) Total	Ordinary Income	Capital gain (loss)	(Col 4+5) Total	(Col 1-4) Ordinary Income	(Col 2-5) Capital gain (loss)	(Col 7+8) Total
Description										
(a) Gross deferred tax assets		\$ 8,632,390	\$ 57,283	\$ 8,689,673	\$ 8,495,909	\$ 142,717	\$ 8,638,626	\$ 136,481	\$ (85,434)	\$ 51,047
(b) Statutory valuation allowance adjustment		-	-	-	-	-	-	-	-	-
(c) Adjusted gross deferred tax assets (1a-1b)		\$ 8,632,390	\$ 57,283	\$ 8,689,673	\$ 8,495,909	\$ 142,717	\$ 8,638,626	\$ 136,481	\$ (85,434)	\$ 51,047
(d) Deferred tax liabilities		1,152,561	54,864	1,207,425	1,287,783	271,970	1,559,753	(135,222)	(217,106)	(352,328)
(e) Subtotal (net deferred tax assets) (1c-1d)		\$ 7,479,829	\$ 2,419	\$ 7,482,248	\$ 7,208,126	\$ (129,253)	\$ 7,078,873	\$ 271,703	\$ 131,672	\$ 403,375
(f) Deferred tax assets nonadmitted		332,163	2,419	334,582	-	-	-	332,163	2,419	334,582
(g) Net admitted deferred tax assets (1e-1f)		\$ 7,147,666	\$ -	\$ 7,147,666	\$ 7,208,126	\$ (129,253)	\$ 7,078,873	\$ (60,460)	\$ 129,253	\$ 68,793

2. The Company has not elected to admit additional DTAs pursuant to SSAP No. 10R, paragraph 10.e. for the reporting period ended September 30, 2011. The current period election does not differ from the prior year-end.

3. Benefits of adopting SSAP No. 10R, paragraph 10.e.

Not applicable

NOTES TO FINANCIAL STATEMENTS

C. Current income taxes consist of the following major components:

1. Current Income Tax:

Description	(1) September 30, 2011	(2) December 31, 2010
(a) Federal income tax expense (benefit)	\$ 3,770,165	\$ 4,849,769
(b) Foreign income tax expense (benefit)	-	-
(c) Prior year underaccrual (overaccrual)	(15,743)	(61,745)
(d) Subtotal	\$ 3,754,422	\$ 4,788,024
(e) Federal income tax (benefit) on net realized capital gains (losses)	1,032,621	243,609
(f) Utilization of capital loss carry-forwards	-	-
(g) Prior year underaccrual (overaccrual)	65,886	7,258
(h) Subtotal	\$ 1,098,507	\$ 250,867
(i) Federal and Foreign income taxes incurred	\$ 4,852,929	\$ 5,038,891

The change in net deferred income tax is comprised of the following (this analysis excludes nonadmitted assets; the change in nonadmitted assets is reported separately from the change in net deferred income tax in the Statement of Income, Surplus section):

Description	September 30, 2011	December 31, 2010	Change
Total deferred tax assets	\$ 8,689,673	\$ 8,638,626	\$ 51,047
Total deferred tax liabilities	1,207,425	1,559,753	(352,328)
Net deferred tax asset (liability)	\$ 7,482,248	\$ 7,078,873	\$ 403,375
Tax effect of unrealized gains (losses)			-
Change in net deferred income tax			\$ 403,375

D. Reconciliation of Federal Income Tax Rate to Actual Effective Rate

The provision for Federal income taxes is different than that which would be obtained by applying the statutory Federal income tax rate to pre-tax income. At September 30, 2011 the significant book to tax adjustments causing this difference are as follows:

Description	Tax Effect Amount	Effective Tax Rate
Provision computed at statutory rate	\$ 4,587,688	35%
Exempt interest income	(202,958)	(2)
Prior year underaccrual (overaccrual)	(36,208)	--
Impact of nonadmitted assets	253,240	2
Tax credits	(170,588)	(1)
Other	18,381	--
Total	\$ 4,449,554	34%
Federal and foreign income taxes incurred	\$ 4,852,929	
Change in net deferred income tax	(403,375)	
Total statutory income taxes	\$ 4,449,554	

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant change

11. Debt

No significant change

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

No significant change

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

No significant change

14. Contingencies

E. All Other Contingencies

The Company is named as defendant in various lawsuits arising out of its insurance operations. All legal actions relating to claims made under insurance policies are considered by the Company in establishing its loss and loss adjustment expense ("LAE") reserves. The Company also has potential exposure relating to lawsuits due to its participation in a 100% pooling reinsurance agreement for which it is allocated litigation expenses.

Unless specifically noted, the Company does not consider a loss from these cases to be probable and is unable to estimate a range of loss, if any, at this time.

As of September 30, 2011, there was a putative class action lawsuit challenging the Company's use of certain automated database vendors or software to assist in the adjustment of bodily injury claims. Plaintiffs allege that these databases or software systematically undervalue the claims.

As of September 30, 2011, there were two putative class action lawsuits challenging the Company's practice in Florida of adjusting personal injury protection and first-party medical payments.

As of September 30, 2011 there was a putative class action lawsuit alleging that the Company failed to pay personal injury protection benefits on claims for mobile x-ray service set-up fees.

NOTES TO FINANCIAL STATEMENTS

15.	Leases
	No significant change
16.	Information about Financial Instruments with Off-Balance Sheet Risk and with Concentrations of Credit Risk
	No significant change
17.	Sale, Transfer, and Servicing of Financial Assets and Extinguishments of Liabilities
C.	Wash Sales
	The Company had no wash sales of securities with a National Association of Insurance Commissioners' rating of 3 or below during the year.
18.	Gain or Loss from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
	No significant change
19.	Direct Premiums Written / Produced by Managing General Agents / Third Party Administrators
	No significant change
20.	Fair Value Measurements
A.	Inputs Used for Assets and Liabilities Measured at Fair Value
1.	Fair Value Measurements by Levels 1, 2 and 3
	The Company categorizes its financial instruments, based on the degree of subjectivity inherent in the method by which they are valued, into a fair value hierarchy of three levels, as follows:
	Level 1 - Inputs are unadjusted, quoted prices in active markets for identical instruments at the measurement date (e.g., active exchange-traded equity securities).
	Level 2 - Inputs (other than quoted prices included within Level 1) are observable for the instrument either directly or indirectly. This includes: (i) quoted prices for similar instruments in active markets, (ii) quoted prices for identical or similar instruments in markets that are not active, (iii) inputs other than quoted prices that are observable for the instruments, and (iv) inputs that are derived principally from or corroborated by observable market data by correlation or other means.
	Level 3 - Inputs that are unobservable. Unobservable inputs reflect the Company's subjective evaluation about the assumptions market participants would use in pricing the financial instrument.
	The Company evaluated whether the market was distressed or inactive in determining the fair value for those securities reported and reviewed certain market level inputs to evaluate whether sufficient activity, volume, and new issuances existed to create an active market. Based on this evaluation, the Company concluded that there was sufficient activity in determining the fair value for those securities reported.
	As of September 30, 2011, the Company did not measure and report any securities at fair value on the balance sheet. All bonds were carried at amortized cost.
2.	Rollforward of Level 3 Items
	Not applicable
3.	Policy on Transfers Into and Out of Level 3
	Not applicable
4.	Inputs and Techniques Used for Level 2 and Level 3 Fair Values
	Not applicable
5.	Derivative Fair Values
	Not applicable
C.	Other Fair Value Disclosures
	Not applicable
D.	Reasons Not Practical to Estimate Fair Values
	Not applicable
21.	Other Items
J.	Agents' Balances Certification, Florida Statute 625.012 (5):
	At September 30, 2011, the Company reported net admitted premiums and agents' balances in course of collection of \$16,876,653. Of this amount there were no premiums due from a controlled or controlling person as defined in Florida statute 625.012 (5).
22.	Events Subsequent
	The Company was not impacted by any subsequent events. Subsequent events have been considered through November 7, 2011 for the statutory statement that was available for issuance by November 15, 2011.
23.	Reinsurance
	No significant change
24.	Retrospectively Rated Contracts and Contracts Subject to Redetermination
	No significant change

NOTES TO FINANCIAL STATEMENTS

25.	Changes in Incurred Losses and Loss Adjustment Expenses	
	Incurred losses and LAE attributable to insured events of prior years decreased \$1,262,000 in 2011, which is 1.9% of the total prior year net unpaid losses and LAE of \$68,027,037. Both loss and defense and cost containment reserves developed favorably. The majority of the favorable development is primarily attributable to accident years 2010 and 2008 and prior for Private Passenger Auto Liability and Commercial Auto Liability business. Originally anticipated severity for accident year 2010 decreased by 0.3% and 0.5% for Private Passenger Auto Liability and Auto Physical Damage, respectively.	
26.	Intercompany Pooling Arrangements	
	No significant change	
27.	Structured Settlements	
	No significant change	
28.	Health Care Receivables	
	No significant change	
29.	Participating Accident and Health Policies	
	No significant change	
30.	Premium Deficiency Reserves	
	No significant change	
31.	High Deductibles	
	No significant change	
32.	Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses	
	No significant change	
33.	Asbestos and Environmental Reserves	
	No significant change	
34.	Subscriber Savings Accounts	
	No significant change	
35.	Multiple Peril Crop Insurance	
	No significant change	
36.	Financial Guaranty Insurance	
	No significant change	

PROGRESSIVE AMERICAN INSURANCE COMPANY
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?
If yes, complete the Schedule Y-Part 1 - Organizational chart.

Yes [☐]

No [☒ X]

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	2	3
Name of Entity	NAIC Company Code	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?
If yes, attach an explanation.

Yes [☐]

No [☒ X]

N/A [☐]

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2007.....

6.2

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

12/31/2007.....

6.3

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

6/29/2009.....

6.4

By what department or departments?
FLORIDA

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 [☒ 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	2	3	4	5	6	7
Affiliate Name	Location (City, State)	FRB	OCC	OTS	FDIC	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?
(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.

Yes [☒ X]

No [☐]

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]

PROGRESSIVE AMERICAN INSURANCE COMPANY
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 [] No [X]

14.2 If yes, please complete the following:

	1	2
	Prior Year-End	Current Quarter
	Book/Adjusted Carrying Value	Book/Adjusted Carrying Value
14.21 Bonds.....	\$0	\$0
14.22 Preferred Stock.....	\$0	\$0
14.23 Common Stock.....	\$0	\$0
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).....	\$0	\$0
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	2
Name of Custodian(s)	Custodian Address
CITIBANK, N.A.	338 GREENWICH STREET NEW YORK, NY 10013

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	2	3
Name(s)	Location(s)	Complete Explanation(s)
NONE		

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	2	3	4
Old Custodian	New Custodian	Date of Change	Reason
NONE			

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	2	3
Central Registration Depository	Name(s)	Address
NONE		

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:

PROGRESSIVE AMERICAN INSURANCE COMPANY
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?
If yes, attach an explanation.

Yes [] No [X] N/A []

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?
If yes, attach an explanation.

Yes [] No [X]

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			
Line of Business	Maximum Interest	Disc. Rate	4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 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

PROGRESSIVE AMERICAN INSURANCE COMPANY
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

PROGRESSIVE AMERICAN INSURANCE COMPANY
SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama.....AL	N						
2. Alaska.....AK	N						
3. Arizona.....AZ	N						
4. Arkansas.....AR	E						
5. California.....CA	N						
6. Colorado.....CO	L						
7. Connecticut.....CT	N						
8. Delaware.....DE	N						
9. District of Columbia.....DC	N						
10. Florida.....FL	L	537,447,369	518,436,404	294,453,731	336,086,966	245,777,521	261,630,181
11. Georgia.....GA	L	17,592,285	22,467,777	11,184,777	14,218,920	6,950,593	8,976,581
12. Hawaii.....HI	L						
13. Idaho.....ID	N						
14. Illinois.....IL	L			(245)	(713)		
15. Indiana.....IN	L			(467)	(32,753)		
16. Iowa.....IA	N						
17. Kansas.....KS	N						
18. Kentucky.....KY	L						
19. Louisiana.....LA	N						
20. Maine.....ME	E						
21. Maryland.....MD	L	17,497,266	23,753,544	12,876,677	17,077,999	11,283,324	14,167,173
22. Massachusetts.....MA	E						
23. Michigan.....MI	L						
24. Minnesota.....MN	N						
25. Mississippi.....MS	L						
26. Missouri.....MO	E						
27. Montana.....MT	E						
28. Nebraska.....NE	N						
29. Nevada.....NV	N						
30. New Hampshire.....NH	N						
31. New Jersey.....NJ	N						
32. New Mexico.....NM	E						
33. New York.....NY	Q					141,002	141,002
34. North Carolina.....NC	L	6,695,667	7,163,416	3,990,374	4,545,156	3,269,741	3,248,599
35. North Dakota.....ND	E						
36. Ohio.....OH	L						
37. Oklahoma.....OK	L						
38. Oregon.....OR	N						
39. Pennsylvania.....PA	N						
40. Rhode Island.....RI	N						
41. South Carolina.....SC	N						
42. South Dakota.....SD	N						
43. Tennessee.....TN	N						
44. Texas.....TX	N						
45. Utah.....UT	E						
46. Vermont.....VT	N						
47. Virginia.....VA	L	5,046,181	6,796,827	3,488,158	3,511,482	3,396,775	7,622,583
48. Washington.....WA	L	609,848	778,559	230,137	625,050	598,356	1,002,762
49. West Virginia.....WV	N						
50. Wisconsin.....WI	E						
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).....15	584,888,616	579,396,527	326,223,142	376,032,107	271,417,312	296,788,881

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

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

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

PART 1 – ORGANIZATIONAL CHART

NONE

PROGRESSIVE AMERICAN INSURANCE COMPANY
PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date			Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire.....			0.0	
2. Allied lines.....			0.0	
3. Farmowners multiple peril.....			0.0	
4. Homeowners multiple peril.....			0.0	
5. Commercial multiple peril.....			0.0	
6. Mortgage guaranty.....			0.0	
8. Ocean marine.....			0.0	
9. Inland marine.....	15,271,383	6,028,624	39.5	39.8
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.....	6,053,332	1,918,250	31.7	40.9
17.2 Other liability-claims made.....	907,458	821,294	90.5	58.2
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.....	400,854,467	218,741,077	54.6	70.3
19.3, 19.4 Commercial auto liability.....	2,897,636	(1,447,847)	(50.0)	24.1
21. Auto physical damage.....	136,285,609	79,556,373	58.4	60.6
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.....	562,269,885	305,617,771	54.4	66.5

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.....			
2. Allied lines.....			
3. Farmowners multiple peril.....			
4. Homeowners multiple peril.....			
5. Commercial multiple peril.....			
6. Mortgage guaranty.....			
8. Ocean marine.....			
9. Inland marine.....	5,969,735	18,008,135	15,759,456
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.....	2,395,900	7,087,123	6,178,840
17.2 Other liability-claims made.....	(2,701)	313,420	1,262,543
17.3 Excess workers' compensation.....			
18.1 Products liability-occurrence.....			
18.2 Products liability-claims made.....			
19.1 19.2 Private passenger auto liability.....	145,681,385	417,678,704	409,532,924
19.3 19.4 Commercial auto liability.....	618,665	2,579,281	3,560,046
21. Auto physical damage.....	47,251,952	139,221,952	143,102,718
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.....	201,914,936	584,888,615	579,396,527

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

	1	2	3	4	5	6	7	8	9	10	11	12	13	
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2011 Loss and LAE Payments on Claims Reported as of Prior Year-End	2011 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2011 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)	
1. 2008 + Prior.....	11,746	2,502	14,248	5,310	166	5,476	6,034	444	1,247	7,725	(401)	(646)	(1,047)	
2. 2009.....	12,454	3,057	15,511	5,702	548	6,250	6,516	1,153	1,701	9,370	(236)	346	109	
3. Subtotals 2009 + Prior.....	24,200	5,559	29,759	11,012	714	11,726	12,550	1,597	2,948	17,095	(638)	(301)	(938)	
4. 2010.....	29,249	9,019	38,268	15,953	2,526	18,479	12,760	2,952	3,753	19,465	(536)	212	(324)	
5. Subtotals 2010 + Prior.....	53,449	14,579	68,027	26,965	3,240	30,205	25,310	4,548	6,702	36,560	(1,174)	(88)	(1,262)	
6. 2011.....	XXX.....	XXX.....	XXX.....	XXX.....	57,954	57,954	XXX.....	24,780	7,916	32,696	XXX.....	XXX.....	XXX.....	
7. Totals.....	53,449	14,579	68,027	26,965	61,194	88,159	25,310	29,328	14,617	69,255	(1,174)	(88)	(1,262)	
8. Prior Year-End's Surplus As Regards Policyholders	117,329											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. ....(2.2)%	2. ....(0.6)%	3. ....(1.9)%
												Col. 13, Line 7 Line 8		
												4.(1.1)%		

PROGRESSIVE AMERICAN INSURANCE COMPANY

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:



PROGRESSIVE AMERICAN INSURANCE COMPANY
Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4 December 31, Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. MISCELLANEOUS OTHER ASSETS.....	10,473	10,473	0	.....
2597. Summary of remaining write-ins for Line 25.....	10,473	10,473	0	0

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31, Prior Year
2504. ESCHEATABLE PROPERTY.....	133,587	18,782
2505 UNEARNED FEE RESERVE.....	2,127	1,583
2597. Summary of remaining write-ins for Line 25.....	135,714	20,365

PROGRESSIVE AMERICAN INSURANCE COMPANY
SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	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

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	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

	1	2
	Year to Date	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	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	157,653,065	162,773,447
2. Cost of bonds and stocks acquired	94,659,067	47,919,208
3. Accrual of discount	34,653	63,055
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	2,874,344	696,026
6. Deduct consideration for bonds and stocks disposed of	87,804,263	53,205,415
7. Deduct amortization of premium	501,806	593,256
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)	166,915,060	157,653,065
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	166,915,060	157,653,065

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	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	147,263,256	2,452,740,038	2,430,262,366	(125,795)	140,877,520	147,263,256	169,615,133	157,653,073
2. Class 2 (a).....								
3. Class 3 (a).....								
4. Class 4 (a).....								
5. Class 5 (a).....								
6. Class 6 (a).....								
7. Total Bonds.....	147,263,256	2,452,740,038	2,430,262,366	(125,795)	140,877,520	147,263,256	169,615,133	157,653,073
PREFERRED STOCK								
8. Class 1.....								
9. Class 2.....								
10. Class 3.....								
11. Class 4.....								
12. Class 5.....								
13. Class 6.....								
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	147,263,256	2,452,740,038	2,430,262,366	(125,795)	140,877,520	147,263,256	169,615,133	157,653,073

(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.

PROGRESSIVE AMERICAN INSURANCE COMPANY
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.....	80	XXX.....	80	105	.....

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.....	0	.....
2. Cost of short-term investments acquired.....	14,342,117	46,142,268
3. Accrual of discount.....	.....	.....
4. Unrealized valuation increase (decrease).....	.....	.....
5. Total gain (loss) on disposals.....	.....	.....
6. Deduct consideration received on disposals.....	14,342,037	46,142,268
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).....	80	0
11. Deduct total nonadmitted amounts.....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11).....	80	0

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

PROGRESSIVE AMERICAN INSURANCE COMPANY
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	.....
2. Cost of cash equivalents acquired.....	3,198,847,524	2,426,513,157
3. Accrual of discount.....	6,469	11,843
4. Unrealized valuation increase (decrease).....	.....	.....
5. Total gain (loss) on disposals.....	.....	.....
6. Deduct consideration received on disposals.....	3,196,154,000	2,426,525,000
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).....	2,699,993	0
11. Deduct total nonadmitted amounts.....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11).....	2,699,993	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	2			3	4	5		6	7	8	9	10
CUSIP Identification	Description			Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)	
Bonds - U.S. States, Territories and Possessions												
373384 WF 9	GEORGIA ST 5.000% 07/01/12.....				...08/08/2011	Security Contribution.....		1,705,946	1,690,000	8,685	1FE.....	
373384 WK 8	GEORGIA ST 5.000% 07/01/12.....				...08/08/2011	Security Contribution.....		3,845,949	3,810,000	19,579	1FE.....	
882720 2Q 7	TEXAS ST 0.190% 06/01/34.....				...09/27/2011	Goldman Sachs.....		16,220,000	16,220,000	9,768	1FE.....	
882721 BG 7	TEXAS ST 0.150% 06/01/35.....				...09/27/2011	Goldman Sachs.....		29,305,000	29,305,000	13,657	1FE.....	
1799999.	Total - Bonds - U.S. States, Territories & Possessions.....							51,076,895	51,025,000	51,689	XXX.....	
8399997.	Total - Bonds - Part 3.....							51,076,895	51,025,000	51,689	XXX.....	
8399999.	Total - Bonds.....							51,076,895	51,025,000	51,689	XXX.....	
9999999.	Total - Bonds, Preferred and Common Stocks.....							51,076,895	XXX.....	51,689	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 F o r e i g n	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		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 Desig- nation or Market Indicator (a)

Bonds - U.S. Government

912828 MD 9	US TREASURY NOTE 3.250% 12/31/16.....	.....	09/14/2011	CSFBdirect.....	.....	.....12,278,750	11,000,000	10,937,300	10,945,406	.....	.....5,529	.....	.....5,529	.....	.....10,950,935	.....	..1,327,815	..1,327,815	253,553	12/31/2016	1.....
0599999.	Total - Bonds - U.S. Government.....					12,278,750	11,000,000	10,937,300	10,945,406	0	5,529	0	5,529	0	10,950,935	0	..1,327,815	..1,327,815	253,553	XXX...	..XXX....

Bonds - U.S. States, Territories and Possessions

373383 VA 3	GEORGIA ST 5.000% 07/01/12.....	.....	08/08/2011	Security Withdraw.....	.....	.....5,551,895	5,500,000	5,945,335	5,586,119	.....	.....(34,224)	.....	.....(34,224)	.....	.....5,551,895	.....	.....	.....0	303,264	07/01/2012	1FE.....
1799999.	Total - Bonds - U.S. States, Territories & Possessions.....					5,551,895	5,500,000	5,945,335	5,586,119	0	(34,224)	0	(34,224)	0	5,551,895	0	0	0	303,264	XXX...	..XXX....

Bonds - U.S. Special Revenue and Special Assessment

74265L RJ 9	PRIVATE COLL & UNIV GA 5.000% 09/01/11.....	.....	09/01/2011	Maturity.....	.....	.....4,000,000	4,000,000	4,366,840	4,043,767	.....	.....(43,767)	.....	.....(43,767)	.....	.....4,000,000	.....	.....	.....0	200,000	09/01/2011	1FE.....
3199999.	Total - Bonds - U.S. Special Revenue & Assessment.....					4,000,000	4,000,000	4,366,840	4,043,767	0	(43,767)	0	(43,767)	0	4,000,000	0	0	0	200,000	XXX...	..XXX....
8399997.	Total - Bonds - Part 4.....					21,830,645	20,500,000	21,249,475	20,575,292	0	(72,462)	0	(72,462)	0	20,502,830	0	..1,327,815	..1,327,815	756,817	XXX...	..XXX....
8399999.	Total - Bonds.....					21,830,645	20,500,000	21,249,475	20,575,292	0	(72,462)	0	(72,462)	0	20,502,830	0	..1,327,815	..1,327,815	756,817	XXX...	..XXX....
9999999.	Total - Bonds, Preferred and Common Stocks.....					21,830,645	XXX.....	21,249,475	20,575,292	0	(72,462)	0	(72,462)	0	20,502,830	0	..1,327,815	..1,327,815	756,817	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-Footer
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt B-Sn 1-Footer
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

PROGRESSIVE AMERICAN INSURANCE COMPANY
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			9 *
					6 First Month	7 Second Month	8 Third Month	

Open Depositories

REGIONS BANK..... TAMPA, FL.....	.....	.....	.....	.....	.....1,394,785	1,520,244	1,987,037	XXX..
0199998. Deposits in.....1 depositories that do not exceed the allowable limit								
in any one depository (see Instructions) - Open Depositories.....	...XXX.....	...XXX.....	.....	.....	.....5,855	5,864	5,753	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	0	0	1,400,640	1,526,108	1,992,790	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	0	0	1,400,640	1,526,108	1,992,790	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	0	0	1,400,640	1,526,108	1,992,790	XXX..

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
Industrial and Miscellaneous (Unaffiliated) Issuer Obligations							
NOVARTIS FINANCE CORP.....		09/28/2011	0.020	10/06/2011	2,699,993		5
3299999. Industrial and Miscellaneous (Unaffiliated) Issuer Obligations.....					2,699,993	0	5
3899999. Total - Industrial and Miscellaneous (Unaffiliated).....					2,699,993	0	5
Total							
7799999. Subtotals - Issuer Obligations.....					2,699,993	0	5
8399999. Subtotals - Bonds.....					2,699,993	0	5
8699999. Total - Cash Equivalents.....					2,699,993	0	5