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QUARTERLY STATEMENT

As of September 30, 2011

of the Condition and Affairs of the

TRANSPORT INSURANCE COMPANY

NAIC Group Code.....4234, 4234 (Current Period) (Prior Period)
NAIC Company Code..... 33014
Employer's ID Number..... 75-0784127

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

Incorporated/Organized..... May 25, 1976
Commenced Business..... June 2, 1976

Statutory Home Office: CT Corporation (Registered Agent), 1300 East 9th S….. Cleveland ..... OH 44114
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office: 101 Summer Street, 5th Floor….. Boston ..... MA ..... 02110 — 857-300-4127
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address: 101 Summer Street, 5th Floor….. Boston ..... MA 02110
(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records: 101 Summer Street, 5th Floor….. Boston ..... MA ..... 02110 — 857-300-4127
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address

Statutory Statement Contact: John William Fischer — 857-300-4127
(Name) (Area Code) (Telephone Number) (Extension)

John.Fischer@rqih.com — 857-300-4153
(E-Mail Address) (Fax Number)

OFFICERS

Name	Title	Name	Title
1. Pamela Susan Sellers-Hoelsken	President	2. John William Fischer	Treasurer
3. Michael Logan Glover	Secretary	4.	

OTHER

Kevin Dean Apple #	Vice President	Susan Elizabeth Grondine	Vice President

DIRECTORS OR TRUSTEES

Kevin Dean Apple #	Gerald James Caldwell	Susan Elizabeth Grondine	William Eugene Lape
Allan Craig Pollard	Alan Kevin Quilter	Kenneth Edward Randall	Pamela Susan Sellers-Hoelsken

State of........ Massachusetts
County of..... Suffolk

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)
Pamela Susan Sellers-Hoelsken	John William Fischer	Michael Logan Glover
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President	Treasurer	Secretary
(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	12,212,305		12,212,305	9,657,125
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 $..........0 encumbrances)			0	
5. Cash ($.....952,476), cash equivalents ($..........0) and short-term investments ($.....2,369,726)	3,322,202		3,322,202	11,880,530
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)	15,534,507	0	15,534,507	21,537,655
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	102,500		102,500	106,887
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection			0	
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)			0	
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
161. Amounts recoverable from reinsurers	36,979,619		36,979,619	21,992,157
16.2 Funds held by or deposited with reinsured companies	22,114		22,114	17,545
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset			0	
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	56		56	557
21. Furniture and equipment, including health care delivery assets ($..........0)			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates			0	
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	44,353	45,500	(1,147)	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	52,683,148	45,500	52,637,648	43,654,801
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	52,683,148	45,500	52,637,648	43,654,801

DETAILS OF WRITE-INS

	1	2	3	4
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. Prepaid assets	32,000	32,000	0	
2502. Deposits	13,500	13,500	0	
2503. Suspense	(1,147)		(1,147)	
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)	44,353	45,500	(1,147)	0

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $..........0)	60,299,574	66,208,189
2.	Reinsurance payable on paid losses and loss adjustment expenses	256,719	10,564
3.	Loss adjustment expenses	5,683,697	6,486,815
4.	Commissions payable, contingent commissions and other similar charges		
5.	Other expenses (excluding taxes, licenses and fees)	160,025	164,569
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)		
7.1	Current federal and foreign income taxes (including $..........0 on realized capital gains (losses))	1,517,074	1,463,252
7.2	Net deferred tax liability	4,909,589	6,769,420
8.	Borrowed money $..........0 and interest thereon $..........0		
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $..........0 and including warranty reserves of $..........0)		
10.	Advance premium		
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	(14)	(14)
13.	Funds held by company under reinsurance treaties	117,969	117,969
14.	Amounts withheld or retained by company for account of others	15,726	15,726
15.	Remittances and items not allocated		
16.	Provision for reinsurance	7,222,781	7,222,781
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates	99,680	109,862
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	(41,677,379)	(59,847,640)
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	38,605,441	28,721,492
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	38,605,441	28,721,492
29.	Aggregate write-ins for special surplus funds	3,127,852	3,127,852
30.	Common capital stock	3,526,000	3,526,000
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	144,505,663	144,505,663
35.	Unassigned funds (surplus)	(137,127,307)	(136,226,206)
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)	14,032,208	14,933,309
38.	Totals	52,637,648	43,654,801

DETAILS OF WRITE-INS

2501.	Retroactive reinsurance ceded	(41,700,429)	(59,872,621)
2502.	Misc. Payable	23,050	24,981
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)	(41,677,379)	(59,847,640)
2901.	Retroactive reinsurance gain	3,127,852	3,127,852
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	3,127,852	3,127,852
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 $..........0)			
1.2 Assumed (written $..........0)			
1.3 Ceded (written $..........0)			
1.4 Net (written $..........0)	0	0	0
DEDUCTIONS:			
2. Losses incurred (current accident year $..........0):			
2.1 Direct		4,502,857	
2.2 Assumed		(4,488,793)	
2.3 Ceded	4,688	212,525	1,613,080
2.4 Net	(4,688)	(198,461)	(1,613,080)
3. Loss adjustment expenses incurred	605,611	560,558	763,030
4. Other underwriting expenses incurred	942,047	784,280	1,034,633
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	1,542,971	1,146,376	184,582
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(1,542,971)	(1,146,376)	(184,582)
INVESTMENT INCOME			
9. Net investment income earned	209,332	235,594	284,819
10. Net realized capital gains (losses) less capital gains tax of $..........0			
11. Net investment gain (loss) (Lines 9 + 10)	209,332	235,594	284,819
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			
14. Aggregate write-ins for miscellaneous income	0	0	2,181,258
15. Total other income (Lines 12 through 14)	0	0	2,181,258
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(1,333,639)	(910,783)	2,281,495
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)	(1,333,639)	(910,783)	2,281,495
19. Federal and foreign income taxes incurred	1,388,794	75,117	1,558,701
20. Net income (Line 18 minus Line 19) (to Line 22)	(2,722,432)	(985,900)	722,794
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	14,933,309	13,361,438	13,361,437
22. Net income (from Line 20)	(2,722,432)	(985,900)	722,794
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	1,859,831	429,742	795,897
27. Change in nonadmitted assets	(38,500)	(18,402)	6,598
28. Change in provision for reinsurance	0	41,571	46,583
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			
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)	(901,102)	(532,989)	1,571,872
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	14,032,207	12,828,448	14,933,309

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. Retroactive reinsurance ceded - losses			2,181,258
1402. Misc Income			
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	2,181,258
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

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			
2. Net investment income	285,670	358,821	390,082
3. Miscellaneous income			2,181,258
4. Total (Lines 1 through 3)	285,670	358,821	2,571,340
5. Benefit and loss related payments	20,649,802	716,669	(449,681)
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	2,355,320	2,923,562	4,315,816
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)	1,334,971	1,104,971	1,121,141
10. Total (Lines 5 through 9)	24,340,094	4,745,201	4,987,276
11. Net cash from operations (Line 4 minus Line 10)	(24,054,424)	(4,386,380)	(2,415,936)
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	5,410,923	4,655,008	6,665,255
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			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	5,410,923	4,655,008	6,665,255
13. Cost of investments acquired (long-term only):			
13.1 Bonds	8,038,056	1,447,650	4,075,873
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications		0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	8,038,056	1,447,650	4,075,873
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)	(2,627,133)	3,207,358	2,589,382
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			
16.6 Other cash provided (applied)	18,123,229	2,698,827	4,866,731
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	18,123,229	2,698,827	4,866,731
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)	(8,558,328)	1,519,805	5,040,176
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	11,880,530	6,840,355	6,840,355
19.2 End of period (Line 18 plus Line 19.1)	3,322,202	8,360,160	11,880,530

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 financial statements of the Transport Insurance Company ("the Company") are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance.

The Ohio Department of Insurance recoginizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for purposes of determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* has been adopted as a component of prescribed or permitted practices buy the state of Ohio.

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

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

C. Accounting Policies

Investments – Invested asset values are generally stated as follows:

Bonds, including issuer obligations, mortgage-backed securities and asset-backed securities rated 1 and 2 are stated at amortized cost using the interest method; all others are stated at the lower of amortized cost or market. For mortgage-backed and asset-backed securities, dealer modeled prepayment assumptions are used at the date of purchase to determine effective yields; significant changes in estimated cash flows from the original purchase assumptions are accounted for on a prospective basis.

Common stocks are stated at market except investment in subsidiaries.

Investments in non-insurance subsidiaries are stated at NAIC specific values.

Short-term investments are stated at cost.

Unpaid Losses and Loss Adjustment Expense Reserves - The net liabilities stated for unpaid claims and for expenses of investigation and adjustment of unpaid claims are based upon (a) the accumulation of case estimates for losses reported prior to the close of the accounting period on the direct business written; (b) estimates received from ceding reinsurers and insurance pools and associations; (c) estimates of unreported losses and development on reported losses based on past experience; and (d) estimates based on experience of expenses for investigating and adjusting claims. The total of these factors is reduced for portions ceded to other reinsurers. All such estimates are based on the current state of the law and coverage litigation, which could change substantially by the time claims are settled. These liabilities are subject to the impact of changes in claim amounts and frequency and other factors. In spite of the variability inherent in such estimates, management believes that the liabilities for unpaid losses and loss adjustment expenses are adequate. Changes in estimates of the liabilities for losses and loss adjustment expenses are reflected in the statement of income in the period in which determined.

Premium Deficiency Reserve – The Company uses anticipated investment income as a factor in premium deficiency calculations.

Premium Recognition – Premiums are earned over the terms of the related insurance policies and reinsurance contracts. Unearned premium reserves are established to cover the unexpired portion of premiums written. Such reserves are computed by pro rata methods for direct business and are based on reports received from ceding companies for reinsurance.

Note 2 - Accounting Changes and Corrections of Errors

The Company did not have any material changes in accounting principles and/or corrections of errors..

Note 3 - Business Combinations and Goodwill

Not applicable.

Note 4 - Discontinued Operations

Not applicable..

Note 5 - Investments

Not applicable.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

Not applicable.

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Note 7 - Investment Income

NOTES TO FINANCIAL STATEMENTS

Not applicable.

Note 8 - Derivative Instruments

Not applicable.

Note 9 - Income Taxes

The application of SSAP NO. 10R, Income Taxes - Revised, A Temporary Replacement of SSAP No. 10, requires a company to evaluate the recoverability of deferred tax assets and to establish a valuation allowance if necessary to reduce the deferred tax asset to an amount which is more likely than not to be realized. Considerable judgment is required in determining whether a valuation allowance is necessary, and if so, the amount of such valuation allowance. In evaluating the need for a valuation allowance, the company considers many factors, including (1) the nature of the deferred tax assets and liabilities; (2) whether they are ordinary or capital; (3) the timing of their reversal; (4) taxable income in prior year carry back years as well as projected taxable earnings exclusive of reversing temporary differences and carry forwards; (5) the length of time that the carry forwards can be utilized; (6) unique tax rules that would impact the utilization of the deferred tax assets; and (7) any tax planning strategies that the company would employ to avoid a tax benefit from expiring unused although realization is not assured, management believes it is more likely than not that the deferred tax assets, net of valuation allowances, will be realized. The Company has not recorded a valuation allowance as of September 30, 2011.

A. The Components of the Deferred Tax Assets (DTAs) and Deferred Tax Liabilities (DTLs)

1. The components of the net DTAs recognized on the Company's Assets, Liabilities, Surplus and Other Funds are as follows:

		9/30/2011			12/31/2010			Change		
	Description	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
(a)	Gross deferred tax assets	972,973	-	972,973	526,568	-	5350,156	446,405	-	446,405
(b)	Statutory valuation allowance adjustment	-	-	-	-	-	-	-	-	-
(c)	Deferred tax assets after valuation allowance	972,973	-	972,973	526,568	-	526,568	446,405	-	446,405
(d)	Gross deferred tax liabilities	(5,279,971)	(602,591)	(5,882,562)	(5,302,309)	(1,993,680)	(7,295,989)	22,338	1,391,089	1,413,427
(e)	Net deferred tax asset/(liabilities)	(4,306,998)	(602,591)	(4,909,589)	(4,775,741)	(1,993,680)	(6,769,421)	468,743	1,391,089	1,859,832
(f)	Deferred tax assets nonadmitted	-	-	-	-	-	-	-	-	-
(g)	Net admitted deferred tax assets	(4,306,998)	(602,591)	(4,909,589)	(4,775,741)	(1,993,680)	(6,769,421)	468,743	1,391,089	1,859,832

2. The company has not elected to admit an increased amount of DTAs under SSAP No. 10R, Income Taxes - Revised, A Temporary Replacement of SSAP No. 10 pursuant to paragraph 10 e.

3. The company recorded an increase in admitted DTAs as the result of the application of SSAP No. 10R, Income Taxes - Revised, A Temporary Replacement of SSAP No. 10

4. The amount of admitted adjusted gross deferred tax assets under each component of SSAP 10R, Income Taxes - Revised, A Temporary Replacement of SSAP 10 are as follows:

Admission Calculation Components
SSAP No. 10R, Paragraphs 10.a, 10.b, and 10.c

		9 /30/2011			12/31/2010			Change		
	Description	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
(a)	DTA admitted pursuant to.	972,973	-	972,973	526,568	-	526,568	446,405	-	446,405
(b)	¶10.b i	-	-	-	-	-	-	-	-	-
(c)	¶10.b i i	-	-	-	-	-	-	-	-	-
(d)	DTA admitted pursuant to ¶10.b (lesser of 10.b.i or 10.b.ii)	-	-	-	-	-	-	-	-	-
(e)	DTA admitted pursuant to ¶10.c.	-	-	-	-	-	-	-	-	-
(f)	Total DTA admitted to Paragraphs 10.a, 10.b and 10.c	972,973	-	972,973	526,568	-	526,568	446,405	-	446,405

Admission Calculation Components
SSAP No. 10R, Paragraph 10.e

Total DTA Admitted Under SSAP No. 10R	972,973	-	972,973	526,568	-	526,568	446,405	-	446,405
Total DTL	(5,279,971)	(602,591)	(5,882,562)	(5,302,309)	(1,993,680)	(7,295,989)	22,338	1,391,089	1,413,427
Net Admitted DTA	(4,306,998)	(602,591)	(4,909,589)	(4,775,741)	(1,993,680)	(6,769,421,)	468,743	1,391,089	1,859,832

Used in SSAP No. 10R, Par. 10 d   Not applicable

5. The following table provides the Company's assets, capital and surplus, and RBC information with the DTA calculated under SSAP No. 10R paragraphs 10(a) to 10(c) and the additional DTA determined under SSAP No. 10R paragraph 10e:

		9/30/2011			12/31/2010			Change		
	Description	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
	SSAP No. 10R, Paragraphs 10.a, 10.b, and 10.c									
(a)	Admitted deferred tax assets	972,973	-	972,973	526,568	-	526,568	446,405	-	446,405
(b)	Admitted assets	-	-	-	-	-	-	-	-	-
(c)	Adjusted statutory surplus	14,032,208	-	14,032,208	14,933,310	-	14,933,310	(901,102)	-	(901,102)
(d)	Total adjusted capital from DTA	-	-	-	-	-	-	-	-	-

Increases due to SSAP No. 10R, Paragraph 10.e   Not applicable

6. Not applicable.

B. Unrecognized Deferred Tax Liabilities

Not applicable.

C. Current Tax and Change in Deferred Tax

1. Current income taxes incurred consists of the following major components:

		9 /30/2011	12/31/2010	Change
(a)	Federal Income Tax	(1,030)	1,131,734	(1,132,764)
(b)	Foreign Income Tax	-	-	-
(c)	Sub Total	(1,030)	1,131,734	(1,132,764)
(d)	Federal Income Tax on Net Capital Gains	1,389,823	524,039	865,784
(e)	Utilization of Capital Loss Carry-forwards	-	-	-
(f)	Other - Prior Period Adjustment		(97,073	97,073

NOTES TO FINANCIAL STATEMENTS

(g)	Federal and Foreign Income Taxes Incurred	1,388,794	1,558,700	(169,906)

2. Deferred tax assets:

		9 /30/2011	12/31/2010	Change
(a)	Ordinary			
	(1) Discounting of unpaid losses	935,476	493,972	441,504
	(10) Receivables - nonadmitted	15,925	11,200	4,725
	(11) Net operating loss carry-forward	-	-	-
	(12) Tax credit carry-forward	-	-	-
	(13) Other (including items <5% of total ordinary tax assets)	21,572	21,396	176
	Sub Total	972,973	526,568	446,405
(b)	Statutory valuation allowance adjustment	-	-	-
(c)	Nonadmitted	-	-	-
(d)	Admitted ordinary deferred tax assets	972,973	526,568	446,405
(e)	Capital			
	(1) Investments	-	-	-
	(2) Net capital loss carry-forward	-	-	-
	(3) Real estate	-	-	-
	(4) Other (including items <5% of total capital tax assets)	-	-	-
	Sub Total	-	-	-
(f)	Statutory valuation allowance adjustment	-	-	-
(g)	Nonadmitted	-	-	-
(h)	Admitted capital deferred tax assets	-	-	-
(i)	Admitted deferred tax assets	972,973	526,568	446,405

3. Deferred tax liabilities:

		9 /30/2011	12/31/2010	Change
(a)	Ordinary			
	(1) Investments	-	-	-
	(2) Fixed assets	-	-	-
	(3) Deferred and uncollected premium	-	-	-
	(4) Policyholders reserves	5,252,377	5,276,313	(23,936)
	(5) Other (including items <5% of total ordinary tax liabilities)	27,594	25,995	1,599
	Sub Total	5,279,971	5,302,308	(22,337)
(b)	Capital			
	(1) Investments	-	-	-
	(2) Real estate	-	-	-
	(3) Other (including items <5% of total capital tax liabilities)	602,591	1,993,680	(1,391,089)
	Sub Total	602,591	1,993,680	(1,391,089)
(c)	Deferred tax liabilities	5,882,562	7,295,988	(1,413,426)

4. Net admitted deferred tax assets/(liabilities):	(4,909,589)	(6,769,420)	1,859,831

The change in net deferred taxes assets is comprised of the following:

Description	9 /30/2011	12/31/2010	Change
Gross deferred tax assets	972,973	526,568	(446,405)
Gross deferred tax liabilities	5,882,562	7,295,988	1,413.425
Net deferred tax assets	(4,909,589)	(6,769,420)	(1,859,831)
Deferred tax assets/(liabilities) on unrealized	-	-	-
Total Change In Deferred Tax			(1,859,831)
Change in deferred tax - current year			(1,859,831)
Change in deferred tax - prior period correction			-
Total Change In Deferred Tax			(1,859,831)

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

The provision for federal income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate to income before income taxes.
The significant items causing this difference is as follows: ¶21

Description	Amount	Tax Effect	Effective Tax Rate
Income / (Loss) Before Income Taxes	(1,333,639)	(466,774)	35.00 %
Meals And Entertainment	1,319	462	(0.03) %
Change In Non-Admitted Assets	(13,500)	(4,725)	35 %
Federal Income Tax Adjustments - Prior Year			0 %
Other			0.00 %
Total	(1,345,820)	(471,037)	35.32%
Federal Income Tax Incurred		(1,030)	(08%
Federal Income Tax On RCG		1,389,823	(104,21)%
Change in deferred tax		(1,859,831)	139.46 %
Total Tax		(471,037)	35.32%
		(0)	

E. Operating loss and tax credit carry forwards

1. At December 31, 2010, the Company had no net operating loss carryforwards. ¶22.a. -
   At December 31, 2010, the Company had no capital loss carryforwards: ¶22.a. -
   At December 31, 2010, the Company had AMT carryforwards, which do not expire, in the amount of: ¶22.a. -

2. The following is income tax expense for 2010 and 2011 that is available for recoupment in the event of future net losses:

	Year	Ordinary	Capital	Total
¶22.b.	2010	1,127,473	524,039	1,651,512
¶22.b.	2011		1,388,794	1,388,794

3. Deposits admitted under IRC §6603 ¶22.c. None

NOTES TO FINANCIAL STATEMENTS

F Consolidated Federal Income Tax Return

The Company's federal income tax return is filed as part of the Randall Quilter America Holdings Inc. and Subs consolidated federal income tax return.

The method of allocation taxes amoung the companies is subject to a written agreement approved by the Board of Directors,whereby allocation is made primarily on a seperate return basis with current credit for any net operating losses or other items utilized in the consolidated tax return.

G. Protective Tax Deposits

Not Applicable

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

A. The Company is a direct 100% owned subsidiary of Randall and Quilter America Holdings Inc.

B. Detail of Transactions Greater than 1/2% of Admitted Assets - No material changes since year end 2010.

C. Change in terms of Intercompany Arrangements – Not applicable.

D. Amounts Due to or from Related Parties – No material changes since year-end 2010.

E. Guarantees or Contingencies for Related Parties - Not applicable.

F. Management or service contracts and all cost sharing arrangements involving the Company or any affiliated insurer

No material changes since year-end 2010.

G. Nature of Relationships that Could Affect Operations

No material changes since year-end 2010.

H. Amount Deducted for Investment in Upstream Company - Not applicable.

I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets - Not applicable.

J. Writedown for Impairments of Investments in Subsidiary, Controlled or Affiliated Companies - Not applicable.

K. Foreign Insurance Subsidiary - Not Applicable.

L. Downstream Noninsurance Holding Company - Not Applicable

Note 11 - Debt

Not Applicable.

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

Not Applicable.

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

A. Outstanding Shares - No material changes since year-end 2010.

B. Preferred Stock - Not applicable.

C. Dividend Restrictions - No material changes since year-end 2010

D. Amount and Date of Dividend Paid - Not applicable.

E. Amount of Profit Paid to Stockholder as Dividend - Not applicable

F. Restrictions Placed on Unassigned Funds (Surplus) - None

G. Mutual Surplus Advances - Not applicable.

H. Company Stock Held for Special Purposes - Not applicable.

I. Changes in Special Surplus Funds - No material changes since year-end 2010.

J. Changes in Unassigned Funds - No material changes since year-end 2010.

K. Surplus Notes - Not applicable

NOTES TO FINANCIAL STATEMENTS

L & M. Quasi Reorganizations – Not applicable

Note 14 - Contingencies

A. Contingent Commitments - Not Applicable.

B. Assessments - No material changes since year-end 2010.

C. Gain Contingencies - Not applicable.

D. Claims related extra contractual obligation and bad faith losses stemming from lawsuits. No material change.

E. All Other contingencies - No material changes since year-end 2010.

Note 15 - Leases

No material changes since year-end 2010.

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

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

B. Transfer and Servicing of Financial Assets – Not applicable.

C. Wash sales - Not applicable.

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

Not applicable..

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

No significant change.

Note 20 - Fair Value

Not applicable

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

Not applicable

Note 23 - Reinsurance

A. Unsecured Reinsurance Recoverable - No material changes since year - end 2010.

B. Reinsurance Recoverable in Dispute - No material changes since year - end 2010.

C. Reinsurance Assumed and Ceded - No material changes since year - end 2010.

D. Uncollectible Reinsurance - No material changes since year - end 2010.

E. Commutation of Reinsurance Ceded - No material changes since year - end 2010.

NOTES TO FINANCIAL STATEMENTS

F. Retroactive Reinsurance – No material changes since year - end 2010.

G. Reinsurances Accounted for as a Deposit - Not Applicable.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

Not applicable.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

The following provides an analysis of the change in loss and loss adjustment expense reserves net of reinsurance for the 2011 & 2010 periods:

	September 2011	December 2010
Balance at beginning of period	$ 72,695,005	$ 77,650,272
Loss and loss expense incurred:		
Current accident year	0	0
Prior accident years	600,923	(850,047)
	600,923	(850,047)
Loss and loss expense payments made for:		
Current accident year	0	0
Prior accident years	(7,312,657)	(4,105,220)
	(7,312,657)	(4,105,220)
Balance at end of period	$ 65,983,271	$ 72,695,005

Note 26- Intercompany Pooling Arrangements

Not applicable..

Note 27 - Structured Settlements

A. Annuities - No material changes since year-end 2010.

B. Contingent liabilities - No material changes since year-end 2010.

Note 28 - Health Care Receivables

Not applicable.

Note 29 - Participating Policies

Not applicable.

Note 30 - Premium Deficiency Reserves

Not applicable.

Note 31 - High Deductibles

Not applicable.

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

Not applicable.

Note 33 - Asbestos/Environmental Reserves

No material changes since year-end 2010.

Note 34 - Subscriber Savings Accounts

NOTES TO FINANCIAL STATEMENTS

Not applicable.

Note 35 - Multiple Peril Crop Insurance

Not applicable.

Note 36 - Financial Guarantee Insurance

Not applicable.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

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

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

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

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

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010......................

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2005......................

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/30/2007........................

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 [ ] 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 [X] No [ ]

7.2 If yes, give full information:
West Virginia - License suspended until such time as reinstated by the commissioner

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 [ ] No [X]

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

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 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	$ 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 Name of Custodian(s)	2 Custodian Address
Bank New York Mellon Wealth Mgmt.	3290 Northside Pkwy,NW Suite 950 Atlanta, GA. 30327

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
N/A	Bank New York Mellon Wealth Mgmt.	3290 Northside Pkwy,NW Suite 950 Atlanta, GA. 30327

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 [ ] N/A [X]
   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	L			13,500,000		273	12,193,594
2. Alaska AK	N						
3. Arizona AZ	L						
4. Arkansas AR	L			5,756	38,484	335,639	227,820
5. California CA	L			1,000		458,700	3,328,868
6. Colorado CO	N						
7. Connecticut CT	L					25	25
8. Delaware DE	L						
9. District of Columbia DC	L						
10. Florida FL	N			12,334	3,989	101,467	86,243
11. Georgia GA	L			2,143	2,815	20,792	309,229
12. Hawaii HI	N						
13. Idaho ID	L						
14. Illinois IL	N					365,092	737,366
15. Indiana IN	L						
16. Iowa IA	N						
17. Kansas KS	L						
18. Kentucky KY	L			32,962	20,936	318,365	273,702
19. Louisiana LA	L			86,211	28,366	206,478	828,704
20. Maine ME	N						
21. Maryland MD	L			18,762	18,343	349,767	245,015
22. Massachusetts MA	L			27,973	25,013	721,637	405,195
23. Michigan MI	L			203,803	210,408	10,585,179	10,663,927
24. Minnesota MN	L			17,688	127,027	670,898	733,269
25. Mississippi MS	N						
26. Missouri MO	L			7,356	8,275	368,853	247,825
27. Montana MT	L			12,864	15,196	96,315	77,361
28. Nebraska NE	L						
29. Nevada NV	N						
30. New Hampshire NH	L			526	2,705	53,194	30,425
31. New Jersey NJ	L			136,238	110,589	1,922,172	2,256,964
32. New Mexico NM	L						
33. New York NY	N			9,785	86,353	284,598	857,570
34. North Carolina NC	L			27,167	12,646	482,386	416,089
35. North Dakota ND	N						
36. Ohio OH	L			26,419	42,113	993,539	921,320
37. Oklahoma OK	L						
38. Oregon OR	L			(5,247)	1,282	12,698	12,756
39. Pennsylvania PA	L			91,508	109,708	2,397,632	1,643,356
40. Rhode Island RI	L						
41. South Carolina SC	L				8,395	75,033	68,896
42. South Dakota SD	N						
43. Tennessee TN	N						
44. Texas TX	L			271,463	180,959	2,891,550	2,288,071
45. Utah UT	L			8,555	3,825	96,468	76,434
46. Vermont VT	N						
47. Virginia VA	L			20,249	34,682	988,312	691,823
48. Washington WA	N						
49. West Virginia WV	N					51,167	56,061
50. Wisconsin WI	L					182	100
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) 34	0	0	14,515,516	1,092,109	24,848,413	39,678,006

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

Group Structure Chart as of September 30, 2011

Company Name	Holding	Reg. No.	Registered Office	FSA NAIC #	State Code
Randall & Quilter Investment Holdings plc		03671097	110 Fenchurch Street, London, EC3M 5JT, England		
Caledonian Insurance Management Services Limited	100%	58192	57/63 Line Wall Road, Gibraltar		
Caledonian Insurance Brokers Limited	75%	58860	57/63 Line Wall Road, Gibraltar		
Callidus Group Limited	100%	06389084	110 Fenchurch Street, London, EC3M 5JT, England		
Callidus Solutions Limited	100%	04983134	110 Fenchurch Street, London, EC3M 5JT, England		
Callidus Secretaries Limited	100%	06327030	110 Fenchurch Street, London, EC3M 5JT, England		
Chevanstell Limited	100%	01208238	110 Fenchurch Street, London, EC3M 5JT, England	202861	
Chevanstell Management Limited	100%	01425571	110 Fenchurch Street, London, EC3M 5JT, England		
KMS Insurance Management Ltd	100%	05337155	110 Fenchurch Street, London, EC3M 5JT, England		
R&Q MGA Limited	100%	05337045	110 Fenchurch Street, London, EC3M 5JT, England	440543	
KMS Insurance Services Limited	100%	03376475	110 Fenchurch Street, London, EC3M 5JT, England		
KMS Employment Limited	100%	07622954	110 Fenchurch Street, London, EC3M 5JT England		
R&Q Just Underwriting Group Limited	100%	05337158	110 Fenchurch Street, London, EC3M 5JT England		
R&Q Commercial Risk Services Limited	100%	07313009	110 Fenchurch Street, London, EC3M 5JT England		
Altus Management Partners LLP	100%	OC363319	110 Fenchurch Street, London, EC3M 5JT England		
R&Q Marine Services Limited	100&	07720593	110 Fenchurch Street, London, EC3M 5JT England		
EC3 Solutions Limited	100%	04335235	110 Fenchurch Street, London, EC3M 5JT England		
JMD Specialist Insurance Services Group Limited	100%	04577053	110 Fenchurch Street, London, EC3M 5JT, England		
JMD Specialist Insurance Services Limited	100%	04290090	110 Fenchurch Street, London, EC3M 5JT, England		
Ken Randall Associates Limited	100%	02712392	110 Fenchurch Street, London, EC3M 5JT, England		
Ludgate NO. 1 Limited	100%	01589907	110 Fenchurch Street, London, EC3M 5JT, England		
Malling Investments Limited	100%	05946442	70 The Heath, East Malling, Kent, ME19 6JL, England		
La Licorne Compagnie de Reassurances SA	100%	316 695 469	31, rue Jean Giraudoux, 75116 Paris, France		
La Metropole Compagnie Belge D'Assurance SA	100%	403 282 052	4 Rue de la Presse, 1000 Bruxelles, Belgium	202731	
Oast Holdings Limited	100%	03593065	110 Fenchurch Street, London, EC3M 5JT, England		
R&Q Broking Services Limited	100%	06326884	110 Fenchurch Street, London, EC3M 5JT, England		
R&Q Capital No 1 Limited	100%	07382921	110 Fenchurch Street, London, EC3M 5JT, England		
R&Q Consultants Limited	100%	04179375	110 Fenchurch Street, London, EC3M 5JT England		
R&Q Insurance (Guernsey) Limited	100%	39189	PO Box 384, The Albany, South Esplanade, St Peter Port, Guernsey, GY1 4NF		
R&Q Insurance Services Limited	100%	01097308	110 Fenchurch Street, London, EC3M 5JT England	314329	
R&Q Audit & Inspection Limited	100%	01677423	110 Fenchurch Street, London, EC3M 5JT England		
R&Q Archive Services Limited	100%	07586143	110 Fenchurch Street, London, EC3M 5JT England		
R&Q Liquidity Management Limited	100%	04304002	110 Fenchurch Street, London, EC3M 5JT, England		
R&Q Managing Agency Limited	100%	04690709	110 Fenchurch Street, London, EC3M 5JT England	224442	
R&Q NO 1 Limited	100%	04024617	110 Fenchurch Street, London, EC3M 5JT, England		
R&Q Reinsurance Company (Belgium)	100%	413 919 982	4 Rue de la Presse, 1000 Bruxelles, Belgium		
R&Q Reinsurance Company (UK) Limited	100%	01315641	110 Fenchurch Street, London, EC3M 5JT, England	202188	
R&Q Secretaries Limited	100%	04222508	110 Fenchurch Street, London, EC3M 5JT, England		
Randall & Quilter II Holdings Limited	100%	7659577	110 Fenchurch Street, London, EC3M 5JT, England		
Randall & Quilter IS Holdings Limited	100%	07659581	110 Fenchurch Street, London, EC3M 5JT, England		
Randall & Quilter America Holdings Inc	100%	13-3496014	101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA		DE
Excess and Treaty Management Corporation	100%	41-1568621	Two Logan Square, Suite 600, Philadelphia, PA 19103, USA		NY
R&Q USA Inc	100%	13-3978252	101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA		DE
R&Q Reinsurance Company	100%	23-1740414	101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA	22705	PA
Transport Insurance Company	100%	75-0784127	101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA	33014	OH
R&Q Services Holding Inc	100%	45-3265690	c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801		DE
R&Q Quest Management Services USA LLC (fka Marshall Mead Risk Services, LLC)	100%	4981210	160 Greentree Drive, Suite 101, Dover, DE 19904, USA		DE
Goldstreet Insurance Company	100%	13-3882158	One Battery Park Plaza, 24 Whitehall Street, New York, New York, 10004,USA	10709	NY
John Heath & Company	100%	P98000082297	South Tamiami Trail, Suite 102, Sarasota, Florida 34236, USA		FL
Requiem America Inc	100%	36-3293537	77 West Wacker Drive, Suite 2600, Chicago, Illinois, 60601, USA		DE
Syndicated Services Company Inc	100%	36-3786990	77 West Wacker Drive, Suite 2600, Chicago, Illinois, 60601, USA		DE
R&Q Reinsurance Solutions LLC	100%	23-2819577	Two Logan Square, Suite 600, Philadelphia, PA 19103 USA		DE
RSI Solutions International Inc	100%	13-4131334	c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801 USA		NY
Randall & Quilter Bermuda Holdings Limited	100%	42704	Clarendon House, 2 Church St, Hamilton. HM11 Bermuda		
R&Q Quest Management Services Limited	100%	06623	Clarendon House, 2 Church St, Hamilton. HM11 Bermuda		
R&Q Quest (SAC) Limited	100%	30104	Clarendon House, 2 Church St, Hamilton. HM11 Bermuda		
R&Q Intermediaries (Bermuda) Limited	100%	04985	Clarendon House, 2 Church St, Hamilton. HM11 Bermuda		
R&Q Re (Bermuda) Limited	100%	41047	Clarendon House, 2 Church St, Hamilton. HM11 Bermuda		
Randall & Quilter Canada Holdings Limited	100%	753780-8	The Exchange Tower, 130 King Street W, Suite 1800, Toronto ON M5X 1E3, Canada		
A.M Associates Insurance Services Limited	100%	6152864	28 Regency Square, Toronto, Ontario M1E 1NS		
R&Q Risk Services Canada Limited	100%	753781-6	The Exchange Tower, 130 King Street W, Suite 1800, Toronto ON M5X 1E3, Canada		
Randall & Quilter Captive Holdings Limited	100%	07650726	110 Fenchurch Street, London, EC3M 5JT, England		
Randall & Quilter Nordic Holdings ApS	100%	32784542	Ostergade 60, 5 sal , 1100 Copenhagen K, Denmark		
Nordic Insurance Management A/S	60%	32784704	Ostergade 60, 5 sal , 1100 Copenhagen K, Denmark		

Triton Management A/S	100%	978702104	Haakon Vilsgate 9, 0161 Oslo, Norway	
Randall & Quilter Management Holdings Limited	100%	07504909	110 Fenchurch Street, London, EC3M 5JT, England	
Reinsurance Solutions Limited	100%	01199219	110 Fenchurch Street, London, EC3M 5JT England	
Requiem Limited	100%	01242769	110 Fenchurch Street, London, EC3M 5JT, England	310517

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			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			0.0	
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			0.0	
17.2 Other liability-claims made	NONE		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			0.0	
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage			0.0	
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	0	0	0.0	
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine			
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			
17.2 Other liability-claims made			
17.3 Excess workers' compensation	NONE		
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability			
19.3 19.4 Commercial auto liability			
21. Auto physical damage			
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	0	0	0
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2011 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2011 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2011 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2008 + Prior	41,282	31,413	72,695	7,313		7,313	31,985		33,998	65,983	(1,984)	2,585	601
2. 2009			0			0				0	0	0	0
3. Subtotals 2009 + Prior	41,282	31,413	72,695	7,313	0	7,313	31,985	0	33,998	65,983	(1,984)	2,585	601
4. 2010			0			0				0	0	0	0
5. Subtotals 2010 + Prior	41,282	31,413	72,695	7,313	0	7,313	31,985	0	33,998	65,983	(1,984)	2,585	601
6. 2011	XXX	XXX	XXX	XXX		0	XXX			0	XXX	XXX	XXX
7. Totals	41,282	31,413	72,695	7,313	0	7,313	31,985	0	33,998	65,983	(1,984)	2,585	601
8. Prior Year-End's Surplus As Regards Policyholders	14,933										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. (4.8)%	2. 8.2 %	3. 0.8 %
													Col. 13, Line 7 Line 8
													4. 4.0 %

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:

* 3 3 0 1 4 2 0 1 1 4 9 0 0 0 0 0 3 *

* 3 3 0 1 4 2 0 1 1 4 5 5 0 0 0 0 3 *

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

* 3 3 0 1 4 2 0 1 1 5 0 5 0 0 0 0 3 *

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	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

NONE

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	9,657,125	12,339,228
2. Cost of bonds and stocks acquired	8,038,054	4,075,873
3. Accrual of discount	628	373
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration for bonds and stocks disposed of	5,410,923	6,665,255
7. Deduct amortization of premium	72,579	93,094
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)	12,212,305	9,657,125
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	12,212,305	9,657,125

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)	14,925,769	362,232	702,160	(3,810)	15,225,661	14,925,769	14,582,031	16,782,254
2. Class 2 (a)								
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	14,925,769	362,232	702,160	(3,810)	15,225,661	14,925,769	14,582,031	16,782,254
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	14,925,769	362,232	702,160	(3,810)	15,225,661	14,925,769	14,582,031	16,782,254

(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 $.....305,000; 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	2,369,726	XXX	2,097,097	22,504	

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	7,125,129	5,831,190
2. Cost of short-term investments acquired	7,116,588	15,621,234
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	11,871,991	14,327,295
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)	2,369,726	7,125,129
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	2,369,726	7,125,129

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. Political Subdivisions of States, Territories and Possessions									
495098 TK 1	KING CNTY WASH SCH DIST NO 405		09/27/2011	FUNB-FUNDS II		362,232	300,000	4,958	1FE
2499999.	Total - Bonds - U.S. Political Subdivision of States, Territories & Possessions					362,232	300,000	4,958	XXX
8399997.	Total - Bonds - Part 3					362,232	300,000	4,958	XXX
8399999.	Total - Bonds					362,232	300,000	4,958	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					362,232	XXX	4,958	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 CUSIP Identification	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value 11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.	16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
912827 6T 4	US TREASURY NOTES		07/06/2011	MATURITY		485,000	485,000	537,289	485,861		(861)		(861)		485,000			0	12,125	02/15/2011	1
0599999.	Total - Bonds - U.S. Government					485,000	485,000	537,289	485,861	0	(861)	0	(861)	0	485,000	0	0	0	12,125	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
31296T 3G 7	FHLMC PC GOLD COMB 30 #A18899		09/15/2011	PRINCIPAL RECEIPT		45,637	45,637	46,742	46,130		(493)		(493)		45,637			0	1,620	02/01/2034	1
31393M NH 0	FHLMC REMIC SERIES 2582		09/15/2011	PRINCIPAL RECEIPT		63,996	63,996	65,536	64,385		(389)		(389)		63,996			0	2,392	12/15/2031	1
38373Y S7 0	GNMA REMIC TRUST 2003-3		09/20/2011	PRINCIPAL RECEIPT		107,527	107,527	108,472	107,696		(169)		(169)		107,527			0	4,021	12/20/2031	1
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					217,160	217,160	220,750	218,211	0	(1,051)	0	(1,051)	0	217,160	0	0	0	8,033	XXX	XXX
8399997.	Total - Bonds - Part 4					702,160	702,160	758,039	704,072	0	(1,912)	0	(1,912)	0	702,160	0	0	0	20,158	XXX	XXX
8399999.	Total - Bonds					702,160	702,160	758,039	704,072	0	(1,912)	0	(1,912)	0	702,160	0	0	0	20,158	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					702,160	XXX	758,039	704,072	0	(1,912)	0	(1,912)	0	702,160	0	0	0	20,158	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	Amount of Interest	Amount of Interest Accrued	6	7	8	
Depository		Code	of Interest	Received During Current Quarter	at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
Citizens Bank	Boston, Massachusetts					48,767	16,698	47,530	XXX
Citizens Bank	Boston, Massachusetts					63,734	154,905	657,318	XXX
Wells Fargo	San Francisco, California					190,891	87,972	247,628	XXX
0199999. Total Open Depositories		XXX	XXX	0	0	303,392	259,575	952,476	XXX
0399999. Total Cash on Deposit		XXX	XXX	0	0	303,392	259,575	952,476	XXX
0599999. Total Cash		XXX	XXX	0	0	303,392	259,575	952,476	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

NONE