



ANNUAL STATEMENT

For the Year Ended December 31, 2011

of the Condition and Affairs of the

PROGRESSIVE BAYSIDE INSURANCE COMPANY

NAIC Group Code.....155, 155	NAIC Company Code..... 17350	Employer's ID Number..... 31-1193845
(Current Period) (Prior Period)		
Organized under the Laws of OH	State of Domicile or Port of Entry OH	Country of Domicile US
Incorporated/Organized..... March 27, 1986	Commenced Business..... May 19, 1992	
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	440-461-5000
	(Street and Number) (City or Town, State and Zip Code)	(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	440-395-4460
	(Street and Number) (City or Town, State and Zip Code)	(Area Code) (Telephone Number)
Internet Web Site Address	PROGRESSIVE.COM	
Statutory Statement Contact	MARY BETH ANDREANO	440-395-4460
	(Name)	(Area Code) (Telephone Number) (Extension)
	FINANCIAL_REPORTING@PROGRESSIVE.COM	440-446-7168
	(E-Mail Address)	(Fax Number)

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

OFFICERS

Name	Title	Name	Title
KAREN MARIE BARONE	PRESIDENT	DANE ALLEN SHRALLOW	SECRETARY
THOMAS ALFRED KING	TREASURER		

OTHER

MARY BETH ANDREANO	(VICE PRESIDENT)	KATHLEEN MARY CERNY	(ASST. SECRETARY)
JAMES LEE KUSMER	(ASST. TREASURER)		

DIRECTORS OR TRUSTEES

KAREN MARIE BARONE	THOMAS HUDSON HOLLYER	KATHRYN MARGARET LEMIEUX	DANIEL PETER MASCARO
DAVID LLOYD PRATT			

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)
KAREN MARIE BARONE	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 16TH day of FEBRUARY, 2012	b. If no	1. State the amendment number
		2. Date filed
		3. Number of pages attached

PROGRESSIVE BAYSIDE INSURANCE COMPANY
SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities.....	16,563,721	19.7	16,563,721		16,563,721	19.7
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies.....		0.0			0	0.0
1.22 Issued by U.S. government sponsored agencies.....		0.0			0	0.0
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities).....		0.0			0	0.0
1.4 Securities issued by states, territories and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations.....	57,860,438	68.8	57,860,438		57,860,438	68.8
1.42 Political subdivisions of states, territories & possessions & political subdivisions general obligations.....	157,611	0.2	157,611		157,611	0.2
1.43 Revenue and assessment obligations.....	9,489,273	11.3	9,489,273		9,489,273	11.3
1.44 Industrial development and similar obligations.....		0.0			0	0.0
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA.....		0.0			0	0.0
1.512 Issued or guaranteed by FNMA and FHLMC.....		0.0			0	0.0
1.513 All other.....		0.0			0	0.0
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA.....		0.0			0	0.0
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage- backed securities issued or guaranteed by agencies shown in Line 1.521.....		0.0			0	0.0
1.523 All other.....		0.0			0	0.0
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities).....		0.0			0	0.0
2.2 Unaffiliated non-U.S. securities (including Canada).....		0.0			0	0.0
2.3 Affiliated securities.....		0.0			0	0.0
3. Equity interests:						
3.1 Investments in mutual funds.....		0.0			0	0.0
3.2 Preferred stocks:						
3.21 Affiliated.....		0.0			0	0.0
3.22 Unaffiliated.....		0.0			0	0.0
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated.....		0.0			0	0.0
3.32 Unaffiliated.....		0.0			0	0.0
3.4 Other equity securities:						
3.41 Affiliated.....		0.0			0	0.0
3.42 Unaffiliated.....		0.0			0	0.0
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated.....		0.0			0	0.0
3.52 Unaffiliated.....		0.0			0	0.0
4. Mortgage loans:						
4.1 Construction and land development.....		0.0			0	0.0
4.2 Agricultural.....		0.0			0	0.0
4.3 Single family residential properties.....		0.0			0	0.0
4.4 Multifamily residential properties.....		0.0			0	0.0
4.5 Commercial loans.....		0.0			0	0.0
4.6 Mezzanine real estate loans.....		0.0			0	0.0
5. Real estate investments:						
5.1 Property occupied by company.....		0.0			0	0.0
5.2 Property held for production of income (including \$.....0 of property acquired in satisfaction of debt).....		0.0			0	0.0
5.3 Property held for sale (including \$.....0 property acquired in satisfaction of debt).....		0.0			0	0.0
6. Contract loans.....		0.0			0	0.0
7. Derivatives.....		0.0			0	0.0
8. Receivables for securities.....		0.0			0	0.0
9. Securities lending (Line 10, Asset Page reinvested collateral).....		0.0		XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments.....		0.0			0	0.0
11. Other invested assets.....		0.0			0	0.0
12. Total invested assets.....	84,071,043	100.0	84,071,043	0	84,071,043	100.0

PROGRESSIVE BAYSIDE INSURANCE COMPANY

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 6).....		
2.2	Additional investment made after acquisition (Part 2, Column 9).....		0
3.	Current year change in encumbrances:		
3.1	Totals, Part 1, Column 13.....		
3.2	Totals, Part 3, Column 11.....		0
4.	Total gain (loss) on disposals, Part 3, Column 18.....		
5.	Deduct amounts received on disposals, Part 3, Column 15.....		
6.	Total foreign exchange change in book/adjusted carrying value:		
6.1	Totals, Part 1, Column 15.....		
6.2	Totals, Part 3, Column 13.....		0
7.	Deduct current year's other than temporary impairment recognized:		
7.1	Totals, Part 1, Column 12.....		
7.2	Totals, Part 3, Column 10.....		0
8.	Deduct current year's depreciation:		
8.1	Totals, Part 1, Column 11.....		
8.2	Totals, Part 3, Column 9.....		0
9.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....		0
10.	Deduct total nonadmitted amounts.....		
11.	Statement value at end of current period (Line 9 minus Line 10).....		0

NONE

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 7).....		
2.2	Additional investment made after acquisition (Part 2, Column 8).....		0
3.	Capitalized deferred interest and other:		
3.1	Totals, Part 1, Column 12.....		
3.2	Totals, Part 3, Column 11.....		0
4.	Accrual of discount.....		
5.	Unrealized valuation increase (decrease):		
5.1	Totals, Part 1, Column 9.....		
5.2	Totals, Part 3, Column 8.....		0
6.	Total gain (loss) on disposals, Part 3, Column 18.....		
7.	Deduct amounts received on disposals, Part 3, Column 15.....		
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:		
9.1	Totals, Part 1, Column 13.....		
9.2	Totals, Part 3, Column 13.....		0
10.	Deduct current year's other than temporary impairment recognized:		
10.1	Totals, Part 1, Column 11.....		
10.2	Totals, Part 3, Column 10.....		0
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
12.	Total valuation allowance.....		
13.	Subtotal (Line 11 plus Line 12).....		0
14.	Deduct total nonadmitted amounts.....		
15.	Statement value at end of current period (Line 13 minus Line 14).....		0

NONE

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 8).....		
2.2	Additional investment made after acquisition (Part 2, Column 9).....		0
3.	Capitalized deferred interest and other:		
3.1	Totals, Part 1, Column 16.....		
3.2	Totals, Part 3, Column 12.....		0
4.	Accrual of discount.....		
5.	Unrealized valuation increase (decrease):		
5.1	Totals, Part 1, Column 13.....		
5.2	Totals, Part 3, Column 9.....		0
6.	Total gain (loss) on disposals, Part 3, Column 19.....		
7.	Deduct amounts received on disposals, Part 3, Column 16.....		
8.	Deduct amortization of premium and depreciation.....		
9.	Total foreign exchange change in book/adjusted carrying value:		
9.1	Totals, Part 1, Column 17.....		
9.2	Totals, Part 3, Column 14.....		0
10.	Deduct current year's other than temporary impairment recognized:		
10.1	Totals, Part 1, Column 15.....		
10.2	Totals, Part 3, Column 11.....		0
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....		0
12.	Deduct total nonadmitted amounts.....		
13.	Statement value at end of current period (Line 11 minus Line 12).....		0

NONE

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year.....		92,283,117
2.	Cost of bonds and stocks acquired, Part 3, Column 7.....		31,821,301
3.	Accrual of discount.....		19,139
4.	Unrealized valuation increase (decrease):		
4.1	Part 1, Column 12.....		
4.2	Part 2, Section 1, Column 15.....		
4.3	Part 2, Section 2, Column 13.....		
4.4	Part 4, Column 11.....		0
5.	Total gain (loss) on disposals, Part 4, Column 19.....		1,766,557
6.	Deduct consideration for bonds and stocks disposed of, Part 4, Column 7.....		40,439,561
7.	Deduct amortization of premium.....		1,379,510
8.	Total foreign exchange change in book/adjusted carrying value:		
8.1	Part 1, Column 15.....		
8.2	Part 2, Section 1, Column 19.....		
8.3	Part 2, Section 2, Column 16.....		
8.4	Part 4, Column 15.....		0
9.	Deduct current year's other than temporary impairment recognized:		
9.1	Part 1, Column 14.....		
9.2	Part 2, Section 1, Column 17.....		
9.3	Part 2, Section 2, Column 14.....		
9.4	Part 4, Column 13.....		0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....		84,071,043
11.	Deduct total nonadmitted amounts.....		
12.	Statement value at end of current period (Line 10 minus Line 11).....		84,071,043

PROGRESSIVE BAYSIDE INSURANCE COMPANY

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS Governments (Including all obligations guaranteed by governments)	1. United States.....	16,563,721	17,473,718	16,576,140	16,540,000
	2. Canada.....	.....	.....	.....	.....
	3. Other Countries.....	.....	.....	.....	.....
	4. Totals.....	16,563,721	17,473,718	16,576,140	16,540,000
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals.....	57,860,438	60,045,489	60,039,104	51,070,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals.....	157,611	163,015	172,630	155,000
U.S. Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions	7. Totals.....	9,489,273	9,670,280	9,952,188	9,290,000
Industrial and Miscellaneous and Hybrid Securities (Unaffiliated)	8. United States.....	.....	.....	.....	.....
	9. Canada.....	.....	.....	.....	.....
	10. Other Countries.....	.....	.....	.....	.....
	11. Totals.....	0	0	0	0
Parent, Subsidiaries and Affiliates	12. Totals.....	.....	.....	.....	.....
	13. Total Bonds.....	84,071,043	87,352,502	86,740,062	77,055,000
PREFERRED STOCKS Industrial and Miscellaneous (Unaffiliated)	14. United States.....	.....	.....	.....	
	15. Canada.....	.....	.....	.....	
	16. Other Countries.....	.....	.....	.....	
	17. Totals.....	0	0	0	
Parent, Subsidiaries and Affiliates	18. Totals.....	.....	.....	.....	
	19. Total Preferred Stocks.....	0	0	0	
COMMON STOCKS Industrial and Miscellaneous (Unaffiliated)	20. United States.....	.....	.....	.....	
	21. Canada.....	.....	.....	.....	
	22. Other Countries.....	.....	.....	.....	
	23. Totals.....	0	0	0	
Parent, Subsidiaries and Affiliates	24. Totals.....	.....	.....	.....	
	25. Total Common Stocks.....	0	0	0	
	26. Total Stocks.....	0	0	0	
	27. Total Bonds and Stocks...	84,071,043	87,352,502	86,740,062	

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

SIOIS	Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
	1. U.S. Governments											
	1.1 Class 1.....		16,563,721				16,563,721	19.7	20,320,983	22.0	16,563,721	
	1.2 Class 2.....						0	0.0		0.0		
	1.3 Class 3.....						0	0.0		0.0		
	1.4 Class 4.....						0	0.0		0.0		
	1.5 Class 5.....						0	0.0		0.0		
	1.6 Class 6.....						0	0.0		0.0		
	1.7 Totals.....	0	16,563,721	0	0	0	16,563,721	19.7	20,320,983	22.0	16,563,721	0
	2. All Other Governments											
	2.1 Class 1.....						0	0.0		0.0		
	2.2 Class 2.....						0	0.0		0.0		
	2.3 Class 3.....						0	0.0		0.0		
	2.4 Class 4.....						0	0.0		0.0		
	2.5 Class 5.....						0	0.0		0.0		
	2.6 Class 6.....						0	0.0		0.0		
	2.7 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
	3. U.S. States, Territories and Possessions, etc., Guaranteed											
	3.1 Class 1.....	9,354,396	29,136,355	19,369,687			57,860,438	68.8	66,314,866	71.9	57,860,438	
	3.2 Class 2.....						0	0.0		0.0		
	3.3 Class 3.....						0	0.0		0.0		
	3.4 Class 4.....						0	0.0		0.0		
	3.5 Class 5.....						0	0.0		0.0		
	3.6 Class 6.....						0	0.0		0.0		
	3.7 Totals.....	9,354,396	29,136,355	19,369,687	0	0	57,860,438	68.8	66,314,866	71.9	57,860,438	0
	4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
	4.1 Class 1.....		157,611				157,611	0.2	159,943	0.2	157,611	
	4.2 Class 2.....						0	0.0		0.0		
	4.3 Class 3.....						0	0.0		0.0		
	4.4 Class 4.....						0	0.0		0.0		
	4.5 Class 5.....						0	0.0		0.0		
	4.6 Class 6.....						0	0.0		0.0		
	4.7 Totals.....	0	157,611	0	0	0	157,611	0.2	159,943	0.2	157,611	0
	5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
	5.1 Class 1.....	5,386,805	2,331,508	1,770,960			9,489,273	11.3	5,487,326	5.9	9,489,273	
	5.2 Class 2.....						0	0.0		0.0		
	5.3 Class 3.....						0	0.0		0.0		
	5.4 Class 4.....						0	0.0		0.0		
	5.5 Class 5.....						0	0.0		0.0		
	5.6 Class 6.....						0	0.0		0.0		
	5.7 Totals.....	5,386,805	2,331,508	1,770,960	0	0	9,489,273	11.3	5,487,326	5.9	9,489,273	0

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

	Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6.	Industrial and Miscellaneous (unaffiliated)											
6.1	Class 1.....						0	0.0		0.0		
6.2	Class 2.....						0	0.0		0.0		
6.3	Class 3.....						0	0.0		0.0		
6.4	Class 4.....						0	0.0		0.0		
6.5	Class 5.....						0	0.0		0.0		
6.6	Class 6.....						0	0.0		0.0		
6.7	Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
7.	Hybrid Securities											
7.1	Class 1.....						0	0.0		0.0		
7.2	Class 2.....						0	0.0		0.0		
7.3	Class 3.....						0	0.0		0.0		
7.4	Class 4.....						0	0.0		0.0		
7.5	Class 5.....						0	0.0		0.0		
7.6	Class 6.....						0	0.0		0.0		
7.7	Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
8.	Parent, Subsidiaries and Affiliates											
8.1	Class 1.....						0	0.0		0.0		
8.2	Class 2.....						0	0.0		0.0		
8.3	Class 3.....						0	0.0		0.0		
8.4	Class 4.....						0	0.0		0.0		
8.5	Class 5.....						0	0.0		0.0		
8.6	Class 6.....						0	0.0		0.0		
8.7	Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0

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NONE

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

SI07

	Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
9.	Total Bonds Current Year											
9.1	Class 1.....	(d).....14,741,201	48,189,195	21,140,647	0	0	84,071,043	100.0	XXX.....	XXX.....	84,071,043	0
9.2	Class 2.....	(d).....0	0	0	0	0	0	0.0	XXX.....	XXX.....	0	0
9.3	Class 3.....	(d).....0	0	0	0	0	0	0.0	XXX.....	XXX.....	0	0
9.4	Class 4.....	(d).....0	0	0	0	0	0	0.0	XXX.....	XXX.....	0	0
9.5	Class 5.....	(d).....0	0	0	0	0	(c).....0	0.0	XXX.....	XXX.....	0	0
9.6	Class 6.....	(d).....0	0	0	0	0	(c).....0	0.0	XXX.....	XXX.....	0	0
9.7	Totals.....	14,741,201	48,189,195	21,140,647	0	0	(b).....84,071,043	100.0	XXX.....	XXX.....	84,071,043	0
9.8	Line 9.7 as a % of Col. 6.....	17.5	57.3	25.1	0.0	0.0	100.0	XXX.....	XXX.....	XXX.....	100.0	0.0
10.	Total Bonds Prior Year											
10.1	Class 1.....	10,783,891	40,520,168	40,979,059	.....	.....	.....XXX.....	XXX.....	92,283,118	100.0	92,283,118	.....
10.2	Class 2.....						XXX.....	XXX.....	0	0.0		
10.3	Class 3.....						XXX.....	XXX.....	0	0.0		
10.4	Class 4.....						XXX.....	XXX.....	0	0.0		
10.5	Class 5.....						XXX.....	XXX.....	(c).....0	0.0		
10.6	Class 6.....						XXX.....	XXX.....	(c).....0	0.0		
10.7	Totals.....	10,783,891	40,520,168	40,979,059	0	0	XXX.....	XXX.....	(b).....92,283,118	100.0	92,283,118	0
10.8	Line 10.7 as a % of Col. 8.....	11.7	43.9	44.4	0.0	0.0	XXX.....	XXX.....	100.0	XXX.....	100.0	0.0
11.	Total Publicly Traded Bonds											
11.1	Class 1.....	14,741,201	48,189,195	21,140,647			84,071,043	100.0	92,283,118	100.0	84,071,043	XXX.....
11.2	Class 2.....						0	0.0	0	0.0	0	XXX.....
11.3	Class 3.....						0	0.0	0	0.0	0	XXX.....
11.4	Class 4.....						0	0.0	0	0.0	0	XXX.....
11.5	Class 5.....						0	0.0	0	0.0	0	XXX.....
11.6	Class 6.....						0	0.0	0	0.0	0	XXX.....
11.7	Totals.....	14,741,201	48,189,195	21,140,647	0	0	84,071,043	100.0	92,283,118	100.0	84,071,043	XXX.....
11.8	Line 11.7 as a % of Col. 6.....	17.5	57.3	25.1	0.0	0.0	100.0	XXX.....	XXX.....	XXX.....	100.0	XXX.....
11.9	Line 11.7 as a % of Line 9.7, Col. 6, Section 9.....	17.5	57.3	25.1	0.0	0.0	100.0	XXX.....	XXX.....	XXX.....	100.0	XXX.....
12.	Total Privately Placed Bonds											
12.1	Class 1.....						0	0.0	0	0.0	XXX.....	0
12.2	Class 2.....						0	0.0	0	0.0	XXX.....	0
12.3	Class 3.....						0	0.0	0	0.0	XXX.....	0
12.4	Class 4.....						0	0.0	0	0.0	XXX.....	0
12.5	Class 5.....						0	0.0	0	0.0	XXX.....	0
12.6	Class 6.....						0	0.0	0	0.0	XXX.....	0
12.7	Totals.....	0	0	0	0	0	0	0.0	0	0.0	XXX.....	0
12.8	Line 12.7 as a % of Col. 6.....	0.0	0.0	0.0	0.0	0.0	0.0	XXX.....	XXX.....	XXX.....	XXX.....	0.0
12.9	Line 12.7 as a % of Line 9.7, Col. 6, Section 9.....	0.0	0.0	0.0	0.0	0.0	0.0	XXX.....	XXX.....	XXX.....	XXX.....	0.0

(a) Includes \$.....0 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$.....0 current year, \$.....0 prior year of bonds with Z designations and \$.....0 current year, \$.....0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes \$.....0 current year, \$.....0 prior year of bonds with 5* designations and \$.....0 current year, \$.....0 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. U.S. Governments											
1.1 Issuer Obligations.....		16,563,721				16,563,721	19.7	20,320,983	22.0	16,563,721	
1.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
1.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
1.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
1.5 Totals.....	0	16,563,721	0	0	0	16,563,721	19.7	20,320,983	22.0	16,563,721	0
2. All Other Governments											
2.1 Issuer Obligations.....						0	0.0		0.0		
2.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
2.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
2.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
2.5 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
3. U.S. States, Territories and Possessions, Guaranteed											
3.1 Issuer Obligations.....	9,354,396	29,136,355	19,369,687			57,860,438	68.8	66,314,866	71.9	57,860,438	
3.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
3.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
3.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
3.5 Totals.....	9,354,396	29,136,355	19,369,687	0	0	57,860,438	68.8	66,314,866	71.9	57,860,438	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Issuer Obligations.....		157,611				157,611	0.2	159,943	0.2	157,611	
4.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
4.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
4.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
4.5 Totals.....	0	157,611	0	0	0	157,611	0.2	159,943	0.2	157,611	0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 Issuer Obligations.....	5,386,805	2,331,508	1,770,960			9,489,273	11.3	5,487,326	5.9	9,489,273	
5.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
5.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
5.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
5.5 Totals.....	5,386,805	2,331,508	1,770,960	0	0	9,489,273	11.3	5,487,326	5.9	9,489,273	0
6. Industrial and Miscellaneous (unaffiliated)											
6.1 Issuer Obligations.....						0	0.0		0.0		
6.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
6.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
6.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
6.5 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
7. Hybrid Securities											
7.1 Issuer Obligations.....						0	0.0		0.0		
7.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
7.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
7.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
7.5 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates											
8.1 Issuer Obligations.....						0	0.0		0.0		
8.2 Residential Mortgage-Backed Securities.....						0	0.0		0.0		
8.3 Commercial Mortgage-Backed Securities.....						0	0.0		0.0		
8.4 Other Loan-Backed and Structured Securities.....						0	0.0		0.0		
8.5 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
Distribution by Type											
9. Total Bonds Current Year											
9.1 Issuer Obligations.....	14,741,201	48,189,195	21,140,647	0	0	84,071,043	100.0	XXX	XXX	84,071,043	0
9.2 Residential Mortgage-Backed Securities.....	0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.3 Commercial Mortgage-Backed Securities.....	0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.4 Other Loan-Backed and Structured Securities.....	0	0	0	0	0	0	0.0	XXX	XXX	0	0
9.5 Totals.....	14,741,201	48,189,195	21,140,647	0	0	84,071,043	100.0	XXX	XXX	84,071,043	0
9.6 Line 9.5 as a % of Col. 6.....	17.5	57.3	25.1	0.0	0.0	100.0	XXX	XXX	XXX	100.0	0.0
10. Total Bonds Prior Year											
10.1 Issuer Obligations.....	10,783,891	40,520,168	40,979,059			XXX	XXX	92,283,118	100.0	92,283,118	
10.2 Residential Mortgage-Backed Securities.....						XXX	XXX	0	0.0		
10.3 Commercial Mortgage-Backed Securities.....						XXX	XXX	0	0.0		
10.4 Other Loan-Backed and Structured Securities.....						XXX	XXX	0	0.0		
10.5 Totals.....	10,783,891	40,520,168	40,979,059	0	0	XXX	XXX	92,283,118	100.0	92,283,118	0
10.6 Line 10.5 as a % of Col. 8.....	11.7	43.9	44.4	0.0	0.0	XXX	XXX	100.0	XXX	100.0	0.0
11. Total Publicly Traded Bonds											
11.1 Issuer Obligations.....	14,741,201	48,189,195	21,140,647			84,071,043	100.0	92,283,118	100.0	84,071,043	XXX
11.2 Residential Mortgage-Backed Securities.....						0	0.0	0	0.0	0	XXX
11.3 Commercial Mortgage-Backed Securities.....						0	0.0	0	0.0	0	XXX
11.4 Other Loan-Backed and Structured Securities.....						0	0.0	0	0.0	0	XXX
11.5 Totals.....	14,741,201	48,189,195	21,140,647	0	0	84,071,043	100.0	92,283,118	100.0	84,071,043	XXX
11.6 Line 11.5 as a % of Col. 6.....	17.5	57.3	25.1	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
11.7 Line 11.5 as a % of Line 9.5, Col. 6, Section 9.....	17.5	57.3	25.1	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12. Total Privately Placed Bonds											
12.1 Issuer Obligations.....						0	0.0	0	0.0	XXX	0
12.2 Residential Mortgage-Backed Securities.....						0	0.0	0	0.0	XXX	0
12.3 Commercial Mortgage-Backed Securities.....						0	0.0	0	0.0	XXX	0
12.4 Other Loan-Backed and Structured Securities.....						0	0.0	0	0.0	XXX	0
12.5 Totals.....	0	0	0	0	0	0	0.0	0	0.0	XXX	0
12.6 Line 12.5 as a % of Col. 6.....	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0
12.7 Line 12.5 as a % of Line 9.5, Col. 6, Section 9.....	0.0	0.0	0.0	0.0	0.0	0.0	XXX	XXX	XXX	XXX	0.0

Sch. DA-Verification
NONE

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 BAYSIDE INSURANCE COMPANY

SCHEDULE E- VERIFICATION BETWEEN YEARS

Cash Equivalents

	1 Total	2 Bonds	3 Other (a)
1. Book/adjusted carrying value, December 31 of prior year.....	0		
2. Cost of cash equivalents acquired.....	41,299,662	41,299,662	
3. Accrual of discount.....	338	338	
4. Unrealized valuation increase (decrease).....	0		
5. Total gain (loss) on disposals.....	0		
6. Deduct consideration received on disposals.....	41,300,000	41,300,000	
7. Deduct amortization of premium.....	0		
8. Total foreign exchange change in book/adjusted carrying value.....	0		
9. Deduct current year's other than temporary impairment recognized.....	0		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	0	0	0
11. Deduct total nonadmitted amounts.....	0		
12. Statement value at end of current period (Line 10 minus Line 11).....	0	0	0

(a) Indicate the category of such investments, for example, joint ventures, transportation equipment:.

Sch. A-Pt. 1
NONE

Sch. A-Pt. 2
NONE

Sch. A-Pt. 3
NONE

Sch. B-Pt. 1
NONE

Sch. B-Pt. 2
NONE

Sch. B-Pt. 3
NONE

Sch. BA-Pt. 1
NONE

Sch. BA-Pt. 2
NONE

Sch. BA-Pt. 3
NONE

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates										
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22									
		F	O	R																		Rate Used to Obtain Fair Value	Fair Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Maturity
CUSIP Identification	Description	Code	n	Bond CHAR	NAIC Designation	Actual Cost			Par Value	Book/Adjusted Carrying Value																				
U.S. Government - Issuer Obligations																														
912828	MW	7	US TREASURY NOTE.....	SD..	..	.....	.....	1	2,688,115	106.625	.....	2,793,575	.....	2,620,000	.....	2,671,961	.....	(15,431)	.....	.....	.....	2.500	1.866	MS.....	.....	16,643	.....	65,500	12/29/2010	03/31/2015
912828	PS	3	US TREASURY NOTE.....	.....	..	.....	.....	1	216,494	105.500	.....	232,100	.....	220,000	.....	217,082	.....	589	.....	.....	.....	2.000	2.342	JJ.....	.....	1,841	.....	2,200	02/15/2011	01/31/2016
912828	QJ	2	US TREASURY NOTE.....	.....	..	.....	.....	1	12,179,031	106.094	.....	12,943,468	.....	12,200,000	.....	12,182,056	.....	3,025	.....	.....	.....	2.125	2.162	FA.....	.....	87,604	.....	129,625	03/25/2011	02/29/2016
912828	RU	6	US TREASURY NOTE.....	.....	..	.....	.....	1	1,492,500	100.305	.....	1,504,575	.....	1,500,000	.....	1,492,622	.....	122	.....	.....	.....	0.875	0.978	MN.....	.....	1,148	.....	.....	11/30/2011	11/30/2016
0199999	U.S. Government - Issuer Obligations.....					.....	.....	16,576,140	XXX.....	.....	17,473,718	.....	16,540,000	.....	16,563,721	.....	0	.....	(11,695)	.....	0	XXX.....	XXX.....	XXX.....	.....	107,236	.....	197,325	...XXX.....	...XXX.....
0599999	Total - U.S. Government.....					.....	.....	16,576,140	XXX.....	.....	17,473,718	.....	16,540,000	.....	16,563,721	.....	0	.....	(11,695)	.....	0	XXX.....	XXX.....	XXX.....	.....	107,236	.....	197,325	...XXX.....	...XXX.....
U.S. States, Territories & Possessions (Direct and Guaranteed) - Issuer Obligations																														
373383	3A	4	GEORGIA ST.....	.....	..	.....	.....	1FE	13,225,893	119.444	.....	13,467,311	.....	11,275,000	.....	12,769,885	.....	(296,726)	.....	.....	.....	5.000	2.055	AO.....	.....	140,938	.....	563,750	06/16/2010	10/01/2016
373383	3C	0	GEORGIA ST.....	.....	..	.....	.....	1FE	3,022,400	119.264	.....	2,981,600	.....	2,500,000	.....	2,924,058	.....	(85,995)	.....	.....	.....	5.000	1.305	AO.....	.....	31,250	.....	125,000	11/04/2010	10/01/2016
373383	GC	6	GEORGIA ST.....	.....	..	.....	.....	1FE	881,388	103.265	.....	795,141	.....	770,000	.....	777,950	.....	(13,264)	.....	.....	.....	5.750	3.936	FA.....	.....	18,448	.....	44,275	12/01/2002	08/01/2012
373383	RG	5	GEORGIA ST.....	.....	..	.....	.....	1FE	5,387,550	101.625	.....	5,081,250	.....	5,000,000	.....	5,022,060	.....	(66,059)	.....	.....	.....	5.000	3.630	MN.....	.....	41,667	.....	250,000	12/06/2005	05/01/2012
373383	RM	2	GEORGIA ST.....	.....	..	.....	.....	1FE	3,761,030	101.611	.....	3,556,385	.....	3,500,000	.....	3,554,386	.....	(162,852)	.....	.....	.....	5.000	0.330	MN.....	.....	29,167	.....	175,000	09/22/2010	05/01/2012
373383	YW	2	GEORGIA ST.....	.....	..	.....	.....	1FE	3,500,893	111.928	.....	3,385,822	.....	3,025,000	.....	3,288,099	.....	(101,770)	.....	.....	.....	5.500	1.920	JJ.....	.....	83,188	.....	166,375	11/16/2009	07/01/2014
373384	NX	0	GEORGIA ST.....	.....	..	.....	.....	1FE	5,850,350	119.742	.....	5,987,100	.....	5,000,000	.....	5,606,614	.....	(117,277)	.....	.....	.....	5.000	2.331	MN.....	.....	41,667	.....	250,000	11/16/2009	11/01/2016
373384	PJ	9	GEORGIA ST.....	.....	..	.....	.....	1FE	9,629,440	124.410	.....	9,952,800	.....	8,000,000	.....	9,360,348	.....	(192,785)	.....	.....	.....	5.000	2.180	JJ.....	.....	200,000	.....	400,000	08/03/2010	07/01/2018
373384	PN	0	GEORGIA ST.....	.....	..	.....	.....	1FE	10,065,520	127.567	.....	10,205,360	.....	8,000,000	.....	10,009,339	.....	(56,181)	.....	.....	.....	5.000	1.800	JJ.....	.....	200,000	.....	.....	09/23/2011	07/01/2020
373384	RM	0	GEORGIA ST.....	.....	..	.....	.....	1FE	4,714,640	115.818	.....	4,632,720	.....	4,000,000	.....	4,547,699	.....	(141,845)	.....	.....	.....	5.000	1.250	AO.....	.....	50,000	.....	185,556	10/06/2010	10/01/2015
1199999	U.S. States, Territories & Possessions - Issuer Obligations.....					.....	.....	60,039,104	XXX.....	.....	60,045,489	.....	51,070,000	.....	57,860,438	.....	0	.....	(1,234,754)	.....	0	XXX.....	XXX.....	XXX.....	.....	836,325	.....	2,159,956	...XXX.....	...XXX.....
1799999	Total - U.S. States, Territories & Possessions (Direct and Guaranteed).....					.....	.....	60,039,104	XXX.....	.....	60,045,489	.....	51,070,000	.....	57,860,438	.....	0	.....	(1,234,754)	.....	0	XXX.....	XXX.....	XXX.....	.....	836,325	.....	2,159,956	...XXX.....	...XXX.....
U.S. Political Subdivisions of States, Territories & Possessions (Direct and Guaranteed) - Issuer Obligations																														
403755	UB	5	GWINNETT CNTY GA SCH DIST.....	.....	..	.....	.....	1FE	172,630	105.171	.....	163,015	.....	155,000	.....	157,611	.....	(2,331)	.....	.....	.....	5.000	3.400	FA.....	.....	3,229	.....	7,750	11/09/2004	02/01/2013
1899999	U.S. Political Subdivisions of States, Territories & Possessions - Issuer Obligations.....					.....	.....	172,630	XXX.....	.....	163,015	.....	155,000	.....	157,611	.....	0	.....	(2,331)	.....	0	XXX.....	XXX.....	XXX.....	.....	3,229	.....	7,750	...XXX.....	...XXX.....
2499999	Total - U.S. Political Subdivisions of States, Territories & Possessions.....					.....	.....	172,630	XXX.....	.....	163,015	.....	155,000	.....	157,611	.....	0	.....	(2,331)	.....	0	XXX.....	XXX.....	XXX.....	.....	3,229	.....	7,750	...XXX.....	...XXX.....
U.S. Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their U.S. Political Subdivisions - Issuer Obligations																														
373539	D3	6	GEORGIA ST HSG & FIN AUTH REV.....	.....	..	.....	.....	1FE	4,148,000	105.275	.....	4,211,000	.....	4,000,000	.....	4,145,587	.....	(2,413)	.....	.....	.....	4.000	3.180	JD.....	.....	13,333	.....	.....	11/17/2011	06/01/2021
74265L	RL	4	PRIVATE COLL & UNIV GA.....	.....	..	.....	.....	1FE	5,804,188	103.200	.....	5,459,280	.....	5,290,000	.....	5,343,686	.....	(78,640)	.....	.....	.....	5.000	3.440	MS.....	.....	88,167	.....	264,500	07/14/2005	09/01/2012
2599999	U.S. Special Revenue & Assessment Obligations - Issuer Obligations.....					.....	.....	9,952,188	XXX.....	.....	9,670,280	.....	9,290,000	.....	9,489,273	.....	0	.....	(81,053)	.....	0	XXX.....	XXX.....	XXX.....	.....	101,500	.....	264,500	...XXX.....	...XXX.....
3199999	Total - U.S. Special Revenue & Special Assessment Obligations.....					.....	.....	9,952,188	XXX.....	.....	9,670,280	.....	9,290,000	.....	9,489,273	.....	0	.....	(81,053)	.....	0	XXX.....	XXX.....	XXX.....	.....	101,500	.....	264,500	...XXX.....	...XXX.....
Totals																														
7799999	Total - Issuer Obligations.....					.....	.....	86,740,062	XXX.....	.....	87,352,502	.....	77,055,000	.....	84,071,043	.....	0	.....	(1,329,833)	.....	0	XXX.....	XXX.....	XXX.....	.....	1,048,290	.....	2,629,531	...XXX.....	...XXX.....
8399999	Grand Total - Bonds.....					.....	.....	86,740,062	XXX.....	.....	87,352,502	.....	77,055,000	.....	84,071,043	.....	0	.....	(1,329,833)	.....	0	XXX.....	XXX.....	XXX.....	.....	1,048,290	.....	2,629,531	...XXX.....	...XXX.....

Sch. D-Pt. 2-Sn. 1
NONE

Sch. D-Pt. 2-Sn. 2
NONE

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

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
Bonds - U.S. Government										
912828 PS 3	US TREASURY NOTE 2.000% 01/31/16.....				02/15/2011	Goldman Sachs.....		216,494	220,000	194
912828 QJ 2	US TREASURY NOTE 2.125% 02/29/16.....				03/25/2011	CSFBdirect.....		12,179,031	12,200,000	19,726
912828 RU 6	US TREASURY NOTE 0.875% 11/30/16.....				11/30/2011	Goldman Sachs.....		1,492,500	1,500,000	36
0599999.	Total - Bonds - U.S. Government.....							13,888,025	13,920,000	19,956
Bonds - U.S. States, Territories and Possessions										
373384 PN 0	GEORGIA ST 5.000% 07/01/20.....				09/23/2011	Goldman Sachs.....		10,065,520	8,000,000	96,667
1799999.	Total - Bonds - U.S. States, Territories & Possessions.....							10,065,520	8,000,000	96,667
Bonds - U.S. Special Revenue and Special Assessment										
373539 D3 6	GEORGIA ST HSG & FIN AUTH REV 4.000% 06/01/30.....				11/17/2011	Merrill Lynch.....		4,148,000	4,000,000	
3199999.	Total - Bonds - U.S. Special Revenue and Special Assessments.....							4,148,000	4,000,000	0
8399997.	Total - Bonds - Part 3.....							28,101,545	25,920,000	116,623
8399998.	Total - Bonds - Summary Item from Part 5.....							3,719,756	3,780,000	3,341
8399999.	Total - Bonds.....							31,821,301	29,700,000	119,964
9999999.	Total - Bonds, Preferred and Common Stocks.....							31,821,301	XXX	119,964

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

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	
											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	Stated Contractual Maturity Date	
Bonds - U.S. Government																						
912828	JR	2			US TREASURY NOTE 3.750% 11/15/18.....				642,141	600,000	686,250	670,038				668,360			(26,220)	(26,220)	7,521	11/15/2018.
912828	KK	5			US TREASURY NOTE 1.375% 04/15/12.....				6,065,156	6,000,000	6,028,125	6,012,159		(1,677)	(2,206)	6,009,953			55,203	55,203	37,170	04/15/2012.
912828	LB	4			US TREASURY NOTE 1.500% 07/15/12.....				2,026,875	2,000,000	1,992,500	1,996,062		589	589	1,996,651			30,224	30,224	20,967	07/15/2012.
912828	MD	9			US TREASURY NOTE 3.250% 12/31/16.....				10,046,250	9,000,000	8,948,700	8,955,332		4,524	4,524	8,959,856			1,086,394	1,086,394	207,452	12/31/2016.
0599999.					Total - Bonds - U.S. Government.....				18,780,422	17,600,000	17,655,575	17,633,591	0	1,230	0	17,634,820	0	1,145,601	1,145,601	273,110	XXX.....	
Bonds - U.S. States, Territories and Possessions																						
047772	KW	7			ATLANTA GA 5.000% 12/01/13.....				2,145,547	1,970,000	2,196,924	2,138,990		(7,388)	(7,388)	2,131,602			13,944	13,944	21,068	12/01/2013.
240451	VZ	4			DE KALB CNTY GA 5.000% 01/01/11.....				3,390,000	3,390,000	3,798,868	3,390,000			0	3,390,000			0	0	84,750	01/01/2011.
373382	4B	3			GEORGIA ST 6.250% 08/01/11.....				640,000	640,000	764,294	651,769		(11,769)	(11,769)	640,000			0	0	40,000	08/01/2011.
373382	4B	3			GEORGIA ST 6.250% 08/01/11.....				6,832,030	6,610,000	7,893,728	6,731,548		(2,844)	(2,844)	6,728,703			103,327	103,327	177,873	08/01/2011.
373383	VB	1			GEORGIA ST 5.000% 07/01/13.....				2,897,351	2,650,000	2,887,573	2,783,495		(13,473)	(13,473)	2,770,022			127,329	127,329	100,479	07/01/2013.
373383	YV	4			GEORGIA ST 5.500% 07/01/14.....				1,709,580	1,500,000	1,706,700	1,589,393		(6,310)	(6,310)	1,583,083			126,497	126,497	62,563	07/01/2014.
1799999.					Total - Bonds - U.S. States, Territories & Possessions.....				17,614,508	16,760,000	19,248,087	17,285,195	0	(41,784)	0	17,243,410	0	371,097	371,097	486,733	XXX.....	
Bonds - U.S. Special Revenue and Special Assessment																						
491308	4R	0			KENTUCKY HSG CORP 4.850% 07/01/22.....				65,000	65,000	65,000	65,000			0	65,000			0	0	3,357	01/01/2014.
3199999.					Total - Bonds - U.S. Special Revenue and Special Assessments.....				65,000	65,000	65,000	65,000	0	0	0	65,000	0	0	0	0	3,357	XXX.....
8399997.					Total - Bonds - Part 4.....				36,459,930	34,425,000	36,968,662	34,983,786	0	(40,554)	0	34,943,230	0	1,516,698	1,516,698	763,200	XXX.....	
8399998.					Total - Bonds - Summary Item from Part 5.....				3,979,631	3,780,000	3,719,756		10,016		10,016	3,729,772		249,859	249,859	68,821	XXX.....	
8399999.					Total - Bonds.....				40,439,561	38,205,000	40,688,418	34,983,786	0	(30,538)	0	38,673,002	0	1,766,557	1,766,557	832,021	XXX.....	
9999999.					Total - Bonds, Preferred and Common Stocks.....				40,439,561	XXX.....	40,688,418	34,983,786	0	(30,538)	0	38,673,002	0	1,766,557	1,766,557	832,021	XXX.....	

SCHEDULE D - PART 5

Showing all Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21
											12	13	14	15	16					
CUSIP Identification	Description	F o r e i g n	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stock)	Actual Cost	Consideration	Book/ Adjusted Carrying Value at Disposal	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (12+13-14)	Total Foreign Exchange Change in B./A.C.V.	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends
Bonds - U.S. Government																				
912828 PS 3	US TREASURY NOTE 2.000% 01/31/16.....	...	02/15/2011	Goldman Sachs.....	12/28/2011	Goldman Sachs.....	3,780,000	3,719,756	3,979,631	3,729,772	.....	.....10,016	.....	.....10,016	.....	.....	.....249,859	249,859	68,821	3,341
05999999	Total - Bonds - U.S. Government.....						3,780,000	3,719,756	3,979,631	3,729,772	0	10,016	0	10,016	0	0	249,859	249,859	68,821	3,341
83999998	Total - Bonds.....						3,780,000	3,719,756	3,979,631	3,729,772	0	10,016	0	10,016	0	0	249,859	249,859	68,821	3,341
99999999	Total - Bonds, Preferred and Common Stocks.....							3,719,756	3,979,631	3,729,772	0	10,016	0	10,016	0	0	249,859	249,859	68,821	3,341

Sch. D-Pt. 6-Sn. 1
NONE

Sch. D-Pt. 6-Sn. 2
NONE

Sch. DA-Pt. 1
NONE

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

Sch. DB-Pt. A-Sn. 2
NONE

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

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

Sch. DB-Pt. B-Sn. 2
NONE

Sch. DB-Pt. B-Sn 2B-Broker List
NONE

Sch. DB-Pt. D
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

1	2	3	4	5	6	7
Depository	Code	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
Open Depositories						
CITIBANK..... NEW YORK, NY.....	.....	.....	.....	.....	.....	XXX
0199999. Total - Open Depositories.....	.XXX...	...XXX.....	0	0	0	XXX..
0399999. Total Cash on Deposit.....	.XXX...	...XXX.....	0	0	0	XXX..
0599999. Total Cash.....	.XXX...	...XXX.....	0	0	0	XXX..

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January.....	.....	4. April.....	.....	7. July.....	.....	10. October.....	.....
2. February.....	.....	5. May.....	.....	8. August.....	.....	11. November.....	.....
3. March.....	.....	6. June.....	.....	9. September.....	.....	12. December.....	.....

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned December 31 of Current Year

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

NONE

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

States, Etc.	1	2	Deposits for the Benefit of All Policyholders		All Other Special Deposits	
	Type of Deposit	Purpose of Deposit	3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
1. Alabama.....AL						
2. Alaska.....AK						
3. Arizona.....AZ						
4. Arkansas.....AR						
5. California.....CA						
6. Colorado.....CO						
7. Connecticut.....CT						
8. Delaware.....DE						
9. District of Columbia.....DC						
10. Florida.....FL	B....	Collateral for Insurance Underwriting.....	331,446	346,531	.....	.....
11. Georgia.....GA	B....	Collateral for Insurance Underwriting.....	.....	.....	.....45,892	47,981
12. Hawaii.....HI						
13. Idaho.....ID						
14. Illinois.....IL						
15. Indiana.....IN						
16. Iowa.....IA						
17. Kansas.....KS						
18. Kentucky.....KY						
19. Louisiana.....LA						
20. Maine.....ME						
21. Maryland.....MD						
22. Massachusetts.....MA						
23. Michigan.....MI						
24. Minnesota.....MN						
25. Mississippi.....MS						
26. Missouri.....MO						
27. Montana.....MT						
28. Nebraska.....NE						
29. Nevada.....NV						
30. New Hampshire.....NH						
31. New Jersey.....NJ						
32. New Mexico.....NM						
33. New York.....NY						
34. North Carolina.....NC						
35. North Dakota.....ND						
36. Ohio.....OH	B....	Collateral for Insurance Underwriting.....	203,966	213,250	.....	.....
37. Oklahoma.....OK						
38. Oregon.....OR						
39. Pennsylvania.....PA						
40. Rhode Island.....RI						
41. South Carolina.....SC						
42. South Dakota.....SD						
43. Tennessee.....TN						
44. Texas.....TX						
45. Utah.....UT						
46. Vermont.....VT						
47. Virginia.....VA						
48. Washington.....WA						
49. West Virginia.....WV						
50. Wisconsin.....WI						
51. Wyoming.....WY						
52. American Samoa.....AS						
53. Guam.....GU						
54. Puerto Rico.....PR						
55. US Virgin Islands.....VI						
56. Northern Mariana Islands.....MP						
57. Canada.....CN						
58. Aggregate Alien and Other.....OT	...XXX..	XXX.....	0	0	0	0
59. Total.....	...XXX..	XXX.....	535,412	559,781	45,892	47,981

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

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