11770201220100103

QUARTERLY STATEMENT

As of September 30, 2012

of the Condition and Affairs of the

UNITED FINANCIAL CASUALTY COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period) NAIC Company Code..... 11770 Employer's ID Number..... 36-3298008

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

Incorporated/Organized..... June 13, 1984 Commenced Business..... August 10, 1984

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
MICHAEL WILLIAM BISSLER	PRESIDENT	PATRICIA MITCHELL CORWIN	SECRETARY
KEVIN PATRICK MAHER	TREASURER		

OTHER

PATRICIA ONODY BEMER	(VICE PRESIDENT)	WILLIAM RAYMOND KAMPF	(VICE PRESIDENT)
SANDRA LEE RIHVALSKY	(VICE PRESIDENT)	MARGARET ANN ROSE	(ASST. SECRETARY)

DIRECTORS OR TRUSTEES

PATRICIA ONODY BEMER	MICHAEL WILLIAM BISSLER	JEANETTE LOUISE HISEK	WILLIAM RAYMOND KAMPF
KEVIN PATRICK MAHER			

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)
MICHAEL WILLIAM BISSLER	MARGARET ANN ROSE	KEVIN PATRICK MAHER
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	ASSISTANT SECRETARY	TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This 8TH day of NOVEMBER, 2012

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	1,021,062,694		1,021,062,694	1,044,202,664
2. Stocks:				
2.1 Preferred stocks	71,231,300		71,231,300	64,730,356
2.2 Common stocks	171,048,578		171,048,578	198,838,496
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 $..........0 encumbrances)			0	
5. Cash ($..........0), cash equivalents ($.....50,999,077) and short-term investments ($.....597,530)	51,596,607		51,596,607	17,079,041
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities	700,456		700,456	404,347
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)	1,315,639,635	0	1,315,639,635	1,325,254,904
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	7,833,323		7,833,323	10,248,845
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	43,110,395	1,771,726	41,338,669	29,057,003
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	316,010,422		316,010,422	196,426,422
15.3 Accrued retrospective premiums	3,387		3,387	1,006
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	39,250,026		39,250,026	43,415,184
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets ($..........0)			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	59,452,975		59,452,975	25,556,391
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	1,316,857	808,919	507,938	460,188
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	1,782,617,020	2,580,645	1,780,036,375	1,630,419,943
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	1,782,617,020	2,580,645	1,780,036,375	1,630,419,943

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. STATE UNEARNED SURCHARGE RECOVERABLE	507,938		507,938	460,188
2502. PREPAID EXPENSES	807,919	807,919	0	
2503. MISCELLANEOUS OTHER ASSETS	1,000	1,000	0	
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	1,316,857	808,919	507,938	460,188

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....236,465,983)	603,349,149	561,713,289
2.	Reinsurance payable on paid losses and loss adjustment expenses	101,616,616	98,092,693
3.	Loss adjustment expenses	117,971,465	113,888,353
4.	Commissions payable, contingent commissions and other similar charges	208,219	301,693
5.	Other expenses (excluding taxes, licenses and fees)	119,412	115,577
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	3,434,253	2,837,248
7.1	Current federal and foreign income taxes (including $.....2,001,197 on realized capital gains (losses))	8,256,241	14,114,386
7.2	Net deferred tax liability		
8.	Borrowed money $..........0 and interest thereon $..........0		
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....65,358 and including warranty reserves of $..........0 and accrued accident and health experience rating refunds including $..........0 for medical loss ratio rebate per the Public Health Service Act	504,067,553	421,201,748
10.	Advance premium	5,306,097	3,621,182
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	29,274	1,556
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding	16,987,286	17,591,330
19.	Payable to parent, subsidiaries and affiliates		
20.	Derivatives		
21.	Payable for securities		
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $..........0 and interest thereon $..........0		
25.	Aggregate write-ins for liabilities	6,480,793	6,675,275
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	1,367,826,358	1,240,154,330
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	1,367,826,358	1,240,154,330
29.	Aggregate write-ins for special surplus funds	0	5,224,627
30.	Common capital stock	3,008,000	3,008,000
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	221,373,432	221,373,432
35.	Unassigned funds (surplus)	187,828,585	160,659,554
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)	412,210,017	390,265,613
38.	Totals	1,780,036,375	1,630,419,943

DETAILS OF WRITE-INS

2501.	STATE PLAN LIABILITY	5,684,024	5,734,386
2502.	OTHER LIABILITIES	464,441	440,136
2503.	ESCHEATABLE PROPERTY	331,326	179,662
2598.	Summary of remaining write-ins for Line 25 from overflow page	1,002	321,091
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	6,480,793	6,675,275
2901.	SPECIAL SURPLUS FUNDS PER SSAP 10R		5,224,627
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	5,224,627
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 $.....365,752,337)	325,295,039	320,495,848	425,437,826
1.2 Assumed (written $.....487,891,358)	445,424,596	399,117,647	536,731,575
1.3 Ceded (written $.....94,208)	35,952	1,085	3,192
1.4 Net (written $.....853,549,487)	770,683,683	719,612,410	962,166,209
DEDUCTIONS:			
2. Losses incurred (current accident year $.....466,463,844):			
2.1 Direct	194,070,198	163,301,782	215,487,197
2.2 Assumed	288,439,029	227,709,405	309,961,231
2.3 Ceded	24,707	803	2,379
2.4 Net	482,484,520	391,010,384	525,446,049
3. Loss adjustment expenses incurred	81,293,292	71,591,861	91,113,110
4. Other underwriting expenses incurred	175,753,977	157,339,128	206,181,136
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	739,531,789	619,941,373	822,740,295
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	31,151,894	99,671,037	139,425,914
INVESTMENT INCOME			
9. Net investment income earned	30,585,466	35,046,088	45,880,098
10. Net realized capital gains (losses) less capital gains tax of $.....3,093,250	12,828,714	7,691,700	6,206,643
11. Net investment gain (loss) (Lines 9 + 10)	43,414,180	42,737,788	52,086,741
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....137,479 amount charged off $.....5,192,090)	(5,054,611)	(5,330,212)	(6,963,405)
13. Finance and service charges not included in premiums	3,287,603	3,432,699	4,547,732
14. Aggregate write-ins for miscellaneous income	5,477,236	5,080,913	6,777,280
15. Total other income (Lines 12 through 14)	3,710,228	3,183,400	4,361,607
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	78,276,302	145,592,225	195,874,262
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)	78,276,302	145,592,225	195,874,262
19. Federal and foreign income taxes incurred	27,633,470	46,635,459	61,708,836
20. Net income (Line 18 minus Line 19) (to Line 22)	50,642,832	98,956,766	134,165,426
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	390,265,613	406,286,846	406,286,846
22. Net income (from Line 20)	50,642,832	98,956,766	134,165,426
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....9,057,339	16,820,771	(19,303,361)	(4,011,648)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	4,892,181	447,827	(2,021,773)
27. Change in nonadmitted assets	(411,380)	(9,437,519)	314,286
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders	(50,000,000)	(100,000,000)	(145,000,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	2,516,488	532,476
38. Change in surplus as regards policyholders (Lines 22 through 37)	21,944,404	(26,819,799)	(16,021,233)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	412,210,017	379,467,047	390,265,613

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. FINANCE & SERVICE CHARGE REVENUE ASSUMED	5,457,937	5,012,096	6,709,124
1402. MISCELLANEOUS OTHER INCOME	25,387	48,567	49,741
1403. INTEREST INCOME ON INTERCOMPANY BALANCES	23,024	20,250	21,718
1498. Summary of remaining write-ins for Line 14 from overflow page	(29,112)	0	(3,303)
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	5,477,236	5,080,913	6,777,280
3701. REVERSAL OF ADDITIONAL ADMITTED DEFERRED TAX ASSET PER SSAP 10R	(5,224,627)	2,516,488	532,476
3702. ADOPTION OF SSAP 101	5,224,627		
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	2,516,488	532,476

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	723,090,047	722,983,400	962,929,798
2. Net investment income	56,377,625	59,583,060	77,673,448
3. Miscellaneous income	4,099,398	2,980,826	4,213,788
4. Total (Lines 1 through 3)	783,567,070	785,547,286	1,044,817,034
5. Benefit and loss related payments	437,324,737	426,050,301	571,087,928
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	252,456,791	231,476,377	305,775,818
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of $.....133,062 tax on capital gains (losses)	36,584,865	54,495,653	68,053,770
10. Total (Lines 5 through 9)	726,366,393	712,022,331	944,917,516
11. Net cash from operations (Line 4 minus Line 10)	57,200,677	73,524,955	99,899,518
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	402,992,361	656,649,910	783,874,525
12.2 Stocks	56,323,370	9,302,190	15,839,960
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		121	
12.8 Total investment proceeds (Lines 12.1 to 12.7)	459,315,731	665,952,221	799,714,485
13. Cost of investments acquired (long-term only):			
13.1 Bonds	394,237,048	542,324,275	671,804,683
13.2 Stocks	2,226,305	95,901,297	103,654,110
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications	296,109		404,347
13.7 Total investments acquired (Lines 13.1 to 13.6)	396,759,462	638,225,572	775,863,140
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)	62,556,269	27,726,649	23,851,345
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	50,000,000	100,000,000	145,000,000
16.6 Other cash provided (applied)	(35,239,380)	(15,010,705)	10,119,689
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(85,239,380)	(115,010,705)	(134,880,311)
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)	34,517,566	(13,759,101)	(11,129,448)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	17,079,041	28,208,489	28,208,489
19.2 End of period (Line 18 plus Line 19.1)	51,596,607	14,449,388	17,079,041

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying statutory-basis financial statements of United Financial Casualty Company (the "Company") were prepared on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance ("DOI").

The Ohio DOI requires insurance companies domiciled in the state of Ohio to prepare their statutory-basis financial statements in accordance with the National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* subject to any deviations prescribed or permitted by the Ohio DOI. No deviations from NAIC statutory accounting policies ("NAIC SAP") were used in preparing these statutory-basis financial statements.

2. Accounting Changes and Corrections of Errors

No significant change

3. Business Combinations and Goodwill

No significant change

4. Discontinued Operations

No significant change

5. Investments

D. Loan-Backed Securities

Under SSAP 43R, the Company analyzes its structured debt securities to determine if the Company intends to sell, or if it is more likely than not that the Company will be required to sell, the security prior to recovery and, if so, the Company writes down the security to its current fair market value with the entire amount of the write-down recorded as a realized loss. To the extent that it is more likely than not that the Company will hold the debt security until recovery (which could be maturity), the Company determines if any of the decline in value is due to a credit loss (i.e., where the present value of cash flows expected to be collected is lower than the amortized cost basis of the security) and, if so, the Company recognizes that portion of the impairment as a realized loss.

The sources used to determine prepayment assumptions are derived from updated cash flows from widely utilized reputable industry sources. The Company's portfolio managers review the available cash flow data and prepayment assumptions and make adjustments based on current performance indicators on the underlying assets (e.g., delinquency rates, foreclosure rates, and default rates), credit support (via current levels of subordination), and historical credit ratings.

As of September 30, 2012, the Company did not intend to sell the loan-backed or structured debt securities on which a credit loss was recognized, and determined that it is more likely than not that the Company will not be required to sell the securities prior to the recovery (which could be maturity) of their respective cost basis.

The following table shows, as of September 30, 2012, the Company's other-than-temporary impairment for loan-backed and structured debt securities since the adoption of SSAP No. 43R.

CUSIP	Amortized cost before current period other-than-temporary impairment	Projected Cash Flows	Recognized other-than-temporary Impairment	Amortized Cost after other-than-temporary Impairment	Fair Value at time of other-than-temporary impairment	Financial Statement date when other-than-temporary impairment was reported
68389FKP8	$ 8,184,699	$ 8,037,244	$ 147,455	$ 8,037,244	$ 5,975,010	2009 - Q4
855541AB4	3,930,524	3,603,865	326,659	3,603,865	3,458,325	2010 - Q2
1266732M3	1,661,109	980,639	680,470	980,639	980,639	2010 - Q3
144531BE9	6,132,532	5,903,890	228,642	5,903,890	3,946,657	2011 - Q1
855541AB4	3,247,770	3,108,268	139,502	3,108,268	3,108,268	2011 - Q1
07387AGH2	1,939,622	1,865,096	74,526	1,865,096	1,819,457	2011 - Q2
94980QAA7	8,309,807	7,899,409	410,398	7,899,409	7,816,785	2011 - Q2
07387AGH2	1,861,317	1,751,766	109,551	1,751,766	1,605,437	2011 - Q4
1266732M3	1,277,883	571,231	706,652	571,231	571,231	2012 - Q3
Total	XXX	XXX	$ 2,823,855	XXX	XXX	XXX

As of September 30, 2012, the Company had $3,140,748 of gross unrealized losses in the Company's loan-backed and structured debt securities. The Company currently does not intend to sell the loan-backed and structured debt securities and determined that it is more likely than not that the Company will not be required to sell these securities for the period of time necessary to recover their cost basis. If the Company's strategy was to change and these securities were determined to be other-than-temporarily impaired, the Company would recognize a write-down in accordance with the Company's stated policy.

The following table shows, as of September 30, 2012, the composition of fair market value and gross unrealized losses on loan-backed and structured debt securities by the length of time that individual securities have been in a continuous unrealized loss position:

Fair Market Value	Unrealized Loss	Losses less than 12 Months	Losses greater than 12 months	Fair Market Value of losses less than 12 months	Fair Market Value of losses greater than 12 months
$ 36,396,801	$ 3,140,748	$ --	$ 3,140,748	$ --	$ 36,396,801

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change

7. Investment Income

No significant change

8. Derivative Instruments

No significant change

NOTES TO FINANCIAL STATEMENTS

9. Income Taxes

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

1. The components of the DTA in accordance with SSAP 101 - Income Taxes, are as follows:

	September 30, 2012			December 31, 2011			Change		
Description	(1) Ordinary Income	(2) Capital gain (loss)	(3) (Col 1+2) Total	(4) Ordinary Income	(5) Capital gain (loss)	(6) (Col 4+5) Total	(7) (Col 1-4) Ordinary Income	(8) (Col 2-5) Capital gain (loss)	(9) (Col 7+8) Total
(a) Gross deferred tax assets	$ 53,485,041	$ 23,167,652	$ 76,652,693	$ 46,552,556	$ 33,757,582	$ 80,310,138	$ 6,932,485	$ (10,589,930)	$ (3,657,445)
(b) Statutory valuation allowance adjustment	-	-	-	-	-	-	-	-	-
(c) Adjusted gross deferred tax assets (1a-1b)	$ 53,485,041	$ 23,167,652	$ 76,652,693	$ 46,552,556	$ 33,757,582	$ 80,310,138	$ 6,932,485	$ (10,589,930)	$ (3,657,445)
(d) Deferred tax assets nonadmitted	-	-	-	-	-	-	-	-	-
(e) Subtotal (net deferred tax assets) (1c-1d)	$ 53,485,041	$ 23,167,652	$ 76,652,693	$ 46,552,556	$ 33,757,582	$ 80,310,138	$ 6,932,485	$ (10,589,930)	$ (3,657,445)
(f) Deferred tax liabilites	590,924	36,811,743	37,402,667	714,348	36,180,606	36,894,954	(123,424)	631,137	507,713
(g) Net admitted deferred tax assets (1e-1f)	$ 52,894,117	$ (13,644,091)	$ 39,250,026	$ 45,838,208	$ (2,423,024)	$ 43,415,184	$ 7,055,909	$ (11,221,067)	$ (4,165,158)

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

Description	(1) September 30, 2012	(2) December 31, 2011	(3) (Col 1-2) Change
(a) Federal income tax expense (benefit)	$ 27,627,354	$ 61,546,823	$ (33,919,469)
(b) Foreign income tax expense (benefit)	-	-	-
(c) Prior year underaccrual (overaccrual)	6,116	162,013	(155,897)
(d) Subtotal	$ 27,633,470	$ 61,708,836	$ (34,075,366)
(e) Federal income tax (benefit) on net realized capital gains (losses)	3,093,250	1,792,554	1,300,696
(f) Utilization of capital loss carry-forwards	-	-	-
(g) Prior year underaccrual (overaccrual)	-	322,096	(322,096)
(h) Subtotal	$ 3,093,250	$ 2,114,650	$ 978,600
(i) Federal and Foreign income taxes incurred	$ 30,726,720	$ 63,823,486	$ (33,096,766)

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

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

Description	Tax Effect Amount	Effective Tax Rate
Provision computed at statutory rate	$ 28,479,344	35%
Exempt interest income	(834,699)	-1%
Dividends received deduction	(1,163,833)	-1%
Prior year underaccrual (overaccrual)	(1,660)	0%
Impact of nonadmitted assets	(143,985)	0%
Other	(500,628)	-1%
Total	$ 25,834,539	32%
Federal and foreign income taxes incurred	$ 30,726,720	
Change in net deferred income tax	(4,892,181)	
Total statutory income taxes	$ 25,834,539	

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

See Note 13

11. Debt

No significant change

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

No significant change

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

C,D,E,F.Dividends

On September 24, 2012, the Company paid a $50,000,000 ordinary cash dividend to Progressive Commercial Holdings, Inc., a holding company incorporated in Delaware.

14. Contingencies

D. Claims Related to Extra Contractual Obligations and Bad Faith Losses Stemming from Lawsuits

The Company paid the following amount during the reporting period to settle claims related to extra contractual obligations ("ECO") or bad faith claims stemming from lawsuits.

	Direct
Claims related to ECO and bad faith losses paid	$ 50,000

The table below indicates the number of claims where amounts were paid to settle claims related to ECO or bad faith claims resulting from lawsuits during the reporting period. The claim count information disclosed is per claimant.

0-25 Claims	**26-50 Claims**	**51-100 Claims**	**101-500 Claims**	**Over 500 Claims**
X				

E. All Other Contingencies

The Company is named as defendant in various lawsuits arising out of its insurance operations. All legal actions relating to claims made under insurance policies are considered by the Company in establishing its loss and LAE reserves. The Company also has potential exposure relating to lawsuits due to its participation in management agreements for which it is allocated litigation expenses.

The following is a discussion of potentially significant pending cases at September 30, 2012. The Company does not consider a loss from these cases to be probable and is unable to estimate a range of loss, if any, at this time.

As of September 30, 2012, the Company was defending a putative statewide class action lawsuit alleging that the Company improperly steers automobile repair work to certain auto body repair shops and challenging the labor rates the Company pays to auto body repair shops.

As of September 30, 2012, there was a putative class action lawsuit challenging the manner in which the Company charges premium and assesses total loss for commercial vehicle stated amount policies.

As of September 30, 2012, there was a putative class action lawsuit challenging the manner in which the Company reimburses insureds for collision coverage previously paid by an at-fault party.

As of September 30, 2012, there was a putative class action lawsuit alleging that the Company failed to reimburse legal fees incurred to recover medical damages for personal injury protection benefits.

15. Leases

No significant change

16. Information about Financial Instruments with Off-Balance Sheet Risk and with Concentrations of Credit Risk

No significant change

17. Sale, Transfer, and Servicing of Financial Assets and Extinguishments of Liabilities

C. Wash Sales

The Company had no wash sales of securities with a NAIC rating of 3 or below during the reporting period.

18. Gain or Loss from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

No significant change

19. Direct Premiums Written / Produced by Managing General Agents / Third Party Administrators

No significant change

20. Fair Value Measurements

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

1. Fair Value Measurements by Levels 1, 2 and 3

The Company categorizes its financial instruments, based on the degree of subjectivity inherent in the method by which they are valued, into a fair value hierarchy of three levels, as follows:

Level 1 - Inputs are unadjusted, quoted prices in active markets for identical instruments at the measurement date (e.g., active exchange-traded equity securities).

Level 2 - Inputs (other than quoted prices included within Level 1) that are observable for the instrument either directly or indirectly. This includes: (i) quoted prices for similar instruments in active markets, (ii) quoted prices for identical or similar instruments in markets that are not active, (iii) inputs other than quoted prices that are observable for the instruments, and (iv) inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs that are unobservable. Unobservable inputs reflect the Company's subjective evaluation about the assumptions market participants would use in pricing the financial instrument.

The Company evaluated whether the market was distressed or inactive in determining the fair value for those securities reported and reviewed certain market level inputs to evaluate whether sufficient activity, volume, and new issuances existed to create an active market. Based on this evaluation, the Company concluded that there was sufficient activity in determining the fair value for those securities reported.

The valuations classified as either Level 1 or Level 2 in the table below are priced exclusively by external sources, including: pricing vendors, dealers/market makers, and exchange-quoted prices. The Company did not have any transfers between Level 1 and Level 2.

Fair Value Measurements at September 30, 2012:

Asset Description	Level 1	Level 2	Level 3	Total
Bonds – Industrial & Miscellaneous	$ --	$ 3,367,484	$ --	$ 3,367,484
Common Stock – Industrial & Miscellaneous	171,048,578	--	--	171,048,578
Preferred Stock – Industrial & Miscellaneous	--	71,231,300	--	71,231,300
Total	$ 171,048,578	$ 74,598,784	$ --	$ 245,647,362

2. Rollforward of Level 3 Items

Not applicable

3. Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3.

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

See Note 20A above.

5. Derivative Fair Values

Not applicable

B. Other Fair Value Disclosures

Not applicable

C. Reasons Not Practical to Estimate Fair Values

Not applicable

21. Other Items

H. Agents' Balances Certification, Florida Statute 625.012 (5):

At September 30, 2012, the Company reported net admitted premiums and agents' balances in course of collection of $41,338,669. Of this amount there were no premiums due from a controlled or controlling person as defined in Florida statute 625.012 (5).

22. Events Subsequent

The Company was not impacted by any subsequent events. Subsequent events have been considered through November 9, 2012 for the statutory statement that was available for issuance by November 15, 2012.

23. Reinsurance

No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

No significant change

25. Changes in Incurred Losses and Loss Adjustment Expenses

Incurred losses and LAE attributable to insured events of prior accident years increased by $17,817,000 in 2012, which is approximately 2.6% of the total prior year net unpaid losses and LAE of $675,601,642. Commercial auto liability reserves comprise approximately 80% of the total reserves. Originally anticipated severity for accident years 2011 and 2010 increased by 1.0% and 1.2%, respectively, for commercial auto liability. Private passenger auto liability originally anticipated severity for accident years 2011 and 2010 increased by 4.4% and 1.2%, respectively.

26. Intercompany Pooling Arrangements

No significant change

27. Structured Settlements

No significant change

28. Health Care Receivables

No significant change

29. Participating Accident and Health Policies

No significant change

30. Premium Deficiency Reserves

No significant change

31. High Deductibles

No significant change

32. Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses

No significant change

NOTES TO FINANCIAL STATEMENTS

33. Asbestos and Environmental Reserves

    No significant change

34. Subscriber Savings Accounts

    No significant change

35. Multiple Peril Crop Insurance

    No significant change

36. Financial Guaranty Insurance

    No significant change

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. 12/31/2007......................

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2007......................

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/7/2009..........................

6.4 By what department or departments?
OHIO

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

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

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

7.2 If yes, give full information:

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

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

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

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the 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 FDIC	6 SEC

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

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

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

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
THE COMPANY'S CODE OF ETHICS POLICIES WERE UPDATED WITH THE FOLLOWING:
- A NEW SECTION ON ETHICAL DECISION-MAKING.
- REVISED PROVISIONS ON 1)REPORTING CONCERNS ABOUT POTENTIAL MISCONDUCT, 2)DIVERSITY AND INCLUSION, 3) SOCIAL RESPONSIBILITY, 4)PERSONAL USE OF COMPANY PROVIDED MOBILE DEVICES 5)ALCOHOLIC BEVERAGES, 6)DISCLOSURE OF MINOR TRAFFIC VIOLATIONS, AND 7)CONFLICT OF INTEREST RULES FOR CLAIMS PERSONNEL.

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).

PART 1 - FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $..................................0

PART 1 - 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 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, 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
CITIBANK, N.A.	338 GREENWICH STREET NEW YORK, NY 10013
STATE STREET	801 PENNSYLVANIA AVE KANSAS CITY, MO 64105

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)
NONE		

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
30107	STATE STREET GLOBAL MARKETS, LLC	225 FRANKLIN ST BOSTON, MA 02110

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 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	
States, Etc.	Active Status	2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama AL	L						
2. Alaska AK	L	5,816,643	5,582,683	2,468,154	2,732,164	3,018,987	2,009,778
3. Arizona AZ	L	13,786,535	12,769,510	7,324,006	6,050,161	9,881,761	12,222,846
4. Arkansas AR	L	16,016,913	13,764,224	7,063,284	6,277,797	12,176,702	10,863,159
5. California CA	L	113,592,739	99,140,252	59,054,997	57,853,545	96,528,155	90,662,351
6. Colorado CO	L	2,880,226	3,416,502	1,914,418	4,015,685	5,075,165	3,436,932
7. Connecticut CT	L						
8. Delaware DE	L	3,962,311	3,244,413	1,860,004	2,183,506	2,771,304	3,082,468
9. District of Columbia DC	L						
10. Florida FL	L						
11. Georgia GA	L			(117)	(200)		
12. Hawaii HI	L						
13. Idaho ID	L	8,111,831	6,171,508	2,581,306	1,966,168	4,582,874	3,199,335
14. Illinois IL	L				(280)	300,000	300,000
15. Indiana IN	L						
16. Iowa IA	L						
17. Kansas KS	L	9,655,785	7,201,533	3,011,882	3,189,072	4,219,015	2,526,758
18. Kentucky KY	L	15,841,445	15,675,737	10,854,037	7,897,757	10,474,719	13,894,889
19. Louisiana LA	L						
20. Maine ME	L	17,932,838	17,501,580	9,455,245	9,558,409	8,604,238	8,744,671
21. Maryland MD	L	4,856,199	5,806,916	2,725,216	4,169,773	3,851,746	5,567,656
22. Massachusetts MA	L	3,736,086	4,135,366	1,837,675	2,533,089	3,687,997	2,945,162
23. Michigan MI	L						
24. Minnesota MN	L	13,283,914	9,652,944	4,751,674	8,053,732	7,357,552	5,274,880
25. Mississippi MS	L						
26. Missouri MO	L	(5,923)	609,217	1,330,922	987,924	1,148,516	2,236,073
27. Montana MT	L	8,324,635	7,531,945	3,117,570	3,287,516	5,386,908	4,016,900
28. Nebraska NE	L						
29. Nevada NV	L	8,420,996	7,945,669	6,193,842	4,563,950	12,226,566	11,927,165
30. New Hampshire NH	L	3,661,264	3,399,115	1,015,065	1,880,791	2,448,245	1,980,312
31. New Jersey NJ	L				(4,214)		
32. New Mexico NM	L	10,421,095	9,073,054	3,368,208	2,473,504	6,219,048	5,366,596
33. New York NY	L	(4,781)	(73,154)	3,529,236	2,079,233	2,919,706	8,179,983
34. North Carolina NC	L	(403)	(184,078)	1,881,153	2,577,069	2,692,961	6,801,856
35. North Dakota ND	L	9,259,108	4,908,390	2,754,047	1,548,293	2,511,002	1,269,295
36. Ohio OH	L	7,227,527	8,435,046	3,627,548	4,935,740	6,128,294	8,447,184
37. Oklahoma OK	L	(580)	(50,059)	2,591,346	4,698,683	4,164,592	11,229,874
38. Oregon OR	L						
39. Pennsylvania PA	L	44,001,821	42,484,150	19,946,204	22,285,708	35,803,443	36,221,163
40. Rhode Island RI	L	5,082,219	4,915,468	2,520,871	2,629,475	5,798,461	5,278,352
41. South Carolina SC	L		(25,923)	1,934,182	3,267,500	3,857,124	8,024,470
42. South Dakota SD	L	3,053,448	2,166,786	1,043,867	627,301	1,910,980	1,332,549
43. Tennessee TN	L		(70)	12,447	(95)	172,794	390,365
44. Texas TX	L						
45. Utah UT	L	7,711,296	6,116,913	4,020,360	3,451,650	9,264,298	5,643,753
46. Vermont VT	L	5,124,716	4,940,306	2,186,245	2,936,188	3,298,295	4,439,661
47. Virginia VA	L	1,178,479	1,437,138	1,824,428	2,548,159	2,176,813	3,360,747
48. Washington WA	L	16,136,378	13,379,724	8,051,216	7,819,480	11,775,066	11,417,370
49. West Virginia WV	L	6,687,577	6,623,366	2,986,206	2,591,336	5,287,276	6,768,204
50. Wisconsin WI	L						
51. Wyoming WY	L						
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) 51	365,752,337	327,696,171	188,836,744	193,665,569	297,720,603	309,062,757

DETAILS OF WRITE-INS

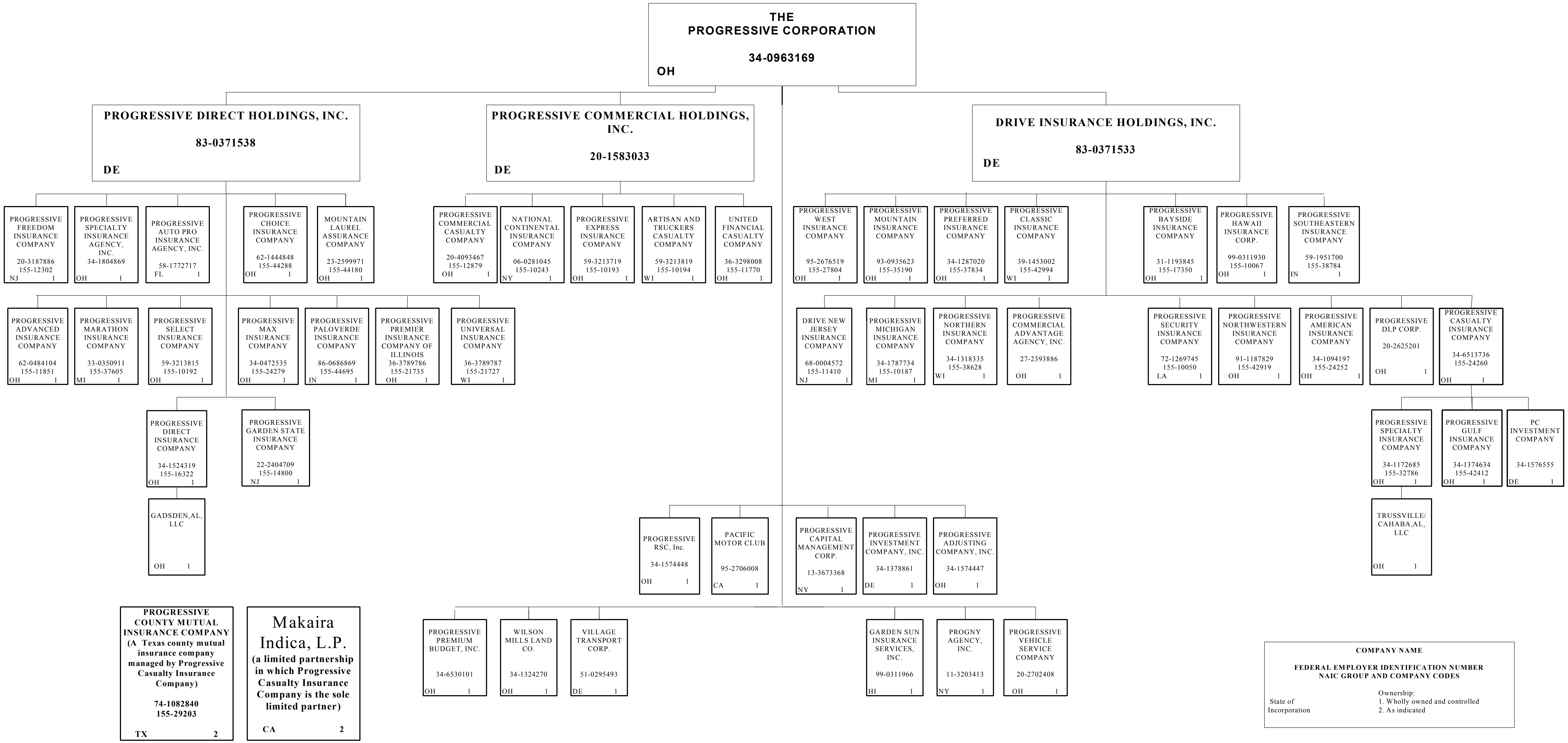
5801.	XXX						
5802.	XXX						
5803.	XXX						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
5899. Totals (Lines 5801 thru 5803 + Line 5898) (Line 58 above)	XXX	0	0	0	0	0	0

(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.

Statement for September 30, 2012 of the **UNITED FINANCIAL CASUALTY COMPANY**

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

PART 1 – ORGANIZATIONAL CHART



AS OF 09/30/12

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
0155	The Progressive Insurance Group	00000	34-0963169		0000080661	New York Stock Exchange	The Progressive Corporation	OH	UIP	Board, Management	Board		The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	83-0371533				Drive Insurance Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11410	68-0004572				Drive New Jersey Insurance Company	NJ	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24252	34-1094197				Progressive American Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	17350	31-1193845				Progressive Bayside Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24260	34-6513736				Progressive Casualty Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1576555				PC Investment Company	DE	NIA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	29203	74-1082840				Progressive County Mutual Insurance Company	TX	IA	Progressive Casualty Insurance Company	Management		The Progressive Corporation.	2, 3
0155	The Progressive Insurance Group	42412	34-1374634				Progressive Gulf Insurance Company	OH	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	32786	34-1172685				Progressive Specialty Insurance Company	OH	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Trussville/Cahaba, AL , LLC	OH	NIA	Progressive Specialty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	42994	39-1453002				Progressive Classic Insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-2625201				Progressive DLP Corp.	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10067	99-0311930				Progressive Hawaii Insurance Corp.	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10187	34-1787734				Progressive Michigan Insurance Company	MI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	35190	93-0935623				Progressive Mountain Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	38628	34-1318335				Progressive Northern insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	42919	91-1187829				Progressive Northwestern Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	37834	34-1287020				Progressive Preferred Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10050	72-1269745				Progressive Security Insurance Company	LA	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	38784	59-1951700				Progressive Southeastern Insurance Company	IN	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	27804	95-2676519				Progressive West Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	27-2393886				Progressive Commercial Advantage Agency, Inc.	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-1583033				Progressive Commercial Holdings, Inc.	DE	UDP	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10194	59-3213819				Artisan and Truckers Casualty Company	WI	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10243	06-0281045				National Continental Insurance Company	NY	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	12879	20-4093467				Progressive Commercial Casualty Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10193	59-3213719				Progressive Express Insurance Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11770	36-3298008				United Financial Casualty Company	OH		Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	83-0371538				Progressive Direct Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44180	23-2599971				Mountain Laurel Assurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11851	62-0484104				Progressive Advanced Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	58-1772717				Progressive Auto Pro Insurance Agency, Inc.	FL	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44288	62-1444848				Progressive Choice Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	16322	34-1524319				Progressive Direct Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Gadsden, AL, LLC	OH	NIA	Progressive Direct Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0155	The Progressive Insurance Group	12302	20-3187886				Progressive Freedom Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	14800	22-2404709				Progressive Garden State Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	37605	33-0350911				Progressive Marathon Insurance Company	MI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24279	34-0472535				Progressive Max Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44695	86-0686869				Progressive Paloverde Insurance Company	IN	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	21735	36-3789786				Progressive Premier Insurance Company of Illinois	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10192	59-3213815				Progressive Select Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1804869				Progressive Specialty Insurance Agency, Inc.	OH	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	21727	36-3789787				Progressive Universal Insurance Company	WI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	99-0311966				Garden Sun Insurance Services, llc.	HI	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	95-2706008				Pacific Motor Club	CA	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	11-3203413				PROGNY Agency, Inc.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1574447				Progressive Adjusting Company, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	13-3673368				Progressive Capital Management Corp.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1378861				Progressive Investment Company, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-6530101				Progressive Premium Budget, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1574448				Progressive RSC, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-2702408				Progressive Vehicle Service Company	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	51-0295493				Village Transport Corp.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1324270				Wilson Mills Land Co.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Makaira Indica, LP	CA	NIA	Progressive Casualty Insurance Company	Other		The Progressive Corporation.	1, 3, 4

Asterisk	Explanation
1	Schedule Y Part 1A is a common schedule for all companies in The Progressive Insurance Group, however column 10 requires specific relationship information relative to the reporting entity.
2	Progressive County Mutual Insurance Company is a Texas county mutual insurance company that is controlled, but not owned by Progressive Casualty Insurance Company.
3	None of the companies in The Progressive Insurance Group are Federally chartered or insured institutions and therefore, do not have Federal RSSD numbers.
4	Makaira Indica, LP is a limited partnership in which Progressive Casualty Insurance Company is the sole limited partner.

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	5,152,379	2,958,171	57.4	36.6
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	1,044,924	(42,659)	(4.1)	55.8
17.2 Other liability-claims made			0.0	
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	12,218,749	5,581,754	45.7	56.6
19.3, 19.4 Commercial auto liability	224,336,341	133,920,486	59.7	47.4
21. Auto physical damage	82,505,949	51,649,835	62.6	60.6
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety	36,721	2,611	7.1	
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	(25)	0	0.0	
35. Totals	325,295,038	194,070,198	59.7	51.0
DETAILS OF WRITE-INS				
3401. GAP ADDENDUM	(25)		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)	(25)	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	2,293,097	6,552,268	4,720,572
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	398,723	1,231,593	1,009,787
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	13,592,705	21,444,921	11,336,360
19.3 19.4 Commercial auto liability	77,038,864	239,719,320	229,001,553
21. Auto physical damage	36,601,360	96,751,760	81,627,902
22. Aircraft (all perils)			
23. Fidelity			
24. Surety		52,500	
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	(25)	(2)
35. Totals	129,924,749	365,752,337	327,696,172
DETAILS OF WRITE-INS			
3401. GAP ADDENDUM		(25)	(2)
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	(25)	(2)

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 2012 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2012 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2012 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. 2009 + Prior	159,198	25,993	185,191	70,043	3,470	73,513	88,976	10,503	15,957	115,436	(180)	3,938	3,758
2. 2010	153,219	25,740	178,960	59,487	4,830	64,317	92,878	12,894	15,582	121,354	(854)	7,566	6,712
3. Subtotals 2010 + Prior	312,418	51,733	364,151	129,530	8,300	137,831	181,854	23,397	31,539	236,790	(1,034)	11,504	10,470
4. 2011	244,988	66,463	311,451	96,725	17,141	113,865	149,685	25,061	30,187	204,933	1,421	5,925	7,347
5. Subtotals 2011 + Prior	557,406	118,196	675,602	226,255	25,441	251,696	331,538	48,458	61,726	441,723	387	17,429	17,817
6. 2012	XXX	XXX	XXX	XXX	266,361	266,361	XXX	212,952	66,644	279,597	XXX	XXX	XXX
7. Totals	557,406	118,196	675,602	226,255	291,802	518,057	331,538	261,411	128,370	721,320	387	17,429	17,817
8. Prior Year-End's Surplus As Regards Policyholders	390,266												

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. 0.1 %	2. 14.7 %	3. 2.6 %

Col. 13, Line 7 Line 8
4. 4.6 %

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:

* 1 1 7 7 0 2 0 1 2 4 9 0 0 0 0 0 3 *

* 1 1 7 7 0 2 0 1 2 4 5 5 0 0 0 0 3 *

* 1 1 7 7 0 2 0 1 2 3 6 5 0 0 0 0 3 *

* 1 1 7 7 0 2 0 1 2 5 0 5 0 0 0 0 3 *

Overflow Page for Write-Ins

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31, Prior Year
2504. PREMIUM REFUND LIABILITY	1,002	321,091
2597. Summary of remaining write-ins for Line 25	1,002	321,091

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. INTEREST EXPENSE ON PREMIUM REFUNDS	(29,112)		(3,303)
1497. Summary of remaining write-ins for Line 14	(29,112)	0	(3,303)

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	1,307,771,516	1,360,701,317
2. Cost of bonds and stocks acquired	396,463,351	775,458,793
3. Accrual of discount	1,284,495	4,050,094
4. Unrealized valuation increase (decrease)	25,878,110	(6,171,768)
5. Total gain (loss) on disposals	18,728,553	9,362,353
6. Deduct consideration for bonds and stocks disposed of	459,315,732	799,714,485
7. Deduct amortization of premium	24,661,132	34,873,729
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	2,806,589	1,041,059
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	1,263,342,572	1,307,771,516
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,263,342,572	1,307,771,516

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)	839,216,265	129,143,765	121,467,910	(7,282,059)	833,671,718	839,216,265	839,610,061	793,873,254
2. Class 2 (a)	265,838,179	5,986,020	40,451,969	(475,027)	221,634,002	265,838,179	230,897,203	249,247,884
3. Class 3 (a)	4,125,444		2,168,990	(5,201)	17,896,331	4,125,444	1,951,253	17,940,992
4. Class 4 (a)	203,449		2,654	(11)	212,676	203,449	200,784	219,576
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	1,109,383,337	135,129,785	164,091,523	(7,762,298)	1,073,414,727	1,109,383,337	1,072,659,301	1,061,281,706
PREFERRED STOCK								
8. Class 1								
9. Class 2	52,225,500			2,446,875	63,239,775	52,225,500	54,672,375	56,570,356
10. Class 3	16,998,300		1,990,000	1,550,625	8,520,000	16,998,300	16,558,925	8,160,000
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	69,223,800	0	1,990,000	3,997,500	71,759,775	69,223,800	71,231,300	64,730,356
15. Total Bonds and Preferred Stock	1,178,607,137	135,129,785	166,081,523	(3,764,798)	1,145,174,502	1,178,607,137	1,143,890,601	1,126,012,062

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

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999. Totals	597,530	XXX	597,530	59	

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	279,060	25,208,497
2. Cost of short-term investments acquired	4,987,510	75,866,654
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	4,669,040	100,702,433
7. Deduct amortization of premium		93,658
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)	597,530	279,060
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	597,530	279,060

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	16,799,981	2,999,992
2. Cost of cash equivalents acquired	72,994,899	157,793,244
3. Accrual of discount	4,197	6,565
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	38,800,000	143,999,820
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)	50,999,077	16,799,981
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	50,999,077	16,799,981

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. Government									
912828 QX 1	US TREASURY NOTE 1.500% 07/31/16		08/01/2012	Barclays Capital		26,039,063	25,000,000	2,038	1
912828 RH 5	US TREASURY NOTE 1.375% 09/30/18		09/06/2012	CSFBdirect		20,537,500	20,000,000	120,219	1
912828 TG 5	US TREASURY NOTE 0.500% 07/31/17		08/24/2012	Goldman Sachs		14,855,859	15,000,000	5,503	1
0599999.	Total - Bonds - U.S. Government					61,432,422	60,000,000	127,760	XXX
Bonds - Industrial and Miscellaneous									
02666Q L4 3	AMERICAN HONDA FINANCE 1.000% 08/11/15		09/04/2012	Banque National Di Paris		9,979,100	10,000,000		1FE
30249U AA 9	FMC TECHNOLOGIES INC 2.000% 10/01/17		09/18/2012	Wells Fargo Bank		5,986,020	6,000,000		2FE
36192H AG 9	GSMS 2012-ALOH B 4.049% 04/10/34		09/21/2012	CSFBdirect		4,827,656	4,500,000	12,653	1FE
3899999.	Total - Bonds - Industrial & Miscellaneous					20,792,776	20,500,000	12,653	XXX
8399997.	Total - Bonds - Part 3					82,225,198	80,500,000	140,413	XXX
8399999.	Total - Bonds					82,225,198	80,500,000	140,413	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					82,225,198	XXX	140,413	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	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 Stated Contractual Maturity Date	22 NAIC Designation or Market Indicator (a)
Bonds - U.S. Special Revenue and Special Assessment																					
040654 JT 3	ARIZONA ST TRANSN BRD H 5.250% 07/01/12		07/01/2012	Maturity		630,000	630,000	689,642	644,558		(14,558)		(14,558)		630,000			0	33,075	07/01/2012	1FE
3137AA 4X 8	FHMS 2011-K013 X1 IO 0.678% 01/25/21		09/01/2012	Paydown				35,517	33,569		(33,569)		(33,569)					0	4,056	01/25/2021	1
3137AD TK 3	FHMS 2011-K014 X1 IO 1.272% 04/25/21		09/01/2012	Paydown				33,582	31,536		(32,390)		(32,390)					0	3,432	04/25/2021	1
3137AK KD 2	FHMS 2012-K705 X1 IO 1.761% 09/25/18		09/01/2012	Paydown				13,462			(13,462)		(13,462)					0	1,316	09/25/2018	1
3137AL 6W 4	FHMS 2012-K706 X1 IO 1.594% 10/25/18		09/01/2012	Paydown				4,458			(4,458)		(4,458)					0	217	10/25/2018	1
31392C MS 0	FNW 2002-W1 2A 7.014% 02/25/42		09/01/2012	Paydown		2,997	2,997	3,150	3,181		(183)		(183)		2,997			0	143	02/25/2042	1
34073N ZT 0	FLORIDA HSG FIN CORP 5.100% 01/01/36		07/01/2012	Call 100.0000		785,000	785,000	820,380	789,860		(4,860)		(4,860)		785,000			0	40,035	01/01/2013	1FE
49130P JG 0	KENTUCKY HSG CORP 3.415% 07/01/13		07/01/2012	Call 100.0000		220,000	220,000	211,248	218,826		1,174		1,174		220,000			0	7,513	01/01/2013	1FE
60415N QU 9	MINNESOTA ST HSG 5.000% 01/01/33		07/01/2012	Call 100.0000		285,000	285,000	298,364	285,730		(730)		(730)		285,000			0	14,250	01/01/2013	1FE
60415N VV 1	MINNESOTA ST HSG 5.000% 01/01/36		07/01/2012	Call 100.0000		400,000	400,000	421,116	404,205		(4,205)		(4,205)		400,000			0	20,000	01/01/2014	1FE
60636X JQ 7	MISSOURI ST HSG SF 5.550% 09/01/34		09/01/2012	Call 100.0000		195,000	195,000	206,252	196,508		(1,508)		(1,508)		195,000			0	10,823	12/01/2012	1FE
63967C 3T 7	NEBRASKA FIN SF HSG 5.750% 03/01/36		09/01/2012	Call 100.0000		820,000	820,000	868,191	832,341		(12,341)		(12,341)		820,000			0	45,856	03/01/2014	1FE
64469D JD 4	NEW HAMPSHIRE ST HSG 6.750% 07/01/39		07/01/2012	Call 100.0000		15,000	15,000	15,750	15,841		(841)		(841)		15,000			0	1,013	07/01/2039	1FE
647200 FM 1	NEW MEXICO MTG FIN AGY 5.500% 07/01/36		07/01/2012	Call 100.0000		205,000	205,000	219,350	215,895		(10,895)		(10,895)		205,000			0	11,275	07/01/2017	1FE
647200 PY 4	NEW MEXICO MTG FIN AGY 5.750% 07/01/38		07/01/2012	Call 100.0000		435,000	435,000	468,713	450,719		(15,719)		(15,719)		435,000			0	25,013	01/01/2018	1FE
658886 EP 7	NORTH DAKOTA ST HSG 5.750% 07/01/38		07/01/2012	Call 100.0000		190,000	190,000	191,539	191,044		(1,044)		(1,044)		190,000			0	10,925	07/01/2038	1FE
658909 BF 2	NORTH DAKOTA ST HSG FIN 4.500% 07/01/41		07/01/2012	Call 100.0000		155,000	155,000	164,061	162,346		(7,346)		(7,346)		155,000			0	6,975	01/01/2021	1FE
676907 FG 8	OHIO HSG FIN AGY 5.250% 09/01/31		09/01/2012	Call 100.0000		550,000	550,000	576,901	552,991		(2,991)		(2,991)		550,000			0	28,875	12/01/2012	1FE
676907 GU 6	OHIO HSG FIN AGY 5.000% 03/01/35		09/01/2012	Call 100.0000		670,000	670,000	699,594	678,593		(8,593)		(8,593)		670,000			0	33,500	03/01/2015	1FE
68608R 5G 4	OREGON ST HSG & CMNTY 5.125% 01/01/29		07/01/2012	Call 100.0000		130,000	130,000	136,579	130,624		(624)		(624)		130,000			0	6,663	12/01/2012	1FE
68608R 5Y 5	OREGON ST HSG & CMNTY 5.100% 01/01/30		07/01/2012	Call 100.0000		490,000	490,000	513,598	496,331		(6,331)		(6,331)		490,000			0	24,990	07/01/2013	1FE
83755G 3G 0	SOUTH DAKOTA HSG 5.500% 11/01/36		08/15/2012	Call 100.0000		510,000	510,000	540,824	524,258		(14,258)		(14,258)		510,000			0	22,128	05/01/2016	1FE
83755G P6 8	SOUTH DAKOTA HSG 5.250% 05/01/28		08/15/2012	Call 100.0000		720,000	720,000	757,498	722,146		(2,146)		(2,146)		720,000			0	29,820	05/01/2013	1FE
83755G S3 2	SOUTH DAKOTA HSG 5.250% 05/01/27		08/15/2012	Call 100.0000		395,000	395,000	416,310	399,767		(4,767)		(4,767)		395,000			0	16,360	05/01/2013	1FE
83755G W9 4	SOUTH DAKOTA HSG 5.750% 05/01/31		08/15/2012	Call 100.0000		930,000	930,000	981,224	950,686		(20,686)		(20,686)		930,000			0	42,186	11/01/2014	1FE
97689P 2G 2	WISCONSIN HSG & ECON 4.875% 03/01/36		09/01/2012	Call 100.0000		1,010,000	1,010,000	1,052,218	1,018,933		(8,933)		(8,933)		1,010,000			0	49,238	03/01/2014	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					9,742,997	9,742,997	10,339,521	9,950,488	0	(226,264)	0	(226,264)	0	9,742,997	0	0	0	489,677	XXX	XXX
Bonds - Industrial and Miscellaneous																					
0258M0 DE 6	AMERICAN EXPRESS CO 1.750% 06/12/15		07/17/2012	JP Morgan Securities		5,110,900	5,000,000	4,999,000			2		2		4,999,002		111,898	111,898	9,236	06/12/2015	1FE
05533D FT 8	BCAP 2010-RR7 14A1 3.071% 07/26/35		09/01/2012	Paydown		813,091	813,091	816,140	823,557		(10,466)		(10,466)		813,091			0	15,529	07/26/2035	1FM
058498 AN 6	BALL CORP 7.375% 09/01/19		09/25/2012	Various		2,246,563	2,000,000	2,250,000	2,190,000	10,743	(31,753)		(21,010)		2,168,990		77,573	77,573	152,417	09/01/2019	3FE
05947U X7 8	BACM 2005-4 XP IO 0.377% 07/10/45		09/01/2012	Paydown				4,568,728	668,591		(668,591)		(668,591)					0	866,215	07/10/2045	1FE
05955R AA 2	BALL 2009-FDG A 5.204% 01/25/42		09/01/2012	Paydown		125,705	125,705	140,055			(14,350)		(14,350)		125,705			0	2,983	01/25/2042	1FM
073879 ZG 6	BSABS 2005-HE7 M1 0.737% 07/25/35		09/25/2012	Paydown		617,762	617,762	579,152	609,405		8,358		8,358		617,762			0	3,275	07/25/2035	1FM
07387A GH 2	BSARM 2005-12 25A1 3.821% 04/25/51		09/01/2012	Paydown		102,029	77,571	48,214	94,623		7,405		7,405		102,029			0	1,681	04/25/2051	1FM

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
07388L AK 6	BSCMS 2006-PW13 X2 IO 0.436% 09/11/41		09/01/2012	Paydown				444,124	235,426		(235,426)		(235,426)					0	125,409	09/11/2041	1FE
144531 BE 9	CARR 2005-NC1 M4 1.387% 02/25/45		09/25/2012	Paydown		776,843	776,843	358,088	358,088		418,755		418,755		776,843			0	6,635	02/25/2045	1FM
17307G JM 1	CMLTI 2004-OPT1 M5 1.267% 07/25/37		09/25/2012	Paydown		585,904	585,904	419,478	419,478		166,426		166,426		35,663		550,241	550,241	5,451	07/25/2037	1FM
22541N UJ 6	CSFB 2002-CP5 A2 4.940% 12/15/35		09/01/2012	Paydown		6,933,979	6,933,979	6,894,162	6,916,109		17,869		17,869		6,933,979			0	217,914	12/15/2035	1FM
22541Q DJ 8	CSFB 2003-C3 A5 3.936% 05/15/38		09/01/2012	Paydown		258,761	258,761	241,880	254,158		4,602		4,602		258,761			0	6,337	05/15/2038	1FM
22545D AB 3	CSMC 2006-C3 A2 5.805% 06/15/38		08/01/2012	Paydown		390,371	390,371	392,144	389,597		774		774		390,371			0	15,383	06/15/2038	1FM
34528R AF 9	FORDO 2009-A A4 6.070% 05/15/14		09/15/2012	Paydown		3,007,933	3,007,933	3,293,216	3,070,844		(62,912)		(62,912)		3,007,933			0	121,815	05/15/2014	1FE
345397 VP 5	FORD MOTOR CREDIT CO 6.625% 08/15/17		09/21/2012	Citicorp Securities Inc.		5,825,000	5,000,000	5,476,700	5,442,800	4,972	(52,099)		(47,127)		5,395,673		429,327	429,327	368,976	08/15/2017	2FE
350910 AN 5	FTST 2006-4TS A 5.401% 12/13/28		07/23/2012	JP Morgan Securities		11,975,000	10,000,000	11,431,641			(78,784)		(78,784)		11,352,857		622,143	622,143	337,562	12/13/2028	1FM
36161R AD 1	GFCM 2003-1 A4 5.254% 05/12/35		09/01/2012	Paydown		664,861	664,861	708,993			(44,132)		(44,132)		664,861			0	19,865	05/12/2035	1FM
36228C XG 3	GSMS 2006-GG6 XP IO 0.003% 04/10/38		09/01/2012	Paydown				179,466	18,231		(18,231)		(18,231)					0	20,465	04/10/2038	1FE
396789 JS 9	GCCFC 2005-GG3 A3 4.569% 08/10/42		08/01/2012	Paydown		3,660,610	3,660,610	3,517,618	3,603,939		56,672		56,672		3,660,610			0	110,927	08/10/2042	1FM
44921A AC 5	HART 2009-A A3 2.030% 08/15/13		08/15/2012	Paydown		773,023	773,023	773,002	773,020		3		3		773,023			0	9,500	08/15/2013	1FE
46625Y QW 6	JPMCC 2005-CB12 X2 IO 0.326% 09/12/37		07/01/2012	Paydown				4,733,801	736,337		(736,337)		(736,337)					0	987,511	09/12/2037	1FE
46628F AB 7	JPMCC 2006-LDP7 A2 5.857% 04/15/45		07/01/2012	Paydown		458,892	458,892	460,038	457,849		1,042		1,042		458,892			0	15,900	04/15/2045	1FM
46635T AD 4	JPMCC 2011-C3 A2 3.673% 02/15/46		08/27/2012	Merrill Lynch		19,479,375	18,000,000	18,347,945	18,317,771		(52,317)		(52,317)		18,265,454		1,213,921	1,213,921	493,978	02/15/2046	1FM
46637C AA 5	JPMCC 2011-FL1 A 2.121% 11/15/28		09/15/2012	Paydown		33,956	33,956	34,253			(297)		(297)		33,956			0	495	11/15/2028	1FM
46637E AC 7	JPMCC 2011-PLSD A2 3.364% 11/13/44		07/19/2012	Union Bank of Switzerland		5,806,688	5,400,000	5,640,891			(22,458)		(22,458)		5,618,433		188,255	188,255	98,391	11/13/2044	1FM
46637E AJ 2	JPMCC 2011-PLSD B 4.304% 11/13/44		08/03/2012	Merrill Lynch		5,472,656	5,000,000	5,024,990	5,024,848		(3,079)		(3,079)		5,021,769		450,887	450,887	142,879	11/13/2044	1AM
493268 AP 1	KSLT 1999-A A2 0.694% 12/27/29		09/27/2012	Paydown		344,999	344,999	325,719	330,872		14,128		14,128		344,999			0	2,193	12/27/2029	1FE
52108H 5C 4	LBUBS 2005-C3 XCP IO 0.000% 07/15/40		07/11/2012	Paydown				6,330,728	895,777		(895,777)		(895,777)					0	1,036,200	07/15/2040	1FE
576433 UF 1	MARM 2004-13 3A1 2.624% 02/25/35		09/01/2012	Paydown		212,944	212,944	207,312	220,053		(7,109)		(7,109)		212,944			0	3,750	02/25/2035	1FM
587681 AC 1	MBALT 2011-1A A3 1.180% 11/15/13		09/15/2012	Paydown		1,606,828	1,606,828	1,606,718	1,606,773		55		55		1,606,828			0	12,750	11/15/2013	1FE
60687V BB 0	MLCFC 2006-3 XP IO 0.680% 07/12/46		09/01/2012	Paydown				436,310	332,870		(332,870)		(332,870)					0	115,202	07/12/2046	1FE
617059 DL 1	JPMC 1997-C5 F 7.561% 09/01/29		07/01/2012	Paydown		329,849	329,849	342,070	334,157		(4,307)		(4,307)		329,849			0	27,147	09/01/2029	1FM
65535V AA 6	NAA 2001-R1A A1 7.000% 02/01/30		09/01/2012	Paydown		2,654	2,654	2,690	2,655	53	(54)		(1)		2,654			0	124	02/01/2030	4AM
65535V BZ 0	NAA 2003-A3 A1 5.500% 08/25/33		09/01/2012	Paydown		10,226	10,226	10,252	10,400		(174)		(174)		10,226			0	368	08/25/2033	1FM
65536H BC 1	NHELI 2005-HE1 M1 0.657% 09/25/35		09/25/2012	Paydown		211,042	211,042	190,993	207,515		3,527		3,527		211,042			0	1,023	09/25/2035	1FM
68389F KP 8	OOMLT 2006-1 2A3 0.407% 01/25/36		09/25/2012	Paydown		307,894	307,894	260,014	259,599		48,295		48,295		307,894			0	914	01/25/2036	1FM
78446V AA 7	SLMA 2012-A A1 1.621% 08/15/25		09/15/2012	Paydown		310,892	310,892	310,892					0		310,892			0	2,701	08/15/2025	1FE
855541 AB 4	STARM 2007-S1 2A1 2.930% 01/25/37		09/01/2012	Paydown		138,719	138,719	121,830	121,830		16,889		16,889		138,719			0	2,902	01/25/2037	1FM
89233P 6D 3	TOYOTA MOTOR CREDIT 1.750% 05/22/17		09/04/2012	Morgan Stanley		10,288,600	10,000,000	9,963,400			1,948		1,948		9,965,348		323,252	323,252	51,042	05/22/2017	1FE
929766 CU 5	WBCMT 2003-C3 A2 4.867% 02/15/35		09/01/2012	Paydown		7,220,752	7,220,752	6,927,409	7,154,629		66,123		66,123		7,220,752			0	240,121	02/15/2035	1FM
92977Q AF 5	WBCMT 2006-C27 XP IO 0.296% 07/15/45		08/01/2012	Paydown				408,666	175,631		(175,631)		(175,631)					0	86,793	07/15/2045	1FE
94980Q AA 7	WFMBS 2004-W A1 2.610% 11/25/34		09/01/2012	Paydown		272,662	272,662	266,216	266,216		6,445		6,445		272,662			0	4,606	11/25/2034	1FM
94983C AD 9	WFMBS 2005-AR10 2A1 2.616% 06/25/35		09/01/2012	Paydown		444,744	444,744	436,405	439,087		5,657		5,657		444,744			0	7,864	06/25/2035	1FM

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
502441 AA 6	LVMH MOET HENNESSY LOUI 1.625% 06/29/17	F	08/03/2012	CSFBdirect		1,254,213	1,250,000	1,246,413			67		67		1,246,480		7,733	7,733	2,201	06/29/2017	1FE
71645W AT 8	PETROBRAS INTL FIN CO 3.875% 01/27/16	F	07/27/2012	Various		36,345,280	35,000,000	35,070,500	35,065,212		(8,916)		(8,916)		35,056,296		1,288,984	1,288,984	1,341,288	01/27/2016	2FE
3899999.	Total - Bonds - Industrial & Miscellaneous					134,422,200	127,243,467	146,238,256	97,827,947	15,768	(2,611,028)	0	(2,595,260)	0	129,157,986	0	5,264,214	5,264,214	7,095,918	XXX	XXX
8399997.	Total - Bonds - Part 4					144,165,197	136,986,464	156,577,777	107,778,435	15,768	(2,837,292)	0	(2,821,524)	0	138,900,983	0	5,264,214	5,264,214	7,585,595	XXX	XXX
8399999.	Total - Bonds					144,165,197	136,986,464	156,577,777	107,778,435	15,768	(2,837,292)	0	(2,821,524)	0	138,900,983	0	5,264,214	5,264,214	7,585,595	XXX	XXX
Preferred Stocks - Industrial and Miscellaneous																					
05530R AB 4	BBVA INTL PREF UNIPERSO	F	09/14/2012	Morgan Stanley	5,000,000.000	3,825,000		1,990,000	1,990,000				0		1,990,000		1,835,000	1,835,000	272,135	XXX	P3VFE.
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					3,825,000	XXX	1,990,000	1,990,000	0	0	0	0	0	1,990,000	0	1,835,000	1,835,000	272,135	XXX	XXX
8999997.	Total - Preferred Stocks - Part 4					3,825,000	XXX	1,990,000	1,990,000	0	0	0	0	0	1,990,000	0	1,835,000	1,835,000	272,135	XXX	XXX
8999999.	Total - Preferred Stocks					3,825,000	XXX	1,990,000	1,990,000	0	0	0	0	0	1,990,000	0	1,835,000	1,835,000	272,135	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
00130H 10 5	AES CORPORATION		08/27/2012	State Street Bank	107,700.000	1,241,473	XXX	1,350,924	1,275,168	75,756			75,756		1,350,924		(109,451)	(109,451)		XXX	L
00206R 10 2	AT&T INC		08/27/2012	State Street Bank	17,500.000	645,156	XXX	684,751	529,200	155,551			155,551		684,751		(39,594)	(39,594)	23,100	XXX	L
002824 10 0	ABBOTT LABORATORIES		08/27/2012	State Street Bank	43,399.000	2,855,582	XXX	2,396,664	2,440,326	(43,662)			(43,662)		2,396,664		458,917	458,917	65,099	XXX	L
028591 10 5	AMERICAN NATIONAL INSUR		08/28/2012	State Street Bank	1,700.000	118,820	XXX	144,259	124,151	20,108			20,108		144,259		(25,440)	(25,440)	2,618	XXX	L
035710 40 9	ANNALY CAPITAL MGMT INC		08/27/2012	State Street Bank	27,700.000	476,028	XXX	459,154	442,092	17,062			17,062		459,154		16,874	16,874	46,259	XXX	L
037411 10 5	APACHE CORP		08/27/2012	State Street Bank	12,362.000	1,084,928	XXX	1,453,225	1,119,750	333,475			333,475		1,453,225		(368,297)	(368,297)	6,057	XXX	L
037604 10 5	APOLLO GROUP INC CLASS		08/27/2012	State Street Bank	16,400.000	441,647	XXX	729,096	883,468	(154,372)			(154,372)		729,096		(287,449)	(287,449)		XXX	L
053611 10 9	AVERY DENNISON CORP		08/27/2012	State Street Bank	8,000.000	248,659	XXX	260,998	229,440	31,558			31,558		260,998		(12,338)	(12,338)	4,320	XXX	L
062540 10 9	BANK OF HAWAII CORP		08/27/2012	State Street Bank	1,600.000	74,299	XXX	75,476	71,184	4,292			4,292		75,476		(1,177)	(1,177)	1,440	XXX	L
064058 10 0	THE BANK OF NEW YORK ME		08/27/2012	State Street Bank	53,981.000	1,205,919	XXX	1,431,180	1,074,762	356,418			356,418		1,431,180		(225,261)	(225,261)	21,053	XXX	L
112463 10 4	BROOKDALE SENIOR LIVING		08/27/2012	State Street Bank	6,500.000	142,093	XXX	99,837	113,035	(13,198)			(13,198)		99,837		42,255	42,255		XXX	L
12572Q 10 5	CME GROUP INC		08/27/2012	State Street Bank	9,060.000	486,397	XXX	505,266	441,530	63,736			63,736		505,266		(18,869)	(18,869)	13,518	XXX	L
151020 10 4	CELGENE CORP		08/27/2012	State Street Bank	7,400.000	531,281	XXX	393,860	500,240	(106,380)			(106,380)		393,860		137,422	137,422		XXX	L
169656 10 5	CHIPOTLE MEXICAN GRILL		08/27/2012	State Street Bank	900.000	265,593	XXX	230,384	303,966	(73,582)			(73,582)		230,384		35,209	35,209		XXX	L
178566 10 5	CITY NATIONAL CORP		08/28/2012	State Street Bank	5,400.000	274,172	XXX	224,316	238,572	(14,256)			(14,256)		224,316		49,856	49,856	4,050	XXX	L
18451C 10 9	CLEAR CHANNEL OUTDOOR-C		08/28/2012	State Street Bank	29,800.000	149,403	XXX	283,550	373,990	(90,440)			(90,440)		283,550		(134,147)	(134,147)	181,279	XXX	L
20605P 10 1	CONCHO RESOURCES INC		08/27/2012	State Street Bank	15,200.000	1,412,067	XXX	1,562,364	1,425,000	137,364			137,364		1,562,364		(150,297)	(150,297)		XXX	L
25470F 10 4	DISCOVERY COMMUNICATION		08/27/2012	State Street Bank	2,500.000	134,127	XXX	99,407	102,425	(3,019)			(3,019)		99,407		34,721	34,721		XXX	L
26483E 10 0	DUN & BRADSTREET CORP		08/27/2012	State Street Bank	7,100.000	587,653	XXX	552,876	531,293	21,583			21,583		552,876		34,778	34,778	5,396	XXX	L
30161N 10 1	EXELON CORP		08/27/2012	State Street Bank	28,700.000	1,064,947	XXX	1,183,588	1,244,719	(61,131)			(61,131)		1,183,588		(118,641)	(118,641)	45,203	XXX	L
302130 10 9	EXPEDITORS INTL WASH IN		08/27/2012	State Street Bank	24,100.000	895,430	XXX	1,132,522	987,136	145,386			145,386		1,132,522		(237,092)	(237,092)	6,748	XXX	L
369550 10 8	GENERAL DYNAMICS CORP		08/27/2012	State Street Bank	18,000.000	1,185,601	XXX	1,194,462	1,195,380	(918)			(918)		1,194,462		(8,861)	(8,861)	26,820	XXX	L
371901 10 9	GENTEX CORP		08/27/2012	State Street Bank	6,000.000	106,794	XXX	153,689	177,540	(23,851)			(23,851)		153,689		(46,895)	(46,895)	2,280	XXX	L
382388 10 6	GOODRICH CORP		07/27/2012	State Street Bank	6,000.000	765,000	XXX	514,532	742,200	(227,668)			(227,668)		514,532		250,468	250,468	5,220	XXX	L
38259P 50 8	GOOGLE INC-CL A		08/27/2012	State Street Bank	8,400.000	5,621,278	XXX	3,417,708	5,425,560	(2,007,852)			(2,007,852)		3,417,708		2,203,570	2,203,570		XXX	L

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22
										Change in Book/Adjusted Carrying Value											
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
406216 10 1	HALLIBURTON CO		08/27/2012	State Street Bank	6,900.000	238,442	XXX	225,216	238,119	(12,903)			(12,903)		225,216		13,226	13,226	1,242	XXX	L
428236 10 3	HEWLETT-PACKARD CO		08/27/2012	State Street Bank	66,922.000	1,166,197	XXX	1,345,801	1,723,911	1,408,680		1,786,790	(378,110)		1,345,801		(179,605)	(179,605)	24,895	XXX	L
441060 10 0	HOSPIRA INC		08/27/2012	State Street Bank	300.000	10,161	XXX	11,296					0		11,296		(1,135)	(1,135)		XXX	L
448579 10 2	HYATT HOTELS CORP - CL		08/27/2012	State Street Bank	15,400.000	577,938	XXX	591,557	579,656	11,901			11,901		591,557		(13,619)	(13,619)		XXX	L
457187 10 2	INGREDION INC		08/27/2012	State Street Bank	10,100.000	544,019	XXX	520,165	531,159	(10,994)			(10,994)		520,165		23,854	23,854	6,060	XXX	L
458140 10 0	INTEL CORP		08/27/2012	State Street Bank	151,200.000	3,753,592	XXX	2,216,592	3,666,600	(1,450,008)			(1,450,008)		2,216,592		1,537,000	1,537,000	97,524	XXX	L
469814 10 7	JACOBS ENGINEERING GROU		08/27/2012	State Street Bank	10,200.000	409,641	XXX	375,857	413,916	(38,059)			(38,059)		375,857		33,784	33,784		XXX	L
500255 10 4	KOHLS CORP		08/27/2012	State Street Bank	600.000	31,532	XXX	26,070	29,610	(3,540)			(3,540)		26,070		5,462	5,462	384	XXX	L
539830 10 9	LOCKHEED MARTIN CORPORA		08/27/2012	State Street Bank	9,900.000	914,856	XXX	743,682	800,910	(57,228)			(57,228)		743,682		171,174	171,174	19,800	XXX	L
548661 10 7	LOWE'S COMPANIES		08/27/2012	State Street Bank	52.000	1,445	XXX	1,121	1,320	(198)			(198)		1,121		324	324	23	XXX	L
585055 10 6	MEDTRONIC INC		08/27/2012	State Street Bank	24,100.000	976,963	XXX	896,816	921,825	(25,009)			(25,009)		896,816		80,147	80,147	17,955	XXX	L
59156R 10 8	METLIFE INC		08/27/2012	State Street Bank	16,500.000	568,975	XXX	675,901	514,470	161,431			161,431		675,901		(106,926)	(106,926)		XXX	L
620076 30 7	MOTOROLA SOLUTIONS INC		08/27/2012	State Street Bank	6,574.000	313,828	XXX	295,216	304,310	(9,094)			(9,094)		295,216		18,612	18,612	4,339	XXX	L
636180 10 1	NATIONAL FUEL GAS CO		08/27/2012	State Street Bank	8,600.000	433,462	XXX	473,883	477,988	(4,105)			(4,105)		473,883		(40,421)	(40,421)	9,245	XXX	L
674599 10 5	OCCIDENTAL PETROLEUM CO		08/27/2012	State Street Bank	7,600.000	667,884	XXX	354,540	712,120	(357,580)			(357,580)		354,540		313,344	313,344	11,704	XXX	L
675232 10 2	OCEANEERING INTL INC		08/27/2012	State Street Bank	9,100.000	500,034	XXX	361,288	419,783	(58,495)			(58,495)		361,288		138,746	138,746	3,003	XXX	L
693475 10 5	PNC FINANCIAL SERVICES		08/27/2012	State Street Bank	16,500.000	1,029,320	XXX	483,285	951,555	(468,270)			(468,270)		483,285		546,035	546,035	18,975	XXX	L
693656 10 0	PVH CORP		08/27/2012	State Street Bank	13,400.000	1,183,566	XXX	868,714	944,566	(75,852)			(75,852)		868,714		314,852	314,852	1,508	XXX	L
713448 10 8	PEPSICO INC		08/27/2012	State Street Bank	62,280.000	4,567,201	XXX	3,963,499	4,132,278	(168,779)			(168,779)		3,963,499		603,702	603,702	97,624	XXX	L
772739 20 7	ROCK-TENN CO		08/27/2012	State Street Bank	3,900.000	259,392	XXX	250,571	225,030	25,541			25,541		250,571		8,821	8,821	2,340	XXX	L
776696 10 6	ROPER INDUSTRIES INC		08/27/2012	State Street Bank	16,700.000	1,737,050	XXX	1,376,566	1,450,729	(74,163)			(74,163)		1,376,566		360,484	360,484	6,889	XXX	L
786514 20 8	SAFEWAY INC		08/27/2012	State Street Bank	44,000.000	680,163	XXX	994,369	925,760	68,609			68,609		994,369		(314,206)	(314,206)	20,460	XXX	L
835495 10 2	SONOCO PRODUCTS CO		08/28/2012	State Street Bank	35,800.000	1,092,669	XXX	1,250,180	1,179,968	70,212			70,212		1,250,180		(157,511)	(157,511)	31,862	XXX	L
88579Y 10 1	3M CO		08/27/2012	Various	21,700.000	2,010,267	XXX	1,085,506	1,773,541	(688,035)			(688,035)		1,085,506		924,761	924,761	38,409	XXX	L
90384S 30 3	ULTA SALON COSMETICS &		08/27/2012	State Street Bank	2,600.000	243,173	XXX	184,358	168,792	15,566			15,566		184,358		58,814	58,814	2,600	XXX	L
919794 10 7	VALLEY NATIONAL BANCORP		08/27/2012	State Street Bank	363.000	3,500	XXX	3,669	4,276	(608)			(608)		3,669		(169)	(169)	178	XXX	L
92532F 10 0	VERTEX PHARMACEUTICALS		08/27/2012	State Street Bank	3,200.000	172,460	XXX	99,456	106,272	(6,816)			(6,816)		99,456		73,004	73,004		XXX	L
931422 10 9	WALGREEN CO		08/27/2012	State Street Bank	22,100.000	787,801	XXX	581,217	730,626	(149,409)			(149,409)		581,217		206,584	206,584	16,023	XXX	L
941848 10 3	WATERS CORP		08/27/2012	State Street Bank	9,600.000	749,118	XXX	893,983	710,880	183,103			183,103		893,983		(144,864)	(144,864)		XXX	L
962166 10 4	WEYERHAEUSER CO		08/27/2012	State Street Bank	38,300.000	941,297	XXX	944,765	715,061	229,704			229,704		944,765		(3,468)	(3,468)	11,490	XXX	L
968223 20 6	WILEY (JOHN) & SONS -C		08/28/2012	State Street Bank	9,000.000	430,322	XXX	362,991	399,600	(36,609)			(36,609)		362,991		67,332	67,332	5,760	XXX	L
000886 28 3	ROYAL CARIBBEAN CRUISES	F	08/27/2012	State Street Bank	11,000.000	286,787	XXX	141,954	272,470	(130,516)			(130,516)		141,954		144,833	144,833	3,300	XXX	L
002256 90 7	AMDOCS LTD	F	08/27/2012	State Street Bank	3,900.000	126,289	XXX	107,012	111,267	(4,255)			(4,255)		107,012		19,276	19,276		XXX	L
G54050 10 2	LAZARD LTD CL A	F	08/27/2012	State Street Bank	100.000	2,851	XXX	2,692	2,611	81			81		2,692		159	159	56	XXX	L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					49,426,542	XXX	43,243,876	48,133,106	(3,113,737)	0	1,786,790	(4,900,527)	0	43,243,876	0	6,182,667	6,182,667	914,108	XXX	XXX
9799997	Total - Common Stocks - Part 4					49,426,542	XXX	43,243,876	48,133,106	(3,113,737)	0	1,786,790	(4,900,527)	0	43,243,876	0	6,182,667	6,182,667	914,108	XXX	XXX

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
9799999.	Total - Common Stocks					49,426,542	...........XXX.......	43,243,876	48,133,106	..(3,113,737)	0	1,786,790	....(4,900,527)	0	43,243,876	0	..6,182,667	..6,182,667	914,108	......XXX...	..XXX....
9899999.	Total - Preferred and Common Stocks					53,251,542	...........XXX.......	45,233,876	50,123,106	..(3,113,737)	0	1,786,790	....(4,900,527)	0	45,233,876	0	..8,017,667	..8,017,667	..1,186,243	......XXX...	..XXX....
9999999.	Total - Bonds, Preferred and Common Stocks					197,416,739	...........XXX.......	201,811,653	157,901,541	..(3,097,969)	..(2,837,292)	1,786,790	....(7,722,051)	0	184,134,859	0	13,281,881	13,281,881	..8,771,838	......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 B-Sn 1
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								
CITIBANK NEW YORK, NY								XXX
0199999. Total Open Depositories	XXX	XXX	0	0	0	0	0	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	0	0	0	XXX
0599999. Total Cash	XXX	XXX	0	0	0	0	0	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
THE BANK OF NEW YORK MELLON		09/12/2012	0.100	10/05/2012	1,499,983		79
DUPONT EI DE NEMOURS CO		09/07/2012	0.100	10/10/2012	14,999,625		1,000
WAL-MART STORES INC		09/12/2012	0.100	10/09/2012	5,499,878		290
WAL-MART STORES INC		09/27/2012	0.100	10/31/2012	3,999,667		44
BANK OF MONTREAL		09/04/2012	0.110	10/02/2012	24,999,924		2,062
3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					50,999,077	0	3,475
3899999. Total - Industrial and Miscellaneous (Unaffiliated)					50,999,077	0	3,475
Total Bonds							
7799999. Subtotals - Issuer Obligations					50,999,077	0	3,475
8399999. Subtotals - Bonds					50,999,077	0	3,475
8699999. Total - Cash Equivalents					50,999,077	0	3,475