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QUARTERLY STATEMENT

As of September 30, 2012

of the Condition and Affairs of the

American Commerce Insurance Company

NAIC Group Code.....0411, 411 (Current Period) (Prior Period)
NAIC Company Code..... 19941
Employer's ID Number..... 31-4361173

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

Incorporated/Organized..... September 18, 1946
Commenced Business..... March 19, 1947

Statutory Home Office	3590 TWIN CREEKS DRIVE….. COLUMBUS ..... OH ..... 43218-2579 *(Street and Number) (City or Town, State and Zip Code)*	
Main Administrative Office	211 MAIN STREET….. WEBSTER ..... MA ..... 01570 *(Street and Number) (City or Town, State and Zip Code)*	508-943-9000 *(Area Code) (Telephone Number)*
Mail Address	211 MAIN STREET….. WEBSTER ..... MA ..... 01570 *(Street and Number or P. O. Box) (City or Town, State and Zip Code)*	
Primary Location of Books and Records	211 MAIN STREET….. WEBSTER ..... MA ..... 01570 *(Street and Number) (City or Town, State and Zip Code)*	508-943-9000 *(Area Code) (Telephone Number)*
Internet Web Site Address	www.acilink.com	
Statutory Statement Contact	CHRISTINE M GIBSON *(Name)*	508-943-9000-14622 *(Area Code) (Telephone Number) (Extension)*
	chgibson@mapfreusa.com *(E-Mail Address)*	508-949-4246 *(Fax Number)*

OFFICERS

Name	Title	Name	Title
1. JAIME TAMAYO	PRESIDENT & CEO	2. DANIEL PATRICK OLOHAN	SECRETARY, GENERAL COUNSEL, & SVP
3. ROBERT EDWARD MCKENNA	TREASURER, CAO, & SVP	4. RANDALL VAUGHN BECKER	EXECUTIVE VICE PRESIDENT & CFO

OTHER

DIRECTORS OR TRUSTEES

RANDALL VAUGHN BECKER	DENNIS JOHN CROSSLEY	GERALD FELS	FREDERICK LAWRENCE GRUEL
JOHN DAVID PORTER	MARK ALLEN SHAW	MARK HARRY SHAW	JAIME TAMAYO
DAVID HILL COCHRANE	KIRK RICHARD NELSON		

State of........ MASSACHUSETTS
County of..... WORCESTER

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)
JAIME TAMAYO	DANIEL PATRICK OLOHAN	ROBERT EDWARD MCKENNA
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT & CEO	SECRETARY, GENERAL COUNSEL, & SVP	TREASURER, CAO, & SVP
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This ________ day of ________________

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	189,006,410		189,006,410	173,889,211
2. Stocks:				
2.1 Preferred stocks	2,365,860		2,365,860	6,193,655
2.2 Common stocks			0	
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)	1,758,198		1,758,198	1,850,907
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($.....(2,428,097)), cash equivalents ($..........0) and short-term investments ($..........0)	(2,428,097)		(2,428,097)	11,857,266
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	190,702,371	0	190,702,371	193,791,039
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	2,116,323	150,008	1,966,315	1,905,592
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	46,935,065		46,935,065	60,792,773
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)			0	
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	13,261,728		13,261,728	54,874,585
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	653,918
18.2 Net deferred tax asset	7,224,447	976,993	6,247,454	5,595,120
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	1,419,304		1,419,304	1,658,970
21. Furniture and equipment, including health care delivery assets ($..........0)	1,133,258	1,133,258	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates			0	
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	58,382,026	2,176,199	56,205,827	47,219,548
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	321,174,522	4,436,458	316,738,064	366,491,545
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	321,174,522	4,436,458	316,738,064	366,491,545

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. PRE PAID EXPENSES	673,066	673,066	0	
2502. EQUITY IN POOLS AND ASSOCIATIONS	56,204,430		56,204,430	45,811,462
2503. ARIZONA RENEWAL BUSINESS	1,503,133	1,503,133	0	
2598. Summary of remaining write-ins for Line 25 from overflow page	1,397	0	1,397	1,408,086
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	58,382,026	2,176,199	56,205,827	47,219,548

Statement for September 30, 2012 of the **American Commerce Insurance Company**

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....25,445,000)	50,757,724	46,892,915
2.	Reinsurance payable on paid losses and loss adjustment expenses	8,955,305	31,389,926
3.	Loss adjustment expenses	13,916,705	12,596,450
4.	Commissions payable, contingent commissions and other similar charges	4,247,321	4,186,196
5.	Other expenses (excluding taxes, licenses and fees)	3,427,246	2,944,225
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	428,910	530,047
7.1	Current federal and foreign income taxes (including $.....576,689 on realized capital gains (losses))	904,110	
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 $.....153,643,725 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	82,685,036	74,468,342
10.	Advance premium	3,932,401	3,410,625
11.	Dividends declared and unpaid:		
	11.1 Stockholders		13,616,103
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	15,449,958	43,691,629
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		
19.	Payable to parent, subsidiaries and affiliates	2,016,331	3,505,936
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	410,524	490,894
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	187,131,571	237,723,288
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	187,131,571	237,723,288
29.	Aggregate write-ins for special surplus funds	0	702,358
30.	Common capital stock	3,226,140	3,226,140
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	26,188,147	26,188,147
35.	Unassigned funds (surplus)	100,192,206	98,651,612
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)	129,606,493	128,768,257
38.	Totals	316,738,064	366,491,545

DETAILS OF WRITE-INS

2501.	UNCLAIMED PROPERTY	357,018	490,894
2502.	MISC LIABILITIES	53,506	
2503.			
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	410,524	490,894
2901.	ADDITIONAL ADMITTED DEFERRED TAX ASSETS UNDER SSAP10R, par.10e		702,358
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	702,358
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 $.....199,415,454)	194,932,672	199,495,638	266,015,869
1.2 Assumed (written $.....122,405,377)	123,566,302	110,073,835	147,461,016
1.3 Ceded (written $.....199,415,454)	194,932,672	199,495,638	266,015,869
1.4 Net (written $.....122,405,377)	123,566,302	110,073,835	147,461,016
DEDUCTIONS:			
2. Losses incurred (current accident year $.....71,453,000):			
2.1 Direct	118,219,377	142,363,915	187,709,222
2.2 Assumed	74,390,853	76,307,846	101,734,109
2.3 Ceded	118,219,377	142,363,915	187,709,222
2.4 Net	74,390,853	76,307,846	101,734,109
3. Loss adjustment expenses incurred	14,373,847	13,875,989	17,971,149
4. Other underwriting expenses incurred	33,552,615	30,753,113	40,327,405
5. Aggregate write-ins for underwriting deductions	(4,550)	(11,892)	(154,170)
6. Total underwriting deductions (Lines 2 through 5)	122,312,765	120,925,056	159,878,493
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	1,253,537	(10,851,221)	(12,417,477)
INVESTMENT INCOME			
9. Net investment income earned	5,909,704	7,178,664	9,859,836
10. Net realized capital gains (losses) less capital gains tax of $.....(617,808)	495,234	2,949,840	3,678,828
11. Net investment gain (loss) (Lines 9 + 10)	6,404,938	10,128,504	13,538,664
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $..........0)	0		
13. Finance and service charges not included in premiums	1,173,622	1,365,965	1,793,133
14. Aggregate write-ins for miscellaneous income	47,923	43,514	48,230
15. Total other income (Lines 12 through 14)	1,221,545	1,409,479	1,841,363
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	8,880,020	686,762	2,962,550
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)	8,880,020	686,762	2,962,550
19. Federal and foreign income taxes incurred	2,118,957	(15,621)	(756,476)
20. Net income (Line 18 minus Line 19) (to Line 22)	6,761,063	702,383	3,719,026
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	128,768,257	136,161,032	136,161,032
22. Net income (from Line 20)	6,761,063	702,383	3,719,026
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....168,678	313,255	148,244	273,012
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(239,639)	(2,077,381)	(3,132,791)
27. Change in nonadmitted assets	665,074	3,437,141	3,801,733
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			(13,616,103)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	(6,661,517)	459,018	1,562,348
38. Change in surplus as regards policyholders (Lines 22 through 37)	838,236	2,669,405	(7,392,775)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	129,606,493	138,830,437	128,768,257

DETAILS OF WRITE-INS

0501. LAD PROGRAM INCOME	(4,550)	(11,892)	(154,170)
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)	(4,550)	(11,892)	(154,170)
1401. MISCELLANEOUS INCOME	46,059	43,514	20,759
1402. GAIN ON SALE OF FIXED ASSETS	1,864		27,471
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	47,923	43,514	48,230
3701. ADDITIONAL ADMITTED DEFERRED TAX ASSETS UNDER SSAP10R, par 10e		816,026	702,358
3702. RECLASSIFICATION OF ADDITIONAL ADMITTED DEFERRED TAX ASSETS TO SPECIAL SURPLUS FUNDS		(816,026)	(702,358)
3703. STAUTORY ADJUSTMENT FOR TAX SETTLEMENT		308,213	308,213
3798. Summary of remaining write-ins for Line 37 from overflow page	(6,661,517)	150,805	1,254,135
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	(6,661,517)	459,018	1,562,348

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	117,920,809	121,578,105	125,479,075
2.	Net investment income	6,024,518	7,165,940	10,194,197
3.	Miscellaneous income	1,221,545	1,409,479	1,841,363
4.	Total (Lines 1 through 3)	125,166,872	130,153,524	137,514,635
5.	Benefit and loss related payments	51,347,808	86,821,426	82,872,249
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	46,158,648	46,247,231	59,869,805
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)	(56,879)	2,251,024	2,251,025
10.	Total (Lines 5 through 9)	97,449,577	135,319,681	144,993,079
11.	Net cash from operations (Line 4 minus Line 10)	27,717,295	(5,166,157)	(7,478,444)
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	24,843,698	49,918,912	87,336,922
	12.2 Stocks	4,000,000	3,211,900	3,211,900
	12.3 Mortgage loans			
	12.4 Real estate			328,824
	12.5 Other invested assets			
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
	12.7 Miscellaneous proceeds			
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	28,843,698	53,130,812	90,877,646
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	39,847,844	55,027,545	73,391,128
	13.2 Stocks		6,019,900	6,019,900
	13.3 Mortgage loans			
	13.4 Real estate	8,726	172,705	501,529
	13.5 Other invested assets			
	13.6 Miscellaneous applications			
	13.7 Total investments acquired (Lines 13.1 to 13.6)	39,856,570	61,220,150	79,912,557
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)	(11,012,872)	(8,089,338)	10,965,089
	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	13,616,103		
	16.6 Other cash provided (applied)	(17,373,683)	(1,124,635)	1,979,252
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(30,989,786)	(1,124,635)	1,979,252
	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)	(14,285,363)	(14,380,130)	5,465,897
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	11,857,266	6,391,369	6,391,369
	19.2 End of period (Line 18 plus Line 19.1)	(2,428,097)	(7,988,761)	11,857,266

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. The accompanying financial statements of the American Commerce Insurance Company (the Company) have been prepared in conformity with accounting practices prescribed or permitted by the National Association of Insurance Commissioners (NAIC) and the State of Ohio. The NAIC Accounting Practices and Procedures manual, version effective January 1, 2001 (NAIC SAP), has been adopted as a component of prescribed or permitted practices by the State of Ohio.

Note 2 - Accounting Changes and Corrections of Errors

A change in accounting is disclosed in Note 9 – Income Taxes.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

D. Loan-backed Securities

1 Prepayment assumptions are obtained from broker-dealer surveys, internal estimates or Bloomberg

		Amortized Cost Before OTTI	OTTI Recognized in Loss	Fair Value
2	OTTI Recognized 1st Qtr			
	a. Intent to Sell:	$ -	$ -	$ -
	b. Inability or lack intent to hold:	$ 823,612	$ 271,358	$ 552,254
	c. Total OTTI 1st Qtr	$ 823,612	$ 271,358	$ 552,254
	OTTI Recognized 2nd Qtr			
	d. Intent to Sell:	$ -	$ -	$ -
	e. Inability or lack intent to hold:	$ -	$ -	$ -
	f. Total OTTI 2nd Qtr	$ -	$ -	$ -
	OTTI Recognized 3rd Qtr			
	g. Intent to Sell:	$ -	$ -	$ -
	h. Inability or lack intent to hold:	$ 513,786	$ 216,417	$ 297,369
	i. Total OTTI 3rd Qtr	$ 513,786	$ 216,417	$ 297,369
	OTTI Recognized 4th Qtr			
	j. Intent to Sell:	$ -	$ -	$ -
	k. Inability or lack intent to hold:	$ -	$ -	$ -
	l. Total OTTI 4th Qtr	$ -	$ -	$ -
	m. Totals for 2012	$ -	$ 487,775	-

3 Currently held structured securities with recognized OTTI

CUSIP	Book/Adj Carrying Amortized Cost Before Current Period OTTI	Present Value of Projected Cashflows	OTTI Recognized	Amortized Cost After OTTI	Fair Value at time of OTTI	Date of Financial Stmt Where Reported
59024KAG8 MERRILL LYNCH ALT NTE	$ 1,460,175	$ 200,000	$ 1,260,175	$ 200,000	$ 201,152	12/31/2009
29078PAA8 EMBARCADERO AIRCRAFT	$ 823,612	$ 552,254	$ 271,358	$ 552,254	$ 297,992	3/31/2012
29078PAA8 EMBARCADERO AIRCRAFT	$ 513,786	$ 297,369	$ 216,417	$ 297,369	$ 271,499	9/30/2012
TOTALS			$ 1,747,950			

NOTES TO FINANCIAL STATEMENTS

4 Impaired securities for which an OTTI has not been recognized

A1.	The aggregate amount of unrealized losses - Less than 12 months:	$	32,153
A2.	The aggregate amount of unrealized losses - 12 months or longer:	$	470,282
B1.	The aggregate related fair value of securities with unrealized losses - Less than 12 months:	$	3,700,083
B2.	The aggregate related fair value of securities with unrealized losses - 12 months or longer:	$	3,134,865

5 The general categories of information considered in reaching the conclusion that the impairments are not other-than temporary include:

. Probability of collecting all amounts due according to the contractual terms in effect at the time of acquisition.
. Intent to sell: Is there intent to sell the security before recovery.
. The length of time and the extent to which fair value has been less than amortized cost.
. The financial conditions and short term prospects of the issuer.
. Intent and Ability to hold: Is there a lack of abiltiy to hold, where cash and working capital requirements and contractual or regulatory obligations indicate that the investment may need to be sold before the forecasted recovery occurs.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

Effective, January 1, 2012, SSAP No. 101*, Income Taxes, A Replacement of SSAP No. 10R and SSAP No 10* was adopted by the NAIC. As such, American Commerce Insurance Company has calculated its current and deferred federal and foreign income taxes pursuant to SSAP No. 101. This represents a change in accounting method for American Commerce Insurance Company. The impact of the change is $0.

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

Affiliate State-Wide Insurance Company changed its name to MAPFRE Insurance Company of New York effective January 1, 2012.

Note 11 - Debt

No significant change.

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

No significant change.

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

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

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

No significant change.

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

C. No wash sales to report this quarter.

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

No significant change.

NOTES TO FINANCIAL STATEMENTS

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

No significant change.

Note 20 - Fair Value

A1. Summary of Financial Assets Measured and Reported at Fair Value at 09/30/12

Description	Level 1	Level 2	Level 3	TOTAL
Preferred Stock	$ -	$ 2,365,860	$ -	$ 2,365,860
Bonds	$ -	$ 2,420,196	$ -	$ 2,420,196
Common Stock	$ -	$ -	$ -	$ -
TOTALS	$ -	$ 4,786,056	$ -	$ 4,786,056

A2 Fair Value Measurement in Level 3 of the Fair Value Hierarchy.

Description	Beginning Balance at 1/1/2012	Transfers into Level 3	Transfers out of Level 3	Total gains & (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at 12/31/2012
Preferred Stock	-	-	-	-	-	-	-	-	-	-
Bonds	-	297,992	(251,726)	1,547	(43,829)	-	-	(3,984)	-	-
Common Stock	-	-	-	-	-	-	-	-	-	-
TOTALS	$ -	$ 297,992	$ (251,726)	$ 1,547	$ (43,829)	$ -	$ -	$ (3,984)	$ -	$ -

A3 The company's policy is to recognize "transfers into" and "transfers out of" the Fair Value Hierarchy Levels on the actual date of the even or change in circumstances that caused the transfer.

A4 Financial Assets included in Level 1 of the Fair Value Hierarchy include US Treasury securities and exchange traded common stock where prices are obtained directly from active markets.
Financial Assets included in Level 2 of the Fair Value Hierarchy are securities priced by the company's custodial bank and based on observable market data.
Financial Assets included in Level 3 of the Fair Value Hierarchy are securities priced utilizing broker quotes.

A5 The company does not hold derivative assets or liabilities.

20C Aggregate Fair Value of all Financial Instruments by Hierarchical Level

Type of Financial Instrument	Aggregate Fair Value	Admitted Asset	Level 1	Level 2	Level 3	Not Practicable
Bonds	$ 201,679,509	$ 189,006,409	$ 6,466,577	$ 195,212,931	$ -	$ -
Preferred Stock	2,365,860	2,365,860	-	2,365,860	-	-
Common Stock	-	-	-	-	-	-
	$ 204,045,369	$ 191,372,269	$ 6,466,577	$ 197,578,791	$ -	$ -

20D Not Practicable to Estimate Fair Value

NONE

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

In late October, Hurricane Sandy struck the Northeast U.S., inflicting significant damage. We are in the process of evaluating the impact on our business in this region, including the determination of cause of loss. Our policies cover wind perils and do not cover loss from tidal surge or flood. For our affiliated group of insurance companies, our current best estimate of covered losses from Hurricane Sandy is $46.5 million which is primarily a result of homeowner losses. Net of applicable reinsurance, we estimate the covered losses will be $39.2 million. These estimates will be subject to change as we have more time to evaluate the covered damage caused by Hurricane Sandy.

Note 23 - Reinsurance

The Company entered into a new quota share reinsurance arrangement with its affiliate, MAPFRE RE effective July 1, 2012. The agreement is on a first-dollar quota share basis and covers the Company's other–than-auto lines of business, exclusive of Umbrella and General Liability.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

The estimated cost of loss and loss adjustment expenses attributable to insured events of prior years' increased by $2,364,000 during the current year. The deficiency of $2,364,000 is approximately 3.5 % of the unpaid losses and LAE of $67,292,000 as of the prior year end. This is the result of the pooled results and not the Company on a stand-alone basis.

Effective January 1, 2012, the pooling agreement was expanded to include Affiliate Company MAPFRE Insurance Company of New Jersey. The prior year end balance of unpaid loss and LAE reserves has been restated in Part 3 of the statement to reflect the current pooling percentages.

Note 26 - Intercompany Pooling Arrangements

The pooling participation percentage of each insurance affiliate reflects the ratio of that affiliate's policyholders' surplus to our aggregate policyholders' surplus. An additional affiliate domiciled in New Jersey, MAPFRE Insurance Company (MIC), was included in the pooling effective January 1, 2012.

Pooling Participation Percentages	7/01/09 to 12/31/11	2012
Commerce Insurance	75.0%	71.2%
Citation Insurance	8.6%	7.4%
American Commerce	8.1%	9.1%
Commerce West	3.6%	4.6%
MAPFRE NEW YORK formerly State-Wide	2.7%	3.9%
MAPFRE Florida	2.0%	2.1%
MAPFRE Insurance Co.		1.7%

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - High Deductibles

No significant change.

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

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

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 [X] No [ ]
If yes, complete the Schedule Y-Part 1 - Organizational chart.

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

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2008......................

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. 12/31/2008......................

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). 3/17/2010........................

6.4 By what department or departments?
STATE OF OHIO DEPARTMENT OF INSURANCE

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 [ ] No [ ] N/A [X]

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 [ ] No [X]

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

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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

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 [ ] No [X]

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

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
Bank of New York Mellon	One Wall Street, New York, NY

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

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

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address

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 [X] No [ ] N/A [ ]

If yes, attach an explanation.

Effective January 1, 2012 the Company's inter-affiliate pooling arrangement was amended to include affiliate company MAPFRE Insurance Company.
The pooling percentages reflect the ratio of each subsidiary's policyholders' surplus to the aggregate policyholders' surplus at June 30, 2011.
The resulting revised percentages are as follows:
The lead company The Commerce Insurance Company NAIC Code 34754 Pooling Percentage 71.20%
Affiliate company Citation Insurance Company NAIC Code 40274 Pooling Percentage 7.40%
Affiliate company American Commerce Insurance Company NAIC Code 19941 Pooling Percentage 9.10%
Affiliate company Commerce West Insurance Company NAIC Code 13161 Pooling Percentage 4.60%
Affiliate company MAPFRE Insurance Company of New York NAIC Code 25275 Pooling Percentage 3.90%
Affiliate company MAPFRE Insurance Company of Florida NAIC Code 34932 Pooling Percentage 2.10%
Affiliate company MAPFRE Insurance Company of New Jersey NAIC Code 23876 Pooling Percentage 1.70%

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	
			2	3	4	5	6	7
	States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1.	Alabama AL	L	387,323	313,172	15,403	43,835	31,349	21,446
2.	Alaska AK	L	88,428	18,972	3,910		37,456	4,701
3.	Arizona AZ	L	5,849,676	6,239,287	3,443,806	7,428,379	2,650,139	1,347,717
4.	Arkansas AR	L	292,325	253,202	154,036	12,851	56,647	82,517
5.	California CA	L	463,919	388,913		734		2,266
6.	Colorado CO	L	106,614	218,897	29,745	113,112	385,384	126,520
7.	Connecticut CT	L	13,689,804	5,916,016	3,792,282	2,371,702	3,383,135	1,404,977
8.	Delaware DE	L	206,885	276,102	61,387	42,805	1,273,924	73,137
9.	District of Columbia DC	L	21,567	54,572		40,207	8,788	8,872
10.	Florida FL	L	609,166	414,970	(61)	9,203	75,715	
11.	Georgia GA	L	630,324	552,823	38,786	87,332	195,234	176,074
12.	Hawaii HI	L	51,061	12,959		1,105	3,297	2,186
13.	Idaho ID	L	2,271,246	2,198,505	1,420,400	1,060,749	651,821	829,452
14.	Illinois IL	L	1,699,184	1,485,587	332,825	469,529	758,578	996,602
15.	Indiana IN	L	5,844,311	5,427,621	5,590,177	4,410,617	2,516,457	2,555,066
16.	Iowa IA	L	103,858	111,205	12,806	3,452	16,315	6,940
17.	Kansas KS	L	260,955	139,638	34,847	28,777	70,716	25,403
18.	Kentucky KY	L	2,732,468	3,126,853	2,407,256	3,129,685	2,005,210	3,066,747
19.	Louisiana LA	L	1,134,062	1,026,987	167,590	132,404	453,249	412,109
20.	Maine ME	L	56,621	61,068	5,877	4,335	164,099	22,235
21.	Maryland MD	L	145,373	284,597	7,924	35,312	39,643	35,223
22.	Massachusetts MA	L	142,488	244,761	710	24,018	49,474	53,947
23.	Michigan MI	L	653,539	527,666	10,130	14,741	206,664	53,637
24.	Minnesota MN	L	486,581	367,480	36,249	120,323	96,367	54,210
25.	Mississippi MS	L	155,325	123,826	(7,202)	13,119	72,864	102,945
26.	Missouri MO	L	283,182	281,748	25,520	115,935	111,215	83,532
27.	Montana MT	L	50,256	82,488	4,889	9,725	16,758	11,591
28.	Nebraska NE	L	243,327	279,621	14,376	8,789	46,548	24,662
29.	Nevada NV	L	183,285	186,956	30,794	11,660	456,603	34,472
30.	New Hampshire NH	L	209,234	168,885	16,411	85,889	61,203	13,632
31.	New Jersey NJ	L	48,260,819	36,519,162	24,351,727	21,319,935	16,769,078	16,598,623
32.	New Mexico NM	L	46,386	42,139	(404,805)	663,782	9,127	8,155
33.	New York NY	L	9,759,257	35,554,005	20,445,347	29,044,488	19,179,803	23,078,880
34.	North Carolina NC	L	792,499	603,288	233,934	343	92,987	7,542
35.	North Dakota ND	L	37,449	19,906			9,662	6,160
36.	Ohio OH	L	13,153,512	14,096,907	11,141,710	11,348,357	6,468,545	9,856,839
37.	Oklahoma OK	L	188,456	170,220	433,836	570,788	1,108,117	1,556,887
38.	Oregon OR	L	17,624,116	18,913,618	10,504,272	8,961,300	8,563,630	9,903,183
39.	Pennsylvania PA	L	1,204,459	1,077,671	24,895	774,337	2,111,901	1,079,525
40.	Rhode Island RI	L	27,002,645	26,357,135	15,514,776	15,844,594	17,132,362	17,632,502
41.	South Carolina SC	L	683,716	590,212	42,005	19,156	34,279	20,238
42.	South Dakota SD	L	8,584	11,599	4,094	(2,631)	172,563	155,973
43.	Tennessee TN	L	5,901,575	3,254,732	3,655,281	4,286,868	1,283,679	1,379,943
44.	Texas TX	L	2,365,546	1,592,563	528,275	226,480	644,766	386,127
45.	Utah UT	L	213,504	160,016	(1,657)	19,797	70,185	31,427
46.	Vermont VT	L	89,746	73,353	-	1,674	2,842	2,069
47.	Virginia VA	L	499,645	544,540	31,312	10,350	63,465	34,157
48.	Washington WA	L	32,038,258	34,816,592	18,894,846	20,905,497	19,891,011	21,173,840
49.	West Virginia WV	L	(5,013)	10,326	72	(14,580)	27,104	32,772
50.	Wisconsin WI	L	492,192	410,069	41,006	21,732	60,489	49,160
51.	Wyoming WY	L	5,717	25,774	8,252	5,046	12,997	(752)
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	199,415,454	205,629,204	123,100,052	133,837,637	109,603,446	114,626,068

DETAILS OF WRITE-INS

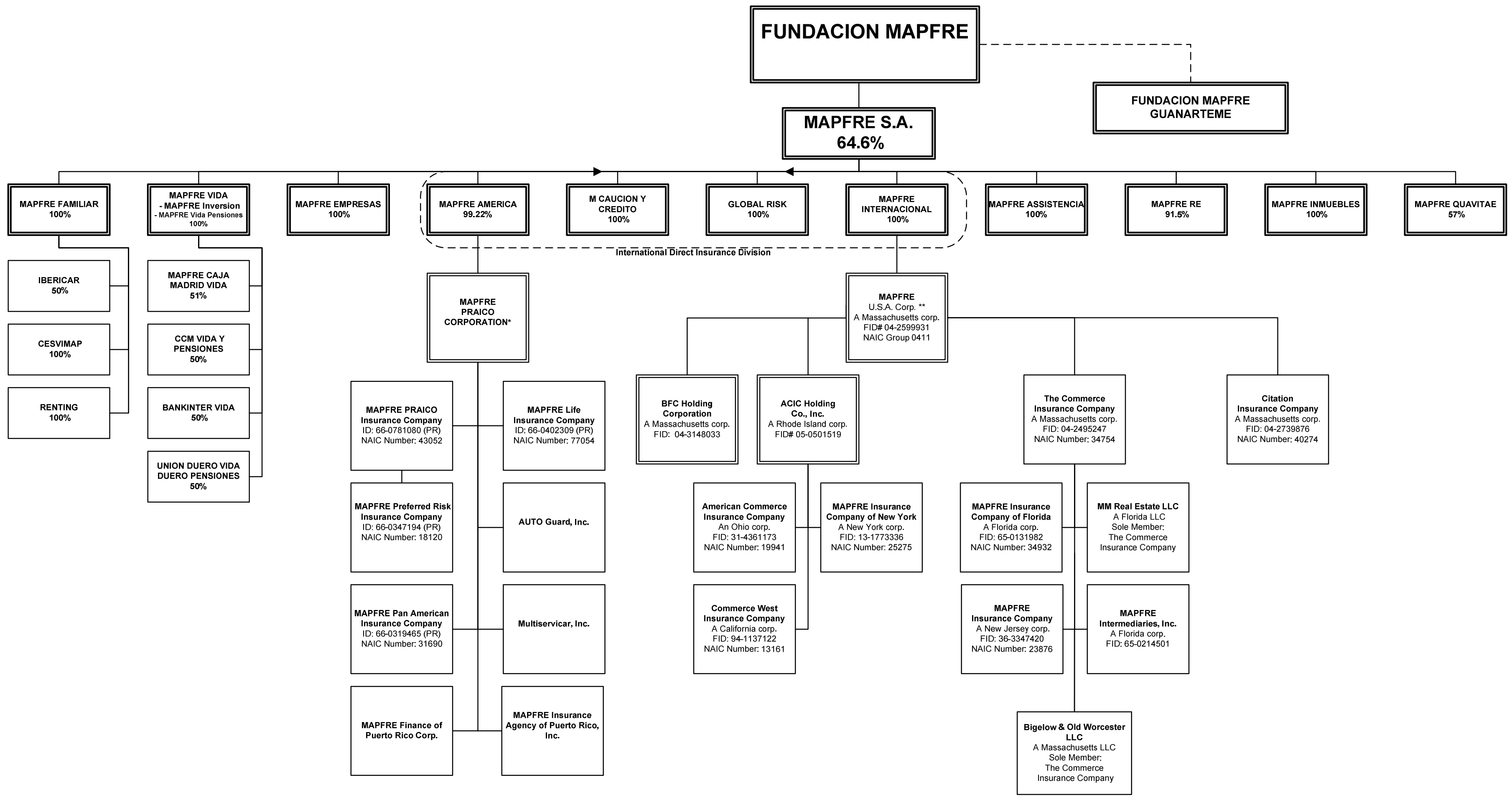
5801.		XXX						
5802.		XXX						
5803.		XXX						
5898.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
5899.	Totals (Lines 5801 thru 5803 + Line 5898) (Line 58 above)	XXX	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domicilied 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 **American Commerce Insurance Company**

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

PART 1 – ORGANIZATIONAL CHART



* All subsidiaries of MAPFRE PRAICO Corporation are 100% owned by their parent companies, except MAPFRE Preferred Risk Insurance Company which is 100% owned by MAPFRE PRAICO Insurance Company.

** All subsidiaries of MAPFRE U.S.A. Corp. are 100% owned by their parent companies, except ACIC Holding Co., Inc., which is 5% owned by AAA Southern New England and 0.06% owned by AAA Ohio Auto Club and AAA Oregon / Idaho each.

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														
		00000					FUNDACION MAPFRE	ES	UIP					
		00000					FUNDACION MAPFRE GUANARTEME	ES	NIA	FUNDACION MAPFRE	OWNERSHIP		FUNDACION MAPFRE	
		00000					MAPFRE S.A.	ES	UIP	FUNDACION MAPFRE	OWNERSHIP	64.600	FUNDACION MAPFRE	
		00000					MAPFRE FAMILIAR	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					IBERICAR	ES	NIA	MAPFRE FAMILIAR	OWNERSHIP	50.000	FUNDACION MAPFRE	
		00000					CESVIMAP	ES	NIA	MAPFRE FAMILIAR	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					RENTING	ES	NIA	MAPFRE FAMILIAR	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					MAPFRE VIDA-MAPFRE INVERSION-MAPFRE VIDA PENSIONES	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					MAPFRE CAJA MADRID VIDA	ES	NIA	MAPFRE VIDA-MAPFRE INVERSION-MAPFRE VIDA PENSIONES	OWNERSHIP	51.000	FUNDACION MAPFRE	
		00000					CCM VIDA Y PESIONES	ES	NIA	MAPFRE VIDA-MAPFRE INVERSION-MAPFRE VIDA PENSIONES	OWNERSHIP	50.000	FUNDACION MAPFRE	
		00000					BANKINTER VIDA	ES	NIA	MAPFRE VIDA-MAPFRE INVERSION-MAPFRE VIDA PENSIONES	OWNERSHIP	50.000	FUNDACION MAPFRE	
		00000					UNION DUERO VIDA DUERO PENSIONES	ES	NIA	MAPFRE VIDA-MAPFRE INVERSION-MAPFRE VIDA PENSIONES	OWNERSHIP	50.000	FUNDACION MAPFRE	
		00000					MAPFRE EMPRESAS	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					MAPFRE AMERICA	ES	NIA	MAPFRE S.A.	OWNERSHIP	99.220	FUNDACION MAPFRE	
	MAPFRE INSURANCE GROUP	00000	66-0781080				MAPFRE PRAICO CORPORATION	PR	IA	MAPFRE AMERICA	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE INSURANCE GROUP	43052	66-0470284				MAPFRE PRAICO INSURANCE COMPANY	PR	IA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE INSURANCE GROUP	18120	66-0347194				MAPFRE PREFERRED RISK INSURANCE COMPANY	PR	IA	MAPFRE PRAICO INSURANCE COMPANY	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE INSURANCE GROUP	31690	66-0319465				MAPFRE PAN AMERICAN INSURANCE COMPANY	PR	IA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE INSURANCE GROUP	00000	66-0391019				MAPFRE FINANCE OF PUERTO RICO CORP	PR	NIA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE INSURANCE GROUP	77054	66-0402309				MAPFRE LIFE INSURANCE COMPANY	PR	IA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE INSURANCE GROUP	00000	66-0595402				AUTO GUARD, INC.	PR	NIA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE INSURANCE GROUP	00000	66-0638119				MULTISERVICAR, INC.	PR	NIA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE INSURANCE GROUP	00000	66-0621733				MAPFRE INSURANCE AGENCY OF PUERTO RICO, INC.	PR	NIA	MAPFRE PRAICO CORPORATION	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					M CAUCION Y CREDITO	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					GLOBAL RISK	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					MAPFRE INTERNACIONAL	ES	UIP	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP.	00000	04-2599931				MAPFRE U.S.A. CORP.	MA	UDP	MAPFRE INTERNACIONAL	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE U.S.A. CORP.	00000	04-3148033				BFC HOLDING CORPORATION	MA	NIA	MAPFRE U.S.A. CORP.	OWNERSHIP	100.000	FUNDACION MAPFRE	

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 *
	MAPFRE U.S.A. CORP	00000	05-0501519				ACIC HOLDING CO., INC.	RI	UDP	MAPFRE U.S.A. CORP	OWNERSHIP	94.290	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	19941	31-4361173				AMERICAN COMMERCE INSURANCE COMPANY	OH		ACIC HOLDING CO., INC.	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	13161	94-1137122				COMMERCE WEST INSURANCE COMPANY	CA	IA	ACIC HOLDING CO., INC.	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	25275	13-1773336				MAPFRE INSURANCE COMPANY OF NEW YORK	NY	IA	ACIC HOLDING CO., INC.	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	34754	04-2495247				THE COMMERCE INSURANCE COMPANY	MA	IA	MAPFRE U.S.A. CORP	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	34932	65-0131982				MAPFRE INSURANCE COMPANY OF FLORIDA	FL	IA	THE COMMERCE INSURANCE COMPANY	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	23876	36-3347420				MAPFRE INSURANCE COMPANY	NJ	IA	THE COMMERCE INSURANCE COMPANY	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE U.S.A. CORP	00000					MM REAL ESTATE LLC	FL	NIA	THE COMMERCE INSURANCE COMPANY	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE U.S.A. CORP	00000	65-0214501				MAPFRE INTERMEDIARIES, INC.	FL	NIA	THE COMMERCE INSURANCE COMPANY	OWNERSHIP	100.000	FUNDACION MAPFRE	
	MAPFRE U.S.A. CORP	00000	04-2495247				BIGELOW & OLD WORCESTER LLC	MA	NIA	THE COMMERCE INSURANCE COMPANY	OWNERSHIP	100.000	FUNDACION MAPFRE	
0411	MAPFRE U.S.A. CORP	40274	04-2739876				CITATION INSURANCE COMPANY	MA	IA	MAPFRE U.S.A. CORP	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					MAPFRE ASSISTENCIA	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	
		00000					MAPFRE RE	ES	NIA	MAPFRE S.A.	OWNERSHIP	91.500	FUNDACION MAPFRE	
		00000					MAPFRE INMUEBLES	ES	NIA	MAPFRE S.A.	OWNERSHIP	100.000	FUNDACION MAPFRE	

Asterisk	Explanation
*	MAPFRE PREFERRED RISK INSURANCE COMPANY IS 100% OWNED BY MAPFRE PRAICO INSURANCE COMPANY
**	ACIC HOLDING CO. INC. IS 5% OWNED BY AAA SOUTHERN NEW ENGLAND AND 0.06% OWNED BY AAA OHIO AUTO CLUB AND AAA OREGON / IDAHO EACH.

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	1,878,326	814,043	43.3	66.2
2. Allied lines	49,470	17,187	34.7	51.5
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril	52,408,188	27,928,538	53.3	92.3
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	58,624	25,530	43.5	24.9
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	2,671,954	25,287	0.9	0.4
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	85,294,087	60,743,885	71.2	70.1
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage	41,255,015	24,159,332	58.6	68.3
22. Aircraft (all perils)	11,317,008	4,505,575	39.8	27.7
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	194,932,672	118,219,377	60.6	71.4
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	761,496	1,989,926	1,825,380
2. Allied lines	16,888	48,377	45,425
3. Farmowners multiple peril			
4. Homeowners multiple peril	19,476,236	56,185,140	50,344,181
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	17,652	62,119	77,051
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	3,418,792	10,273,791	8,722,314
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	25,535,229	80,567,869	90,969,983
19.3 19.4 Commercial auto liability			
21. Auto physical damage	13,093,323	40,250,280	44,166,539
22. Aircraft (all perils)	3,341,965	10,037,952	9,478,331
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	65,661,581	199,415,454	205,629,204
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 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	17,676	(3,474)	14,202	6,984	37	7,021	8,948	513	(923)	8,538	(1,744)	3,101	1,357
2. 2010	15,428	(771)	14,657	6,278	243	6,521	9,626	94	(697)	9,023	476	411	887
3. Subtotals 2010 + Prior	33,104	(4,245)	28,859	13,262	280	13,542	18,574	607	(1,620)	17,561	(1,268)	3,512	2,244
4. 2011	28,084	10,349	38,433	17,561	4,322	21,883	16,347	686	(363)	16,670	5,824	(5,704)	120
5. Subtotals 2011 + Prior	61,188	6,104	67,292	30,823	4,602	35,425	34,921	1,293	(1,983)	34,231	4,556	(2,192)	2,364
6. 2012	XXX	XXX	XXX	XXX	55,957	55,957	XXX	21,286	9,158	30,444	XXX	XXX	XXX
7. Totals	61,188	6,104	67,292	30,823	60,559	91,382	34,921	22,579	7,175	64,675	4,556	(2,192)	2,364
8. Prior Year-End's Surplus As Regards Policyholders	128,768												

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. 7.4 %	2. (35.9)%	3. 3.5 %

Col. 13, Line 7 Line 8
4. 1.8 %

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

* 1 9 9 4 1 2 0 1 2 4 5 5 0 0 0 0 3 *

* 1 9 9 4 1 2 0 1 2 3 6 5 0 0 0 0 3 *

* 1 9 9 4 1 2 0 1 2 5 0 5 0 0 0 0 3 *

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31, Prior Year Net Admitted Assets
2504. MISC ASSETS	1,397		1,397	299
2505. SALE OF NY CREDITS			0	1,407,787
2597. Summary of remaining write-ins for Line 25	1,397	0	1,397	1,408,086

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
3704. STATUTORY ADJUSTMENT INTERCO EXPENSE POOLING	(1,546,517)	150,805	1,254,135
3705. CHANGE IN POOLING - CASH SETTLEMENT	(5,115,000)		
3797. Summary of remaining write-ins for Line 37	(6,661,517)	150,805	1,254,135

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,850,907	1,805,466
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		501,529
2.2 Additional investment made after acquisition	8,726	
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		328,824
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	101,435	127,264
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	1,758,198	1,850,907
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	1,758,198	1,850,907

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	180,082,866	187,964,976
2. Cost of bonds and stocks acquired	39,847,844	79,411,028
3. Accrual of discount	512,112	721,327
4. Unrealized valuation increase (decrease)	481,935	420,018
5. Total gain (loss) on disposals	365,200	2,794,523
6. Deduct consideration for bonds and stocks disposed of	28,843,698	90,548,822
7. Deduct amortization of premium	586,214	680,184
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	487,775	
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	191,372,270	180,082,866
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	191,372,270	180,082,866

Statement for September 30, 2012 of the **American Commerce Insurance Company**

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)	155,205,564	4,034,548	7,614,683	(49,612)	137,859,686	155,205,564	151,575,817	144,338,135
2. Class 2 (a)	32,049,678	4,124,950	1,024,752	(10,782)	29,035,445	32,049,678	35,139,094	29,016,960
3. Class 3 (a)	2,015,000			5,000		2,015,000	2,020,000	
4. Class 4 (a)					285,335			
5. Class 5 (a)								9,029
6. Class 6 (a)	262,384		21,105	30,220	308,788	262,384	271,499	525,087
7. Total Bonds	189,532,626	8,159,498	8,660,540	(25,174)	167,489,254	189,532,626	189,006,410	173,889,211
PREFERRED STOCK								
8. Class 1								718,000
9. Class 2	1,546,000			66,700	3,535,200	1,546,000	1,612,700	5,475,655
10. Class 3	677,020			76,140	686,250	677,020	753,160	
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	2,223,020	0	0	142,840	4,221,450	2,223,020	2,365,860	6,193,655
15. Total Bonds and Preferred Stock	191,755,646	8,159,498	8,660,540	117,666	171,710,704	191,755,646	191,372,270	180,082,866

(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.

Sch. DA-Pt 1
NONE

Sch. DA-Verification
NONE

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

SCHEDULE A - PART 2

Showing all Real Estate ACQUIRED AND ADDITIONS MADE During the Current Quarter

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition

NONE

SCHEDULE A - PART 3

Showing all Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract "

1	Location		4	5	6	7	8	Change in Book/Adjusted Carrying Value Less Encumbrances					14	15	16	17	18	19	20
	2	3						9	10	11	12	13							
Description of Property	City	State	Disposal Date	Name of Purchaser	Actual Cost	Expended for Additions, Permanent Improvements and Changes in Encumbrances	Book/Adjusted Carrying Value Less Encumbrances Prior Year	Current Year's Depreciation	Current Year's Other Than Temporary Impairment Recognized	Current Year's Change in Encumbrances	Total Change in B./A.C.V. (11 - 9 - 10)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Amounts Received During Year	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Gross Income Earned Less Interest Incurred on Encumbrances	Taxes, Repairs, and Expenses Incurred
Property Disposed																			
THREE STORY BUILDING 37,077 SQUARE FT	COLUMBUS	OH.	09/30/2012	VARIOUS	4,196			34,071			(34,071)						0		
LOCATED ON 5982 ACRES ON FOUR SEPERATE											0						0		
PARCELS											0						0		
0199999. Totals					4,196	0	0	34,071	0	0	(34,071)	0	0	0	0	0	0	0	0
0399999. Totals					4,196	0	0	34,071	0	0	(34,071)	0	0	0	0	0	0	0	0

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Special Revenue and Special Assessment									
3136A7 DJ 8	FEDERAL NATL MTG ASSN REMIC TR		07/12/2012	BAIRD, ROBERT W. & CO.		1,983,480	1,991,258	2,655	1
312943 DH 3	FGLMC POOL #A94604		07/16/2012	CRT CAPTIAL GRP		963,831	892,178	1,784	1
40785E XU 5	HAMILTON SOUTHEASTERN IND CONS		09/30/2012	Exch fr 40785EKH8		381,041	375,000		1FE
40785E YF 7	HAMILTON SOUTHEASTERN IND CONS		09/30/2012	Exch fr 40785EKH8		706,196	695,000		1FE
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					4,034,548	3,953,436	4,439	XXX
Bonds - Industrial and Miscellaneous									
313747 AS 6	FEDERAL REALTY INVT TR		07/16/2012	CITIGROUP GLOBAL MARKETS		987,430	1,000,000		2FE
472319 AK 8	JEFFERIES GROUP INC		08/24/2012	Jefferies & Co.		1,012,350	1,000,000	19,361	2FE
638612 AK 7	NATIONWIDE FINL SVCS INC RESTR		09/25/2012	Jefferies & Co.		1,082,220	1,000,000	448	2FE
718546 AG 9	PHILLIPS 66		07/20/2012	RW PRESSPRICH & CO.		1,042,950	1,000,000	10,899	2FE
3899999.	Total - Bonds - Industrial & Miscellaneous					4,124,950	4,000,000	30,708	XXX
8399997.	Total - Bonds - Part 3					8,159,498	7,953,436	35,147	XXX
8399999.	Total - Bonds					8,159,498	7,953,436	35,147	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					8,159,498	XXX	35,147	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
36225B GW 2	GNMA POOL #0781113		09/15/2012	PAYDOWN OF PRINCIPAL		8,187	8,187	8,486	8,433		(5)		(5)		8,429		(242)	(242)	364	11/15/2029	1
38373Y B5 2	GNMA REMIC TRUST 2003-4		09/17/2012	PRINCIPAL RECEIPT		27,221	27,221	27,970			(749)		(749)		27,221			0	499	03/16/2032	1
38375P KA 8	GNMA REMIC TRUST 2008-9		09/20/2012	PRINCIPAL RECEIPT		75,536	75,536	78,463	78,450		(2,914)		(2,914)		75,536			0	2,158	07/20/2037	1
83162C TA 1	SMALL BUS ADMIN GTD DEV PTC		07/02/2012	PRINCIPAL RECEIPT		262,629	262,629	289,836			(27,207)		(27,207)		262,629			0	5,897	01/01/2030	1
0599999.	Total - Bonds - U.S. Government					373,573	373,573	404,755	86,883	0	(30,875)	0	(30,875)	0	373,815	0	(242)	(242)	8,918	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
115030 HY 7	BROWARD CNTY FLA HSG FIN AUTH SIN		09/04/2012	CALLED @ 100.0000000		15,000	15,000	15,840	15,628		(37)		(37)		15,591		(591)	(591)	480	10/01/2039	1FE
23410B AB 7	DAKOTA CNTY MINN CMNTY DEV AGY		09/04/2012	CALLED @ 100.0000000		151,399	151,399	157,455	155,230		(292)		(292)		154,937		(3,538)	(3,538)	5,279	12/01/2038	1FE
31396P GT 2	FANNIE MAE - ACES		09/25/2012	PRINCIPAL RECEIPT		8,110	8,110	9,073			(963)		(963)		8,110			0	214	10/25/2032	1
3133XE 5D 7	FEDERAL HOME LN BKS		09/28/2012	PRINCIPAL RECEIPT		54,992	54,992	54,977	55,007		(15)		(15)		54,992			0	1,941	12/28/2012	1
3138EG NP 5	FEDERAL NAT'L MTGE ASSN PL#AL0397		09/25/2012	PRINCIPAL RECEIPT		60,133	60,133	64,474	64,532		(4,399)		(4,399)		60,133			0	1,840	06/01/2041	1
3136A7 DJ 8	FEDERAL NATL MTG ASSN REMIC TR		09/25/2012	PRINCIPAL RECEIPT		68,952	68,952	68,683			269		269		68,952			0	270	01/25/2042	1
312943 DH 3	FGLMC POOL #A94604		09/17/2012	PRINCIPAL RECEIPT		23,283	23,283	25,152			(1,870)		(1,870)		23,283			0	118	10/01/2040	1
31292L F6 7	FGLMC POOL #C03789		09/17/2012	PRINCIPAL RECEIPT		294,002	294,002	309,345			(15,343)		(15,343)		294,002			0	3,801	03/01/2042	1
3128M7 SC 1	FHLMC POOL #G05615		09/17/2012	PRINCIPAL RECEIPT		44,447	44,447	47,600	47,667		(3,220)		(3,220)		44,447			0	1,762	07/01/2039	1
31393W WK 1	FHLMC REMIC SERIES 2638		09/17/2012	PRINCIPAL RECEIPT		97,734	97,734	99,566	99,546		(1,813)		(1,813)		97,734			0	2,288	08/15/2017	1
31397G 7M 6	FHLMC REMIC SERIES R011		09/17/2012	PRINCIPAL RECEIPT		80,900	80,900	80,808	80,786		113		113		80,900			0	2,983	12/15/2020	1
31394H R8 6	FHLMC SERIES 2656		09/17/2012	PRINCIPAL RECEIPT		59,676	59,676	60,833	61,307		(1,630)		(1,630)		59,676			0	2,497	08/15/2033	1
3137A7 Z7 8	FHLMC SERIES 3825		09/17/2012	PRINCIPAL RECEIPT		127,482	127,482	134,434	134,173		(6,690)		(6,690)		127,482			0	3,610	03/15/2039	1
34073N V2 3	FLORIDA HSG FIN CORP REV MTG		07/02/2012	CALLED @ 100.0000000		40,000	40,000	36,420	36,667		32		32		36,700		3,300	3,300	1,880	07/01/2037	1FE
31403D GP 8	FNMA PASS-THRU PL#745506		09/25/2012	PRINCIPAL RECEIPT		9,745	9,745	10,501	10,125		(380)		(380)		9,745			0	372	02/01/2016	1
31417A DX 4	FNMA PASS-THRU PL AB3717		09/25/2012	PRINCIPAL RECEIPT		86,399	86,399	89,437	89,353		(2,954)		(2,954)		86,399			0	2,371	10/01/2041	1
373506 AT 1	GEORGIA ST ENVIRONMENTAL LN AC		09/17/2012	Sink PMT @ 100.0000000		485,000	485,000	485,000	485,000				0		485,000			0	7,720	03/15/2016	1FE
40785E KH 8	HAMILTON SOUTHEASTERN IND CONS		09/30/2012	Ex to 40785EXU5/YF7		1,087,236	1,070,000	1,176,187	1,096,821		(9,585)		(9,585)		1,087,236			0	53,500	07/15/2014	1FE
46940R AA 4	JACKSONVILLE FLA HSG FIN AUTH HOME		09/04/2012	CALLED @ 100.0000000		55,000	55,000	56,128	55,565		(71)		(71)		55,494		(494)	(494)	1,386	10/01/2038	1FE
917436 YR 2	UTAH HSG CORP SINGLE FAMILY		07/02/2012	CALLED @ 100.0000000		125,000	125,000	127,064	126,110		(128)		(128)		125,983		(983)	(983)	6,688	01/01/2036	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					2,974,490	2,957,255	3,108,977	2,613,517	0	(48,976)	0	(48,976)	0	2,976,796	0	(2,306)	(2,306)	101,000	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00087V AC 1	AVIATION CAPITAL GROUP TRUST III		09/25/2012	PRINCIPAL RECEIPT		34,312	34,312	31,567	31,429		2,883		2,883		34,312			0	776	12/25/2035	1AM
073294 AA 8	BB&T CAP TR IV		07/20/2012	CALLED @ 100.0000000		1,000,000	1,000,000	990,600	990,623		17		17		990,640		9,360	9,360	41,299	06/12/2057	1AM
12667F VD 4	CWALT INC 2004-J10		09/25/2012	PRINCIPAL RECEIPT		25,609	25,609	25,224	25,208		400		400		25,609			0	854	10/25/2019	1FM
29078P AA 8	EMBARCADERO AIRCRAFT		09/17/2012	PRINCIPAL RECEIPT		26,179	26,179	16,010	14,827	9,035	5,094	7,852	6,277		21,105		5,074	5,074	126	08/15/2025	6FE
472319 AB 8	JEFFERIES GROUP INC		08/24/2012	Jefferies & Co.		1,047,500	1,000,000	1,037,460	1,028,833		(4,080)		(4,080)		1,024,753		22,747	22,747	52,556	03/15/2016	2FE
48123C AA 2	JPMORGAN CHASE CAP XX		07/12/2012	CALLED @ 100.0000000		2,000,000	2,000,000	1,968,940	1,969,439		266		266		1,969,705		30,295	30,295	102,981	09/29/2036	1AM
59217G AG 4	METROPOLITAN LIFE GLOBAL FDG I RES		09/25/2012	Jefferies & Co.		1,101,040	1,000,000	998,780	998,865		116		116		998,980		102,060	102,060	28,794	06/14/2018	1FE

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 Designation or Market Indicator (a)
59024K AG 8	ML ALT NT ASSET TRUST 2007-AF1......................	.....	09/25/2012	VARIOUS..................................	....	6,308	82,936	11,230	2,869	7,756	....	....	7,756	....	10,625	....	.......(4,316)	.......(4,316)	3,481	05/25/2037	1FM.....
590218 AF 0	ML MTG INV TR 2006-F1...	.....	09/25/2012	PRINCIPAL RECEIPT...............	....	85,100	85,100	84,781	80,995	3,790	315	....	4,105	....	85,100	....	....	0	3,394	04/25/2036	1FM.....
69336R CM 0	PHH MTG CAP LLC..	.....	09/18/2012	PRINCIPAL RECEIPT...............	....	94,502	94,502	93,085	93,136	....	1,367	....	1,367	....	94,502	....	....	0	3,614	11/18/2035	1FM.....
74432R AA 1	PRUDENTIAL FINL INC RETAIL............................	.....	09/12/2012	Sink PMT @ 100.0000000..........	....	54,599	54,599	53,413	54,162	....	437	....	437	....	54,598	....	....	0	1,588	05/12/2015	1FE......
3899999.	Total - Bonds - Industrial & Miscellaneous..					5,475,149	5,403,237	5,311,090	5,290,386	20,581	6,815	7,852	19,544	0	5,309,929	0	165,220	165,220	239,463	......XXX...	..XXX....
8399997.	Total - Bonds - Part 4..					8,823,212	8,734,064	8,824,822	7,990,786	20,581	.......(73,036)	7,852	.........(60,307)	0	8,660,540	0	162,672	162,672	349,381	......XXX...	..XXX....
8399999.	Total - Bonds..					8,823,212	8,734,064	8,824,822	7,990,786	20,581	.......(73,036)	7,852	.........(60,307)	0	8,660,540	0	162,672	162,672	349,381	......XXX...	..XXX....
9999999.	Total - Bonds, Preferred and Common Stocks..					8,823,212	..........XXX........	8,824,822	7,990,786	20,581	.......(73,036)	7,852	.........(60,307)	0	8,660,540	0	162,672	162,672	349,381	......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
Depository		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	6 First Month	7 Second Month	8 Third Month	*
Open Depositories									
MM: FED GOVERMENT	5800 CORP D PITTSBURG, PA 15237		0.010			5,561	5,561	5,561	XXX
MM: FID FIDELITY	500 SALEM ST, SMITHFIELD RI 02917		0.010	116		5,854,706	1,720,004	4,591,869	XXX
MM: BLACK ROCK	ONE FINANCIAL CENTER BOSTON, MASS 02111		0.010			6,322	6,322	6,322	XXX
BANK OF NEW YORK	ONE WALL STREET, NY NEW YORK 10286		0.010	18		249,251	469,584	152,229	XXX
DEUTSCHE BANK	60 Wall St New York NY 10005					1,571,100	2,838,778	1,665,511	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					2,677,873	1,657,137	1,506,910	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(144,774)	(127,126)	(157,465)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(785,617)	(813,299)	(840,408)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(1,291,223)	(1,328,253)	(1,020,173)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(63,371)	(49,716)	(61,937)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(7,945,174)	(8,706,255)	(7,721,465)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(409,247)	(394,581)	(455,708)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(18,456)	(16,712)	(17,445)	XXX
JP MORGAN CHASE	100 E. BROAD STREET COLUMBUS, OHIO 43215-0278					(78,533)	(78,530)	(81,898)	XXX
0199999. Total Open Depositories		XXX	XXX	134	0	(371,582)	(4,817,086)	(2,428,097)	XXX
0399999. Total Cash on Deposit		XXX	XXX	134	0	(371,582)	(4,817,086)	(2,428,097)	XXX
0599999. Total Cash		XXX	XXX	134	0	(371,582)	(4,817,086)	(2,428,097)	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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

NONE