



QUARTERLY STATEMENT

As of September 30, 2012
of the Condition and Affairs of the

Century Surety Company

NAIC Group Code.....0748, 0748 (Current Period) (Prior Period)	NAIC Company Code..... 36951	Employer's ID Number..... 31-0936702
Organized under the Laws of OH	State of Domicile or Port of Entry OH	Country of Domicile US
Incorporated/Organized..... June 22, 1978	Commenced Business..... August 11, 1978	
Statutory Home Office	465 Cleveland Avenue..... Westerville OH 43082 (Street and Number) (City or Town, State and Zip Code)	
Main Administrative Office	465 Cleveland Avenue..... Westerville OH 43082 (Street and Number) (City or Town, State and Zip Code)	614-895-2000 (Area Code) (Telephone Number)
Mail Address	465 Cleveland Avenue..... Westerville OH 43082 (Street and Number or P. O. Box) (City or Town, State and Zip Code)	
Primary Location of Books and Records	26255 American Drive..... Southfield MI 48034 (Street and Number) (City or Town, State and Zip Code)	248-358-1100 (Area Code) (Telephone Number)
Internet Web Site Address	www.meadowbrook.com	
Statutory Statement Contact	Kimberlee A. Arnold (Name) karnold@meadowbrook.com (E-Mail Address)	248-358-1100-8102 (Area Code) (Telephone Number) (Extension) 248-358-1614 (Fax Number)

OFFICERS

Name	Title	Name	Title
1. Christopher John Timm	President	2. Michael Gerard Costello	Secretary
3. Steven Christopher Divine	Treasurer	4.	

OTHER

Michael Gerard Costello	Sr. VP & General Counsel	Robert Samuel Cubbin	Chairman
Steven Christopher Divine	Vice President	Karen Marwell Spaun	Vice President
Nathan Karl Voorhis	Vice President	Angelo Lovell Williams	Vice President

DIRECTORS OR TRUSTEES

Robert Samuel Cubbin-Chairman	James Michael Mahoney	Archie Stephen McIntyre	Karen Marwell Spaun
Christopher John Timm	Nathan Karl Voorhis	Angelo Lovell Williams	

State of..... Michigan
County of..... Oakland

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)
Christopher John Timm	Michael Gerard Costello	Steven Christopher Divine
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President	Secretary	Treasurer
(Title)	(Title)	(Title)

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

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds.....	417,180,358		417,180,358	376,482,837
2. Stocks:				
2.1 Preferred stocks.....	11,490,544		11,490,544	13,838,129
2.2 Common stocks.....	47,011,061		47,011,061	50,477,509
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 (\$.....9,220,863), cash equivalents (\$.....0) and short-term investments (\$.....6,325,847).....	15,546,710		15,546,710	16,661,523
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....			0	
9. Receivables for securities.....			0	275,000
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).....	491,228,673	0	491,228,673	457,734,998
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	4,718,526		4,718,526	4,051,741
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	83,845,570	660,943	83,184,628	61,231,429
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	12,433		12,433	709,695
15.3 Accrued retrospective premiums.....			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	34,683,930		34,683,930	35,900,501
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.....	9,122,261		9,122,261	3,959,021
18.2 Net deferred tax asset.....	21,937,789	5,732,643	16,205,146	13,272,949
19. Guaranty funds receivable or on deposit.....	292		292	505
20. Electronic data processing equipment and software.....	193,973	193,966	7	7
21. Furniture and equipment, including health care delivery assets (\$.....0).....	12,016	12,016	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
23. Receivables from parent, subsidiaries and affiliates.....	238,836		238,836	5,587
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other than invested assets.....	1,632,166	30,000	1,602,166	2,292,768
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	647,626,466	6,629,567	640,996,898	579,159,202
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. Total (Lines 26 and 27).....	647,626,466	6,629,567	640,996,898	579,159,202

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. Miscellaneous Receivable.....	1,217,212		1,217,212	1,839,861
2502. Goodwill.....	134,953		134,953	172,906
2503. Security Deposits.....	280,000	30,000	250,000	280,000
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).....	1,632,166	30,000	1,602,166	2,292,768

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$.....77,392,897).....	233,719,107	196,222,321
2. Reinsurance payable on paid losses and loss adjustment expenses.....	35,360,302	32,798,154
3. Loss adjustment expenses.....	67,207,864	56,910,319
4. Commissions payable, contingent commissions and other similar charges.....	791,628	902,080
5. Other expenses (excluding taxes, licenses and fees).....	104,249	74,295
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	906,358	783,048
7.1 Current federal and foreign income taxes (including \$.....0 on realized capital gains (losses)).....		
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 \$....117,424,213 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.....	119,861,447	102,615,735
10. Advance premium.....		
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....		
12. Ceded reinsurance premiums payable (net of ceding commissions).....	41,387,212	27,415,359
13. Funds held by company under reinsurance treaties.....		0
14. Amounts withheld or retained by company for account of others.....	1,496,533	2,594,469
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.....	3,995,534	1,919,971
20. Derivatives.....		
21. Payable for securities.....	2,412,704	
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.....	393,074	691,345
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	507,636,013	422,927,095
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	507,636,013	422,927,095
29. Aggregate write-ins for special surplus funds.....	0	3,235,047
30. Common capital stock.....	3,000,000	3,000,000
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.....	104,914,779	104,914,779
35. Unassigned funds (surplus).....	25,446,106	45,082,281
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).....	133,360,885	156,232,107
38. Totals.....	640,996,898	579,159,202

DETAILS OF WRITE-INS

2501. Miscellaneous Payables.....	312,007	601,263
2502. Escheat Claims.....	67,317	90,082
2503. Deferred Income.....	13,750	
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).....	393,074	691,345
2901. Additional admitted deferred tax assets – SSAP 10R.....		3,235,047
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	3,235,047
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	2	3
	Current Year	Prior Year	Prior Year Ended
	to Date	to Date	December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct..... (written \$.....170,691,249).....	154,150,669	142,859,595	190,944,411
1.2 Assumed..... (written \$.....199,667,207).....	182,421,494	158,639,382	214,803,238
1.3 Ceded..... (written \$.....170,691,249).....	154,150,669	142,859,595	190,944,411
1.4 Net..... (written \$.....199,667,207).....	182,421,493	158,639,382	214,803,238
DEDUCTIONS:			
2. Losses incurred (current accident year \$.....98,367,392):			
2.1 Direct.....	88,564,004	55,618,547	77,589,941
2.2 Assumed.....	115,610,688	80,521,572	109,926,296
2.3 Ceded.....	88,540,022	55,484,196	77,423,561
2.4 Net.....	115,634,670	80,655,922	110,092,676
3. Loss adjustment expenses incurred.....	32,963,642	22,722,760	31,371,164
4. Other underwriting expenses incurred.....	61,426,735	55,600,673	73,546,610
5. Aggregate write-ins for underwriting deductions.....	0	0	0
6. Total underwriting deductions (Lines 2 through 5).....	210,025,047	158,979,356	215,010,450
7. Net income of protected cells.....			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	(27,603,554)	(339,974)	(207,212)
INVESTMENT INCOME			
9. Net investment income earned.....	12,485,661	12,379,302	16,676,299
10. Net realized capital gains (losses) less capital gains tax of \$.....0.....	1,085,908	1,443,930	1,969,324
11. Net investment gain (loss) (Lines 9 + 10).....	13,571,570	13,823,233	18,645,623
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$.....0 amount charged off \$.....573,280).....	(573,280)	(668,502)	(815,518)
13. Finance and service charges not included in premiums.....			
14. Aggregate write-ins for miscellaneous income.....	41,936	51,836	62,240
15. Total other income (Lines 12 through 14).....	(531,344)	(616,666)	(753,278)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	(14,563,329)	12,866,592	17,685,133
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).....	(14,563,329)	12,866,592	17,685,133
19. Federal and foreign income taxes incurred.....	(3,533,240)	4,330,093	5,322,219
20. Net income (Line 18 minus Line 19) (to Line 22).....	(11,030,089)	8,536,499	12,362,914
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	156,232,107	144,140,582	144,140,581
22. Net income (from Line 20).....	(11,030,089)	8,536,499	12,362,914
23. Net transfers (to) from Protected Cell accounts.....			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$.....668,894.....	(3,114,581)	1,608,600	2,433,770
25. Change in net unrealized foreign exchange capital gain (loss).....			
26. Change in net deferred income tax.....	3,718,891	1,222,915	1,069,570
27. Change in nonadmitted assets.....	77,770	(346,959)	(500,790)
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.....	(12,523,211)	(3,100,000)	(3,100,000)
36. Change in treasury stock.....			
37. Aggregate write-ins for gains and losses in surplus.....	0	(67,512)	(173,938)
38. Change in surplus as regards policyholders (Lines 22 through 37).....	(22,871,222)	7,853,543	12,091,526
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	133,360,885	151,994,125	156,232,107
DETAILS OF WRITE-INS			
0501. Premium Deficiency Provision.....			
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. Miscellaneous Income.....	41,936	51,836	62,240
1402.			
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).....	41,936	51,836	62,240
3701. Miscellaneous surplus adjustment from merger integration rollover.....			
3702. Additional admitted deferred tax assets – SSAP 10R.....		(67,512)	(173,938)
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	(67,512)	(173,938)

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.....	192,451,996	165,189,338	220,743,351
2. Net investment income.....	13,591,967	13,348,649	18,382,050
3. Miscellaneous income.....	(531,344)	(616,666)	(753,278)
4. Total (Lines 1 through 3).....	205,512,619	177,921,321	238,372,123
5. Benefit and loss related payments.....	74,359,164	60,067,234	89,550,992
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	84,049,807	75,018,349	100,341,886
8. Dividends paid to policyholders.....			
9. Federal and foreign income taxes paid (recovered) net of \$.....326,506 tax on capital gains (losses).....	1,630,001	6,000,000	6,000,000
10. Total (Lines 5 through 9).....	160,038,972	141,085,583	195,892,878
11. Net cash from operations (Line 4 minus Line 10).....	45,473,647	36,835,738	42,479,246
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	32,122,262	31,992,944	47,823,153
12.2 Stocks.....	3,315,475	700,000	700,000
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.....	2,687,704	995,760	
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	38,125,441	33,688,704	48,523,153
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	73,406,942	60,209,236	76,168,313
13.2 Stocks.....			
13.3 Mortgage loans.....			
13.4 Real estate.....			
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....			275,000
13.7 Total investments acquired (Lines 13.1 to 13.6).....	73,406,942	60,209,236	76,443,313
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).....	(35,281,501)	(26,520,532)	(27,920,160)
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.....	12,523,211	3,100,000	3,100,000
16.6 Other cash provided (applied).....	1,216,253	(55,539)	140,106
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(11,306,958)	(3,155,538)	(2,959,894)
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).....	(1,114,813)	7,159,668	11,599,191
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	16,661,523	5,062,332	5,062,332
19.2 End of period (Line 18 plus Line 19.1).....	15,546,710	12,221,999	16,661,523

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

20.0001			
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NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Practices

The accompanying financial statements of Century Surety Company (“Company”) have been completed in accordance with the National Association of Insurance Commissioners’ (NAIC) Accounting Practices and Procedures Manual except to the extent that Ohio state laws and regulations differ. Effective January 1, 2001, the state of Ohio required that insurance companies domiciled in the state of Ohio prepare their statutory basis financial statements in accordance with the NAIC *Accounting Practices and Procedures manual – Effective January 1, 2001* (NAIC SAP), subject to any deviations prescribed or permitted by the state of Ohio Insurance Commissioner. The Company has no such deviations as of September 30, 2012.

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

No significant change.

C. Accounting Policy

No significant change.

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

A. The Company adopted the provisions of SSAP 101 *Income Taxes, a Replacement of SSAP 10R and SSAP 10*, effective January 1, 2012.

SSAP 101 provides new requirements for tax loss contingencies and the calculation and admissibility of deferred tax assets. The difference between the recalculated amounts as of January 1, 2012, and the amount actually reported in the prior year financial statements is treated as a change in accounting principle in accordance with SSAP 3 Accounting Changes and Corrections of Errors. Due to the fact that the Company had previously adopted SSAP 10R, the adoption of SSAP 101 did not result in a change in accounting principle or a change in unassigned funds as of January 1, 2012.

3. BUSINESS COMBINATIONS AND GOODWILL

A. On June 1, 2005, the Company purchased ProCentury Insurance Company (ProCentury), formerly known as Fireman's Fund Insurance Company of Texas from Fireman's Fund Insurance Company.

The cost of acquisition was as follows:

Statutory surplus	\$5,400,000
Purchase price above surplus	300,000
Finder's fee	50,000
Direct legal fees	<u>156,049</u>
Total cost	<u>\$5,906,049</u>

Total goodwill is calculated as follows:

Total cost	\$5,906,049
Less statutory book value	<u>5,400,000</u>
Total positive goodwill	<u>\$ 506,049</u>

Amortization as of September 30, 2012 \$ 371,096

Unamortized balance as of September 30, 2012 \$ 134,953

The total positive goodwill is considered to be admitted and is being amortized to unrealized gain/loss over a ten year period.

B. Statutory Mergers - Not applicable.

C. Impairment Loss - Not applicable.

4. DISCONTINUED OPERATIONS

Not applicable.

5. INVESTMENTS

A. No significant change.

B. No significant change.

C. No significant change.

D. Loan-backed securities

1. Our asset manager uses a proprietary model for loss assumptions and widely accepted models for prepayment assumptions in valuing mortgage-backed and asset-backed securities; inputs come from major third party data providers. The effect of interest rates, volatility, and prepayment speeds are derived using Monte Carlo simulation. Credit loss analysis, resulting effective analytics (spreads, duration, convexity) and cash-flows are reported to clients on a monthly basis. Model assumptions are specific to asset class and collateral types and are regularly evaluated and adjusted where appropriate.

2. Securities where the Company has either the intent to sell or lacks the ability to retain the securities - Not applicable.

3. Loan-backed securities with a recognized other-than-temporary impairment ("OTTI"), currently held by the reporting entity where the present value of the discounted cash flows was/is less than the amortized cost basis of the securities.

CUSIP (6,2,1)			Book/Adj Carry Value Amortized cost before current period OTTI	Projected Cash Flows	Recognized OTTI	Amortized cost after OTTI	Fair Value at time of OTTI	Date of Financial Statement Where Reported
00441R	AJ	6	\$ 422,063	\$ 355,309	\$ 66,754	\$ 355,309	\$ 151,156	12/31/2009
05951K	AX	1	\$ 415,185	\$ 469,438	\$ (54,253)	\$ 469,438	\$ 442,296	9/30/2009
05951K	AX	1	\$ 374,662	\$ 291,695	\$ 82,967	\$ 291,695	\$ 249,632	3/31/2010
05951K	AX	1	\$ 271,197	\$ 265,483	\$ 5,714	\$ 265,483	\$ 239,361	6/30/2010
12628K	AA	0	\$ 175,417	\$ 129,228	\$ 46,189	\$ 129,228	\$ 108,752	12/31/2009
12628K	AA	0	\$ 99,596	\$ 89,216	\$ 10,380	\$ 89,216	\$ 77,774	3/31/2010
233046	AB	7	\$ 292,480	\$ 343,204	\$ (50,724)	\$ 343,204	\$ 336,344	9/30/2009
301965	CH	0	\$ 660,244	\$ 647,951	\$ 12,293	\$ 647,951	\$ 274,451	12/31/2009
393505	VY	5	\$ 303,167	\$ 368,021	\$ (64,854)	\$ 368,021	\$ 375,262	9/30/2009
589962	CV	9	\$ 707,042	\$ 683,785	\$ 23,257	\$ 683,785	\$ 651,084	12/31/2009
BCC00H	34	1	\$ 989,799	\$ 1,208,847	\$ (219,048)	\$ 1,208,847	\$ 940,572	9/30/2009
			XXX	XXX	\$ (141,325)	XXX	XXX	XXX

NOTES TO FINANCIAL STATEMENTS

4. All impaired securities for which an OTTI has not been recognized in earnings as a realized loss including securities with a recognized OTTI for non-interest related declines when a non-recognized interest related impairment remains.

Impaired securities for which an OTTI has been recognized:

A1 - The aggregate amount of unrealized losses - Less than 12 months	(24,147)
A2 - The aggregate amount of unrealized losses - 12 months or longer	(1,638,372)
B1 - The aggregate related fair value of securities with unrealized losses - Less than 12 months	1,091,923
B2 - The aggregate related fair value of securities with unrealized losses - 12 months or longer	2,743,481

5. There are a number of factors that are considered in determining if there is not an OTTI on an investment, including but not limited to, debt burden, credit ratings, sector, liquidity, financial flexibility, company management, expected earnings and cash flow stream, and economic prospects associated with the investment.

- E. No significant change.
- F. No significant change.
- G. No significant change.

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

Not applicable.

7. INVESTMENT INCOME

No significant change.

8. DERIVATIVE INSTRUMENTS

No significant change.

9. INCOME TAXES

No significant change.

The Company adopted the provisions of SSAP 101 *Income Taxes, a Replacement of SSAP 10R and SSAP 10*, effective January 1, 2012. SSAP 101 provides new requirements for tax loss contingencies and the calculation and admissibility of deferred tax assets. The difference between the recalculated amounts as of January 1, 2012, and the amount actually reported in the prior year financial statements is treated as a change in accounting principle in accordance with SSAP 3 Accounting Changes and Corrections of Errors. Due to the fact that the Company had previously adopted SSAP 10R, the adoption of SSAP 101 did not result in a change in accounting principle or a change in unassigned funds as of January 1, 2012.

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

- A. No significant change.
- B. The following is a list of transactions between the Company and its affiliates on a pre-pooled basis, excluding reinsurance transactions and any non-insurance transactions which involve less than ½ of 1% of total assets of the reporting entity:

Affiliate	Date of Transaction	Explanation	Amount Paid (From)/To Company
Meadowbrook, Inc.	Various	Internal Admin. Costs	\$ (19,658,129)

- C. The Management Services Agreement ("Agreement") currently is effective July 1, 2011 through June 30, 2014. If the Agreement is not terminated by the parties, it automatically extends for additional three (3) year periods thereafter. The terms of the Intercompany Loan Agreement were changed effective December 1, 2011 to include Meadowbrook Insurance Group, Inc. ("MIGI") and all of its insurance affiliates.
- D. At September 30, 2012, the Company reported \$238,836 due from parent, subsidiaries and affiliates and \$3,995,534 due to parent, subsidiaries and affiliates pursuant to the Intercompany Loan Agreement. Intercompany balances between parent, subsidiaries and affiliates are settled on a monthly basis.
- E. No significant change.
- F. The Company does not directly hire employees. Rather, the Company entered into the Agreement with Meadowbrook, Inc. and affiliates, which provides the accounting, financial reporting, underwriting, compliance, reinsurance, sales, claims, loss prevention, and general management services for the Company. Fees paid to Meadowbrook, Inc. and affiliates are determined on a monthly basis, based on the actual costs associated with overall administration of all programs. On a pre-pooled basis, the Company directly incurred \$19,658,129 of such expenses as of September 30, 2012.

Effective October 1, 2009 the Company entered into a new Agency Agreement with Meadowbrook, Inc. and its affiliates or subsidiaries (the "Agent") whereby the Company pays the Agent a commission for the production of premium. As of September 30, 2012, the Company has paid the Agent \$158,884 in commissions.

In addition, the Company's federal income tax return is consolidated with the entities referenced in Note 9(F) of the annual statement. Pursuant to the Tax Allocation Agreement, the Company incurred \$4,570,718 of tax benefit during the year, to be received from the ultimate parent, MIGI.

- G. No significant change.
- H. No significant change.
- I. No significant change.
- J. Investments in Impaired SCA Entities - Not applicable.
- K. Investments in Foreign SCA Entities - Not applicable.
- L. Valuation of Downstream Holding Companies - Not applicable.

11. DEBT

No significant change.

12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

Not applicable.

13. CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

- A. No significant change.
- B. No significant change.

NOTES TO FINANCIAL STATEMENTS

- C. Dividends on common stock are paid as declared by the Board of Directors of the Company. Without prior approval of its domiciliary commissioner, Ohio law limits dividends to shareholders to the greater of 10% of the prior year policyholders' surplus less dividends paid in the prior twelve months or the prior year net income (excluding realized capital gains) less dividends paid in the prior twelve months. These dividends are further limited by a clause in the Ohio law, which prohibits an insurer from declaring dividends unless the value of assets remaining is at least equal to the aggregate amount of debts and liabilities, including capital.
- D. The Company paid ordinary dividends, not requiring regulatory approval, of \$12,523,211 to ProCentury Corporation on March 30, 2012.
- E. Within the limitations of (C) above, the maximum ordinary dividend payment allowed to shareholders as of September 30, 2012, without prior regulatory approval, is \$3,100,000 after considering the ordinary dividend payment per (D) above.
- F. No significant change.
- G. No significant change.
- H. No significant change.
- I. With the exception of the required reporting related to SSAP 101, the Company does not have any special surplus funds.
- J. The portion of unassigned funds (surplus) represented by cumulative unrealized capital gains is \$3,395,349.
- K. No significant change.
- L and M. No significant change.

14. CONTINGENCIES

- A. The Company has no material contingent commitments to a SCA entity, joint venture, partnership, or limited liability company, nor any contingent commitments attributable to low income housing tax credit properties as of September 30, 2012.

B. Guaranty Fund and Other Assessments

1. Liability and related Assets

The Company is subject to guaranty fund and other assessments by the states in which it writes business. Guaranty fund assessments should be accrued at the time of the insolvencies. These assessments do not have a material impact on the financial statements. Other assessments should be accrued either at the time the assessments are levied or in the case of premium-based assessments, at the time the premiums are written, or in the case of loss-based assessments, at the time the losses are incurred.

The Company has accrued a liability for guaranty fund and other assessments of \$14,148 and a related premium tax benefit asset of \$292. The liability is included in the taxes, licenses and fees liability and is typically paid with 1 to 3 years. The asset is included in the guaranty funds receivable asset, and is typically recovered within 10 years.

The amounts represent management’s best estimates based on information received from the states in which the Company writes business and may change due to many factors including the Company’s share of the ultimate cost of current insolvencies.

2. Rollforward of related asset

1. Description	2. Amount
a. Assets recognized from paid and accrued premium tax offsets and policy surcharges prior year end	\$ 505
b. Decreases current year: Premium tax offsets charged off	356
c. Increases current year: Premium tax offsets accrued	143
Assets recognized from paid and accrued premium tax offsets and policy surcharges current year end	\$ 292

- C. The Company is unaware of any gain contingencies that could have a material financial effect.
- D. The Company is unaware of any extra contractual obligation and bad faith losses that could have a material financial effect.
- E. Product warranties - Not applicable.
- F. The Company has not encountered any contingent liabilities arising from litigation, income taxes or other matters, nor has any impairment of an asset, that would be considered material in relation to the financial position of the Company.

15. LEASES

A. Lessee Leasing Arrangements

- 1. The Company leases one office facility under a noncancelable operating lease that will expire October 2013.
- 2. At September 30, 2012, future minimum rental payments are as follows:

Year	Amount
2012	\$ 153,990
2013	513,300
Total	\$ 667,290

- 3. The Company has not entered into any sale-leaseback arrangements.

B. Lessor Leasing Arrangements

Not applicable.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND WITH CONCENTRATIONS OF CREDIT RISK

Not applicable.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

- A. Transfers of Receivables Reported as Sales - Not applicable.
- B. Transfers and Servicing of Financial Assets - Not applicable.
- C. There are no wash sales as of September 30, 2012.

18. GAIN OR LOSS FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

Not applicable.

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

Not applicable.

NOTES TO FINANCIAL STATEMENTS

20. FAIR VALUE MEASUREMENT

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

1. Fair Value Measurements at Reporting Date

The Company has categorized its assets and liabilities that are measured at fair value into the three-level fair value hierarchy as reflected in the following table.

Level 1 - Valuations that are based on unadjusted quoted market prices in active markets for identical securities. The fair value of exchange-traded equities and mutual funds included in the Level 1 category were based on quoted prices that are readily and regularly available in an active market and are thus classified as Level 1.

Level 2 - Valuations that are based on observable inputs (other than Level 1 prices), such as quoted prices for similar assets at the measurement date; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly. The fair value of securities included in the Level 2 category were based on market values obtained from a third-party pricing service. They were evaluated using pricing models that vary by asset class and incorporate available trade, bid and other observable market information. The third-party service monitors market indicators as well as industry and economic events. The Level 2 category includes corporate bonds, government and agency bonds, asset-backed, residential mortgage-backed and commercial mortgage-backed securities and municipal bonds.

Level 3 - Valuations that are derived from techniques in which one or more of the significant inputs are unobservable and/or involve management judgment and/or are based on non-binding broker quotes.

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Perpetual Preferred Stock - Industrial & Misc.	\$ 6,709,890	\$ 546,841	\$ 0	\$ 7,256,731
Redeemable Preferred Stock - Industrial & Misc.	839,920	0	0	839,920
Bonds - Industrial & Misc.	0	0	263,723	263,723
Bonds - MBS/CMO - Industrial & Misc.	0	1,160,801	1,287,265	2,448,066
Common Stock - Industrial & Misc.	15,639,431	0	0	15,639,431
	\$ 23,189,241	\$ 1,707,642	\$ 1,550,988	\$ 26,447,871

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 between Levels. During the current year, there were no transfers into or out of Level 1, no transfers into Level 2, and six transfers out of Level 2. Management no longer believes these assets can be priced using observable market inputs; hence they are being classified as Level 3 assets.

2. Rollforward of Fair Value Measurements in Level 3

	Beginning Balance as of 1/1	Transfers into Level 3	Transfers out of Level 3	Total gains (losses) included in Net Income	Total gains (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance as of 9/30
Bonds - Industrial & Misc.	\$ 253,718	\$ 0	\$ 0	\$ 0	\$10,005	\$ 0	\$0	\$ 0	\$ 0	\$ 263,723
Bonds - MBS/CMO - Industrial & Misc.	1,192,832	121,456	0	(28,284)	5,137	0	0	(3,876)	0	1,287,265
Ending Balance	\$1,446,550	\$ 121,456	\$ 0	\$ (28,284)	\$15,142	\$ 0	\$0	\$ (3,876)	\$ 0	\$1,550,988

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. During the current year, there were no transfers out of Level 3 and six transfers into Level 3. Management believes these assets can no longer be priced using observable marketable inputs; hence they were transferred from Level 2 to Level 3.

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

The estimated fair values of the Company's investments are based on prices provided by a third party pricing service and a third party investment manager. The prices provided by these services are based on quoted market prices, when available; non-binding broker quotes, or matrix pricing. The Company has not historically adjusted security prices.

For corporate, government and municipal bonds, the third party pricing service utilizes a pricing model with standard inputs that include benchmark yields, reported trades, issuer spreads, two-sided markets, benchmark securities, market bids / offers, and other reference data observable in the marketplace. The model uses the option adjusted spread methodology and is a multi-dimensional relational model. All bonds valued under these techniques are classified as Level 2.

For asset-backed, residential mortgage-backed and commercial mortgage-backed securities, the third party pricing service valuation methodology includes consideration of interest rate movements, new issue data, monthly remittance reports and other pertinent data that is observable in the marketplace. This information is used to determine the cash flows for each tranche and identifies the inputs to be used such as benchmark yields, prepayment assumptions and collateral performance. All asset-backed, residential mortgage-backed and commercial mortgage-backed securities valued under these methods are classified as Level 2.

For all assets where readily observable pricing methods are not available the third party investment manager will price the asset using a combination of non-binding broker / dealer quotes, benchmarking techniques, and sector specific knowledge. All assets priced by using this methodology are classified as Level 3.

5. Derivative Fair Values - Not applicable.

B. Other Fair Value Disclosures - Not applicable.

NOTES TO FINANCIAL STATEMENTS

C. Fair Values for All Financial Instruments by Level 1, 2 and 3

The table below reflects the fair values and admitted values of all admitted assets and liabilities that are financial instruments excluding those accounted for under the equity method (subsidiaries, joint ventures and ventures). The fair values are also categorized into the three-level fair value hierarchy as described above in Note 20A.

Type of Financial Instrument	Fair Value	Admitted Value	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	\$ 453,041,249	\$ 417,180,359	\$ 0	\$ 448,800,646	\$ 4,240,603	\$ 0
Preferred Stocks	11,732,450	11,490,544	11,160,351	572,099	0	0
Common Stocks	15,639,431	15,639,430	15,639,431	0	0	0
Cash Equivalents & Short-Term Investments	6,325,847	6,325,847	6,325,847	0	0	0
Total Assets	\$ 486,738,977	\$ 450,636,180	\$ 33,125,629	\$ 449,372,745	\$ 4,240,603	\$ 0

D. Financial Instruments for which Not Practical to Estimate Fair Values - Not applicable.

21. OTHER ITEMS

- A. No significant change.
- B. No significant change.
- C. No significant change.
- D. At September 30, 2012, the Company had admitted assets of \$32,932,999 for amounts due from agents and \$1,300 for amounts due from insureds. The Company routinely assesses the collectibility of these receivables and, where necessary, establishes an allowance for estimated uncollectible accounts. The potential loss associated with uncollectible accounts in excess of amounts non-admitted or otherwise provided for through an allowance for estimated uncollectible accounts is not believed to be material to the Company’s financial position.
- E. No significant change.
- F. State Transferable and Non-Transferable Tax Credits - Not applicable.
- G. No significant change.

22. EVENTS SUBSEQUENT

- A. **Type I - Recognized Subsequent Events:**
There were no events occurring subsequent to the end of the current quarter through the date of this filing meriting disclosure.
- B. **Type II - Nonrecognized Subsequent Events:**
There were no events occurring subsequent to the end of the current quarter through the date of this filing meriting disclosure.

23. REINSURANCE

- A. **Unsecured Reinsurance Recoverables**
The Company's unsecured reinsurance balances in excess of 3% of policyholder surplus with any one reinsurer are estimated at September 30, 2012 as follows:

Reinsurer Name	NAIC Code	Federal ID#	Amount
Star Insurance Company	18023	38-2626205	392,220,707

This amount due from Star is related to the Intercompany Reinsurance Agreement noted in Note 26.

- B. **Reinsurance Recoverables in Dispute**
The Company does not have any reinsurance recoverables for paid losses and loss adjustment expenses that exceed 5% of policyholders’ surplus from an individual reinsurer or 10% of policyholders’ surplus in aggregate.

C. Reinsurance Assumed and Ceded

- 1. The following table summarizes ceded and assumed unearned premiums and the related commission equity at September 30, 2012.
- 2. The additional or return commission, predicated on loss experience or on any other form of profit sharing arrangements in this quarterly statement as a result of existing contractual arrangements is accrued as follows:

	Assumed		Ceded		Assumed less Ceded	
	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity
a. Affiliates	\$ 119,861,000	\$ 0	\$ 117,424,000	\$ 0	\$ 2,437,000	\$ 0
b. All other	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
c. Totals	\$ 119,861,000	\$ 0	\$ 117,424,000	\$ 0	\$ 2,437,000	\$ 0
d. Direct Unearned Premium Reserve:	\$ 117,424,000					

	Direct	Assumed	Ceded	Net
a. Contingent Commission	\$ 407,953	\$ 0	\$ 0	\$ 407,953
b. Sliding Scale Commission	0	0	0	0
c. Other Profit Commission Arrangements	327,589	0	0	327,589
d. Total	\$ 735,542	\$ 0	\$ 0	\$ 735542

- 3. The Company does not use protected cells as an alternative to traditional reinsurance.
- D. **Uncollectible Reinsurance**
The Company did not have any uncollectible reinsurance written off during 2012.
- E. **Commutation of Ceded Reinsurance**
The Company did not have any commutations of ceded reinsurance as of September 30, 2012.
- F. **Retroactive Reinsurance**
The Company does not have any retroactive reinsurance as of September 30, 2012.
- G. **Reinsurance Accounted for as a Deposit**
The Company has no reinsurance agreements that have been accounted for as deposits as of September 30, 2012.
- H. **Transfer of Property and Casualty Run-off Agreements - Not applicable.**

NOTES TO FINANCIAL STATEMENTS

24. RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

- A. Accrued retrospective premiums reported as an asset on the balance sheet have been determined based upon loss experience on business subject to such experience rating adjustment. Accrued retrospectively rated premiums, including all of those relating to bulk IBNR, have determined by or allocated to individual policyholder accounts.
- B. The Company records accrued retrospective premiums through written premium.
- C. Net written premiums for the current year on retrospective Other Liability - claims made policies were \$253,873 or 2.12% of total Other Liability - claims made net premiums written.
- D. Medical loss ratio rebates - Not applicable.
- E. Ten percent of the amount of accrued retrospective premiums not offset by retrospective return premiums, other liabilities to the same party (other than loss and loss expense reserves), or collateral as permitted by SSAP No. 66, Retrospectively Rated Contracts, has been non-admitted.

a. Total accrued retro premium	\$ (141,488)
b. Unsecured amount	0
c. Less: Non-admitted amount (10%)	N/A
d. Less: Non-admitted for any person for whom agents' balances or uncollected premiums are non-admitted.	N/A
e. Admitted amount (a)-(c)-(d)	\$ (141,488)

25. CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

Net incurred losses and loss adjustment expenses attributable to insured events of prior accident years increased \$23.6 million during calendar year 2012 as a result of re-estimation of unpaid loss and loss adjustment expenses. This increase recognizes additional paid loss and loss adjustment expenses of \$75.4 million, offset by a decrease in reserves on prior accident years of \$51.8 million. Original estimates of ultimate losses are increased or decreased as additional information becomes known regarding individual claims.

26. INTERCOMPANY POOLING ARRANGEMENTS

- A. Effective January 1, 2009, the Company and its United States affiliates (Star Insurance Company ("Star"), Savers Property and Casualty Insurance Company, Williamsburg National Insurance Company, Ameritrust Insurance Corporation and ProCentury Insurance Company) are participants in an Intercompany Reinsurance Agreement, whereby each participating affiliate cedes 100% of its business to Star. Thereafter, Star cedes to each participating affiliate, which have agreed to reinsure Star for their respective participation. The participants and their respective participations effective January 1, 2009 through current are as follows:

Name of Insurer	NAIC Code	Percentage Participation
Star Insurance Co. (Lead insurer)	18023	35.83%
Century Surety Co.	36951	29.07%
Savers Property and Casualty Ins. Co.	16551	13.04%
ProCentury Insurance Co.	21903	9.44%
Williamsburg National Ins. Co.	25780	6.72%
Ameritrust Insurance Corp.	10665	5.90%

- B. All business written by each participant is subject to the Intercompany Reinsurance Agreement.
- C. After pooling and before redistribution, Star has the following reinsurance ceded with nonaffiliated reinsurers:

- For Liability Lines (\$6,000,000 xs of \$1,000,000 retention)
- For Workers Compensation Lines (\$99,000,000 xs \$1,000,000 retention)
- For Terrorism Lines (\$139,000,000 xs \$1,000,000 retention)
- For Public Entity Liability Lines (\$9,000,000 xs \$1,000,000 retention)
- For Property Per Risk Coverage (\$9,000,000 xs \$1,000,000 retention)
- For Property Catastrophe Coverage (\$59,000,000 xs \$6,000,000 retention)
- For Medical Professional Liability Lines (\$700,000 xs \$300,000 retention)
- For Commercial Truck Liability Lines (\$1,500,000 xs \$500,000 retention)
- For Other Liability Lines (\$750,000 xs \$250,000 retention)
- For Agriculture Lines –Property (\$9,500,000 xs \$500,000 retention)
- For Agriculture Lines- Liability (\$500,000 xs \$500,000 retention)
- For Awards Lines (\$10,000,000 xs \$5,000,000 retention)
- For Clash Lines (\$3,000,000 xs \$0 retention)
- For Ocean Marine Lines (Variable quota share maximum retained line \$1,000,000 part of \$5,000,000)
- Various quota share treaties all lines
- Various Facultative Agreements all lines
- Various Umbrella agreements.

- D. Under the Intercompany Reinsurance Agreement, only Star has contractual rights of direct recovery from the excess of loss, catastrophe, quota share, facultative and umbrella agreements noted above.
- E. There are no discrepancies between the assumed and ceded reinsurance schedules of the pool participants.
- F. Under the Intercompany Reinsurance Agreement, only Star establishes a provision for reinsurance and write-off of uncollectible reinsurance relating to the above noted reinsurance agreements.
- G. Amounts due to/from lead entity and pool participants as of September 30, 2012:

<u>Name of Insurer</u>	<u>Amounts Receivable</u>	<u>Amounts Payable</u>	<u>Net Receivable/(Payable)</u>
Star Insurance Co. (Lead insurer)	\$ 157,908,063	\$ 164,425,724	\$ (6,517,661)
Century Surety Co.	\$ 84,944,242	\$ 76,747,513	\$ 8,196,729
Savers Property and Casualty Ins. Co.	\$ 27,355,698	\$ 22,910,803	\$ 4,444,895
ProCentury Insurance Co.	\$ 22,010,000	\$ 33,709,658	\$ (11,699,658)
Williamsburg National Ins. Co.	\$ 18,217,506	\$ 15,557,769	\$ 2,659,737
Ameritrust Insurance Corp.	\$ 11,898,278	\$ 8,982,320	\$ 2,915,958

27. STRUCTURED SETTLEMENTS

No significant change.

28. HEALTH CARE RECEIVABLES

Not applicable.

29. PARTICIPATING ACCIDENT AND HEALTH POLICIES

Not applicable.

NOTES TO FINANCIAL STATEMENTS

30.

PREMIUM DEFICIENCY RESERVES

As of September 30, 2012, the Company has no liability for premium deficiency reserves. The Company utilizes anticipated investment income as a factor in the premium deficiency calculation.
31.

HIGH DEDUCTIBLES

The Company has no high deductibles as of September 30, 2012.
32.

DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES AND UNPAID LOSS ADJUSTMENT EXPENSES

Not applicable.
33.

ASBESTOS AND ENVIRONMENTAL RESERVES

No significant change.
34.

SUBSCRIBER SAVINGS ACCOUNTS

Not applicable.
35.

MULTIPLE PERIL CROP INSURANCE

Not applicable.
36.

FINANCIAL GUARANTY INSURANCE

A1. Unrecorded installment premiums and expected earnings - Not applicable.
A2. Recorded non-installment premiums and expected earnings - Not applicable.
A3. Changes in claim liability and discount rate used - Not applicable.
A4. Risk management activities - Not applicable.
B. The Company has no insured financial obligations.

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 [☒]

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 [☒]

2.2

If yes, date of change:

3.

Have there been any substantial changes in the organizational chart since the prior quarter end?
If yes, complete the Schedule Y-Part 1 - Organizational chart.

Yes [☐]

No [☒]

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [☐]

No [☒]

4.2

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

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

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation.

Yes [☐]

No [☒]

N/A [☐]

6.1

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

12/31/2010.....

6.2

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

12/31/2010.....

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).

1/31/2012.....

6.4

By what department or departments?
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 [☒]

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [☐]

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 [☒]

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 [☒]

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 [☒]

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	2	3	4	5	6
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC

9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [☒]

No [☐]

9.11

If the response to 9.1 is No, please explain:

9.2

Has the code of ethics for senior managers been amended?

Yes [☐]

No [☒]

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 [☒]

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 [X] No []

14.2 If yes, please complete the following:

	1	2
	Prior Year-End	Current Quarter
	Book/Adjusted Carrying Value	Book/Adjusted Carrying Value
14.21 Bonds.....	\$0	\$0
14.22 Preferred Stock.....	\$0	\$0
14.23 Common Stock.....	\$35,685,573	\$31,366,714
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).....	\$35,685,573	\$31,366,714
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	2
Name of Custodian(s)	Custodian Address
JP Morgan Chase Bank, NA	P.O. Box 710634, Columbus, OH 43271-0634

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

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

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

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

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

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

1	2	3
Central Registration Depository	Name(s)	Address
107423	Conning, Inc	One Financial Plaza, Hartford, CT 06103-2627
106810	Munder Capital Management	480 Pierce Street, Birmingham, MI 48009

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?
If yes, attach an explanation.

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

2.

Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured?
If yes, attach an explanation.

Yes [] No [X]

3.1

Have any of the reporting entity's primary reinsurance contracts been canceled?

Yes [] No [X]

3.2

If yes, give full and complete information thereto:

4.1

Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero?

Yes [] No [X]

4.2

If yes, complete the following schedule:

1	2	3	Total Discount				Discount Taken During Period			
Line of Business	Maximum Interest	Disc. Rate	4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 Total
	.....	.....	.....	.....	.....	.....0	.....	.....	.....	.....0
Total.....	XXX...	XXX.....	0	0	0	0	0	0	0	0

5.

Operating Percentages:

5.1

A&H loss percent

0.0 %

5.2

A&H cost containment percent

0.0 %

5.3

A&H expense percent excluding cost containment expenses

0.0 %

6.1

Do you act as a custodian for health savings accounts?

Yes [] No [X]

6.2

If yes, please provide the amount of custodial funds held as of the reporting date.

0

6.3

Do you act as an administrator for health savings accounts?

Yes [] No [X]

6.4

If yes, please provide the amount of funds administered as of the reporting date.

0

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

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama.....AL	E	1,922,676	2,268,296	888,722	500,828	2,321,792	2,373,958
2. Alaska.....AK	E	1,033,277	754,769	97,886	174,932	1,028,435	578,969
3. Arizona.....AZ	L	1,333,799	1,048,801	968,356	1,754,219	1,631,351	2,071,365
4. Arkansas.....AR	E	1,052,633	733,788	178,834	263,910	669,780	751,403
5. California.....CA	E	35,286,190	26,481,987	14,704,171	7,400,917	44,075,294	38,093,072
6. Colorado.....CO	E	1,521,323	1,248,246	375,698	221,694	2,353,575	2,504,738
7. Connecticut.....CT	E	973,010	861,628	242,939	112,324	805,775	669,098
8. Delaware.....DE	E	129,596	350,773	1,000	37,750	255,140	263,437
9. District of Columbia.....DC	E	247,278	155,739	48,254	21,290	250,515	354,417
10. Florida.....FL	E	34,291,149	35,153,780	14,537,859	10,830,855	36,427,460	35,917,225
11. Georgia.....GA	E	4,639,696	2,741,482	677,488	1,106,581	2,809,670	2,452,174
12. Hawaii.....HI	E	512,289	372,824	50,082	7,514	346,614	296,087
13. Idaho.....ID	E	376,667	255,881	74,371	31,145	300,518	216,181
14. Illinois.....IL	E	2,974,112	3,059,669	1,119,363	1,178,881	2,658,197	2,936,901
15. Indiana.....IN	L	290,410	235,308	7,555	395,174	420,888	787,153
16. Iowa.....IA	E	250,576	130,396	(775)	57,771	140,489	127,081
17. Kansas.....KS	E	684,930	737,057	80,491	317,091	793,230	728,008
18. Kentucky.....KY	E	914,886	954,887	573,258	252,336	1,072,831	1,222,843
19. Louisiana.....LA	E	10,304,146	8,812,790	4,678,880	3,226,954	9,798,027	10,086,164
20. Maine.....ME	E	230,281	243,639	13,762	40,644	80,220	63,121
21. Maryland.....MD	E	858,101	635,424	86,353	55,553	670,998	521,922
22. Massachusetts.....MA	E	1,384,910	1,400,737	447,965	702,272	1,608,794	1,614,898
23. Michigan.....MI	E	1,845,235	2,431,777	820,639	1,092,624	2,519,012	3,522,696
24. Minnesota.....MN	E	693,540	391,842	40,954	185,424	694,016	640,870
25. Mississippi.....MS	E	1,883,553	1,635,168	1,473,398	1,075,965	1,248,765	1,554,498
26. Missouri.....MO	E	2,776,179	2,573,514	2,185,638	2,932,937	3,307,450	4,094,909
27. Montana.....MT	E	585,352	395,508	379,846	(620)	448,190	287,664
28. Nebraska.....NE	E	521,982	489,484	12,685	70,771	619,375	363,993
29. Nevada.....NV	E	1,245,556	1,299,427	1,596,545	945,220	3,965,913	2,220,702
30. New Hampshire.....NH	E	142,052	339,945	209	15,786	185,067	173,827
31. New Jersey.....NJ	E	4,125,756	2,801,396	951,864	809,684	4,636,576	3,942,599
32. New Mexico.....NM	E	649,054	453,527	214,039	541,855	1,839,396	2,095,781
33. New York.....NY	E	9,930,263	7,632,737	2,484,852	3,602,975	18,250,728	14,995,995
34. North Carolina.....NC	E	2,613,994	2,422,701	488,300	500,298	2,137,371	1,313,896
35. North Dakota.....ND	E	369,179	180,506	17,990		275,734	163,751
36. Ohio.....OH	L	1,577,364	1,810,583	2,717,998	338,676	1,012,489	1,920,558
37. Oklahoma.....OK	E	2,970,272	2,158,814	2,485,299	868,527	2,574,732	1,910,180
38. Oregon.....OR	E	1,933,076	1,856,549	581,725	636,944	3,110,078	2,539,018
39. Pennsylvania.....PA	E	3,741,785	3,193,311	1,900,972	1,125,649	3,958,988	3,740,298
40. Rhode Island.....RI	E	132,241	144,833		49,286	54,128	31,676
41. South Carolina.....SC	E	1,400,583	1,519,670	771,650	960,786	1,939,964	1,407,763
42. South Dakota.....SD	E	104,836	81,981	188	815	137,553	103,318
43. Tennessee.....TN	E	1,358,399	881,993	229,850	331,176	1,477,364	1,028,365
44. Texas.....TX	E	22,431,231	21,501,895	12,124,164	7,547,889	21,178,263	22,171,606
45. Utah.....UT	E	707,112	502,584	78,175	6,233	1,062,101	766,814
46. Vermont.....VT	E	264,322	195,193	6,810	4,343	225,949	240,524
47. Virginia.....VA	E	1,149,246	814,385	647,524	135,440	911,100	1,854,901
48. Washington.....WA	E	3,711,796	4,322,868	3,105,645	2,118,262	6,708,365	7,473,920
49. West Virginia.....WV	L	4,865	718	3,415	(4,123)	14,932	28,434
50. Wisconsin.....WI	L	245,334	142,723	3,904	41,955	245,258	293,001
51. Wyoming.....WY	E	365,157	368,975	202,807	275,000	1,269,086	946,778
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).....5	170,691,249	151,182,508	75,379,598	54,900,407	196,527,537	186,458,552

DETAILS OF WRITE-INS

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

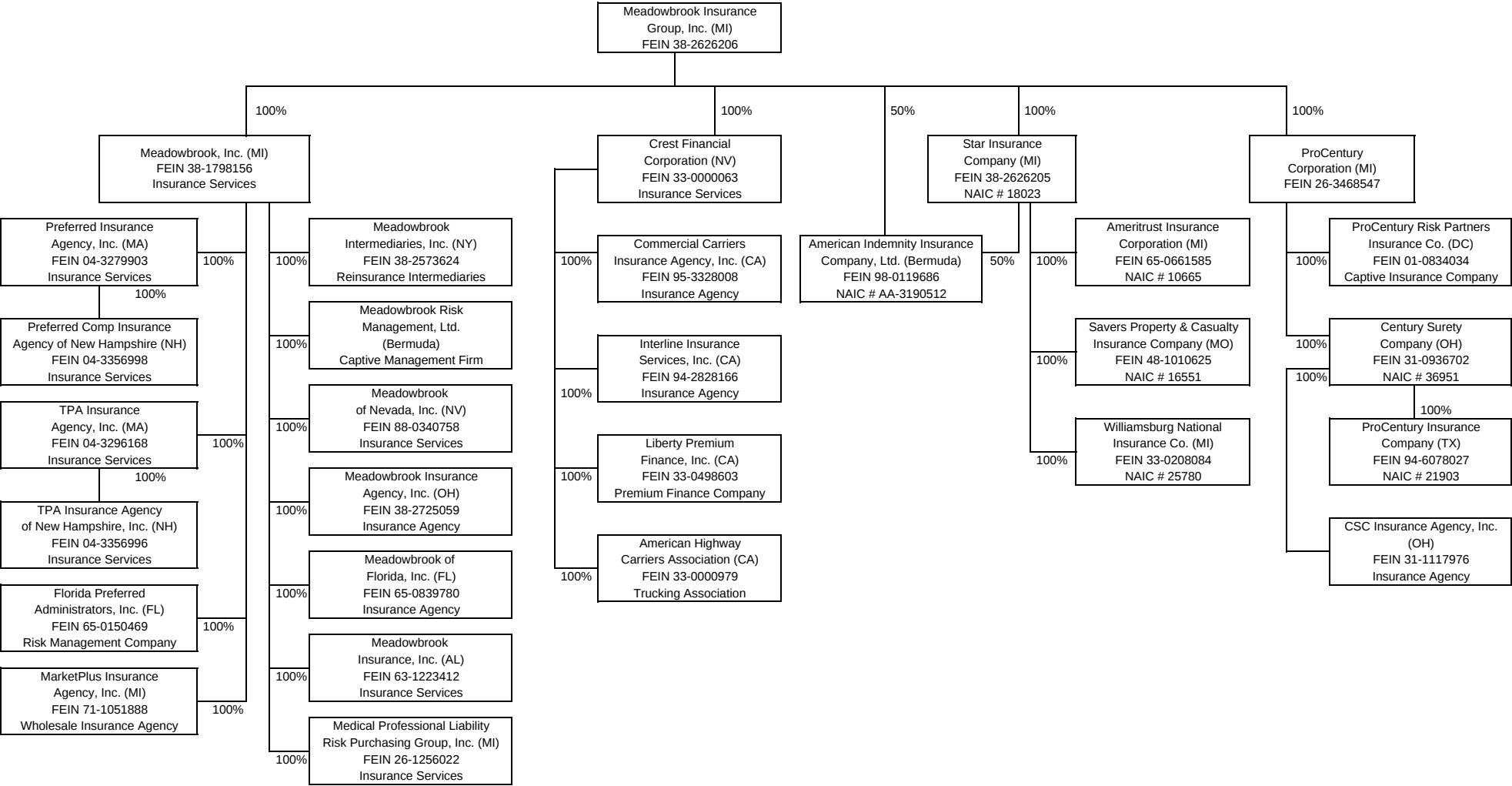
(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

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

PART 1 – ORGANIZATIONAL CHART



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
Members														
			38-2626206		949156	NYSE	Meadowbrook Insurance Group, Inc.	MI	UIP					
0748		18023	38-2626205				Star Insurance Company	MI	IA	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		16551	48-1010625				Savers Property & Casualty Insurance Company	MO	IA	Star Insurance Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		25780	33-0208084				Williamsburg National Insurance Company	MI	IA	Star Insurance Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		10665	65-0661585				Ameritrust Insurance Corporation	MI	IA	Star Insurance Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			98-0119686				American Indemnity Insurance Company, Ltd	BM	IA	Meadowbrook Insurance Group, Inc.	Ownership	50.000	Meadowbrook Insurance Group, Inc.	
			98-0119686				American Indemnity Insurance Company, Ltd	BM	IA	Star Insurance Company	Ownership	50.000	Meadowbrook Insurance Group, Inc.	
			26-3468547				ProCentury Corporation	MI	UDP	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			01-0834034				ProCentury Risk Partners Insurance Company	DC	IA	ProCentury Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		36951	31-0936702				Century Surety Company	OH		ProCentury Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		21903	94-6078027				ProCentury Insurance Company	TX	DS	Century Surety Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			31-1117976				CSC Insurance Agency, Inc	OH	DS	Century Surety Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			33-0000063				Crest Financial Corporation	NV	NIA	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			95-3328008				Commercial Carriers Insurance Agency, Inc	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			94-2828166				Interline Insurance Services, Inc	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			33-0498603				Liberty Premium Finance, Inc	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			33-0000979				American Highway Carriers Association	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			38-1798156				Meadowbrook, Inc.	MI	NIA	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			04-3279903				Preferred Insurance Agency, Inc	MA	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			04-3356998				Preferred Comp Insurance Agency of New Hampshire	NH	NIA	Preferred Insurance Agency, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			04-3296168				TPA Insurance Agency, Inc	MA	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			04-3356996				TPA Insurance Agency of New Hampshire, Inc	NH	NIA	TPA Insurance Agency, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			65-0150469				Florida Preferred Administrators, Inc	FL	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			71-1051888				MarketPlus Insurance Agency, Inc	MI	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			38-2573624				Meadowbrook Intermediaries, Inc	NY	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
							Meadowbrook Risk Management, Ltd	BM	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			88-0340758				Meadowbrook of Nevada, Inc	NV	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			38-2725059				Meadowbrook Insurance Agency, Inc	OH	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			65-0839780				Meadowbrook of Florida, Inc	FL	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			63-1223412				Meadowbrook Insurance, Inc	AL	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			26-1256022				Medical Professional Liability Risk Purchasing Group, Inc.	MI	NIA	Meadowbrook, Inc	Ownership	100.000	Meadowbrook Insurance Group, Inc.	

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date			Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire.....	14,055,404	4,763,464	33.9	14.7
2. Allied lines.....	3,083,892	4,596,981	149.1	128.4
3. Farmowners multiple peril.....			0.0	
4. Homeowners multiple peril.....			0.0	
5. Commercial multiple peril.....	42,172,522	26,988,220	64.0	59.7
6. Mortgage guaranty.....			0.0	
8. Ocean marine.....	1,332,124	(237,918)	(17.9)	(28.6)
9. Inland marine.....	1,460,085	558,875	38.3	15.6
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.....		(64,175)	0.0	
17.1 Other liability-occurrence.....	64,883,969	31,016,362	47.8	23.9
17.2 Other liability-claims made.....	9,780,363	3,626,072	37.1	(0.6)
17.3 Excess workers' compensation.....			0.0	
18.1 Products liability-occurrence.....	801,511	348,240	43.4	38.5
18.2 Products liability-claims made.....	8,597	1,817	21.1	27.0
19.1, 19.2 Private passenger auto liability.....			0.0	
19.3, 19.4 Commercial auto liability.....	12,105,644	11,910,541	98.4	74.2
21. Auto physical damage.....	4,130,915	1,431,237	34.6	49.3
22. Aircraft (all perils).....			0.0	
23. Fidelity.....	4,873	838	17.2	18.1
24. Surety.....	110,166	3,560,543	3,232.0	462.4
26. Burglary and theft.....			0.0	
27. Boiler and machinery.....	220,605	62,906	28.5	8.4
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.....	154,150,669	88,564,004	57.5	38.9

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.....	4,560,338	13,819,067	15,384,522
2. Allied lines.....	1,084,470	3,220,469	3,069,675
3. Farmowners multiple peril.....			
4. Homeowners multiple peril.....			
5. Commercial multiple peril.....	17,065,470	51,658,308	42,863,236
6. Mortgage guaranty.....			
8. Ocean marine.....	661,419	1,427,798	2,083,365
9. Inland marine.....	563,173	1,585,410	1,290,290
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.....	25,585,400	70,060,988	62,921,848
17.2 Other liability-claims made.....	5,129,786	11,976,266	6,053,153
17.3 Excess workers' compensation.....			
18.1 Products liability-occurrence.....	326,939	980,188	394,304
18.2 Products liability-claims made.....	6,796	19,534	4,937
19.1 19.2 Private passenger auto liability.....			
19.3 19.4 Commercial auto liability.....	3,476,853	11,406,754	12,637,854
21. Auto physical damage.....	1,381,643	4,106,387	4,150,856
22. Aircraft (all perils).....			
23. Fidelity.....		2,617	3,411
24. Surety.....	63,821	116,401	144,028
26. Burglary and theft.....			
27. Boiler and machinery.....	125,239	311,062	181,029
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.....	60,031,346	170,691,249	151,182,508

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

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

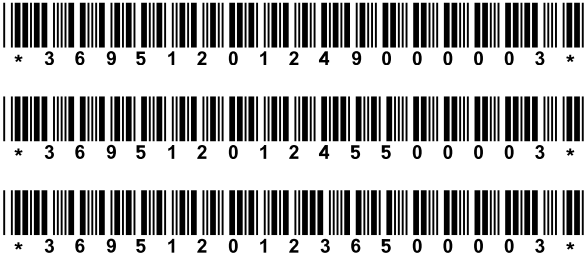
The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing 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?	YES

Explanation:

1.
2.
3.
4.

Bar Code:



Century Surety Company
Overflow Page for Write-Ins

NONE

Century Surety Company

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	440,807,677	410,850,156
2. Cost of bonds and stocks acquired.....	73,406,942	76,168,313
3. Accrual of discount.....	136,255	246,617
4. Unrealized valuation increase (decrease).....	(2,407,734)	2,335,244
5. Total gain (loss) on disposals.....	1,085,908	1,969,324
6. Deduct consideration for bonds and stocks disposed of.....	35,437,737	48,523,153
7. Deduct amortization of premium.....	1,909,346	2,238,825
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).....	475,681,966	440,807,677
11. Deduct total nonadmitted amounts.....		9,200
12. Statement value at end of current period (Line 10 minus Line 11).....	475,681,966	440,798,477

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	354,195,719	44,684,828	37,676,994	(2,285,913)	337,583,595	354,195,719	358,917,640	343,734,421
2. Class 2 (a).....	49,534,336	9,648,485	11,852	1,545,061	47,271,375	49,534,336	60,716,030	40,263,592
3. Class 3 (a).....	783,018		6,926	181,917	1,484,858	783,018	958,009	1,623,072
4. Class 4 (a).....	871,400		125,962	(70,653)	849,373	871,400	674,785	710,123
5. Class 5 (a).....	385,986			(30,677)	473,182	385,986	355,309	609,028
6. Class 6 (a).....	1,883,786		16,748	17,393	1,897,172	1,883,786	1,884,432	1,926,496
7. Total Bonds.....	407,654,245	54,333,313	37,838,482	(642,872)	389,559,556	407,654,245	423,506,206	388,866,732
PREFERRED STOCK								
8. Class 1.....								
9. Class 2.....	3,285,242			7,200	3,478,261	3,285,242	3,292,441	4,923,175
10. Class 3.....	5,874,612		165,486	49,085	7,896,196	5,874,612	5,758,211	6,045,946
11. Class 4.....	2,317,794		397,360	17,993	2,371,120	2,317,794	1,938,427	2,369,744
12. Class 5.....	441,579				441,579	441,579	441,579	441,579
13. Class 6.....	59,195		9,200	9,890	60,395	59,195	59,885	66,885
14. Total Preferred Stock.....	11,978,422	0	572,046	84,168	14,247,551	11,978,422	11,490,543	13,847,329
15. Total Bonds and Preferred Stock.....	419,632,667	54,333,313	38,410,528	(558,703)	403,807,107	419,632,667	434,996,749	402,714,061

(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 \$.....6,325,847; 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.....	6,325,847	XXX.....	6,325,847	.....	.....

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.....	12,383,894	3,237,102
2. Cost of short-term investments acquired.....	95,296,020	136,041,804
3. Accrual of discount.....	.....	.....
4. Unrealized valuation increase (decrease).....	.....	.....
5. Total gain (loss) on disposals.....	.....	.....
6. Deduct consideration received on disposals.....	101,354,067	126,895,012
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).....	6,325,847	12,383,894
11. Deduct total nonadmitted amounts.....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11).....	6,325,847	12,383,894

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1	2			3	4	5	6	7	8	9	10
CUSIP Identification	Description			Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Political Subdivisions of States, Territories and Possessions											
513174 RC 8	LAMAR TX CONSOL INDEP SCH DIST.....				...08/21/2012	JEFFERIES & CO.....		1,389,587	1,110,000	1,388	1FE.....
2499999.	Total - Bonds - U.S. Political Subdivision of States, Territories & Possessions.....							1,389,587	1,110,000	1,388	XXX.....
Bonds - U.S. Special Revenue and Special Assessment											
15504R FE 4	CENTRL PUGET SOUND WA REGL TRA.....				...08/23/2012	BARCLAYS AMERICAN.....		2,501,760	2,000,000	1,667	1FE.....
546475 NQ 3	LOUISIANA ST GAS & FUELS TAX R.....				...08/14/2012	WELLS FARGO SECURITIES LLC.....		1,238,530	1,000,000	11,528	1FE.....
592481 DN 2	MET SAINT LOUIS MO SWR DIST WS.....				...08/29/2012	RAYMOND JAMES.....		2,405,680	2,000,000	3,056	1FE.....
681793 7V 1	OMAHA NE PUBLIC PWR DIST.....				...09/21/2012	CITIGROUP GLOBAL MARKETS.....		1,211,980	1,000,000		1FE.....
68607D PN 9	OREGON ST DEPT OF TRANSPRTN HI.....				...08/15/2012	MERRILL LYNCH.....		3,164,550	2,500,000	18,750	1FE.....
92818A QM 1	VIRGINIA ST RESOURCES AUTH INF.....				...08/29/2012	JEFFERIES & CO.....		2,566,420	2,000,000	8,055	1FE.....
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments.....							13,088,920	10,500,000	43,056	XXX.....
Bonds - Industrial and Miscellaneous											
059165 EE 6	BALTIMORE GAS & ELECTRIC.....				...08/14/2012	MORGAN STANLEY.....		996,200	1,000,000		2FE.....
26441C AH 8	DUKE ENERGY CORP.....				...08/13/2012	BANK AMERICA.....		996,710	1,000,000		2FE.....
313747 AS 6	FEDERAL REALTY INVS TRST.....				...07/16/2012	WELLS FARGO SECURITIES LLC.....		962,744	975,000		2FE.....
31428X AS 5	FEDEX CORP.....				...07/24/2012	GOLDMAN SACHS.....		199,492	200,000		2FE.....
337738 AM 0	FISERV INC.....				...09/18/2012	BANK AMERICA.....		547,465	550,000		2FE.....
494550 BM 7	KINDER MORGAN ENER PART.....				...08/08/2012	WELLS FARGO SECURITIES LLC.....		722,086	725,000		2FE.....
524660 AW 7	LEGGETT & PLATT INC.....				...08/08/2012	J.P. MORGAN.....		573,310	575,000		2FE.....
59156R BF 4	METLIFE INC.....				...09/27/2012	DEUTSCHE BANK.....		527,891	525,000	433	1FE.....
78355H JT 7	RYDER SYSTEM INC.....				...08/15/2012	WELLS FARGO SECURITIES LLC.....		997,690	1,000,000		2FE.....
883556 BB 7	THERMO FISHER SCIENTIFIC.....				...08/15/2012	ROYAL BANK OF SCOTLAND US.....		999,850	1,000,000		2FE.....
92276M AZ 8	VENTAS REALTY LP/CAP CRP.....				...07/31/2012	BANK AMERICA.....		1,980,540	2,000,000		2FE.....
942683 AF 0	WATSON PHARMACEUTICALS I.....				...09/27/2012	WELLS FARGO SECURITIES LLC.....		198,330	200,000		2FE.....
008916 AK 4	AGRIUM INC.....			A.....	...09/24/2012	BANK AMERICA.....		474,068	475,000		2FE.....
219868 BS 4	CORP ANDINA DE FOMENTO.....			F.....	...09/18/2012	HSBC SECURITIES LIMITED.....		755,349	700,000	8,507	1FE.....
3899999.	Total - Bonds - Industrial & Miscellaneous.....							10,931,725	10,925,000	8,940	XXX.....
8399997.	Total - Bonds - Part 3.....							25,410,232	22,535,000	53,383	XXX.....
8399999.	Total - Bonds.....							25,410,232	22,535,000	53,383	XXX.....
9999999.	Total - Bonds, Preferred and Common Stocks.....							25,410,232	XXX.....	53,383	XXX.....

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

QE04

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			F o r e i g n	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)

Bonds - U.S. Government

36202C	5D	1	G2 2644.....	....	09/01/2012	MBS PAYMENT.....		886	886	897	887	.....	.....(1)	.....	.....(1)	.....	.....886	.....	.....	.....0	38	09/20/2028	1.....
36202E	6E	4	G2 4469.....	....	09/01/2012	MBS PAYMENT.....		151,938	151,938	153,291	152,087	.....	.....(149)	.....	.....(149)	.....	.....151,938	.....	.....	.....0	5,127	06/20/2039	1.....
36202W	KY	4	GN 611511.....	....	09/01/2012	MBS PAYMENT.....		1,444	1,444	1,512	1,449	.....	.....(5)	.....	.....(5)	.....	.....1,444	.....	.....	.....0	48	04/15/2018	1.....
36211W	KC	1	GN 525091.....	....	09/01/2012	MBS PAYMENT.....		179	179	190	179	.....	.....	.....	.....0	.....	.....179	.....	.....	.....0	10	02/15/2030	1.....
36296D	LB	2	GN 688022.....	....	09/01/2012	MBS PAYMENT.....		49,116	49,116	49,059	49,110	.....	.....6	.....	.....6	.....	.....49,116	.....	.....	.....0	2,054	10/15/2038	1.....
36296P	6Q	9	GN 697579.....	....	09/01/2012	MBS PAYMENT.....		164,404	164,404	167,538	164,944	.....	.....(541)	.....	.....(541)	.....	.....164,404	.....	.....	.....0	6,007	11/15/2038	1.....
0599999.	Total - Bonds - U.S. Government.....							367,967	367,967	372,487	368,656	0	(690)	0	(690)	0	367,967	0	0	0	13,284	XXX...	..XXX....

Bonds - U.S. Political Subdivisions of States, Territories and Possessions

730436	YY	2	POCONO MOUNTAIN PA SCH DIST.....	....	09/05/2012	UBS SECURITIES.....		1,050,919	950,000	1,019,141	992,583	.....	.....(5,199)	.....	.....(5,199)	.....	.....987,384	.....	.....63,535	63,535	48,688	09/01/2023	1FE....
2499999.	Total - Bonds - U.S. Political Subdivisions of States, Territories & Possessions.....							1,050,919	950,000	1,019,141	992,583	0	(5,199)	0	(5,199)	0	987,384	0	63,535	63,535	48,688	XXX...	..XXX....

Bonds - U.S. Special Revenue and Special Assessment

3128LA	7D	6	FG A77192.....	....	09/01/2012	MBS PAYMENT.....		120,149	120,149	121,266	120,255	.....	.....(106)	.....	.....(106)	.....	.....120,149	.....	.....	.....0	4,313	05/01/2038	1.....
3128M4	PX	5	FG G02838.....	....	09/01/2012	MBS PAYMENT.....		158,640	158,640	150,188	157,038	.....	.....1,602	.....	.....1,602	.....	.....158,640	.....	.....	.....0	4,777	05/01/2037	1.....
312929	UA	8	FG A83277.....	....	09/01/2012	MBS PAYMENT.....		118,450	118,450	119,009	118,589	.....	.....(139)	.....	.....(139)	.....	.....118,450	.....	.....	.....0	4,599	11/01/2038	1.....
312935	RM	3	FG A88592.....	....	09/01/2012	MBS PAYMENT.....		25,321	25,321	26,338	25,429	.....	.....(108)	.....	.....(108)	.....	.....25,321	.....	.....	.....0	866	09/01/2039	1.....
312946	T2	2	FG A97769.....	....	09/01/2012	MBS PAYMENT.....		73,717	73,717	75,336	74,022	.....	.....(305)	.....	.....(305)	.....	.....73,717	.....	.....	.....0	2,337	03/01/2041	1.....
31294K	RE	7	FG E01385.....	....	09/01/2012	MBS PAYMENT.....		20,098	20,098	19,960	20,071	.....	.....27	.....	.....27	.....	.....20,098	.....	.....	.....0	601	06/01/2018	1.....
31294K	ZT	5	FG E01654.....	....	09/01/2012	MBS PAYMENT.....		12,734	12,734	12,732	12,734	.....	.....	.....	.....0	.....	.....12,734	.....	.....	.....0	419	06/01/2019	1.....
312962	6K	4	FG B10874.....	....	09/01/2012	MBS PAYMENT.....		13,127	13,127	13,076	13,117	.....	.....10	.....	.....10	.....	.....13,127	.....	.....	.....0	373	11/01/2018	1.....
312962	WC	3	FG B10643.....	....	09/01/2012	MBS PAYMENT.....		29,884	29,884	30,397	29,966	.....	.....(82)	.....	.....(82)	.....	.....29,884	.....	.....	.....0	1,000	11/01/2018	1.....
312964	6W	4	FG B12685.....	....	09/01/2012	MBS PAYMENT.....		29,581	29,581	29,881	29,633	.....	.....(52)	.....	.....(52)	.....	.....29,581	.....	.....	.....0	984	02/01/2019	1.....
312964	UH	0	FG B12384.....	....	09/01/2012	MBS PAYMENT.....		41,852	41,852	42,257	41,938	.....	.....(86)	.....	.....(86)	.....	.....41,852	.....	.....	.....0	1,262	02/01/2019	1.....
312968	5L	0	FG B16251.....	....	09/01/2012	MBS PAYMENT.....		18,454	18,454	18,689	18,473	.....	.....(19)	.....	.....(19)	.....	.....18,454	.....	.....	.....0	616	07/01/2019	1.....
31297H	YK	9	FG A29714.....	....	09/01/2012	MBS PAYMENT.....		86,025	86,025	85,460	85,941	.....	.....84	.....	.....84	.....	.....86,025	.....	.....	.....0	3,006	01/01/2030	1.....
31297U	Y8	7	FG A38835.....	....	09/01/2012	MBS PAYMENT.....		57,715	57,715	56,966	57,463	.....	.....252	.....	.....252	.....	.....57,715	.....	.....	.....0	1,919	05/01/2035	1.....
3132GR	AH	4	FG Q06008.....	....	09/01/2012	MBS PAYMENT.....		400,943	400,943	414,850	.....	.....	.....(1,116)	.....	.....(1,116)	.....	.....400,943	.....	.....	.....0	7,875	02/01/2042	1.....
31371K	2R	1	FN 254684.....	....	09/01/2012	MBS PAYMENT.....		17,826	17,826	18,130	17,862	.....	.....(36)	.....	.....(36)	.....	.....17,826	.....	.....	.....0	592	03/01/2018	1.....
31371K	Y4	7	FN 254631.....	....	09/01/2012	MBS PAYMENT.....		18,553	18,553	18,886	18,595	.....	.....(42)	.....	.....(42)	.....	.....18,553	.....	.....	.....0	615	02/01/2018	1.....
31371L	Q2	8	FN 255273.....	....	09/01/2012	MBS PAYMENT.....		95,974	95,974	94,807	95,801	.....	.....173	.....	.....173	.....	.....95,974	.....	.....	.....0	2,847	06/01/2019	1.....
31376K	B3	9	FN 357458.....	....	09/01/2012	MBS PAYMENT.....		6,368	6,368	6,397	6,370	.....	.....(2)	.....	.....(2)	.....	.....6,368	.....	.....	.....0	187	11/01/2018	1.....
31385X	GU	5	FN 555611.....	....	09/01/2012	MBS PAYMENT.....		7,024	7,024	7,056	7,027	.....	.....(3)	.....	.....(3)	.....	.....7,024	.....	.....	.....0	211	07/01/2018	1.....
31390V	K3	7	FN 657414.....	....	09/01/2012	MBS PAYMENT.....		11,406	11,406	11,806	11,455	.....	.....(49)	.....	.....(49)	.....	.....11,406	.....	.....	.....0	430	11/01/2017	1.....
31391H	2X	1	FN 667790.....	....	09/01/2012	MBS PAYMENT.....		20,433	20,433	20,800	20,484	.....	.....(50)	.....	.....(50)	.....	.....20,433	.....	.....	.....0	678	02/01/2018	1.....
31391Y	5W	3	FN 681361.....	....	09/01/2012	MBS PAYMENT.....		18,636	18,636	18,973	18,685	.....	.....(49)	.....	.....(49)	.....	.....18,636	.....	.....	.....0	625	03/01/2018	1.....
31393D	L7	4	FNR 2003-80 CA.....	....	09/01/2012	MBS PAYMENT.....		58,932	58,932	56,181	58,325	.....	.....607	.....	.....607	.....	.....58,932	.....	.....	.....0	1,605	04/25/2030	1.....

QE05

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		F o r e i g n	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)

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31393E	B3	2	FNR 2003-94 CE.....	09/01/2012	MBS PAYMENT.....		6,210	6,210	6,349	6,227		(17)		(17)		6,210			0	208	10/25/2033	1.....
31393N	TU	3	FHR 2597 DE.....	09/01/2012	MBS PAYMENT.....		1,888	1,888	1,895	1,890		(1)		(1)		1,888			0	50	02/15/2033	1.....
31393Q	MH	2	FHR 2614 EQ.....	09/01/2012	MBS PAYMENT.....		30,287	30,287	29,174	29,917		370		370		30,287			0	925	12/15/2017	1.....
31393Q	WR	9	FHR 2610 DG.....	09/01/2012	MBS PAYMENT.....		1,827	1,827	1,713	1,744		83		83		1,827			0	45	03/15/2033	1.....
31394C	CH	3	FNR 2005-3 HC.....	09/01/2012	MBS PAYMENT.....		71,484	71,484	69,200	71,167		317		317		71,484			0	2,157	01/25/2035	1.....
31394E	GN	2	FNR 2005-63 HA.....	09/01/2012	MBS PAYMENT.....		19,653	19,653	19,143	19,267		385		385		19,653			0	647	04/25/2023	1.....
31395P	EM	0	FHR 2952 PA.....	09/01/2012	MBS PAYMENT.....		61,263	61,263	59,693	60,895		368		368		61,263			0	2,020	02/15/2035	1.....
31398N	XW	9	FNA 2010-M5 A1.....	09/01/2012	MBS PAYMENT.....		23,185	23,185	23,301	23,201		(16)		(16)		23,185			0		07/25/2020	1.....
31400J	GV	5	FN 688812.....	09/01/2012	MBS PAYMENT.....		19,427	19,427	19,758	19,469		(42)		(42)		19,427			0	648	02/01/2018	1.....
31400P	BE	4	FN 693137.....	09/01/2012	MBS PAYMENT.....		12,576	12,576	12,802	12,606		(30)		(30)		12,576			0	418	03/01/2018	1.....
31401B	P5	8	FN 703444.....	09/01/2012	MBS PAYMENT.....		6,975	6,975	7,136	6,994		(19)		(19)		6,975			0	233	05/01/2018	1.....
31401L	E6	6	FN 711257.....	09/01/2012	MBS PAYMENT.....		13,541	13,541	13,617	13,550		(9)		(9)		13,541			0	420	07/01/2018	1.....
31401M	CE	9	FN 712069.....	09/01/2012	MBS PAYMENT.....		24,154	24,154	24,139	24,151		3		3		24,154			0	806	07/01/2018	1.....
31402J	2C	0	FN 730771.....	09/01/2012	MBS PAYMENT.....		41,180	41,180	41,824	41,279		(99)		(99)		41,180			0	1,414	08/01/2018	1.....
31402Q	4B	4	FN 735318.....	09/01/2012	MBS PAYMENT.....		25,820	25,820	25,546	25,779		42		42		25,820			0	777	11/01/2019	1.....
31402R	LY	3	FN 735743.....	09/01/2012	MBS PAYMENT.....		64,590	64,590	63,893	64,476		114		114		64,590			0	1,935	08/01/2020	1.....
31404D	ED	6	FN 765232.....	09/01/2012	MBS PAYMENT.....		11,401	11,401	11,486	11,408		(7)		(7)		11,401			0	340	02/01/2019	1.....
31404S	TP	0	FN 777358.....	09/01/2012	MBS PAYMENT.....		18,155	18,155	17,993	18,128		27		27		18,155			0	554	05/01/2019	1.....
31405S	HL	1	FN 797735.....	09/01/2012	MBS PAYMENT.....		54,842	54,842	55,714	54,915		(73)		(73)		54,842			0	1,741	02/01/2020	1.....
31412M	M8	8	FN 929283.....	09/01/2012	MBS PAYMENT.....		313,749	313,749	315,661	314,343		(594)		(594)		313,749			0	9,564	04/01/2023	1.....
31414S	3U	5	FN 975211.....	09/01/2012	MBS PAYMENT.....		144,086	144,086	137,873	141,488		2,598		2,598		144,086			0	4,305	03/01/2038	1.....
31417Y	RW	9	FN MA0500.....	09/01/2012	MBS PAYMENT.....		87,282	87,282	90,569	87,699		(417)		(417)		87,282			0	2,990	08/01/2040	1.....
31418T	C4	7	FN AD5490.....	09/01/2012	MBS PAYMENT.....		61,446	61,446	64,691	61,858		(412)		(412)		61,446			0	2,087	05/01/2040	1.....
31419A	K2	2	FN AE0312.....	09/01/2012	MBS PAYMENT.....		135,866	135,866	139,910	136,495		(630)		(630)		135,866			0	3,701	09/01/2040	1.....
31419F	FW	1	FN AE4680.....	09/01/2012	MBS PAYMENT.....		193,235	193,235	200,391	193,793		(559)		(559)		193,235			0	5,238	11/01/2040	1.....
31419G	XX	7	FN AE6093.....	09/01/2012	MBS PAYMENT.....		58,985	58,985	61,188	59,283		(299)		(299)		58,985			0	1,388	10/01/2025	1.....
38373Y	6X	7	GNR 2003-16 B.....	09/01/2012	MBS PAYMENT.....		26,274	26,274	26,340	26,274				0		26,273			0	808	08/16/2025	1.....
38374B	5M	1	GNR 2003-79 PH.....	09/01/2012	MBS PAYMENT.....		21,240	21,240	22,036	21,400		(160)		(160)		21,240			0	705	12/20/2031	1.....
38374B	LQ	4	GNR 2003-60 MA.....	09/01/2012	MBS PAYMENT.....		3,457	3,457	3,341	3,438		19		19		3,456			0	86	07/16/2033	1.....
38374F	CX	0	GNR 2004-5 VB.....	09/01/2012	MBS PAYMENT.....		246,941	246,941	255,275	246,941				0		246,940			0	9,952	05/20/2023	1.....
38374K	DC	4	GNR 2004-104 GA.....	09/01/2012	MBS PAYMENT.....		45,681	45,682	44,253	45,460		222		222		45,681			0	1,373	11/20/2034	1.....
38374K	RA	3	GNR 2005-3 AE.....	09/01/2012	MBS PAYMENT.....		35,495	35,496	34,500	35,196		301		301		35,496			0	1,075	01/20/2031	1.....
38374K	UT	8	GNR 2005-13 PA.....	09/01/2012	MBS PAYMENT.....		81,955	81,954	79,317	81,217		738		738		81,955			0	2,331	11/20/2033	1.....
60415N	XR	8	MINNESOTA ST HSG FIN AGY.....	07/02/2012	CALLED BY ISSUER at 100.000		60,000	60,000	62,219	60,836		(836)		(836)		60,000			0	3,000	01/01/2036	1FE.....
64468T	ZN	0	NEW HAMPSHIRE ST HSG FIN AUTH.....	07/02/2012	CALLED BY ISSUER at 100.000		5,000	5,000	5,050	5,003		(3)		(3)		5,000			0	220	07/01/2023	1FE.....
64985M	YH	3	NEW YORK ST ENVRNMNTL FACS COR.....	07/02/2012	CALLED BY ISSUER at 100.000		500,000	500,000	556,780	503,804		(3,804)		(3,804)		500,000			0	14,365	06/15/2017	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 F o r e i g n	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
CUSIP Identification			Description			Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Design- ation or Market Indicator (a)
93978K	3L	0	WASHINGTON ST HSG FIN COMMISSI.....		09/04/2012	CALLED BY ISSUER at 100.000		35,000	35,000	35,914	35,266		(266)		(266)		35,000			0	893	12/01/2025	1FE.....	
93978K	K2	3	WASHINGTON ST HSG FIN COMMISSI.....		09/04/2012	CALLED BY ISSUER at 100.000		60,000	60,000	60,066	60,004		(4)		(4)		60,000			0	2,022	12/01/2033	1FE.....	
3199999.			Total - Bonds - U.S. Special Revenue & Assessment.....					4,085,992	4,085,993	4,169,191	3,686,134	0	(2,199)	0	(2,199)	0	4,085,990	0	0	0	124,526	XXX...	XXX...	
Bonds - Industrial and Miscellaneous																								
00253C	HW	0	AMT 2002-2 A2.....		09/01/2012	MBS PAYMENT.....		280	280	280	280				0		280			0	8	03/25/2033	1FM.....	
004421	BK	8	ACE 2002-HE3 M3.....		09/26/2012	VARIOUS.....		35,958	35,958	18,814	55,919				0		5,855		30,103	30,103		10/25/2032	1FM.....	
00764M	AD	9	AABST 2003-1 M2.....		09/26/2012	MBS PAYMENT.....		15,845	15,845	315					0				15,845	15,845		05/25/2033	1FM.....	
03072S	FA	8	AMSI 2003-1 MV3.....		09/26/2012	VARIOUS.....		1,299	1,299	217	3,133				0		467		832	832		02/25/2033	1FM.....	
053773	AF	4	AVIS BUDGET CAR RENTAL.....		09/04/2012	CALLED BY ISSUER at 102.583		12,310	12,000	3,000	3,000				0		3,000		9,310	9,310	499	05/15/2016	4FE.....	
05947U	LJ	5	BACM 2003-1 A2.....		09/01/2012	MBS PAYMENT.....		95,361	95,361	95,845	95,361				0		95,361			0	3,135	09/11/2036	1FM.....	
05951K	AX	1	BAFC 2006-7 T2A1.....		09/01/2012	MBS PAYMENT.....		5,210	9,712	6,926	5,552	1,374			1,374		6,926		(1,716)	(1,716)	372	10/25/2036	3FM.....	
12628K	AA	0	CSAB 2006-3 A1A.....		09/01/2012	MBS PAYMENT.....		2,062	2,062	1,351	1,351				0		1,351		711	711	82	11/25/2036	1FM.....	
126342	OD	1	AMHPT 1996-2 B2.....		09/01/2012	MBS PAYMENT.....			17,932	11,456	11,208	248			248		11,456		(11,456)	(11,456)	1,030	06/15/2027	6FE.....	
126380	AB	0	CSMC 2006-9 2A1.....		09/01/2012	MBS PAYMENT.....		30,495	30,495	29,713	27,357	3,186	(49)		3,137		30,495			0	1,134	11/25/2036	1FM.....	
22540V	UM	2	CSFB 2002-HE1 B.....		09/26/2012	MBS PAYMENT.....		127	127	2					0				127	127		08/25/2032	6FE.....	
22541N	UA	5	CSFB 2002-30 DB1.....		09/01/2012	MBS PAYMENT.....		11,852	11,852	12,074	11,858		(6)		(6)		11,852			0	618	11/25/2032	2FM.....	
22541N	ZG	7	HEAT 2003-1 B1.....		09/26/2012	MBS PAYMENT.....		2,948	2,948						0				2,948	2,948		06/25/2033	6FE.....	
22541S	U3	0	CSFB 2004-8 1A2.....		09/01/2012	MBS PAYMENT.....		34,304	34,304	34,438	34,304				0		34,304			0	1,142	12/25/2034	1FM.....	
225458	PD	4	CSFB 2005-AGE1 B3.....		09/28/2012	VARIOUS.....		3,586	3,586	3,256	1,537	2,795			2,795		3,586			0		02/25/2032	1FM.....	
22546Q	AF	4	CREDIT SUISSE NEW YORK.....		E.. 08/02/2012	TENDER OFFER.....		1,107,970	1,000,000	998,720	998,868		64		64		998,933		109,037	109,037	43,385	08/05/2020	1FE.....	
31846L	BT	2	FAMLT 1998-1F NOTE.....		09/01/2012	MBS PAYMENT.....		577	577	596	579		(2)		(2)		577			0	28	06/20/2029	1FM.....	
32054Y	AC	7	FIB 2000-1 A.....		09/18/2012	MBS PAYMENT.....		6,120	6,120	1,262					0				6,120	6,120		07/15/2026	6FE.....	
36228C	PT	4	GSMS 2003-C1 A3.....		09/01/2012	MBS PAYMENT.....		574,741	574,741	577,576	574,741				0		574,741			0	18,194	01/10/2040	1FM.....	
410345	AE	2	HANESBRANDS INC.....		07/12/2012	CALLED BY ISSUER at 100.000		121,000	121,000	125,084	120,395	605			605		121,000			0	2,508	12/15/2014	4FE.....	
456606	BJ	0	INHEL 2000-C MF1.....		09/01/2012	MBS PAYMENT.....		2,162	3,523	702	702				0		702		1,460	1,460	115	12/25/2031	1FM.....	
456606	DD	1	INHEL 2001-C M2.....		09/28/2012	VARIOUS.....		613	613	550	814	263			263		613			0		12/25/2032	1FM.....	
456606	DE	9	INHEL 2001-C B.....		09/26/2012	MBS PAYMENT.....		1,660	1,660	59					0				1,660	1,660		12/25/2032	1FM.....	
466157	AC	8	WENT5 2001-AA A2.....		09/15/2012	MBS PAYMENT.....		9,068	9,068	9,114	9,068				0		9,068			0	388	08/15/2026	1FE.....	
52108H	PN	8	LBUBS 2003-C1 A4.....		09/11/2012	MBS PAYMENT.....		330,846	330,846	332,495	330,923		(77)		(77)		330,846			0	9,703	03/15/2032	1FM.....	
55265K	T4	1	MASTR 2003-10 3A1.....		09/01/2012	MBS PAYMENT.....		54,410	54,410	54,997	54,581		(171)		(171)		54,410			0	1,974	11/25/2033	1FM.....	
57643L	CD	6	MABS 2003-WMC2 M6.....		09/26/2012	MBS PAYMENT.....		787	787	22					0				787	787		08/25/2033	1FM.....	
589929	YA	0	MLMI 2002-AFC1 BF1.....		09/28/2012	VARIOUS.....		3,351	3,351	1,969	6,668	834			834		3,351			0		09/25/2032	6FM.....	
61746W	MN	7	MSDWC 2002-AM1 B1.....		09/26/2012	MBS PAYMENT.....		144	144	7					0				144	144		01/25/2032	1FM.....	
61746W	RT	9	MSDWC 2002-HE2 B1.....		09/26/2012	MBS PAYMENT.....		143	143						0				143	143		08/25/2032	6FE.....	
61746W	VU	1	MSDWC 2002-NC4 B1.....		09/28/2012	VARIOUS.....		770	770	208	2,131	59			59		770			0		09/25/2032	6FM.....	
64352V	EB	3	NCHET 2003-5 A1A.....		09/01/2012	MBS PAYMENT.....		26,470	26,470	26,459	26,470				0		26,470			0	839	11/25/2033	1FM.....	

QE05.2

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		F o r e i g n	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)

QE05.3	68389F	EY	6	OOMLT 2004-1 M7.....	09/28/2012	VARIOUS.....	2,961	2,961	2,613	1,484	2,234	.....	.....	.....2,234	.....	.....2,961	.....	.....	.....0	.....	01/25/2034	6FM....
	68619A	AG	2	ORGN 2001-A M1.....	09/28/2012	VARIOUS.....	3,895	3,895	1,903	9,196	.....	.....	.....	.....0	.....	.....3,895	.....	.....	.....0	.....	03/15/2032	6FE....
	86358E	ES	1	SAIL 2003-BC11 B.....	09/26/2012	MBS PAYMENT.....	255	255	29	.....	.....	.....	.....	.....0	.....	.....	.....	.....255	255	.....	10/25/2033	1FM....
	86358E	FT	8	SAIL 2003-BC12 M6.....	09/26/2012	MBS PAYMENT.....	178	178	.....	.....	.....	.....	.....	.....0	.....	.....	.....	.....178	178	.....	11/25/2033	6FE....
	86358R	EA	1	SASC 2001-SB1 B1.....	09/01/2012	MBS PAYMENT.....	6,486	6,486	5,209	6,305	.....	.....181	.....	.....181	.....	.....6,486	.....	.....	.....0	149	08/25/2031	1FM....
	86358R	L7	0	SASC 2002-HF1 B.....	09/26/2012	VARIOUS.....	10,219	10,219	7,414	.....	.....	.....	.....	.....0	.....	.....	.....	.....10,219	10,219	16,859	01/25/2033	1FM....
	86359A	2T	9	SASC 2003-BC3 M4.....	09/26/2012	MBS PAYMENT.....	20,802	20,802	7	.....	.....	.....	.....	.....0	.....	.....	.....	.....20,803	20,803	.....	04/25/2033	6FE....
	86359A	CS	0	SASC 2002-HF2 B1.....	09/26/2012	MBS PAYMENT.....	35,580	35,580	2,135	.....	.....	.....	.....	.....0	.....	.....	.....	.....35,580	35,580	.....	07/25/2032	1FM....
	86359A	ME	0	SASC 2003-AL1 A.....	09/01/2012	MBS PAYMENT.....	7,552	7,552	7,235	7,524	.....	.....27	.....	.....27	.....	.....7,552	.....	.....	.....0	171	04/25/2031	1FM....
	86359A	TS	2	SASC 2003-AM1 B2.....	09/26/2012	VARIOUS.....	44,721	44,721	29,640	26,509	.....	.....	.....	.....0	.....	.....25,858	.....	.....18,864	18,864	2,923	04/25/2033	1FM....
	88576P	AB	9	HENDR 2003-AA NOTE.....	09/15/2012	MBS PAYMENT.....	12,644	12,644	12,643	12,621	.....	.....22	.....	.....22	.....	.....12,644	.....	.....	.....0	412	11/15/2033	1FE....
	90928A	AA	5	UAL 2007 PASS TRUST.....	07/02/2012	MBS PAYMENT.....	1,962	1,962	1,957	1,785	176	2	.....	.....178	.....	.....1,962	.....	.....	.....0	144	07/02/2019	4FE....
	94981A	AB	9	WFMB 2003-14 1A2.....	09/01/2012	MBS PAYMENT.....	43,656	43,656	41,576	43,095	.....	.....562	.....	.....562	.....	.....43,656	.....	.....	.....0	1,299	12/25/2018	1FM....
	3899999.	Total - Bonds - Industrial & Miscellaneous.....					2,683,380	2,598,895	2,459,868	2,485,319	11,774	553	0	12,327	0	2,431,428	0	251,954	251,954	107,111	XXX...	XXX....
	8399997.	Total - Bonds - Part 4.....					8,188,258	8,002,855	8,020,687	7,532,692	11,774	(7,535)	0	4,239	0	7,872,769	0	315,489	315,489	293,609	XXX...	XXX....
	8399999.	Total - Bonds.....					8,188,258	8,002,855	8,020,687	7,532,692	11,774	(7,535)	0	4,239	0	7,872,769	0	315,489	315,489	293,609	XXX...	XXX....

Preferred Stocks - Industrial and Miscellaneous

03748R	82	0	APARTMENT INVT & MGMT CO.....	07/26/2012	CALLED BY ISSUER at 25.000..	16,000.000	400,000	25.00	397,360	397,360	.....	.....	.....	.....0	.....	.....397,360	.....	.....2,640	2,640	24,284	XXX...	P4LFE..
4576J0	40	1	INNKEEPERS USA TRUST.....	09/05/2012	RETURN OF CAPITAL.....	.....	.....19,200	25.00	9,200	9,200	.....	.....	.....	.....0	.....	.....9,200	.....	.....10,000	10,000	.....	.....XXX...	P6*L....
78440X	30	9	SL GREEN REALTY CORP.....	09/24/2012	CALLED BY ISSUER at 25.000..	6,600.999	165,025	25.00	165,486	165,025	461	.....	.....	.....461	.....	.....165,486	.....	.....(461)	(461)	10,275	XXX...	P3LFE..
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous.....					.....	.....584,225	XXX.....	572,046	571,585	461	0	0	461	0	572,046	0	12,179	12,179	34,559	XXX...	XXX....
8999997.	Total - Preferred Stocks - Part 4.....					.....	.....584,225	XXX.....	572,046	571,585	461	0	0	461	0	572,046	0	12,179	12,179	34,559	XXX...	XXX....
8999999.	Total - Preferred Stocks.....					.....	.....584,225	XXX.....	572,046	571,585	461	0	0	461	0	572,046	0	12,179	12,179	34,559	XXX...	XXX....
9899999.	Total - Preferred and Common Stocks.....					.....	.....584,225	XXX.....	572,046	571,585	461	0	0	461	0	572,046	0	12,179	12,179	34,559	XXX...	XXX....
9999999.	Total - Bonds, Preferred and Common Stocks.....					.....	.....8,772,483	XXX.....	8,592,733	8,104,277	12,235	(7,535)	0	4,700	0	8,444,815	0	327,668	327,668	328,168	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 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	

Open Depositories

JPMorgan Chase..... Columbus, OH.....	.....	.....	.....	.....	.....4,673,270	2,792,013	9,220,255	XXX..
Welss Fargo..... Jacksonville, FL.....	.....	.....	.....	.....	.....838	775	608	XXX..
0199999. Total Open Depositories.....	...XXX.....	...XXX.....	0	0	4,674,108	2,792,788	9,220,863	XXX..
0399999. Total Cash on Deposit.....	...XXX.....	...XXX.....	0	0	4,674,108	2,792,788	9,220,863	XXX..
0599999. Total Cash.....	...XXX.....	...XXX.....	0	0	4,674,108	2,792,788	9,220,863	XXX..

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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

NONE



DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For the Period Ended September 30, 2012

NAIC Group Code.....0748

NAIC Company Code.....36951

Company Name: Century Surety Company

If the reporting entity writes any director and officer (D&O) business, please provide the following:

1. Monoline Policies

1 Direct Written Premiums	2 Direct Earned Premiums	3 Direct Losses Incurred
	1,036	

2. Commercial Multiple Peril (CMP) Packaged Policies

- 2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy?

Yes [] No [X]
- 2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated?

Yes [] No [X]
- 2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies:

2.31 Amount quantified:

2.32 Amount estimated using reasonable assumptions:
- 2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverages provided in CMP packaged policies:

.....