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QUARTERLY STATEMENT

As of March 31, 2013

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 ..... US ..... 43082 *(Street and Number) (City or Town, State, Country and Zip Code)*	
Main Administrative Office	465 Cleveland Avenue….. Westerville ..... OH ..... US ..... 43082 *(Street and Number) (City or Town, State, Country and Zip Code)*	614-895-2000 *(Area Code) (Telephone Number)*
Mail Address	465 Cleveland Avenue….. Westerville ..... OH ..... US ..... 43082 *(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)*	
Primary Location of Books and Records	26255 American Drive….. Southfield ..... MI ..... US ..... 48034 *(Street and Number) (City or Town, State, Country and Zip Code)*	248-358-1100 *(Area Code) (Telephone Number)*
Internet Web Site Address	www.meadowbrook.com	
Statutory Statement Contact	Kimberlee A. Arnold *(Name)*	248-358-1100-8102 *(Area Code) (Telephone Number) (Extension)*
	karnold@meadowbrook.com *(E-Mail Address)*	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
Randolph Witt Fort #	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
This ________ day of ____________________

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	390,878,476		390,878,476	326,931,297
2. Stocks:				
2.1 Preferred stocks	9,611,245		9,611,245	10,347,410
2.2 Common stocks	111,653,656		111,653,656	51,220,707
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 $..........0 encumbrances)			0	
5. Cash ($.....2,450,594), cash equivalents ($..........0) and short-term investments ($.....12,857,762)	15,308,356		15,308,356	116,145,587
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets	3,607,290		3,607,290	3,063,726
9. Receivables for securities	500,000		500,000	
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)	531,559,024	0	531,559,024	507,708,728
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	4,086,005		4,086,005	2,901,053
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	87,686,277	403,006	87,283,271	49,494,894
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	7,389		7,389	78,862
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	92,892,805		92,892,805	37,215,823
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon	2,135,576		2,135,576	3,555,580
18.2 Net deferred tax asset	20,153,322	5,651,862	14,501,460	13,957,103
19. Guaranty funds receivable or on deposit	404		404	345
20. Electronic data processing equipment and software	109,741	109,734	7	7
21. Furniture and equipment, including health care delivery assets ($..........0)	9,095	9,095	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	141,359		141,359	49,219
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	2,110,589	30,000	2,080,589	2,413,785
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	740,891,586	6,203,696	734,687,889	617,375,399
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	740,891,586	6,203,696	734,687,889	617,375,399

DETAILS OF WRITE-INS

	1	2	3	4
1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Miscellaneous Receivable	1,720,937		1,720,937	2,041,482
2502. Goodwill	109,651		109,651	122,302
2503. Security Deposits	280,000	30,000	250,000	250,000
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)	2,110,589	30,000	2,080,589	2,413,785

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....24,534,426)	240,252,636	241,789,564
2.	Reinsurance payable on paid losses and loss adjustment expenses	94,155,581	39,083,300
3.	Loss adjustment expenses	68,349,777	68,449,753
4.	Commissions payable, contingent commissions and other similar charges	363,137	829,626
5.	Other expenses (excluding taxes, licenses and fees)	150,075	133,721
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	798,223	906,020
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 $.....124,906,298 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	92,916,372	86,116,475
10.	Advance premium		
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	52,892,194	12,993,344
13.	Funds held by company under reinsurance treaties		0
14.	Amounts withheld or retained by company for account of others	1,416,794	1,469,414
15.	Remittances and items not allocated		
16.	Provision for reinsurance (including $..........0 certified)		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates	2,390,958	1,938,286
20.	Derivatives		
21.	Payable for securities		
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $..........0 and interest thereon $..........0		
25.	Aggregate write-ins for liabilities	665,233	504,313
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	554,350,981	454,213,815
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	554,350,981	454,213,815
29.	Aggregate write-ins for special surplus funds	0	0
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	119,914,779	104,914,779
35.	Unassigned funds (surplus)	57,422,129	55,246,806
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)	180,336,908	163,161,584
38.	Totals (Page 2, Line 28, Col. 3)	734,687,889	617,375,399

DETAILS OF WRITE-INS

2501.	Miscellaneous Payables	571,500	439,573
2502.	Escheat Claims	48,733	64,740
2503.	Deferred Income	45,000	
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)	665,233	504,313
2901.			
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	0
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....53,825,170)	54,657,546	48,581,079	208,131,468
1.2 Assumed (written $.....56,241,599)	49,441,702	56,051,233	248,333,179
1.3 Ceded (written $.....53,825,170)	54,657,546	48,581,079	208,131,468
1.4 Net (written $.....56,241,599)	49,441,702	56,051,233	248,333,179
DEDUCTIONS:			
2. Losses incurred (current accident year $.....25,689,091):			
2.1 Direct	23,400,450	25,972,332	113,462,241
2.2 Assumed	27,033,363	29,413,918	153,173,075
2.3 Ceded	23,388,333	25,950,728	113,435,687
2.4 Net	27,045,480	29,435,523	153,199,629
3. Loss adjustment expenses incurred	8,366,524	9,154,161	43,794,329
4. Other underwriting expenses incurred	16,146,141	19,648,291	70,101,615
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	51,558,145	58,237,975	267,095,573
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(2,116,443)	(2,186,742)	(18,762,394)
INVESTMENT INCOME			
9. Net investment income earned	3,351,955	4,217,228	15,893,090
10. Net realized capital gains (losses) less capital gains tax of $.....101,291	188,112	671,448	16,861,571
11. Net investment gain (loss) (Lines 9 + 10)	3,540,067	4,888,676	32,754,661
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $.....156,720)	(156,720)	(171,373)	(877,467)
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	15,346	14,436	55,686
15. Total other income (Lines 12 through 14)	(141,374)	(156,937)	(821,781)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	1,282,251	2,544,997	13,170,485
17. Dividends to policyholders			
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	1,282,251	2,544,997	13,170,485
19. Federal and foreign income taxes incurred	368,713	744,094	(2,157,460)
20. Net income (Line 18 minus Line 19) (to Line 22)	913,538	1,800,903	15,327,945
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	163,161,584	156,232,107	156,232,107
22. Net income (from Line 20)	913,538	1,800,903	15,327,945
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....152,613	428,564	950,877	2,522,104
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	436,920	884,781	1,495,300
27. Change in nonadmitted assets	396,302	527,705	107,340
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	15,000,000		
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)	(12,523,211)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	17,175,324	(8,358,946)	6,929,477
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	180,336,908	147,873,162	163,161,584

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. Miscellaneous Income	15,346	14,436	55,686
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)	15,346	14,436	55,686
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

		1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CASH FROM OPERATIONS			
1.	Premiums collected net of reinsurance	58,521,743	58,454,002	230,007,885
2.	Net investment income	2,804,380	4,436,034	19,418,429
3.	Miscellaneous income	(141,374)	(156,937)	(821,781)
4.	Total (Lines 1 through 3)	61,184,749	62,733,099	248,604,533
5.	Benefit and loss related payments	29,187,109	23,270,368	102,662,562
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	25,170,631	26,875,502	102,246,410
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)	(950,000)		1,630,000
10.	Total (Lines 5 through 9)	53,407,740	50,145,870	206,538,972
11.	Net cash from operations (Line 4 minus Line 10)	7,777,009	12,587,229	42,065,561
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	3,581,786	18,178,015	244,330,813
	12.2 Stocks	5,233,947	275,000	6,345,998
	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		275,000	275,000
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	8,815,733	18,728,015	250,951,811
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	68,138,513	26,945,000	176,142,551
	13.2 Stocks	54,350,693		
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets	268,199		3,525,118
	13.6 Miscellaneous applications	500,000		
	13.7 Total investments acquired (Lines 13.1 to 13.6)	123,257,405	26,945,000	179,667,669
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)	(114,441,672)	(8,216,985)	71,284,142
	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	5,000,000		
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders		12,523,211	12,523,211
	16.6 Other cash provided (applied)	827,432	1,683,612	(1,342,428)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	5,827,432	(10,839,599)	(13,865,639)
	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)	(100,837,230)	(6,469,356)	99,484,064
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	116,145,587	16,661,523	16,661,523
	19.2 End of period (Line 18 plus Line 19.1)	15,308,356	10,192,167	116,145,587

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

1. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

A. Accounting Practices

The accompanying 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 March 31, 2013.

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**

No significant change.

3. **BUSINESS COMBINATIONS AND GOODWILL**

A. Statutory Purchase Method
   1. The Company purchased 100% interest of ProCentury Insurance Company formerly known as Fireman's Fund Insurance Company of Texas, on June 1, 2005.
   2. The transaction was accounted for as a statutory purchase.
   3. The cost was $5,906,049 resulting in goodwill in the amount of $506,049.
   4. Goodwill is amortized over 10 years. Goodwill amortization relating to the purchase of ProCentury was $396,402 as of March 31, 2013.

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
126342	OD	1	$ 989,799	$ 1,208,847	$ (219,048)	$ 1,208,847	$ 940,572	9/30/2009
			XXX	XXX	$ (152,294)	XXX	XXX	XXX

   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:

a. Aggregate amount of unrealized loss	
1. Less than twelve months	$ (144,766)
2. Twelve months or longer	(1,345,032)
3. Total	$ (1,489,798)
b. Aggregate fair value of securities with unrealized loss	
1. Less than twelve months	$ 12,647,947
2. Twelve months or longer	1,169,027
3. Total	$ 13,816,974

   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. The Company has no repurchase agreements, reverse repurchase agreements and/or security lending transactions.
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.

NOTES TO FINANCIAL STATEMENTS

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

A. No significant change.

B. On March 20, 2013, the Company received a $15,000,000 capital contribution from its parent, ProCentury Corporation.

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.

D. At March 31, 2013, the Company reported $141,359 and $513 due from parent, subsidiaries and affiliates, in the current and prior years, respectively and $2,390,958 and $3,312,273 due to parent, subsidiaries and affiliates, in the current and prior years, respectively pursuant to the Intercompany Loan Agreement. Intercompany balances between parent, subsidiaries and affiliates are settled on a monthly basis.

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

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 $6,538,767 and $6,418,812, in the current and prior years, respectively, of such expenses as of March 31, 2013.

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 March 31, 2013, the Company has paid the Agent $38,754 and $36,716, in the current and prior years, respectively, 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 $272,335 and $744,094 as of March 31, 2013 and 2012, respectively, of tax expense to be remitted to 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

1. No significant change.
2. Dividend Rate of Preferred Stock - Not applicable.
3. 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.
4. The Company did not make a dividend payment to ProCentury Corporation as of March 31, 2013.
5. Within the limitations of (C) above, the maximum ordinary dividend payment allowed to shareholders as of March 31, 2013, without prior regulatory approval, is $16,316,158 after considering the ordinary dividend payment per (D) above.
6. No significant change.
7. No significant change.
8. No significant change.
9. No significant change.
10. The portion of unassigned funds (surplus) represented by cumulative unrealized capital gains is $9,460,600.
11. No significant change.
12. No significant change.
13. No significant change.

14. CONTINGENCIES

A. No significant change.

B. No significant change.

C. No significant change.

D. No significant change.

E. Product Warranties - Not applicable.

F. No significant change.

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 March 31, 2013, future minimum rental payments are as follows:

Year	Amount
2013	359,310
Total	$ 359,310

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 March 31, 2013.

NOTES TO FINANCIAL STATEMENTS

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.

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.	$ 6,012,955	$ 0	$ 0	$ 6,012,955
Redeemable Preferred Stock - Industrial & Misc.	839,460	0	0	839,460
Bonds - Industrial & Misc.	0	0	268,559	268,559
Bonds - MBS/CMO - Industrial & Misc.	0	0	97,421	97,421
Common Stock - Industrial & Misc.	67,368,215	0	0	67,368,215
	$ 74,220,630	**$ 0**	**$ 365,980**	**$ 74,586,610**

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 Levels 1 or 2.

2. Rollforward of Fair Value Measurements in Level 3

	Beginning Balance as of 1/1/13	**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 3/31/13**
Bonds - Industrial & Misc.	$ 273,348	$ 0	$ 0	$ (4,789)	$ 0	$ 0	$0	$ 0	$ 0	$ 268,559
Bonds - MBS/CMO - Industrial & Misc.	325	98,343	0	9,078	0	0	0	(10,324)	0	97,422
Ending Balance	**$ 273,673**	**$ 98,343**	**$ 0**	**$ 4,289**	**$ 0**	**$ 0**	**$0**	**$(10,324)**	**$ 0**	**$ 365,981**

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 three 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	$ 405,086,853	$ 390,878,477	$ 0	$ 401,824,283	$ 3,262,569	$ 0
Preferred Stocks	9,771,783	9,611,245	9,745,082	26,701	0	0
Common Stocks	67,368,215	67,368,215	67,368,215	0	0	0
Cash Equivalents & Short-Term Investments	12,857,762	12,857,762	12,857,762	0	0	0
Total Assets	$ 495,084,613	$ 480,715,699	$ 89,971,059	$ 401,850,984	$ 3,262,569	$ 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 March 31, 2013, the Company had admitted assets of $30,848,938 for amounts due from agents and $2,881 for amounts due from insureds. The Company routinely assesses the collectability 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. Subprime Mortgage Related Exposure - Not applicable.

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 March 31, 2013 as follows:

Reinsurer Name	NAIC Code	Federal ID#	Amount
Star Insurance Company	18023	38-2626205	388,886,707

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 March 31, 2013.

	Assumed		Ceded		Assumed less Ceded	
	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity
a. Affiliates	$ 109,416,000	$ 0	$ 124,906,000	$ 0	$ (15,490,000)	$ 0
b. All other	$ 0	$ 0	$ 0	$ 0	$ 0	$ 0
c. Totals	$ 109,416,000	$ 0	$ 124,906,000	$ 0	$ (15,490,000)	$ 0
d. Direct Unearned Premium Reserve: $ 108,407,000						

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:

	Direct	Assumed	Ceded	Net
a. Contingent Commission	$ 207,216	$ 0	$ 0	$ 207,216
b. Sliding Scale Commission	0	0	0	0
c. Other Profit Commission Arrangements	99,460	0	0	99,460
d. Total	$ 306,676	$ 0	$ 0	$ 306,676

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 2013.

E. Commutation of Ceded Reinsurance
The Company did not have any commutations of ceded reinsurance as of March 31, 2013.

F. Retroactive Reinsurance
The Company does not have any retroactive reinsurance as of March 31, 2013.

G. Reinsurance Accounted for as a Deposit
The Company has no reinsurance agreements that have been accounted for as deposits as of March 31, 2013.

H. Transfer of Property and Casualty Run-off Agreements - Not applicable.

I. Certified Reinsurer Downgraded or Status Subject to Revocation - 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 $(112,906) or (3.5%) 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	$ (421,947)
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)	$ (421,947)

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 $1.1 million during calendar year 2013 as a result of re-estimation of unpaid loss and loss adjustment expenses. This increase recognizes additional paid loss and loss adjustment expenses of $35.0 million, offset by a decrease in reserves on prior accident years of $34.0 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:

1. For Liability Lines ($6,000,000 xs of $1,000,000 retention)
2. For Workers Compensation Lines ($99,000,000 xs $1,000,000 retention)
3. For Terrorism Lines ($139,000,000 xs $1,000,000 retention)
4. For Public Entity Liability Lines ($9,000,000 xs $1,000,000 retention)
5. For Property Per Risk Coverage ($9,000,000 xs $1,000,000 retention)
6. For Property Catastrophe Coverage ($59,000,000 xs $5,000,000 retention)
7. For Medical Professional Liability Lines ($700,000 xs $300,000 retention)
8. For Commercial Truck Liability Lines ($1,500,000 xs $500,000 retention)
9. For Other Liability Lines ($750,000 xs $250,000 retention)
10. For Agriculture Lines –Property ($9,500,000 xs $500,000 retention)
11. For Agriculture Lines- Liability ($500,000 xs $500,000 retention)
12. For Awards Lines ($10,000,000 xs $5,000,000 retention)
13. For Clash Lines ($3,000,000 xs $0 retention)
14. For Ocean Marine Lines (Variable quota share maximum retained line $1,000,000 part of $5,000,000)
15. Various quota share treaties all lines
16. Various Facultative Agreements all lines
17. Various Umbrella agreements.
18. Multiple Line Quota Share - 50% quota share agreement for a select portion of business subject to certain limitations, effective December 31, 2012 on in force, new and renewal basis; 25% quota share agreement for select direct written premium effective January 1, 2013.

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 March 31, 2013:

Name of Insurer	Amounts Receivable	Amounts Payable	Net Receivable/(Payable)
Star Insurance Co. (Lead insurer)	$ 317,474,675	$ 310,053,311	$ 7,421,364
Century Surety Co.	$ 149,330,804	$ 147,047,775	$ 2,283,029
Savers Property and Casualty Ins. Co.	$ 55,183,151	$ 57,171,658	$ (1,988,507)
Williamsburg National Ins. Co.	$ 36,105,272	$ 35,500,883	$ 604,389
ProCentury Insurance Co.	$ 45,276,721	$ 53,723,659	$ (8,446,938)
Ameritrust Insurance Corp.	$ 24,157,363	$ 24,030,700	$ 126,663

27. STRUCTURED SETTLEMENTS

No significant change.

28. HEALTH CARE RECEIVABLES

Not applicable.

NOTES TO FINANCIAL STATEMENTS

29. PARTICIPATING ACCIDENT AND HEALTH POLICIES
Not applicable.

30. PREMIUM DEFICIENCY RESERVES
As of March 31, 2013, 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 March 31, 2013.

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 [X]

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

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

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

3.1 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [ ] No [X]

3.2 If the response to 3.1 is yes, provide a brief description of those changes.

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

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

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

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

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

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010......................

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 [X]

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

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

7.2 If yes, give full information:

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

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

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

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

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

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

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

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

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

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

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 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	$ 0	$ 0
14.22 Preferred Stock	$ 0	$ 0
14.23 Common Stock	$ 37,303,566	$ 47,461,359
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)	$ 37,303,566	$ 47,461,359
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. For the reporting entity's security lending program, state the amount of the following as current statement date:
16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $..................................0
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $..................................0
16.3 Total payable for securities lending reporting on the liability page: $..................................0

17. 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 [ ]

17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase Bank, NA	P.O. Box 710634, Columbus, OH 43271-0634

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

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

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes [ ] No [X]

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

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

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

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

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No [ ]

18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2

PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [ ] No [X] N/A [ ]
   If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [ ] No [X]
   If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [ ] No [X]

3.2 If yes, give full and complete information thereto:

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero? Yes [ ] No [X]

4.2 If yes, complete the following schedule:

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

5. Operating Percentages:
   5.1 A&H loss percent 0.0 %
   5.2 A&H cost containment percent 0.0 %
   5.3 A&H expense percent excluding cost containment expenses 0.0 %

6.1 Do you act as a custodian for health savings accounts? Yes [ ] No [X]

6.2 If yes, please provide the amount of custodial funds held as of the reporting date. 0

6.3 Do you act as an administrator for health savings accounts? Yes [ ] No [X]

6.4 If yes, please provide the amount of funds administered as of the reporting date. 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Is Insurer Authorized? (YES or NO)

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

		1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
			2	3	4	5	6	7
	States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1.	Alabama AL	E	489,389	566,758	1,066,922	356,512	1,715,984	2,090,070
2.	Alaska AK	E	303,363	395,175	2,049	12,987	941,489	674,285
3.	Arizona AZ	L	323,078	386,935	54,308	83,164	1,613,583	1,584,539
4.	Arkansas AR	E	239,113	351,930	28,251	52,094	982,195	612,284
5.	California CA	E	15,210,893	14,496,838	4,191,677	4,009,178	39,337,923	43,468,775
6.	Colorado CO	E	636,903	517,247	75,076	78,000	2,506,633	2,245,147
7.	Connecticut CT	E	209,975	200,541	33,398	20,791	950,213	774,288
8.	Delaware DE	E	52,575	12,955	(3,277)	1,000	216,357	233,172
9.	District of Columbia DC	E	38,971	80,453	9,000	1,354	224,199	316,133
10.	Florida FL	E	9,026,676	9,543,749	5,100,897	6,361,713	36,284,383	33,777,760
11.	Georgia GA	E	1,366,562	993,636	369,839	240,305	3,258,213	2,326,178
12.	Hawaii HI	E	120,389	76,806	1,742	7,057	629,472	291,564
13.	Idaho ID	E	118,718	68,421	(2,500)		334,929	235,057
14.	Illinois IL	E	917,565	952,648	562,436	78,644	3,077,282	2,896,803
15.	Indiana IN	L	118,029	87,242	15,900	(2,150)	364,428	546,670
16.	Iowa IA	E	55,049	58,957		(1,000)	180,958	93,460
17.	Kansas KS	E	133,562	208,114	12,312	30,990	799,307	689,175
18.	Kentucky KY	E	266,119	296,115	27,307	108,130	1,158,232	1,215,676
19.	Louisiana LA	E	2,546,534	2,594,847	1,664,272	2,426,909	9,545,532	8,927,006
20.	Maine ME	E	77,757	132,458		833	97,661	91,214
21.	Maryland MD	E	219,996	231,418	1,506	82,338	810,739	532,529
22.	Massachusetts MA	E	296,558	356,015	101,260	15,660	1,502,728	1,702,556
23.	Michigan MI	E	705,265	458,433	84,521	98,515	2,556,441	3,081,735
24.	Minnesota MN	E	357,547	268,786	275,116		581,513	572,394
25.	Mississippi MS	E	575,585	514,188	268,453	49,562	1,941,392	1,638,462
26.	Missouri MO	E	472,447	1,122,472	165,781	1,441,084	3,286,066	3,109,748
27.	Montana MT	E	216,087	161,333	26,037		504,271	310,724
28.	Nebraska NE	E	112,651	125,241			629,155	432,529
29.	Nevada NV	E	313,598	183,971	993,432	95,824	2,884,231	839,337
30.	New Hampshire NH	E	95,926	44,028			205,180	186,857
31.	New Jersey NJ	E	1,189,682	1,072,702	450,485	225,977	5,048,029	3,933,878
32.	New Mexico NM	E	471,408	144,977		34,789	1,779,602	1,981,944
33.	New York NY	E	4,398,741	2,472,219	1,156,151	968,989	19,006,990	15,818,345
34.	North Carolina NC	E	748,749	750,329	192,103	153,642	1,992,278	1,585,223
35.	North Dakota ND	E	175,488	75,236			328,679	182,561
36.	Ohio OH	L	482,569	484,795	1,035,077	2,151,106	1,734,756	2,082,775
37.	Oklahoma OK	E	957,954	724,816	926,103	317,319	3,151,370	2,029,048
38.	Oregon OR	E	838,189	543,246	77,796	79,478	3,184,759	2,864,148
39.	Pennsylvania PA	E	1,558,724	1,060,237	467,068	221,914	4,067,228	4,265,128
40.	Rhode Island RI	E	12,163	11,752			63,964	44,851
41.	South Carolina SC	E	356,648	335,649	284,291	448,352	1,900,099	1,870,319
42.	South Dakota SD	E	62,178	31,695	4,347	188	128,368	106,044
43.	Tennessee TN	E	253,662	259,155	176,182	81,064	1,401,856	1,382,280
44.	Texas TX	E	4,790,984	6,327,001	3,669,948	3,226,816	21,406,957	20,377,270
45.	Utah UT	E	214,806	169,855	346,935	9,350	899,238	785,825
46.	Vermont VT	E	90,106	102,313	7,227		230,903	214,162
47.	Virginia VA	E	404,535	301,779	30,686	15,102	981,073	1,799,221
48.	Washington WA	E	1,092,336	935,267	846,512	930,923	7,124,061	6,411,670
49.	West Virginia WV	L	673	468	14,610	(2,635)	8,317	18,582
50.	Wisconsin WI	L	14,163	58,381	17,740		275,825	242,096
51.	Wyoming WY	E	94,532	107,680	2,500	(3,155)	1,294,685	1,315,254
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 CAN	N						
58.	Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59.	Totals	(a) 5	53,825,170	51,457,262	24,831,476	24,508,712	195,129,727	184,806,751

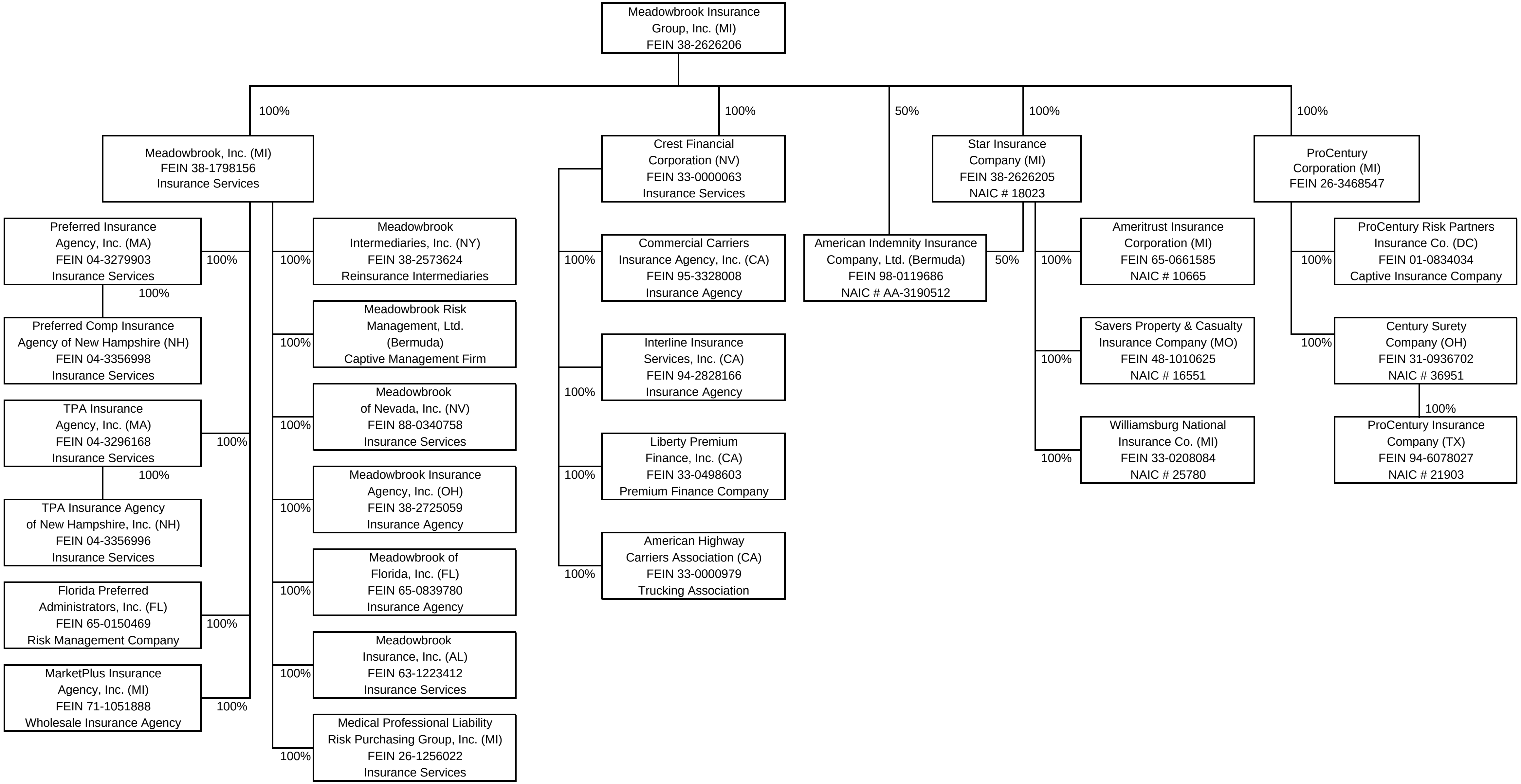
DETAILS OF WRITE-INS

58001.		XXX						
58002.		XXX						
58003.		XXX						
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
58999.	Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above)	XXX	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domicilied RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.

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 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
			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.	BMU	IA	Meadowbrook Insurance Group, Inc.	Ownership	50.000	Meadowbrook Insurance Group, Inc.	
			98-0119686				American Indemnity Insurance Company, Ltd.	BMU	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.	
			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.	BMU	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 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire	4,753,796	56,944	1.2	17.5
2. Allied lines	987,338	475,930	48.2	71.9
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril			0.0	
5. Commercial multiple peril	15,293,229	10,194,250	66.7	71.3
6. Mortgage guaranty			0.0	
8. Ocean marine	468,214	42,355	9.0	(62.0)
9. Inland marine	488,247	203,224	41.6	18.6
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	23,643,700	9,130,974	38.6	52.1
17.2 Other liability-claims made	3,810,553	1,109,171	29.1	23.9
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence	345,811	(7,924)	(2.3)	27.4
18.2 Products liability-claims made	7,927	771	9.7	(55.0)
19.1, 19.2 Private passenger auto liability			0.0	
19.3, 19.4 Commercial auto liability	3,446,991	1,768,225	51.3	82.3
21. Auto physical damage	1,293,251	432,733	33.5	25.3
22. Aircraft (all perils)			0.0	
23. Fidelity	1,390	288	20.7	(37.4)
24. Surety	26,664	(18,335)	(68.8)	750.5
26. Burglary and theft			0.0	
27. Boiler and machinery	90,434	11,846	13.1	41.6
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	54,657,546	23,400,450	42.8	53.5
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	4,058,371	4,058,371	4,158,459
2. Allied lines	808,729	808,729	921,156
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril	18,978,052	18,978,052	19,035,977
6. Mortgage guaranty			
8. Ocean marine	400,406	400,406	364,596
9. Inland marine	476,111	476,111	502,125
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	21,843,227	21,843,227	18,173,197
17.2 Other liability-claims made	3,207,611	3,207,611	3,210,946
17.3 Excess workers' compensation			
18.1 Products liability-occurrence	346,605	346,605	298,621
18.2 Products liability-claims made	5,289	5,289	944
19.1 19.2 Private passenger auto liability			
19.3 19.4 Commercial auto liability	2,516,273	2,516,273	3,429,662
21. Auto physical damage	1,124,511	1,124,511	1,265,987
22. Aircraft (all perils)			
23. Fidelity	597	597	956
24. Surety	11,069	11,069	37,380
26. Burglary and theft			
27. Boiler and machinery	48,319	48,319	57,256
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	53,825,170	53,825,170	51,457,262
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2013 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2010 + Prior	67,970	44,131	112,101	11,291	175	11,467	62,219	1,187	38,346	101,753	5,541	(4,423)	1,118
2. 2011	34,291	35,676	69,967	6,796	175	6,971	32,126	1,187	30,885	64,198	4,630	(3,429)	1,202
3. Subtotals 2011 + Prior	102,261	79,807	182,068	18,087	350	18,438	94,345	2,375	69,231	165,951	10,171	(7,851)	2,320
4. 2012	43,054	85,117	128,171	13,444	3,153	16,597	21,610	21,375	67,328	110,313	(8,000)	6,738	(1,261)
5. Subtotals 2012 + Prior	145,315	164,924	310,239	31,531	3,503	35,034	115,955	23,750	136,558	276,264	2,171	(1,113)	1,059
6. 2013	XXX	XXX	XXX	XXX	2,015	2,015	XXX	6,093	26,246	32,339	XXX	XXX	XXX
7. Totals	145,315	164,924	310,239	31,531	5,518	37,049	115,955	29,843	162,805	308,602	2,171	(1,113)	1,059
8. Prior Year-End's Surplus As Regards Policyholders	163,162												

Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
1. 1.5 %	2. (0.7)%	3. 0.3 %

Col. 13, Line 7 Line 8
4. 0.6 %

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?	NO

Explanation:

1.
2.
3.
4.

Bar Code:

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

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

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

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

Overflow Page for Write-Ins

NONE

SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	3,063,726	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		3,026,912
2.2 Additional investment made after acquisition	268,199	498,206
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	275,365	(461,392)
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)	3,607,290	3,063,726
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	3,607,290	3,063,726

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	388,499,416	440,807,676
2. Cost of bonds and stocks acquired	122,489,206	176,142,551
3. Accrual of discount	27,213	170,723
4. Unrealized valuation increase (decrease)	10,318,464	3,548,180
5. Total gain (loss) on disposals	289,403	21,052,472
6. Deduct consideration for bonds and stocks disposed of	8,815,734	250,676,811
7. Deduct amortization of premium	664,589	2,545,375
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)	512,143,377	388,499,416
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	512,143,377	388,499,416

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	372,464,927	188,245,959	230,823,457	295,141	330,182,571			372,464,927
2. Class 2 (a)	65,069,995	6,807,621	2,881	(928,125)	70,946,610			65,069,995
3. Class 3 (a)	708,947		98,288	601	611,260			708,947
4. Class 4 (a)	564,421		1,869	(4,638)	557,914			564,421
5. Class 5 (a)	349,587		72,148		277,439			349,587
6. Class 6 (a)	1,165,536		5,452	359	1,160,444			1,165,536
7. Total Bonds	440,323,413	195,053,580	231,004,095	(636,660)	403,736,238	0	0	440,323,413
PREFERRED STOCK								
8. Class 1								
9. Class 2	3,114,708		509,450	(18,966)	2,586,292			3,114,708
10. Class 3	5,285,481		300,000	71,454	5,056,936			5,285,481
11. Class 4	1,938,767			20,796	1,959,563			1,938,767
12. Class 5	8,454				8,454			8,454
13. Class 6								
14. Total Preferred Stock	10,347,410	0	809,450	73,285	9,611,245	0	0	10,347,410
15. Total Bonds and Preferred Stock	450,670,823	195,053,580	231,813,545	(563,375)	413,347,483	0	0	450,670,823

(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 $.....12,857,762; 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	12,857,762	XXX	12,857,762		

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	113,392,117	12,383,894
2. Cost of short-term investments acquired	126,915,067	398,222,414
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	227,449,422	297,214,191
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)	12,857,762	113,392,117
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	12,857,762	113,392,117

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

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location 3 City	4 State	5 Name of Vendor or General Partner	6 NAIC Desig-nation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated												
	Aquiline Financial Service Fund II, L.P.	George Town, Grand Cayman	Cayman Islands	Aquiline Capital Partners II GP (Offshore) LTD		01/07/2013			268,199			1.4
1999999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated								0	268,199	0	0	XXX
3999999. Subtotal - Unaffiliated								0	268,199	0	0	XXX
4199999. Totals								0	268,199	0	0	XXX

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location 3 City	4 State	5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Changes in Book/Adjusted Carrying Value 9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.	15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income

NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
059189 RJ 1	BALTIMORE MD.		01/16/2013	J.P. MORGAN.		1,020,520	800,000		1FE.
091212 CA 6	BIRMINGHAM MI PUBLIC SCHS.		02/27/2013	STIFEL NICOLAUS & CO.		299,270	250,000		1FE.
161681 SN 2	CHASKA MN INDEP SCH DIST #112.		03/20/2013	DIRECT.		455,820	400,000		1FE.
495080 SM 6	KING CNTY WA SCH DIST #403 REN.		01/14/2013	CITIGROUP GLOBAL MARKETS.		2,543,700	2,000,000	12,778	1FE.
592112 LW 4	MET GOVT NASHVILLE & DAVIDSONC.		01/30/2013	RAYMOND JAMES.		4,466,805	3,500,000		1FE.
2499999.	Total - Bonds - U.S. Political Subdivision of States, Territories & Possessions.					8,786,115	6,950,000	12,778	XXX.
Bonds - U.S. Special Revenue and Special Assessment									
040654 VF 9	ARIZONA ST TRANSPRTN BRD HIGHW.		01/17/2013	J.P. MORGAN.		1,006,720	800,000		1FE.
040654 VG 7	ARIZONA ST TRANSPRTN BRD HIGHW.		01/30/2013	JEFFERIES & CO.		1,604,057	1,300,000	903	1FE.
31292L 5D 3	FG C04444.		01/14/2013	NOMURA SECURITIES DOMESTIC.		4,173,750	4,000,000	5,333	1.
31417C MW 2	FN AB5772.		02/21/2013	J.P. MORGAN.		4,678,146	4,451,734	9,274	1.
31417E CK 5	FN AB7273.		01/24/2013	BNP PARIBUS SECURITIES.		3,121,500	2,990,211	6,977	1.
31417E VQ 1	FN AB7822.		02/21/2013	CREDIT SUISSE.		5,122,379	4,943,934	4,463	1.
31417F NN 4	FN AB8496.		02/21/2013	CREDIT SUISSE.		5,141,535	4,960,926	4,479	1.
31418A PX 0	FN MA1337.		01/31/2013	J.P. MORGAN.		3,091,777	2,983,171	2,693	1.
574204 XN 8	MARYLAND ST DEPT OF TRANSPRTNC.		03/21/2013	MERRILL LYNCH.		3,340,123	2,750,000	10,694	1FE.
645918 U9 2	NEW JERSEY ST ECON DEV AUTH RE.		01/24/2013	MERRILL LYNCH.		3,697,830	3,000,000		1FE.
646136 E7 2	NEW JERSEY ST TRANSPRTN TRUST.		01/29/2013	STIFEL NICOLAUS & CO.		2,441,400	2,000,000	12,778	1FE.
677632 ZU 8	OHIO ST UNIV.		01/16/2013	BARCLAYS AMERICAN.		1,439,831	1,125,000		1FE.
759136 QV 9	REGL TRANSPRTN DIST CO SALES T.		01/31/2013	BARCLAYS AMERICAN.		3,054,100	2,500,000	15,625	1FE.
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments.					41,913,148	37,804,976	73,219	XXX.
Bonds - Industrial and Miscellaneous									
126342 OD 1	AMHPT 1996-2 B2.		02/15/2013	CAPITALIZED INTEREST.			2,141		6FE.
161571 FR 0	CHAIT 2012-A8 A8.		01/25/2013	CITIGROUP GLOBAL MARKETS.		1,996,797	2,000,000	450	1FE.
25459H BH 7	DIRECTV HOLDINGS/FING.		01/10/2013	MORGAN STANLEY.		1,486,905	1,500,000		2FE.
36962G 3U 6	GENERAL ELEC CAP CORP.		03/07/2013	CANTOR FITZGERALD.		248,667	210,000	4,298	1FE.
370334 BN 3	GENERAL MILLS INC.		01/28/2013	DEUTSCHE BANK.		484,913	485,000		2FE.
38141E A5 8	GOLDMAN SACHS GROUP INC.		03/01/2013	J.P. MORGAN.		242,831	210,000	5,362	1FE.
46625H GY 0	JPMORGAN CHASE & CO.		03/04/2013	J.P. MORGAN.		239,006	200,000	1,733	1FE.
49327M 2A 1	KEY BANK NA.		01/29/2013	KEYBANC CAPITAL MARKETS.		844,189	845,000		1FE.
756109 AN 4	REALTY INCOME CORP.		01/28/2013	VARIOUS.		3,020,772	3,090,000	30,964	2FE.
855030 AL 6	STAPLES INC.		01/07/2013	BARCLAYS AMERICAN.		1,815,031	1,820,000		2FE.
89233P 7E 0	TOYOTA MOTOR CREDIT CORP.		01/07/2013	BARCLAYS AMERICAN.		2,496,025	2,500,000		1FE.
91324P CB 6	UNITEDHEALTH GROUP INC.		03/05/2013	ROYAL BANK OF SCOTLAND US.		250,585	250,000	90	1FE.
92937F AB 7	WFRBS 2013-C12 A2.		03/06/2013	WELLS FARGO SECURITIES LLC.		1,694,279	1,645,000	1,799	1FE.
92976W BH 8	WACHOVIA CORP.		03/04/2013	WELLS FARGO SECURITIES LLC.		620,870	520,000	2,991	1FE.
136069 FA 4	CANADIAN IMPERIAL BANK.	A.	01/17/2013	CITIGROUP GLOBAL MARKETS.		1,998,380	2,000,000		1FE.
3899999.	Total - Bonds - Industrial & Miscellaneous.					17,439,250	17,277,141	47,687	XXX.
8399997.	Total - Bonds - Part 3.					68,138,513	62,032,117	133,684	XXX.

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
8399999.	Total - Bonds					68,138,513	62,032,117	133,684	XXX
Common Stocks - Industrial and Miscellaneous									
00206R 10 2	AT&T INC.		03/01/2013	BARCLAYS AMERICAN	29,538.000	1,045,383	XXX		L
002824 10 0	ABBOTT LABORATORIES		02/05/2013	BARCLAYS AMERICAN	29,455.000	997,052	XXX		L
00287Y 10 9	ABBVIE INC.		03/01/2013	BARCLAYS AMERICAN	28,370.000	1,072,953	XXX		L
02209S 10 3	ALTRIA GROUP INC.		03/01/2013	BARCLAYS AMERICAN	31,756.000	1,084,001	XXX		L
038222 10 5	APPLIED MATERIALS INC.		03/01/2013	BARCLAYS AMERICAN	78,082.000	1,049,257	XXX		L
053015 10 3	AUTOMATIC DATA PROCESSING		03/01/2013	BARCLAYS AMERICAN	17,236.000	1,055,883	XXX		L
071813 10 9	BAXTER INTERNATIONAL INC.		03/01/2013	BARCLAYS AMERICAN	15,405.000	1,062,281	XXX		L
097023 10 5	BOEING CO/THE		03/01/2013	BARCLAYS AMERICAN	13,775.000	1,046,388	XXX		L
110122 10 8	BRISTOL-MYERS SQUIBB CO.		03/01/2013	BARCLAYS AMERICAN	28,573.000	1,044,382	XXX		L
12572Q 10 5	CME GROUP INC.		03/01/2013	BARCLAYS AMERICAN	17,778.000	1,049,787	XXX		L
166764 10 0	CHEVRON CORP.		03/01/2013	BARCLAYS AMERICAN	9,088.000	1,053,090	XXX		L
191216 10 0	COCA-COLA CO/THE		03/01/2013	BARCLAYS AMERICAN	27,432.000	1,047,195	XXX		L
194162 10 3	COLGATE-PALMOLIVE CO.		03/01/2013	BARCLAYS AMERICAN	9,298.000	1,018,652	XXX		L
20825C 10 4	CONOCOPHILLIPS		03/01/2013	BARCLAYS AMERICAN	18,264.000	1,054,908	XXX		L
219350 10 5	CORNING INC.		03/01/2013	BARCLAYS AMERICAN	84,886.000	1,016,979	XXX		L
263534 10 9	DU PONT (E.I.) DE NEMOURS		03/01/2013	BARCLAYS AMERICAN	22,063.000	1,050,967	XXX		L
291011 10 4	EMERSON ELECTRIC CO.		03/01/2013	BARCLAYS AMERICAN	18,885.000	1,073,809	XXX		L
30161N 10 1	EXELON CORP.		02/05/2013	BARCLAYS AMERICAN	32,383.000	999,339	XXX		L
30231G 10 2	EXXON MOBIL CORP.		03/01/2013	BARCLAYS AMERICAN	11,883.000	1,066,254	XXX		L
369550 10 8	GENERAL DYNAMICS CORP.		03/01/2013	BARCLAYS AMERICAN	15,688.000	1,023,086	XXX		L
370334 10 4	GENERAL MILLS INC.		02/05/2013	BARCLAYS AMERICAN	23,696.000	998,549	XXX		L
423074 10 3	HJ HEINZ CO.		02/05/2013	BARCLAYS AMERICAN	16,404.000	999,168	XXX		L
428236 10 3	HEWLETT-PACKARD CO.		02/05/2013	BARCLAYS AMERICAN	59,951.000	996,386	XXX		L
438516 10 6	HONEYWELL INTERNATIONAL INC.		03/01/2013	BARCLAYS AMERICAN	15,148.000	1,058,844	XXX		L
452308 10 9	ILLINOIS TOOL WORKS		03/01/2013	BARCLAYS AMERICAN	17,190.000	1,078,780	XXX		L
458140 10 0	INTEL CORP.		03/01/2013	BARCLAYS AMERICAN	50,567.000	1,070,930	XXX		L
478160 10 4	JOHNSON & JOHNSON		03/01/2013	BARCLAYS AMERICAN	13,843.000	1,034,614	XXX		L
494368 10 3	KIMBERLY-CLARK CORP.		03/01/2013	BARCLAYS AMERICAN	11,239.000	1,015,099	XXX		L
532457 10 8	ELI LILLY & CO.		03/01/2013	BARCLAYS AMERICAN	19,392.000	1,049,946	XXX		L
539830 10 9	LOCKHEED MARTIN CORP.		03/01/2013	BARCLAYS AMERICAN	12,055.000	1,049,734	XXX		L
580135 10 1	MCDONALDS CORP.		03/01/2013	BARCLAYS AMERICAN	11,099.000	1,053,988	XXX		L
585055 10 6	MEDTRONIC INC.		03/01/2013	BARCLAYS AMERICAN	23,457.000	1,093,995	XXX		L
58933Y 10 5	MERCK & CO. INC.		03/01/2013	BARCLAYS AMERICAN	24,953.000	1,035,011	XXX		L
594918 10 4	MICROSOFT CORP.		03/01/2013	BARCLAYS AMERICAN	38,048.000	1,047,515	XXX		L
655844 10 8	NORFOLK SOUTHERN CORP.		02/05/2013	BARCLAYS AMERICAN	14,488.000	997,789	XXX		L
666807 10 2	NORTHROP GRUMMAN CORP.		03/01/2013	BARCLAYS AMERICAN	16,225.000	1,053,400	XXX		L
670346 10 5	NUCOR CORP.		03/01/2013	BARCLAYS AMERICAN	23,858.000	1,098,977	XXX		L
674599 10 5	OCCIDENTAL PETROLEUM CORP.		03/01/2013	BARCLAYS AMERICAN	12,876.000	1,129,326	XXX		L

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
713448 10 8	PEPSICO INC.		03/01/2013	BARCLAYS AMERICAN	14,010.000	1,025,917	XXX		L
742718 10 9	PROCTER & GAMBLE CO/THE		03/01/2013	BARCLAYS AMERICAN	13,865.000	1,050,317	XXX		L
755111 50 7	RAYTHEON COMPANY		03/01/2013	BARCLAYS AMERICAN	19,474.000	1,043,129	XXX		L
761713 10 6	REYNOLDS AMERICAN INC.		03/01/2013	BARCLAYS AMERICAN	24,536.000	1,075,490	XXX		L
871829 10 7	SYSCO CORP.		03/01/2013	BARCLAYS AMERICAN	32,775.000	1,029,487	XXX		L
87612E 10 6	TARGET CORP.		03/01/2013	BARCLAYS AMERICAN	16,607.000	1,037,467	XXX		L
882508 10 4	TEXAS INSTRUMENTS INC.		03/01/2013	BARCLAYS AMERICAN	30,834.000	1,064,683	XXX		L
88579Y 10 1	3M CO.		03/01/2013	BARCLAYS AMERICAN	10,245.000	1,040,846	XXX		L
911312 10 6	UNITED PARCEL SERVICE-CL B.		03/01/2013	BARCLAYS AMERICAN	12,818.000	1,036,777	XXX		L
913017 10 9	UNITED TECHNOLOGIES CORP.		03/01/2013	BARCLAYS AMERICAN	11,776.000	1,051,749	XXX		L
92343V 10 4	VERIZON COMMUNICATIONS INC.		03/01/2013	BARCLAYS AMERICAN	22,778.000	1,016,051	XXX		L
931142 10 3	WAL-MART STORES INC.		03/01/2013	BARCLAYS AMERICAN	14,822.000	1,049,819	XXX		L
931422 10 9	WALGREEN CO.		03/01/2013	BARCLAYS AMERICAN	25,693.000	1,062,133	XXX		L
G29183 10 3	EATON CORP PLC.	R	02/05/2013	BARCLAYS AMERICAN	16,725.000	993,131	XXX		L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					54,350,693	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					54,350,693	XXX	0	XXX
9799999.	Total - Common Stocks					54,350,693	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					54,350,693	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					122,489,206	XXX	133,684	XXX

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

Statement for March 31, 2013 of the **Century Surety Company**

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
36202C 5D 1	G2 2644		03/01/2013	MBS PAYMENT		727	727	736	727				0		727			0	9	09/20/2028	1
36202W KY 4	GN 611511		03/01/2013	MBS PAYMENT		1,490	1,490	1,560	1,491		(1)		(1)		1,490			0	12	04/15/2018	1
36211W KC 1	GN 525091		03/01/2013	MBS PAYMENT		180	180	192	180				0		180			0	3	02/15/2030	1
38373M 5U 0	GNR 2009-5 B		03/01/2013	MBS PAYMENT		165,498	165,498	162,822	165,369		129		129		165,498			0	1,236	08/16/2049	1
38373Y 6X 7	GNR 2003-16 B		02/01/2013	MBS PAYMENT		284,411	284,411	285,122	284,411				0		284,411			0	1,860	08/16/2025	1
38374B 5M 1	GNR 2003-79 PH		03/01/2013	MBS PAYMENT		19,787	19,787	20,528	19,808		(21)		(21)		19,787			0	160	12/20/2031	1
38374B LQ 4	GNR 2003-60 MA		03/01/2013	MBS PAYMENT		8,470	8,470	8,185	8,463		7		7		8,470			0	55	07/16/2033	1
38374K DC 4	GNR 2004-104 GA		03/01/2013	MBS PAYMENT		61,409	61,409	59,490	61,344		64		64		61,409			0	474	11/20/2034	1
38374K RA 3	GNR 2005-3 AE		03/01/2013	MBS PAYMENT		36,461	36,461	35,439	36,384		78		78		36,461			0	265	01/20/2031	1
38374K UT 8	GNR 2005-13 PA		03/01/2013	MBS PAYMENT		84,125	84,125	81,417	83,960		165		165		84,125			0	599	11/20/2033	1
912828 HV 5	US TREASURY N/B		03/31/2013	MATURITY		500,000	500,000	507,969	500,551		(551)		(551)		500,000			0		03/31/2013	1
0599999.	Total - Bonds - U.S. Government					1,162,558	1,162,558	1,163,460	1,162,688	0	(130)	0	(130)	0	1,162,558	0	0	0	4,673	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
968648 PR 0	WILL & KENDALL CNTYS IL CMNTY		01/02/2013	CALLED BY ISSUER at 100.000		500,000	500,000	545,285	500,000				0		500,000			0	12,500	01/01/2019	1FE
2499999.	Total - Bonds - U.S. Political Subdivisions of States, Territories & Possessions					500,000	500,000	545,285	500,000	0	0	0	0	0	500,000	0	0	0	12,500	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
31292L 5D 3	FG C04444		03/01/2013	MBS PAYMENT		33,044	33,044	34,479			(16)		(16)		33,044			0	133	01/01/2043	1
31294K RE 7	FG E01385		03/01/2013	MBS PAYMENT		17,118	17,118	17,001	17,115		4		4		17,118			0	128	06/01/2018	1
31294K ZT 5	FG E01654		03/01/2013	MBS PAYMENT		13,670	13,670	13,668	13,670				0		13,670			0	109	06/01/2019	1
312962 6K 4	FG B10874		03/01/2013	MBS PAYMENT		16,998	16,998	16,932	16,997		2		2		16,998			0	127	11/01/2018	1
312962 WC 3	FG B10643		03/01/2013	MBS PAYMENT		23,240	23,240	23,639	23,252		(12)		(12)		23,240			0	209	11/01/2018	1
312964 6W 4	FG B12685		03/01/2013	MBS PAYMENT		41,430	41,430	41,851	41,438		(8)		(8)		41,430			0	269	02/01/2019	1
312964 UH 0	FG B12384		03/01/2013	MBS PAYMENT		14,164	14,164	14,302	14,167		(2)		(2)		14,164			0	107	02/01/2019	1
312968 5L 0	FG B16251		03/01/2013	MBS PAYMENT		18,938	18,938	19,179	18,942		(4)		(4)		18,938			0	157	07/01/2019	1
31297H YK 9	FG A29714		03/01/2013	MBS PAYMENT		2,653	2,653	2,636	2,653				0		2,653			0	22	01/01/2030	1
31297U Y8 7	FG A38835		03/01/2013	MBS PAYMENT		54,983	54,983	54,270	54,941		42		42		54,983			0	478	05/01/2035	1
31371K 2R 1	FN 254684		03/01/2013	MBS PAYMENT		17,327	17,327	17,622	17,334		(7)		(7)		17,327			0	144	03/01/2018	1
31371K Y4 7	FN 254631		03/01/2013	MBS PAYMENT		16,332	16,332	16,626	16,339		(7)		(7)		16,332			0	132	02/01/2018	1
31376K B3 9	FN 357458		03/01/2013	MBS PAYMENT		6,300	6,300	6,328	6,300		(1)		(1)		6,300			0	47	11/01/2018	1
31385X GU 5	FN 555611		03/01/2013	MBS PAYMENT		6,386	6,386	6,415	6,387		(1)		(1)		6,386			0	47	07/01/2018	1
31390V K3 7	FN 657414		03/01/2013	MBS PAYMENT		10,716	10,716	11,091	10,722		(6)		(6)		10,716			0	93	11/01/2017	1
31391H 2X 1	FN 667790		03/01/2013	MBS PAYMENT		17,752	17,752	18,071	17,763		(11)		(11)		17,752			0	154	02/01/2018	1
31391Y 5W 3	FN 681361		03/01/2013	MBS PAYMENT		14,072	14,072	14,327	14,078		(6)		(6)		14,072			0	106	03/01/2018	1
31393D L7 4	FNR 2003-80 CA		03/01/2013	MBS PAYMENT		66,842	66,842	63,722	66,726		117		117		66,842			0	433	04/25/2030	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31393E B3 2	FNR 2003-94 CE		03/01/2013	MBS PAYMENT		6,929	6,929	7,085	6,933		(4)		(4)		6,929			0	60	10/25/2033	1
31393N TU 3	FHR 2597 DE		03/01/2013	MBS PAYMENT		1,434	1,434	1,439	1,434				0		1,434			0	9	02/15/2033	1
31393Q MH 2	FHR 2614 EQ		03/01/2013	MBS PAYMENT		22,537	22,537	21,708	22,497		40		40		22,537			0	162	12/15/2017	1
31393Q WR 9	FHR 2610 DG		03/01/2013	MBS PAYMENT		1,368	1,368	1,283	1,362		7		7		1,368			0	8	03/15/2033	1
31394C CH 3	FNR 2005-3 HC		03/01/2013	MBS PAYMENT		62,349	62,349	60,357	62,297		52		52		62,349			0	464	01/25/2035	1
31395P EM 0	FHR 2952 PA		03/01/2013	MBS PAYMENT		51,499	51,499	50,179	51,446		52		52		51,499			0	474	02/15/2035	1
31398N XW 9	FNA 2010-M5 A1		03/01/2013	MBS PAYMENT		25,880	25,880	26,009	25,883		(3)		(3)		25,880			0	103	07/25/2020	1
31400J GV 5	FN 688812		03/01/2013	MBS PAYMENT		8,089	8,089	8,227	8,092		(2)		(2)		8,089			0	69	02/01/2018	1
31400P BE 4	FN 693137		03/01/2013	MBS PAYMENT		11,996	11,996	12,211	11,999		(3)		(3)		11,996			0	101	03/01/2018	1
31401B P5 8	FN 703444		03/01/2013	MBS PAYMENT		5,368	5,368	5,492	5,371		(3)		(3)		5,368			0	45	05/01/2018	1
31401L E6 6	FN 711257		03/01/2013	MBS PAYMENT		11,248	11,248	11,311	11,249		(1)		(1)		11,248			0	92	07/01/2018	1
31401M CE 9	FN 712069		03/01/2013	MBS PAYMENT		73,425	73,425	73,379	73,423		2		2		73,425			0	485	07/01/2018	1
31402J 2C 0	FN 730771		03/01/2013	MBS PAYMENT		14,611	14,611	14,840	14,615		(4)		(4)		14,611			0	123	08/01/2018	1
31402Q 4B 4	FN 735318		03/01/2013	MBS PAYMENT		26,015	26,015	25,738	26,006		8		8		26,015			0	191	11/01/2019	1
31402R LY 3	FN 735743		03/01/2013	MBS PAYMENT		49,835	49,835	49,298	49,818		17		17		49,835			0	385	08/01/2020	1
31404D ED 6	FN 765232		03/01/2013	MBS PAYMENT		17,976	17,976	18,110	17,979		(3)		(3)		17,976			0	139	02/01/2019	1
31404S TP 0	FN 777358		03/01/2013	MBS PAYMENT		18,929	18,929	18,761	18,923		6		6		18,929			0	161	05/01/2019	1
31405S HL 1	FN 797735		03/01/2013	MBS PAYMENT		16,351	16,351	16,611	16,355		(4)		(4)		16,351			0	143	02/01/2020	1
31417C MW 2	FN AB5772		03/01/2013	MBS PAYMENT		133,000	133,000	139,764					0		133,000			0	333	08/01/2027	1
31417E CK 5	FN AB7273		03/01/2013	MBS PAYMENT		17,739	17,739	18,517			(5)		(5)		17,739			0	75	12/01/2042	1
31418A PX 0	FN MA1337		03/01/2013	MBS PAYMENT		18,604	18,604	19,281			(2)		(2)		18,604			0	39	02/01/2028	1
31419A K2 2	FN AE0312		03/01/2013	MBS PAYMENT		144,593	144,593	148,896	144,819		(227)		(227)		144,593			0	914	09/01/2040	1
31419G XX 7	FN AE6093		03/01/2013	MBS PAYMENT		80,996	80,996	84,021	81,123		(127)		(127)		80,996			0	433	10/01/2025	1
60415N XR 8	MINNESOTA ST HSG FIN AGY		01/02/2013	CALLED BY ISSUER at 100.000		60,000	60,000	62,219	60,570		(570)		(570)		60,000			0	3,000	01/01/2036	1FE
65821F CM 6	NORTH CAROLINA ST HSG FIN AGY		02/01/2013	CALLED BY ISSUER at 100.000		90,000	90,000	92,784	90,356		(356)		(356)		90,000			0	2,032	07/01/2034	1FE
880459 X2 3	TENNESSEE ST HSG DEV AGY		01/02/2013	CALLED BY ISSUER at 100.000		5,000	5,000	5,292	5,054		(54)		(54)		5,000			0	128	07/01/2034	1FE
93978K 3L 0	WASHINGTON ST HSG FIN COMMISSI		03/01/2013	CALLED BY ISSUER at 100.000		30,000	30,000	30,783	30,136		(136)		(136)		30,000			0	137	12/01/2025	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					1,397,736	1,397,736	1,415,754	1,196,564	0	(1,236)	0	(1,236)	0	1,397,736	0	0	0	13,200	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00253C HW 0	AMT 2002-2 A2		03/01/2013	MBS PAYMENT		312	312	312	312				0		312			0	2	03/25/2033	1FM
00441R AJ 6	ACERV 2001-RV1 E		03/20/2013	MBS PAYMENT		93,720	93,720	72,148	72,148				0		72,148		21,572	21,572	1,446	09/20/2021	5Z
05947U LJ 5	BACM 2003-1 A2		01/01/2013	MBS PAYMENT		41,438	41,438	41,648	41,438				0		41,438			0	161	09/11/2036	1FM
126342 OD 1	AMHPT 1996-2 B2		03/15/2013	MBS PAYMENT			3,460	2,208	2,208				0		2,208		(2,208)	(2,208)	47	06/15/2027	6FE
126380 AB 0	CSMC 2006-9 2A1		03/01/2013	MBS PAYMENT		33,232	33,232	32,381	33,236		(4)		(4)		33,232			0	293	11/25/2036	1FM
22541N UA 5	CSFB 2002-30 DB1		03/01/2013	MBS PAYMENT		2,881	2,881	2,935	2,881				0		2,881			0	30	11/25/2032	2FM

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
225458 PD 4	CSFB 2005-AGE1 B3		03/27/2013	VARIOUS		3,434	3,434	3,117	750	2,684			2,684		3,434			0		02/25/2032	1FM
31846L BT 2	FAMLT 1998-1F NOTE		03/01/2013	MBS PAYMENT		3,178	3,178	3,285	3,181		(3)		(3)		3,178			0	42	06/20/2029	1FM
32054Y AC 7	FIB 2000-1 A		03/18/2013	MBS PAYMENT		1,815	1,815	374					0				1,815	1,815		07/15/2026	6FE
456606 DD 1	INHEL 2001-C M2		03/27/2013	VARIOUS		1,405	1,405	1,259	1,405				0		1,405			0		12/25/2032	1FM
466157 AC 8	WENT5 2001-AA A2		03/15/2013	MBS PAYMENT		7,161	7,161	7,198	7,161				0		7,161			0	74	08/15/2026	1FE
52108H PN 8	LBUBS 2003-C1 A4		01/11/2013	MBS PAYMENT		99,096	99,096	99,590	99,096				0		99,096			0	363	03/15/2032	1FM
55265K T4 1	MASTR 2003-10 3A1		03/01/2013	MBS PAYMENT		39,044	39,044	39,464	39,058		(13)		(13)		39,044			0	371	11/25/2033	1FM
68389F EY 6	OOMLT 2004-1 M7		03/27/2013	VARIOUS		2,622	2,622	2,313	623	1,999			1,999		2,622			0		01/25/2034	6FM
68619A AG 2	ORGN 2001-A M1		03/27/2013	VARIOUS		3,828	3,828	1,870	3,828				0		3,828			0		03/15/2032	6FE
858119 AH 3	STEEL DYNAMICS INC		03/26/2013	TENDER OFFER		100,375	100,000	94,750	98,105		184		184		98,288		2,086	2,086	3,280	04/01/2015	3FE
86358R EA 1	SASC 2001-SB1 B1		03/01/2013	MBS PAYMENT		4,268	4,268	3,428	3,403	863	3		866		4,269			0	24	08/25/2031	1FM
86358R L7 0	SASC 2002-HF1 B		03/26/2013	PRIOR YEAR INCOME									0					0	7,843	01/25/2033	1FM
86359A ME 0	SASC 2003-AL1 A		03/01/2013	MBS PAYMENT		7,852	7,852	7,523	7,848		4		4		7,851			0	47	04/25/2031	1FM
88576P AB 9	HENDR 2003-AA NOTE		03/15/2013	MBS PAYMENT		9,807	9,807	9,807	9,789		18		18		9,807			0	84	11/15/2033	1FE
90928A AA 5	UAL 2007 PASS TRUST		01/02/2013	MBS PAYMENT		1,869	1,869	1,865	1,869				0		1,869			0	69	07/02/2019	4FE
94981A AB 9	WFMBS 2003-14 1A2		03/01/2013	MBS PAYMENT		64,155	64,155	61,098	64,001		154		154		64,155			0	446	12/25/2018	1FM
3899999.	Total - Bonds - Industrial & Miscellaneous					521,492	524,577	488,573	492,340	5,546	343	0	5,889	0	498,226	0	23,265	23,265	14,622	XXX	XXX
8399997.	Total - Bonds - Part 4					3,581,786	3,584,871	3,613,072	3,351,592	5,546	(1,023)	0	4,523	0	3,558,520	0	23,265	23,265	44,995	XXX	XXX
8399999.	Total - Bonds					3,581,786	3,584,871	3,613,072	3,351,592	5,546	(1,023)	0	4,523	0	3,558,520	0	23,265	23,265	44,995	XXX	XXX
Preferred Stocks - Industrial and Miscellaneous																					
976826 86 7	WISC PWR & LIGHT		03/20/2013	CALLED BY ISSUER at 25.000	20,300.000	507,500	25.00	509,450	547,471	(38,021)			(38,021)		509,450		(1,950)	(1,950)	8,706	XXX	P2UFE.
65334H 50 8	NEXEN INC	A	03/28/2013	CALLED BY ISSUER at 25.000	12,000.000	300,000	25.00	300,000	300,000				0		300,000			0	9,004	XXX	RP3UFE
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					807,500	XXX	809,450	847,471	(38,021)	0	0	(38,021)	0	809,450	0	(1,950)	(1,950)	17,710	XXX	XXX
8999997.	Total - Preferred Stocks - Part 4					807,500	XXX	809,450	847,471	(38,021)	0	0	(38,021)	0	809,450	0	(1,950)	(1,950)	17,710	XXX	XXX
8999999.	Total - Preferred Stocks					807,500	XXX	809,450	847,471	(38,021)	0	0	(38,021)	0	809,450	0	(1,950)	(1,950)	17,710	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
002824 10 0	ABBOTT LABORATORIES		03/01/2013	BARCLAYS AMERICAN	29,455.000	989,371	XXX	997,052					0		997,052		(7,680)	(7,680)		XXX	L
30161N 10 1	EXELON CORP		03/01/2013	BARCLAYS AMERICAN	32,383.000	1,000,616	XXX	999,339					0		999,339		1,276	1,276	17,001	XXX	L
370334 10 4	GENERAL MILLS INC		03/01/2013	BARCLAYS AMERICAN	820.000	38,031	XXX	34,555					0		34,555		3,476	3,476		XXX	L
423074 10 3	HJ HEINZ CO		03/01/2013	BARCLAYS AMERICAN	16,404.000	1,188,607	XXX	999,168					0		999,168		189,440	189,440		XXX	L
428236 10 3	HEWLETT-PACKARD CO		03/01/2013	BARCLAYS AMERICAN	7,562.000	152,295	XXX	125,680					0		125,680		26,615	26,615		XXX	L
655844 10 8	NORFOLK SOUTHERN CORP		03/01/2013	BARCLAYS AMERICAN	137.000	10,102	XXX	9,435					0		9,435		667	667		XXX	L
G29183 10 3	EATON CORP PLC	R	03/01/2013	BARCLAYS AMERICAN	16,725.000	1,047,425	XXX	993,131					0		993,131		54,294	54,294		XXX	L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					4,426,447	XXX	4,158,360	0	0	0	0	0	0	4,158,360	0	268,088	268,088	17,001	XXX	XXX
9799997	Total - Common Stocks - Part 4					4,426,447	XXX	4,158,360	0	0	0	0	0	0	4,158,360	0	268,088	268,088	17,001	XXX	XXX

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)
9799999.	Total - Common Stocks					4,426,447	XXX	4,158,360	0	0	0	0	0	0	4,158,360	0	268,088	268,088	17,001	XXX	XXX
9899999.	Total - Preferred and Common Stocks					5,233,947	XXX	4,967,810	847,471	(38,021)	0	0	(38,021)	0	4,967,810	0	266,138	266,138	34,711	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					8,815,733	XXX	8,580,882	4,199,063	(32,475)	(1,023)	0	(33,498)	0	8,526,330	0	289,403	289,403	79,706	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-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
			Rate	Amount of Interest	Amount of Interest Accrued	6	7	8	
Depository		Code	of Interest	Received During Current Quarter	at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
JPMorgan Chase	Columbus, OH					4,711,901	6,520,741	2,448,616	XXX
Wells Fargo	Jacksonville, FL					2,197	2,081	1,979	XXX
Cash in Transit						11			XXX
0199999. Total Open Depositories		XXX	XXX	0	0	4,714,109	6,522,822	2,450,595	XXX
0399999. Total Cash on Deposit		XXX	XXX	0	0	4,714,109	6,522,822	2,450,595	XXX
0599999. Total Cash		XXX	XXX	0	0	4,714,109	6,522,822	2,450,595	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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

NONE