11770201320100102

QUARTERLY STATEMENT

As of June 30, 2013

of the Condition and Affairs of the

UNITED FINANCIAL CASUALTY COMPANY

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

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

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

Statutory Home Office	6300 WILSON MILLS ROAD, W33….. CLEVELAND ..... OH ..... US ..... 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	
Main Administrative Office	6300 WILSON MILLS ROAD, W33….. CLEVELAND ..... OH ..... US ..... 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	440-461-5000 (Area Code) (Telephone Number)
Mail Address	P.O. BOX 89490….. CLEVELAND ..... OH ..... US ..... 44101-6490 (Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)	
Primary Location of Books and Records	6300 WILSON MILLS ROAD, W33….. CLEVELAND ..... OH ..... US ..... 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	440-395-4460 (Area Code) (Telephone Number)
Internet Web Site Address	PROGRESSIVE.COM	
Statutory Statement Contact	MARY BETH ANDREANO (Name)	440-395-4460 (Area Code) (Telephone Number) (Extension)
	FINANCIAL_REPORTING@PROGRESSIVE.COM (E-Mail Address)	440-446-7168 (Fax Number)

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

OFFICERS

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

OTHER

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

DIRECTORS OR TRUSTEES

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

State of........ OHIO
County of..... CUYAHOGA

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions* and *Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

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

Subscribed and sworn to before me
This 6TH day of AUGUST, 2013

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	1,181,739,464		1,181,739,464	987,277,249
2. Stocks:				
2.1 Preferred stocks	73,840,625		73,840,625	64,805,500
2.2 Common stocks	199,979,570		199,979,570	170,265,523
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)			0	
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($..........0), cash equivalents ($.....1,699,896) and short-term investments ($.....118,299)	1,818,195		1,818,195	108,575,315
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities	864,510		864,510	1,785
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	1,458,242,364	0	1,458,242,364	1,330,925,372
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	8,180,335		8,180,335	6,830,966
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	57,552,526	2,873,424	54,679,102	44,662,408
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	375,019,338		375,019,338	327,159,853
15.3 Accrued retrospective premiums	3,699		3,699	1,888
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	40,139,170		40,139,170	41,550,965
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets ($..........0)			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	76,224,440		76,224,440	64,264,386
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	1,255,050	751,142	503,908	484,415
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	2,016,616,922	3,624,566	2,012,992,356	1,815,880,253
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	2,016,616,922	3,624,566	2,012,992,356	1,815,880,253

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. STATE UNEARNED SURCHARGE RECOVERABLE	503,908		503,908	484,415
2502. PREPAID EXPENSES	743,579	743,579	0	
2503. MISCELLANEOUS OTHER ASSETS	7,563	7,563	0	
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	1,255,050	751,142	503,908	484,415

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....222,805,816)	662,091,318	613,829,600
2.	Reinsurance payable on paid losses and loss adjustment expenses	112,932,833	110,404,096
3.	Loss adjustment expenses	125,746,072	116,942,281
4.	Commissions payable, contingent commissions and other similar charges	113,384	337,063
5.	Other expenses (excluding taxes, licenses and fees)	190,264	93,680
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	3,677,858	4,453,841
7.1	Current federal and foreign income taxes (including $.....1,094,982 on realized capital gains (losses))	21,482,002	14,349,678
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 $.....163,513 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	614,096,089	527,020,908
10.	Advance premium	6,288,814	5,342,015
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	23,013	9,729
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance (including $..........0 certified)		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding	21,680,029	25,413,743
19.	Payable to parent, subsidiaries and affiliates		
20.	Derivatives		
21.	Payable for securities		
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $..........0 and interest thereon $..........0		
25.	Aggregate write-ins for liabilities	7,564,194	6,337,550
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	1,575,885,870	1,424,534,184
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	1,575,885,870	1,424,534,184
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock	3,008,000	3,008,000
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes		
34.	Gross paid in and contributed surplus	221,373,432	221,373,432
35.	Unassigned funds (surplus)	212,725,054	166,964,637
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)	437,106,486	391,346,069
38.	Totals (Page 2, Line 28, Col. 3)	2,012,992,356	1,815,880,253

DETAILS OF WRITE-INS

2501.	STATE PLAN LIABILITY	6,633,348	5,758,516
2502.	OTHER LIABILITIES	740,161	438,404
2503.	ESCHEATABLE PROPERTY	190,685	140,631
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)	7,564,194	6,337,550
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 $.....418,107,077)	360,942,564	212,700,976	462,554,297
1.2 Assumed (written $.....362,262,564)	332,255,610	290,223,549	604,863,205
1.3 Ceded (written $.....195,344)	99,058	17,049	62,485
1.4 Net (written $.....780,174,297)	693,099,116	502,907,476	1,067,355,017
DEDUCTIONS:			
2. Losses incurred (current accident year $.....424,852,459):			
2.1 Direct	219,955,374	120,156,274	278,285,351
2.2 Assumed	217,152,491	184,048,070	390,862,530
2.3 Ceded	921,237	11,544	43,442
2.4 Net	436,186,628	304,192,800	669,104,439
3. Loss adjustment expenses incurred	74,864,890	51,185,966	108,060,653
4. Other underwriting expenses incurred	163,612,341	117,863,607	243,484,314
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	674,663,859	473,242,373	1,020,649,406
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	18,435,257	29,665,103	46,705,611
INVESTMENT INCOME			
9. Net investment income earned	17,908,264	21,071,049	39,256,383
10. Net realized capital gains (losses) less capital gains tax of $.....1,094,982	3,042,859	1,957,441	19,537,482
11. Net investment gain (loss) (Lines 9 + 10)	20,951,123	23,028,490	58,793,865
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....144,446 amount charged off $.....4,281,537)	(4,137,091)	(3,408,483)	(7,033,586)
13. Finance and service charges not included in premiums	4,597,082	2,119,810	4,955,147
14. Aggregate write-ins for miscellaneous income	4,006,714	3,545,100	7,407,753
15. Total other income (Lines 12 through 14)	4,466,705	2,256,427	5,329,314
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	43,853,085	54,950,020	110,828,790
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)	43,853,085	54,950,020	110,828,790
19. Federal and foreign income taxes incurred	20,390,077	21,349,848	36,855,814
20. Net income (Line 18 minus Line 19) (to Line 22)	23,463,008	33,600,172	73,972,976
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	391,346,069	390,265,613	390,265,613
22. Net income (from Line 20)	23,463,008	33,600,172	73,972,976
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....8,682,646	16,124,915	11,163,001	15,813,620
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	7,270,851	4,884,278	6,650,807
27. Change in nonadmitted assets	(1,098,357)	(427,587)	(356,947)
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			(95,000,000)
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)	45,760,417	49,219,864	1,080,456
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	437,106,486	439,485,477	391,346,069

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. FINANCE & SERVICE CHARGE REVENUE ASSUMED	3,971,497	3,544,908	7,399,844
1402. INTEREST INCOME ON INTERCOMPANY BALANCES	20,270	13,582	34,243
1403. MISCELLANEOUS OTHER INCOME	18,105	14,129	37,491
1498. Summary of remaining write-ins for Line 14 from overflow page	(3,158)	(27,519)	(63,825)
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	4,006,714	3,545,100	7,407,753
3701. REVERSAL OF ADDITIONAL ADMITTED DEFERRED TAX ASSET PER SSAP 10R		(5,224,627)	(5,224,627)
3702. ADOPTION OF SSAP 101		5,224,627	5,224,627
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	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	722,178,198	447,133,474	1,027,806,164
2.	Net investment income	29,681,215	38,417,355	72,330,682
3.	Miscellaneous income	4,572,099	2,581,088	5,992,874
4.	Total (Lines 1 through 3)	756,431,512	488,131,917	1,106,129,720
5.	Benefit and loss related payments	385,396,173	291,986,414	604,676,725
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	230,576,518	170,757,989	346,858,275
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $.....5,129,753 tax on capital gains (losses)	14,352,735	14,115,019	44,843,525
10.	Total (Lines 5 through 9)	630,325,426	476,859,422	996,378,525
11.	Net cash from operations (Line 4 minus Line 10)	126,106,086	11,272,495	109,751,195
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	234,402,909	258,827,164	567,327,906
	12.2 Stocks	1,146,030	3,071,828	64,140,474
	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			402,562
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	235,548,939	261,898,992	631,870,942
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	439,077,915	312,011,850	520,932,336
	13.2 Stocks	13,859,322	2,226,305	2,682,784
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets			
	13.6 Miscellaneous applications	862,725	396,035	
	13.7 Total investments acquired (Lines 13.1 to 13.6)	453,799,962	314,634,190	523,615,120
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)	(218,251,023)	(52,735,198)	108,255,822
	CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes			
	16.2 Capital and paid in surplus, less treasury stock			
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			95,000,000
	16.6 Other cash provided (applied)	(14,612,183)	48,262,554	(31,510,743)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(14,612,183)	48,262,554	(126,510,743)
	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)	(106,757,120)	6,799,851	91,496,274
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	108,575,315	17,079,041	17,079,041
	19.2 End of period (Line 18 plus Line 19.1)	1,818,195	23,878,892	108,575,315

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

20.0001				

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

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

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

Description	State of Domicile	June 30, 2013	December 31, 2012
Net income			
(1) Net income, state basis	OH	$ 23,463,008	$ 73,972,976
(2) Effect of state prescribed practices		--	--
(3) Effect of state permitted practices		--	--
(4) Net income, NAIC SAP basis (1-2-3=4)	OH	$ 23,463,008	$ 73,972,976
Surplus			
(5) Policyholders' surplus, state basis	OH	$ 437,106,486	$ 391,346,069
(6) Effect of state prescribed practices		--	--
(7) Effect of state permitted practices		--	--
(8) Policyholders' surplus, NAIC SAP basis(5-6-7=8)	OH	$ 437,106,486	$ 391,346,069

2. Accounting Changes and Corrections of Errors

No significant change

3. Business Combinations and Goodwill

No significant change

4. Discontinued Operations

No significant change

5. Investments

D. Loan-Backed Securities

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

2. Intent to Sell or Inability to Hold Securities with a Recognized Other-Than-Temporary Impairment

   Not applicable

3. The following table shows, as of June 30, 2013, the Company's other-than-temporary impairment for loan-backed and structured debt securities since the adoption of SSAP No. 43R.

CUSIP	Amortized cost before current period other-than-temporary impairment	Projected Cash Flows	Recognized other-than-temporary Impairment	Amortized Cost after other-than-temporary Impairment	Fair Value at time of other-than-temporary impairment	Financial Statement date when other-than-temporary impairment was reported
68389FKP8	$ 8,184,699	$ 8,037,244	$ 147,455	$ 8,037,244	$ 5,975,010	2009 - Q4
855541AB4	3,930,524	3,603,865	326,659	3,603,865	3,458,325	2010 - Q2
1266732M3	1,661,109	980,639	680,470	980,639	980,639	2010 - Q3
144531BE9	6,132,532	5,903,890	228,642	5,903,890	3,946,657	2011 - Q1
855541AB4	3,247,770	3,108,268	139,502	3,108,268	3,108,268	2011 - Q1
07387AGH2	1,939,622	1,865,096	74,526	1,865,096	1,819,457	2011 - Q2
94980QAA7	8,309,807	7,899,409	410,398	7,899,409	7,816,785	2011 - Q2
07387AGH2	1,861,317	1,751,766	109,551	1,751,766	1,605,437	2011 - Q4
1266732M3	571,230	450,612	120,618	450,612	450,612	2012 -Q4
1266732M3	1,277,883	571,231	706,652	571,231	571,231	2012 - Q3
1266732M3	450,613	381,260	69,353	381,260	381,260	2013 - Q1
1266732M3	381,259	338,498	42,761	338,498	338,498	2013 - Q2
Total	XXX	XXX	$ 3,056,587	XXX	XXX	XXX

   As of June 30, 2013, the Company did not intend to sell the loan-backed or structured debt securities on which a credit loss was recognized, and determined that it is more likely than not that the Company will not be required to sell the securities prior to recovery (which could be maturity) of their respective cost basis.

4. As of June 30, 2013, the Company had $9,056,395 of gross unrealized losses in the Company's loan-backed and structured debt securities. The Company currently does not intend to sell the loan-backed and structured debt securities and determined that it is more likely than not that the Company will not be required to sell these securities for the period of time necessary to recover their cost basis. If the Company's strategy was to change and these securities were determined to be other-than-temporarily impaired, the Company would recognize a write-down in accordance with the Company's stated policy.

NOTES TO FINANCIAL STATEMENTS

As of June 30, 2013, the composition of fair value and gross unrealized losses on loan-backed and structured debt securities by the length of time that individual securities have been in a continuous unrealized loss position is as follows:

Description	Amount
a. Aggregate amount of unrealized losses	
1. Less than twelve months	$ 8,100,891
2. Twelve months or longer	955,504
Total	$ 9,056,395
b. Aggregate fair value of securities with unrealized losses	
1. Less than twelve months	$ 271,247,417
2. Twelve months or longer	8,798,742
Total	$ 280,046,159

5. Under SSAP No. 43R, the Company analyzes its structured debt securities to determine if the Company intends to sell, or if it is more likely than not that the Company will be required to sell, the security prior to recovery and, if so, the Company writes down the security to its current fair market value with the entire amount of the write-down recorded as a realized loss. To the extent that it is more likely than not that the Company will hold the debt security until recovery (which could be maturity), the Company determines if any of the decline in value is due to a credit loss (i.e., where the present value of cash flows expected to be collected is lower than the amortized cost basis of the security) and, if so, the Company recognizes that portion of the impairment as a realized loss.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change

7. Investment Income

No significant change

8. Derivative Instruments

No significant change

9. Income Taxes

No significant change

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

No significant change

11. Debt

No significant change

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

No significant change

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

No significant change

14. Contingencies

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

The Company paid the following amounts in the reporting period to settle claims related extra contractual obligations (“ECO”) or bad faith claims stemming from lawsuits:

Description	**Direct**
Claims related ECO and bad faith losses paid	$ 58,000

The table below indicates the number of claims where amounts were paid to settle claims related ECO or bad faith claims resulting from lawsuits during the reporting period.

(a) 0-25 Claims	**(b) 26-50 Claims**	**(c) 51-100 Claims**	**(d) 101-500 Claims**	**(e) More than 500 Claims**
X				

(f) Per Claim [ ] (g) Per Claimant [x]

F. All Other Contingencies

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

The following is a discussion of potentially significant pending cases at June 30, 2013. Unless specifically noted, the Company does not consider a loss from these cases to be probable and is unable to estimate a range of loss, if any, at this time.

As of June 30, 2013, the Company was defending a putative statewide class action lawsuit alleging that the Company improperly steers automobile repair work to certain auto body repair shops and challenging the labor rates the Company pays to auto body repair shops.

As of June 30, 2013, there was a putative class action lawsuit challenging the manner in which the Company charges premium and assesses total loss for commercial vehicle stated amount policies.

As of June 30, 2013, there was a putative class action lawsuit challenging the manner in which the Company reimburses insureds for collision coverage previously paid by an at-fault party.

As of June 30, 2013, there was a putative class action lawsuit alleging that the Company failed to reimburse legal fees incurred to recover medical damages for personal injury protection benefits. An agreement to settle was reached in 2013 and a loss reserve was established accordingly. As of June 30, 2013, the settlement was still being administered.

15. Leases

No significant change

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

No significant change

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

C. Wash Sales

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

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

No significant change

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

No significant change

20. Fair Value Measurements

A. Inputs Used for Assets and Liabilities Measured at Fair Value in the Company's Financial Statements

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

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

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

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

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

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

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

Fair Value Measurements at June 30, 2013:

Asset Description	Level 1	Level 2	Level 3	Total
a. Assets on balance sheet at fair value				
Bonds Industrial & Miscellaneous	$ --	$ 34,483,316	$ --	$ 34,483,316
Common stock Industrial & Miscellaneous	199,979,570	--	--	199,979,570
Preferred stock Industrial & Miscellaneous	--	73,840,625	--	73,840,625
Total assets at fair value	$ 199,979,570	$ 108,323,941	$ --	$ 308,303,511
b. Liabilities on balance sheet at fair value				
Derivative liabilities	$ --	$ --	$ --	$ --
Total liabilities at fair value	$ --	$ --	$ --	$ --

2. Roll forward of Level 3 Items

Not applicable

3. Policy on Transfers Into and Out of Level 3

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

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

See Note 20A above.

5. Derivative Fair Values

Not applicable

C. Fair Values for all Financial Instruments by Levels 1, 2, and 3

The table below represents the fair value of all financial instruments however, not all financial instruments are reported at fair value in the Company's financial statements.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	$ 1,192,305,124	$ 1,181,739,464	$ 180,930,549	$ 985,954,735	$ 25,419,840	$ --
Cash equivalents	1,699,896	1,699,896	1,699,896	--	--	--
Short term investments	118,299	118,299	118,299	--	--	--
Common stock	199,979,570	199,979,570	199,979,570	--	--	--
Preferred stock	73,840,625	73,840,625	--	73,840,625	--	--
Total	$ 1,467,943,514	$ 1,457,377,854	$ 382,728,314	$ 1,059,795,360	$ 25,419,840	$ --

D. Financial Instruments for Which it is Not Practicable to Estimate Fair Values

Not applicable

21. Other Items

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

At June 30, 2013, the Company reported net admitted premiums and agents' balances in course of collection of $54,679,102. Of this amount there were no premiums due from a controlled or controlling person as defined in Florida statute 625.012 (5).

22. Events Subsequent

Subsequent events have been considered through August 9, 2013 for the statutory statement that was available for issuance by August 15, 2013. There were no subsequent events to report.

23. Reinsurance

No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

No significant change

25. Changes in Incurred Losses and Loss Adjustment Expenses

Incurred losses and LAE attributable to insured events of prior accident years increased by $13,688,000 in 2013, which is 1.9% of the total prior year net unpaid losses and LAE of $730,771,881. Commercial auto liability reserves developed unfavorably due to originally anticipated severity for accident years 2012 and 2011 increasing by 0.7% and 1.1%, respectively. Private passenger auto liability reserves developed unfavorably due to originally anticipated severity increasing for accident year 2011 by 1.9%. LAE reserves developed unfavorably primarily in defense and cost containment reserves partially offset by favorable adjusting and other expense reserve development.

26. Intercompany Pooling Arrangements

No significant change

27. Structured Settlements

No significant change

28. Health Care Receivables

No significant change

29. Participating Accident and Health Policies

No significant change

30. Premium Deficiency Reserves

No significant change

31. High Deductibles

No significant change

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

No significant change

33. Asbestos and Environmental Reserves

No significant change

34. Subscriber Savings Accounts

No significant change

35. Multiple Peril Crop Insurance

No significant change

36. Financial Guaranty Insurance

No significant change

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [ ] No [X]

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

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

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

3.1 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. 12/31/2012......................

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

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

6.4 By what department or departments?
OHIO

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

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

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

7.2 If yes, give full information:

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

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

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

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

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

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

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

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

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 0	$ 0
14.22	Preferred Stock	$ 0	$ 0
14.23	Common Stock	$ 0	$ 0
14.24	Short-Term Investments	$ 0	$ 0
14.25	Mortgage Loans on Real Estate	$ 0	$ 0
14.26	All Other	$ 0	$ 0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 0	$ 0
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [ ]
If no, attach a description with this statement.

16. 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
CITIBANK, N.A.	338 GREENWICH STREET, NEW YORK, NY 10013
STATE STREET	801 PENNSYLVANIA AVE, KANSAS CITY, MO 64105

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)
NONE		

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
NONE			

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
30107	STATE STREET GLOBAL MARKETS, LLC	225 FRANKLIN ST BOSTON, MA 02110

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 [ ] N/A [X]
   If yes, attach an explanation.

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

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

3.2 If yes, give full and complete information thereto:

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

4.2 If yes, complete the following schedule:

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

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

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

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

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

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

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

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

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama AL	L						
2. Alaska AK	L	4,121,497	4,143,345	922,124	1,506,049	3,026,727	2,714,875
3. Arizona AZ	L	9,291,938	9,032,293	5,856,971	4,010,934	10,235,657	10,737,421
4. Arkansas AR	L	11,272,684	10,279,108	4,304,749	4,161,410	15,361,814	11,349,153
5. California CA	L	210,045,365	65,877,799	104,185,291	38,354,033	125,655,442	87,586,058
6. Colorado CO	L	1,862,233	2,162,006	1,839,393	1,005,152	2,087,107	4,837,455
7. Connecticut CT	L						
8. Delaware DE	L	2,701,347	2,783,236	1,878,487	1,142,038	3,473,192	3,184,355
9. District of Columbia DC	L						
10. Florida FL	L						
11. Georgia GA	L						
12. Hawaii HI	L						
13. Idaho ID	L	5,800,743	5,339,982	3,010,207	1,740,951	6,943,631	3,697,005
14. Illinois IL	L					300,000	300,000
15. Indiana IN	L						
16. Iowa IA	L						
17. Kansas KS	L	6,867,525	6,363,864	2,687,545	2,022,312	3,558,658	3,276,890
18. Kentucky KY	L	9,998,502	10,637,534	4,433,576	7,791,034	13,351,022	10,445,507
19. Louisiana LA	L						
20. Maine ME	L	12,694,813	11,780,929	7,694,689	6,684,147	7,639,613	8,352,758
21. Maryland MD	L	2,685,052	3,079,613	1,462,611	2,186,875	2,982,299	3,453,896
22. Massachusetts MA	L	2,347,839	2,539,537	948,999	1,196,917	2,536,803	3,772,747
23. Michigan MI	L						
24. Minnesota MN	L	9,935,156	9,232,211	3,853,095	2,829,750	7,687,599	7,569,307
25. Mississippi MS	L						
26. Missouri MO	L		(4,549)	213,383	845,273	406,627	1,609,432
27. Montana MT	L	5,824,421	5,533,750	3,925,748	2,007,191	5,884,760	3,953,276
28. Nebraska NE	L						
29. Nevada NV	L	5,390,145	5,911,477	3,685,465	4,165,418	9,276,745	11,688,763
30. New Hampshire NH	L	2,633,399	2,570,475	798,779	700,443	3,461,747	2,479,785
31. New Jersey NJ	L						
32. New Mexico NM	L	8,218,969	7,069,117	1,739,645	2,227,697	7,868,645	6,512,360
33. New York NY	L	31,042,372	(4,781)	1,651,009	2,025,196	4,355,348	4,871,490
34. North Carolina NC	L		(403)	93,773	688,274	2,079,057	4,494,086
35. North Dakota ND	L	6,333,840	6,517,925	2,791,829	1,715,332	3,752,834	1,987,247
36. Ohio OH	L	3,832,060	4,844,017	1,688,723	2,663,248	7,448,215	6,641,480
37. Oklahoma OK	L	(25,926)	(580)	744,537	2,080,561	1,463,528	5,618,544
38. Oregon OR	L						
39. Pennsylvania PA	L	30,035,783	29,809,215	13,305,344	14,937,082	35,830,596	32,249,234
40. Rhode Island RI	L	4,138,644	3,608,035	2,467,860	1,523,835	5,799,986	5,889,326
41. South Carolina SC	L	(1,836)		1,925,162	769,760	1,301,239	5,494,136
42. South Dakota SD	L	2,636,136	2,100,626	962,847	698,122	1,989,925	1,744,007
43. Tennessee TN	L			(3,200)	15,959	99,996	171,177
44. Texas TX	L						
45. Utah UT	L	6,214,461	5,195,957	2,267,233	2,798,328	9,996,914	9,060,064
46. Vermont VT	L	3,729,447	3,531,345	1,909,334	1,379,331	3,414,532	3,325,137
47. Virginia VA	L	905,765	865,297	371,532	1,051,046	1,697,524	2,127,541
48. Washington WA	L	13,120,667	10,465,598	5,320,310	5,960,776	12,600,343	11,101,092
49. West Virginia WV	L	4,454,036	4,563,611	1,182,993	2,143,155	7,303,349	5,320,196
50. Wisconsin WI	L						
51. Wyoming WY	L						
52. American Samoa AS	N						
53. Guam GU	N						
54. Puerto Rico PR	N						
55. US Virgin Islands VI	N						
56. Northern Mariana Islands MP	N						
57. Canada CAN	N						
58. Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59. Totals	(a) 51	418,107,077	235,827,589	190,120,046	125,027,629	330,871,475	287,615,800

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;

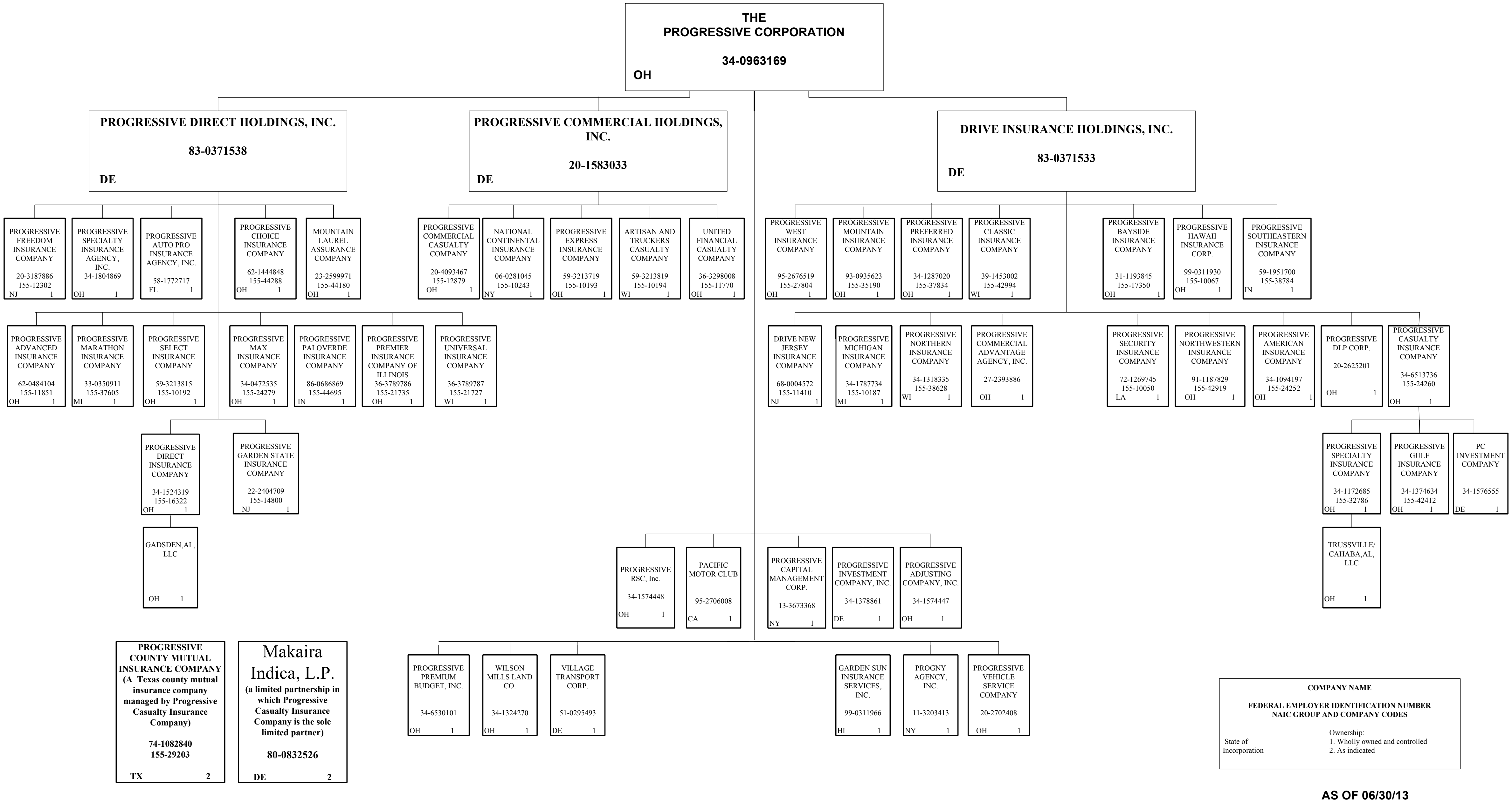
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

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

Statement for June 30, 2013 of the **UNITED FINANCIAL CASUALTY COMPANY**

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														
0155	The Progressive Insurance Group	00000	34-0963169		0000080661	New York Stock Exchange	The Progressive Corporation	OH	UIP	Board, Management	Board		The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	83-0371533				Drive Insurance Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11410	68-0004572				Drive New Jersey Insurance Company	NJ	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24252	34-1094197				Progressive American Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	17350	31-1193845				Progressive Bayside Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24260	34-6513736				Progressive Casualty Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1576555				PC Investment Company	DE	NIA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	29203	74-1082840				Progressive County Mutual Insurance Company	TX	IA	Progressive Casualty Insurance Company	Management		The Progressive Corporation.	2, 3
0155	The Progressive Insurance Group	42412	34-1374634				Progressive Gulf Insurance Company	OH	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	32786	34-1172685				Progressive Specialty Insurance Company	OH	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Trussville/Cahaba, AL , LLC	OH	NIA	Progressive Specialty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	42994	39-1453002				Progressive Classic Insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-2625201				Progressive DLP Corp	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10067	99-0311930				Progressive Hawaii Insurance Corp	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10187	34-1787734				Progressive Michigan Insurance Company	MI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	35190	93-0935623				Progressive Mountain Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	38628	34-1318335				Progressive Northern insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	42919	91-1187829				Progressive Northwestern Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	37834	34-1287020				Progressive Preferred Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10050	72-1269745				Progressive Security Insurance Company	LA	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	38784	59-1951700				Progressive Southeastern Insurance Company	IN	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	27804	95-2676519				Progressive West Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	27-2393886				Progressive Commercial Advantage Agency, Inc.	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-1583033				Progressive Commercial Holdings, Inc.	DE	UDP	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10194	59-3213819				Artisan and Truckers Casualty Company	WI	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10243	06-0281045				National Continental Insurance Company	NY	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	12879	20-4093467				Progressive Commercial Casualty Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10193	59-3213719				Progressive Express Insurance Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11770	36-3298008				United Financial Casualty Company	OH		Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	83-0371538				Progressive Direct Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44180	23-2599971				Mountain Laurel Assurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11851	62-0484104				Progressive Advanced Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	58-1772717				Progressive Auto Pro Insurance Agency, Inc.	FL	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44288	62-1444848				Progressive Choice Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	16322	34-1524319				Progressive Direct Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Gadsden, AL, LLC	OH	NIA	Progressive Direct Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0155	The Progressive Insurance Group	12302	20-3187886				Progressive Freedom Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	14800	22-2404709				Progressive Garden State Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	37605	33-0350911				Progressive Marathon Insurance Company	MI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24279	34-0472535				Progressive Max Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44695	86-0686869				Progressive Paloverde Insurance Company	IN	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	21735	36-3789786				Progressive Premier Insurance Company of Illinois	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10192	59-3213815				Progressive Select Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1804869				Progressive Specialty Insurance Agency, Inc.	OH	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	21727	36-3789787				Progressive Universal Insurance Company	WI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	99-0311966				Garden Sun Insurance Services, llc.	HI	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	95-2706008				Pacific Motor Club	CA	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	11-3203413				PROGNY Agency, Inc.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1574447				Progressive Adjusting Company, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	13-3673368				Progressive Capital Management Corp.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1378861				Progressive Investment Company, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-6530101				Progressive Premium Budget, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1574448				Progressive RSC, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-2702408				Progressive Vehicle Service Company	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	51-0295493				Village Transport Corp.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1324270				Wilson Mills Land Co.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	80-0832526				Makaira Indica, LP	CA	NIA	Progressive Casualty Insurance Company	Other		The Progressive Corporation.	1, 3, 4

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

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire			0.0	
2. Allied lines			0.0	
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril			0.0	
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	4,477,008	3,110,825	69.5	60.2
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	737,132	13,427	1.8	2.4
17.2 Other liability-claims made			0.0	
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	82,475,367	50,893,207	61.7	41.3
19.3, 19.4 Commercial auto liability	157,999,707	92,954,188	58.8	56.3
21. Auto physical damage	115,227,179	72,983,720	63.3	59.8
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety	26,171	7	0.0	11.0
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	360,942,564	219,955,374	60.9	56.5
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			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	2,802,268	5,534,960	4,259,171
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	409,688	837,081	832,870
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	43,261,568	91,094,057	7,852,216
19.3 19.4 Commercial auto liability	99,448,115	190,705,057	162,680,456
21. Auto physical damage	64,819,992	129,883,423	60,150,401
22. Aircraft (all perils)			
23. Fidelity			
24. Surety		52,500	52,500
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	(25)
35. Totals	210,741,631	418,107,077	235,827,589
DETAILS OF WRITE-INS			
3401. GAP ADDENDUM			(25)
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	(25)

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	160,041	25,761	185,801	63,647	3,007	66,653	92,878	10,157	18,802	121,837	(3,516)	6,205	2,689
2. 2011	155,220	25,396	180,616	40,169	3,031	43,200	115,130	12,135	16,907	144,171	78	6,676	6,755
3. Subtotals 2011 + Prior	315,261	51,157	366,418	103,816	6,038	109,853	208,008	22,292	35,709	266,009	(3,438)	12,882	9,444
4. 2012	281,723	82,632	364,356	91,240	16,600	107,840	184,635	34,613	41,512	260,760	(5,849)	10,093	4,244
5. Subtotals 2012 + Prior	596,984	133,789	730,773	195,055	22,638	217,693	392,642	56,905	77,221	526,768	(9,287)	22,975	13,688
6. 2013	XXX	XXX	XXX	XXX	236,294	236,294	XXX	193,694	67,377	261,070	XXX	XXX	XXX
7. Totals	596,984	133,789	730,773	195,055	258,931	453,987	392,642	250,598	144,598	787,839	(9,287)	22,975	13,688
8. Prior Year-End's Surplus As Regards Policyholders	391,346										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. (1.6)%	2. 17.2 %	3. 1.9 %
													Col. 13, Line 7 Line 8
													4. 3.5 %

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.
2.
3.
4.

Bar Code:

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

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

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

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

Overflow Page for Write-Ins

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. INTEREST EXPENSE ON PREMIUM REFUNDS	(3,158)	(27,519)	(63,825)
1497. Summary of remaining write-ins for Line 14	(3,158)	(27,519)	(63,825)

SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

NONE

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	1,222,348,272	1,307,771,516
2. Cost of bonds and stocks acquired	452,937,237	523,615,120
3. Accrual of discount	924,456	1,605,855
4. Unrealized valuation increase (decrease)	24,807,561	24,328,647
5. Total gain (loss) on disposals	4,249,958	30,995,144
6. Deduct consideration for bonds and stocks disposed of	235,548,935	631,468,380
7. Deduct amortization of premium	14,046,776	31,264,973
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	112,114	3,234,657
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	1,455,559,659	1,222,348,272
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,455,559,659	1,222,348,272

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)	863,343,071	108,250,089	81,297,422	(5,526,821)	863,343,071	884,768,917		822,244,078
2. Class 2 (a)	253,150,110	12,186,056	(45,000)	(1,193,448)	253,150,110	264,187,718		271,457,161
3. Class 3 (a)	12,236,136		1,966,710	1,153,955	12,236,136	11,423,381		1,954,771
4. Class 4 (a)	10,608,308	15,095,000	65,382	(2,460,283)	10,608,308	23,177,643		196,555
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	1,139,337,625	135,531,145	83,284,514	(8,026,597)	1,139,337,625	1,183,557,659	0	1,095,852,565
PREFERRED STOCK								
8. Class 1								
9. Class 2	64,764,550			(1,303,925)	64,764,550	63,460,625		54,965,500
10. Class 3	10,320,000			60,000	10,320,000	10,380,000		9,840,000
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	75,084,550	0	0	(1,243,925)	75,084,550	73,840,625	0	64,805,500
15. Total Bonds and Preferred Stock	1,214,422,175	135,531,145	83,284,514	(9,270,522)	1,214,422,175	1,257,398,284	0	1,160,658,065

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

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	118,299	XXX	118,299	57	

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	7,180,050	279,060
2. Cost of short-term investments acquired	1,759,439	11,570,017
3. Accrual of discount	2,106	13
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	8,823,296	4,669,040
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)	118,299	7,180,050
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	118,299	7,180,050

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	101,395,265	16,799,981
2. Cost of cash equivalents acquired	6,799,809	174,378,228
3. Accrual of discount	4,822	17,056
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	106,500,000	89,800,000
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)	1,699,896	101,395,265
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,699,896	101,395,265

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. States, Territories and Possessions									
575827 R5 1	MASSACHUSETTS ST 0.040% 12/01/30		06/24/2013	Goldman Sachs		16,725,000	16,725,000	201	1FE
677521 U7 9	OHIO STATE 3.000% 05/01/20		04/25/2013	Citicorp Securities Inc.		9,850,005	8,915,000		1FE
1799999.	Total - Bonds - U.S. States, Territories & Possessions					26,575,005	25,640,000	201	XXX
Bonds - U.S. Special Revenue and Special Assessment									
452227 GV 7	ILLINOIS ST SALES TAX 5.000% 06/15/21		06/12/2013	Barclays Capital		7,079,760	6,000,000		1FE
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					7,079,760	6,000,000	0	XXX
Bonds - Industrial and Miscellaneous									
037389 AY 9	AON CORP 3.125% 05/27/16		04/30/2013	Raymond James & Associates		689,052	650,000	8,802	2FE
05955R AA 2	BALL 2009-FDG A 5.204% 01/25/42		05/01/2013	Barclays Capital		210,298	188,186	136	1FM
12625E AA 7	COMM 2013-SFS A1 1.873% 04/12/35		04/04/2013	Deutsche Bank		171,036	171,036	89	1FE
12625E AA 7	COMM 2013-SFS A1 1.873% 04/12/35		04/04/2013	Deutsche Bank		11,828,931	11,828,964	6,153	1FE
17319W AJ 8	CGCMT 2013-SMP C 2.738% 01/12/18		06/12/2013	Citicorp Securities Inc.		3,715,969	3,600,000	3,430	1FE
225470 TA 1	CSMC 2006-OMA A 5.384% 05/15/23		05/07/2013	Merrill Lynch		1,936,958	1,676,000	2,256	1FM
34461A AA 6	FMBT 2012-FBLU A 2.887% 05/05/27		06/03/2013	Various		9,135,163	8,958,150	9,827	1FM
36192T AW 8	GSMS 2013-KYO C 1.925% 11/08/29		05/29/2013	Deutsche Bank		3,517,500	3,500,000	4,925	1FE
46637Y AG 4	JPMCC 2012-HSBC B 3.722% 07/05/32		05/22/2013	Nomura Securities Intern'l Inc.		5,262,500	5,000,000	13,958	1FM
61974P AE 8	MOTEL 2012-MTL6 B 2.743% 10/05/25		06/19/2013	JP Morgan Securities		12,064,770	11,885,000	25,282	1FM
65476V AC 3	NALT 2013-A A3 0.610% 04/15/16		05/16/2013	Barclays Capital		9,999,956	10,000,000		1FE
74432N AA 0	PRUDENTIAL COVERED TRUS 2.997% 09/30/15		04/30/2013	Barclays Capital		1,259,504	1,211,400	3,328	2FE
78447V AD 0	SLMA 2013-B B 3.000% 05/16/44		05/02/2013	Various		14,103,472	14,500,000	2,708	1FE
883556 BA 9	THERMO FISHER SCIENTIFI 2.250% 08/15/16		04/16/2013	JP Morgan Securities		10,237,500	10,000,000	40,000	2FE
914906 AR 3	UNIVISION COMMUNICATION 5.125% 05/15/23		05/22/2013	Various		15,095,000	15,000,000	4,983	4FE
3899999.	Total - Bonds - Industrial & Miscellaneous					99,227,609	98,168,736	125,877	XXX
8399997.	Total - Bonds - Part 3					132,882,374	129,808,736	126,078	XXX
8399999.	Total - Bonds					132,882,374	129,808,736	126,078	XXX
Common Stocks - Industrial and Miscellaneous									
09247X 10 1	BLACKROCK INC/NEW YORK		06/25/2013	State Street Bank	4,500.000	1,130,938	XXX		L
485170 30 2	KANSAS CITY SOUTHERN IN		06/25/2013	State Street Bank	8,700.000	923,374	XXX		L
594918 10 4	MICROSOFT CORP		06/25/2013	State Street Bank	13,900.000	468,953	XXX		L
608190 10 4	MOHAWK INDUSTRIES INC		06/25/2013	State Street Bank	8,600.000	950,027	XXX		L
98978V 10 3	ZOETIS INC		06/21/2013	Tax Free Exchange	3,959.000	73,160	XXX		L
00B8W6 76 3	LIBERTY GLOBAL A	F	06/10/2013	Security Contribution	9,000.000	217,399	XXX		L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					3,763,851	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					3,763,851	XXX	0	XXX
9799999.	Total - Common Stocks					3,763,851	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					3,763,851	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					136,646,225	XXX	126,078	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
912828 UF 5	US TREASURY NOTE 1.125% 12/31/19		05/23/2013	Various		30,964,688	31,000,000	30,683,125			13,195		13,195		30,696,320		268,368	268,368	114,582	12/31/2019	1
0599999.	Total - Bonds - U.S. Government					30,964,688	31,000,000	30,683,125	0	0	13,195	0	13,195	0	30,696,320	0	268,368	268,368	114,582	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
01030R ET 5	ALABAMA HSG FIN SF 5.500% 10/01/37		04/01/2013	Call 100.0000		730,000	730,000	772,537	744,325		(14,325)		(14,325)		730,000			0	20,075	10/01/2015	1FE
01030R GB 2	ALABAMA HSG FIN SF 5.500% 10/01/38		04/01/2013	Call 100.0000		260,000	260,000	276,593	265,784		(5,784)		(5,784)		260,000			0	7,150	10/01/2015	1FE
196479 HJ 1	COLORADO HSG & FIN 4.750% 05/01/30		05/01/2013	Call 100.0000		270,000	270,000	271,118	270,059		(59)		(59)		270,000			0	6,413	11/01/2013	1FE
20775F CG 0	CONNECTICUT ST HSG FIN 4.500% 06/01/26		06/01/2013	Call 100.0000		485,000	485,000	510,841	505,700		(20,700)		(20,700)		485,000			0	10,913	06/01/2021	1FE
3137AA 4X 8	FHMS 2011-K013 X1 IO 0.670% 01/25/21		06/01/2013	Paydown				51,548	42,964		(42,964)		(42,964)					0	3,484	01/25/2021	1
3137AD TK 3	FHMS 2011-K014 X1 IO 1.264% 04/25/21		06/01/2013	Paydown				41,510	36,257		(36,257)		(36,257)					0	2,587	04/25/2021	1
3137AK KD 2	FHMS 2012-K705 X1 IO 1.759% 09/25/18		06/01/2013	Paydown				15,712	13,684		(13,684)		(13,684)					0	1,261	09/25/2018	1
3137AL 6W 4	FHMS 2012-K706 X1 IO 1.593% 10/25/18		06/01/2013	Paydown				4,787	4,352		(4,352)		(4,352)					0	379	10/25/2018	1
31392C MS 0	FNW 2002-W1 2A 6.767% 02/25/42		06/01/2013	Paydown		1,363	1,363	1,432	1,436		(73)		(73)		1,363			0	39	02/25/2042	1
45506A EK 3	INDIANA ST HSG & CMNTY 4.500% 12/01/27		06/01/2013	Call 100.0000		235,000	235,000	252,754	250,383		(15,383)		(15,383)		235,000			0	5,288	12/01/2021	1FE
49130P JG 0	KENTUCKY HSG CORP 3.415% 07/01/13		05/01/2013	Call 100.0000		265,000	265,000	254,458	264,179		821		821		265,000			0	7,172	07/01/2013	1FE
60636X JQ 7	MISSOURI ST HSG SF 5.550% 09/01/34		04/04/2013	Call 100.0000		35,000	35,000	37,020	35,092		(92)		(92)		35,000			0	1,149	09/01/2013	1FE
61212R A6 3	MONTANA ST BRD HSG 5.500% 12/01/37		06/01/2013	Call 100.0000		505,000	505,000	536,977	516,186		(11,186)		(11,186)		505,000			0	13,888	06/01/2016	1FE
61212R PJ 9	MONTANA ST BRD HSG 5.000% 12/01/34		06/01/2013	Call 100.1956		631,232	630,000	651,382	633,358		(2,126)		(2,126)		631,232			0	15,750	12/01/2013	1FE
61212R ZE 9	MONTANA ST BRD HSG 5.500% 06/01/37		06/01/2013	Call 100.0000		465,000	465,000	493,286	475,667		(10,667)		(10,667)		465,000			0	12,788	06/01/2016	1FE
64469D JD 4	NEW HAMPSHIRE ST HSG 6.750% 07/01/39		06/01/2013	Call 100.0000		160,000	160,000	167,998	170,048		(10,048)		(10,048)		160,000			0	9,900	07/01/2039	1FE
68608R 5G 4	OREGON ST HSG & CMNTY 5.125% 01/01/29		04/01/2013	Call 100.0000		45,000	45,000	47,277	45,149		(149)		(149)		45,000			0	1,730	07/01/2013	1FE
68608R 5Y 5	OREGON ST HSG & CMNTY 5.100% 01/01/30		04/01/2013	Call 100.0000		615,000	615,000	644,618	615,947		(947)		(947)		615,000			0	23,524	07/01/2013	1FE
92418P BX 4	VERMONT HSG FIN SF 5.750% 11/01/36		05/01/2013	Call 100.0000		860,000	860,000	909,914	864,556		(4,556)		(4,556)		860,000			0	24,725	11/01/2013	1FE
924190 DA 6	VERMONT HSG FIN AGY 5.750% 11/01/36		05/01/2013	Call 100.0000		795,000	795,000	835,943	803,508		(8,508)		(8,508)		795,000			0	22,856	05/01/2014	1FE
93978T LQ 0	WASHINGTON ST HSG 4.400% 06/01/40		06/01/2013	Call 100.0000		110,000	110,000	113,410	111,880		(1,880)		(1,880)		110,000			0	2,420	11/30/2019	1FE
95662M UT 5	WEST VIRGINIA ST HSG 5.750% 05/01/37		05/01/2013	Call 100.0000		825,000	825,000	882,321	842,787		(17,787)		(17,787)		825,000			0	23,719	11/01/2015	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					7,292,595	7,291,363	7,773,436	7,513,301	0	(220,706)	0	(220,706)	0	7,292,595	0	0	0	217,210	XXX	XXX
Bonds - Industrial and Miscellaneous																					
02666Q L4 3	AMERICAN HONDA FINANCE 1.000% 08/11/15		04/25/2013	Nomura Securities Intern'l Inc.		10,077,300	10,000,000	9,979,100	9,981,229		2,326		2,326		9,983,555		93,745	93,745	63,611	08/11/2015	1FE
05533D FT 8	BCAP 2010-RR7 14A1 2.784% 07/26/35		06/01/2013	Paydown		444,667	444,667	446,335	447,166		(2,499)		(2,499)		444,667			0	5,631	07/26/2035	1FM
05542G AL 2	BCAP 2013-RR2 3A1 3.000% 03/26/36		06/01/2013	Paydown		1,341,736	1,341,736	1,371,925			(30,189)		(30,189)		1,341,736			0	13,417	03/26/2036	1FE
05955R AA 2	BALL 2009-FDG A 5.204% 01/25/42		06/01/2013	Paydown		131,641	131,641	146,670	143,741		(12,463)		(12,463)		131,641			0	2,850	01/25/2042	1FM
07383F YH 5	BSCMS 2004-PWR3 A4 4.715% 02/11/41		06/01/2013	Paydown		721,770	721,770	690,898	716,082		5,688		5,688		721,770			0	16,556	02/11/2041	1FM
073879 ZG 6	BSABS 2005-HE7 M1 0.713% 07/25/35		06/25/2013	Paydown		623,422	623,422	584,458	620,729		2,693		2,693		623,422			0	1,799	07/25/2035	1FM
07387A GH 2	BSARM 2005-12 25A1 1.892% 04/25/53		06/01/2013	Paydown		56,610	110,215	68,505	55,361	13,143	(11,895)		1,248		56,610			0	1,602	04/25/2053	4FM
12625E AA 7	COMM 2013-SFS A1 1.873% 04/12/35		06/01/2013	Paydown		171,036	171,036	171,036					0		171,036			0	397	04/12/2035	1FE

Statement for June 30, 2013 of the **UNITED FINANCIAL CASUALTY COMPANY**

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value: 11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.	16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Designation or Market Indicator (a)
144531 BE 9	CARR 2005-NC1 M4 1.363% 02/25/45		06/25/2013	Paydown		167,427	167,427	77,176	77,176		90,251		90,251				167,427	167,427	857	02/25/2045	1FM
14986D AL 4	CD 2006-CD3 XP IO 0.485% 10/15/48		06/01/2013	Paydown				278,422	77,509		(77,509)		(77,509)					0	34,216	10/15/2048	1FE
14987B AA 1	CC HOLDINGS GS V LLC/CR 7.750% 05/01/17		04/01/2013	Prior Period Call Correction									0					0	704	05/01/2017	2FE
17307G JM 1	CMLTI 2004-OPT1 M5 1.768% 07/25/37		04/25/2013	Paydown		102,751	102,751	73,564	73,564		29,186		29,186				102,751	102,751	610	07/25/2037	1FM
233851 AJ 3	DAIMLER FINANCE NA LLC 2.300% 01/09/15		04/30/2013	Imperial Capital		5,124,150	5,000,000	5,025,550	5,017,416		(2,927)		(2,927)		5,014,489		109,661	109,661	93,917	01/09/2015	1FE
28108P AA 4	ESLFT 2012-A AP 3.450% 10/01/25		04/01/2013	Paydown		1,097,062	1,097,062	1,107,347			(10,285)		(10,285)		1,097,062			0	9,357	10/01/2025	1FE
297599 AC 6	ETHAN ALLEN GLOBAL 5.375% 10/01/15		06/19/2013	Morgan Stanley		2,150,000	2,000,000	1,883,880	1,954,771		7,327		7,327		1,962,098		187,902	187,902	78,535	10/01/2015	3FE
36161R AD 1	GFCM 2003-1 A4 5.254% 05/12/35		06/01/2013	Paydown		427,517	427,517	455,537	417,876		(20,255)		(20,255)		427,517			0	9,218	05/12/2035	1FM
361849 ZT 2	GMACC 2003-C3 A4 5.023% 04/10/40		06/01/2013	Paydown		441,348	441,348	465,289	445,834		(4,487)		(4,487)		441,348			0	8,345	04/10/2040	1FM
396789 JS 9	GCCFC 2005-GG3 A3 4.569% 08/10/42		06/01/2013	Paydown		484,011	484,011	465,104	481,650		2,360		2,360		484,011			0	10,405	08/10/2042	1FM
46637Y AL 3	JPMCC 2012-HSBC D 4.524% 07/05/32		05/22/2013	Barclays Capital		749,219	685,000	724,388	724,049		(1,393)		(1,393)		722,656		26,563	26,563	15,400	07/05/2032	1FM
493268 AP 1	KSLT 1999-A A2 0.606% 12/27/29		06/27/2013	Paydown		359,298	359,298	339,218	345,990		13,307		13,307		359,298			0	1,138	12/27/2029	1FE
576433 UF 1	MARM 2004-13 3A1 2.626% 02/21/51		06/01/2013	Paydown		218,978	218,978	213,187	228,927		(9,949)		(9,949)		218,978			0	2,399	02/21/2051	1FM
65535V AA 6	NAA 2001-R1A A1 7.000% 02/01/30		06/01/2013	Paydown		8,772	8,772	8,890	8,771	167	(166)		1		8,772			0	252	02/01/2030	4FM
65535V BZ 0	NAA 2003-A3 A1 5.500% 08/25/33		06/01/2013	Paydown		4,612	4,612	4,623	4,575	112	(75)		37		4,612			0	97	08/25/2033	3FM
68389F KP 8	OOMLT 2006-1 2A3 0.383% 01/25/36		06/25/2013	Paydown		241,469	241,469	203,918	209,691		31,778		31,778		241,469			0	387	01/25/2036	1FM
74432N AA 0	PRUDENTIAL COVERED TRUS 2.997% 09/30/15		04/01/2013	Prior Period Call Correction		(45,000)	(45,000)	(46,782)			1,782		1,782		(45,000)			0	674	09/30/2015	2FE
78444V AB 7	SLCLT 2010-B A2 3.693% 07/15/42		06/15/2013	Paydown		306,856	306,856	325,507			(18,651)		(18,651)		306,856			0	2,770	07/15/2042	1FE
78446V AA 7	SLMA 2012-A A1 1.593% 08/15/25		06/15/2013	Paydown		339,325	339,325	339,325	339,267		58		58		339,325			0	2,257	08/15/2025	1FE
78447R AA 5	SLMA 2013-A A1 0.799% 08/15/22		06/15/2013	Paydown		609,683	609,683	609,683					0		609,683			0	1,018	08/15/2022	1FE
855541 AB 4	STARM 2007-S1 2A1 2.983% 01/25/37		06/01/2013	Paydown		115,308	115,308	101,269	101,269		14,039		14,039		115,308			0	1,397	01/25/2037	1FM
92867F AC 9	VWALT 2011-A A3 1.200% 10/20/14		06/20/2013	Paydown		4,798,860	4,798,860	4,798,238	4,798,566		293		293		4,798,860			0	25,050	10/20/2014	1FE
94980Q AA 7	WFMBS 2004-W A1 2.696% 11/25/34		06/01/2013	Paydown		330,167	330,167	322,362	322,362		7,804		7,804		330,167			0	3,856	11/25/2034	1FM
94983C AD 9	WFMBS 2005-AR10 2A1 2.636% 06/25/35		06/01/2013	Paydown		460,357	460,357	451,725	454,282		6,075		6,075		460,357			0	5,097	06/25/2035	1FM
3899999.	Total - Bonds - Industrial & Miscellaneous					32,060,352	31,698,288	31,686,347	28,047,853	13,422	12,224	0	25,646	0	31,372,303	0	688,049	688,049	413,819	XXX	XXX
8399997.	Total - Bonds - Part 4					70,317,635	69,989,651	70,142,908	35,561,154	13,422	(195,287)	0	(181,865)	0	69,361,218	0	956,417	956,417	745,611	XXX	XXX
8399999.	Total - Bonds					70,317,635	69,989,651	70,142,908	35,561,154	13,422	(195,287)	0	(181,865)	0	69,361,218	0	956,417	956,417	745,611	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
530555 10 1	LIBERTY GLOBAL INC - A		06/10/2013	Security Withdraw	9,000.000	217,399	XXX	217,399	566,640	(349,241)			(349,241)		217,399			0		XXX	L
717081 10 3	PFIZER INC		06/21/2013	Tax Free Exchange	4,000.000	73,160	XXX	73,160	100,316	(27,156)			(27,156)		73,160			0	1,920	XXX	L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					290,559	XXX	290,559	666,956	(376,397)	0	0	(376,397)	0	290,559	0	0	0	1,920	XXX	XXX
9799997	Total - Common Stocks - Part 4					290,559	XXX	290,559	666,956	(376,397)	0	0	(376,397)	0	290,559	0	0	0	1,920	XXX	XXX
9799999.	Total - Common Stocks					290,559	XXX	290,559	666,956	(376,397)	0	0	(376,397)	0	290,559	0	0	0	1,920	XXX	XXX
9899999.	Total - Preferred and Common Stocks					290,559	XXX	290,559	666,956	(376,397)	0	0	(376,397)	0	290,559	0	0	0	1,920	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					70,608,194	XXX	70,433,467	36,228,110	(362,975)	(195,287)	0	(558,262)	0	69,651,777	0	956,417	956,417	747,531	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								
CITIBANK......... NEW YORK, NY.........	....	....	....	....	....	....	....	XXX..
0199999. Total Open Depositories.........	....XXX.......	......XXX.......	0	0	0	0	0	XXX..
0399999. Total Cash on Deposit.........	....XXX.......	......XXX.......	0	0	0	0	0	XXX..
0599999. Total Cash.........	....XXX.......	......XXX.......	0	0	0	0	0	XXX..

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
CPPIB CAPITAL INC.		06/27/2013	0.100	07/23/2013	1,699,896		19
3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					1,699,896	0	19
3899999. Total - Industrial and Miscellaneous (Unaffiliated)					1,699,896	0	19
Total Bonds							
7799999. Subtotals - Issuer Obligations					1,699,896	0	19
8399999. Subtotals - Bonds					1,699,896	0	19
8699999. Total - Cash Equivalents					1,699,896	0	19