

QUARTERLY STATEMENT

OF THE

DEALERS ASSURANCE COMPANY

of **UPPER ARLINGTON**

in the state of **OHIO**

TO THE

Insurance Department

OF THE

STATE OF

FOR THE QUARTER ENDED

June 30, 2013

PROPERTY AND CASUALTY

2013



16705201320100102

QUARTERLY STATEMENT

AS OF JUNE 30, 2013
OF THE CONDITION AND AFFAIRS OF THE
Bechtel Assurance Company

Dealers Assurance Company

NAIC Group Code	0000 (Current Period)	0000 (Prior Period)	NAIC Company Code	16705	Employer's ID Number	34-6513705
Organized under the Laws of Country of Domicile	Ohio US		State of Domicile or Port of Entry		Ohio	
Incorporated/Organized Statutory Home Office	August 2, 1935 3518 Riverside Drive (Street and Number)			Commenced Business Upper Arlington, OH US 43221 (City or Town, State, Country and Zip Code)		
Main Administrative Office	3518 Riverside Drive (Street and Number)			Upper Arlington, OH US 43221 (City or Town, State, Country and Zip Code)		
Mail Address	3518 Riverside Drive (Street and Number or P.O. Box)			800-282-8913 (Area Code)	800-282-8913 (Telephone Number)	
Primary Location of Books and Records	3518 Riverside Drive (Street and Number)			Upper Arlington, OH US 43221 (City or Town, State, Country and Zip Code)	800-282-8913 (Area Code) (Telephone Number)	
Internet Website Address	www.dealersassurance.com					
Statutory Statement Contact	Daniel E George (Name) dgeorge@dealersassurance.com (E-Mail Address)			800-282-8913-208 (Area Code)	800-282-8913-208 (Telephone Number) 614-459-2665 (Extension) (Fax Number)	

OFFICERS

1.	Name	Title
2.	Kirk Alan Burchardt	CEO/President
3.	Daniel Eric George	CFO/Secretary
	Sharon Mae Spohn	Treasurer

VICE-PRESIDENTS

State of Ohio

County of Franklin ss

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)
Daniel Eric George
(Printed Name)
2.
CFO/Secretary
(Title)

(Signature)
Sharon Mae Spohn
(Printed Name)
3.
Treasurer
(Title)

Subscribed and sworn to before me this

12th day of August, 2013.

a. Is this an original filing? Yes No

b. If no: 1. State the amendment number
2. Date filed
3. Number of pages attached

BEVERLY C. MUMPER
NOTARY PUBLIC
STATE OF OHIO
Recorded in
Franklin County
My Comm. Exp. 1/26/14



ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	61,304,772		61,304,772	56,585,130
2. Stocks:				
2.1 Preferred stocks	4,550,380		4,550,380	4,019,168
2.2 Common stocks				
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 5,885,095), cash equivalents (\$ 0), and short-term investments (\$ 2,257,206)	8,142,301		8,142,301	9,693,157
6. Contract loans (including \$ 0 premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	73,997,453		73,997,453	70,297,455
13. Title plants less \$ 0 charged off (for Title insurers only)	476,082		476,082	545,576
14. Investment income due and accrued				
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	2,111,958		2,111,958	2,204,472
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)				
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	292,742		292,742	400,178
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software				
21. Furniture and equipment, including health care delivery assets (\$ 0)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	1,140,147	1,140,147		
24. Health care (\$ 0) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	717,882	14,150	703,732	632,276
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	78,736,264	1,154,297	77,581,967	74,079,957
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	78,736,264	1,154,297	77,581,967	74,079,957

DETAILS OF WRITE-IN LINES				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501. Accounts Receivable	699,768		699,768	626,969
2502. Prepaid Expenses	14,150	14,150		
2503. Dividends Receivable	3,964		3,964	5,307
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	717,882	14,150	703,732	632,276

NONE

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 0)	37,393	31,417
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	2,199	1,981
4. Commissions payable, contingent commissions and other similar charges	449,120	436,000
5. Other expenses (excluding taxes, licenses and fees)	359,813	512,578
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	378,042	523,572
7.1. Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	699,213	771,917
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 \$ 169,116,887 and including warranty reserves of \$ 13,852,184 and accrued accident and health experience rating refunds including \$ 0 for medical loss ratio rebate per the Public Health Service Act)	15,551,869	14,273,531
10. Advance premium		
11. Dividends declared and unpaid:		
11.1. Stockholders		
11.2. Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	489,626	457,160
13. Funds held by company under reinsurance treaties	5,450,907	5,146,496
14. Amounts withheld or retained by company for account of others	5,542,243	5,922,971
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ 0 certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates		
20. Derivatives		
21. Payable for securities	1,106	49,676
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		
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	28,961,531	28,127,299
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	28,961,531	28,127,299
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	4,200,990	4,200,990
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes	3,000,000	3,000,000
34. Gross paid in and contributed surplus	9,232,810	9,232,810
35. Unassigned funds (surplus)	32,186,636	29,518,858
36. Less treasury stock, at cost:		
36.1. 0 shares common (value included in Line 30 \$ 0)		
36.2. 0 shares preferred (value included in Line 31 \$ 0)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	48,620,436	45,952,658
38. Totals (Page 2, Line 28, Col. 3)	77,581,967	74,079,957

DETAILS OF WRITE-IN LINES			
2501.			
2502.			
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page			
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)			
2901.			
2902.			
2903.			
2998. Summary of remaining write-ins for Line 29 from overflow page			
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)			
3201.			
3202.			
3203.			
3298. Summary of remaining write-ins for Line 32 from overflow page			
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)			

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 \$ 67,172,481)	51,634,993	45,351,241	11,023,512
1.2 Assumed (written \$ 131,494)	1,020,772	980,441	
1.3 Ceded (written \$ 60,370,200)	47,009,289	40,982,360	
1.4 Net (written \$ 6,933,775)	5,646,476	5,349,322	11,023,512
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 0):			
2.1 Direct	31,362,974	28,631,609	518,340
2.2 Assumed	265,048	347,128	
2.3 Ceded	31,348,373	28,724,047	
2.4 Net	279,649	254,690	518,340
3. Loss adjustment expenses incurred	181,221	199,720	407,261
4. Other underwriting expenses incurred	2,110,737	1,961,295	3,996,146
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	2,571,607	2,415,705	4,921,747
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	3,074,869	2,933,617	6,101,765
INVESTMENT INCOME			
9. Net investment income earned	587,458	566,543	1,236,556
10. Net realized capital gains (losses) less capital gains tax of \$ 0	24,825	11,134	424,907
11. Net investment gain (loss) (Lines 9 + 10)	612,283	577,677	1,661,463
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 0 amount charged off \$ 0)			
13. Finance and service charges not included in premiums	40,289	32,660	62,875
14. Aggregate write-ins for miscellaneous income			
15. Total other income (Lines 12 through 14)	40,289	32,660	62,875
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)			
17. Dividends to policyholders	3,727,441	3,543,954	7,826,103
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)			
19. Federal and foreign income taxes incurred	3,727,441	3,543,954	7,826,103
20. Net income (Line 18 minus Line 19) (to Line 22)	1,340,761	1,209,701	2,602,434
	2,386,680	2,334,253	5,223,669
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	45,952,659	44,155,680	44,155,680
22. Net income (from Line 20)	2,386,680	2,334,253	5,223,669
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ 0	395,579	247,241	180,570
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(107,436)	(102,066)	(207,175)
27. Change in nonadmitted assets	(7,046)	93,226	99,915
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			(3,500,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	2,667,777	2,572,654	1,796,979
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	48,620,436	46,728,334	45,952,659

DETAILS OF WRITE-IN LINES			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 05 from overflow page	NONE		
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 05 above)			
1401. Misc Income	35,445	150	52,692
1402. Roadside Commission	4,744	26,957	9,983
1403. Transfer Fee Income	100	5,553	200
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	40,289	32,660	62,875
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	NONE		
3799. Totals (Lines 3701 through 3703 plus 3798) (Line 37 above)			

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	7,049,794	7,872,803	11,611,175
2. Net investment income	879,920	827,442	1,817,781
3. Miscellaneous income	40,286	32,660	62,875
4. Total (Lines 1 to 3)	7,970,000	8,732,905	13,491,831
5. Benefit and loss related payments	273,673	659,602	916,906
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	2,584,578	2,527,720	4,502,123
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	1,413,465	529,000	1,652,964
10. Total (Lines 5 through 9)	4,271,716	3,716,322	7,071,993
11. Net cash from operations (Line 4 minus Line 10)	3,698,284	5,016,583	6,419,838
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	5,562,762	5,917,974	17,337,930
12.2 Stocks	9,943,416	731,992	4,040,170
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	395,579	247,241	180,570
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	15,901,757	6,897,207	21,558,670
13. Cost of investments acquired (long-term only):			
13.1 Bonds	10,602,891	9,713,035	16,824,560
13.2 Stocks	9,947,717	819,220	4,178,628
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications	841,049	4,510,178	4,329,344
13.7 Total investments acquired (Lines 13.1 to 13.6)	21,391,657	15,042,433	25,332,532
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(5,489,900)	(8,145,226)	(3,773,862)
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	240,760	176,365	3,500,000
16.6 Other cash provided (applied)			(44,402)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	240,760	176,365	(3,544,402)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(1,550,856)	(2,952,278)	(898,426)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	9,693,157	10,591,583	10,591,583
19.2 End of period (Line 18 plus Line 19.1)	8,142,301	7,639,305	9,693,157

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

20.0001			
20.0002			
20.0003			

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

a. Accounting Practices

The accompanying financial statements of Dealers Assurance Company have been prepared in conformity with accounting practices prescribed or permitted by the National Association of Insurance Commissioners and the State of Ohio. The company adopted codification as of 01/01/01.

1b. – 5c. No changes to note

5d. Loan-Backed Securities

1. Bloomberg is used as a source for the prepayment factors.
2. – 4. Not applicable, no permanently impaired bonds.
5. No impairments exist other than interest rate related declines classified as temporary.

5e.-8. No changes to note

9. Income Taxes

A. The components of the net deferred tax assets/(liability) at June 30, 2013 and December 31, 2012 are as follows:

1.

	6/30/2013			12/31/2012			Change		
	(1) Ordinary	(2) Capital	(3) (Col 1 + 2) Total	(4) Ordinary	(5) Capital	(6) (Col 4 + 5) Total	(7) (Col 1 – 4) Ordinary	(8) (Col 2 – 5) Capital	(9) (Col 7 + 8) Total
a Gross Deferred Tax Assets	1,095,989	62,768	1,158,757	1,008,568	71,209	1,079,777	87,421	(8,441)	78,980
b Statutory Valuation allowance adjustment									
c Adjusted Gross Deferred Tax Asset (1a -1d)	1,095,989	62,768	1,158,757	1,008,568	71,209	1,079,777	87,421	(8,441)	78,980
d Deferred Tax Assets Nonadmitted	687,393	-	687,393	630,890	-	630,890	56,503	-	56,503
e Subtotal Net Admitted Deferred Tax Assets (1c-1f)	408,596	62,768	471,364	377,678	71,209	448,887	30,918	(8,441)	22,477
f Deferred Tax Liabilities	178,622	-	178,622	48,709	-	48,709	129,913	-	129,913
g Net Admitted Deferred Tax Asset (Net Deferred Tax Liability)	229,974	62,768	292,742	328,969	71,209	400,178	(98,995)	(8,441)	(107,436)

2.

	6/30/2013			12/31/2012			Change		
	(1) Ordinary	(2) Capital	(3) (Col 1 + 2) Total	(4) Ordinary	(5) Capital	(6) (Col 4 + 5) Total	(7) (Col 1 – 4) Ordinary	(8) (Col 2 – 5) Capital	(9) (Col 7 + 8) Total

Admission Calculation Components SSAP No. 101

a Federal Income Taxes Paid in Prior Years Recoverable Through Loss Carrybacks	-	-	-	-	-	-	-	-	-
b Adjusted Gross Deferred Tax Asset Expected To Be Realized (Excluding the Amount of Deferred Tax Assets From 2(a) above). After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	229,974	62,768	292,742	328,969	71,209	400,178	(98,995)	(8,441)	(107,436)
1 Adjusted Gross Deferred Tax Assets Expected to be Realized Following the Balance Sheet Date	229,974	62,768	292,742	328,969	71,209	400,178	(98,995)	(8,441)	(107,436)
2. Adjusted Gross Deferred Tax Assets (Excluding the Amount of Deferred Tax Allowed per Limitation Threshold)	xxxxxx	xxxxx	7,249,154	xxxxxxxx	xxxxxx	6,832,872	xxxxxxxx	xxxxxxxx	416,282
c Adjusted Gross Deferred Tax Assets (Excluding the Amount of Deferred Tax Assets from 2(a) and 2 (b) above) Offset by Gross Deferred Tax Liabilities	-	-	-	-	-	-	-	-	-
d Deferred Tax Assets Admitted as the result of application of SSAP 101.	229,974	62,768	292,742	328,969	71,209	400,178	(98,995)	(8,441)	(107,436)
Total)2(a) + 2(b) + 2 (c))									

NOTES TO FINANCIAL STATEMENTS

3

	2013	2012
--	------	------

(a) Ratio Percentage Used to Determine Recovery Period and Threshold Limitation Amount	566%	566%
(b) Amount of Adjusted Capital and Surplus Used to Determine Recovery Period and Threshold Limitation in 1(b) above	48,620,436	45,952,658

4.

	6/30/2013			12/31/2012			Change		
	(1) Ordinary	(2) Capital	(3) (Col 1 + 2) Total	(4) Ordinary	(5) Capital	(6) (Col 4 + 5) Total	(7) (Col 1 – 4) Ordinary	(8) (Col 2 – 5) Capital	(9) (Col 7 + 8) Total

Impact of Tax Planning Strategies

a Adjusted Gross DTA's (% of Total Adjusted Gross DTA's)	0%	5%	5%	0%	7%	7%	0%	-2%	-2%
b Net Admitted Adjusted Gross DTA's (% of Total Net Admitted Adjusted Gross DTA's)	0%	21%	21%	0%	18%	18%	0%	3%	3%

c Does the Company's tax-planning strategies include the use of Reinsurance? Yes No

B Deferred tax liabilities are not recognized at June 30, 2013 and December 31, 2012 are as follows:

N/A-All Deferred Tax Liabilities have been recognized

C Current income taxes incurred consist of the following major components

(1)	(2)	(3)
6/30/2013	12/31/2012	(Col 1 + 2) Change

1. Current Income Tax

(a) Federal	1,340,760	2,602,434	(1,261,674)
(b) Foreign	-	-	-
(c) Subtotal	1,340,760	2,602,434	(1,261,674)
(d) Federal Income tax on net capital gains	8,441	144,468	(136,028)
(e) Utilization of capital loss carry-forwards	(8,441)	(144,468)	136,028
(f) Other	-	-	-
(g) Federal and foreign income taxes incurred	1,360,760	2,602,434	(1,261,674)

2. Deferred Tax Assets

(a) Ordinary

(1) Discounting of Unpaid Losses	8,504	8,011	493
(2) Unearned Premium Reserve	1,057,527	970,600	86,927
(3) Policyholder Reserves	-	-	-
(4) Investments	-	-	-
(5) Deferred Acquisition Costs	-	-	-
(6) Policyholder Dividends Accrual	-	-	-
(7) Fixed Assets	-	-	-
(8) Compensation and Benefits Accrual	29,957	29,957	-
(9) Pension Accrual	-	-	-
(10) Receivables-Nonadmitted	-	-	-
(11) Net Operating Loss Carry-forward	-	-	-
(12) Tax Credit Carry-forward	-	-	-
(13) Other (including items <5% of total Capital Assets)	-	-	-
(99) Subtotal	1,095,988	1,008,568	87,420

(b) Statutory Valuation Allowance Adjustment

(c) Nonadmitted	687,393	630,890	56,503
-----------------	---------	---------	--------

(d) Admitted Ordinary Deferred tax Asset (2a99 – 2f – 2g)

408,595	377,678	30,917
---------	---------	--------

(e) Capital:

(1) Investments	-	-	-
(2) Net Capital less Carry-forward	62,768	71,209	(8,441)
(3) Real Estate	-	-	-
(4) Other (including items <5% of total Capital Assets)	-	-	-
(99) Subtotal	62,768	71,209	(8,441)

(f) Statutory Valuation Allowance Adjustment

(g) Nonadmitted	-	-	-
-----------------	---	---	---

(h) Admitted Capital Deferred Tax Assets (2a99 – 2f -2g)

62,768	71,209	(8,441)
--------	--------	---------

(i) Admitted Deferred Tax Asset (2d + 22h)

471,363	448,887	22,476
---------	---------	--------

NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements

A.

(1) Assets Measured at Fair Value on a Recurring Basis

(1) Description	(2) (Level 1)	(3) (Level 2)	(4) (Level 3)	(5) Total
a. Assets at fair value				
Preferred Stock				
Bonds				
Common Stock (Ind & Misc)	\$ 4,550,380			\$ 4,550,380
Derivative assets				
Separate account assets				
Total assets at fair value	\$ 4,550,380	\$ -	\$ -	\$ 4,550,380
b. Liabilities at fair value	\$			\$
Total liabilities at fair value	\$			\$

(2) There have been no significant transfers between level 1 and 2.

(3-4) Assets measured at Fair Value on a recurring basis with significant unobservable inputs (level 3)

NONE

21. – 24.

No changes to note.

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2012 were \$33,394. As of June 30, 2013, \$39,770 (net of reinsured prior year claims) were paid for incurred losses and loss adjustment expenses attributable to insured events of prior years.

However, Part 3 of June 30, 2013 quarterly statement reflects favorable development of \$34,000 as a result of the Company adopting the NAIC Schedule P instructions for Line 30 (Warranty) which specified that data should be reported prospectively (i.e., prior-year amounts need not be restated) starting with the 2008 reporting year. \$39,770 paid for incurred losses and loss adjustment expenses attributable to insured events of prior years was Line 30 (Warranty) claims.

Reserves for prior year are now \$0. There was no re-estimation of unpaid claims and claim adjustment expenses.

Business written by DAC is related to service contracts issued on an assortment of consumer goods, but primarily, automobile service contracts. Historically, losses on this coverage are settled within 90 days of incurred date (98.7%); and the balance is settled within 180 days of incurred date

26. – 35. No changes to note.

36. Financial Guaranty Insurance

The company does not write financial guaranty insurance.

NOTES TO FINANCIAL STATEMENTS

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 the 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.

12/31/2009

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.

12/31/2009

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).

02/15/2011

6.4 By what department or departments?

Ohio Department of Insurance

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

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

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

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

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [] No [X]

7.2 If yes, give full information

GENERAL INTERROGATORIES

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 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?

- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules, and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.

Yes [X] No []

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

.....

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

.....

FINANCIAL

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

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

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:

.....

GENERAL INTERROGATORIES

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ _____

13. Amount of real estate and mortgages held in short-term investments: \$ _____

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 2

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

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	\$ _____
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$ _____
16.3 Total payable for securities lending reported on the liability page	\$ _____

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
Fifth Third Bank	Cincinnati, OH
US Bank	Winston Salem, NC
Sun Trust	Richmond, VA
First National Bankers Bank	Little Rock, AR
Citibank, NA	NY, NY
Century Bank	Sante Fe, NM
RBS Citizens, NA	Providence, RI
Xerox State & Local Solutions, Inc	Quincy, MA

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

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

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

GENERAL INTERROGATORIES

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
104650	Fifth Third Bank	Cincinnati, OH
.....

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes No

18.2 If no, list exceptions:

.....
.....

GENERAL INTERROGATORIES

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

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 Line of Business	2 Maximum Interest	3 Discount Rate	TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
			4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 TOTAL	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 TOTAL
.....
.....
.....
TOTAL										

5. Operating Percentages:

5.1. A&H loss percent %

5.2. A&H cost containment percent %

5.3. A&H expense percent excluding cost containment expenses %

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. \$ _____

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

6.4 If yes, please provide the balance of the funds administered as of the reporting date. \$ _____

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year To Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama	AL	L	1,157,218	1,691,282	577,262	805,363	47,451
2. Alaska	AK	L					69,530
3. Arizona	AZ	L	451,140	508,546	290,784	128,805	14,178
4. Arkansas	AR	L	1,362,221	1,273,521	648,348	515,268	40,610
5. California	CA	L	7,553,796	6,970,709	2,426,268	2,425,630	281,629
6. Colorado	CO	L	2,397,290	10,077,517	2,565,046	2,537,871	253,176
7. Connecticut	CT	L	926,488	850,756	721,431	529,823	43,111
8. Delaware	DE	L	520,770	197,506	141,380	104,087	11,218
9. District of Columbia	DC	L					14,466
10. Florida	FL	L	2,171,499	1,497,953	1,150,389	1,193,326	121,166
11. Georgia	GA	L	3,175,820	3,637,167	1,587,110	1,665,625	164,166
12. Hawaii	HI	N					121,769
13. Idaho	ID	L	10,752	1,349	4,150		296
14. Illinois	IL	L	714,675	437,789	327,953	207,545	35,124
15. Indiana	IN	L	428,304	244,885	198,838	90,025	7,176
16. Iowa	IA	L	169,952	101,406	85,372	39,089	3,669
17. Kansas	KS	L	55,987	109,272	33,589	45,897	4,615
18. Kentucky	KY	L	226,519	269,857	96,776	74,201	6,896
19. Louisiana	LA	L	896,244	959,200	593,327	637,377	41,250
20. Maine	ME	L	193,359	183,492	135,248	153,068	7,700
21. Maryland	MD	L	907,081	758,737	485,389	410,175	34,429
22. Massachusetts	MA	L	838,810	602,453	526,694	257,566	28,678
23. Michigan	MI	L	3,627,091	3,479,282	3,778,186	3,585,382	281,146
24. Minnesota	MN	L	362,381	307,574	231,945	263,274	13,697
25. Mississippi	MS	L	1,259,409	1,534,112	557,966	690,719	44,709
26. Missouri	MO	L	584,051	839,566	409,924	493,812	37,669
27. Montana	MT	L	140,861	217,039	83,160	77,373	3,395
28. Nebraska	NE	L	178,259	106,652	140,233	175,817	19,132
29. Nevada	NV	L	181,736	193,617	153,665	158,877	11,113
30. New Hampshire	NH	L	277,223	206,352	110,003	76,587	6,116
31. New Jersey	NJ	L	1,027,319	500,231	419,308	213,642	22,747
32. New Mexico	NM	L	1,556,346	1,803,514	120,809	124,012	10,639
33. New York	NY	L	3,199,098	2,031,918	2,392,637	1,952,192	175,258
34. North Carolina	NC	L	2,664,626	2,051,743	820,209	482,335	69,621
35. North Dakota	ND	L	94,079	46,396	45,756	30,063	2,081
36. Ohio	OH	L	1,438,380	1,394,041	805,633	1,115,484	74,530
37. Oklahoma	OK	L	664,334	234,588	101,873	141,575	7,301
38. Oregon	OR	L	18,020	69,901	8,517	18,647	4,293
39. Pennsylvania	PA	L	2,023,708	1,889,282	1,055,475	654,871	70,450
40. Rhode Island	RI	L	59,127	5,840	28,852	2,456	129
41. South Carolina	SC	L	219,297	161,688	88,685	37,947	7,582
42. South Dakota	SD	L	30,592	6,853	16,225	7,907	416
43. Tennessee	TN	L	1,219,248	1,318,245	478,667	560,894	40,615
44. Texas	TX	L	16,627,210	9,707,427	3,756,136	3,596,122	449,317
45. Utah	UT	L	513	6,355	1,032	898	123
46. Vermont	VT	L	201,455	152,756	117,313	110,073	8,044
47. Virginia	VA	L	826,978	638,070	399,622	347,923	21,540
48. Washington	WA	L	3,999,388	6,154,358	2,315,795	2,036,043	220,639
49. West Virginia	WV	L	230,348	221,156	157,078	97,359	8,534
50. Wisconsin	WI	L	242,667	266,538	135,906	111,528	9,838
51. Wyoming	WY	L	60,812	101,473	31,029	51,433	2,327
52. American Samoa	AS	N					
53. Guam	GU	N					
54. Puerto Rico	PR	N					
55. U.S. Virgin Islands	VI	N					
56. Northern Mariana Islands	MP	N					
57. Canada	CAN	N					
58. Aggregate Other Alien	OT	XXX					
59. Totals	(a) 50		67,172,481	66,019,964	31,356,993	29,035,986	2,769,539
							2,485,903

DETAILS OF WRITE-INS							
58001.		XXX					
58002.		XXX					
58003.		XXX					
58998. Summary of remaining write-ins for Line 58 from overflow page		XXX					
58999. Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)		XXX					

NONE

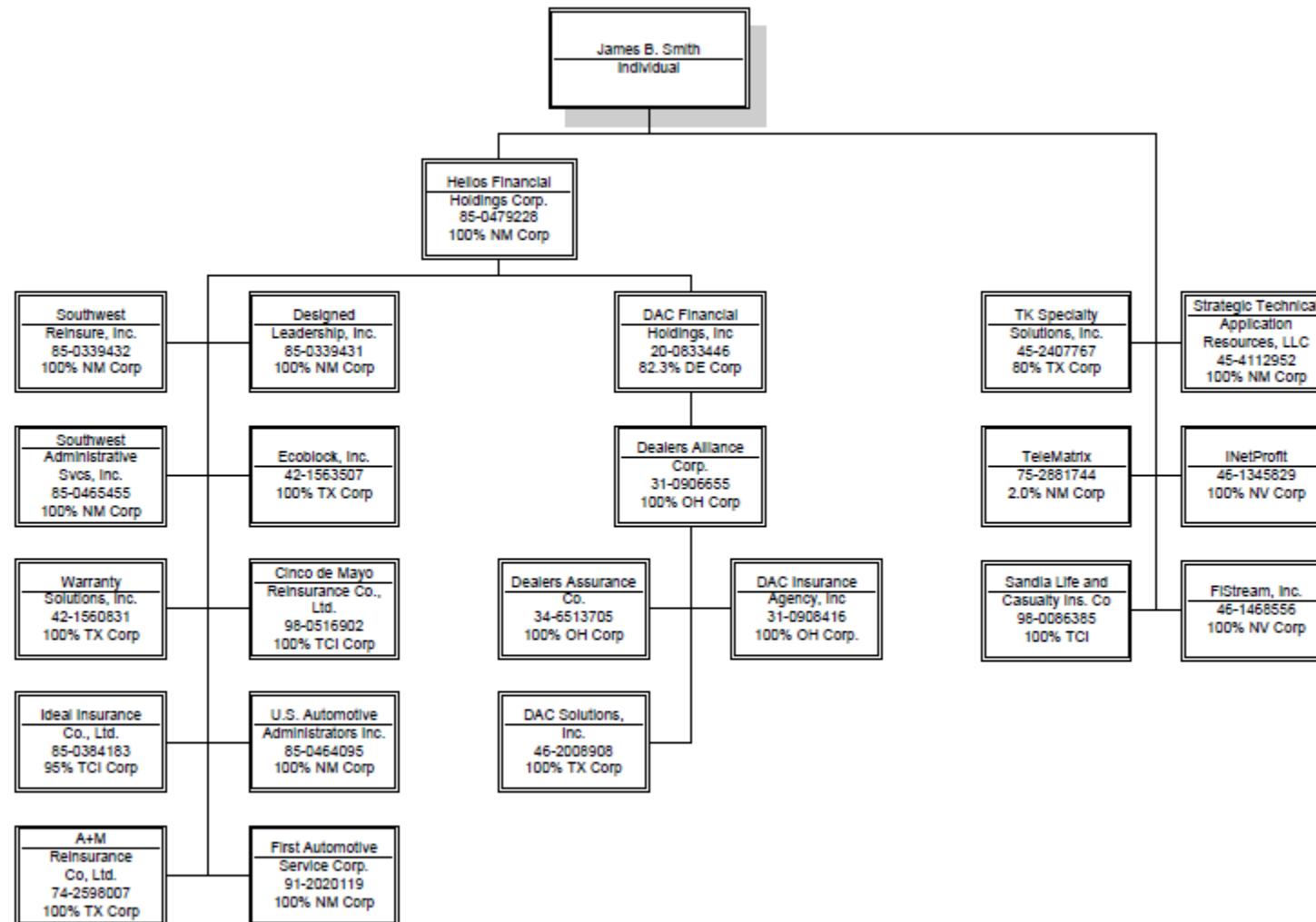
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG: (R) Registered - Non-domiciled RRGs: (Q) Qualified - Qualified or Accredited Reinsurer:

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

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

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

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity / Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0		00000	85-0479228	0	0		Helios Financial Holdings, Inc	NM	UIP	James B. Smith	Ownership	100.0	James B. Smith	0
0		00000	20-0833446	0			DAC Financial Holdings, Inc	DE	UIP	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	31-0906655	0	0		Dealers Alliance Corp	OH	UDP	DAC Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		16705	34-6513705	0	0		Dealers Assurance Company	OH	IA	Dealers Alliance Corp	Ownership	100.0	James B. Smith	0
0		00000	31-0908416	0	0		DAC Insurance Agency, Inc	OH	IA	Dealers Alliance Corp	Ownership	100.0	James B. Smith	0
0		00000	46-2008908	0	0		DAC Solutions, Inc	TX	NIA	Dealers Alliance Corp	Ownership	100.0	James B. Smith	0
0		00000	85-0339432	0	0		Southwest Reinsure, Inc	NM	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	85-0465455	0	0		Southwest Administrative Svcs, Inc	NM	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	42-1560831	0	0		Warranty Solutions, Inc	TX	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	85-0384183	0	0		Ideal Insurance Co., LTD	TCI	IA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	74-2598007	0	0		A+M Reinsurance Co., LTD	TX	IA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	85-0339431	0	0		Design Leadership, Inc	NM	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	42-1563507	0	0		Ecoblock, Inc	TX	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	98-0516902	0	0		Cinco de Mayo Reinsurance Co, LTD	TCI	IA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	850464095	0	0		US Automotive Administrators Inc	NM	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	91-2020119	0	0		First Automotive Service Corp	NM	NIA	Helios Financial Holdings, Inc	Ownership	100.0	James B. Smith	0
0		00000	98-0086385	0	0		Sandia Life and Casualty Co	TCI	IA	James B. Smith	Ownership	100.0	James B. Smith	0
0		00000	45-2407767	0	0		TK Specialty Solutions, Inc	TX	NIA	James B. Smith	Ownership	80.0	James B. Smith	0
0		00000	75-2881744	0	0		TeleMatrix	TX	NIA	James B. Smith	Ownership	2.0	James B. Smith	0
0		00000	45-4112952	0	0		Strategic Technical Application Resources, LLC	NM	NIA	James B. Smith	Ownership	100.0	James B. Smith	0
0		00000	46-1345829	0	0		INetProfit	NV	NIA	James B. Smith	Ownership	100.0	James B. Smith	0
0		00000	46-1468556	0	0		FiStream, Inc	NV	NIA	James B. Smith	Ownership	100.0	James B. Smith	0

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Asterik	Explanation
12.1	NONE

PART 1 – LOSS EXPERIENCE

Lines of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
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				
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	481,607	13,944	2.9	0.1
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				
19.3. 19.4 Commercial auto liability				
21. Auto physical damage				
22. Aircraft (all perils)				
23. Fidelity				
24. Surety				
26. Burglary and theft				
27. Boiler and machinery				
28. Credit	392,578	330,442	84.2	29.8
29. International				
30. Warranty	50,760,807	31,018,588	61.1	63.9
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				
35. TOTALS	51,634,992	31,362,974	60.7	63.1

DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page	NONE		
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

PART 2 – DIRECT PREMIUMS WRITTEN

	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			
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	364,569	486,786	650,409
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			
19.3. 19.4 Commercial auto liability			
21. Auto physical damage			
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit	377,466	745,788	896,046
29. International			
30. Warranty	33,786,097	65,939,911	64,473,509
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			
35. TOTALS	34,528,132	67,172,485	66,019,964

DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page	NONE		
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

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 Unreported Claims 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 & 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 - 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 - 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2010 + prior													
2. 2011													
3. Subtotals 2011 + prior													
4. 2012	10	24	34								(10)	(24)	(34)
5. Subtotals 2012 + prior	10	24	34								(10)	(24)	(34)
6. 2013	XXX	XXX	XXX	XXX		455	455	XXX	13	27	40	XXX	XXX
7. Totals	10	24	34			455	455		13	27	40	(10)	(24)
8. Prior Year-End Surplus As Regards Policyholders													

4

Col. 11, Line 7	Col. 12, Line 7	Col. 13, Line 7
As % of Col. 1,	As % of Col. 2,	As % of Col. 3,
Line 7	Line 7	Line 7

1. -100.000	2. -100.000	3. -100.000
Col. 13, Line 7		
Line 8		

4. -0.074

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.

	<u>Response</u>
1. Will the Trusted 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:

Question 1: Not Applicable
.....
.....

Question 2: Not Applicable
.....
.....

Question 3: Not Applicable
.....
.....

Question 4: Not Applicable
.....
.....

Bar Code:



16705201336500020

16705201350500020

OVERFLOW PAGE FOR WRITE-INS

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		
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 the end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 - 7 - 8)		
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		

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		
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)		
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)		
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)		

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		
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)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

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	60,604,293	61,022,847
2. Cost of bonds and stocks acquired	20,550,612	21,003,183
3. Accrual of discount	4,952	18,436
4. Unrealized valuation increase (decrease)	395,579	180,570
5. Total gain (loss) on disposals	26,148	424,907
6. Deduct consideration for bonds and stocks disposed of	15,506,177	21,378,099
7. Deduct amortization of premium	220,257	667,551
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)	65,855,150	60,604,293
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	65,855,150	60,604,293

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)	57,702,373	18,745,269	17,959,709	(99,009)	57,702,373	58,388,924		55,159,135
2. Class 2 (a)	5,684,090		500,000	(11,037)	5,684,090	5,173,053		7,093,111
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	63,386,463	18,745,269	18,459,709	(110,046)	63,386,463	63,561,977		62,252,246
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	63,386,463	18,745,269	18,459,709	(110,046)	63,386,463	63,561,977		62,252,246

(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	2,257,206	XXX	2,257,206	8	

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	5,667,115	8,137,459
2. Cost of short-term investments acquired	28,994,585	18,260,727
3. Accrual of discount		59
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	32,404,494	20,731,130
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)	2,257,206	5,667,115
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	2,257,206	5,667,115

NONE Schedule DB - Part A and B Verification

NONE Schedule DB - Part C - Section 1

NONE Schedule DB - Part C - Section 2

NONE Schedule DB - Verification

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		
2. Cost of cash equivalents acquired		
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals		
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)		
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		

NONE

NONE Schedule A - Part 2 and 3

NONE Schedule B - Part 2 and 3

NONE Schedule BA - Part 2 and 3

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	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)	
912828-NP-1	US TREASURY N/B		05/16/2013	CHASE/GREENWICH CAP, NEW YORK		258,174	250,000.00	1,281	1	
912828-PJ-3	US TREASURY N/B		06/17/2013	VARIOUS		522,874	510,000.00	1,729	1	
912828-QP-8	US TREASURY N/B		05/20/2013	BARCLAYS CAPITAL INC FIXED INC		208,023	200,000.00	1,654	1	
0599999	Total Bonds U. S. Government				XXX	989,071	960,000.00	4,664	XXX	
3135G0-BA-0	FANNIE MAE		05/31/2013	BONY/TORONTO DOMINION SECURITI		368,360	350,000.00	1,201	1	
3135G0-CM-3	FANNIE MAE		05/20/2013	BARCLAYS CAPITAL INC FIXED INC		153,479	150,000.00	276	1	
3135G0-UY-7	FANNIE MAE		05/20/2013	NOMURA SECURITIES INTL INC		100,790	100,000.00	233	1	
3135G0-VA-8	FANNIE MAE		05/16/2013	DEUTSCHE BANK SECURITIES, INC.		250,588	250,000.00	163	1	
31331J-2S-1	FEDERAL FARM CREDIT BANK		05/20/2013	BANC / AMERICA SECUR, LLC, MONT.		565,741	550,000.00	115	1	
3133EC-HV-9	FEDERAL FARM CREDIT BANK		04/09/2013	BONY CAPITAL MARKETS INC.		500,160	500,000.00	122	1	
313371-NW-2	FEDERAL HOME LOAN BANK		04/05/2013	BONY/TORONTO DOMINION SECURITI		513,535	500,000.00	2,234	1	
313371-PC-4	FEDERAL HOME LOAN BANK		05/21/2013	VARIOUS		403,957	400,000.00	1,525	1	
313375-RN-9	FEDERAL HOME LOAN BANK		05/20/2013	Credit Suisse First Boston		137,029	135,000.00	263	1	
313383-4R-9	FEDERAL HOME LOAN BANK		05/16/2013	VARIOUS		598,389	600,000.00	33	1	
3134G3-SP-6	FREDDIE MAC		04/08/2013	CHASE SECURITIES		342,220	340,000.00	109	1	
3137EA-CW-7	FREDDIE MAC		05/20/2013	BARCLAYS CAPITAL INC FIXED INC		157,127	150,000.00	717	1	
3137EA-DA-4	FREDDIE MAC		06/21/2013	DEUTSCHE BANK SECURITIES, INC.		502,477	500,000.00	1,519	1	
3199999	U.S. Total Bonds Special Revenue and Special Assessment and all Non-Guaranteed Obligations				XXX	4,593,852	4,525,000.00	8,510	XXX	
037833-AH-3	APPLE INC		04/30/2013	GOLDMAN, SACHS & CO.		274,502	275,000.00		1FE	
38259P-AA-0	GOOGLE INC		04/15/2013	KEYBANC CAPITAL MARKETS INC		510,176	505,000.00		2,613	1FE
44328M-AB-0	HSBC BANK PLC	R	05/21/2013	CITIGROUP GLOBAL MARKETS INC.		422,908	400,000.00		5,678	1FE
478160-AY-0	JOHNSON & JOHNSON		05/13/2013	Piper Jaffray Inc		523,460	500,000.00		30	1FE
585055-AU-0	MEDTRONIC INC		05/14/2013	Piper Jaffray Inc		299,333	285,000.00		1,288	1FE
58933Y-AG-0	MERCK & CO INC		05/15/2013	CHASE SECURITIES		299,307	300,000.00			1FE
882508-AR-5	TEXAS INSTRUMENTS INC		04/23/2013	PERSHING LLC		525,820	500,000.00		5,311	1FE
931142-DC-4	WAL-MART STORES INC		04/10/2013	BNP PARIBAS SECURITIES BOND		532,610	500,000.00			1FE
961214-BN-2	WESTPAC BANKING CORP	R	05/14/2013	InCapital LLC		367,637	350,000.00		3,004	1FE
3899999	Total Bonds Industrial and Miscellaneous (Unaffiliated)				XXX	3,755,753	3,615,000.00	17,924	XXX	
8399997	Total Bonds Part 3				XXX	9,338,676	9,100,000	31,098	XXX	
8399998	Summary Item from Part 5 for Bonds				XXX	XXX	XXX	XXX	XXX	
8399999	Total Bonds				XXX	9,338,676	9,100,000.00	31,098	XXX	
037833-10-0	APPLE INC	R	04/30/2013	INSTINET		51,000	22,458		L	
055622-10-4	BP PLC-SPONS ADR	R	06/26/2013	BERNSTEIN (SANFORD C) & CO.		1,334,000	55,868		L	

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

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	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)
172967-42-4	CITIGROUP INC		06/04/2013	VARIOUS	2,241,000	103,997			L
12646R-10-5	CST BRANDS INC		05/03/2013	Unknown	40,996	1,013			L
364760-10-8	GAP INC/THE		04/03/2013	CONVERGEX EXECUTION SOLUTIONS LLC	625,000	22,622			L
38259P-50-8	GOOGLE INC-CL A		06/26/2013	VARIOUS	65,000	56,809			L
438516-10-6	HONEYWELL INTERNATIONAL INC		06/04/2013	VARIOUS	914,000	69,602			L
59156R-10-8	METLIFE INC		06/04/2013	BAIRD (ROBERT W.) & CO, INC.	263,000	11,838			L
594918-10-4	MICROSOFT CORP		06/07/2013	VARIOUS	2,460,000	80,790			L
61166W-10-1	MONSANTO CO		06/26/2013	BONY BROKERAGE	297,000	30,259			L
674599-10-5	OCCIDENTAL PETROLEUM CORP		06/04/2013	VARIOUS	551,000	50,723			L
713448-10-8	PEPSICO INC		06/26/2013	VARIOUS	995,000	81,376			L
91913Y-10-0	VALERO ENERGY CORP		05/03/2013	Unknown	369,000	11,271			L
931142-10-3	WAL-MART STORES INC		04/17/2013	CONVERGEX EXECUTION SOLUTIONS LLC	994,000	77,264			L
254687-10-6	WALT DISNEY CO/THE		04/03/2013	CONVERGEX EXECUTION SOLUTIONS LLC	193,000	11,059			L
9099999	Total Common Stock Industrial and Miscellaneous (Unaffiliated)				XXX	686,949	XXX		XXX
996085-25-4	DREYFUS CASH MGMT FUND	E	06/17/2013	Direct	105,000,000	105,000			V
9399999	Total Common Stock Money Market Mutual Funds				XXX	105,000	XXX		XXX
9799997	Total Common Stock Part 3				XXX	791,949	XXX		XXX
9799998	Summary Item from Part 5 for Common Stocks				XXX	XXX	XXX	XXX	XXX
9799999	Total Common Stock				XXX	791,949	XXX		XXX
9899999	Total Preferred and Common Stock				XXX	791,949	XXX		XXX
9999999	Totals				XXX	10,130,625	XXX	31,098	XXX

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

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					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 Design- ation or Market Indicator (a)	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.								
912828-HY-9	US TREASURY N/B		04/30/2013	Maturity			250,000	250,000.00	249,854	249,990		10		10		250,000			3,906	04/30/2013	1	
912828-NH-9	US TREASURY N/B		06/17/2013	VARIOUS			360,094	360,000.00	362,067	360,327		(301)		(301)		360,026		68	68	1,935	06/15/2013	1
0599999	Total - Bonds - U.S. Governments				XXX	610,094	610,000.00	611,921	610,317		(291)		(291)		610,026		68	68	5,841	XXX	XXX	
31398A-MW-9	FANNIE MAE		04/09/2013	Maturity			500,000	500,000.00	518,080	501,242		(1,242)		(1,242)		500,000			8,125	04/09/2013	1	
31398A-T4-4	FANNIE MAE		06/26/2013	VARIOUS			305,390	305,000.00	312,635	306,804		(1,468)		(1,468)		305,336		54	54	1,881	06/26/2013	1
3133XR-X8-8	FEDERAL HOME LOAN BANK		05/16/2013	Wachovia Capital Mark			252,958	250,000.00	258,756	251,336		(733)		(733)		250,603		2,354	2,354	6,972	09/06/2013	1
312945-ZD-3	RMBS - FG A97040		06/17/2013	Direct			93,233	93,233.30	98,301	98,342		42		42		98,384		(5,150)	(5,150)	1,529	02/01/2041	1
3128M7-4G-8	RMBS - FG G05923		06/17/2013	Direct			53,982	53,982.18	58,757	58,702		(10)		(10)		58,692		(4,710)	(4,710)	1,224	02/01/2040	1
31368H-MY-6	RMBS - FN 190379		06/25/2013	Direct			47,991	47,991.36	52,506	52,460		219		219		52,678		(4,687)	(4,687)	1,091	11/01/2036	1
31368H-M4-2	RMBS - FN 190379		06/25/2013	Direct			7,326	7,325.65	7,845	7,842		27		27		7,870		(544)	(544)	168	05/01/2037	1
31385W-SB-6	RMBS - FN 555014		06/25/2013	Direct			25,242	25,241.76	27,521	27,125		(108)		(108)		27,018		(1,776)	(1,776)	573	11/01/2017	1
31402C-PL-0	RMBS - FN 725027		06/25/2013	Direct			50,835	50,835.11	54,780	54,738		102		102		54,840		(4,005)	(4,005)	1,058	11/01/2033	1
31403C-6L-0	RMBS - FN 745275		06/25/2013	Direct			45,383	45,382.62	49,169	49,126		150		150		49,276		(3,893)	(3,893)	942	02/01/2036	1
31403D-DX-4	RMBS - FN 745418		06/25/2013	Direct			71,025	71,024.64	77,344	77,283		239		239		77,522		(6,497)	(6,497)	1,630	04/01/2036	1
31410F-VW-2	RMBS - FN 888129		06/25/2013	Direct			7,328	7,328.40	7,848	7,844		21		21		7,866		(537)	(537)	166	02/01/2037	1
31410K-JY-1	RMBS - FN 889579		06/25/2013	Direct			45,875	45,875.41	50,366	50,330		203		203		50,533		(4,658)	(4,658)	1,158	05/01/2038	1
31412P-RQ-6	RMBS - FN 931195		06/25/2013	Direct			3,676	3,676.04	3,895	3,889		6		6		3,895		(219)	(219)	69	05/01/2024	1
31416B-QD-3	RMBS - FN 995152		06/25/2013	Direct			36,018	36,018.11	39,395	39,181		(169)		(169)		39,012		(2,994)	(2,994)	828	01/01/2021	1
31416B-TW-8	RMBS - FN 995265		06/25/2013	Direct			4,110	4,110.33	4,464	4,439		3		3		4,442		(332)	(332)	94	01/01/2024	1
31417V-N6-6	RMBS - FN AC8512		06/25/2013	Direct			5,082	5,081.79	5,387	5,388		10		10		5,398		(316)	(316)	95	12/01/2039	1
31418N-YK-0	RMBS - FN AD1613		06/25/2013	Direct			44,473	44,472.65	47,641	47,473		66		66		47,539		(3,066)	(3,066)	832	02/01/2025	1
31418R-GS-4	RMBS - FN AD3808		06/25/2013	Direct			18,080	18,080.12	18,945	18,936		36		36		18,972		(892)	(892)	336	04/01/2040	1
3138A4-Y5-8	RMBS - FN AH3431		06/25/2013	Direct			28,510	28,509.72	29,864	29,794		4		4		29,797		(1,288)	(1,288)	414	01/01/2026	1
3138AM-UJ-2	RMBS - FN AI7784		06/25/2013	Direct			73,320	73,320.39	78,132	78,082		136		136		78,218		(4,898)	(4,898)	1,373	07/01/2041	1
3138EG-FA-7	RMBS - FN AL0160		06/25/2013	Direct			33,849	33,849.08	36,144	36,129		52		52		36,181		(2,332)	(2,332)	632	05/01/2041	1
3199999	U.S. Total - Bonds - Special Revenue and Special Assessment Non-Guaranteed Obl				XXX	1,753,686	1,750,338.66	1,837,775	1,806,485		(2,414)		(2,414)		1,804,072		(50,386)	(50,386)	31,190	XXX	XXX	
172967-EQ-0	CITIGROUP INC		04/11/2013	Maturity			500,000	500,000.00	507,290	500,464		(464)		(464)		500,000				13,750	04/11/2013	1FE
36962G-3T-9	GENERAL ELEC CAP CORP		05/01/2013	Maturity			500,000	500,000.00	495,675	499,658		342		342		500,000				12,000	05/01/2013	1FE
46625H-HB-9	JPMORGAN CHASE & CO		05/01/2013	Maturity			500,000	500,000.00	501,500	500,112		(112)		(112)		500,000				11,875	05/01/2013	1FE
72447W-AN-9	PITNEY BOWES INC		06/17/2013	Maturity			500,000	500,000.00	488,865	498,949		1,051		1,051		500,000				9,688	06/15/2013	2FE
92343V-AN-4	VERIZON COMMUNICATIONS		04/15/2013	Maturity			360,000	360,000.00	383,824	364,627		(4,627)		(4,627)		360,000				9,450	04/15/2013	1FE
3899999	Total - Bonds - Industrial and Miscellaneous (Unaffiliated)				XXX	2,360,000	2,360,000.00	2,377,154	2,363,810		(3,810)		(3,810)		2,360,000				56,763	XXX	XXX	

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

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					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 Design- ation or Market Indicator (a)		
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.									
8399997	Total - Bonds - Part 4				XXX	4,723,780	4,720,339	4,826,850	4,780,612		(6,515)		(6,515)		4,774,098		(50,318)	(50,318)	(50,318)	93,794	XXX	XXX	
8399998	Summary Item from Part 5 for Bonds				XXX	XXX	XXX	XXX	XXX											XXX	XXX	XXX	XXX
8399999	Total Bonds				XXX	4,723,780	4,720,338.66	4,826,850	4,780,612		(6,515)		(6,515)		4,774,098		(50,318)	(50,318)	(50,318)	93,794	XXX	XXX	
E051	H0023R-10-5 ACE LTD	R	06/04/2013	KEYBANC CAPITAL M	267.00	23,745		21,136	21,307	(170)			(170)		21,136		2,608	2,608	131	L			
	031162-10-0 AMGEN INC		06/07/2013	Stifel Nicolaus & Co.	236.00	23,378		20,212	20,343	(131)			(131)		20,212		3,166	3,166	222	L			
	037833-10-0 APPLE INC		06/26/2013	Stifel Nicolaus & Co.	53.00	21,040		20,153	28,205	(8,053)			(8,053)		20,153		887	887	302	L			
	071813-10-9 BAXTER INTERNATIONAL INC		06/26/2013	Stifel Nicolaus & Co.	321.00	22,350		15,451	21,398	(5,946)			(5,946)		15,451		6,899	6,899	267	L			
	110122-10-8 BRISTOL-MYERS SQUIBB CO		05/01/2013	CONVERGEX EXECUT	1,241.00	49,082		41,192	40,444	747			747		41,192		7,891	7,891	869	L			
	G2554F-11-3 COVIDIEN PLC		06/26/2013	JP Morgan Securities In	539.00	33,565		30,557	31,122	(565)			(565)		30,557		3,008	3,008	140	U			
	12646R-10-5 CST BRANDS INC		06/26/2013	BONY BROKERAGE	41.00	1,290		1,013							1,013		277	277	277	L			
	343412-10-2 FLUOR CORP		04/17/2013	VARIOUS	1,222.00	68,158		72,684	41,588	(895)			(895)		72,684		(4,525)	(4,525)	196	L			
	369604-10-3 GENERAL ELECTRIC CO		04/25/2013	CONVERGEX EXECUT	2,109.00	44,753		43,488	44,268	(780)			(780)		43,488		1,265	1,265	586	L			
	423074-10-3 HJ HEINZ CO		06/04/2013	BERNSTEIN (SANFOR	646.00	46,776		37,260	37,261	(2)			(2)		37,260		9,516	9,516	333	L			
	437076-10-2 HOME DEPOT INC		04/22/2013	CONVERGEX EXECUT	122.00	8,997		7,394	7,546	(152)			(152)		7,394		1,603	1,603	48	L			
	487836-10-8 KELLOGG CO		06/17/2013	BERNSTEIN (SANFOR	190.00	11,880		11,256							11,256		624	624	624	167	L		
	494368-10-3 KIMBERLY-CLARK CORP		06/07/2013	VARIOUS	345.00	33,634		24,582	29,128	(4,546)			(4,546)		24,582		9,052	9,052	482	L			
	56585A-10-2 MARATHON PETROLEUM CORP		06/26/2013	VARIOUS	345.00	26,126		21,192	21,735	(543)			(543)		21,192		4,934	4,934	193	L			
	711678-10-6 PETSMART INC		04/22/2013	CONVERGEX EXECUT	540.00	36,084		36,685	36,904	(219)			(219)		36,685		(600)	(600)	(600)	L			
	742718-10-9 PROCTER & GAMBLE CO/THE		06/26/2013	VARIOUS	449.00	34,775		34,326							34,326		449	449	270	L			
	747525-10-3 QUALCOMM INC		06/26/2013	VARIOUS	1,050.00	64,858		64,337	64,952	(615)			(615)		64,337		521	521	503	L			
	907818-10-8 UNION PACIFIC CORP		04/03/2013	CONVERGEX EXECUT	163.00	22,671		20,260	20,492	(233)			(233)		20,260		2,412	2,412	112	L			
	902973-30-4 US BANCORP		04/16/2013	VARIOUS	1,303.00	42,575		41,446	41,618	(172)			(172)		41,446		1,128	1,128	254	L			
	91913Y-10-0 VALERO ENERGY CORP		06/26/2013	VARIOUS	1,017.00	36,571		32,844	22,110	(537)			(537)		32,844		3,727	3,727	203	L			
	931142-10-3 WAL-MART STORES INC		06/07/2013	Stifel Nicolaus & Co.	155.00	11,843		10,529	10,576	(47)			(47)		10,529		1,314	1,314	146	L			
9099999	Total - Common Stock - Industrial and Miscellaneous (Unaffiliated)				XXX	664,151		607,997	540,997	(22,859)			(22,859)		607,997		56,156	56,156	5,424	XXX	XXX		
996085-25-4	DREYFUS CASH MGMT FUND	E	06/25/2013	Direct	105,000.00	105,000		105,000							105,000					V			
9399999	Total - Common Stock - Money Market Mutual Funds				XXX	105,000		105,000							105,000					XXX	XXX		

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

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					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 Desig- nation or Market Indicator (a)		
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.									
9799997	Total - Common Stock - Part 4				XXX	769,151	XXX	712,997	540,997	(22,859)			(22,859)		712,997		56,156	56,156	5,424	XXX	XXX		
9799998	Summary Item from Part 5 for Common Stocks				XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
9799999	Total Common Stocks				XXX	769,151	XXX	712,997	540,997	(22,859)			(22,859)		712,997		56,156	56,156	5,424	XXX	XXX		
9899999	Total Preferred and Common Stocks				XXX	769,151	XXX	712,997	540,997	(22,859)			(22,859)		712,997		56,156	56,156	5,424	XXX	XXX		
E05.2																							
9999999	Totals						5,492,931	XXX	5,539,847	5,321,609	(22,859)	(6,515)		(29,374)		5,487,095		5,838	5,838	99,218	XXX	XXX	

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

1.

NONE Schedule DB - Part A - Section 1

NONE Schedule DB - Part B - Section 1

NONE Schedule DB - Part D - Section 1

NONE Schedule DB - Part D - Section 2

NONE Schedule DL - Part 1

NONE Schedule DL - Part 2

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
Open Depositories								
Bank of Oklahoma	Tulsa, OK	0.080	19		91,637	91,643	91,649	
Fifth Third	Cincinnati, OH				5,000,719	6,147,431	4,978,237	
Fifth Third	Cincinnati, OH				24,219	5,630	10,487	
Fifth Third	Cincinnati, OH				4,494	4,494	4,494	
Fifth Third	Cincinnati, OH	0.050	18		142,580	142,587	142,592	
Fifth Third	Cincinnati, OH				100,000	100,000	100,000	
Fifth Third	Cincinnati, OH	0.050	56		449,650	449,669	449,687	
Fifth Third	Cincinnati, OH	0.060	23		221,897	136,116	107,649	
019998 Deposits in (0) depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories	XXX	XXX						XXX
019999 Total - Open Depositories	XXX	XXX	116		6,035,196	7,077,570	5,884,795	XXX
Suspended Depositories								
029998 Deposits in (0) depositories that do not exceed the allowable limit in any one depository (see Instructions) - Suspended Depositories	XXX	XXX						XXX
029999 Total Suspended Depositories	XXX	XXX						XXX
039999 Total Cash on Deposit	XXX	XXX	116		6,035,196	7,077,570	5,884,795	XXX
049999 Cash in Company's Office	XXX	XXX	XXX	XXX	300	300	300	XXX
059999 Total	XXX	XXX	116		6,035,496	7,077,870	5,885,095	XXX

NONE Schedule E - Part 2