16713201320100102

QUARTERLY STATEMENT

As of June 30, 2013

of the Condition and Affairs of the

BUCKEYE STATE MUTUAL INSURANCE COMPANY

NAIC Group Code.....46, 46 (Current Period) (Prior Period) | NAIC Company Code..... 16713 | Employer's ID Number..... 31-6035649

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

Incorporated/Organized..... January 28, 1897 | Commenced Business..... April 30, 1879

Statutory Home Office	One Heritage Place….. Piqua ..... OH .... 45356-4888 *(Street and Number) (City or Town, State, Country and Zip Code)*	
Main Administrative Office	One Heritage Place….. Piqua ..... OH .... *(Street and Number) (City or Town, State, Country and Zip Code)*	937-778-5000 *(Area Code) (Telephone Number)*
Mail Address	One Heritage Place….. Piqua ..... OH .... *(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)*	
Primary Location of Books and Records	One Heritage Place….. Piqua ..... OH .... *(Street and Number) (City or Town, State, Country and Zip Code)*	937-778-5000 *(Area Code) (Telephone Number)*
Internet Web Site Address		
Statutory Statement Contact	Robert E. Bornhorst *(Name)*	937-778-5000 *(Area Code) (Telephone Number) (Extension)*
	rob.bornhorst@buckeye-ins.com *(E-Mail Address)*	937-778-5019 *(Fax Number)*

OFFICERS

Name	Title	Name	Title
1. R. Douglas Haines	President & CEO	2. Lisa Lyn Wesner	VP & Secretary
3. Robert E. Bornhorst	Sr VP, Treasurer, & CFO	4.	

OTHER

John Michael Brooks	Sr VP - Insurance Operations	Craig Allen Curcio	VP - Controller
John Evans Davis	Sr VP - Claims	R. Christopher Haines	VP - Technical Operations
Steven Charles Moeller	VP - Sales & Marketing		

DIRECTORS OR TRUSTEES

Donald E. Benschneider	Robert W. Clark	R. Douglas Haines	John S. Haldeman II
Thomas C. Lynch	Richard J. Seitz	J. MacAlpine Smith	James A. Stahl
William L. Sweet Jr.	Ralph F Thiele		

State of........ Ohio
County of..... Miami

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)
R. Douglas Haines	Lisa Lyn Wesner	Robert E. Bornhorst
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President & CEO	VP & Secretary	Sr VP, Treasurer, & CFO
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This ________ day of ________________

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	30,552,278		30,552,278	27,213,333
2. Stocks:				
2.1 Preferred stocks	692,012		692,012	665,466
2.2 Common stocks	10,027,215	42,222	9,984,993	9,431,807
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)	1,311,584		1,311,584	1,373,380
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	355,075
4.3 Properties held for sale (less $..........0 encumbrances)	341,724		341,724	
5. Cash ($.....2,562,756), cash equivalents ($..........0) and short-term investments ($.....1,835,180)	4,397,936		4,397,936	2,164,006
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	47,322,749	42,222	47,280,527	41,203,068
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	203,701		203,701	221,362
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	4,425,994		4,425,994	3,836,381
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	7,936,727		7,936,727	7,147,108
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	3,201,255		3,201,255	4,865,278
16.2 Funds held by or deposited with reinsured companies	3,410,688		3,410,688	3,410,688
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	2,777,755	1,147,721	1,630,034	1,589,610
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	221,087	30,833	190,254	229,469
21. Furniture and equipment, including health care delivery assets ($..........0)	29,991	29,991	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	1,322,885		1,322,885	1,121,346
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	494,333	494,333	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	71,347,165	1,745,100	69,602,065	63,624,310
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	71,347,165	1,745,100	69,602,065	63,624,310

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. Other	357,000	357,000	0	
2502. Company owned automobile	137,333	137,333	0	
2503.			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)	494,333	494,333	0	0

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....1,615,311)	9,784,680	9,322,510
2.	Reinsurance payable on paid losses and loss adjustment expenses	1,078,761	496,159
3.	Loss adjustment expenses	1,032,311	1,030,884
4.	Commissions payable, contingent commissions and other similar charges	2,069,709	2,051,094
5.	Other expenses (excluding taxes, licenses and fees)	623,737	676,292
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	241,902	265,743
7.1	Current federal and foreign income taxes (including $..........0 on realized capital gains (losses))		
7.2	Net deferred tax liability		
8.	Borrowed money $..........0 and interest thereon $.....17,754	17,754	17,834
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....11,294,463 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	18,663,648	15,066,666
10.	Advance premium	688,071	761,019
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	4,101,265	3,508,119
13.	Funds held by company under reinsurance treaties	12,237,155	12,237,155
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		
19.	Payable to parent, subsidiaries and affiliates	278,525	198,963
20.	Derivatives		
21.	Payable for securities	1,038,528	
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	47,651	0
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	51,903,697	45,632,438
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	51,903,697	45,632,438
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock		
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes	6,200,000	6,200,000
34.	Gross paid in and contributed surplus		
35.	Unassigned funds (surplus)	11,498,368	11,791,872
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)	17,698,368	17,991,872
38.	Totals (Page 2, Line 28, Col. 3)	69,602,065	63,624,310

DETAILS OF WRITE-INS

2501.	Line 15 from 2000 Annual Statement		
2502.	Ceded commissions in excess of costs	47,651	
2503.			
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	47,651	0
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 $.....29,378,821)	27,208,461	28,584,923	55,999,899
1.2 Assumed (written $.....2,114,950)	1,752,690	2,497,024	3,266,604
1.3 Ceded (written $.....12,187,521)	13,251,882	17,396,360	31,003,090
1.4 Net (written $.....19,306,250)	15,709,269	13,685,587	28,263,413
DEDUCTIONS:			
2. Losses incurred (current accident year $.....2,886,148):			
2.1 Direct	13,336,650	22,027,341	40,919,745
2.2 Assumed	1,918,846	1,708,785	3,018,811
2.3 Ceded	6,130,634	13,711,341	25,815,660
2.4 Net	9,124,862	10,024,785	18,122,896
3. Loss adjustment expenses incurred	1,148,558	1,130,042	2,169,681
4. Other underwriting expenses incurred	6,356,502	5,264,222	10,607,354
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	16,629,922	16,419,049	30,899,931
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(920,652)	(2,733,462)	(2,636,518)
INVESTMENT INCOME			
9. Net investment income earned	(23,823)	28,072	137,338
10. Net realized capital gains (losses) less capital gains tax of $..........0	90,238	294,811	603,966
11. Net investment gain (loss) (Lines 9 + 10)	66,415	322,884	741,304
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $..........0)	0		
13. Finance and service charges not included in premiums	115,677	116,359	252,722
14. Aggregate write-ins for miscellaneous income	0	0	0
15. Total other income (Lines 12 through 14)	115,677	116,359	252,722
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(738,560)	(2,294,219)	(1,642,492)
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)	(738,560)	(2,294,219)	(1,642,492)
19. Federal and foreign income taxes incurred			
20. Net income (Line 18 minus Line 19) (to Line 22)	(738,560)	(2,294,219)	(1,642,492)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	17,991,873	18,830,887	18,830,886
22. Net income (from Line 20)	(738,560)	(2,294,219)	(1,642,492)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....155,854	302,539	273,478	670,845
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	279,328	784,563	400,241
27. Change in nonadmitted assets	(136,812)	(1,002,308)	(267,607)
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			
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)	(293,505)	(2,238,486)	(839,013)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	17,698,368	16,592,401	17,991,873

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. Lines 23 and 29 from 2000 Annual Statement			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

		1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CASH FROM OPERATIONS			
1.	Premiums collected net of reinsurance	18,447,217	13,284,527	28,693,880
2.	Net investment income	171,838	200,783	462,228
3.	Miscellaneous income	115,677	116,359	252,722
4.	Total (Lines 1 through 3)	18,734,733	13,601,669	29,408,830
5.	Benefit and loss related payments	6,416,067	17,424,786	27,548,252
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	7,561,414	8,111,594	14,432,818
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)		(280,298)	(280,298)
10.	Total (Lines 5 through 9)	13,977,481	25,256,082	41,700,772
11.	Net cash from operations (Line 4 minus Line 10)	4,757,252	(11,654,412)	(12,291,942)
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	3,616,014	7,359,004	13,430,701
	12.2 Stocks	85,998	318,212	464,012
	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	1,038,528	7,308	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	4,740,541	7,684,524	13,894,714
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	6,999,892	7,255,686	10,400,125
	13.2 Stocks	179,700	459,613	733,336
	13.3 Mortgage loans			
	13.4 Real estate		19,343	94,837
	13.5 Other invested assets			
	13.6 Miscellaneous applications		17,137	
	13.7 Total investments acquired (Lines 13.1 to 13.6)	7,179,592	7,751,779	11,228,298
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)	(2,439,051)	(67,256)	2,666,415
	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			
	16.6 Other cash provided (applied)	(84,272)	9,940,752	9,858,829
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(84,272)	9,940,752	9,858,829
	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)	2,233,929	(1,780,916)	233,302
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	2,164,005	1,930,703	1,930,703
	19.2 End of period (Line 18 plus Line 19.1)	4,397,934	149,787	2,164,005

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of Buckeye State Mutual Insurance Company have been prepared on the basis of accounting practices prescribed or permitted by the Ohio Insurance Department.

The state of Ohio requires insurance companies domiciled in the state of Ohio to prepare their statutory 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 Insurance Department

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

B. Loan-Backed Securities

1. Prepayment assumptions for single class and multi-class mortgage backed / asset-backed securities were obtained from broker dealer survey values.

2.

		(1)	(2)	(3)
		Amortized Cost Basis Before Other-than-Temporary Impairment	Other-than-Temporary Impairment Recognized in Loss	Fair Value 1-2
OTTI recognized 1st Quarter				
a.	Intent to sell	$ -	$ -	$ -
b.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
c.	Total 1st Quarter	$ -	$ -	$ -
OTTI recognized 2nd Quarter				
d.	Intent to sell	$ -	$ -	$ -
e.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
f.	Total 2nd Quarter	$ -	$ -	$ -
OTTI recognized 3rd Quarter				
g.	Intent to sell	$ -	$ -	$ -
h.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
i.	Total 3rd Quarter	$ -	$ -	$ -
OTTI recognized 4th Quarter				
j.	Intent to sell	$ -	$ -	$ -
k.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	$ -	$ -	$ -
l.	Total 4th Quarter	$ -	$ -	$ -
m.	Annual Aggregate Total	$ -	$ -	$ -

3.

(1) CUSIP	(2) Book/Adjusted Carrying Value Amortized Cost Before Current Period OTTI	(3) Present Value of Projected Cash Flows	(4) Recognized Other-Than-Temporary Impairment	(5) Amortized Cost After Other-Than-Temporary Impairment	(6) Fair Value at time of OTTI	(7) Date of Financial Statement Where Reported
			NONE			
Total	XXX	XXX	-	XXX	XXX	XXX

4. All impaired securities (fair value is less than cost or amortized cost) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

a. The aggregate amount of unrealized losses:
   1. Less than 12 months $135,093
   2. 12 months or longer $ 3,524
b. The aggregate related fair value of securities with unrealized losses:
   1. Less than 12 months $ 4,030,052
   2. 12 months or longer $ 474,195

B. Repurchase Agreements and /or Securities Lending Transactions

3) Collateral Received

Not applicable

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

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

No significant change.

Note 11 - Debt

No significant change.

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

No significant change.

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

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

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

No significant change.

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

A. Transfers of Receivables Reported as Sales

Not applicable

B. Transfers and Servicing of Financial Assets

Not applicable

C. Wash Sales

1. In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the sale date to enhance the yield on the investments.

   The were no securities with an NAIC designation 3 or below that were sold during the year and reacquired within 30 days of the sale.

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

No significant change.

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

No significant change.

Note 20 - Fair Value

A.

1. Fair Value Measurement at Reporting Date:

Description	Level 1	Level 2	Level 3	Total
Assets at fair value				
Perpetual Preferred Stock				
Industrial & Misc	367,347			367,347
Total Preferred Stock	367,347			367,347
Bonds				
I&M				
Total Bonds				
Common Stock				
Industrial & Misc	260,156			260,156
Mutual Funds	6,565,998			6,565,998
Parents, Subsidiaries & Affiliates	3,201,060			3,201,060
Total Common Stock	10,027,215			10,027,215
Total Assets at Fair Value	10,394,561			10,394,561

NOTES TO FINANCIAL STATEMENTS

2. Fair Value Measurement in (Level 3) of the Fair Value

	Balance at 01/01/2012	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases, issuances, sales, and settlements	Balance at 3/30/2012
			NONE				

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2012 were $10,353,000. As of June 30, 2013, $3,035,000 has been paid for incurred losses and loss adjusting expense attributable to insured events of prior years. Reserves remaining for prior years are now $7,297,000 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore there has been a $21,000 favorable prior year development since December 31, 2012 to June 30, 2013. The decrease is generally the result on ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. The Company does not have retrospectively rated policies.

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - High Deductibles

No significant change.

NOTES TO FINANCIAL STATEMENTS

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

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

Not applicable - The Company does not write Financial Guaranty Insurance.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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

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

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

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

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

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

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

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

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

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

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

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

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/4/2012..........................

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 [X] No [ ] N/A [ ]

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: $....................1,322,885

PART 1 - INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [X]

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: $..................................0

13. Amount of real estate and mortgages held in short-term investments: $..................................0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [X] No [ ]

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	$ 0	$ 0
14.22 Preferred Stock	$ 0	$ 0
14.23 Common Stock	$ 3,219,310	$ 3,170,562
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)	$ 3,219,310	$ 3,170,562
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
US Bank	425 Walnut Street Cincinnati, Ohio 45202

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 [X] No [ ]

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
MainSource Bank	US Bank	2/15/2013	Reduced fees and improved electronic reporting

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
109875	Asset Allocation & Management	30 West Monroe Street Chicago, IL 60603
104751	Asset Allocation & Management (Zazove)	30 West Monroe Street Chicago, IL 60603

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 [X] 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	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	N						
2.	Alaska AK	N						
3.	Arizona AZ	L						
4.	Arkansas AR	N						
5.	California CA	N						
6.	Colorado CO	L	1,896,738	1,425,122	905,303	788,790	938,940	532,436
7.	Connecticut CT	N						
8.	Delaware DE	N						
9.	District of Columbia DC	N						
10.	Florida FL	N						
11.	Georgia GA	L	84,316					
12.	Hawaii HI	N						
13.	Idaho ID	N						
14.	Illinois IL	L						
15.	Indiana IN	L	5,605,110	5,463,277	2,355,884	2,558,749	2,199,600	4,526,608
16.	Iowa IA	L		(110,143)	387,996	1,731,636	801,147	1,729,894
17.	Kansas KS	L	6,620,111	6,977,060	3,104,895	4,635,876	3,573,831	3,865,854
18.	Kentucky KY	N						
19.	Louisiana LA	N						
20.	Maine ME	N						
21.	Maryland MD	N						
22.	Massachusetts MA	N						
23.	Michigan MI	L						
24.	Minnesota MN	L						
25.	Mississippi MS	N						
26.	Missouri MO	N						
27.	Montana MT	N						
28.	Nebraska NE	L	3,119,882	2,872,900	1,613,322	3,052,014	2,807,741	4,814,116
29.	Nevada NV	N						
30.	New Hampshire NH	N						
31.	New Jersey NJ	N						
32.	New Mexico NM	L						
33.	New York NY	N						
34.	North Carolina NC	N						
35.	North Dakota ND	L						
36.	Ohio OH	L	10,030,734	9,410,581	3,748,989	4,373,353	5,836,310	7,677,296
37.	Oklahoma OK	N						
38.	Oregon OR	N						
39.	Pennsylvania PA	N						
40.	Rhode Island RI	N						
41.	South Carolina SC	N						
42.	South Dakota SD	L	2,021,931	1,826,141	908,266	1,353,391	934,115	683,750
43.	Tennessee TN	N						
44.	Texas TX	N						
45.	Utah UT	N						
46.	Vermont VT	N						
47.	Virginia VA	N						
48.	Washington WA	N						
49.	West Virginia WV	N						
50.	Wisconsin WI	L				(459)		
51.	Wyoming WY	N						
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) 15	29,378,821	27,864,938	13,024,654	18,493,350	17,091,684	23,829,955

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.

Sch. Y-Pt 1
NONE

Schedule Y-Part 1A
NONE

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire	1,836,891	779,573	42.4	81.8
2. Allied lines			0.0	
3. Farmowners multiple peril	7,316,399	2,997,964	41.0	80.1
4. Homeowners multiple peril	6,284,211	3,105,409	49.4	76.2
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	175,398	35,671	20.3	43.6
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	340,560	242,512	71.2	(15.1)
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	5,556,581	3,095,172	55.7	88.0
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage	5,698,422	3,080,348	54.1	68.3
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	27,208,461	13,336,650	49.0	77.1
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	975,654	1,856,093	1,933,729
2. Allied lines			
3. Farmowners multiple peril	4,323,543	8,421,192	7,548,717
4. Homeowners multiple peril	3,683,004	6,389,356	6,238,682
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	91,851	175,441	172,017
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	191,759	409,656	360,959
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	3,089,344	6,000,925	5,806,861
19.3 19.4 Commercial auto liability			
21. Auto physical damage	3,114,911	6,126,158	5,803,972
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	15,470,065	29,378,821	27,864,938
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2013 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2010 + Prior	1,443	336	1,779	395	4	399	900		244	1,144	(148)	(88)	(236)
2. 2011	1,389	992	2,381	402	48	450	1,166	40	844	2,050	179	(60)	119
3. Subtotals 2011 + Prior	2,832	1,328	4,160	797	52	849	2,066	40	1,088	3,194	31	(148)	(117)
4. 2012	3,449	2,744	6,193	1,587	599	2,186	2,174	101	1,828	4,103	312	(216)	96
5. Subtotals 2012 + Prior	6,281	4,072	10,353	2,384	651	3,035	4,240	141	2,916	7,297	343	(364)	(21)
6. 2013	XXX	XXX	XXX	XXX	6,774	6,774	XXX	2,361	1,159	3,520	XXX	XXX	XXX
7. Totals	6,281	4,072	10,353	2,384	7,425	9,809	4,240	2,502	4,075	10,817	343	(364)	(21)
8. Prior Year-End's Surplus As Regards Policyholders	17,992										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. 5.5 %	2. (8.9)%	3. (0.2)%
													Col. 13, Line 7 Line 8
													4. (0.1)%

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 6 7 1 3 2 0 1 3 4 9 0 0 0 0 0 2 *

* 1 6 7 1 3 2 0 1 3 4 5 5 0 0 0 0 2 *

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

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

Overflow Page for Write-Ins

NONE

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,728,456	1,778,735
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		94,837
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	75,146	145,117
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	1,653,310	1,728,456
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	1,653,310	1,728,456

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	37,352,826	38,996,103
2. Cost of bonds and stocks acquired	7,179,592	11,133,461
3. Accrual of discount	3,716	9,613
4. Unrealized valuation increase (decrease)	458,395	670,847
5. Total gain (loss) on disposals	85,641	601,902
6. Deduct consideration for bonds and stocks disposed of	3,702,013	13,894,714
7. Deduct amortization of premium	106,651	161,921
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		2,467
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	41,271,506	37,352,826
11. Deduct total nonadmitted amounts	42,222	42,222
12. Statement value at end of current period (Line 10 minus Line 11)	41,229,284	37,310,604

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)	25,854,737	12,098,775	8,716,313	(41,324)	25,854,737	29,195,874		25,286,884
2. Class 2 (a)	2,565,571		161,856	(11,145)	2,565,571	2,392,570		2,624,118
3. Class 3 (a)	664,541		115,410	(1,660)	664,541	547,470		728,560
4. Class 4 (a)	50,260			(366)	50,260	49,894		50,644
5. Class 5 (a)								
6. Class 6 (a)	209,798			(9,368)	209,798	200,430		211,319
7. Total Bonds	29,344,906	12,098,775	8,993,579	(63,863)	29,344,906	32,386,239	0	28,901,524
PREFERRED STOCK								
8. Class 1		30,950				30,950		
9. Class 2	422,832			(43,956)	422,832	378,877		418,986
10. Class 3	282,185				282,185	282,185		246,480
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	705,017	30,950	0	(43,956)	705,017	692,012	0	665,466
15. Total Bonds and Preferred Stock	30,049,923	12,129,725	8,993,579	(107,819)	30,049,923	33,078,251	0	29,566,990

(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	1,835,180	XXX	1,835,180		134

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	1,688,191	3,987,372
2. Cost of short-term investments acquired	11,570,962	20,766,491
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	11,423,973	23,065,672
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)	1,835,180	1,688,191
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,835,180	1,688,191

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 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. Government									
38378B R3 5	GNR 2012-142 AB		06/26/2013	RBS Gren		382,452	395,044		1
0599999.	Total - Bonds - U.S. Government					382,452	395,044	0	XXX
Bonds - U.S. States, Territories and Possessions									
373384 H6 6	Georgia State		06/27/2013	Citigroup		266,758	250,000		1
927793 SZ 3	Virginia St Commonwealth Trans Bd		05/21/2013	Raymond James		228,758	200,000	223	1
1799999.	Total - Bonds - U.S. States, Territories & Possessions					495,516	450,000	223	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
041826 E7 9	Arlington TX Indep School Dist		05/23/2013	Wells Fargo		110,000	110,000		1
2499999.	Total - Bonds - U.S. Political Subdivision of States, Territories & Possessions					110,000	110,000	0	XXX
Bonds - U.S. Special Revenue and Special Assessment									
3132J6 Z9 8	FG Q15767		05/10/2013	GX Clark		409,893	397,592	464	1
3138AX XQ 9	FN AJ6086		05/01/2013	GX Clark		308,136	291,081	364	1
3138EJ AV 0	FN AL 1819		04/26/2013	MSDW		375,254	348,567	983	1
3138EJ 6R 4	FN AL 2679		06/25/2013	Merrill Lynch		388,791	387,882	528	1
3138EK 6P 5	FN AL3577		04/30/2013	CRT		375,648	350,000	408	1
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					1,857,722	1,775,121	2,747	XXX
Bonds - Industrial and Miscellaneous									
020002 AZ 4	Allstate Corp		06/04/2013	Wells Fargo		114,773	115,000		1
035710 AA 0	Annaly Capital Management		06/04/2013	Merrill Lynch		11,368	10,000	124	1
035710 AA 0	Annaly Capital Management		06/11/2013	Goldman Sachs & Co		11,361	10,000	132	1
035710 AA 0	Annaly Capital Management		06/12/2013	Citigroup		11,236	10,000	136	1
035710 AA 0	Annaly Capital Management		06/17/2013	Deutche Banc Securities		17,130	15,000	208	1
037833 AJ 9	Apple Inc		04/30/2013	Goldman Sachs & Co		249,078	250,000		1
097023 BE 4	Boeing Co		04/30/2013	Citigroup		108,789	110,000		1
12625G AC 8	CNOOC Finance 2013 Ltd		05/31/2013	Banc of America		187,768	200,000	433	1
166764 AE 0	Chevron Corp		06/17/2013	Barclays		245,000	245,000		1
25243Y AU 3	Diago Capital PLC		04/24/2013	Goldman Sachs & Co		99,755	100,000		1
268648 AM 4	EMC Corp		04/19/2013	Daiwa Capital Markets		6,883	5,000	35	1
268648 AP 7	EMC Corp		06/03/2013	Barclays		244,860	245,000		1
29717P AE 7	Essex Portfolio LP		04/08/2013	Wells Fargo		39,661	40,000		1
L4370R AJ 0	Glencore Finance Europe	R	04/15/2013	Deutche Banc Securities		113,900	100,000	1,500	1
44107T AG 1	Host Hotels & Resorts Inc		06/24/2013	Nomura		12,943	10,000	50	1
44107T AG 1	Host Hotels & Resorts Inc		06/21/2013	Nomura		32,653	25,000	123	1
459506 AC 5	INTL Flavor & Fragrances		04/01/2013	MSDW		24,978	25,000		1
459902 AQ 5	International Game Technology		06/13/2013	Miller Tabak Hirsch		5,357	5,000	21	1
49446R AK 5	Kimco Realty Corp		05/14/2013	J.P. Morgan Securities, Inc		74,450	75,000		1
64110D AB 0	Netapp Inc		04/19/2013	Daiwa Capital Markets		5,317	5,000	35	1
69352P AG 8	PPL Capital Funding inc		05/21/2013	CSFB		84,915	85,000		1
741503 AQ 9	Priceline.com Inc		06/20/2013	Goldman Sachs & Co		80,615	70,000	194	1

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)
74973W AB 3	RTI International Metals		04/12/2013	Barclays		10,000	10,000		1
857477 AK 9	State Street Corp.		05/08/2013	Banc of America		154,851	155,000		1
858119 AP 5	Steel Dynamics Inc.		06/06/2013	BMO Capital		5,431	5,000	125	1
888706 AD 0	TIVO Inc.		06/10/2013	BMO Capital		12,737	10,000	98	1
888706 AD 0	TIVO Inc.		06/11/2013	Nomura		6,313	5,000	49	1
888706 AD 0	TIVO Inc.		06/07/2013	BMO Capital		32,134	25,000	242	1
879369 AA 4	Teleflex Inc.		04/30/2013	Daiwa Capital Markets		20,550	15,000	149	1
879369 AA 4	Teleflex Inc.		04/30/2013	J.P. Morgan Securities, Inc.		27,610	20,000	198	1
3899999.	Total - Bonds - Industrial & Miscellaneous					2,052,416	2,000,000	3,853	XXX
8399997.	Total - Bonds - Part 3					4,898,105	4,730,165	6,822	XXX
8399999.	Total - Bonds					4,898,105	4,730,165	6,822	XXX
Preferred Stocks - Industrial and Miscellaneous									
949746 80 4	Wells Fargo & Company		06/03/2013	Bloomberg Trade Book	5.000	6,150			P1L
949746 80 4	Wells Fargo & Company		06/03/2013	Merrill Lynch	20.000	24,800			P1L
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					30,950	XXX	0	XXX
8999997.	Total - Preferred Stocks - Part 3					30,950	XXX	0	XXX
8999999.	Total - Preferred Stocks					30,950	XXX	0	XXX
Common Stocks - Industrial and Miscellaneous									
FHLB12 *0 6	Federal Home Loan Bank		04/11/2013	Federal Home Loan Bank	27.000	2,700	XXX		V
64110D 10 4	Netapp Inc.		06/06/2013	Exchange	347.124	0	XXX		A
681919 10 6	Omnicom Group Inc.		06/06/2013	Converted	302.023		XXX		A
9099999.	Total - Common Stocks - Industrial & Miscellaneous					2,700	XXX	0	XXX
Common Stocks - Mutual Funds									
022865 10 9	Amana Income		06/03/2013	Ameriprise	2.575	100	XXX		L
02368A 82 8	American Beacon Balanced Plan		04/03/2013	Ameriprise	39.751	550	XXX		L
09251M 10 8	BLACKROCK FUNDS		04/18/2013	Ameriprise	19.636	416	XXX		L
192476 10 9	Cohen & Steers Realty Fund		04/02/2013	Ameriprise	2.381	165	XXX		L
277907 10 1	Eaton Inc Fund Boston		04/01/2013	Ameriprise	9.405	57	XXX		L
277907 10 1	Eaton Inc Fund Boston		05/01/2013	Ameriprise	9.024	56	XXX		L
277907 10 1	Eaton Inc Fund Boston		06/03/2013	Ameriprise	15.484	58	XXX		L
353496 40 9	FRANKLIN GROUP FUNDS		06/04/2013	Ameriprise	53.323	784	XXX		L
38145C 31 5	Goldman Sachs Rising Dividend		06/28/2013	Ameriprise	1.425	24	XXX		L
464287 68 9	I SHARES Tr Russell 3000 Index		04/01/2013	Vanguard	12.094	1,130	XXX		L
464287 83 8	I Shares TR Dow Jones		04/01/2013	Vanguard	4.874	342	XXX		L
470259 10 2	James Balanced Golden Rainbow Fund		04/01/2013	Vanguard	24.544	564	XXX		L
560636 10 2	Mairs and Power Growth Fund Inc.		06/27/2013	Mairs & Power	30.320	2,898	XXX		L
577130 20 6	Matthews International Funds		06/21/2013	Vanguard	159.164	2,890	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		04/01/2013	Ameriprise	30.891	201	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		05/01/2013	Ameriprise	31.126	206	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		06/03/2013	Ameriprise	32.936	210	XXX		L

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
76628T 43 9	Ridgeworth Funds		04/02/2013	Ameriprise	2.185	22	XXX		L
76628T 43 9	Ridgeworth Funds		05/02/2013	Ameriprise	1.733	18	XXX		L
76628T 43 9	Ridgeworth Funds		06/04/2013	Ameriprise	1.718	17	XXX		L
922042 84 1	Vanguard Emerging Mkt St Index Fd		06/21/2013	Vanguard	56.823	1,768	XXX		L
921908 60 4	Vanguard Dividend Growth Fund		06/27/2013	Vanguard	121.173	2,314	XXX		L
921921 30 0	Vanguard Equity Income Fund Admiral		06/27/2013	Vanguard	24.523	1,417	XXX		L
921935 20 1	Vanguard Wellington Fund		06/27/2013	Ameriprise	57.337	3,605	XXX		L
936793 84 3	Wasatch 1st Source Income Equity		06/28/2013	Ameriprise	77.426	1,240	XXX		L
97717W 31 5	Wisdomtree Trust		06/28/2013	Ameriprise	21.047	1,016	XXX		L
9299999.	Total - Common Stocks - Mutual Funds					22,069	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					24,769	XXX	0	XXX
9799999.	Total - Common Stocks					24,769	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					55,719	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					4,953,825	XXX	6,822	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					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
31403X ER 2	FNMA 03/01/15		02/25/2013	Principal Reduction					(1)		1		1					0	20	03/01/2015	1
31371L AB 5	FNMA 07/01/18		06/25/2013	Principal Reduction		507	507	495	501		1		1		501		6	6	20	07/01/2018	1
31407B JS 9	FNMA 07/01/20		06/25/2013	Principal Reduction		614	614	608	610		0		0		610		4	4	18	07/01/2020	1
38374H UF 5	GNR 2004-67 D		06/17/2013	Principal Reduction		687	687	718	709		(1)		(1)		708		(21)	(21)	28	06/16/2028	1
0599999.	Total - Bonds - U.S. Government					1,808	1,808	1,821	1,818	0	1	0	1	0	1,819	0	(11)	(11)	86	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
31395V NZ 8	Freddie Mac FHR 2985 LA		06/17/2013	Principal Reduction		17,849	17,849	18,332	17,976		(26)		(26)		17,950		(101)	(101)	534	06/15/2035	1
2499999.	Total - Bonds - U.S. Political Subdivisions of States, Territories & Possessions					17,849	17,849	18,332	17,976	0	(26)	0	(26)	0	17,950	0	(101)	(101)	534	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
92928W AF 2	BCB WMC Finance USA		05/15/2013	Matured		250,000	250,000	255,118	250,276		(276)		(276)		250,000			0	6,406	05/15/2013	1FE
12667F X9 1	CWALT 2005-3CB 1A11		06/25/2013	Principal Reduction		9,556	9,556	8,787	8,787				0		8,787		768	768	271	03/25/2035	1
15200M AA 5	Centerpoint Energy		02/04/2013	Principal Reduction					(1)		1		1					0	11	02/01/2020	1FE
201730 AD 0	Commercial Mtg Asset		04/18/2013	Principal Reduction		37,855	37,855	43,020	42,308		(58)		(58)		42,250		(4,395)	(4,395)	2,208	01/17/2032	1
22541Q SF 0	Credit Suisse First Boston Mtg		06/17/2013	Principal Reduction		181,822	181,822	184,286	184,000		(21)		(21)		183,978		(2,157)	(2,157)	5,625	08/15/2036	1
3128M7 YV 2	FG G05824		06/17/2013	Principal Reduction		4,635	4,635	5,000	4,902		(34)		(34)		4,868		(233)	(233)	179	01/01/2040	1
3128PX T7 1	FG J17774 Freddie Mac		06/17/2013	Principal Reduction		26,061	26,061	27,083	26,983		(54)		(54)		26,929		(868)	(868)	507	01/01/2027	1
3132J6 Z9 8	FG Q15767		06/17/2013	Principal Reduction		2,765	2,765	2,851	2,851		(0)		(0)		2,850		(85)	(85)		02/01/2043	1
3128Q0 KX 4	FGCI J19310		06/17/2013	Principal Reduction		13,199	13,199	13,790	13,727		(74)		(74)		13,653		(454)	(454)	301	06/01/2027	1
31396G SN 2	FGLMC		06/17/2013	Principal Reduction		125,240	125,240	120,347	120,910		43		43		120,953		4,286	4,286	2,889	06/15/2034	1
31297F JD 6	FGLMC		06/17/2013	Principal Reduction		3,849	3,849	3,988	3,970		(1)		(1)		3,969		(120)	(120)	118	10/01/2034	1
31292L FD 2	FGLMC PL C03764		06/17/2013	Principal Reduction		13,287	13,287	13,731	13,663		(32)		(32)		13,631		(344)	(344)	287	02/01/2042	1
31394N RF 7	FHR 2735 OG		06/17/2013	Principal Reduction		3,636	3,636	3,825	3,734		(9)		(9)		3,725		(89)	(89)	115	08/15/2032	1
31394N RF 7	FHR 2735 OG		06/17/2013	Principal Reduction		27,270	27,270	28,689	27,812		(101)		(101)		27,711		(441)	(441)	866	08/15/2032	1
31397J 6X 7	FHR 3336 GD		06/17/2013	Principal Reduction		37,919	37,919	37,315	37,368		5		5		37,372		547	547	939	04/16/2036	1
31397J 6X 7	FHR 3336 GD		06/17/2013	Principal Reduction		3,792	3,792	3,731	3,737		0		0		3,737		55	55	94	04/15/2036	1
31398K A5 9	FHR 3589 PA		06/17/2013	Principal Reduction		3,475	3,475	3,580	3,492		(4)		(4)		3,488		(13)	(13)	86	09/15/2039	1
31398K A5 9	FHR 3589 PA		06/17/2013	Principal Reduction		27,803	27,803	28,637	27,939		(34)		(34)		27,905		(103)	(103)	689	09/15/2039	1
3137AT 6B 3	FHR 4098		06/17/2013	Principal Reduction		9,786	9,786	9,908	9,897		(13)		(13)		9,883		(97)	(97)	111	05/15/2041	1
3138AV RH 0	FN AJ4087		06/25/2013	Principal Reduction		25,324	25,324	26,385	26,186		(100)		(100)		26,087		(762)	(762)	484	10/01/2026	1
3138AX XQ 9	FN AJ6086		06/25/2013	Principal Reduction		7,434	7,434	7,870	7,870		(11)		(11)		7,858		(424)	(424)		12/01/2026	1
3138E2 MD 4	FN AJ9355		06/25/2013	Principal Reduction		24,260	24,260	25,340	25,129		(103)		(103)		25,025		(766)	(766)	455	01/01/2027	1
3138EB RE 7	FN AK6784		06/25/2013	Principal Reduction		28,468	28,468	29,416	29,333		(49)		(49)		29,284		(816)	(816)	533	03/01/2027	1
3138EJ AV 0	FN AL 1819		06/25/2013	Principal Reduction		4,584	4,584	4,935	4,935		(9)		(9)		4,926		(342)	(342)		05/01/2042	1
3138EK 6P 5	FN AL3577		06/25/2013	Principal Reduction		4,008	4,008	4,302	4,302		(3)		(3)		4,299		(291)	(291)		05/01/2043	1
31417A QE 2	FNAB 4052		06/25/2013	Principal Reduction		16,248	16,248	17,124	16,928		(80)		(80)		16,848		(600)	(600)	412	12/01/2041	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31419J TQ 1	FNCI AE7758		06/25/2013	Principal Reduction		33,024	33,024	34,727	34,290		(189)		(189)		34,101		(1,077)	(1,077)	717	11/01/2025	1
31371M UK 1	FNMA Pool 256286		06/25/2013	Principal Reduction		2,189	2,189	2,156	2,159		0		0		2,160		30	30	78	06/01/2036	1
3136A1 X8 3	FNR 2001-115 KE		06/25/2013	Principal Reduction		11,043	11,043	11,186	11,136		(16)		(16)		11,120		(76)	(76)	157	10/25/2039	1
31417A JM 2	Fannie Mae		06/25/2013	Principal Reduction		13,285	13,285	13,669	13,607		(23)		(23)		13,584		(298)	(298)	285	11/01/2041	1
31414F GG 0	Fannie Mae FN 964699		06/25/2013	Principal Reduction		406	406	417	415		(0)		(0)		414		(8)	(8)	23	08/01/2023	1
31371L EZ 8	Fed Natl Mtg Pool # 254952		06/25/2013	Principal Reduction		6,418	6,418	6,413	6,416		0		0		6,416		2	2	167	10/01/2018	1
31396C E5 5	Federal Home LN MTGE Corp		06/17/2013	Principal Reduction		63,633	63,633	61,485	61,763		21		21		61,784		1,849	1,849	1,595	02/15/2034	1
31396C E5 5	Federal Home LN MTGE Corp		06/17/2013	Principal Reduction		6,942	6,942	6,707	6,738		2		2		6,740		202	202	174	02/15/2034	1
31336W CP 2	Federal Home Ln Mtg Corp		06/17/2013	Principal Reduction		1,327	1,327	1,299	1,309		1		1		1,310		17	17	31	10/01/2020	1
31394P DY 6	Federal Home Loan Mortgage Corp		06/17/2013	Principal Reduction		50,204	50,204	50,008	50,042		2		2		50,044		160	160	963	07/15/2032	1
31395L 6U 0	Federal Home Loan Mtg		06/17/2013	Principal Reduction		78,544	78,544	77,366	77,534		12		12		77,545		999	999	1,941	06/15/2033	1
31396E YC 4	Federal Home Loan Mtg Corp		06/17/2013	Principal Reduction		49,278	49,278	47,113	47,394		20		20		47,414		1,864	1,864	1,112	01/15/2034	1
31402R ST 7	Federal National Mtg Pool 735930		06/25/2013	Principal Reduction		641	641	643	642		(0)		(0)		642		(1)	(1)	19	12/01/2018	1
31371K 2R 1	Federal Natl Mtg Assn		06/25/2013	Principal Reduction		6,112	6,112	6,221	6,159		(3)		(3)		6,155		(44)	(44)	172	02/01/2018	1
31371L AP 4	Federal Natl Mtg Assn		06/25/2013	Principal Reduction		4,159	4,159	4,189	4,172		(1)		(1)		4,171		(12)	(12)	100	06/01/2018	1
31371L BH 1	Federal Natl Mtg Assn		06/25/2013	Principal Reduction		5,797	5,797	5,861	5,830		(2)		(2)		5,828		(31)	(31)	141	08/01/2018	1
31400E F6 2	Federal Natl Mtg Assn		06/25/2013	Principal Reduction		5,954	5,954	6,060	6,000		(3)		(3)		5,996		(42)	(42)	162	02/01/2018	1
31394J N2 9	Freddie Mac FHR 2676 LG		06/17/2013	Principal Reduction		34,103	34,103	35,968	34,673		(119)		(119)		34,554		(451)	(451)	987	06/15/2032	1
3128PS L9 6	Freddie Mac FG J13052		06/17/2013	Principal Reduction		15,220	15,220	15,641	15,468		(35)		(35)		15,433		(213)	(213)	379	09/01/2025	1
3128M5 GU 8	Freddie Mac G03511		06/17/2013	Principal Reduction		2,436	2,436	2,452	2,451		(0)		(0)		2,451		(15)	(15)	67	10/01/2037	1
36290S CK 5	GNJO Pool #615774		06/17/2013	Principal Reduction		12,305	12,305	12,021	12,175		7		7		12,182		123	123	203	09/15/2018	1FE
38376G SC 5	GNR 2010-83 C		06/17/2013	Principal Reduction		105,719	105,719	105,240	105,330		15		15		105,345		375	375	1,852	06/01/2031	1
76110W RQ 1	Residential Asset Sec		06/25/2013	Principal Reduction		7,555	7,555	7,348	7,383		2		2		7,385		170	170	167	05/25/2033	1
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					1,408,569	1,408,569	1,423,246	1,414,122	0	(1,329)	0	(1,329)	0	1,412,792	0	(4,223)	(4,223)	35,077	XXX	XXX
Bonds - Industrial and Miscellaneous																					
03938L AK 0	Arcelormittal		05/09/2013	J.P. Morgan Securities, Inc.		10,250	10,000	11,099	10,488	63	(131)		(68)		10,420		(170)	(170)	249	05/15/2014	3FE
12617A AD 9	CPL Transition FDG LLC		01/16/2013	Principal Reduction									0					0	11	07/15/2015	1FE
225458 DM 7	CSFB 2005 - C1 A4		06/17/2013	Principal Reduction		8,307	8,307	7,953	7,980		2		2		7,982		325	325	159	02/15/2038	1
23242M AD 3	CWL 2006 S3 A4		06/13/2013	Loss			244	165	165				0		165		(165)	(165)	15	01/25/2029	6
23242M AD 3	CWL 2006 S3 A4		06/13/2013	Loss			13,616	9,203	9,203				0		9,203		(9,203)	(9,203)	377	01/25/2029	6
15200M AA 5	Centerpoint Energy		02/04/2013	Principal Reduction					(1)		1		1					0	80	02/01/2020	1FE
201730 AD 0	Commercial Mtg Asset		04/18/2013	Principal Reduction		2,704	2,704	3,000	2,962		(3)		(3)		2,959		(255)	(255)	158	01/17/2032	1
22541Q SF 0	Credit Suisse First Boston Mtg		06/17/2013	Principal Reduction		11,364	11,364	10,995	11,032		3		3		11,035		329	329	352	08/15/2036	1
29365K AA 1	Entergy Texas Restoration Funding		02/04/2013	Principal Reduction					2		(2)		(2)					0	35	02/01/2016	1FE
29365K AA 1	Entergy Texas Restoration Funding		02/04/2013	Principal Reduction					(0)		0		0					0	26	02/01/2016	1FE
31292L W6 8	FG C04269 Freddie Mac		06/17/2013	Principal Reduction		5,073	5,073	5,329	5,321		(30)		(30)		5,291		(219)	(219)	102	10/01/2042	1

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
31417D CZ 4	FN AB6387 Fannie Mae		06/25/2013	Principal Reduction		5,656	5,656	5,968	5,955		(27)		(27)		5,928		(272)	(272)	92	10/01/2042	1
31408F 6D 6	Federal National Mortgage 850568		06/25/2013	Principal Reduction		1,132	1,132	1,121	1,122		0		0		1,123		9	9	35	01/01/2036	1
38373M VP 2	GNR 2006-46 B		06/17/2013	Principal Reduction		48,707	48,707	52,117	51,416		(71)		(71)		51,345		(2,638)	(2,638)	1,176	06/16/2034	1
362334 AN 4	GSR 2006-1F 2A16		06/25/2013	Principal Reduction		20,613	20,613	20,019	20,019				0		20,019		594	594	683	02/25/2036	3
59022H EX 6	MLMT 2004		06/12/2013	Principal Reduction		3,431	3,431	3,327	3,335		1		1		3,335		95	95	62	10/12/2041	1
594918 AE 4	Microsoft Corp CM		04/05/2013	Citigroup		9,998	10,000	10,475	10,158		(91)		(91)		10,067		(69)	(69)		06/15/2013	1FE
64110D AB 0	Netapp Inc.		06/06/2013	Converted		10,000	10,000	12,355	10,545		(545)		(545)		10,000			0	93	06/01/2013	2
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	6,242	5,286		(286)		(286)		5,000			0	46	06/01/2013	2
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	6,274	5,323		(323)		(323)		5,000			0	46	06/01/2013	2
64110D AB 0	Netapp Inc.		06/06/2013	Converted		20,000	20,000	24,571	21,283		(1,283)		(1,283)		20,000			0	185	06/01/2013	2
64110D AB 0	Netapp Inc.		06/06/2013	Converted		15,000	15,000	18,776	16,399		(1,399)		(1,399)		15,000			0	139	06/01/2013	2
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	5,471	5,471		(471)		(471)		5,000			0	46	06/01/2013	1
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	5,408	5,408		(408)		(408)		5,000			0		06/01/2013	1
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	5,451	5,451		(451)		(451)		5,000			0	46	06/01/2013	1
64110D AB 0	Netapp Inc.		06/06/2013	Converted		10,000	10,000	10,921	10,921		(921)		(921)		10,000			0	93	06/01/2013	1
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	5,317	5,317		(317)		(317)		5,000			0	46	06/01/2013	1
64110D AB 0	Netapp Inc.		06/06/2013	Converted		5,000	5,000	5,435	5,435		(435)		(435)		5,000			0	46	06/01/2013	1
670008 AD 3	Novellus Systems Inc.		06/07/2013	Mitsubis.		15,252	10,000	11,529	11,513		(17)		(17)		11,495		3,757	3,757	151	05/15/2041	2
670008 AD 3	Novellus Systems Inc.		06/07/2013	Mitsubis.		15,246	10,000	11,550	11,533		(18)		(18)		11,515		3,730	3,730	151	05/15/2041	2
670008 AD 3	Novellus Systems Inc.		06/07/2013	Mitsubis.		7,626	5,000	5,746	5,739		(8)		(8)		5,730		1,896	1,896	57	05/15/2041	2
682134 AA 9	Omnicom group		06/12/2013	Converted		45,000	45,000	42,863	43,051		33		33		43,084		1,916	1,916		07/01/2038	2FE
682134 AA 9	Omnicom group		06/12/2013	Converted		10,000	10,000	9,988	9,989		0		0		9,989		11	11		07/01/2038	2FE
682134 AA 9	Omnicom group		06/12/2013	Converted		25,000	25,000	25,047	25,043		(1)		(1)		25,042		(42)	(42)		07/01/2038	2FE
74924P AF 9	RASC		06/25/2013	Principal Reduction		9,557	9,557	9,557	9,557		0		0		9,557		0	0	223	02/25/2034	1
79377W AL 2	Saks Incorporated		04/15/2013	Called		5,010	5,000	5,197	5,163	31	(4)		27		5,189		(179)	(179)	58	03/15/2024	3FE
79377W AL 2	Saks Incorporated		04/15/2013	Called		5,010	5,000	5,197	5,163	31	(4)		27		5,190		(180)	(180)	58	03/15/2024	3FE
835898 AC 1	Sotheby's		06/19/2013	tendered		10,853	10,000	11,884	10,447		(410)		(410)		10,038		815	815	156	06/15/2013	3FE
835898 AC 1	Sotheby's		06/19/2013	tendered		5,426	5,000	6,008	5,241		(221)		(221)		5,020		406	406	78	06/15/2013	3FE
835898 AC 1	Sotheby's		06/19/2013	tendered		5,426	5,000	5,881	5,213		(195)		(195)		5,018		408	408	78	06/15/2013	3FE
835898 AC 1	Sotheby's		06/19/2013	tendered		5,426	5,000	5,788	5,207		(190)		(190)		5,018		409	409	78	06/15/2013	3FE
835898 AC 1	Sotheby's		06/19/2013	tendered		10,853	10,000	11,761	10,466		(427)		(427)		10,039		813	813	156	06/15/2013	3FE
902494 AP 8	Tyson Foods Inc.		05/30/2013	Deutche Banc Securities		37,914	30,000	35,254	31,325		(558)		(558)		30,767		7,147	7,147	579	10/15/2013	3FE
949834 AA 3	Wells Fargo Mtg Backed Securities		06/25/2013	Principal Reduction		8,731	8,731	8,690	8,501	193			193		8,693		38	38	289	10/25/2037	3
3899999.	Total - Bonds - Industrial & Miscellaneous					439,563	429,134	458,931	439,144	318	(9,205)	0	(8,888)	0	430,257	0	9,307	9,307	6,512	XXX	XXX
8399997.	Total - Bonds - Part 4					1,867,789	1,857,360	1,902,330	1,873,060	318	(10,559)	0	(10,242)	0	1,862,818	0	4,972	4,972	42,209	XXX	XXX
8399999.	Total - Bonds					1,867,789	1,857,360	1,902,330	1,873,060	318	(10,559)	0	(10,242)	0	1,862,818	0	4,972	4,972	42,209	XXX	XXX

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 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 Desig-nation or Market Indicator (a)
Common Stocks - Industrial and Miscellaneous																					
64110D 10 4	Netapp Inc.		06/20/2013	Converted	347.120	13,218	XXX	0	0				0		0		13,218	13,218		XXX	A
681919 10 6	Omnicom Group Inc.		06/18/2013	Citigroup	302.000	19,164	XXX						0				19,164	19,164		XXX	A
9099999.	Total - Common Stocks - Industrial & Miscellaneous					32,382	XXX	0	0	0	0	0	0	0	0	0	32,382	32,382	0	XXX	XXX
9799997	Total - Common Stocks - Part 4					32,382	XXX	0	0	0	0	0	0	0	0	0	32,382	32,382	0	XXX	XXX
9799999.	Total - Common Stocks					32,382	XXX	0	0	0	0	0	0	0	0	0	32,382	32,382	0	XXX	XXX
9899999.	Total - Preferred and Common Stocks					32,382	XXX	0	0	0	0	0	0	0	0	0	32,382	32,382	0	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					1,900,172	XXX	1,902,330	1,873,060	318	(10,559)	0	(10,242)	0	1,862,818	0	37,354	37,354	42,209	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 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 6 First Month	7 Second Month	8 Third Month	9 *
Open Depositories									
Ameriprise Financial Services	Piqua, OH					20,689	20,743	20,802	XXX..
Fifth Third Bank of Western (C)	Piqua, OH					(94,452)	(104,846)	(91,238)	XXX..
Fifth Third Bank of Western (S)	Piqua, OH					110,442	74,244	252,593	XXX..
MainSource Bank (A)	Troy, OH					(2,323,488)	(2,367,509)	(2,388,684)	XXX..
MainSource Bank (E)	Troy, OH					(41,681)	(98,887)	(109,309)	XXX..
MainSource Bank (F)	Troy, OH					8,105	7,068	5,849	XXX..
MainSource Bank (S)	Troy, OH			594	534	498,687	491,244	494,811	XXX..
MainSource Bank	Troy, OH					4,851	4,851	4,851	XXX..
MainSource Bank	Troy, OH					3,890,038	4,477,915	4,283,413	XXX..
Farmers State Bank	Warsaw, IN					(14,112)	(14,112)	(14,112)	XXX..
Farmers State Bank	Warsaw, IN					-	-	-	XXX..
National City Bank	Indianapolis, IN					58,449	58,444	58,438	XXX..
MainSource Bank	Troy, OH					36,084	36,084	36,084	XXX..
Federal Home Loan Bank	Cincinnati, OH					3,985	3,985	3,985	XXX..
US Bank	Cincinnati, OH					(10,407)	640	4,884	XXX..
0199999. Total Open Depositories		XXX	XXX	594	534	2,147,190	2,589,864	2,562,366	XXX..
0399999. Total Cash on Deposit		XXX	XXX	594	534	2,147,190	2,589,864	2,562,366	XXX..
0499999. Cash in Company's Office		XXX	XXX	XXX	XXX	390	390	390	XXX..
0599999. Total Cash		XXX	XXX	594	534	2,147,580	2,590,254	2,562,756	XXX..

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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

NONE