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QUARTERLY STATEMENT

As of June 30, 2013

of the Condition and Affairs of the

PROGRESSIVE CASUALTY INSURANCE COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period) — NAIC Company Code..... 24260 — Employer's ID Number..... 34-6513736

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

Incorporated/Organized..... November 17, 1956 — Commenced Business..... December 11, 1956

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

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

OFFICERS

Name	Title	Name	Title
DAVID JAMES SKOVE	PRESIDENT	DANE ALLEN SHRALLOW	SECRETARY
THOMAS ALFRED KING	TREASURER		

OTHER

PETER JAMES ALBERT	(VICE PRESIDENT)	MARY BETH ANDREANO	(VICE PRESIDENT)
KAREN BARONE BAILO	(VICE PRESIDENT)	WILLIAM THOMAS CASSELLA	(VICE PRESIDENT)
KATHLEEN MARY CERNY	(ASST. SECRETARY)	BRIAN JOSEPH CHYLIK #	(VICE PRESIDENT)
MICHAEL VINCENT ESPOSITO	(VICE PRESIDENT)	SARAH ELIZABETH FRYE	(VICE PRESIDENT)
TIMOTHY RAYMOND GAUDING	(VICE PRESIDENT)	JAMES EDWARD GLENN JR.	(VICE PRESIDENT)
JULIA KATHERINE HORNACK	(VICE PRESIDENT)	RICHARD ASHTON HUTCHINSON	(VICE PRESIDENT)
JAMES LEE KUSMER	(ASST. TREASURER)	LYNN NAVARRE MAJOR #	(VICE PRESIDENT)
RONALD PAUL MAROTTO	(VICE PRESIDENT)	ROBERT RICHARD NICOLAY, III	(VICE PRESIDENT)
CARRIE FISHER RADIVOYEVITCH	(VICE PRESIDENT)	DAVID LLOYD PRATT	(VICE PRESIDENT)
ANDREW JOHN QUIGG	(VICE PRESIDENT)	RAYMOND MARVIN VOELKER	(VICE PRESIDENT)

DIRECTORS OR TRUSTEES

KAREN BARONE BAILO	RICHARD RUSSELL CRAWLEY #	THOMAS HUDSON HOLLYER	KATHRYN MARGARET LEMIEUX
MARK DONALD NIEHAUS	DAVID LLOYD PRATT	DAVID JAMES SKOVE	

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

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

(Signature)	(Signature)	(Signature)
DAVID JAMES SKOVE	KATHLEEN MARY CERNY	JAMES LEE KUSMER
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	ASSISTANT SECRETARY	ASSISTANT TREASURER
(Title)	(Title)	(Title)

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

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	1,872,218,714		1,872,218,714	1,357,239,037
2. Stocks:				
2.1 Preferred stocks			0	
2.2 Common stocks	1,973,599,591		1,973,599,591	1,782,335,799
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)	517,498,955		517,498,955	495,795,377
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)	8,634,994		8,634,994	8,634,994
5. Cash ($.....54,969,167), cash equivalents ($.....710,683,114) and short-term investments ($.....27,490,646)	793,142,927		793,142,927	696,999,058
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets	114,339,376	100,000	114,239,376	99,439,620
9. Receivables for securities	1,687,017		1,687,017	3,242,617
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)	5,281,121,574	100,000	5,281,021,574	4,443,686,502
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	11,772,996		11,772,996	10,822,154
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	141,463,122	12,650,936	128,812,186	108,262,440
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	635,909,270		635,909,270	566,073,172
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	41,736,829		41,736,829	41,870,662
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	88,605,888		88,605,888	128,009,074
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	88,253,122	62,386,274	25,866,848	26,590,346
21. Furniture and equipment, including health care delivery assets ($..........0)	71,166,131	71,166,131	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates			0	
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	73,888,136	68,302,297	5,585,839	6,820,100
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	6,433,917,068	214,605,638	6,219,311,430	5,332,134,450
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	6,433,917,068	214,605,638	6,219,311,430	5,332,134,450

DETAILS OF WRITE-INS

	1	2	3	4
1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. EQUITIES AND DEPOSITS IN POOLS AND ASSOCIATIONS	3,708,546		3,708,546	4,031,241
2502. STATE UNEARNED SURCHARGE RECOVERABLE	1,321,974		1,321,974	1,297,484
2503. STATE TAX CREDITS	299,325		299,325	885,000
2598. Summary of remaining write-ins for Line 25 from overflow page	68,558,291	68,302,297	255,994	606,375
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	73,888,136	68,302,297	5,585,839	6,820,100

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....590,827,739)	1,566,295,911	1,520,032,504
2.	Reinsurance payable on paid losses and loss adjustment expenses	260,424,292	238,016,136
3.	Loss adjustment expenses	305,506,340	303,479,486
4.	Commissions payable, contingent commissions and other similar charges	3,940,990	7,252,981
5.	Other expenses (excluding taxes, licenses and fees)	187,510,408	149,640,637
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	32,908,146	39,182,307
7.1	Current federal and foreign income taxes (including $.....4,242,831 on realized capital gains (losses))	68,390,519	28,229,761
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 $.....1,477,849,189 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	1,417,046,344	1,323,819,379
10.	Advance premium	8,311,308	5,106,396
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	9,343,367	(38,134,866)
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others	4,938,675	7,304,679
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	76,611,878	56,222,125
19.	Payable to parent, subsidiaries and affiliates	463,633,035	233,459,002
20.	Derivatives		
21.	Payable for securities	68,863,017	942,193
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	10,057,420	9,107,551
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	4,483,781,650	3,883,660,271
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	4,483,781,650	3,883,660,271
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock	3,000,000	3,000,000
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes		
34.	Gross paid in and contributed surplus	822,112,379	811,934,876
35.	Unassigned funds (surplus)	910,417,401	633,539,303
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)	1,735,529,780	1,448,474,179
38.	Totals (Page 2, Line 28, Col. 3)	6,219,311,430	5,332,134,450

DETAILS OF WRITE-INS

2501.	OTHER LIABILITIES	9,435,173	8,767,701
2502.	ESCHEATABLE PROPERTY	538,272	297,896
2503.	UNEARNED FEE RESERVE	83,975	41,954
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)	10,057,420	9,107,551
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 $.....502,054,754)	468,608,177	419,286,432	859,418,682
1.2 Assumed........ (written $.....4,354,624,937)	4,199,295,921	3,968,424,458	8,060,234,703
1.3 Ceded............ (written $.....2,477,836,842)	2,382,288,214	2,241,470,461	4,555,357,800
1.4 Net.................. (written $.....2,378,842,849)	2,285,615,884	2,146,240,429	4,364,295,585
DEDUCTIONS:			
2. Losses incurred (current accident year $.....1,398,587,413):			
2.1 Direct	303,240,775	263,634,811	574,687,613
2.2 Assumed	2,606,350,232	2,543,576,005	5,209,644,033
2.3 Ceded	1,488,347,814	1,434,559,268	2,957,009,734
2.4 Net	1,421,243,193	1,372,651,548	2,827,321,912
3. Loss adjustment expenses incurred	230,664,053	228,543,320	451,202,891
4. Other underwriting expenses incurred	499,795,139	483,678,518	942,552,423
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	2,151,702,385	2,084,873,386	4,221,077,226
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	133,913,499	61,367,043	143,218,359
INVESTMENT INCOME			
9. Net investment income earned	34,513,066	34,599,355	332,170,228
10. Net realized capital gains (losses) less capital gains tax of $.....4,242,831	13,038,832	1,720,749	14,172,928
11. Net investment gain (loss) (Lines 9 + 10)	47,551,898	36,320,104	346,343,156
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....315,037 amount charged off $.....18,791,048)	(18,476,011)	(17,239,336)	(33,930,140)
13. Finance and service charges not included in premiums	8,109,908	7,545,162	15,390,820
14. Aggregate write-ins for miscellaneous income	8,704,448	9,147,280	20,834,864
15. Total other income (Lines 12 through 14)	(1,661,655)	(546,894)	2,295,544
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	179,803,742	97,140,253	491,857,059
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)	179,803,742	97,140,253	491,857,059
19. Federal and foreign income taxes incurred	64,248,337	41,066,421	85,136,375
20. Net income (Line 18 minus Line 19) (to Line 22)	115,555,405	56,073,832	406,720,684
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	1,448,474,179	1,359,871,058	1,359,871,058
22. Net income (from Line 20)	115,555,405	56,073,832	406,720,684
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....36,479,172	134,427,180	107,411,360	(61,355,669)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(3,255,966)	2,409,152	20,283,801
27. Change in nonadmitted assets	30,767,962	28,283,972	1,157,090
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	10,177,503	9,427,339	17,937,643
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			(298,000,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	(616,482)	1,475,456	1,859,572
38. Change in surplus as regards policyholders (Lines 22 through 37)	287,055,602	205,081,111	88,603,121
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	1,735,529,780	1,564,952,169	1,448,474,179

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. FINANCE AND SERVICE CHARGE REVENUE ASSUMED	8,124,136	8,893,483	17,441,172
1402. MISCELLANEOUS INCOME	738,842	369,384	3,786,449
1403. SERVICE BUSINESS REVENUE	113,146	223,788	383,817
1498. Summary of remaining write-ins for Line 14 from overflow page	(271,676)	(339,375)	(776,574)
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	8,704,448	9,147,280	20,834,864
3701. CHANGE IN ELIMINATION IN DEFERRED UNREALIZED GAIN PER SSAP 25	(616,482)	1,475,456	1,859,572
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)	(616,482)	1,475,456	1,859,572

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	2,341,335,075	2,246,909,709	4,419,187,294
2.	Net investment income	55,319,345	67,282,607	399,027,466
3.	Miscellaneous income	(2,570,696)	131,385	3,247,794
4.	Total (Lines 1 through 3)	2,394,083,724	2,314,323,701	4,821,462,553
5.	Benefit and loss related payments	1,352,437,797	1,267,423,805	2,705,586,613
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	700,148,719	670,270,553	1,377,250,894
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $.....3,638,868 tax on capital gains (losses)	28,330,410	15,951,249	89,677,915
10.	Total (Lines 5 through 9)	2,080,916,926	1,953,645,607	4,172,515,422
11.	Net cash from operations (Line 4 minus Line 10)	313,166,798	360,678,094	648,947,131
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	551,232,734	204,203,332	644,005,008
	12.2 Stocks	25,555,228	8,677,887	140,277,583
	12.3 Mortgage loans			
	12.4 Real estate			554,450
	12.5 Other invested assets	244,535		544,090
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
	12.7 Miscellaneous proceeds	69,476,424	44,255,035	18,251,000
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	646,508,921	257,136,254	803,632,131
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	1,075,105,874	533,048,213	726,361,437
	13.2 Stocks	47,169,547	64,854,014	92,442,585
	13.3 Mortgage loans			
	13.4 Real estate	29,388,098	13,765,272	37,765,602
	13.5 Other invested assets	1,684,879		101,518,357
	13.6 Miscellaneous applications			62,919,352
	13.7 Total investments acquired (Lines 13.1 to 13.6)	1,153,348,398	611,667,499	1,021,007,333
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)	(506,839,477)	(354,531,245)	(217,375,202)
	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	10,177,503	9,427,339	17,937,643
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			298,000,000
	16.6 Other cash provided (applied)	279,639,045	280,864,181	(66,252,997)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	289,816,548	290,291,520	(346,315,354)
	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)	96,143,869	296,438,368	85,256,575
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	696,999,058	611,742,483	611,742,483
	19.2 End of period (Line 18 plus Line 19.1)	793,142,927	908,180,851	696,999,058

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

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

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

Description	State of Domicile	June 30, 2013	December 31, 2012
Net income			
(1) Net income, state basis	OH	$ 115,555,405	$ 406,720,684
(2) Effect of state prescribed practices		--	--
(3) Effect of state permitted practices		--	--
(4) Net income, NAIC SAP basis (1-2-3=4)	OH	$ 115,555,405	$ 406,720,684
Surplus			
(5) Policyholders' surplus, state basis	OH	$ 1,735,529,780	$ 1,448,474,179
(6) Effect of state prescribed practices		--	--
(7) Effect of state permitted practices		--	--
(8) Policyholders' surplus, NAIC SAP basis(5-6-7=8)	OH	$ 1,735,529,780	$ 1,448,474,179

2. Accounting Changes and Corrections of Errors

No significant change

3. Business Combinations and Goodwill

No significant change

4. Discontinued Operations

No significant change

5. Investments

D. Loan-Backed Securities

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

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

   Not applicable

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

CUSIP	Amortized cost before current period other-than-temporary impairment	Projected Cash Flows	Recognized other-than-temporary Impairment	Amortized Cost after other-than-temporary Impairment	Fair Value at time of other-than-temporary impairment	Financial Statement date when other-than-temporary impairment was reported
362341YF0	$ 11,225,309	$ 10,559,918	$ 665,391	$ 10,559,918	$ 2,037,150	2009 - Q3
74436JGM3	630,998	602,254	28,744	602,254	511,510	2009 - Q4
33736XBN8	350,135	285,557	64,578	285,557	199,853	2010 - Q1
69348HCR7	471,474	446,486	24,988	446,486	359,475	2010 - Q1
74436JGM3	695,598	434,752	260,846	434,752	424,608	2010 - Q1
33736XBN8	174,522	101,351	73,171	101,351	95,031	2010 - Q2
362341YF0	10,980,737	8,368,064	2,612,673	8,368,064	6,873,600	2010 - Q2
743873BL4	4,410,578	4,224,959	185,619	4,224,959	4,224,959	2010 - Q2
74436JGM3	712,556	434,428	278,128	434,428	343,299	2010 - Q2
93934DAA5	598,338	582,428	15,910	582,428	464,522	2010 - Q2
161505GN6	115,037	59,481	55,556	59,481	59,481	2010 - Q3
20046PAG3	128,183	34,995	93,188	34,995	34,995	2010 - Q3
52108HCS1	52,569	44,203	8,366	44,203	32,167	2010 - Q3
69348HCR7	352,270	283,589	68,681	283,589	283,589	2010 - Q3
74436JGM3	402,096	183,178	218,918	183,178	183,178	2011 - Q1
93934DAA5	331,364	281,715	49,649	281,715	281,715	2011 - Q1
07387AGH2	2,469,912	2,412,088	57,824	2,412,088	2,412,088	2011 - Q2
94980QAA7	2,692,993	2,559,994	132,999	2,559,994	2,533,217	2011 - Q2
743873BL4	3,301,245	3,211,663	89,582	3,211,663	3,213,711	2011 - Q3
07387AGH2	2,408,295	2,263,061	145,234	2,263,061	2,128,357	2011 - Q4
045424FJ2	202,869	178,242	24,627	178,242	178,242	2012 - Q2
655356JJ3	204,327	192,713	11,614	192,713	192,713	2012 - Q4
949802AA0	1,275,454	1,237,896	37,558	1,237,896	1,237,886	2013 - Q2
Total	XXX	XXX	$ 5,203,844	XXX	XXX	XXX

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

4. As of June 30, 2013, the Company had $9,336,420 of gross unrealized losses in the Company's loan-backed and structured debt securities. The Company currently does not intend to sell the loan-backed and structured debt securities and determined that it is more likely than not that the Company will not be required to sell these securities for the period of time necessary to recover their cost basis. If the Company's strategy was to change and these securities were determined to be other-than-temporarily impaired, the Company would recognize a write-down in accordance with the Company's stated policy.

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

Description	Amount
a. Aggregate amount of unrealized losses	
1. Less than twelve months	$ 9,158,249
2. Twelve months or longer	178,171
Total	$ 9,336,420
b. Aggregate fair value of securities with unrealized losses	
1. Less than twelve months	$ 310,200,729
2. Twelve months or longer	16,763,958
Total	$ 326,964,687

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

F. Real Estate

At June 30, 2013, the Company has various property holdings classified as "Property Held for Sale" that are measured at the lower of their book value or fair market value. The properties are presently being marketed.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change

7. Investment Income

No significant change

8. Derivative Instruments

No significant change

9. Income Taxes

No significant change

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

F. Management, Service Contracts, Cost Sharing Arrangements

Effective 5/15/13, the Company terminated its management agreement with Progressive Specialty Insurance Company ("Specialty"), an insurance subsidiary domiciled in Ohio, and entered into a joint servicing agreement whereby the Company provides Specialty with management, underwriting and loss adjustment services for specific business produced, and Specialty may, from time to time, provide the Company with similar services for other specific business produced. In exchange for these services, the companies charge management fees based on each company's use of the other's services.

11. Debt

No significant change

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

No significant change

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

No significant change

14. Contingencies

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

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

Description	**Direct**
Claims related ECO and bad faith losses paid	$ 36,250

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

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

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

F. All Other Contingencies

The Company is named as defendant in various lawsuits arising out of its insurance operations. All legal actions relating to claims made under insurance policies are considered by the Company in establishing its loss and LAE reserves. The Company also has, on a net basis, potential exposure relating to lawsuits due to its participation in various management agreements and a 100% pooling reinsurance agreement for which it is allocated litigation expenses.

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

As of June 30, 2013, there was one certified class action lawsuit and one putative class action lawsuit challenging the Company's use of certain automated database vendors or software to assist in the adjustment of bodily injury claims. Plaintiffs allege that these databases or software systematically undervalue the claims. An agreement to settle the certified class action lawsuit was reached in 2012 and a loss reserve was established accordingly. As of June 30, 2013, the settlement was still being administered.

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

As of June 30, 2013, the Company was defending a putative class action lawsuit alleging that the Company charged insured's for illusory underinsured and uninsured motorist coverage on multiple vehicle policies.

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

As of June 30, 2013 there was a multi-state class action lawsuit alleging that the company negligently designed, manufactured and deceptively advertised a usage based device claiming that it damages a vehicle's battery to the point that the battery is non-functional or diminished in value.

15. Leases

No significant change

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

No significant change

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

C. The Company had no wash sales of securities with the National Association of Insurance Commissioners' rating of 3 or below during the reporting period.

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

No significant change

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

No significant change

20. Fair Value Measurements

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

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

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

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

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

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

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

The valuations classified as either Level 1 or Level 2 in the table below are priced exclusively by external sources, including: pricing vendors, dealers/market makers, and exchange-quoted prices. The Company did not have any transfers between Level 1 and Level 2. At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3.

Fair Value Measurements at June 30, 2013:

Asset Description	Level 1	Level 2	Level 3	Total
a. Assets on balance sheet at fair value				
Bonds Industrial & Miscellaneous	$ --	$ 51,080,308	$ --	$ 51,080,308
Common stock Industrial & Miscellaneous	737,199,588	--	38,008,900	775,208,488
Total assets at fair value	$ 737,199,588	$ 51,080,308	$ 38,008,900	$ 826,288,796
b. Liabilities on balance sheet at fair value				
Derivative liabilities	$ --	$ --	$ --	$ --
Total liabilities at fair value	$ --	$ --	$ --	$ --

2. Rollforward of Level 3 Items

With limited exceptions, the Company's Level 3 securities are also priced externally; however, due to several factors (e.g., nature of the securities, level of activity, lack of similar securities trading to obtain observable market level inputs), these valuations are more subjective in nature. Certain private equity investments and fixed-income investments included in the Level 3 category are valued using external pricing supplemented by internal review and analysis. The rollforward of Level 3 items is as follows:

Asset Description	Balance at December 31, 2012	Transfers into level 3	Transfers out of level 3	Total Realized Gains (Losses) included in Net Income	Total Unrealized Gains (Losses) included in Surplus	Purchases, Issuances, Sales and Settlements	Balance at June 30, 2013
Common Stock – Industrial & Miscellaneous	$ 11,243,102	$ --	$ --	$ 456,480	$ 26,330,918	$ (21,600)	$ 38,008,900
Total	$ 11,243,102	$ --	$ --	$ 456,480	$ 26,330,918	$ (21,600)	$ 38,008,900

As of June 30, 2013, the Company owned one privately held equity investment in The Plymouth Rock Company with a fair value of $38,008,900. The valuation is based on a negotiated sale of the remaining shares and is expected to be completed by 12/31/2013.

The Company is the sole-majority-limited partner in the Makaira Indica limited partnership. The partnership invests in exchange-traded common stocks.

3. Policy on Transfers Into and Out of Level 3

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

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

See Note 20A above.

5. Derivative Fair Values

Not applicable

B. Other Fair Value Disclosures

Not applicable

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

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

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	$ 1,889,148,057	$ 1,872,218,715	$ 509,393,244	$ 1,301,738,816	$ 78,015,997	$ --
Cash equivalents	710,683,114	710,683,114	710,683,114	--	--	--
Short term investments	27,490,645	27,490,645	27,490,645	--	--	--
Common stock	775,208,488	775,208,488	737,199,588	--	38,008,900	--
Preferred stock	--	--	--	--	--	--
Total	$ 3,402,530,304	$ 3,385,600,962	$ 1,984,766,591	$ 1,301,738,816	$ 116,024,897	$ --

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

Not applicable

21. Other Items

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

At June 30, 2013, the Company reported net admitted premiums and agents' balances in course of collection of $128,812,186. Of this amount, there were no premiums due from a controlled or controlling person as defined in Florida statute 625.012 (5).

22. Events Subsequent

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

23. Reinsurance

No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

No significant change

25. Changes in Incurred Losses and Loss Adjustment Expenses

Incurred losses and LAE attributable to insured events of prior accident years increased by $30,031,000 in 2013, which is 1.6% of the total prior year net unpaid losses and LAE of $1,823,511,990. Private passenger auto liability and auto physical damage reserve development was unfavorable due to late emerging losses for accident year 2012. Commercial auto liability reserves developed unfavorably due to originally anticipated severity for accident year's 2012 and 2011 increasing by 3.5% and 1.3%, respectively. The LAE reserves developed unfavorably primarily due to unfavorable adjusting and other expense reserve development.

26. Intercompany Pooling Arrangements

No significant change

27. Structured Settlements

No significant change

28. Health Care Receivables

No significant change

29. Participating Accident and Health Policies

No significant change

30. Premium Deficiency Reserves

No significant change

31. High Deductibles

No significant change

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

No significant change

33. Asbestos and Environmental Reserves

No significant change

34. Subscriber Savings Accounts

Not applicable

35. Multiple Peril Crop Insurance

No significant change

36. Financial Guaranty Insurance

No significant change

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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

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

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

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

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

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

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

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [X] No [ ] N/A [ ]
If yes, attach an explanation.
NEW JOINT SERVICING AGREEMENT WITH PROGRESSIVE SPECIALTY INSURANCE COMPANY AN AFFILIATED COMPANY DOMICILED IN OHIO EFFECTIVE 05/15/2013 AND WAS APPROVED BY THE STATE OF OHIO DOI. THE NEW AGREEMENT REPLACED A PRIOR MANAGEMENT AGREEMENT WHICH WAS TERMINATED.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2012......................

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

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

6.4 By what department or departments?
OHIO

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

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

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

7.2 If yes, give full information:

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

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

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

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

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

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

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

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

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

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

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

PART 1 - FINANCIAL

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

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

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 [X] No [ ]

11.2 If yes, give full and complete information relating thereto:
THE COMPANY ENTERED INTO A REVERSE REPURCHASE COMMITMENT TRANSACTION AT 06/30/2013, WHEREBY THE
COMPANY LOANED CASH IN THE AMOUNT OF $300,000,000 TO AN ACCREDITED BANK (BARCLAYS) AND RECEIVED
$300,000,000 FAIR VALUE OF U.S. TREASURY NOTES PLEDGED AS GENERAL COLLATERAL AGAINST THE CASH BORROWED.
OUR EXPOSURE TO CREDIT RISK WAS LIMITED, AS THIS INTERNALLY MANAGED TRANSACTION WAS AN OVERNIGHT ARRANGEMENT.
THE INCOME GENERATED ON THIS TRANSACTION WAS CALCULATED AT THE APPLICABLE GENERAL COLLATERAL RATE ON
THE VALUE OF U.S. TREASURY SECURITIES RECEIVED. (SEE SCHEDULE E - PART 2 - CASH EQUIVALENTS)

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	$ 1,131,710,967	$ 1,198,391,114
14.24 Short-Term Investments	$ 0	$ 0
14.25 Mortgage Loans on Real Estate	$ 0	$ 0
14.26 All Other	$ 99,539,620	$ 114,039,376
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 1,231,250,587	$ 1,312,430,490
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

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

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

16. For the reporting entity's security lending program, state the amount of the following as current statement date:
16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $..................................0
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $..................................0
16.3 Total payable for securities lending reporting on the liability page: $..................................0

17. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No [ ]

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

1 Name of Custodian(s)	2 Custodian Address
CITIBANK, N.A.	338 GREENWICH STREET, NEW YORK, NY 10013
STATE STREET	801 PENNSYLVANIA AVE, KANSAS CITY, MO 64105
RBC INVESTOR SERVICES	P.O. BOX 7500-STATION A, TORONTO, ON M5W 1P9
JP MORGAN CLEARING CORP	1 METROTECH CENTER NORTH, BROOKLYN, NY 11201

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

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
NONE		

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

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
NONE			

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

1 Central Registration Depository	2 Name(s)	3 Address
30107	STATE STREET GLOBAL MARKETS, LLC	225 FRANKLIN ST BOSTON, MA 02110
105466	BECK, MACK & OLIVER LLC	360 MADISON AVE, NEW YORK, NY 10017
153729	MAKAIRA PARTNERS, LLP	4747 EXECUTIVE DRIVE, SAN DIEGO, CA 92121

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2

PROPERTY & CASUALTY INTERROGATORIES

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

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

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

3.2 If yes, give full and complete information thereto:

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

4.2 If yes, complete the following schedule:

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

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

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

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

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

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

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

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

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama AL	L		(7)	269,194	322,749	927,742	909,221
2. Alaska AK	L	75,305	80,887	64,126	390	195,913	305,862
3. Arizona AZ	L	12,231,478	11,925,457	5,204,985	6,324,524	5,788,444	5,247,230
4. Arkansas AR	L	1,160,135	1,285,782	537,802	1,294,854	407,495	755,158
5. California CA	L	16,153,297	15,940,538	8,676,332	17,790,726	11,191,908	11,482,158
6. Colorado CO	L	4,838,124	5,353,178	2,358,072	3,358,161	3,335,708	3,454,197
7. Connecticut CT	L	59,686,251	57,378,974	35,405,263	34,909,606	63,139,742	61,037,802
8. Delaware DE	L				27,923	147,354	206,804
9. District of Columbia DC	L	3,530,190	3,399,676	1,686,344	1,648,501	2,543,862	2,105,926
10. Florida FL	L	1,599		415,724	71,543	1,694,736	2,116,215
11. Georgia GA	L			514,154	2,484,703	782,687	1,079,511
12. Hawaii HI	L	9,342,909	9,558,520	4,665,795	4,630,631	4,992,360	4,344,078
13. Idaho ID	L	67		(2,309)	(344)	135,147	149,232
14. Illinois IL	L	597,744	639,803	347,182	685,472	2,072,024	2,395,829
15. Indiana IN	L	70,961	63,095	(29,955)	6,764	408,178	898,516
16. Iowa IA	L	94,562	17,760	123,354	56,668	2,224,916	1,493,954
17. Kansas KS	L	67,709	69,806	10,652	169,128	103,226	414,000
18. Kentucky KY	L	41,270,981	41,713,149	25,863,552	29,236,198	25,995,280	26,674,789
19. Louisiana LA	L	(6,816)		3,680	88,033	353,048	1,038,541
20. Maine ME	L	702,035	792,428	400,161	650,991	782,015	892,943
21. Maryland MD	L	13,266,941	12,305,422	5,451,738	6,975,198	14,372,017	12,606,848
22. Massachusetts MA	L	4,115,960	3,610,920	1,827,360	3,586,560	4,598,622	5,102,218
23. Michigan MI	L			193,028	127,316	1,431,341	2,946,390
24. Minnesota MN	L	2,569,713	2,543,951	1,299,562	1,493,866	2,682,732	1,682,239
25. Mississippi MS	L	(351)	3,139	274,199	248,591	547,459	1,133,274
26. Missouri MO	L	58,792,432	53,671,991	32,290,945	25,400,734	30,960,037	22,801,518
27. Montana MT	L	210,084	246,367	46,464	106,867	193,824	282,916
28. Nebraska NE	L	19,685	32,821	2,597	(27)	636,833	143,652
29. Nevada NV	L	814,057	928,649	3,427,816	1,530,371	2,480,055	3,609,063
30. New Hampshire NH	L	44,869	80,014	23,816	8,556	201,745	284,616
31. New Jersey NJ	L		1,742	302,892	730,036	959,756	1,768,222
32. New Mexico NM	L	233,176	262,721	319,421	153,855	956,477	775,375
33. New York NY	L	136,417,348	83,403,256	63,800,317	39,017,650	80,789,229	48,305,834
34. North Carolina NC	L			(779)	94,212	142,763	707,644
35. North Dakota ND	L					9,279	15,753
36. Ohio OH	L	18,312,932	19,871,357	12,006,285	12,756,477	11,157,868	13,700,857
37. Oklahoma OK	L			122	80,556	129,970	233,623
38. Oregon OR	L	83,281	86,099	1,010,202	3,479,706	607,213	777,696
39. Pennsylvania PA	L	7,469,199	8,712,306	4,857,560	6,860,389	6,976,993	10,220,557
40. Rhode Island RI	L	27,038,671	24,200,905	16,465,561	13,743,795	28,736,610	29,581,070
41. South Carolina SC	L			122,265	8,264	189,759	251,178
42. South Dakota SD	L			25,000	(1,553)	15,334	27,975
43. Tennessee TN	L			(4,455)	129,065	207,306	320,356
44. Texas TX	L	13,189,632	13,549,064	4,460,115	4,163,694	4,083,110	4,217,752
45. Utah UT	L	212,684	239,250	107,574	85,652	106,095	74,558
46. Vermont VT	L	1,038,381	1,188,981	813,164	1,023,321	1,886,039	2,104,160
47. Virginia VA	L	1,194,184	1,506,305	595,213	755,397	3,967,885	3,203,286
48. Washington WA	L	67,031,918	61,059,091	40,808,420	33,281,798	59,600,882	41,430,850
49. West Virginia WV	L		1,850	474,961	159,808	528,869	442,806
50. Wisconsin WI	L	183,816	226,596	616,270	79,011	249,913	377,470
51. Wyoming WY	L	(389)	(657)	(4,882)	21,962	87,353	195,684
52. American Samoa AS	N						
53. Guam GU	N					3,960	5,670
54. Puerto Rico PR	L					1,084	2,483
55. US Virgin Islands VI	E					14,413	18,195
56. Northern Mariana Islands MP	N						
57. Canada CAN	L			555,609	72,732	1,964,524	2,624,549
58. Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59. Totals	(a) 52	502,054,754	435,951,186	278,682,469	259,931,080	388,699,136	338,978,303

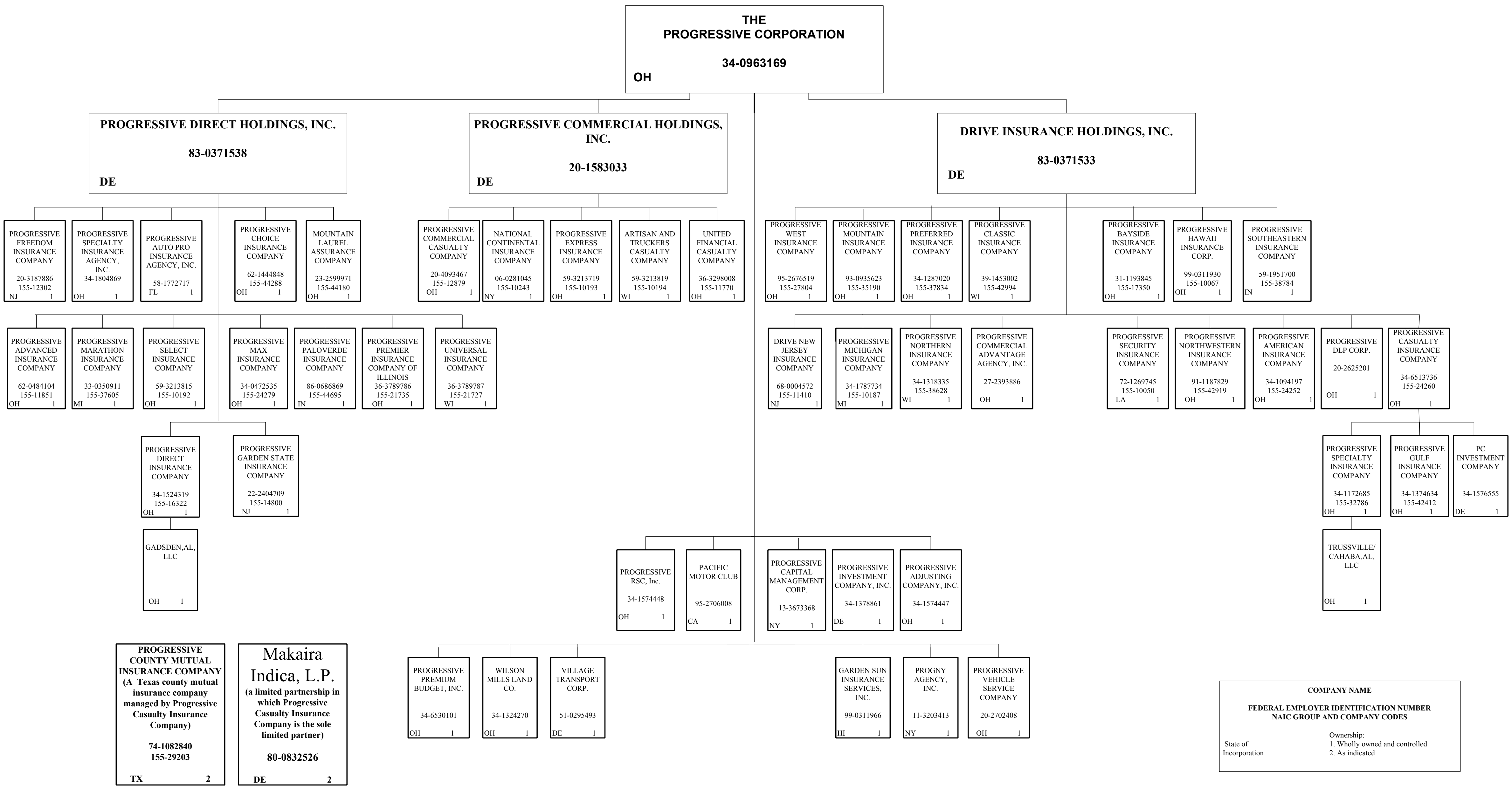
DETAILS OF WRITE-INS

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

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

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

PART 1 – ORGANIZATIONAL CHART



AS OF 06/30/13

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
0155	The Progressive Insurance Group	00000	34-0963169		0000080661	New York Stock Exchange	The Progressive Corporation	OH	UIP	Board, Management	Board		The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	83-0371533				Drive Insurance Holdings, Inc.	DE	UDP	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11410	68-0004572				Drive New Jersey Insurance Company	NJ	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24252	34-1094197				Progressive American Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	17350	31-1193845				Progressive Bayside Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	24260	34-6513736				Progressive Casualty Insurance Company	OH		Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	34-1576555				PC Investment Company	DE	DS	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	29203	74-1082840				Progressive County Mutual Insurance Company	TX	IA	Progressive Casualty Insurance Company	Management		The Progressive Corporation.	2, 3
0155	The Progressive Insurance Group	42412	34-1374634				Progressive Gulf Insurance Company	OH	DS	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	32786	34-1172685				Progressive Specialty Insurance Company	OH	DS	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Trussville/Cahaba, AL , LLC	OH	NIA	Progressive Specialty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	42994	39-1453002				Progressive Classic Insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-2625201				Progressive DLP Corp.	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10067	99-0311930				Progressive Hawaii Insurance Corp.	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10187	34-1787734				Progressive Michigan Insurance Company	MI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	35190	93-0935623				Progressive Mountain Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	38628	34-1318335				Progressive Northern insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	42919	91-1187829				Progressive Northwestern Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	37834	34-1287020				Progressive Preferred Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10050	72-1269745				Progressive Security Insurance Company	LA	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	38784	59-1951700				Progressive Southeastern Insurance Company	IN	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	27804	95-2676519				Progressive West Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	27-2393886				Progressive Commercial Advantage Agency, Inc.	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	20-1583033				Progressive Commercial Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10194	59-3213819				Artisan and Truckers Casualty Company	WI	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10243	06-0281045				National Continental Insurance Company	NY	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	12879	20-4093467				Progressive Commercial Casualty Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	10193	59-3213719				Progressive Express Insurance Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11770	36-3298008				United Financial Casualty Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	83-0371538				Progressive Direct Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44180	23-2599971				Mountain Laurel Assurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	11851	62-0484104				Progressive Advanced Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000	58-1772717				Progressive Auto Pro Insurance Agency, Inc.	FL	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	44288	62-1444848				Progressive Choice Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	16322	34-1524319				Progressive Direct Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Insurance Group	00000					Gadsden, AL, LLC	OH	NIA	Progressive Direct Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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

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

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire			0.0	
2. Allied lines			0.0	
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril	7,598,249	2,958,522	38.9	61.2
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	16,388,838	6,790,699	41.4	40.6
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made	14,951	4	0.0	(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	7,221,723	3,759,808	52.1	17.4
17.2 Other liability-claims made	1,582,673	7,301,622	461.3	107.3
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	267,683,641	175,256,034	65.5	63.7
19.3, 19.4 Commercial auto liability	27,516,676	16,742,424	60.8	53.0
21. Auto physical damage	140,077,665	90,399,616	64.5	66.1
22. Aircraft (all perils)			0.0	
23. Fidelity	490,325	64,142	13.1	113.1
24. Surety	33,436	(32,097)	(96.0)	(24.9)
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	468,608,177	303,240,775	64.7	62.9
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril	4,145,227	7,433,796	7,398,806
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	13,055,473	19,552,653	18,700,460
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims made		30,000	30,000
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	5,020,299	7,756,098	8,135,544
17.2 Other liability-claims made		5,916	(729,483)
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	136,929,266	278,624,433	252,570,554
19.3 19.4 Commercial auto liability	20,906,064	39,142,368	20,610,450
21. Auto physical damage	75,349,729	149,495,265	129,490,387
22. Aircraft (all perils)			
23. Fidelity	11,611	12,470	(268,989)
24. Surety	155	1,754	13,458
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	255,417,824	502,054,754	435,951,187
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	285,373	58,921	344,294	108,041	4,420	112,461	184,077	8,683	44,576	237,336	6,744	(1,242)	5,502
2. 2011	334,589	73,328	407,917	116,875	9,000	125,876	218,424	24,746	46,226	289,396	710	6,644	7,354
3. Subtotals 2011 + Prior	619,963	132,249	752,212	224,916	13,420	238,336	402,500	33,429	90,802	526,731	7,454	5,402	12,856
4. 2012	801,164	270,138	1,071,301	361,625	67,325	428,950	444,440	84,052	131,035	659,527	4,901	12,274	17,175
5. Subtotals 2012 + Prior	1,421,126	402,387	1,823,513	586,541	80,745	667,286	846,940	117,480	221,837	1,186,258	12,355	17,676	30,031
6. 2013	XXX	XXX	XXX	XXX	936,330	936,330	XXX	488,669	196,875	685,545	XXX	XXX	XXX
7. Totals	1,421,126	402,387	1,823,513	586,541	1,017,075	1,603,616	846,940	606,150	418,713	1,871,803	12,355	17,676	30,031
8. Prior Year-End's Surplus As Regards Policyholders	1,448,474										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. 0.9 %	2. 4.4 %	3. 1.6 %
													Col. 13, Line 7 Line 8
													4. 2.1 %

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?	YES
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?	YES

Explanation:

1.
2.
3.
4.

Bar Code:

24260201349000002

24260201336500002

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. AIPSO SUPPLEMENTAL CAIP SERVICING FEE RECEIVABLE	255,640		255,640	606,021
2505. PLIGA RECEIVABLE	354		354	354
2506. PREPAID EXPENSES	64,483,976	64,483,976	0	
2507. MISCELLANEOUS OTHER ASSETS	3,818,321	3,818,321	0	
2597. Summary of remaining write-ins for Line 25	68,558,291	68,302,297	255,994	606,375

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. INTEREST EXPENSE ON INTERCOMPANY BALANCES	(271,676)	(339,375)	(776,574)
1497. Summary of remaining write-ins for Line 14	(271,676)	(339,375)	(776,574)

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	504,430,372	482,458,773
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	7,798,137	12,356,296
2.2 Additional investment made after acquisition	21,589,961	25,409,306
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		186,610
5. Deduct amounts received on disposals		554,450
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized	34,897	765,468
8. Deduct current year's depreciation	7,649,625	14,660,695
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	526,133,948	504,430,372
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	526,133,948	504,430,372

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

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	99,539,620	102,480
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	300,000	100,000,000
2.2 Additional investment made after acquisition	3,502,904	1,518,357
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	10,996,853	(2,078,737)
6. Total gain (loss) on disposals	2,362,560	541,610
7. Deduct amounts received on disposals	2,362,560	544,090
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)	114,339,377	99,539,620
12. Deduct total nonadmitted amounts	100,000	100,000
13. Statement value at end of current period (Line 11 minus Line 12)	114,239,377	99,439,620

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	3,139,574,842	3,155,960,498
2. Cost of bonds and stocks acquired	1,122,275,417	818,804,022
3. Accrual of discount	1,820,560	4,514,982
4. Unrealized valuation increase (decrease)	159,909,499	(35,290,908)
5. Total gain (loss) on disposals	15,403,534	32,803,565
6. Deduct consideration for bonds and stocks disposed of	576,787,956	784,282,591
7. Deduct amortization of premium	15,928,056	51,209,777
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	449,535	1,724,949
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	3,845,818,305	3,139,574,842
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	3,845,818,305	3,139,574,842

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)	2,360,774,895	35,528,259,977	35,704,163,319	(2,461,763)	2,360,774,895	2,182,409,790		1,557,658,472
2. Class 2 (a)	277,222,884	64,246,706	22,728,690	(763,812)	277,222,884	317,977,088		319,245,463
3. Class 3 (a)	49,536,689	13,890,500	4,285,408	2,732,574	49,536,689	61,874,355		42,764,208
4. Class 4 (a)	27,698,681	(7,118)	162,390	(6,850,649)	27,698,681	20,678,524		3,948,163
5. Class 5 (a)	27,519,254			(66,537)	27,519,254	27,452,717		440,943
6. Class 6 (a)								
7. Total Bonds	2,742,752,403	35,606,390,065	35,731,339,807	(7,410,187)	2,742,752,403	2,610,392,474	0	1,924,057,249
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	2,742,752,403	35,606,390,065	35,731,339,807	(7,410,187)	2,742,752,403	2,610,392,474	0	1,924,057,249

(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	27,490,646	XXX	27,490,646	28,782	

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	50,323,367	177,004,559
2. Cost of short-term investments acquired	913,501,803	1,068,623,114
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	936,334,524	1,195,304,306
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)	27,490,646	50,323,367
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	27,490,646	50,323,367

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	516,494,847	308,350,110
2. Cost of cash equivalents acquired	65,362,026,152	145,548,231,526
3. Accrual of discount	347,995	487,530
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	65,168,185,880	145,340,574,319
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)	710,683,114	516,494,847
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	710,683,114	516,494,847

SCHEDULE A - PART 2

Showing all Real Estate ACQUIRED AND ADDITIONS MADE During the Current Quarter

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition
Acquired by Purchase								
Campus II Home Office Complex - 300 North Commons Blvd	Mayfield Village	OH	03/27/1998					271,670
Tampa Call Center Bldgs A, B, & C - 4030 Crescent Park Dr	Riverview	FL	12/02/1997					23,275
Plymouth Meeting Office Building - 5165 Campus Dr	Plymouth Meeting	PA	08/27/1998					11,502
Phoenix 1 Service Center & Claims Office - 21650 N 18th Ave	Phoenix	AZ	07/27/2005					1,078
Chicago 1 Service Center - 4333 Trans World Rd	Schiller Park	IL	03/16/2006					41,344
Baltimore 1 Service Center - 841 Cromwell Park Dr	Glen Burnie	MD	02/10/2006					8,735
Washington DC in MD Svc Center & Claims Office - 12201 Old Columbia Pike	Silver Spring	MD	01/05/2006					509,850
Minnesota 3 North Service Center & Claims Office - 10220 Goldenrod St. NW	Coon Rapids	MN	06/24/2005					484,192
Cleveland 4 Service Center & Claims Office - 46 W. Waterloo Rd	Akron	OH	04/11/2006					11,919
Oklahoma City Service Center - 601 SE 89th St	Oklahoma City	OK	06/14/2005					9,623
Philadelphia 2 Service Center & Claims Office - 71 General Warren Blvd	Malvern	PA	05/14/2007					530,269
Houston 1 Service Center - 12621 Ryewater Dr	Houston	TX	09/01/2005					399,149
Seattle 2 Service Center Land - 34001 Pacific Hwy S	Federal Way	WA	12/22/2005					84,446
Atlanta 2 Service Center - 800 Progressive Way NW	Marietta	GA	02/17/2006					457,683
West Palm Beach Service Center - 5133 Tyler Lakes Blvd	West Palm Beach	FL	03/15/2005					2,498
Cleveland 1 Service Center - 651 Beta Dr	Mayfield Village	OH	11/16/2005					97,832
New Jersey North Service Center Land - 290 Veterans Blvd	Rutherford	NJ	11/21/2007					57,936
New Jersey South Service Center & Claims Office - 124, 132, & 136 McKinley St	South Plainfield	NJ	01/25/2010					2,239,226
St. Louis 1 Service Center & Claims Office - 13284 Corporate Exchange Dr	Bridgeton	MO	09/30/2005					11,527
Sacramento Service Center Land - 2150 Harvard St	Sacramento	CA	09/27/2012					2,558,320
San Francisco Service Center Land - 2860 N. Main St	Walnut Creek	CA	03/27/2013					163,744
Washington DC in VA Service Center & Claims Office - 6791 Commercial Dr	Springfield	VA	03/29/2007					32,881
Columbus Service Center & Claims Office - 3208 Morse Rd	Columbus	OH	08/21/2007					7,100
Boston South Service Center Land - 62 Everett St	Westwood	MA	09/13/2012					1,279,939
Los Angeles 6 Service Center & Claims Office - 3570-3572 E Foothill Blvd	Pasadena	CA	02/29/2012					1,415,736
Baton Rouge Service Center Land - American Way near Sherwood Forest Blvd	East Baton Rouge Parish	LA	09/18/2012					363,989
Omaha Service Center Land - 11820 Harrison St	La Vista	NE	07/19/2012					1,346,367
Dayton Service Center Land - 8028 North Dixie Dr	Dayton	OH	12/05/2012					1,627,116
Salt Lake City Service Center Land - 920 West River Gate Dr	Midvale	UT	03/19/2013					73,942
El Paso Service Center Land - 6610 International Dr	El Paso	TX	06/13/2013		1,600,242			10,000
0199999. Totals					1,600,242	0	0	14,132,888
0399999. Totals					1,600,242	0	0	14,132,888

SCHEDULE A - PART 3

Showing all Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract "

1	Location		4	5	6	7	8	Change in Book/Adjusted Carrying Value Less Encumbrances					14	15	16	17	18	19	20
	2	3						9	10	11	12	13							
Description of Property	City	State	Disposal Date	Name of Purchaser	Actual Cost	Expended for Additions, Permanent Improvements and Changes in Encumbrances	Book/Adjusted Carrying Value Less Encumbrances Prior Year	Current Year's Depreciation	Current Year's Other Than Temporary Impairment Recognized	Current Year's Change in Encumbrances	Total Change in B./A.C.V. (11 - 9 - 10)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Amounts Received During Year	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Gross Income Earned Less Interest Incurred on Encumbrances	Taxes, Repairs, and Expenses Incurred

NONE

SCHEDULE B - PART 2

Showing all Mortgage Loans ACQUIRED AND ADDITIONS MADE During the Current Quarter

1	Location		4	5	6	7	8	9
	2	3				Actual	Additional	
						Cost	Investment	Value of
			Loan	Date	Rate of	at Time	Made After	Land and
Loan Number	City	State	Type	Acquired	Interest	of Acquisition	Acquisition	Buildings

NONE

SCHEDULE B - PART 3

Showing all Mortgage Loans DISPOSED, Transferred or Repaid During the Current Quarter

1	Location		4	5	6	7	Change in Book Value/Recorded Investment						14	15	16	17	18
	2	3				Book Value/	8	9	10	11	12	13	Book Value/				
						Recorded			Current Year's			Total	Recorded				
						Investment	Unrealized	Current	Other Than	Capitalized	Total	Foreign	Investment		Foreign		
						Excluding	Valuation	Year's	Temporary	Deferred	Change in	Exchange	Excluding		Exchange	Realized	Total
			Loan	Date	Disposal	Accrued Interest	Increase	(Amortization)/	Impairment	Interest	Book Value	Change in	Accrued Interest		Gain (Loss)	Gain (Loss)	Gain (Loss)
Loan Number	City	State	Type	Acquired	Date	Prior Year	(Decrease)	Accretion	Recognized	and Other	(8+9-10+11)	Book Value	on Disposal	Consideration	on Disposal	on Disposal	on Disposal

NONE

SCHEDULE BA - PART 2

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

1	2	Location		5	6	7	8	9	10	11	12	13
		3	4									
CUSIP Identification	Name or Description	City	State	Name of Vendor or General Partner	NAIC Desig-nation	Date Originally Acquired	Type and Strategy	Actual Cost at Time of Acquisition	Additional Investment Made After Acquisition	Amount of Encumbrances	Commitment for Additional Investment	Percentage of Ownership
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated												
000000 00 0	FTLD REGISTRY SERVICES, LLC	WASHINGTON	DC	FTLD REGISTRY SERVICES, LLC		06/18/2013	1	300,000				
1999999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated								300,000	0	0	0	XXX
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated												
000000 00 0	MAKAIRA INDICA, LP	SAN DIEGO	CA	MAKAIRA PARTNERS, LLC		08/31/2012	1		3,289,355			100.0
2099999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated								0	3,289,355	0	0	XXX
3999999. Subtotal - Unaffiliated								300,000	0	0	0	XXX
4099999. Subtotal - Affiliated								0	3,289,355	0	0	XXX
4199999. Totals								300,000	3,289,355	0	0	XXX

SCHEDULE BA - PART 3

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

1	2	Location		5	6	7	8	Changes in Book/Adjusted Carrying Value						15	16	17	18	19	20
		3	4					9	10	11	12	13	14						
CUSIP Identification	Name or Description	City	State	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in B./A.C.V (9+10-11+12)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Consideration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Investment Income
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated																			
000000 00 0	MAKAIRA INDICA, LP	SAN DIEGO	CA	MAKAIRA PARTNERS, LLC	08/31/2012	06/30/2013						0			2,118,025		2,283,052	2,283,052	
2099999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated							0	0	0	0	0	0	0	0	2,118,025	0	2,283,052	2,283,052	0
4099999. Subtotal - Affiliated							0	0	0	0	0	0	0	0	2,118,025	0	2,283,052	2,283,052	0
4199999. Totals							0	0	0	0	0	0	0	0	2,118,025	0	2,283,052	2,283,052	0

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									
912828 UN 8	US TREASURY NOTE 2.000% 02/15/23		04/16/2013	Goldman Sachs		20,503,125	20,000,000	67,403	1
912828 UZ 1	US TREASURY NOTE 0.625% 04/30/18		05/29/2013	Barclays Capital		34,354,688	35,000,000	17,833	1
912828 VB 3	US TREASURY NOTE 1.750% 05/15/23		05/29/2013	Goldman Sachs		18,995,109	19,700,000	14,052	1
912828 VC 1	US TREASURY NOTE 0.250% 05/15/16		05/29/2013	Goldman Sachs		183,670,313	185,000,000	17,595	1
0599999.	Total - Bonds - U.S. Government					257,523,235	259,700,000	116,883	XXX
Bonds - U.S. States, Territories and Possessions									
575827 R4 4	MASSACHUSETTS ST 0.070% 12/01/30		06/10/2013	Goldman Sachs		11,450,000	11,450,000	1,293	1FE
575827 R5 1	MASSACHUSETTS ST 0.040% 12/01/30		06/10/2013	Goldman Sachs		1,005,000	1,005,000	8	1FE
57582N 4G 7	MASSACHUSETTS ST 0.040% 03/01/26		06/10/2013	Goldman Sachs		1,000,000	1,000,000	8	1FE
605580 7T 0	MISSISSIPPI ST 5.000% 10/01/19		06/01/2013	Progressive Gulf Ins Co		2,819,347	2,330,000	19,417	1FE
882722 L7 4	TEXAS ST 0.060% 12/01/41		06/05/2013	Goldman Sachs		51,405,000	51,405,000	1,014	1FE
1799999.	Total - Bonds - U.S. States, Territories & Possessions					67,679,347	67,190,000	21,740	XXX
Bonds - U.S. Special Revenue and Special Assessment									
392274 E6 9	GTR ORLANDO FL AVIATION 5.000% 10/01/21		06/11/2013	JP Morgan Securities		2,584,635	2,220,000	22,508	1FE
49130T QS 8	KENTUCKY HSG CORP HSG R 3.500% 01/01/33		06/12/2013	Citicorp Securities Inc.		15,093,052	14,155,000		1FE
592646 4W 0	MET WASHINGTON DC ARPTS 4.000% 10/01/18		06/28/2013	Wells Fargo Bank		667,974	610,000		1FE
592646 4X 8	MET WASHINGTON DC ARPTS 5.000% 10/01/19		06/28/2013	Wells Fargo Bank		1,150,030	1,000,000		1FE
592646 4Z 3	MET WASHINGTON DC ARPTS 5.000% 10/01/21		06/28/2013	Wells Fargo Bank		1,144,730	1,000,000		1FE
592646 5A 7	MET WASHINGTON DC ARPTS 5.000% 10/01/22		06/28/2013	Wells Fargo Bank		1,135,020	1,000,000		1FE
592646 6B 4	MET WASHINGTON DC ARPTS 4.000% 10/01/20		06/28/2013	Wells Fargo Bank		1,084,750	1,000,000		1FE
64986A 2L 4	NEW YORK ST ENVRNMNTL F 5.000% 06/15/19		06/27/2013	Citicorp Securities Inc.		578,600	500,000		1FE
64986A 2M 2	NEW YORK ST ENVRNMNTL F 5.000% 06/15/20		06/27/2013	Citicorp Securities Inc.		1,159,480	1,000,000		1FE
64986A 2N 0	NEW YORK ST ENVRNMNTL F 5.000% 06/15/21		06/27/2013	Citicorp Securities Inc.		1,159,270	1,000,000		1FE
64986A 2P 5	NEW YORK ST ENVRNMNTL F 5.000% 06/15/22		06/27/2013	Citicorp Securities Inc.		866,063	750,000		1FE
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					26,623,604	24,235,000	22,508	XXX
Bonds - Industrial and Miscellaneous									
029912 BD 3	AMERICAN TOWER CORP 4.500% 01/15/18		06/07/2013	Nomura Securities Intern'l Inc.		10,905,400	10,000,000	183,125	2FE
03072S C2 9	AMSI 2005-R4 M1 0.623% 07/25/35		06/13/2013	Bank of America Corp.		20,351,797	22,250,000	6,549	1FM
03072S XZ 3	AMSI 2005-R1 M2 0.673% 03/25/35		06/20/2013	CSFBdirect		7,209,020	7,922,000		1FM
05524Q AL 2	BAMLL 2012-CLRN D 2.893% 08/15/29		06/20/2013	Deutsche Bank		12,330,750	12,300,000	9,883	1FM
05524Q AN 8	BAMLL 2012-CLRN E 3.393% 08/15/29		06/20/2013	Deutsche Bank		12,256,040	12,229,288	11,524	1FM
12625C AA 1	COMM 2013-WWP A1 2.499% 03/10/31		05/06/2013	Merrill Lynch		4,067,500	4,000,000	2,221	1FE
12626A AJ 5	COMM 2013-THL B 1.793% 06/08/30		06/19/2013	Deutsche Bank		15,000,000	15,000,000		1FE
12626A AL 0	COMM 2013-THL C 2.193% 06/08/30		06/19/2013	Deutsche Bank		15,000,000	15,000,000		1FE
144531 CL 2	CARR 2005-OPT2 M3 0.813% 05/25/35		06/13/2013	Bank of America Corp.		8,554,404	9,282,500	4,404	1FM
144531 CY 4	CARR 2005-NC3 M1 0.633% 06/25/35		06/13/2013	Bank of America Corp.		9,743,750	10,000,000	3,694	1FM
14987B AD 5	CC HOLDINGS GS V LLC/CR 2.381% 12/15/17		06/11/2013	Stephens Inc.		4,568,861	4,585,000	51,552	2FE
166764 AE 0	CHEVRON CORP 1.718% 06/24/18		06/17/2013	Barclays Capital		10,000,000	10,000,000		1FE
17776T AJ 1	JPMCC 2011-CCHP C 4.250% 07/15/28		06/25/2013	Nomura Securities Intern'l Inc.		9,002,813	9,000,000	11,688	1FM

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)
233050 AB 9	DBUBS 2011-LC1A A2 4.528% 11/10/46		06/25/2013	Morgan Stanley		1,699,799	1,551,000	5,267	1FM
247126 AH 8	DELPHI AUTOMOTIVE SYSTE 5.000% 02/15/23		06/27/2013	Various		5,112,500	5,000,000	95,417	3FE
32027N SJ 1	FFML 2005-FF6 M1 0.613% 05/25/36		06/13/2013	Bank of America Corp.		7,690,000	8,000,000	2,862	1FM
34461A AA 6	FMBT 2012-FBLU A 2.887% 05/05/27		06/25/2013	CSFBdirect		7,173,020	7,102,000	15,378	1FM
345397 VT 7	FORD MOTOR CREDIT CO 5.000% 05/15/18		06/01/2013	PC Investment Co.		11,015,900	10,000,000	22,222	2FE
46635T AK 8	JPMCC 2011-C3 A3 4.388% 02/15/46		06/27/2013	Deutsche Bank		6,793,594	6,300,000	11,225	1FM
61762B CH 6	MSRR 2013-R3 8A 2.813% 01/26/36		06/13/2013	Morgan Stanley		10,066,688	9,985,555	13,265	1FE
61762L BG 7	MSRR 2013-R6 5A 0.480% 04/26/53		06/11/2013	Morgan Stanley		502,469	528,046	141	1FE
61762L BG 7	MSRR 2013-R6 5A 0.480% 04/26/53		06/11/2013	Morgan Stanley		24,714,889	25,972,954	6,929	1FE
628530 AZ 0	MYLAN LABORATORIES 1.800% 06/24/16		06/18/2013	Goldman Sachs		6,994,750	7,000,000		2FE
64352V PN 5	NCHET 2005-D A2C 0.423% 02/25/36		06/27/2013	Bank of America Corp.		12,471,811	12,924,156	1,063	1FM
65409Q AZ 5	NIELSEN FINANCE LLC/CO 4.500% 10/01/20		06/26/2013	Various		6,838,000	7,000,000	67,500	3FE
747262 AE 3	QVC INC 7.375% 10/15/20		06/18/2013	Stifel Nicolaus		4,499,000	4,090,000	53,094	2FE
74931W AA 6	RBSSP 2012-10 1A1 3.452% 06/26/35		06/03/2013	CSFBdirect		30,868,311	30,087,906	14,426	1FE
78403D AE 0	SBA TOWER TRUST 3.598% 04/15/18		06/13/2013	Mizuho Securities		3,007,500	3,000,000	900	2FE
83611M LY 2	SVHE 2006-OPT1 2A3 0.373% 03/25/36		06/27/2013	Bank of America Corp.		21,423,445	23,445,631	1,700	1AM
88947E AN 0	TOLL BROS FINANCE CORP 4.375% 04/15/23		06/11/2013	Citicorp Securities Inc.		1,940,000	2,000,000	15,556	3FE
900212 AG 6	EATON CORP 1.500% 11/02/17		06/18/2013	Bank of America Corp.		5,993,977	6,050,000	12,352	2FE
40419V AJ 1	HJ HEINZ CO B TERM LOAN 4.500% 03/27/20		06/01/2013	JP Morgan Securities		(7,118)	5,000,000		4FE
552081 AG 6	LYONDELLBASELL IND NV 5.000% 04/15/19	F	06/13/2013	Various		17,261,318	15,350,000	305,285	2FE
3899999.	Total - Bonds - Industrial & Miscellaneous					325,050,188	331,956,036	929,222	XXX
8399997.	Total - Bonds - Part 3					676,876,374	683,081,036	1,090,353	XXX
8399999.	Total - Bonds					676,876,374	683,081,036	1,090,353	XXX
Common Stocks - Industrial and Miscellaneous									
00817Y 10 8	AETNA INC		05/07/2013	State Street Bank	4,196.000	222,978	XXX		L
026874 78 4	AMERICAN INTERNATIONAL		06/25/2013	State Street Bank	56,200.000	2,439,339	XXX		L
12646R 10 5	CST BRANDS INC		05/02/2013	Spin Off	1,489.000	20,695	XXX		L
166764 10 0	CHEVRON CORP		06/25/2013	State Street Bank	14,100.000	1,654,717	XXX		L
22025Y 40 7	CORRECTIONS CORP OF AME		05/20/2013	State Street Bank	1,746.000	67,932	XXX		L
262037 10 4	DRIL-QUIP INC		06/25/2013	State Street Bank	7,100.000	632,550	XXX		L
297178 10 5	ESSEX PROPERTY TRUST IN		06/25/2013	State Street Bank	13,500.000	2,096,546	XXX		L
30303M 10 2	FACEBOOK INC A		06/25/2013	State Street Bank	60,600.000	1,467,241	XXX		L
57636Q 10 4	MASTERCARD INC-CLASS A		06/25/2013	State Street Bank	3,900.000	2,204,039	XXX		L
594918 10 4	MICROSOFT CORP		06/25/2013	State Street Bank	36,100.000	1,217,927	XXX		L
78440X 10 1	SL GREEN REALTY CORP		06/25/2013	State Street Bank	16,100.000	1,377,001	XXX		L
98978V 10 3	ZOETIS INC		06/21/2013	Tax Free Exchange	18,509.000	315,297	XXX		L
00B8W6 76 3	LIBERTY GLOBAL A	F	06/10/2013	Security Contribution	8,491.000	174,366	XXX		L
00B8W6 7B 2	LIBERTY GLOBAL C	F	06/10/2013	Security Contribution	1.000		XXX		L
N07059 21 0	ASML HOLDING NV	F	05/31/2013	State Street Bank	115.000	2,710	XXX		L
002824 10 0	ABBOTT LABORATORIES		06/24/2013	Beck Mack & Oliver LLC	29,000.000	1,049,109	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)
075896 10 0	BED BATH & BEYOND INC.		06/04/2013	Beck Mack & Oliver LLC.	4,000.000	267,842	XXX		L
459200 10 1	INTL BUSINESS MACHINES		06/28/2013	Beck Mack & Oliver LLC.	12,000.000	2,320,537	XXX		L
637071 10 1	NATIONAL-OILWELL VARCO		06/20/2013	Beck Mack & Oliver LLC.	35,000.000	2,308,771	XXX		L
693366 20 5	PICO HOLDINGS INC.		06/03/2013	Beck Mack & Oliver LLC.	5,000.000	113,050	XXX		L
902973 30 4	US BANCORP		04/17/2013	Beck Mack & Oliver LLC.	20,000.000	653,923	XXX		L
112585 10 4	BROOKFIELD ASSET MGMT A	A	06/24/2013	Beck Mack & Oliver LLC.	45,000.000	1,572,777	XXX		L
292505 10 4	ENCANA CORP.	A	06/12/2013	Beck Mack & Oliver LLC.	5,000.000	88,305	XXX		L
003334 73 7	NOBLE CORP.	F	06/24/2013	Beck Mack & Oliver LLC.	58,550.000	2,161,437	XXX		L
806857 10 8	SCHLUMBERGER LTD.	F	06/24/2013	Beck Mack & Oliver LLC.	9,000.000	638,996	XXX		L
G16249 10 7	BROOKFIELD PROPERTY PAR	F	04/15/2013	Spin Off.	15,383.000	252,302	XXX		L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					25,320,387	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					25,320,387	XXX	0	XXX
9799999.	Total - Common Stocks					25,320,387	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					25,320,387	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					702,196,761	XXX	1,090,353	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
912828 UN 8	US TREASURY NOTE 2.000% 02/15/23		05/16/2013	Goldman Sachs		20,317,188	20,000,000	20,503,125			(3,921)		(3,921)		20,499,204		(182,017)	(182,017)	100,552	02/15/2023	1
912828 UR 9	US TREASURY NOTE 0.750% 02/28/18		05/28/2013	Goldman Sachs		29,792,578	30,000,000	30,028,125			(920)		(920)		30,027,205		(234,627)	(234,627)	52,989	02/28/2018	1
912828 UZ 1	US TREASURY NOTE 0.625% 04/30/18		06/18/2013	Barclays Capital		4,901,172	5,000,000	4,907,813			991		991		4,908,804		(7,632)	(7,632)	4,246	04/30/2018	1
0599999.	Total - Bonds - U.S. Government					55,010,938	55,000,000	55,439,063	0	0	(3,850)	0	(3,850)	0	55,435,213	0	(424,276)	(424,276)	157,787	XXX	XXX
Bonds - U.S. States, Territories and Possessions																					
575827 R4 4	MASSACHUSETTS ST 0.070% 12/01/30		06/11/2013	Goldman Sachs		11,450,000	11,450,000	11,450,000					0		11,450,000			0	1,669	12/01/2030	1FE
575827 R5 1	MASSACHUSETTS ST 0.040% 12/01/30		06/11/2013	Goldman Sachs		6,745,000	6,745,000	6,745,000					0		6,745,000			0	2,098	12/01/2030	1FE
57582N 4G 7	MASSACHUSETTS ST 0.040% 03/01/26		06/11/2013	Goldman Sachs		11,000,000	11,000,000	11,000,000					0		11,000,000			0	3,667	03/01/2026	1FE
57582N 4H 5	MASSACHUSETTS ST 0.160% 03/01/26		05/17/2013	Call 100.0000		7,000,000	7,000,000	7,000,000					0		7,000,000			0	2,227	03/01/2026	1FE
605580 7T 0	MISSISSIPPI ST 5.000% 10/01/19		06/01/2013	Mountain Laurel Assurance Co		2,819,347	2,330,000	2,819,347					0		2,819,347			0	19,417	10/01/2019	1FE
1799999.	Total - Bonds - U.S. States, Territories & Possessions					39,014,347	38,525,000	39,014,347	0	0	0	0	0	0	39,014,347	0	0	0	29,078	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
3137AN LQ 6	FHMS 2012-K501 X1A IO 1.877% 08/25/16		04/01/2013	Barclays Capital									0					0	269,327	08/25/2016	1
313921 6B 9	FNGT GT 2001-T10 A2 PT 7.500% 12/25/41		06/01/2013	Paydown		130,516	130,516	142,466	142,141		(11,626)		(11,626)		130,516			0	4,285	12/25/2041	1
313921 6F 0	FNGT 2001-W3 A 7.000% 09/01/41		06/01/2013	Paydown		5,634	5,634	5,793	5,800		(166)		(166)		5,634			0	162	09/01/2041	1
31392C MS 0	FNW 2002-W1 2A 6.767% 02/25/42		06/01/2013	Paydown		9,405	9,405	10,134	10,123		(718)		(718)		9,405			0	271	02/25/2042	1
45506A DK 4	INDIANA ST HSG & CMNTY 4.000% 06/01/28		06/01/2013	Call 100.0000		435,000	435,000	462,666	457,193		(22,193)		(22,193)		435,000			0	8,700	12/01/2020	1FE
462467 MP 3	IOWA FIN AUTH SF MTG 4.500% 01/01/29		04/18/2013	Call 100.0000		75,000	75,000	80,897	79,485		(4,485)		(4,485)		75,000			0	2,691	07/01/2021	1FE
49130N CB 3	KENTUCKY HIGHER ED STUD 0.774% 05/01/20		05/01/2013	Call 100.0000		40,000	40,000	39,801	39,739		261		261		40,000			0	162	08/01/2015	1FE
49130P JG 0	KENTUCKY HSG CORP 3.415% 07/01/13		05/01/2013	Call 100.0000		215,000	215,000	211,517	214,715		285		285		215,000			0	5,820	07/01/2013	1FE
49130P TX 2	KENTUCKY HSG CORP 5.000% 07/01/30		04/01/2013	Call 100.0000		120,000	120,000	126,677	120,900		(900)		(900)		120,000			0	4,500	07/01/2014	1FE
647200 M9 2	NEW MEXICO MTG FIN AGY 4.500% 09/01/28		06/01/2013	Call 100.0000		75,000	75,000	80,741	78,784		(3,784)		(3,784)		75,000			0	2,531	03/01/2020	1FE
647200 P9 9	NEW MEXICO MTG FIN AGY 4.375% 09/01/28		04/01/2013	Call 100.0000		25,000	25,000	27,136	26,671		(1,671)		(1,671)		25,000			0	638	09/01/2021	1FE
677377 2G 7	OHIO HSG FIN AGY 4.500% 11/01/29		05/01/2013	Call 100.0000		90,000	90,000	98,857	98,531		(8,531)		(8,531)		90,000			0	2,025	11/01/2021	1FE
679110 DY 9	OKLAHOMA STUDENT LOAN 1.025% 09/03/24		06/01/2013	Call 100.0000		910,000	910,000	910,000	909,437		563		563		910,000			0	4,823	03/01/2016	1FE
686087 BL 0	OREGON ST HSG & CMNTY 6.250% 07/01/31		04/01/2013	Call 100.0000		305,000	305,000	330,617	309,941		(4,941)		(4,941)		305,000			0	14,297	07/01/2015	1FE
708796 XN 2	PENNSYLVANIA HSG FIN 4.500% 04/01/28		04/01/2013	Call 100.0000		1,650,000	1,650,000	1,754,841	1,721,950		(71,950)		(71,950)		1,650,000			0	37,125	04/01/2021	1FE
708796 YR 2	PENNSYLVANIA HSG FIN 5.000% 04/01/28		04/01/2013	Call 100.0000		160,000	160,000	169,741	166,948		(6,948)		(6,948)		160,000			0	4,000	10/01/2021	1FE
83712T AX 9	SOUTH CAROLINA ST HSG F 5.000% 01/01/28		04/01/2013	Call 100.0000		95,000	95,000	101,850	99,561		(4,561)		(4,561)		95,000			0	3,563	07/01/2019	1FE
83712T BZ 3	SOUTH CAROLINA ST HSG F 5.000% 07/01/27		04/01/2013	Call 100.0000		45,000	45,000	48,627	47,516		(2,516)		(2,516)		45,000			0	1,688	01/01/2022	1FE
83755G 5A 1	SOUTH DAKOTA HSG 5.500% 11/01/37		05/31/2013	Call 100.0000		765,000	765,000	818,389	795,898		(30,898)		(30,898)		765,000			0	24,544	05/01/2016	1FE
88045R YE 6	TENNESSEE HSG DEV 4.500% 07/01/37		04/01/2013	Call 100.0000		315,000	315,000	345,520	343,293		(28,293)		(28,293)		315,000			0	9,923	07/01/2022	1FE
882750 NA 6	TEXAS ST HSG & CMNTY 4.250% 01/01/34		06/01/2013	Call 100.0000		65,000	65,000	70,161	69,879		(4,879)		(4,879)		65,000			0	2,302	06/01/2022	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					5,530,555	5,530,555	5,836,431	5,738,505	0	(207,951)	0	(207,951)	0	5,530,555	0	0	0	403,377	XXX	XXX
Bonds - Industrial and Miscellaneous																					

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)
00432C AR 2	ACCSS 2002-A A2 1.785% 09/25/37		06/25/2013	Call 100.0000		750,000	750,000	598,125	688,400		61,600		61,600		750,000			0	5,615	09/25/2037	1FE
02640F AA 6	AGFMT 2010-1A A1 5.150% 03/25/40		06/01/2013	Paydown		1,261,947	1,261,947	1,261,644	1,259,450		2,497		2,497		1,261,947			0	26,977	03/25/2040	1FM
03072S S4 8	AMSI 2005-R10 A2B 0.413% 12/25/35		06/25/2013	Paydown		1,683,350	1,683,350	1,639,162	1,665,375		17,976		17,976		1,683,350			0	3,122	12/25/2035	1FM
045424 DU 9	ASC 1997-D4 PS1 IO 1.715% 04/11/27		06/11/2013	Paydown				4,448	2,170		(2,170)		(2,170)					0	395	04/11/2027	5FE
045424 FJ 2	ASC 1997-D5 PS1 IO 1.347% 02/11/43		06/11/2013	Paydown				2,791	5,156	234	(5,390)		(5,156)					0	915	02/11/2043	5FE
05532E AJ 4	BCAP 2009-RR10 5A1 2.970% 01/26/36		06/01/2013	Paydown		307,140	307,140	294,086	291,672		15,468		15,468		307,140			0	3,853	01/26/2036	1FM
05532F AE 2	BCAP 2009-RR11 2A1 2.470% 10/26/35		06/01/2013	Paydown		364,955	364,955	357,200	358,154		6,801		6,801		364,955			0	3,709	10/26/2035	1FM
05947U C9 7	BACM 2005-1 A4 5.117% 11/10/42		06/01/2013	Paydown		9,023,634	9,023,634	9,278,481	9,095,385		(71,751)		(71,751)		9,023,634			0	155,849	11/10/2042	1FM
05949C FY 7	BOAMS 2005-H 2A3 3.110% 12/25/49		06/01/2013	Paydown		24,079	24,079	23,869	23,211		868		868		24,079			0	290	12/25/2049	1FM
05949C HS 8	BOAMS 2005-I 2A3 3.099% 01/25/50		06/01/2013	Paydown		19,353	19,353	19,343	17,886		1,468		1,468		19,353			0	249	01/25/2050	1FM
05950X AG 1	BACM 2006-5 XP IO 0.584% 09/10/47		04/01/2013	Paydown				810,587	241,638		(241,638)		(241,638)					0	106,669	09/10/2047	1FE
073879 R4 2	BSABS 2005-HE9 M1 0.703% 10/25/35		06/25/2013	Paydown		563,761	563,761	402,497	504,497		59,264		59,264		563,761			0	1,732	10/25/2035	1FM
07387A GH 2	BSARM 2005-12 25A1 1.892% 04/25/53		06/01/2013	Paydown		75,048	146,115	88,724	73,393	15,331	(13,676)		1,655		75,048			0	2,124	04/25/2053	4FM
12643C BD 2	CSMC 2010-1R 10A1 2.805% 06/27/47		06/01/2013	Paydown		214,763	214,763	219,843	215,176		(413)		(413)		214,763			0	2,772	06/27/2047	1FM
14987B AA 1	CC HOLDINGS GS V LLC/CR 7.750% 05/01/17		04/01/2013	Call 0.0000									0					0	325	05/01/2017	2FE
161505 GN 6	CCMSC 2000-3 X IO 1.772% 10/15/32		06/01/2013	Paydown				14					0					0	40	10/15/2032	6*
20046F AS 9	COMM 2001-J2A X IO 0.363% 07/01/34		06/01/2013	Paydown				4,479	391		(391)		(391)					0	147	07/01/2034	3FE
20046P AG 3	COMM 2000-C1 X IO 0.000% 08/15/33		06/01/2013	Paydown				53					0					0	46	08/15/2033	6*
20046P AG 3	COMM 2000-C1 X IO 0.000% 08/15/33		06/01/2013	Return of Capital		2,408							0				2,408	2,408		08/15/2033	6*
20047E AG 7	COMM 2006-C8 XP IO 0.467% 12/10/46		06/01/2013	Paydown				1,409,326	245,101		(245,101)		(245,101)					0	140,086	12/10/2046	1FE
201736 AE 5	CMLBC 2001-CMLB X IO 0.521% 06/01/31		06/01/2013	Paydown				60,881	30,332		(30,332)		(30,332)					0	3,805	06/01/2031	3FE
22540V G6 3	CSFB 2002-9 1A1 7.000% 03/25/40		06/01/2013	Paydown		324	324	296	295		29		29		324			0	9	03/25/2040	1FM
225458 DM 7	CSFB 2005-C1 A4 5.014% 02/15/38		06/01/2013	Paydown		311,514	311,514	315,603	312,882		(1,368)		(1,368)		311,514			0	6,654	02/15/2038	1FM
233050 AN 3	DBUBS 2011-LC1A A1 3.742% 11/10/46		06/01/2013	Paydown		221,595	221,595	224,274	223,272		(1,676)		(1,676)		221,595			0	3,457	11/10/2046	1FM
297599 AC 6	ETHAN ALLEN GLOBAL 5.375% 10/01/15		06/19/2013	Morgan Stanley		4,300,000	4,000,000	3,999,440	3,999,252		67		67		3,999,318		300,682	300,682	157,069	10/01/2015	3FE
33736X BN 8	FUNBC 2000-C2 IO 0.000% 10/15/32		06/01/2013	Paydown				5					0					0	34	10/15/2032	6*
33736X BN 8	FUNBC 2000-C2 IO 0.000% 10/15/32		06/01/2013	Return of Capital		16,689							0				16,689	16,689		10/15/2032	6*
33736X CR 8	FUNBC 2001-C2 IO 1.629% 01/12/43		06/01/2013	Paydown				10,799					0					0	1,285	01/12/2043	5FE
361849 KL 5	GMACC 2000-C1 X IO 1.076% 03/15/33		06/01/2013	Paydown				534					0					0	66	03/15/2033	5FE
361849 MQ 2	GMACC 2000-C2 X IO 1.474% 08/16/33		06/01/2013	Paydown				1,390					0					0	171	08/16/2033	6*
361849 ZT 2	GMACC 2003-C3 A4 5.023% 04/10/40		06/01/2013	Paydown		103,489	103,489	102,459	103,249		240		240		103,489			0	1,957	04/10/2040	1FM
393505 QX 3	GT 1996-9 A5 7.200% 01/15/28		06/15/2013	Paydown		6,100	6,100	6,131	6,072		28		28		6,100			0	181	01/15/2028	1FE
393505 ZE 5	GT 1998-1 A6 6.330% 11/01/29		06/01/2013	Paydown		78,769	78,769	78,756	78,766		3		3		78,769			0	2,075	11/01/2029	2AM
466247 QC 0	JPMMT 2005-A3 4A1 2.695% 02/25/40		06/01/2013	Paydown		275,398	275,398	267,426	275,764		(367)		(367)		275,398			0	3,265	02/25/2040	1FM
493268 AS 5	KSLT 1999-B A2 0.703% 08/25/27		05/25/2013	Paydown		594,592	594,592	584,558	591,146		3,446		3,446		594,592			0	2,206	08/25/2027	1FE
52108H BZ 6	LBUBS 2000-C4 X IO 1.123% 07/11/32		06/11/2013	Paydown				1,024	865		(865)		(865)					0	198	07/11/2032	5FE

SCHEDULE D - PART 4

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

QE05.2

1 CUSIP Identification	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value: 11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.	16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Designation or Market Indicator (a)
52108H CS 1	LBUBS 2000-C5 X IO 0.906% 12/15/32		06/11/2013	Paydown				57					0					0	173	12/15/2032	5FE
576433 UF 1	MARM 2004-13 3A1 2.626% 02/21/51		06/01/2013	Paydown		84,222	84,222	81,549	85,643		(1,420)		(1,420)		84,222			0	923	02/21/2051	1FM
59549P AA 6	MDST 4 A PT 8.330% 04/01/30		04/01/2013	Paydown		17,414	17,414	18,361	17,414				0		17,414			0	725	04/01/2030	3AM
608190 AH 7	MOHAWK INDUSTRIES INC 6.375% 01/15/16		04/04/2013	Mitsubishi Bank of Japan		5,618,750	5,000,000	5,637,500			(22,899)		(22,899)		5,614,601		4,149	4,149	74,375	01/15/2016	2FE
61744C TJ 5	MSAC 2005-HE4 A2C 0.563% 07/25/35		06/25/2013	Paydown		985,555	985,555	979,395	984,786		769		769		985,555			0	2,491	07/25/2035	1FM
61762L BG 7	MSRR 2013-R6 5A 0.480% 04/26/53		06/25/2013	Paydown		528,046	528,046	502,469			25,577		25,577		528,046			0	215	04/26/2053	1FE
64953B AP 3	NEW YORK LIFE GL 4.650% 05/09/13		05/09/2013	Maturity		5,610,000	5,610,000	5,928,795	5,642,683		(32,683)		(32,683)		5,610,000			0	130,433	05/09/2013	1FE
655356 JJ 3	NASC 1998-D6 PS1 IO 1.890% 03/11/30		06/11/2013	Paydown				59,834	59,832	4	(59,836)		(59,832)					0	32,974	03/11/2030	4FE
65535V AA 6	NAA 2001-R1A A1 7.000% 02/01/30		06/01/2013	Paydown		37,280	37,280	37,781	37,276	708	(704)		4		37,280			0	1,071	02/01/2030	4FM
65535V BZ 0	NAA 2003-A3 A1 5.500% 08/25/33		06/01/2013	Paydown		50,727	50,727	50,803	50,323	1,169	(765)		404		50,727			0	1,064	08/25/2033	3FM
69348H CR 7	PNCMA 2000-C2 X IO 1.848% 10/01/33		06/01/2013	Paydown				1,238	1,071		(1,071)		(1,071)					0	585	10/01/2033	5FE
73328U AC 9	PFAST 2011-1 A3 0.840% 01/16/15		06/16/2013	Paydown		2,507,783	2,507,783	2,508,008	2,507,846		(63)		(63)		2,507,783			0	8,726	01/16/2015	1FE
743873 AX 9	PFMLT 2005-1 2A1 2.746% 05/25/35		06/01/2013	Paydown		117,113	117,113	114,332	118,019	1,310	(2,215)		(905)		117,113			0	1,499	05/25/2035	3FM
743873 BL 4	PFMLT 2005-2 2A1A 2.684% 12/25/47		06/01/2013	Paydown		147,797	147,797	136,693	136,693		11,104		11,104		147,797			0	1,796	12/25/2047	1FM
74436J GM 3	PSSF KEY 2000-C1 X IO 0.000% 05/17/32		06/01/2013	Paydown				553					0					0	341	05/17/2032	5FE
74436J GM 3	PSSF KEY 2000-C1 X IO 0.000% 05/17/32		06/01/2013	Return of Capital		12,573							0				12,573	12,573		05/17/2032	5FE
929227 4D 5	WAMU 2003-AR6 A1 2.441% 06/25/33		06/01/2013	Paydown		48,492	48,492	47,648	48,447		45		45		48,492			0	523	06/25/2033	1FM
929766 HB 2	WBCMT 2003-C5 D 4.168% 06/15/35		06/01/2013	Paydown		4,800,000	4,800,000	4,548,188	4,768,886		31,114		31,114		4,800,000			0	100,032	06/15/2035	1FM
929766 LY 7	WBCMT 2003-C8 A4 4.964% 11/15/35		06/01/2013	Paydown		2,878,701	2,878,701	3,079,572	2,932,189		(53,488)		(53,488)		2,878,701			0	58,251	11/15/2035	1FM
93934D AA 5	WMCMS 2003-C1A X IO 1.783% 01/25/35		06/01/2013	Paydown				9,747	3,503	450	(3,953)		(3,503)					0	3,855	01/25/2035	3FE
949802 AA 0	WFMBS 2003-I A1 2.493% 09/25/33		06/01/2013	Paydown		100,836	100,836	99,563	102,620	872	(2,656)		(1,784)		100,836			0	1,137	09/25/2033	3FM
94980Q AA 7	WFMBS 2004-W A1 2.696% 11/25/34		06/01/2013	Paydown		106,999	106,999	104,469	104,469		2,529		2,529		106,999			0	1,250	11/25/2034	1FM
95081T AD 0	WESCO INTERNATIONAL B T 4.500% 12/04/19		06/27/2013	Call 100.0000		50,000	50,000	49,500	49,502		498		498		50,000			0	1,200	12/04/2019	4FE
24521Q AB 8	DEL MONTE FOODS B TERM 0.000% 03/08/18		06/01/2013	JP Morgan Securities		(8,710)					62		62		62		(8,772)	(8,772)		03/08/2018	4FE
29358Q AB 5	ENSCO PLC 3.250% 03/15/16	F	05/01/2013	Various		10,656,140	10,000,000	9,923,900	9,949,346		5,245		5,245		9,954,591		701,549	701,549	208,542	03/15/2016	2FE
94707V AC 4	WEATHERFORD INTL 4.500% 04/15/22	F	04/10/2013	Mitsubishi Bank of Japan		7,386,822	6,990,000	7,087,737	7,082,692		(1,963)		(1,963)		7,080,729		306,093	306,093	157,275	04/15/2022	2FE
3899999.	Total - Bonds - Industrial & Miscellaneous					61,935,448	60,011,843	63,075,940	54,992,190	20,078	(552,156)	0	(532,078)	0	60,600,077	0	1,335,371	1,335,371	1,426,803	XXX	XXX
8399997.	Total - Bonds - Part 4					161,491,288	159,067,398	163,365,781	60,730,695	20,078	(763,957)	0	(743,879)	0	160,580,192	0	911,095	911,095	2,017,045	XXX	XXX
8399999.	Total - Bonds					161,491,288	159,067,398	163,365,781	60,730,695	20,078	(763,957)	0	(743,879)	0	160,580,192	0	911,095	911,095	2,017,045	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
00507V 10 9	ACTIVISION BLIZZARD INC		04/08/2013	Morgan Stanley	58,400.000	840,941	XXX	109,210	620,208	(510,998)			(510,998)		109,210		731,731	731,731	11,096	XXX	L
00817Y 10 8	AETNA INC		05/23/2013	State Street Bank	1.000	48	XXX	43					0		43		5	5		XXX	L
12646R 10 5	CST BRANDS INC		05/21/2013	State Street Bank		11	XXX	5					0		5		6	6		XXX	L
14149Y 10 8	CARDINAL HEALTH INC		04/23/2013	Class Action Litigation		612	XXX						0				612	612		XXX	L
22025Y 40 7	CORRECTIONS CORP OF AME		06/03/2013	State Street Bank		35	XXX	12					0		12		22	22		XXX	L
222862 10 4	COVENTRY HEALTH CARE IN		05/07/2013	State Street Bank	10,800.000	517,818	XXX	222,978	484,164	(261,186)			(261,186)		222,978		294,840	294,840	2,700	XXX	L

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)
227116 10 0	CROMPTON CORP		04/30/2013	Class Action Litigation		48	XXX						0				48	48		XXX	L
232572 10 7	CYMER INC		05/31/2013	State Street Bank	100.000	4,710	XXX	2,710	9,043	(6,333)			(6,333)		2,710		2,000	2,000		XXX	L
23918K 10 8	DAVITA HEALTHCARE PARTN		04/08/2013	Morgan Stanley	8,350.000	1,046,649	XXX	119,977	922,926	(802,949)			(802,949)		119,977		926,672	926,672		XXX	L
26969P 10 8	EAGLE MATLS INC CLASS A		04/08/2013	Morgan Stanley	4,059.000	271,135	XXX	37,847	237,452	(199,604)			(199,604)		37,847		233,288	233,288	406	XXX	L
423074 10 3	HEINZ H.J. CO		06/10/2013	State Street Bank	13,100.000	949,750	XXX	522,661	755,608	(232,947)			(232,947)		522,661		427,089	427,089	6,747	XXX	L
530555 10 1	LIBERTY GLOBAL INC - A		06/10/2013	Security Withdraw	8,491.000	174,366	XXX	174,366	534,593	(360,227)			(360,227)		174,366			0		XXX	L
530555 30 9	LIBERTY GLOBAL INC - C		06/10/2013	Security Withdraw	1.000		XXX		59	(59)			(59)					0		XXX	L
717081 10 3	PFIZER INC		06/21/2013	Tax Free Exchange	18,700.000	315,297	XXX	315,297	468,977	(153,680)			(153,680)		315,297			0	8,976	XXX	L
726505 10 0	PLAINS EXPLORATION & PR		05/31/2013	State Street Bank	15,100.000	694,748	XXX	462,280	708,794	(246,514)			(246,514)		462,280		232,467	232,467	45,300	XXX	L
73001* 10 6	PLYMOUTH ROCK		05/13/2013	Bank of America Corp.	144.000	478,080	XXX	21,600	99,216	(77,616)			(77,616)		21,600		456,480	456,480		XXX	U
731068 10 2	POLARIS INDUSTRIES INC		04/08/2013	Morgan Stanley	18,400.000	1,623,948	XXX	229,678	1,548,360	(1,318,682)			(1,318,682)		229,678		1,394,270	1,394,270	7,728	XXX	L
918076 10 0	UTSTARCOM INC		05/03/2013	Class Action Litigation		21	XXX						0				21	21		XXX	L
91913Y 10 0	VALERO ENERGY CORP		05/02/2013	Spin Off		20,695	XXX	20,695	39,573	(18,878)			(18,878)		20,695			0		XXX	L
05946K 10 1	BANCO BILBAO VIZCAYA AD	F	05/23/2013	State Street Bank	1.000	6	XXX	6	6				0		6			0		XXX	L
404280 40 6	HSBC HOLDINGS PLC	F	05/23/2013	State Street Bank	1.000	38	XXX	23	39	(16)			(16)		23		15	15		XXX	L
N07059 21 0	ASML HOLDING NV	F	06/10/2013	State Street Bank		2	XXX						0				1	1		XXX	L
075896 10 0	BED BATH & BEYOND INC		06/14/2013	Beck Mack & Oliver LLC	4,000.000	283,988	XXX	234,797	223,640	11,157			11,157		234,797		49,191	49,191		XXX	L
110394 10 3	BRISTOW GROUP INC		04/10/2013	Beck Mack & Oliver LLC	5,000.000	327,847	XXX	220,652	268,300	(47,648)			(47,648)		220,652		107,195	107,195	1,000	XXX	L
364760 10 8	GAP INC		05/10/2013	Beck Mack & Oliver LLC	37,000.000	1,500,462	XXX	674,236	1,148,480	(474,244)			(474,244)		674,236		826,226	826,226	10,175	XXX	L
527288 10 4	LEUCADIA NATIONAL CORP		05/15/2013	Beck Mack & Oliver LLC	71,000.000	2,155,581	XXX	1,501,477	1,643,265	(141,788)			(141,788)		1,501,477		654,103	654,103	4,438	XXX	L
548661 10 7	LOWE'S COMPANIES		06/03/2013	Beck Mack & Oliver LLC	13,000.000	548,854	XXX	304,339	461,760	(157,421)			(157,421)		304,339		244,515	244,515	4,160	XXX	L
112585 10 4	BROOKFIELD ASSET MGMT A	A	04/15/2013	Spin Off		252,302	XXX	252,302	307,762	(61,216)			(61,216)		252,302			0		XXX	L
03524A 10 8	ANHEUSER-BUSCH INBEV SP	F	05/07/2013	Beck Mack & Oliver LLC	6,000.000	595,268	XXX	350,575	524,460	(173,885)			(173,885)		350,575		244,693	244,693	3,269	XXX	L
G0692U 10 9	AXIS CAPITAL HOLDINGS L	F	05/15/2013	Beck Mack & Oliver LLC	1,000.000	45,971	XXX	30,944	34,640	(3,696)			(3,696)		30,944		15,027	15,027	500	XXX	L
G16249 10 7	BROOKFIELD PROPERTY PAR	F	05/01/2013	Various	15,383.000	345,060	XXX	252,302					0		252,302		92,758	92,758		XXX	L
9099999.	Total - Common Stocks - Industrial & Miscellaneous					12,994,291	XXX	6,061,012	11,041,325	(5,238,430)	0	0	(5,238,430)	0	6,061,012	0	6,933,275	6,933,275	106,495	XXX	XXX
9799997	Total - Common Stocks - Part 4					12,994,291	XXX	6,061,012	11,041,325	(5,238,430)	0	0	(5,238,430)	0	6,061,012	0	6,933,275	6,933,275	106,495	XXX	XXX
9799999.	Total - Common Stocks					12,994,291	XXX	6,061,012	11,041,325	(5,238,430)	0	0	(5,238,430)	0	6,061,012	0	6,933,275	6,933,275	106,495	XXX	XXX
9899999.	Total - Preferred and Common Stocks					12,994,291	XXX	6,061,012	11,041,325	(5,238,430)	0	0	(5,238,430)	0	6,061,012	0	6,933,275	6,933,275	106,495	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					174,485,579	XXX	169,426,793	71,772,020	(5,218,352)	(763,957)	0	(5,982,309)	0	166,641,204	0	7,844,370	7,844,370	2,123,540	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....1.

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt B-Sn 1B-Broker List
NONE

Sch. DB-Pt D-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
			Rate	Amount of Interest	Amount of Interest Accrued	6	7	8	
Depository		Code	of Interest	Received During Current Quarter	at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
CANADIAN IMPERIAL BANK	NORTH YORK, ONTARIO, CN					1,407,810	1,527,642	1,477,128	XXX
CITIBANK	NEW YORK, NY					8,795,045	7,165,842	9,030,489	XXX
HUNTINGTON NATIONAL BANK	CLEVELAND, OH					3,829,116	1,455,305	3,425,768	XXX
JP MORGAN CHASE	CLEVELAND, OH					3,984,466	2,438,262	1,653,169	XXX
PNC BANK	CLEVELAND, OH					50,000,000	50,000,000	50,000,000	XXX
PNC BANK	CLEVELAND, OH					(11,640,208)	(10,665,705)	(10,798,009)	XXX
0199998. Deposits in.....6 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories		XXX	XXX	11		165,837	141,266	180,622	XXX
0199999. Total Open Depositories		XXX	XXX	11	0	56,542,067	52,062,611	54,969,167	XXX
0399999. Total Cash on Deposit		XXX	XXX	11	0	56,542,067	52,062,611	54,969,167	XXX
0599999. Total Cash		XXX	XXX	11	0	56,542,067	52,062,611	54,969,167	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
BANK NOVA SCOTIA		06/25/2013	0.040	07/02/2013	24,999,972		167
BANK NOVA SCOTIA		06/25/2013	0.040	07/02/2013	99,999,889		667
HEWLETT-PACKARD CO		06/19/2013	0.150	07/22/2013	24,997,812		1,250
SUMITOMO TRUST		06/28/2013	0.090	07/29/2013	71,195,016		534
BARCLAYS CAPITAL		06/28/2013	0.100	07/01/2013	300,000,000	2,500	
BANK OF MONTREAL		06/19/2013	0.100	07/19/2013	99,995,000		3,333
BANK OF MONTREAL		06/28/2013	0.100	08/01/2013	24,197,916		202
CPPIB CAPITAL INC		06/27/2013	0.100	07/23/2013	40,297,537		448
CANADIAN IMPERIAL HOLDINGS		06/27/2013	0.040	07/02/2013	24,999,972		111
3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					710,683,114	2,500	6,712
3899999. Total - Industrial and Miscellaneous (Unaffiliated)					710,683,114	2,500	6,712
Total Bonds							
7799999. Subtotals - Issuer Obligations					710,683,114	2,500	6,712
8399999. Subtotals - Bonds					710,683,114	2,500	6,712
8699999. Total - Cash Equivalents					710,683,114	2,500	6,712

Supplement A to Sch. T
NONE

Supplement A to Sch. T
NONE

Supplement A to Sch. T
NONE

24260201345500102

SUPPLEMENT "A" TO SCHEDULE T

EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN ALLOCATED BY STATES AND TERRITORIES

Designate the type of health care providers reported on this page.

Other Health Care Facilities

	States, Etc.	1 Direct Premiums Written	2 Direct Premiums Earned	Direct Losses Paid 3 Amount	Direct Losses Paid 4 Number of Claims	5 Direct Losses Incurred	Direct Losses Unpaid 6 Amount Reported	Direct Losses Unpaid 7 Number of Claims	8 Direct Losses Incurred But Not Reported
1.	Alabama...AL								
2.	Alaska...AK								
3.	Arizona...AZ								
4.	Arkansas...AR								
5.	California...CA								
6.	Colorado...CO								
7.	Connecticut...CT								
8.	Delaware...DE								
9.	District of Columbia...DC								
10.	Florida...FL								
11.	Georgia...GA								
12.	Hawaii...HI								
13.	Idaho...ID								
14.	Illinois...IL								
15.	Indiana...IN								
16.	Iowa...IA								
17.	Kansas...KS								
18.	Kentucky...KY								
19.	Louisiana...LA								
20.	Maine...ME								
21.	Maryland...MD								
22.	Massachusetts...MA								
23.	Michigan...MI								
24.	Minnesota...MN								
25.	Mississippi...MS								
26.	Missouri...MO								
27.	Montana...MT								
28.	Nebraska...NE								
29.	Nevada...NV								
30.	New Hampshire...NH								
31.	New Jersey...NJ								
32.	New Mexico...NM								
33.	New York...NY								
34.	North Carolina...NC								
35.	North Dakota...ND								
36.	Ohio...OH	30,000	14,951			4			1,496
37.	Oklahoma...OK								
38.	Oregon...OR								
39.	Pennsylvania...PA								
40.	Rhode Island...RI								
41.	South Carolina...SC								
42.	South Dakota...SD								
43.	Tennessee...TN								
44.	Texas...TX								
45.	Utah...UT								
46.	Vermont...VT								
47.	Virginia...VA								
48.	Washington...WA								
49.	West Virginia...WV								
50.	Wisconsin...WI								
51.	Wyoming...WY								
52.	American Samoa...AS								
53.	Guam...GU								
54.	Puerto Rico...PR								
55.	US Virgin Islands...VI								
56.	Northern Mariana Islands...MP								
57.	Canada...CAN								
58.	Aggregate Other Alien...OT	0	0	0	0	0	0	0	0
59.	Totals...	30,000	14,951	0	0	4	0	0	1,496

DETAILS OF WRITE-INS

		1	2	3	4	5	6	7	8
58001.									
58002.									
58003.									
58998.	Summary of remaining write-ins for Line 58 from overflow page...	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 thru 58003+ 58998) (Line 58 above)...	0	0	0	0	0	0	0	0

Overflow Page for Write-Ins

NONE

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

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For the Period Ended June 30, 2013

NAIC Group Code.....155 NAIC Company Code.....24260

Company Name: PROGRESSIVE CASUALTY INSURANCE COMPANY

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

1. Monoline Policies

1 Direct Written Premiums	2 Direct Earned Premiums	3 Direct Losses Incurred
...........................831	1,299,503	8,161,942

2. Commercial Multiple Peril (CMP) Packaged Policies

2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? .... Yes [ ] No [X]

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

2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies:

2.31 Amount quantified: ....

2.32 Amount estimated using reasonable assumptions: ....

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