



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF JUNE 30, 2013

OF THE CONDITION AND AFFAIRS OF THE

American Modern Life Insurance Company

NAIC Group Code 0869 (Current) 0869 (Prior) NAIC Company Code 65811 Employer's ID Number 86-6052181

Organized under the Laws of Ohio, State of Domicile or Port of Entry Ohio

Country of Domicile United States of America

Incorporated/Organized 12/12/1956 Commenced Business 01/03/1957

Statutory Home Office 1300 East Ninth Street, Cleveland, OH, US 44114 (Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 400 Robert Street North, St. Paul, MN, US 55101-2098 (Street and Number) (City or Town, State, Country and Zip Code) 651-665-3500 (Area Code) (Telephone Number)

Mail Address 400 Robert Street North, St. Paul, MN, US 55101-2098 (Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 400 Robert Street North, St. Paul, MN, US 55101-2098 (Street and Number) (City or Town, State, Country and Zip Code) 651-665-4284 (Area Code) (Telephone Number)

Internet Website Address www.securian.com

Statutory Statement Contact John Edward Hageman, john.hageman@securian.com (Name) (E-mail Address) 651-665-4284 (Area Code) (Telephone Number) 651-665-7938 (FAX Number)

OFFICERS

President & CEO David Anthony Seidel Secretary Mark James Geldernick Treasurer David John LePlavy

OTHER

Barbara Ann Baumann # Second Vice President

DIRECTORS OR TRUSTEES

David Anthony Seidel David John LePlavy Warren John Zaccaro Leslie Joy Chapman Bruce Paul Shay Gary Roger Christensen Nancy Rae Swanson

State of Minnesota SS: County of Ramsey

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.

David Anthony Seidel

David Anthony Seidel President & CEO

Mark James Geldernick

Mark James Geldernick Secretary

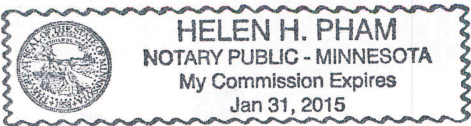
David John LePlavy

David John LePlavy Treasurer

Subscribed and sworn to before me this 01 day of August 2013

Helen H. Pham

Helen H. Pham Notary Public January 31, 2015



- 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.....

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	38,709,417		38,709,417	36,346,740
2. Stocks:				
2.1 Preferred stocks .....				
2.2 Common stocks .....	12,528,232		12,528,232	12,887,758
3. Mortgage loans on real estate:				
3.1 First liens .....				
3.2 Other than first liens.....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....				
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....				
4.3 Properties held for sale (less \$ ..... encumbrances) .....				
5. Cash (\$ .....643,896 ), cash equivalents (\$ ..... ) and short-term investments (\$ .....552,210 ) .....	1,196,106		1,196,106	7,431,087
6. Contract loans (including \$ ..... premium notes) .....				
7. Derivatives .....				
8. Other invested assets .....				
9. Receivables for securities .....	40,063		40,063	12,063
10. Securities lending reinvested collateral assets .....				
11. Aggregate write-ins for invested assets .....				
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	52,473,817		52,473,817	56,677,648
13. Title plants less \$ ..... charged off (for Title insurers only) .....				
14. Investment income due and accrued .....	263,503		263,503	253,057
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....				
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....				
15.3 Accrued retrospective premiums .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	881,825		881,825	613,278
16.2 Funds held by or deposited with reinsured companies .....				
16.3 Other amounts receivable under reinsurance contracts .....	876,331		876,331	523,485
17. Amounts receivable relating to uninsured plans .....				
18.1 Current federal and foreign income tax recoverable and interest thereon .....	34,147		34,147	38,288
18.2 Net deferred tax asset .....	1,428,865	806,966	621,899	716,083
19. Guaranty funds receivable or on deposit .....	6,644	6,644		
20. Electronic data processing equipment and software .....				
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....				
22. Net adjustment in assets and liabilities due to foreign exchange rates .....				
23. Receivables from parent, subsidiaries and affiliates .....				
24. Health care (\$ ..... ) and other amounts receivable .....				
25. Aggregate write-ins for other than invested assets .....	453,641	453,641		
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	56,418,773	1,267,251	55,151,522	58,821,838
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. Total (Lines 26 and 27)	56,418,773	1,267,251	55,151,522	58,821,838
DETAILS OF WRITE-INS				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Interest Maintenance Reserve .....	213,647	213,647		
2502. Miscellaneous Accounts Receivable .....	239,994	239,994		
2503. ....				
2598. Summary of remaining write-ins for Line 25 from overflow page .....				
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	453,641	453,641		



STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$ .....14,175,351 less \$ ..... included in Line 6.3 (including \$ ..... Modco Reserve) .....	14,175,351	16,828,005
2. Aggregate reserve for accident and health contracts (including \$ .....1,019,877 Modco Reserve) .....	8,749,292	10,732,579
3. Liability for deposit-type contracts (including \$ ..... Modco Reserve) .....		
4. Contract claims:		
4.1 Life .....	2,547,945	1,982,925
4.2 Accident and health .....	518,287	643,672
5. Policyholders' dividends \$ ..... and coupons \$ ..... due and unpaid .....		
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$ ..... Modco) .....		
6.2 Dividends not yet apportioned (including \$ ..... Modco) .....		
6.3 Coupons and similar benefits (including \$ ..... Modco) .....		
7. Amount provisionally held for deferred dividend policies not included in Line 6 .....		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ ..... discount; including \$ .....0 accident and health premiums .....		
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts .....		
9.2 Provision for experience rating refunds, including the liability of \$ ..... accident and health experience rating refunds of which \$ ..... is for medical loss ratio rebate per the Public Health Service Act .....		
9.3 Other amounts payable on reinsurance, including \$ ..... assumed and \$ .....974,844 ceded .....	974,844	
9.4 Interest Maintenance Reserve .....		
10. Commissions to agents due or accrued-life and annuity contracts \$ .....277,701 , accident and health \$ .....578,917 and deposit-type contract funds \$ .....0 .....	856,618	513,429
11. Commissions and expense allowances payable on reinsurance assumed .....	1,140	1,282
12. General expenses due or accrued .....	2,000,000	2,274,452
13. Transfers to Separate Accounts due or accrued (net) (including \$ ..... accrued for expense allowances recognized in reserves, net of reinsured allowances) .....		
14. Taxes, licenses and fees due or accrued, excluding federal income taxes .....	28,314	123,296
15.1 Current federal and foreign income taxes, including \$ ..... on realized capital gains (losses) .....		
15.2 Net deferred tax liability .....		
16. Unearned investment income .....		
17. Amounts withheld or retained by company as agent or trustee .....		
18. Amounts held for agents' account, including \$ ..... agents' credit balances .....		
19. Remittances and items not allocated .....	157,365	394,930
20. Net adjustment in assets and liabilities due to foreign exchange rates .....		
21. Liability for benefits for employees and agents if not included above .....		
22. Borrowed money \$ ..... and interest thereon \$ ..... .....		
23. Dividends to stockholders declared and unpaid .....		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve .....	53,327	43,260
24.02 Reinsurance in unauthorized and certified (\$ ..... ) companies .....		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$ ..... ) reinsurers .....		
24.04 Payable to parent, subsidiaries and affiliates .....	690,086	983,416
24.05 Drafts outstanding .....		
24.06 Liability for amounts held under uninsured plans .....		
24.07 Funds held under coinsurance .....		
24.08 Derivatives .....		
24.09 Payable for securities .....		
24.10 Payable for securities lending .....		
24.11 Capital notes \$ ..... and interest thereon \$ ..... .....		
25. Aggregate write-ins for liabilities .....	76,925	1,232,974
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25) .....	30,829,495	35,754,219
27. From Separate Accounts Statement .....		
28. Total liabilities (Lines 26 and 27) .....	30,829,495	35,754,219
29. Common capital stock .....	2,500,000	2,500,000
30. Preferred capital stock .....		
31. Aggregate write-ins for other than special surplus funds .....		
32. Surplus notes .....		
33. Gross paid in and contributed surplus .....	7,000,000	7,000,000
34. Aggregate write-ins for special surplus funds .....		
35. Unassigned funds (surplus) .....	14,822,026	13,567,619
36. Less treasury stock, at cost:		
36.1 ..... shares common (value included in Line 29 \$ ..... ) .....		
36.2 ..... shares preferred (value included in Line 30 \$ ..... ) .....		
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ .....0 in Separate Accounts Statement) .....	21,822,026	20,567,619
38. Totals of Lines 29, 30 and 37 .....	24,322,026	23,067,619
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3) .....	55,151,522	58,821,838
<b>DETAILS OF WRITE-INS</b>		
2501. Reinsurance balances payable .....		1,156,049
2502. Payable to prior parent for federal income taxes paid .....	76,925	76,925
2503. ....		
2598. Summary of remaining write-ins for Line 25 from overflow page .....		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	76,925	1,232,974
3101. ....		
3102. ....		
3103. ....		
3198. Summary of remaining write-ins for Line 31 from overflow page .....		
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above) .....		
3401. ....		
3402. ....		
3403. ....		
3498. Summary of remaining write-ins for Line 34 from overflow page .....		
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above) .....		

SUMMARY OF OPERATIONS

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts .....	2,254,542	5,677,966	8,120,615
2. Considerations for supplementary contracts with life contingencies .....			
3. Net investment income .....	337,238	418,133	793,324
4. Amortization of Interest Maintenance Reserve (IMR) .....	64,006	53,049	106,364
5. Separate Accounts net gain from operations excluding unrealized gains or losses .....			
6. Commissions and expense allowances on reinsurance ceded .....	2,598,811	2,884,100	5,472,038
7. Reserve adjustments on reinsurance ceded .....	(78,494)	(97,037)	(103,847)
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts .....			
8.2 Charges and fees for deposit-type contracts .....			
8.3 Aggregate write-ins for miscellaneous income .....	12,252	144,297	197,954
9. Totals (Lines 1 to 8.3) .....	5,188,355	9,080,507	14,586,448
10. Death benefits .....	2,094,165	2,497,639	5,291,827
11. Matured endowments (excluding guaranteed annual pure endowments) .....			
12. Annuity benefits .....			
13. Disability benefits and benefits under accident and health contracts .....	1,172,194	1,391,489	2,771,023
14. Coupons, guaranteed annual pure endowments and similar benefits .....			
15. Surrender benefits and withdrawals for life contracts .....			
16. Group conversions .....			
17. Interest and adjustments on contract or deposit-type contract funds .....			
18. Payments on supplementary contracts with life contingencies .....			
19. Increase in aggregate reserves for life and accident and health contracts .....	(4,635,941)	(2,685,526)	(5,506,799)
20. Totals (Lines 10 to 19) .....	(1,369,582)	1,203,603	2,556,051
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only) .....	2,906,562	5,653,753	8,085,974
22. Commissions and expense allowances on reinsurance assumed .....	42,651	54,088	62,439
23. General insurance expenses .....	1,131,130	1,006,183	2,523,356
24. Insurance taxes, licenses and fees, excluding federal income taxes .....	218,687	263,605	606,100
25. Increase in loading on deferred and uncollected premiums .....			
26. Net transfers to or (from) Separate Accounts net of reinsurance .....			
27. Aggregate write-ins for deductions .....			
28. Totals (Lines 20 to 27) .....	2,929,448	8,181,232	13,833,921
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28) .....	2,258,907	899,275	752,528
30. Dividends to policyholders .....			
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30) .....	2,258,907	899,275	752,528
32. Federal and foreign income taxes incurred (excluding tax on capital gains) .....	689,785	454,410	208,660
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32) .....	1,569,123	444,865	543,868
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ .....2,088 (excluding taxes of \$ .....26,210 transferred to the IMR) .....	(2,088)		1,309,449
35. Net income (Line 33 plus Line 34) .....	1,567,035	444,865	1,853,317
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year .....	23,067,619	20,339,519	20,339,519
37. Net income (Line 35) .....	1,567,035	444,865	1,853,317
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....955	(357,756)	1,108,283	1,152,693
39. Change in net unrealized foreign exchange capital gain (loss) .....			
40. Change in net deferred income tax .....	(71,461)	212,750	(134,937)
41. Change in nonadmitted assets .....	(51,738)	(188,729)	(624,003)
42. Change in liability for reinsurance in unauthorized and certified companies .....			
43. Change in reserve on account of change in valuation basis, (increase) or decrease .....			
44. Change in asset valuation reserve .....	(10,067)	(182,413)	285,329
45. Change in treasury stock .....			
46. Surplus (contributed to) withdrawn from Separate Accounts during period .....			
47. Other changes in surplus in Separate Accounts Statement .....			
48. Change in surplus notes .....			
49. Cumulative effect of changes in accounting principles .....		195,700	195,700
50. Capital changes:			
50.1 Paid in .....			
50.2 Transferred from surplus (Stock Dividend) .....			
50.3 Transferred to surplus .....			
51. Surplus adjustment:			
51.1 Paid in .....			
51.2 Transferred to capital (Stock Dividend) .....			
51.3 Transferred from capital .....			
51.4 Change in surplus as a result of reinsurance .....			
52. Dividends to stockholders .....			
53. Aggregate write-ins for gains and losses in surplus .....	178,394		
54. Net change in capital and surplus for the year (Lines 37 through 53) .....	1,254,407	1,590,456	2,728,100
55. Capital and surplus, as of statement date (Lines 36 + 54) .....	24,322,026	21,929,975	23,067,619
DETAILS OF WRITE-INS			
08.301. Miscellaneous profit .....	12,252	144,297	197,954
08.302. ....			
08.303. ....			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page .....			
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above) .....	12,252	144,297	197,954
2701. ....			
2702. ....			
2703. ....			
2798. Summary of remaining write-ins for Line 27 from overflow page .....			
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above) .....			
5301. Correction of prior year error .....	178,394		
5302. ....			
5303. ....			
5398. Summary of remaining write-ins for Line 53 from overflow page .....			
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above) .....	178,394		

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

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 .....	2,073,337	5,535,489	7,940,412
2. Net investment income .....	424,475	516,714	1,009,416
3. Miscellaneous income .....	2,167,596	2,718,151	5,459,668
4. Total (Lines 1 to 3) .....	4,665,408	8,770,354	14,409,496
5. Benefit and loss related payments .....	3,095,270	3,542,135	6,793,505
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7. Commissions, expenses paid and aggregate write-ins for deductions .....	4,042,410	6,396,481	10,770,304
8. Dividends paid to policyholders .....			
9. Federal and foreign income taxes paid (recovered) net of \$ .....28,298 tax on capital gains (losses) .....	810,000	30,000	727,145
10. Total (Lines 5 through 9) .....	7,947,680	9,968,616	18,290,954
11. Net cash from operations (Line 4 minus Line 10) .....	(3,282,272)	(1,198,262)	(3,881,458)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	2,842,811	2,010,120	6,477,902
12.2 Stocks .....			2,436,066
12.3 Mortgage loans .....			
12.4 Real estate .....			
12.5 Other invested assets .....			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....			
12.7 Miscellaneous proceeds .....	(28,000)	(4,167)	(4,210)
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	2,814,811	2,005,953	8,909,758
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	5,225,555		2,537,265
13.2 Stocks .....			
13.3 Mortgage loans .....			
13.4 Real estate .....			
13.5 Other invested assets .....			
13.6 Miscellaneous applications .....			
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	5,225,555		2,537,265
14. Net increase (or decrease) in contract loans and premium notes .....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(2,410,744)	2,005,953	6,372,493
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....			
16.2 Capital and paid in surplus, less treasury stock .....			
16.3 Borrowed funds .....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....			
16.5 Dividends to stockholders .....			
16.6 Other cash provided (applied) .....	(541,964)	685,278	1,077,011
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(541,964)	685,278	1,077,011
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	(6,234,980)	1,492,969	3,568,046
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	7,431,086	3,863,040	3,863,040
19.2 End of period (Line 18 plus Line 19.1) .....	1,196,106	5,356,009	7,431,086

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

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EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS			
	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Industrial life .....			
2. Ordinary life insurance .....			
3. Ordinary individual annuities .....			
4. Credit life (group and individual) .....	4,828,411	7,548,297	13,006,803
5. Group life insurance .....			
6. Group annuities .....			
7. A & H - group .....			
8. A & H - credit (group and individual) .....	3,255,920	5,195,351	9,020,275
9. A & H - other .....			
10. Aggregate of all other lines of business .....			
11. Subtotal .....	8,084,331	12,743,648	22,027,078
12. Deposit-type contracts .....			
13. Total	8,084,331	12,743,648	22,027,078
DETAILS OF WRITE-INS			
1001. ....			
1002. ....			
1003. ....			
1098. Summary of remaining write-ins for Line 10 from overflow page .....			
1099. Totals (Lines 1001 through 1003 plus 1098)(Line 10 above)			

NOTES TO FINANCIAL STATEMENTS

(1) Summary of Significant Accounting Policies

No significant change

(2) Accounting Changes and Corrections of Errors

After completion of the 2012 Annual Statement and prior to the completion of the 2012 Statutory Audit, an error correction was made in the amount of \$178,394 which is reflected on line 53 on the Summary of Operations. A reconciliation between the 2012 Statutory Audit and the 2012 Annual Statement was disclosed in footnote 12 in the 2012 Statutory Audit.

(3) Business Combinations and Goodwill

Not applicable

(4) Discontinued Operations

Not applicable

(5) Investments

A. Not applicable

B. Not applicable

C. Not applicable

D. Loan-Backed Securities

- 1) Prepayment assumptions for single class and multi-class mortgage-backed/asset-backed securities were obtained from Bloomberg when available. Other payment speed assumptions for a small number of holdings were reviewed with the appropriate affiliated company analyst by evaluating the underlying collateral.
- 2) There were no other than temporary impairments (OTTI) recorded as of June 30, 2013, due to management's intent to sell or inability to hold a security until recovery.
- 3) As of June 30, 2013, the Company did not hold any securities for which an OTTI has previously been recognized.
- 4) All impaired securities (fair value is less than cost or amortized cost) for which an OTTI has not been recognized in earnings as a realized loss (including securities with a recognized OTTI for non-interest related declines when a non-recognized interest related impairment remains) as of June 30, 2013:

	<u>Aggregate</u>	<u>Less than 12 months</u>	<u>12 Months or longer</u>
A. Gross Unrealized Losses	\$ (86,997)	\$ (86,997)	\$ -
B. Fair Value of Securities with Unrealized Losses	\$ 1,564,386	\$ 1,564,386	\$ -

- 5) In determining whether a decline in value is other than temporary, the Company considers several factors including, but not limited to the following: the extent and duration of the decline in value; the Company's inability or lack of intent to retain the investment for a period of time sufficient to recover the amortized cost basis; and the performance of the security's underlying collateral and projected future cash flows. In projecting future cash flows, the Company incorporates inputs from third-party sources and applies reasonable judgment in developing assumptions used to estimate the probability and timing of collecting all contractual cash flows.

E. Not applicable

F. Not applicable

G. Not applicable

(6) Joint Ventures, Partnerships and Limited Liability Companies

Not applicable

(7) Investment Income

None

## NOTES TO FINANCIAL STATEMENTS

**(8) Derivative Instruments**

Not applicable

**(9) Income Taxes**

No significant change

**(10) Information Concerning Parent, Subsidiaries and Affiliates**

No significant change

**(11) Debt**

Not applicable

**(12) Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**

Not applicable

**(13) Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations**

No significant change

**(14) Contingencies**

No significant change

**(15) Leases**

Not applicable

**(16) Information About Financial Instruments With Off-Balance Sheet Risk And Financial Instruments With Concentrations of Credit Risk**

No significant change

**(17) Sale Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

Not applicable

**(18) Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans**

Not applicable

**(19) Direct Premium Written/Produced by Managing General Agents/Third Party Administrators**

Not applicable

**(20) Fair Value Measurements**

- A. The fair value of the Company's financial assets and financial liabilities has been determined using available market information as of June 30, 2013. Although the Company is not aware of any factors that would significantly affect the fair value of financial assets and financial liabilities, such amounts have not been comprehensively revalued since those dates. Therefore, estimates of fair value subsequent to the valuation dates may differ significantly from the amounts presented herein. Considerable judgment is required to interpret market data to develop the estimates of fair value. The use of different market assumptions and/or estimation methodologies may have a material effect on the estimated fair value amounts.

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (exit price) in an orderly transaction between market participants at the measurement date. In determining fair value, the Company primarily uses the market approach which utilizes a process and other relevant information generated by market transactions involving identical or comparable assets or liabilities. To a lesser extent, the Company also uses the income approach which uses discounted cash flows to determine fair value. When applying either approach, the Company maximizes the use of observable inputs and minimizes the use of unobservable inputs. Observable inputs reflect the assumptions market participants would use in valuing a financial instrument based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company's estimates about the assumptions market participants would use in valuing financial assets and financial liabilities based on the best information in the circumstances.



NOTES TO FINANCIAL STATEMENTS

(20) Fair Value Measurements (Continued)

The Company is required to categorize its financial assets and financial liabilities carried at fair value on the statutory statements of admitted assets, liabilities and capital and surplus according to a three-level hierarchy. A level is assigned to each financial asset and financial liability based on the lowest level input that is significant to the fair value measurement in its entirety. The levels of fair value hierarchy are as follows:

Level 1 – Fair value is based on unadjusted quoted prices for identical assets or liabilities in an active market. The types of assets and liabilities utilizing Level 1 valuations generally include money-market funds.

Level 2 – Fair value is based on significant inputs, other than quoted prices included in Level 1, that are observable in active markets for identical or similar assets and liabilities.

Level 3 – Fair value is based on at least one or more significant unobservable inputs. These inputs reflect the Company’s assumptions about the inputs market participants would use in pricing the assets or liabilities.

The Company uses prices and inputs that are current as of the measurement date. In periods of market disruption, the ability to observe prices and inputs may be reduced, which could cause an asset or liability to be reclassified to a lower level.

Inputs used to measure fair value of an asset or liability may fall into different levels of the fair value hierarchy. In these situations, the Company will determine the level in which the fair value falls based upon the lowest level input that is significant to the determination of the fair value.

The following table summarizes by level of fair value hierarchy the financial assets measured and reported by the Company at fair value as of June 30, 2013:

	Level 1	Level 2	Level 3	Total
Short-term investments:				
Money market mutual funds	\$ 552,210	\$ -	\$ -	\$ 552,210
Total assets at fair value	<u>\$ 552,210</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 552,210</u>

(1) The Company did not have any transfers between Level 1 and Level 2 of the fair value hierarchy as of June 30, 2013.

(2) The Company did not have any Level 3 assets as of June 30, 2013.

(3) Transfers of securities among levels occur at the beginning of the reporting period.

(4) Not applicable – no level 2 or level 3 assets or liabilities.

(5) Not applicable – no derivative assets or liabilities.

B. Not applicable

C. The following table summarizes by level of fair value hierarchy the aggregate fair value of all financial assets held by the Company as of June 30, 2013:

Type of financial instrument	Aggregate fair value	Admitted assets	Level 1	Level 2	Level 3	Not practicable carrying value
Bonds	\$39,609,858	\$38,709,417	\$ 8,714,117	\$30,895,741	\$ -	\$ -
Short terms	552,210	552,210	552,210	-	-	-
Total assets	<u>\$40,162,068</u>	<u>\$39,261,627</u>	<u>\$ 9,266,327</u>	<u>\$30,895,741</u>	<u>\$ -</u>	<u>\$ -</u>

D. Not applicable

(21) Other Items

No significant change

(22) Events Subsequent

Not applicable

(23) Reinsurance

No significant change

NOTES TO FINANCIAL STATEMENTS

(24) Retrospectively Rated Contracts

Not applicable

(25) Change in Incurred Losses and Loss Adjustment Expenses.

Activity in the liability for unpaid accident and health claims and claim adjustment expenses is summarized as follows:

	<u>06/30/2013</u>	<u>12/31/2012</u>
Balance at January 1	\$ 12,318,051	\$ 15,522,298
Less: reinsurance recoverable	<u>7,245,176</u>	<u>9,488,885</u>
Net balance at January 1	5,072,875	6,033,413
Incurred related to:		
Current year	981,301	2,743,192
Prior years	<u>(632,898)</u>	<u>(770,231)</u>
Total incurred	348,403	1,972,961
Paid related to:		
Current year	167,856	932,059
Prior years	<u>1,129,723</u>	<u>2,001,440</u>
Total paid	1,297,579	2,933,499
Net balance at end of period	4,123,699	5,072,875
Plus: reinsurance recoverable	<u>5,893,511</u>	<u>7,245,176</u>
Balance at end of period	<u>\$ 10,017,210</u>	<u>\$ 12,318,051</u>

(26) Intercompany Pooling Arrangements

Not applicable

(27) Structured Settlements

Not applicable

(28) Health Care Receivables

Not applicable

(29) Participating Policies

Not applicable

(30) Premium Deficiency Reserves

Not applicable

(31) Reserves for Life Contracts and Deposit-Type Contracts

Not applicable

(32) Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics

Not applicable

(33) Premium and Annuity Considerations Deferred and Uncollected

Not applicable

(34) Separate Accounts

Not applicable

(35) Loss/Claim Adjustment Expenses

No significant change

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [ ] No [ X ]
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes [ ] No [ ]
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [ ] No [ X ]
- 2.2

If yes, date of change:
- 3.1

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [ ] No [ X ]
- 3.2

If the response to 3.1 is yes, provide a brief description of those changes.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [ ] No [ X ]
- 4.2

If yes, provide the name of the 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? If yes, attach an explanation.

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

12/31/2009
- 6.3

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

12/17/2010
- 6.4

By what department or departments?  
The Company is being examined as a part of a group level examination by the Minnesota Department of Commerce with California Department of Insurance, Ohio Department of Insurance and Arkansas Department of Insurance participating.
- 6.5

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

Yes [ ] No [ ] N/A [ X ]
- 6.6

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

Yes [ ] No [ ] N/A [ X ]
- 7.1

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

Yes [ ] No [ X ]
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [ ] No [ X ]
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [ X ] No [ ]
- 8.4

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

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Securian Financial Services, Inc.	St. Paul, MN	NO	NO	NO	YES
Securian Trust Company N.A.	St. Paul, MN	NO	YES	NO	NO
C.R.I. Securities LLC	St. Paul, MN	NO	NO	NO	YES
H. Beck, Inc.	Rockville, MD	NO	NO	NO	YES

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? .....  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code.

Yes [ X ] No [ ]
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended? .....

Yes [ ] No [ X ]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers? .....

Yes [ ] No [ X ]
- 9.31

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

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? .....

Yes [ ] No [ X ]
- 10.2

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

\$ .....

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) .....

Yes [ ] No [ X ]
- 11.2

If yes, give full and complete information relating thereto:
12.

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

\$ .....
13.

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

\$ .....
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates? .....

Yes [ X ] No [ ]
- 14.2

If yes, please complete the following:
- |   | 1   | 2  |
|---|---|--|
|   | Prior Year-End Book/Adjusted Carrying Value | Current Quarter Book/Adjusted Carrying Value |
| 14.21 Bonds .....   | \$ .....                                    | \$ .....                                     |
| 14.22 Preferred Stock .....   | \$ .....                                    | \$ .....                                     |
| 14.23 Common Stock .....  | \$ 12,887,759                               | \$ 12,528,232                                |
| 14.24 Short-Term Investments .....  | \$ .....                                    | \$ .....                                     |
| 14.25 Mortgage Loans on Real Estate .....   | \$ .....                                    | \$ .....                                     |
| 14.26 All Other .....   | \$ .....                                    | \$ .....                                     |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) ..... | \$ 12,887,759                               | \$ 12,528,232                                |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....                       | \$ .....                                    | \$ .....                                     |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB? .....

Yes [ ] No [ X ]
- 15.2

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

Yes [ ] No [ ]

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.3 Total payable for securities lending reported on the liability page.
- \$

\$

\$

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

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

1 Name of Custodian(s)	2 Custodian Address
State Street Bank & Trust Company	801 Pennsylvania Ave, Kansas City, MO 64105

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

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

- 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 information relating thereto:

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

- 17.5 Identify all investment advisors, brokers/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
109905	Advantus Capital Management, Inc.	400 Robert Street North, St. Paul, MN 55101

- 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

PART 2 - LIFE & HEALTH

1.

Report the statement value of mortgage loans at the end of this reporting period for the following categories:

1

Amount

1.1

Long-Term Mortgages In Good Standing

1.11

Farm Mortgages

\$

1.12

Residential Mortgages

\$

1.13

Commercial Mortgages

\$

1.14

Total Mortgages in Good Standing

\$

1.2

Long-Term Mortgages In Good Standing with Restructured Terms

1.21

Total Mortgages in Good Standing with Restructured Terms

\$

1.3

Long-Term Mortgage Loans Upon which Interest is Overdue more than Three Months

1.31

Farm Mortgages

\$

1.32

Residential Mortgages

\$

1.33

Commercial Mortgages

\$

1.34

Total Mortgages with Interest Overdue more than Three Months

\$

1.4

Long-Term Mortgage Loans in Process of Foreclosure

1.41

Farm Mortgages

\$

1.42

Residential Mortgages

\$

1.43

Commercial Mortgages

\$

1.44

Total Mortgages in Process of Foreclosure

\$

1.5

Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)

\$

1.6

Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter

1.61

Farm Mortgages

\$

1.62

Residential Mortgages

\$

1.63

Commercial Mortgages

\$

1.64

Total Mortgages Foreclosed and Transferred to Real Estate

\$

2.

Operating Percentages:

2.1

A&H loss percent

17.000 %

2.2

A&H cost containment percent

%

2.3

A&H expense percent excluding cost containment expenses

41.000 %

3.1

Do you act as a custodian for health savings accounts?

Yes [ ] No [ X ]

3.2

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

\$

3.3

Do you act as an administrator for health savings accounts?

Yes [ ] No [ X ]

3.4

If yes, please provide the balance of the funds administered as of the reporting date

\$



SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
			NONE			

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

**SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS**

Current Year To Date - Allocated by States and Territories

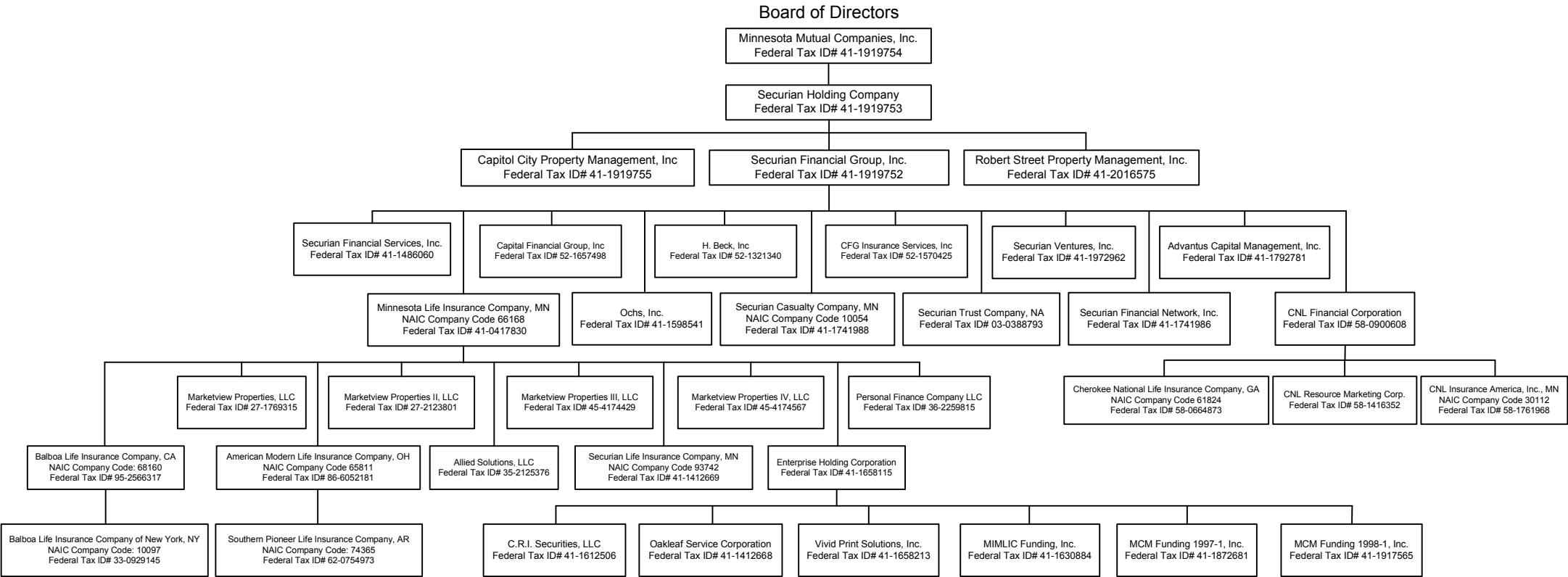
States, Etc.	1	Direct Business Only					
		Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	5 Other Considerations	6 Total Columns 2 Through 5	7 Deposit-Type Contracts
		2 Life Insurance Premiums	3 Annuity Considerations				
1. Alabama .....	AL	L	109,455	3,010		112,465	
2. Alaska .....	AK	L					
3. Arizona .....	AZ	L	28,816	12,560		41,376	
4. Arkansas .....	AR	L	151,969	99,145		251,114	
5. California .....	CA	L	142,008	100,969		242,977	
6. Colorado .....	CO	L	141,787	106,843		248,630	
7. Connecticut .....	CT	L	14,536	19,305		33,841	
8. Delaware .....	DE	L					
9. District of Columbia .....	DC	L					
10. Florida .....	FL	L	(2,672)	(3)		(2,675)	
11. Georgia .....	GA	L	23,569	7,712		31,281	
12. Hawaii .....	HI	L					
13. Idaho .....	ID	L	137,298	97,650		234,948	
14. Illinois .....	IL	L	160,581	81,799		242,380	
15. Indiana .....	IN	L	150,546	144,392		294,938	
16. Iowa .....	IA	L	173,516	130,987		304,503	
17. Kansas .....	KS	L	22,491	11,527		34,018	
18. Kentucky .....	KY	L	96,177	14,220		110,397	
19. Louisiana .....	LA	L					
20. Maine .....	ME	L					
21. Maryland .....	MD	L	(553)	(266)		(819)	
22. Massachusetts .....	MA	L	(452)	(609)		(1,061)	
23. Michigan .....	MI	L	141,376	36,020		177,396	
24. Minnesota .....	MN	L	205,060	135,978		341,038	
25. Mississippi .....	MS	L	41,720	13,036		54,756	
26. Missouri .....	MO	L	899,493	504,281		1,403,774	
27. Montana .....	MT	L	27,863	14,608		42,471	
28. Nebraska .....	NE	L	91,665	79,548		171,213	
29. Nevada .....	NV	L	34,399	18,543		52,942	
30. New Hampshire .....	NH	N					
31. New Jersey .....	NJ	N					
32. New Mexico .....	NM	L					
33. New York .....	NY	L	194,210	73,907		268,117	
34. North Carolina .....	NC	L					
35. North Dakota .....	ND	L	39,613	25,144		64,757	
36. Ohio .....	OH	L	867,854	891,428		1,759,282	
37. Oklahoma .....	OK	L					
38. Oregon .....	OR	L	289,551	215,374		504,925	
39. Pennsylvania .....	PA	L	8,562	10,313		18,875	
40. Rhode Island .....	RI	L					
41. South Carolina .....	SC	L					
42. South Dakota .....	SD	L	35,988	27,702		63,690	
43. Tennessee .....	TN	L	97,901	34,400		132,301	
44. Texas .....	TX	L	3,661	494		4,155	
45. Utah .....	UT	L	20,109	12,419		32,528	
46. Vermont .....	VT	L					
47. Virginia .....	VA	L	(8,533)	(13,886)		(22,419)	
48. Washington .....	WA	L	310,736	217,146		527,882	
49. West Virginia .....	WV	L	(84,586)	(26,703)		(111,289)	
50. Wisconsin .....	WI	L	251,091	146,721		397,812	
51. Wyoming .....	WY	L	11,605	10,208		21,813	
52. American Samoa .....	AS	N					
53. Guam .....	GU	N					
54. Puerto Rico .....	PR	N					
55. U.S. Virgin Islands .....	VI	N					
56. Northern Mariana Islands .....	MP	N					
57. Canada .....	CAN	N					
58. Aggregate Other Aliens .....	OT	XXX					
59. Subtotal .....	(a) 49	4,828,410		3,255,922		8,084,332	
90. Reporting entity contributions for employee benefits plans .....	XXX						
91. Dividends or refunds applied to purchase paid-up additions and annuities .....	XXX						
92. Dividends or refunds applied to shorten endowment or premium paying period .....	XXX						
93. Premium or annuity considerations waived under disability or other contract provisions .....	XXX						
94. Aggregate or other amounts not allocable by State .....	XXX						
95. Totals (Direct Business) .....	XXX	4,828,410		3,255,922		8,084,332	
96. Plus Reinsurance Assumed .....	XXX	95,980		104,588		200,568	
97. Totals (All Business) .....	XXX	4,924,390		3,360,510		8,284,900	
98. Less Reinsurance Ceded .....	XXX	3,606,547		2,605,015		6,211,562	
99. Totals (All Business) less Reinsurance Ceded .....	XXX	1,317,843		755,495		2,073,338	
DETAILS OF WRITE-INS							
58001. ZZZ Other Alien .....	XXX						
58002. ....	XXX						
58003. ....	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page .....	XXX						
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above) .....	XXX						
9401. ....	XXX						
9402. ....	XXX						
9403. ....	XXX						
9498. Summary of remaining write-ins for Line 94 from overflow page .....	XXX						
9499. Totals (Lines 9401 through 9403 plus 9498)(Line 94 above) .....	XXX						

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

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

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 – ORGANIZATIONAL CHART  
Organization Chart of Minnesota Mutual Companies, Inc., Subsidiaries, and Affiliates

Policyholders of Minnesota Mutual Companies, Inc.



STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

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)	*
0869	Minnesota Mutual Group	66168	41-0417830				MINNESOTA LIFE INSURANCE COMPANY	MN	UDP	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			36-2259815				PERSONAL FINANCE COMPANY, LLC	DE	NIA	MINNESOTA LIFE INSURANCE COMPANY	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1412668				OAKLEAF SERVICE CORPORATION	MN	NIA	ENTERPRISE HOLDING CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1792781				ADVANTUS CAPITAL MANAGEMENT, INC.	MN	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1486060				SECURIAN FINANCIAL SERVICES, INC.	MN	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1612506				C.R.I. SECURITIES, LLC	MN	NIA	ENTERPRISE HOLDING CORPORATION	Ownership	50.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	1
0869	Minnesota Mutual Group	93742	41-1412669				SECURIAN LIFE INSURANCE COMPANY	MN	IA	MINNESOTA LIFE INSURANCE COMPANY	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
0869	Minnesota Mutual Group	10054	41-1741988				SECURIAN CASUALTY COMPANY	MN	IA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1741986				SECURIAN FINANCIAL NETWORK, INC.	MN	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1630884				MIMLIC FUNDING, INC	MN	NIA	ENTERPRISE HOLDING CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1872681				MCM FUNDING 1997-1, INC.	MN	NIA	ENTERPRISE HOLDING CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1917565				MCM Funding 1998-1, INC.	MN	NIA	ENTERPRISE HOLDING CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1658213				VIVID PRINT SOLUTIONS, INC.	MN	NIA	ENTERPRISE HOLDING CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1919755				CAPITOL CITY PROPERTY MANAGEMENT, INC.	MN	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1919754				MINNESOTA MUTUAL COMPANIES, INC.	MN	UIP	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1919753				SECURIAN HOLDING COMPANY	DE	UIP	MINNESOTA MUTUAL COMPANIES, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1919752				SECURIAN FINANCIAL GROUP, INC.	DE	UIP	SECURIAN HOLDING COMPANY	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			03-0388793	3089752			SECURIAN TRUST COMPANY, NA		NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-1972962				SECURIAN VENTURES, INC.	MN	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			41-2016575				ROBERT STREET PROPERTY MANAGEMENT, INC.	MN	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			35-2125376				ALLIED SOLUTIONS, LLC	IN	NIA	MINNESOTA LIFE INSURANCE COMPANY	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			58-0900608				CNL FINANCIAL CORPORATION	GA	NIA	SECURIAN FINANCIAL GROUP, INC.	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
0869	Minnesota Mutual Group	61824	58-0664873				CHEROKEE NATIONAL LIFE INSURANCE COMPANY	GA	IA	CNL FINANCIAL CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
0869	Minnesota Mutual Group	30112	58-1761968				CNL/INSURANCE AMERICA, INC.	MN	IA	CNL FINANCIAL CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	
			58-1416352				CNL RESOURCE MARKETING CORP	GA	NIA	CNL FINANCIAL CORPORATION	Ownership	100.000	POLICYHOLDERS OF MINNESOTA MUTUAL COMPANIES, INC.	

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

Asterisk	Explanation
1 .....	There are no voting right preferences between the 50% owners. ....

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

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.

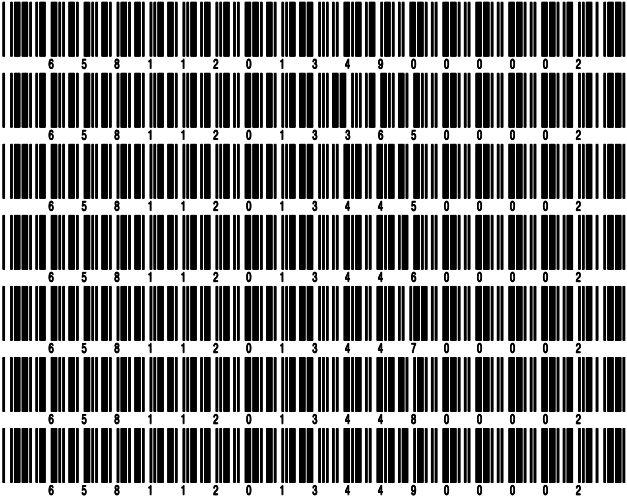
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement? .....	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement? .....	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC? .....	NO
4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC? .....	NO
5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC? .....	NO
6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC? .....	NO
7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC? .....	NO

Explanation:

1. Not applicable
2. Not applicable
3. Not applicable
4. Not applicable
5. Not applicable
6. Not applicable
7. Not applicable

Bar Code:

1. Trusteed Surplus Statement [Document Identifier 490]
2. Medicare Part D Coverage Supplement [Document Identifier 365]
3. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]
4. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]
5. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]
6. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]
7. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449]





**NONE**

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	49,234,497	53,332,465
2. Cost of bonds and stocks acquired .....	5,225,556	2,537,265
3. Accrual of discount .....	12,096	31,014
4. Unrealized valuation increase (decrease) .....	(356,799)	681,158
5. Total gain (loss) on disposals .....	74,887	1,784,078
6. Deduct consideration for bonds and stocks disposed of .....	2,842,812	8,913,967
7. Deduct amortization of premium .....	109,778	217,516
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) .....	51,237,647	49,234,497
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	51,237,647	49,234,497

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

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) .....	40,310,732	7,265,592	10,626,099	(33,986)	40,310,732	36,916,239		41,269,833
2. Class 2 (a) .....	1,253,040	1,098,003		(5,654)	1,253,040	2,345,389		1,258,633
3. Class 3 (a) .....								
4. Class 4 (a) .....								
5. Class 5 (a) .....								
6. Class 6 (a) .....								
7. Total Bonds	41,563,772	8,363,595	10,626,099	(39,640)	41,563,772	39,261,628		42,528,466
PREFERRED STOCK								
8. Class 1 .....								
9. Class 2 .....								
10. Class 3 .....								
11. Class 4 .....								
12. Class 5 .....								
13. Class 6 .....								
14. Total Preferred Stock .....								
15. Total Bonds and Preferred Stock	41,563,772	8,363,595	10,626,099	(39,640)	41,563,772	39,261,628		42,528,466

(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 \$ .....552,210 ; NAIC 2 \$ ..... ; NAIC 3 \$ ..... ;  
NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	552,210	xxx	552,210	621	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	6,181,725	4,027,986
2. Cost of short-term investments acquired .....	3,547,383	19,154,215
3. Accrual of discount .....		
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		
6. Deduct consideration received on disposals .....	9,176,898	
7. Deduct amortization of premium .....		17,000,476
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) .....	552,210	6,181,725
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	552,210	6,181,725

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of  
Derivatives

N O N E

Schedule E - Verification - Cash Equivalents

N O N E

Schedule A - Part 2 - Real Estate Acquired and Additions Made

N O N E

Schedule A - Part 3 - Real Estate Disposed

N O N E

Schedule B - Part 2 - Mortgage Loans Acquired

N O N E

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

N O N E

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired

N O N E

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

N O N E

STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
36179M-VQ-0	Ginnie Mae II Pool #MA0623		.05/21/2013	Nomura Sec In-E		1,462,043	1,476,811	1,949	1
0599999. Subtotal - Bonds - U.S. Governments						1,462,043	1,476,811	1,949	XXX
31417F-YA-0	Fannie Mae Pool #AB8804		.05/28/2013	Citigroup		189,245	197,540	165	1
3199999. Subtotal - Bonds - U.S. Special Revenues						189,245	197,540	165	XXX
037833-AK-6	Apple Inc		.04/30/2013	Goldman Sachs		499,335	500,000		1FE
059165-EF-3	Baltimore Gas & Electric Co		.06/12/2013	Scotia Capital		199,914	200,000		2FE
25468P-CW-4	Walt Disney Co/The		.05/21/2013	US Bancorp Investments Inc		489,060	500,000	5,679	1FE
26441C-AK-1	Duke Energy Corp		.06/10/2013	Goldman Sachs		399,564	400,000		2FE
427866-AT-5	Hershey Co/The		.05/14/2013	Bank of America-E		498,700	500,000		1FE
494368-BJ-1	Kimberly-Clark Corp		.05/21/2013	First Bst(NY) - B		491,140	500,000	.33	1FE
69352P-AF-0	PPL Capital Funding Inc		.05/21/2013	Bank of America-E		498,525	500,000		2FE
694308-HC-4	Pacific Gas & Electric Co		.06/12/2013	Bank of America-E		198,986	200,000		1FE
717081-DH-3	Pfizer Inc		.05/28/2013	Goldman Sachs		299,043	300,000		1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						3,574,267	3,600,000	5,712	XXX
8399997. Total - Bonds - Part 3						5,225,555	5,274,351	7,826	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						5,225,555	5,274,351	7,826	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
9799997. Total - Common Stocks - Part 3							XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX		XXX
9899999. Total - Preferred and Common Stocks							XXX		XXX
9999999 - Totals						5,225,555	XXX	7,826	XXX

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



STATEMENT AS OF JUNE 30, 2013 OF THE AMERICAN MODERN LIFE INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident-ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	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 Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
36202D-J8-5	Ginnie Mae II Pool #2987		06/01/2013	Paydown		.171	.171	.170	.170		.1		.1		.171				.5	10/01/2030	1	
36202D-LV-1	Ginnie Mae II Pool #3040		06/01/2013	Paydown		.202	.202	.204	.203		(1)		(1)		.202				.7	02/01/2031	1	
36206A-LZ-4	Ginnie Mae I Pool #405444		06/01/2013	Paydown		.421	.421	.444	.439		(18)		(18)		.421				.13	04/01/2025	1	
36224T-AC-4	Ginnie Mae I Pool #337603		06/01/2013	Paydown		.933	.933	.966	.957		(24)		(24)		.933				.31	12/01/2022	1	
36225A-SU-0	Ginnie Mae I Pool #780859		06/01/2013	Paydown		.62	.62	.63	.62						.62				.2	09/01/2013	1	
912828-BA-7	United States Treasury Note/Bond		05/15/2013	Maturity		.300,000	.300,000	.282,000	.299,174		.826		.826		.300,000				5,438	05/15/2013	1	
912828-LZ-1	United States Treasury Note/Bond		06/13/2013	First Bst(NV) - B		.770,915	.750,000	.744,668	.747,876		.494		.494		.748,370		22,545	22,545	8,578	11/30/2014	1	
912828-OP-8	United States Treasury Note/Bond		06/06/2013	Morgan J P-B		1,452,113	1,400,000	1,399,622	1,399,738		.32		.32		1,399,771		52,342	52,342	12,719	05/31/2016	1	
0599999. Subtotal - Bonds - U.S. Governments						2,524,817	2,451,789	2,428,137	2,448,619		1,310		1,310		2,449,930		74,887	74,887	26,793	XXX	XXX	
31292G-7H-3	Freddie Mac Gold Pool #C00896		06/01/2013	Paydown		.258	.258	.258	.258						.258				.8	12/01/2029	1	
31292H-D4-3	Freddie Mac Gold Pool #C01023		06/01/2013	Paydown		.951	.951	.978	.975		(25)		(25)		.951				.33	07/01/2030	1	
31292H-D6-8	Freddie Mac Gold Pool #C01025		06/01/2013	Paydown		.244	.244	.244	.244						.244				.7	07/01/2030	1	
31292H-FT-6	Freddie Mac Gold Pool #C01078		06/01/2013	Paydown		.21	.21	.21	.21						.21				.1	10/01/2030	1	
31292H-GN-8	Freddie Mac Gold Pool #C01105		06/01/2013	Paydown		.49	.49	.48	.48		.1		.1		.49				.1	10/01/2030	1	
31293K-7A-8	Freddie Mac Gold Pool #C22689		06/01/2013	Paydown		.18	.18	.17	.17		.1		.1		.18				.1	03/01/2029	1	
31293S-DX-4	Freddie Mac Gold Pool #C28218		06/01/2013	Paydown		.31	.31	.31	.31						.31				.1	06/01/2029	1	
31293Y-BX-3	Freddie Mac Gold Pool #C32754		06/01/2013	Paydown		.123	.123	.121	.121		.2		.2		.123				.4	11/01/2029	1	
31298F-U3-4	Freddie Mac Gold Pool #C46902		06/01/2013	Paydown		2,067	2,067	2,064	2,064		.3		.3		2,067				.66	09/01/2030	1	
31298M-JF-5	Freddie Mac Gold Pool #C51162		06/01/2013	Paydown		.558	.558	.560	.560		(1)		(1)		.558				.15	05/01/2031	1	
31382W-S5-2	Fannie Mae Pool #494740		06/01/2013	Paydown		.13	.13	.12	.13		.1		.1		.13				.3	05/01/2029	1	
31384U-4E-1	Fannie Mae Pool #534621		06/01/2013	Paydown		.111	.111	.112	.112		(1)		(1)		.111				.3	11/01/2029	1	
31384V-2A-9	Fannie Mae Pool #535469		06/01/2013	Paydown		.639	.639	.599	.603		.37		.37		.639				.18	07/01/2030	1	
31384V-T8-5	Fannie Mae Pool #535275		06/01/2013	Paydown		.680	.680	.675	.675		.4		.4		.680				.19	05/01/2030	1	
31384V-ZC-9	Fannie Mae Pool #535439		06/01/2013	Paydown		.108	.108	.109	.109		(1)		(1)		.108				.4	08/01/2030	1	
31384W-LC-2	Fannie Mae Pool #535823		06/01/2013	Paydown		3,309	3,309	3,347	3,343		(33)		(33)		3,309				.93	05/01/2031	1	
31385Y-LU-7	Fannie Mae Pool #556639		06/01/2013	Paydown		.149	.149	.149	.149		.1		.1		.149				.4	10/01/2015	1	
31403D-SE-0	Fannie Mae Pool #745817		06/01/2013	Paydown		9,748	9,748	9,347	9,361		.386		.386		9,748				.200	09/01/2036	1	
31407M-MR-3	Fannie Mae Pool #834768		06/01/2013	Paydown		7,205	7,205	7,079	7,083		.122		.122		7,205				.166	07/01/2035	1	
3199999. Subtotal - Bonds - U.S. Special Revenues						26,282	26,282	25,771	25,787		.497		.497		26,282				.643	XXX	XXX	
826502-AA-4	Sierra Receivables Funding Co 07-1A A1		04/20/2013	Paydown		.49,005	.49,005	.35,539	.42,945		6,059		6,059		.49,005				.861	03/20/2019	1FE	
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						49,005	49,005	35,539	42,945		6,059		6,059		49,005				.861	XXX	XXX	
8399997. Total - Bonds - Part 4						2,600,104	2,527,076	2,489,447	2,517,351		7,866		7,866		2,525,217		74,887	74,887	28,297	XXX	XXX	
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						2,600,104	2,527,076	2,489,447	2,517,351		7,866		7,866		2,525,217		74,887	74,887	28,297	XXX	XXX	
8999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX	
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX													XXX	XXX	
9799997. Total - Common Stocks - Part 4							XXX													XXX	XXX	
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX													XXX	XXX	
9899999. Total - Preferred and Common Stocks							XXX													XXX	XXX	
9999999. Totals						2,600,104	XXX	2,489,447	2,517,351		7,866		7,866		2,525,217		74,887	74,887	28,297	XXX	XXX	

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

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open  
**N O N E**

Schedule DB - Part B - Section 1 - Futures Contracts Open  
**N O N E**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made  
**N O N E**

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open  
**N O N E**

Schedule DB - Part D - Section 2 - Collateral for Derivative Instruments Open  
**N O N E**

Schedule DB - Part D - Section 2 - Collateral for Derivative Instruments Open  
**N O N E**

Schedule DL - Part 1 - Reinvested Collateral Assets Owned  
**N O N E**

Schedule DL - Part 2 - Reinvested Collateral Assets Owned  
**N O N E**

## SCHEDULE E - PART 1 - CASH

[illegible]

Schedule E - Part 2 - Cash Equivalents - Investments Owned End of Current Quarter

N O N E