

**QUARTERLY STATEMENT**

**OF THE**

**DEALERS ASSURANCE COMPANY**

**of** **UPPER ARLINGTON**

**in the state of** **OHIO**

**TO THE**

**Insurance Department**

**OF THE**

**STATE OF**

**FOR THE QUARTER ENDED**

**September 30, 2013**

**PROPERTY AND CASUALTY**

**2013**



16705201320100103

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2013  
OF THE CONDITION AND AFFAIRS OF THE

Dealers Assurance Company

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

OFFICERS

	Name	Title
1.	Edmond Melgar Eckert #	President
2.	Daniel Eric George	CFO/Secretary
3.	Sharon Mae Spohn	Treasurer

VICE-PRESIDENTS

Name	Title	Name	Title

DIRECTORS OR TRUSTEES

James Bradford Smith	Edmond Melgar Eckert	Sharon Mae Spohn	Daniel Eric George

State of Ohio

County of Franklin ss

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

(Signature)	(Signature)	(Signature)
Edmond Melgar Eckert	Daniel Eric George	Sharon Mae Spohn
(Printed Name)	(Printed Name)	(Printed Name)
1.	2.	3.
President	CFO/Secretary	Treasurer
(Title)	(Title)	(Title)

Subscribed and sworn to before me this  
11th day of November, 2013

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



Keith H Burkholder  
Notary Public - State of Ohio  
My Commission Expires  
August 17, 2015

ASSETS

	Current Statement Date			4  December 31 Prior Year Net Admitted Assets
	1  Assets	2  Nonadmitted Assets	3  Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	61,448,451		61,448,451	56,585,130
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	4,689,502		4,689,502	4,019,168
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 9,750,246), cash equivalents (\$ 0), and short-term investments (\$ 2,685,727)	12,435,973		12,435,973	9,693,157
6. Contract loans (including \$ 0 premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	78,573,926		78,573,926	70,297,455
13. Title plants less \$ 0 charged off (for Title insurers only)				
14. Investment income due and accrued	388,582		388,582	545,576
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	2,003,307		2,003,307	2,204,472
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)				
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	287,225		287,225	400,178
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software				
21. Furniture and equipment, including health care delivery assets (\$ 0)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				
24. Health care (\$ 0) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	858,667	7,747	850,920	632,276
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	82,111,707	7,747	82,103,960	74,079,957
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	82,111,707	7,747	82,103,960	74,079,957

DETAILS OF WRITE-IN LINES				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501. Accounts Receivable	836,705		836,705	626,969
2502. Miscellaneous Assets	14,215		14,215	5,307
2503. Prepaid Expenses	7,747	7,747		
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	858,667	7,747	850,920	632,276

NONE

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Statement Date	December 31, Prior Year
1. Losses (current accident year \$ 0)	24,919	31,417
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	1,756	1,981
4. Commissions payable, contingent commissions and other similar charges	550,664	436,000
5. Other expenses (excluding taxes, licenses and fees)	362,997	512,578
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	403,009	523,572
7.1. Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	593,268	771,917
7.2. Net deferred tax liability		
8. Borrowed money \$ 0 and interest thereon \$ 0		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 175,352,887 and including warranty reserves of \$ 187,172,212 and accrued accident and health experience rating refunds including \$ 0 for medical loss ratio rebate per the Public Health Service Act)	16,123,220	14,273,531
10. Advance premium		
11. Dividends declared and unpaid:		
11.1. Stockholders		
11.2. Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	1,562,120	457,160
13. Funds held by company under reinsurance treaties	6,112,875	5,146,496
14. Amounts withheld or retained by company for account of others	5,498,960	5,922,971
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ 0 certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates		
20. Derivatives		
21. Payable for securities		49,676
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ 0 and interest thereon \$ 0		
25. Aggregate write-ins for liabilities		
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	31,233,788	28,127,299
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	31,233,788	28,127,299
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	4,200,990	4,200,990
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes	3,000,000	3,000,000
34. Gross paid in and contributed surplus	9,232,810	9,232,810
35. Unassigned funds (surplus)	34,436,372	29,518,858
36. Less treasury stock, at cost:		
36.1. 0 shares common (value included in Line 30 \$ 0)		
36.2. 0 shares preferred (value included in Line 31 \$ 0)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	50,870,172	45,952,658
38. Totals (Page 2, Line 28, Col. 3)	82,103,960	74,079,957

DETAILS OF WRITE-IN LINES			
2501.	NONE		
2502.			
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page			
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)			
2901.	NONE		
2902.			
2903.			
2998. Summary of remaining write-ins for Line 29 from overflow page			
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)			
3201.	NONE		
3202.			
3203.			
3298. Summary of remaining write-ins for Line 32 from overflow page			
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)			

STATEMENT OF INCOME

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 102,809,741)	80,000,185	70,310,256	11,023,512
1.2 Assumed (written \$ 343,244)	1,655,006	1,905,194	
1.3 Ceded (written \$ 92,344,491)	72,699,910	64,173,525	
1.4 Net (written \$ 10,808,494)	8,955,281	8,041,925	11,023,512
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 0):			
2.1 Direct	48,909,590	44,416,367	518,340
2.2 Assumed	424,730	572,885	
2.3 Ceded	48,892,575	44,590,662	
2.4 Net	441,745	398,590	518,340
3. Loss adjustment expenses incurred	297,556	309,101	407,261
4. Other underwriting expenses incurred	3,764,830	3,112,549	3,996,146
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	4,504,131	3,820,240	4,921,747
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	4,451,150	4,221,685	6,101,765
INVESTMENT INCOME			
9. Net investment income earned	860,921	889,578	1,236,556
10. Net realized capital gains (losses) less capital gains tax of \$ 0	(710)	197	424,907
11. Net investment gain (loss) (Lines 9 + 10)	860,211	889,775	1,661,463
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 0 amount charged off \$ 0)			
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	42,571		62,875
15. Total other income (Lines 12 through 14)	42,571		62,875
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	5,353,932	5,111,460	7,826,103
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)	5,353,932	5,111,460	7,826,103
19. Federal and foreign income taxes incurred	1,934,029	1,959,654	2,602,434
20. Net income (Line 18 minus Line 19) (to Line 22)	3,419,903	3,151,806	5,223,669
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	45,952,659	44,155,680	44,155,680
22. Net income (from Line 20)	3,419,903	3,151,806	5,223,669
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ 0	471,059	473,743	180,570
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(112,953)	(173,978)	(207,175)
27. Change in nonadmitted assets	1,139,504	99,495	99,915
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			(3,500,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	4,917,513	3,551,066	1,796,979
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	50,870,172	47,706,746	45,952,659

DETAILS OF WRITE-IN LINES			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 05 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 05 above)			
1401. Miscellaneous Income	35,554		52,692
1402. Roadside Commission	6,917		9,983
1403. Transfer Fee Income	100		200
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	42,571		62,875
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798) (Line 37 above)			

CASH FLOW

	1	2	3
Cash from Operations	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
1. Premiums collected net of reinsurance	12,111,095	11,799,791	11,611,175
2. Net investment income	1,359,965	1,440,261	1,817,781
3. Miscellaneous income	42,568	40,691	62,875
4. Total (Lines 1 to 3)	13,513,628	13,280,743	13,491,831
5. Benefit and loss related payments	448,243	795,930	916,906
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	4,225,526	3,837,503	4,502,123
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)	2,112,678	1,032,153	1,652,964
10. Total (Lines 5 through 9)	6,786,447	5,665,586	7,071,993
11. Net cash from operations (Line 4 minus Line 10)	6,727,181	7,615,157	6,419,838
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	8,693,831	10,664,008	17,337,930
12.2 Stocks	10,631,250	885,471	4,040,170
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments	471,059	473,743	180,570
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	19,796,140	12,023,222	21,558,670
13. Cost of investments acquired (long-term only):			
13.1 Bonds	14,064,982	10,874,508	16,824,560
13.2 Stocks	10,656,696	972,627	4,178,628
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications	993,114	4,962,226	4,329,344
13.7 Total investments acquired (Lines 13.1 to 13.6)	25,714,792	16,809,361	25,332,532
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(5,918,652)	(4,786,139)	(3,773,862)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			3,500,000
16.6 Other cash provided (applied)	1,934,287	(1,758,321)	(44,402)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	1,934,287	(1,758,321)	(3,544,402)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	2,742,816	1,070,697	(898,426)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	9,693,157	10,591,583	10,591,583
19.2 End of period (Line 18 plus Line 19.1)	12,435,973	11,662,280	9,693,157

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

20.0001			
20.0002			
20.0003			

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

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

1b. – 5c. No changes to note

5d. Loan-Backed Securities

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

5e.-8. No changes to note

9. Income Taxes

A. The components of the net deferred tax assets/(liability) at September 30, 2013 are as follows:

1.

		9/30/2013			12/31/2012			Change		
		(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
				(Col 1 + 2)			(Col 4 + 5)	(Col 1 – 4)	(Col 2 – 5)	(Col 7 + 8)
		Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
a	Gross Deferred Tax Assets	1,133,836	71,000	1,204,836	1,008,568	71,209	1,079,777	125,268	(209)	125,059
b	Statutory Valuation allowance adjustment									
c	Adjusted Gross Deferred Tax Asset (1a -1d)	1,133,836	71,000	1,204,836	1,008,568	71,209	1,079,777	125,268	(209)	125,059
d	Deferred Tax Assets Nonadmitted	712,646	-	712,646	630,890	-	630,890	81,756	-	81,756
e	Subtotal Net Admitted Deferred Tax Assets (1c-1f)	421,190	71,000	492,190	377,678	71,209	448,887	43,512	(209)	43,303
f	Deferred Tax Liabilities	204,965	-	204,965	48,709	-	48,709	156,256	-	156,256
g	Net Admitted Deferred Tax Asset (Net Deferred Tax Liability)	216,225	71,000	287,225	328,969	71,209	400,178	(112,744)	(209)	(112,953)

2.

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

Admission Calculation Components SSAP No. 101

a Federal Income Taxes Paid in Prior Years Recoverable Through Loss Carrybacks	-	-	-	-	-	-	-	-	-
b Adjusted Gross Deferred Tax Asset Expected To Be Realized (Excluding the Amount of Deferred Tax Assets From 2(a) above). After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 Below)	216,225	71,000	287,225	328,969	71,209	400,178	(112,744)	(209)	(112,953)
1 Adjusted Gross Deferred Tax Assets Expected to be Realized Following the Balance Sheet Date	216,225	71,000	287,225	328,969	71,209	400,178	(112,744)	(209)	(112,953)
2. Adjusted Gross Deferred Tax Assets (Excluding the Amount of Deferred Tax Allowed per Limitation Threshold)	xxxxxxx	xxxxx	7,587,442	xxxxxxx	xxxxxxx	6,832,872	xxxxxxx	xxxxxxx	754,570
c Adjusted Gross Deferred Tax Assets (Excluding the Amount of Deferred Tax Assets from 2(a) and 2 (b) above) Offset by Gross Deferred Tax Liabilities	-	-	-	-	-	-	-	-	-
d Deferred Tax Assets Admitted as the result of application of SSAP 101.	216,225	71,000	287,225	328,969	71,209	400,178	(112,744)	(209)	(112,953)
Total )2(a) + 2(b) + 2 (c))									

NOTES TO FINANCIAL STATEMENTS

	2013	2012
(a) Ratio Percentage Used to Determine Recovery Period and Threshold Limitation Amount	566%	566%
(b) Amount of Adjusted Capital and Surplus Used to Determine Recovery Period and Threshold Limitation in 1(b) above	50,870,173	45,952,658

4.

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

Impact of Tax Planning Strategies

a	Adjusted Gross DTA's (% of Total Adjusted Gross DTA's)	0%	6%	6%	0%	7%	7%	0%	-1%	-1%
b	Net Admitted Adjusted Gross DTA's (% of Total Net Admitted Adjusted Gross DTA's)	0%	25%	25%	0%	18%	18%	0%	7%	7%

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

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

N/A-All Deferred Tax Liabilities have been recognized

C Current income taxes incurred consist of the following major components

		(1)	(2)	(3)
		9/30/2013	12/31/2012	(Col 1 + 2) Change
1.	Current Income Tax			
(a)	Federal	1,934,029	2,602,434	(668,405)
(b)	Foreign	-	-	-
(c)	Subtotal	1,934,029	2,602,434	(668,405)
(d)	Federal Income tax on net capital gains	209	144,468	(144,260)
(e)	Utilization of capital loss carry-forwards	(209)	(144,468)	144,260
(f)	Other	-	-	-
(g)	Federal and foreign income taxes incurred	1,934,029	2,602,434	(668,405)
2.	Deferred Tax Assets			
(a)	Ordinary			
(1)	Discounting of Unpaid Losses	7,500	8,011	(511)
(2)	Unearned Premium Reserve	1,096,379	970,600	125,779
(3)	Policyholder Reserves	-	-	-
(4)	Investments	-	-	-
(5)	Deferred Acquisition Costs	-	-	-
(6)	Policyholder Dividends Accrual	-	-	-
(7)	Fixed Assets	-	-	-
(8)	Compensation and Benefits Accrual	29,957	29,957	-
(9)	Pension Accrual	-	-	-
(10)	Receivables-Nonadmitted	-	-	-
(11)	Net Operating Loss Carry-forward	-	-	-
(12)	Tax Credit Carry-forward	-	-	-
(13)	Other (including items <5% of total Capital Assets)	-	-	-
(99)	Subtotal	1,133,836	1,008,568	125,268
(b)	Statutory Valuation Allowance Adjustment	-	-	-
(c)	Nonadmitted	712,646	630,890	81,756
(d)	Admitted Ordinary Deferred tax Asset (2a99 – 2f – 2g)	421,190	377,678	43,512
(e)	Capital:			
(1)	Investments	-	-	-
(2)	Net Capital less Carry-forward	71,000	71,209	(209)
(3)	Real Estate	-	-	-
(4)	Other (including items <5% of total Capital Assets)	-	-	-
(99)	Subtotal	71,000	71,209	(209)
(f)	Statutory Valuation Allowance Adjustment	-	-	-
(g)	Nonadmitted	-	-	-
(h)	Admitted Capital Deferred Tax Assets (2a99 – 2f -2g)	71,000	71,209	(209)
(i)	Admitted Deferred Tax Asset (2d + 22h)	492,190	448,887	43,303



NOTES TO FINANCIAL STATEMENTS

	(2)	(3)
9/30/2013	12/31/2012	(Col 1 + 2) Change

3	Deferred Tax Liabilities			
	(a) Ordinary			
	(1) Investments	-	-	-
	(2) Fixed Assets	-	-	-
	(3) Deferred and Uncollected premium	-	-	-
	(4) Policyholder Reserves	-	-	-
	(5) Other (including items <5% of ordinary Tax Liabilities)	2,344	6,268	(3,924)
	(99) Subtotal	2,344	6,268	(3,924)
	(b) Capital			
	(1) Investments	202,621	42,441	160,180
	(2) Real Estate	-	-	-
	(3) Other (including items <5% of ordinary Tax Liabilities)	-	-	-
	(99) Subtotal	202,621	42,441	160,180
	(c) Deferred Tax Liabilities (3a99 + 3b99)	204,965	48,709	156,256
4.	Net Deferred Tax Assets/Liabilities (2i – 3c)	287,225	400,178	(112,953)

D Among the more significant book to tax adjustments were the following:

	Amount	Tax Effect	%
Income before taxes	5,353,933	1,820,337	34%
Unearned Premium Adjustment	369,938	125,779	2%
Compensation and Benefits Accrual	-	-	0%
Loss Reserve Discounting	(1,502)	(511)	0%
Dividends Received Deduction	(45,024)	(15,308)	0%
Capital Loss Carry-Forward	(614)	(209)	0%
Other, net	11,591	3,941	0%
Total	5,638,322	1,934,029	36%

E At September 30, 2013, the Company has a net capital carry-loss forward of \$209,000 which are available for recoupment against future capital gains

F The Company is included in a consolidated federal income tax return with its parent company, DAC Financial Holdings, Inc.

The Company has a written agreement, approved by the Company's Board of Directors, which sets forth the manner in which the total combined federal income tax is allocated to each entity which is party to the consolidation. Pursuant to this agreement, the Company has the enforceable right to recoup federal income taxes paid in prior years in the event of future net losses, which it may incur, or recoup its net losses carried forward as an offset to future net income subject to federal income taxes.

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

A.- F. No changes to Note

G. The parent company, Dealers Alliance Corporation, is a non-insurance entity. The Company had no transactions other than cost allocation with its parent company. Through 09/30/10 (and prior years) Dealers Assurance Company provided funds for federal income tax deposits (on a consolidated basis). In prior years other companies included in consolidated tax return reimbursed their portion of federal income tax deposits on a quarterly basis.

H-L Dealers Assurance Company holds no investments in its parent company or affiliates.

11. – 16.  
No changes to note.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities  
The Company does not have any sales or transfers to report.

18. – 19.  
No changes to note.

NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements

A.

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

(1) Description	(2) (Level 1)	(3) (Level 2)	(4) (Level 3)	(5) Total
a. Assets at fair value				
Preferred Stock				
Bonds				
Common Stock (Ind & Misc)	\$ 4,689,502			\$ 4,689,502
Derivative assets				
Separate account assets				
		\$	\$	
Total assets at fair value	\$ 4,689,502	-	-	\$ 4,689,502
b. Liabilities at fair value	\$			\$
Total liabilities at fair value	\$			\$

(2) There have been no significant transfers between level 1 and 2.  
(3-4) Assets measured at Fair Value on a recurring basis with significant unoberservable inputs (level 3)  
NONE

21. – 24.  
No changes to note.

25. Change in Incurred Losses and Loss Adjustment Expenses  
Reserves as of December 31, 2012 were \$33,394. As of September 30, 2013, \$39,770 (net of reinsured prior year claims) were paid for incurred losses and loss adjustment expenses attributable to insured events of prior years.  
  
However, Part 3 of September 30, 2013 quarterly statement reflects favorable development of \$34,000 as a result of the Company adopting the NAIC Schedule P instructions for Line 30 (Warranty) which specified that data should be reported prospectively (i.e., prior-year amounts need not be restated) starting with the 2008 reporting year. \$39,770 paid for incurred losses and loss adjustment expenses attributable to insured events of prior years was Line 30 (Warranty) claims.  
  
Reserves for prior year are now \$0. There was no re-estimation of unpaid claims and claim adjustment expenses. Business written by DAC is related to service contracts issued on an assortment of consumer goods, but primarily, automobile service contracts. Historically, losses on this coverage are settled within 90 days of incurred date (98.7%); and the balance is settled within 180 days of incurred date

26. – 35. No changes to note.

36. Financial Guaranty Insurance  
The company does not write financial guaranty insurance.

GENERAL INTERROGATORIES

PART 1 – COMMON INTERROGATORIES

GENERAL

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

Yes [ ] No [ X ]

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

Yes [ ] No [ ]

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

Yes [ ] No [ X ]

2.2 If yes, date of change:

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

Yes [ ] No [ X ]

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

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

Yes [ ] No [ X ]

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?  
If yes, attach an explanation.

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

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

12/31/2009

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

12/31/2009

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

02/15/2011

6.4 By what department or departments?  
Ohio Department of Insurance

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

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

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

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

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

Yes [ ] No [ X ]

7.2 If yes, give full information

GENERAL INTERROGATORIES

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

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

.....

.....

.....

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

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

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

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?

(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;

(c) Compliance with applicable governmental laws, rules, and regulations;

(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and

(e) Accountability for adherence to the code.

Yes [ X ] No [ ]

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

.....

.....

.....

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

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

.....

.....

.....

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

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

.....

.....

.....

FINANCIAL

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

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

INVESTMENT

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

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

.....

.....

.....

GENERAL INTERROGATORIES

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

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

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

14.2 If yes, please complete the following:

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

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

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

16. For the reporting entity's security lending program, state the amount of the following as current statement date:

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$

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

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

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

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

1	2
Name of Custodian(s)	Custodian Address
Fifth Third Bank	Cincinnati, OH
US Bank	Winston Salem, NC
Sun Trust	Richmond, VA
First National Bankers Bank	Little Rock, AR
Citibank, NA	NY, NY
Century Bank	Sante Fe, NM
RBS Citizens, NA	Providence, RI
Xerox State & Local Solutions, Inc	Quincy, MA

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

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

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

GENERAL INTERROGATORIES

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

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

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

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

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 - 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?  
If yes, attach an explanation.

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

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?  
If yes, attach an explanation.

Yes [ ] No [X]

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	Discount Rate	Unpaid Losses	Unpaid LAE	IBNR	TOTAL	Unpaid Losses	Unpaid LAE	IBNR	TOTAL
.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....
.....	.....	.....	.....	.....	.....	.....	.....	.....	.....	.....
TOTAL			.....	.....	.....	.....	.....	.....	.....	.....

5. Operating Percentages:

5.1. A&H loss percent \_\_\_\_\_ %

5.2. A&H cost containment percent \_\_\_\_\_ %

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

6.1 Do you act as a custodian for health savings accounts?

Yes [ ] No [X]

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

\$ \_\_\_\_\_

6.3 Do you act as an administrator for health savings accounts?

Yes [ ] No [X]

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

\$ \_\_\_\_\_

## SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

[illegible]



SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN  
Current Year To Date - Allocated by States and Territories

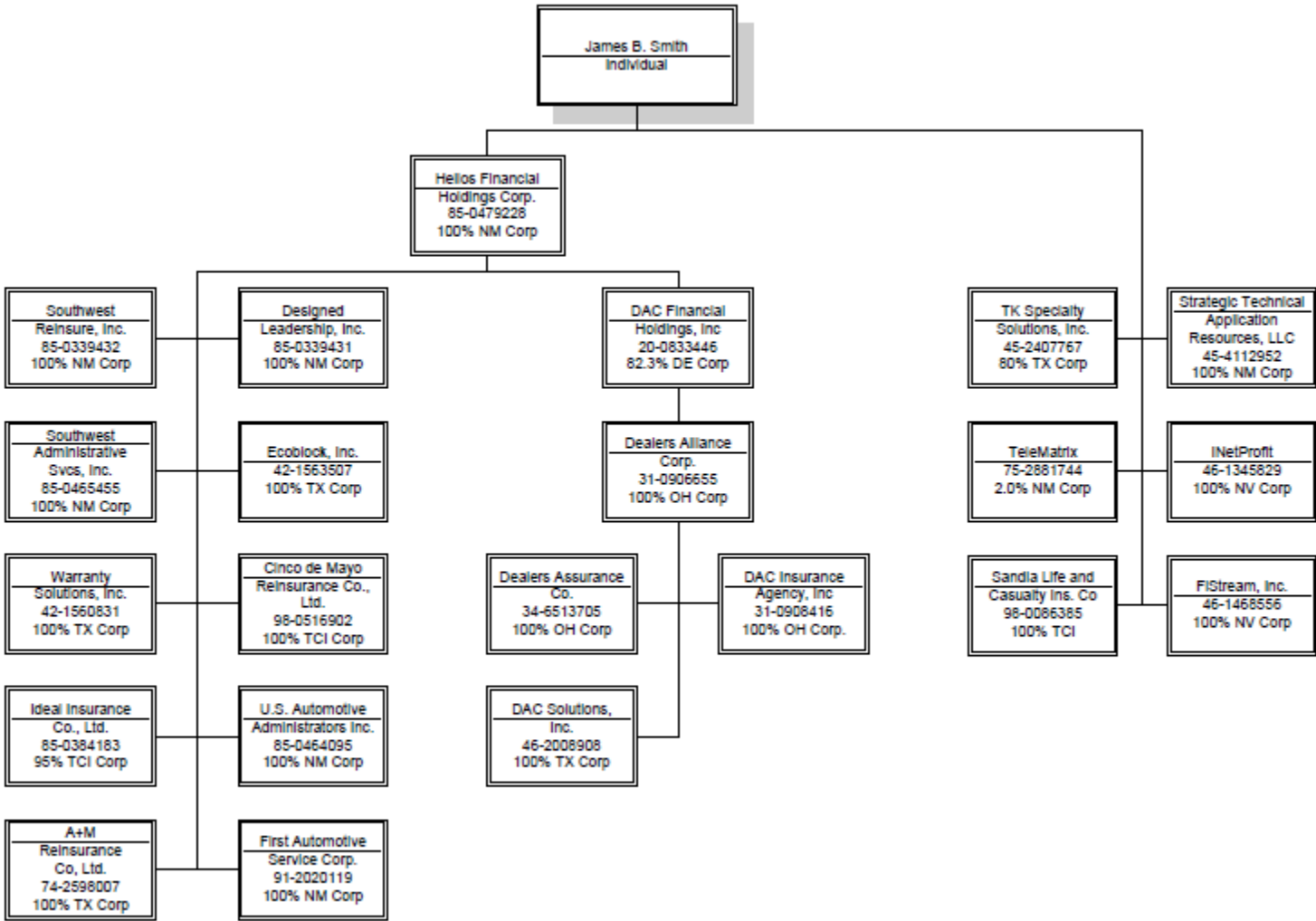
		1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
			2	3	4	5	6	7
States, Etc.		Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama	AL	L	1,570,281	2,257,296	832,760	1,219,986	47,451	68,530
2. Alaska	AK	L						
3. Arizona	AZ	L	616,639	687,963	432,896	270,568	14,178	9,983
4. Arkansas	AR	L	1,979,576	1,841,058	990,168	824,220	40,610	36,881
5. California	CA	L	10,602,357	10,165,363	1,841,055	3,821,239	281,629	334,450
6. Colorado	CO	L	1,941,364	14,170,189	3,784,495	3,895,983	253,176	190,489
7. Connecticut	CT	L	1,306,942	1,213,864	1,153,761	843,047	43,111	33,494
8. Delaware	DE	L	743,856	330,269	229,155	141,940	11,218	14,466
9. District of Columbia	DC	L						
10. Florida	FL	L	3,338,491	6,028,214	3,637,557	2,264,226	121,166	133,088
11. Georgia	GA	L	4,905,123	4,853,116	2,475,122	2,513,258	164,166	121,769
12. Hawaii	HI	N						
13. Idaho	ID	L	32,199	497	4,150		296	26
14. Illinois	IL	L	1,080,416	629,515	503,097	332,689	35,125	13,563
15. Indiana	IN	L	703,481	363,390	310,354	134,662	7,176	4,235
16. Iowa	IA	L	254,320	162,966	134,137	88,323	3,669	4,191
17. Kansas	KS	L	71,616	158,845	45,982	85,312	4,615	4,720
18. Kentucky	KY	L	401,977	370,792	150,290	133,638	6,896	6,136
19. Louisiana	LA	L	1,284,847	1,295,871	907,899	932,406	41,250	51,896
20. Maine	ME	L	315,535	269,311	194,461	209,556	7,700	10,246
21. Maryland	MD	L	1,361,652	1,115,570	803,921	642,626	34,429	27,735
22. Massachusetts	MA	L	1,273,190	898,147	814,770	453,865	28,678	11,129
23. Michigan	MI	L	5,217,104	4,816,407	6,104,513	5,312,014	281,146	249,295
24. Minnesota	MN	L	556,980	456,774	320,317	363,917	13,697	15,906
25. Mississippi	MS	L	1,772,305	2,035,148	900,669	989,640	44,709	46,591
26. Missouri	MO	L	869,995	1,121,804	605,342	742,482	37,669	45,233
27. Montana	MT	L	212,315	318,383	112,979	143,667	3,395	3,940
28. Nebraska	NE	L	236,837	152,931	204,394	325,330	20,267	27,515
29. Nevada	NV	L	319,541	253,794	227,281	238,663	11,113	12,898
30. New Hampshire	NH	L	370,596	265,333	175,085	107,044	6,116	3,154
31. New Jersey	NJ	L	1,529,011	781,443	716,808	345,282	22,747	21,048
32. New Mexico	NM	L	2,188,069	2,552,821	199,899	212,009	10,639	10,410
33. New York	NY	L	4,845,276	2,956,592	3,878,397	3,008,001	175,258	157,171
34. North Carolina	NC	L	4,299,895	2,946,656	1,274,417	708,086	69,621	45,663
35. North Dakota	ND	L	140,817	82,320	65,168	47,387	2,081	764
36. Ohio	OH	L	2,747,894	1,955,373	1,222,662	1,471,664	62,056	34,388
37. Oklahoma	OK	L	380,800	321,430	166,256	223,353	7,301	9,696
38. Oregon	OR	L	30,308	109,304	17,362	28,867	4,293	5,462
39. Pennsylvania	PA	L	3,962,108	2,746,963	1,592,298	1,028,371	70,450	47,948
40. Rhode Island	RI	L	74,085	29,155	39,612	8,252	129	361
41. South Carolina	SC	L	300,828	249,344	152,431	71,556	7,582	3,240
42. South Dakota	SD	L	39,092	9,458	21,120	11,323	416	1,032
43. Tennessee	TN	L	1,662,393	1,789,047	740,746	856,984	40,615	54,937
44. Texas	TX	L	26,139,094	15,330,833	6,178,188	5,629,932	449,317	358,391
45. Utah	UT	L	2,342	8,270	1,079	2,707	123	186
46. Vermont	VT	L	300,786	246,058	165,627	150,200	8,044	5,451
47. Virginia	VA	L	1,107,425	935,645	629,051	501,978	21,540	29,034
48. Washington	WA	L	8,967,871	9,548,392	3,494,483	3,076,564	220,639	209,287
49. West Virginia	WV	L	329,273	308,956	213,512	145,873	8,534	7,258
50. Wisconsin	WI	L	341,927	380,791	208,861	182,034	9,838	6,993
51. Wyoming	WY	L	80,912	140,531	40,361	72,856	2,327	1,812
52. American Samoa	AS	N						
53. Guam	GU	N						
54. Puerto Rico	PR	N						
55. U.S. Virgin Islands	VI	N						
56. Northern Mariana Islands	MP	N						
57. Canada	CAN	N						
58. Aggregate Other Alien	OT	X X X						
59. Totals	(a) 50		102,809,741	99,662,192	48,914,948	44,813,580	2,758,201	2,492,091

DETAILS OF WRITE-INS							
58001.		X X X	NONE				
58002.		X X X					
58003.		X X X					
58998.	Summary of remaining write-ins for Line 58 from overflow page	X X X					
58999.	Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	X X X					

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

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

PART 1 - ORGANIZATIONAL CHART



## SCHEDULE Y

## PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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

## SCHEDULE Y

## PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Asterik	Explanation
	NONE

PART 1 – LOSS EXPERIENCE

Lines of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire				
2. Allied lines				
3. Farmowners multiple peril				
4. Homeowners multiple peril				
5. Commercial multiple peril				
6. Mortgage guaranty				
8. Ocean marine				
9. Inland marine				
10. Financial guaranty				
11.1 Medical professional liability-occurrence				
11.2 Medical professional liability-claims made				
12. Earthquake				
13. Group accident and health				
14. Credit accident and health				
15. Other accident and health				
16. Workers' compensation				
17.1 Other liability-occurrence	695,726	19,520	2.8	3.6
17.2 Other liability-claims made				
17.3 Excess Workers' Compensation				
18.1 Products liability-occurrence				
18.2 Products liability-claims made				
19.1, 19.2 Private passenger auto liability				
19.3, 19.4 Commercial auto liability				
21. Auto physical damage				
22. Aircraft (all perils)				
23. Fidelity				
24. Surety				
26. Burglary and theft				
27. Boiler and machinery				
28. Credit	630,389	496,375	78.7	49.0
29. International				
30. Warranty	78,674,070	48,393,695	61.5	63.7
31. Reinsurance-Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. TOTALS	80,000,185	48,909,590	61.1	63.2

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

PART 2 – DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine			
10. Financial guaranty			
11.1 Medical professional liability-occurrence			
11.2 Medical professional liability-claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence	304,532	791,318	830,369
17.2 Other liability-claims made			
17.3 Excess Workers' Compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1, 19.2 Private passenger auto liability			
19.3, 19.4 Commercial auto liability			
21. Auto physical damage			
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit	310,513	1,056,301	1,305,421
29. International			
30. Warranty	35,022,211	100,962,122	97,526,401
31. Reinsurance-Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. TOTALS	35,637,256	102,809,741	99,662,191

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

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2013 Loss and LAE Payments (Cols 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	Q.S. Date IBNR Loss & LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 - 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 - 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2010 + prior													
2. 2011													
3. Subtotals 2011 + prior													
4. 2012	10	24	34								(10)	(24)	(34)
5. Subtotals 2012 + prior	10	24	34								(10)	(24)	(34)
6. 2013	X X X	X X X	X X X	X X X	746	746	X X X	3	24	27	X X X	X X X	X X X
7. Totals	10	24	34		746	746		3	24	27	(10)	(24)	(34)

8. Prior Year-End Surplus As

Regards Policyholders 45,953

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. -100.000 2. -100.000 3. -100.000

Col. 13, Line 7  
Line 8

4. -0.074

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

Question 1:	Not Applicable
Question 2:	Not Applicable
Question 3:	Not Applicable
Question 4:	Not Applicable

Bar Code:



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**OVERFLOW PAGE FOR WRITE-INS**

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SCHEDULE A - VERIFICATION  
Real Estate

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

SCHEDULE B - VERIFICATION  
Mortgage Loans

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

SCHEDULE BA - VERIFICATION  
Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION  
Bonds and Stocks

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	60,604,293	61,022,847
2. Cost of bonds and stocks acquired	24,721,680	21,003,183
3. Accrual of discount	6,893	18,436
4. Unrealized valuation increase (decrease)	471,059	180,570
5. Total gain (loss) on disposals	614	424,907
6. Deduct consideration for bonds and stocks disposed of	19,325,080	21,378,099
7. Deduct amortization of premium	341,508	667,551
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	66,137,951	60,604,293
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	66,137,951	60,604,293

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity  
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	58,388,924	7,533,273	5,926,179	(109,265)	57,702,373	58,388,924	59,886,753	55,159,135
2. Class 2 (a)	5,173,053		914,296	(11,333)	5,684,090	5,173,053	4,247,424	7,093,111
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	63,561,977	7,533,273	6,840,475	(120,598)	63,386,463	63,561,977	64,134,177	62,252,246
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock	63,561,977	7,533,273	6,840,475	(120,598)	63,386,463	63,561,977	64,134,177	62,252,246

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated, short-term and cash-equivalent bonds by NAIC designation:

NAIC 1 \$ 0; NAIC 2 \$ 0; NAIC 3 \$ 0; NAIC 4 \$ 0; NAIC 5 \$ 0; NAIC 6 \$ 0

SCHEDULE DA - PART 1  
Short-Term Investments

	1	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	2,685,727	X X X	2,687,016	11	2,347

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	5,667,115	8,137,459
2. Cost of short-term investments acquired	33,065,768	18,260,727
3. Accrual of discount		59
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	36,045,867	20,731,130
7. Deduct amortization of premium	1,289	
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	2,685,727	5,667,115
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	2,685,727	5,667,115

- NONE Schedule DB - Part A and B Verification
- NONE Schedule DB - Part C - Section 1
- NONE Schedule DB - Part C - Section 2
- NONE Schedule DB - Verification
- NONE Schedule E Verification
- NONE Schedule A - Part 2 and 3
- NONE Schedule B - Part 2 and 3
- NONE Schedule BA - Part 2 and 3

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	2  Description	3  Foreign	4  Date Acquired	5  Name of Vendor	6 Number of Shares of Stock	7  Actual Cost	8  Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
912828-PJ-3	US TREASURY N/B		09/10/2013	CITIGROUP GLOBAL MARKETS INC.		203,609	200,000.00	774	1
912828-RF-9	US TREASURY N/B		09/10/2013	Chase/Greenwhich Cap		200,547	200,000.00	61	1
0599999	Total Bonds U. S. Government				X X X	404,156	400,000.00	835	X X X
3135G0-AL-7	FANNIE MAE		08/01/2013	MORGAN STANLEY & CO INC, NY		208,368	200,000.00	1,713	1
3135G0-YE-7	FANNIE MAE		07/17/2013	CHASE SECURITIES		598,074	600,000.00		1
313373-SZ-6	FEDERAL HOME LOAN BANK		07/01/2013	KEYBANC CAPITAL MARKETS INC		363,867	350,000.00	455	1
3137EA-CW-7	FREDDIE MAC		07/25/2013	VARIOUS		570,892	550,000.00	4,497	1
3137EA-DS-5	FREDDIE MAC		09/11/2013	VARIOUS		447,703	450,000.00	281	1
3199999	U.S. Total Bonds Special Revenue and Special Assessment and all Non-Guaranteed Obligations				X X X	2,188,904	2,150,000.00	6,946	X X X
63254A-AA-6	NATIONAL AUSTRALIA BK LT		09/18/2013	BARCLAYS CAPITAL INC		560,775	550,000.00	428	1FE
21685W-BL-0	RABOBANK NEDERLAND	R	07/19/2013	MORGAN STANLEY & CO INC, NY		308,256	300,000.00	1,789	1FE
3899999	Total Bonds Industrial and Miscellaneous (Unaffiliated)				X X X	869,031	850,000.00	2,217	X X X
8399997	Total Bonds Part 3				X X X	3,462,091	3,400,000	9,998	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	3,462,091	3,400,000.00	9,998	X X X
009158-10-6	AIR PRODUCTS & CHEMICALS INC		08/05/2013	BONY BROKERAGE	457.000	49,226			L
03073E-10-5	AMERISOURCEBERGEN CORP		09/25/2013	KEYBANC CAPITAL MARKETS INC	794.000	48,487			L
032654-10-5	ANALOG DEVICES INC		08/05/2013	BONY BROKERAGE	494.000	24,533			L
17275R-10-2	CISCO SYSTEMS INC		08/05/2013	VARIOUS	936.000	24,625			L
G2554F-11-3	COVIDIEN PLC	R	07/01/2013	Unknown	1,235.000	63,777			U
231021-10-6	CUMMINS INC		09/25/2013	VARIOUS	565.000	73,000			L
26875P-10-1	EOG RESOURCES INC		08/28/2013	VARIOUS	379.000	59,478			L
37045V-10-0	GENERAL MOTORS CO		09/10/2013	VARIOUS	2,613.000	95,234			L
501044-10-1	KROGER CO		09/25/2013	VARIOUS	1,839.000	72,961			L
G5785G-10-7	MALLINCKRODT PLC	R	07/01/2013	Unknown	154.375	6,238			L
61166W-10-1	MONSANTO CO		09/25/2013	SG COWEN SECURITIES CORP	116.000	12,225			L
65339F-10-1	NEXTERA ENERGY INC		08/05/2013	BONY BROKERAGE	93.000	8,121			L
747525-10-3	QUALCOMM INC		09/09/2013	BAIRD (ROBERT W.) & CO. INC.	345.000	23,874			L
857477-10-3	STATE STREET CORP		08/22/2013	BERNSTEIN (SANFORD C) & CO.	522.000	36,346			L
91324P-10-2	UNITEDHEALTH GROUP INC		09/09/2013	VARIOUS	1,328.000	93,482			L
949746-10-1	WELLS FARGO & CO		07/12/2013	BONY BROKERAGE	408.000	17,372			L
9099999	Total Common Stock Industrial and Miscellaneous (Unaffiliated)				X X X	708,979	X X X		X X X

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

## SCHEDULE D - PART 3

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

[illegible]

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	F o r e i g n	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 (Amort- ization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)
912828-RD-4	US TREASURY N/B		09/03/2013	Maturity		200,000	200,000.00	199,688	199,896		104		104		200,000				250	08/31/2013	1
0599999	Total - Bonds - U.S. Governments				X X X	200,000	200,000.00	199,688	199,896		104		104		200,000				250	X X X	X X X
EIS	31398A-2S-0		09/23/2013	Maturity		200,000	200,000.00	199,428	199,828		172		172		200,000				2,000	09/23/2013	1
	31398A-X3-1		08/20/2013	Maturity		200,000	200,000.00	200,800	200,218		(218)		(218)		200,000				2,500	08/20/2013	1
	3133XR-X8-8		09/06/2013	Maturity		245,000	245,000.00	255,743	246,631		(1,631)		(1,631)		245,000				9,800	09/06/2013	1
	3134A4-TZ-7		07/15/2013	Maturity		175,000	175,000.00	192,791	178,482		(3,482)		(3,482)		175,000				7,875	07/15/2013	1
	3137EA-CU-1		07/25/2013	Credit Suisse First Bost		196,950	195,000.00	197,718	196,916		(763)		(763)		196,227		723	723	1,928	07/30/2014	1
	312945-ZD-3		09/16/2013	Direct		64,138	64,138.16	67,624	67,653		307		307		67,959		(3,821)	(3,821)	1,644	02/01/2041	1
	3128M7-4G-8		09/16/2013	Direct		39,954	39,953.67	43,488	43,447		(13)		(13)		43,434		(3,480)	(3,480)	1,457	02/01/2040	1
	31368H-MY-6		09/25/2013	Direct		33,445	33,444.96	36,591	36,559		475		475		37,034		(3,589)	(3,589)	1,213	11/01/2036	1
	31368H-M4-2		09/25/2013	Direct		5,631	5,631.14	6,031	6,028		59		59		6,088		(457)	(457)	204	05/01/2037	1
	31385W-SB-6		09/25/2013	Direct		23,786	23,786.16	25,934	25,561		(168)		(168)		25,393		(1,607)	(1,607)	870	11/01/2017	1
	31402C-PL-0		09/25/2013	Direct		40,009	40,008.98	43,113	43,080		271		271		43,351		(3,342)	(3,342)	1,319	11/01/2033	1
	31403C-6L-0		09/25/2013	Direct		36,436	36,435.81	39,476	39,442		346		346		39,788		(3,352)	(3,352)	1,205	02/01/2036	1
	31403D-DX-4		09/25/2013	Direct		60,518	60,518.17	65,902	65,851		628		628		66,479		(5,961)	(5,961)	2,210	04/01/2036	1
	31410F-VW-2		09/25/2013	Direct		5,644	5,644.35	6,045	6,042		50		50		6,092		(447)	(447)	206	02/01/2037	1
	31410K-JY-1		09/25/2013	Direct		40,558	40,557.70	44,528	44,496		526		526		45,023		(4,465)	(4,465)	1,614	05/01/2038	1
	31412P-RQ-6		09/25/2013	Direct		3,074	3,073.95	3,257	3,252		13		13		3,265		(191)	(191)	93	05/01/2024	1
	31416B-QD-3		09/25/2013	Direct		35,320	35,320.39	38,632	38,422		(275)		(275)		38,146		(2,826)	(2,826)	1,288	01/01/2021	1
	31416B-TW-8		09/25/2013	Direct		3,520	3,520.10	3,823	3,802		11		11		3,813		(293)	(293)	128	01/01/2024	1
	31417V-N6-6		09/25/2013	Direct		3,585	3,584.85	3,800	3,801		21		21		3,822		(237)	(237)	105	12/01/2039	1
	31418N-YK-0		09/25/2013	Direct		28,132	28,131.67	30,136	30,030		170		170		30,199		(2,067)	(2,067)	823	02/01/2025	1
	31418R-GS-4		09/25/2013	Direct		11,655	11,654.61	12,212	12,206		68		68		12,274		(620)	(620)	345	04/01/2040	1
	3138A4-Y5-8		09/25/2013	Direct		20,467	20,466.82	21,439	21,389		30		30		21,419		(952)	(952)	468	01/01/2026	1
	3138AM-UJ-2		09/25/2013	Direct		45,000	45,000.25	47,953	47,923		321		321		48,244		(3,244)	(3,244)	1,323	07/01/2041	1
	3138EG-FA-7		09/25/2013	Direct		24,951	24,951.49	26,644	26,632		124		124		26,757		(1,805)	(1,805)	734	05/01/2041	1
3199999	U.S. Total - Bonds - Special Revenue and Special Assessment Non-Guaranteed Obl				X X X	1,542,773	1,540,823.23	1,613,108	1,587,691		(2,958)		(2,958)		1,584,807		(42,033)	(42,033)	41,352	X X X	X X X
025816-AQ-2	AMERICAN EXPRESS CO		07/15/2013	Maturity		500,000	500,000.00	507,980	500,919		(919)		(919)		500,000				24,375	07/15/2013	1FE
428236-BB-8	HEWLETT-PACKARD CO		09/13/2013	Maturity		500,000	500,000.00	500,280	500,083		(83)		(83)		500,000				6,250	09/13/2013	2FE
88732J-AX-6	TIME WARNER CABLE INC		07/18/2013	Chase/Greenwhich Cap		388,296	400,000.00	416,828	415,230		(934)		(934)		414,296		(26,000)	(26,000)	15,492	02/15/2021	2FE
3899999	Total - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	1,388,296	1,400,000.00	1,425,088	1,416,232		(1,936)		(1,936)		1,414,296		(26,000)	(26,000)	46,117	X X X	X X X

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	F o r e i g n	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 (Amort- ization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)
8399997	Total - Bonds - Part 4				X X X	3,131,069	3,140,823	3,237,884	3,203,819		(4,790)		(4,790)		3,199,103		(68,033)	(68,033)	87,719	X X X	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	3,131,069	3,140,823.23	3,237,884	3,203,819		(4,790)		(4,790)		3,199,103		(68,033)	(68,033)	87,719	X X X	X X X
E051	G1151C-10-1		09/09/2013	VARIOUS	469.00	34,582		29,372	31,189	(1,816)			(1,816)		29,372		5,210	5,210	380		L
	H0023R-10-5		08/13/2013	BONY BROKERAGE	179.00	16,298		14,170	14,284	(114)			(114)		14,170		2,128	2,128	179		L
	053015-10-3		08/05/2013	BONY BROKERAGE	256.00	18,301		14,534	14,574	(41)			(41)		14,534		3,767	3,767	223		L
	071813-10-9		07/01/2013	VARIOUS															157		L
	G2554F-11-3	R	07/01/2013	Unknown	1,235.00	70,015		70,015	71,309	(1,294)			(1,294)		70,015				321		U
	29250N-10-5	I	09/04/2013	JP MORGAN SECURIT	1,533.00	62,477		65,431	66,410	(978)			(978)		65,431		(2,954)	(2,954)	1,184		L
	30231G-10-2		08/05/2013	BONY BROKERAGE	196.00	17,860		16,576	16,964	(388)			(388)		16,576		1,284	1,284	235		L
	364760-10-8		08/22/2013	BERNSTEIN (SANFOR	283.00	11,835		10,238							10,238		1,597	1,597	85		L
	459200-10-1		07/12/2013	BONY BROKERAGE	341.00	65,358		63,977	65,319	(1,342)			(1,342)		63,977		1,382	1,382	614		L
	46625H-10-0		09/25/2013	SG COWEN SECURITI	508.00	26,116		21,995	22,336	(341)			(341)		21,995		4,120	4,120	498		L
	487836-10-8		09/16/2013	VARIOUS	1,253.00	75,503		76,158							76,158		(654)	(654)	1,244		L
	494368-10-3		07/22/2013	CITATION GROUP	485.00	47,418		36,677	40,949	(4,271)			(4,271)		36,677		10,741	10,741	1,169		L
	G5785G-10-7	R	08/05/2013	VARIOUS	154.38	6,970		6,238							6,238		732	732			L
	713448-10-8		09/30/2013	BERNSTEIN (SANFOR	995.00	79,976		81,376							81,376		(1,400)	(1,400)	565		L
	783549-10-8		09/20/2013	CITATION GROUP	390.00	21,978		19,159	19,473	(314)			(314)		19,159		2,819	2,819	374		L
	80105N-10-5	R	08/05/2013	VARIOUS	1,091.00	55,549		51,796	30,797	(238)			(238)		51,796		3,753	3,753	1,382		L
	931142-10-3		09/03/2013	VARIOUS	521.00	39,400		35,693	32,955	(145)			(145)		35,693		3,706	3,706	610		L
	254687-10-6		08/22/2013	BERNSTEIN (SANFOR	386.00	23,780		19,004	19,219	(215)			(215)		19,004		4,776	4,776			L
	976657-10-6		09/03/2013	BERNSTEIN (SANFOR	352.00	14,418		12,927	12,971	(44)			(44)		12,927		1,490	1,490	374		L
9099999	Total - Common Stock - Industrial and Miscellaneous (Unaffiliated)				X X X	687,834		645,336	458,749	(11,541)			(11,541)		645,336		42,497	42,497	9,594	X X X	X X X
9799997	Total - Common Stock - Part 4				X X X	687,834	X X X	645,336	458,749	(11,541)			(11,541)		645,336		42,497	42,497	9,594	X X X	X X X
9799998	Summary Item from Part 5 for Common Stocks				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9799999	Total Common Stocks				X X X	687,834	X X X	645,336	458,749	(11,541)			(11,541)		645,336		42,497	42,497	9,594	X X X	X X X
9899999	Total Preferred and Common Stocks				X X X	687,834	X X X	645,336	458,749	(11,541)			(11,541)		645,336		42,497	42,497	9,594	X X X	X X X

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



## SCHEDULE D - PART 4

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

[illegible]

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

- NONE Schedule DB - Part A - Section 1
- NONE Schedule DB - Part B - Section 1
- NONE Schedule DB - Part D - Section 1
- NONE Schedule DB - Part D - Section 2
- NONE Schedule DL - Part 1
- NONE Schedule DL - Part 2

## SCHEDULE E - PART 1 - CASH

### Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
Bank of Oklahoma	Tulsa, OK	0.080	19		95,150	91,650	91,656	
Fifth Third Bank	Cincinnati, OH				5,126,532	6,054,435	8,884,589	
Fifth Third Bank	Cincinnati, OH				8,174	10,041	8,269	
Fifth Third Bank	Cincinnati, OH				2,299	2,299	2,299	
Fifth Third Bank	Cincinnati, OH	0.050	18		142,598	142,604	142,610	
Fifth Third Bank	Cincinnati, OH				100,000	100,000	100,000	
Fifth Third Bank	Cincinnati, OH	0.050	57		449,706	449,725	449,744	
Fifth Third Bank	Cincinnati, OH	0.060	12		94,717	91,221	71,079	
0199998 Deposits in ( ) depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories								
0199999 Total - Open Depositories	XXX	XXX	106		6,019,176	6,941,975	9,750,246	XXX
Suspended Depositories								
0299998 Deposits in ( ) depositories that do not exceed the allowable limit in any one depository (see Instructions) - Suspended Depositories								
0299999 Total Suspended Depositories	XXX	XXX						XXX
0399999 Total Cash on Deposit								
0499999 Cash in Company's Office	XXX	XXX	XXX	XXX	300			XXX
0599999 Total								

**NONE      Schedule E - Part 2**