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QUARTERLY STATEMENT

As of September 30, 2013

of the Condition and Affairs of the

BUCKEYE STATE MUTUAL INSURANCE COMPANY

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

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

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

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

OFFICERS

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

OTHER

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

DIRECTORS OR TRUSTEES

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

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

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

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

Subscribed and sworn to before me
This ________ day of ____________________

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	33,946,337		33,946,337	28,972,566
2. Stocks:				
2.1 Preferred stocks	670,424		670,424	665,466
2.2 Common stocks	14,613,053	42,222	14,570,831	13,450,010
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)	1,306,840		1,306,840	1,398,496
4.2 Properties held for the production of income (less $..........0 encumbrances)	335,049		335,049	355,075
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($.....2,118,477), cash equivalents ($..........0) and short-term investments ($.....805,968)	2,924,445		2,924,445	2,633,858
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	53,796,148	42,222	53,753,926	47,475,471
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	182,656		182,656	242,586
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	4,330,329		4,330,329	3,327,463
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	8,452,749		8,452,749	7,812,808
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	1,660,328		1,660,328	3,229,678
16.2 Funds held by or deposited with reinsured companies	300,000		300,000	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	2,726,678	560,014	2,166,664	1,589,610
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	244,692	60,833	183,859	237,326
21. Furniture and equipment, including health care delivery assets ($..........0)	28,710	28,711	(1)	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	140,543		140,543	221,814
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	820,466	820,466	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	72,683,299	1,512,246	71,171,053	64,136,756
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	72,683,299	1,512,246	71,171,053	64,136,756

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Other	351,000	351,000	0	
2502. Company owned automobile	126,033	126,033	0	
2503. Intangible assets pensin plan	255,750	255,750	0	
2598. Summary of remaining write-ins for Line 25 from overflow page	87,683	87,683	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	820,466	820,466	0	0

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....5,596,751)	12,775,550	12,651,977
2.	Reinsurance payable on paid losses and loss adjustment expenses	5,738	5,327
3.	Loss adjustment expenses	1,371,845	1,399,061
4.	Commissions payable, contingent commissions and other similar charges	3,054,897	2,783,619
5.	Other expenses (excluding taxes, licenses and fees)	752,202	917,825
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	404,777	360,651
7.1	Current federal and foreign income taxes (including $..........0 on realized capital gains (losses))		
7.2	Net deferred tax liability		
8.	Borrowed money $..........0 and interest thereon $.....18,756	18,756	17,834
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....3,773,431 and including warranty reserves of $..........0 and accrued accident and health experience rating refunds including $..........0 for medical loss ratio rebate per the Public Health Service Act	25,951,579	20,447,619
10.	Advance premium	925,615	769,254
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	1,183,722	1,297,238
13.	Funds held by company under reinsurance treaties	2,205,654	1,834,769
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance (including $..........0 certified)		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates	43,815	2,032
20.	Derivatives		
21.	Payable for securities	150,000	
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	1,708,174	1,666,123
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	50,552,324	44,153,329
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	50,552,324	44,153,329
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock		
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes	6,200,000	6,200,000
34.	Gross paid in and contributed surplus		
35.	Unassigned funds (surplus)	14,418,730	13,783,425
36.	Less treasury stock, at cost:		
	36.1 ....0.000 shares common (value included in Line 30 $..........0)		
	36.2 ....0.000 shares preferred (value included in Line 31 $..........0)		
37.	Surplus as regards policyholders (Lines 29 to 35, less 36)	20,618,730	19,983,425
38.	Totals (Page 2, Line 28, Col. 3)	71,171,054	64,136,754

DETAILS OF WRITE-INS

2501.	Line 15 from 2000 Annual Statement		
2502.	SSAP No 89 minimum pension liability	1,666,123	1,666,123
2503.	Ceded commissions in excess of costs	42,051	
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	1,708,174	1,666,123
2901.	Additional admitted deferred tax assets		
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	0
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct.............. (written $.....46,161,253)	44,462,874	42,378,984	60,325,570
1.2 Assumed........ (written $.....293,680)	265,438	3,673,987	478,902
1.3 Ceded............ (written $.....7,635,307)	11,412,646	25,308,110	22,446,984
1.4 Net.................. (written $.....38,819,626)	33,315,666	20,744,861	38,357,488
DEDUCTIONS:			
2. Losses incurred (current accident year $.....20,854,578):			
2.1 Direct	24,340,568	34,279,188	43,797,222
2.2 Assumed	63,116	2,605,868	9,499
2.3 Ceded	4,447,446	22,014,000	19,211,357
2.4 Net	19,956,238	14,871,056	24,595,364
3. Loss adjustment expenses incurred	2,268,563	1,637,682	2,944,567
4. Other underwriting expenses incurred	12,760,734	7,967,793	14,395,692
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	34,985,535	24,476,531	41,935,623
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(1,669,869)	(3,731,670)	(3,578,135)
INVESTMENT INCOME			
9. Net investment income earned	4,375	43,785	152,661
10. Net realized capital gains (losses) less capital gains tax of $..........0	475,778	401,617	604,966
11. Net investment gain (loss) (Lines 9 + 10)	480,153	445,402	757,627
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $..........0)	0		
13. Finance and service charges not included in premiums	256,857	188,667	316,176
14. Aggregate write-ins for miscellaneous income	0	0	0
15. Total other income (Lines 12 through 14)	256,857	188,667	316,176
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(932,858)	(3,097,601)	(2,504,332)
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)	(932,858)	(3,097,601)	(2,504,332)
19. Federal and foreign income taxes incurred			
20. Net income (Line 18 minus Line 19) (to Line 22)	(932,858)	(3,097,601)	(2,504,332)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	19,983,424	18,830,887	22,323,478
22. Net income (from Line 20)	(932,858)	(3,097,601)	(2,504,332)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....344,841	669,396	479,208	800,002
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	431,642	1,003,557	925,647
27. Change in nonadmitted assets	467,127	(1,254,644)	(923,358)
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	(638,013)
38. Change in surplus as regards policyholders (Lines 22 through 37)	635,307	(2,869,480)	(2,340,054)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	20,618,731	15,961,407	19,983,424

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. Lines 23 and 29 from 2000 Annual Statement			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	0	0	0
3701. Change in SSAP No 89 minimum liability			(638,013)
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	(638,013)

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	37,219,664	20,700,138	40,460,411
2.	Net investment income	334,171	329,703	480,257
3.	Miscellaneous income	256,857	188,667	316,176
4.	Total (Lines 1 through 3)	37,810,692	21,218,508	41,256,844
5.	Benefit and loss related payments	18,562,904	23,366,363	26,657,584
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	14,906,732	11,368,972	17,941,475
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $..........0 tax on capital gains (losses)		(280,298)	(280,298)
10.	Total (Lines 5 through 9)	33,469,636	34,455,037	44,318,761
11.	Net cash from operations (Line 4 minus Line 10)	4,341,056	(13,236,529)	(3,061,917)
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	5,152,824	10,934,770	13,545,701
	12.2 Stocks	163,361	333,331	464,012
	12.3 Mortgage loans			
	12.4 Real estate	327,100		
	12.5 Other invested assets			
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
	12.7 Miscellaneous proceeds	150,000	190,075	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	5,793,285	11,458,175	14,009,713
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	10,169,855	8,323,715	10,400,125
	13.2 Stocks	217,272	476,115	733,336
	13.3 Mortgage loans			
	13.4 Real estate	25,802	52,118	94,837
	13.5 Other invested assets			
	13.6 Miscellaneous applications			
	13.7 Total investments acquired (Lines 13.1 to 13.6)	10,412,930	8,851,948	11,228,298
14.	Net increase (decrease) in contract loans and premium notes			
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(4,619,645)	2,606,228	2,781,415
	CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes			
	16.2 Capital and paid in surplus, less treasury stock			
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			
	16.6 Other cash provided (applied)	569,175	10,047,527	518,216
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	569,175	10,047,527	518,216
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18.	Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	290,587	(582,774)	237,714
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	2,633,855	1,930,703	2,396,141
	19.2 End of period (Line 18 plus Line 19.1)	2,924,441	1,347,929	2,633,855

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

20.0001				

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

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

The state of Ohio requires insurance companies domiciled in the state of Ohio to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual subject to any deviations prescribed or permitted by the Ohio Insurance Department

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

a. Statutory Merger

1. The Company merged with Middle Georgia Mutual Insurance Company (Middle Georgia Mutual(on July 1, 2013.
2. The transaction was accounted for as a statutory merger.
3. The merger was that of two mutual insurance companies.
4. Pre merger separate revenue (direct earned premium), net income, and other surplus adjustments for the six months ended 6/30/2013 were 27,208,461 , ($738,560), and $445,055, respectively for the Company and $2,156,616, $44,656, and $74,459 respectively for Middle Georgia Mutual.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

A. Loan-Backed Securities

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

2.

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

3.

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

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

b. The aggregate amount of unrealized losses:
   1. Less than 12 months $136,029
   2. 12 months or longer $ 8,642

c. The aggregate related fair value of securities with unrealized losses:
   1. Less than 12 months $ 4,094,384
   2. 12 months or longer $ 519,153

B. Repurchase Agreements and /or Securities Lending Transactions

3) Collateral Received

Not applicable

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

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

A. Nature of Relationships

Buckeye merged with Middle Georgia Mutual Insurance Company (NAIC #14524, Federal ID# 58-0350840) July 1, 2013, with the Buckeye being the surviving company. Global Insurance Company was formerly owned 100% by Middle Georgia Mutual. Global is now owned by Buckeye due to the merger.

C. Change in Terms of Intercompany Arrangements

Buckeye entered into a cost sharing agreement with Global (post MGM merger).

Note 11 - Debt

No significant change.

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

The following is from Middle Georgia Mutual's 2012 annual statement regarding their plan.

A. Defined Benefit Plans

1. Reconciliation of beginning and ending balances of pension benefit obligation and fair value of plan asse

	December 31, 2012	December 31, 2011
Pension benefit obligation, beginning of year	$ (3,640,492)	$ (3,211,777)
Service cost of the current period	-	-
Interest cost on the projected benefit obligation	(194,955)	(181,009)
Actuarial gain (loss)	(671,489)	(284,954)
Business combinations, divestitures, curtailments, settlements and special termination benefits	-	-
Benefits paid	85,887	37,248
Pension benefit obligation, end of year	$ (4,421,049)	$ (3,640,492)
Fair value of assets held in Plan, beginning of year	2,604,900	2,206,759
Actual return of plan assets	159,016	220,157
Employer contribution	164,580	215,232
Benefits paid	(85,887)	(37,248)
Fair value of plan assets	2,842,609	$ 2,604,900
Deficit of Plan assets over benefit obligation	(1,578,440)	(1,035,592)

2. Accumulated benefit obligation for non-invested employees $ -

3. Funded status of Plan

The unfunded obligation consists of:	
Unamortized net loss	$ (1,423,960)
Unamortized prior service cost	(255,750)
Unamortized net transition asset	13,587
Pension asset / (liability)	87,683
	$ (1,578,440)

In accordance with SSAP 89 No. 89, an intangible asset of $255,750 has been recognized (and nonadmitted) for the additional minimum liability to the extent of unrecognized prior service costs.

NOTES TO FINANCIAL STATEMENTS

4. Information about Plan assets

The percentage of the fair value of total plan assets held in each major category of plan asset as of the date of each statement of financial position follows:

	December 31, 2012	December 31, 2011
Cash and cash equivalents		
Certificates of Deposit		
Equity securities	39%	47%
Mutual and exchange traded funds	0%	0%
Fixed income securities	56%	46%
Other	5%	7%
	100%	100%

The primary investment objective is to maintain sustained long-term capital appreciation exceeding the rate of inflation while attaining a real total return (realized and unrealized gain and dividend and interest income) exceeding core inflation by 4%, net of fees, over a three year market cycle. In general, the Company's goal is to maintain the following allocation:

Equity Securities	40%
Debt Securities	50%
Other	10%

The plan invests only in securities and other assets for which there is an active market. No one security shall comprise more than 15% of the portfolio except for direct obligation of the U.S. Government. Prohibited investments include non-publicly traded securities, below investment grade deficit, and investment strategies with unlimited loss potential.

The overall expected long-term rate of return on plan assets represents a weighted average composite rate based on expected rates of return for the following individual asset categories:

Equity securities	8.90%
Debt securities	6.40%
Other	7.50%

Such rates are estimated by adjusting historical results for each category of investment for anticipated market movement.

5. Benefits expected to be paid in each of the next five years and in the aggregate for the five years thereafter.

2013	$	224,393
2014		230,572
2015		236,849
2016		243,241
2017		250,790
Years 2018-2022		1,287,790

6. Estimate of contributions expected to be paid to the Plan during the next fiscal year:

$ 43,419

7. Components of net periodic pension cost

Service cost of the current period	$	-
Interest cost on the projected benefit obligation		181,009
Expected return on assets held in the plan		(173,745)
Net amortization of transition liability		(4,531)
Recognized gain		36,835
Prior service cost recognized		51,150
	$	90,718

8. Change in minimum pension liability

The amount included in unassigned funds (surplus) for CY 2010 arising from a change in the additional minimum pension liability is $373,641 net of deferred taxes of $192,481.

9. Assumptions used in the accounting for Plan:

Annual discount rate used to determine net periodic benefit cost	5.0%
Annual discount rate used to determine benefit obligation	4.25%
Expected rate of return on Plan assets	N/A
Salary scale	N/A

10. Related party transactions:

Amounts and types of securities of the Company or related parties included in Plan assets	$	-
Amount of future annual benefits of Plan participants covered by insurance contracts issued by the Company or related parties	$	-
Significant transactions between the reporting entity or related parties and the Plan	$	-

11. Other disclosures

Alternative method used to amortize prior service amounts or unrecognized net gains and losses pursuant to paragraphs 26 and 33 of FAS 87	N/A
Any substantive commitment used as the basis for accounting for the benefit obligation	N/A
The cost of providing special or contractual termination benefits recognized during the period and a description of the nature of the event	N/A

Significant changes in the benefit obligation of Plan assets:

On December 31, 2010, the Plan was frozen. As a result, future benefit accruals based on the future service and future pay are eliminated. Participant benefits under the Plan are the "accrued benefit" based on service and earnings up to December 31, 2010.

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

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

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

No significant change.

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

A. Transfers of Receivables Reported as Sales

Not applicable

B. Transfers and Servicing of Financial Assets

Not applicable

C. Wash Sales

NOTES TO FINANCIAL STATEMENTS

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

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

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

No significant change.

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

No significant change.

Note 20 - Fair Value

A.

1. Fair Value Measurement at Reporting Date:

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

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

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

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2012 were $14,051,000. As of September 30, 2013, $5,597,000 has been paid for incurred losses and loss adjusting expense attributable to insured events of prior years. Reserves remaining for prior years are now $7,636,000 as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore there has been a $818,000 favorable prior year development since December 31, 2012 to September 30, 2013. The decrease is generally the result on ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. The Company does not have retrospectively rated policies.

Note 26 - Intercompany Pooling Arrangements

A. Buckeye State Mutual Insurance Company, and its affiliate, Home and Farm Insurance Company are participants in an intercompany pooling arrangement whereby Home and Farm cedes 100% of their business to Buckeye.

The pooling participants and each of their percentage participations in the pooled results are as follows (updated as of July 1, 2013, post Middle Georgia Mutual merger): The previous pooling arrangement was in effect January 1, 2012 – June 30, 2013 between Buckeye, Home and Farm, and Middle Georgia Mutual.

Name of Insurer	NAIC Code	Percentage of Participation
Buckeye State Mutual Insurance Co.	16713	95%
Home and Farm Insurance Co.	17639	5%

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - High Deductibles

No significant change.

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

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

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

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

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

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

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

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

Middle Georgia Mutual Insurance Company merged into Buckeye effective 7/1/2013. Global Insurance Company (formerly 100$ owned by Middle Gerogia Mutual, is now owned by Buckeye due to the merger.

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

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

1 Name of Entity	2 NAIC Company Code	3 State of Domicile
Middle Georgia Mutual Insurance Company	14524	GA

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

If yes, attach an explanation.

A cost sharing agreement has been established between Buckeye and Global Insurance Company (see 3.2 above)

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

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

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

6.4 By what department or departments?

Ohio

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

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

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

7.2 If yes, give full information:

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

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

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

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

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

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No [ ]

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

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

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

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

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

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

PART 1 - FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $........................140,543

PART 1 - INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	$ 0	$ 0
14.22 Preferred Stock	$ 0	$ 0
14.23 Common Stock	$ 3,219,310	$ 6,552,948
14.24 Short-Term Investments	$ 0	$ 0
14.25 Mortgage Loans on Real Estate	$ 0	$ 0
14.26 All Other	$ 0	$ 0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 3,219,310	$ 6,552,948
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

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

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

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

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

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

1 Name of Custodian(s)	2 Custodian Address
US Bank	425 Walnut Street Cincinnati, Ohio 45202

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

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

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
109875	Asset Allocation & Management	30 West Monroe Street Chicago, IL 60603
104751	Asset Allocation & Management (Zazove)	30 West Monroe Street Chicago, IL 60603

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2

PROPERTY & CASUALTY INTERROGATORIES

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

   If yes, attach an explanation.

   The pooling arrangement changed due to the merger between Buckeye and Middle Georgia Mutual. The new pooling arrangement is now a 95% share to Buckeye with Home and Farm's share remaining at 5%.

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

   If yes, attach an explanation.

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

3.2 If yes, give full and complete information thereto:

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

4.2 If yes, complete the following schedule:

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

5. Operating Percentages:

   5.1 A&H loss percent 0.0 %

   5.2 A&H cost containment percent 0.0 %

   5.3 A&H expense percent excluding cost containment expenses 0.0 %

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

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

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

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

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

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

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama AL	N						
2. Alaska AK	N						
3. Arizona AZ	L						
4. Arkansas AR	N						
5. California CA	N						
6. Colorado CO	L	2,664,629	1,976,719	1,463,632	1,258,195	993,453	796,710
7. Connecticut CT	N						
8. Delaware DE	N						
9. District of Columbia DC	N						
10. Florida FL	N						
11. Georgia GA	L	3,104,354	3,291,674	2,267,182	2,356,322	649,994	590,058
12. Hawaii HI	N						
13. Idaho ID	N						
14. Illinois IL	L						
15. Indiana IN	L	8,253,974	8,040,696	3,854,391	5,201,850	2,400,262	4,026,239
16. Iowa IA	L		(122,061)	359,112	2,177,090	689,271	1,292,568
17. Kansas KS	L	9,731,238	10,217,113	5,738,900	6,625,126	3,282,574	3,141,510
18. Kentucky KY	N						
19. Louisiana LA	N						
20. Maine ME	N						
21. Maryland MD	N						
22. Massachusetts MA	N						
23. Michigan MI	L						
24. Minnesota MN	L						
25. Mississippi MS	N						
26. Missouri MO	N						
27. Montana MT	N						
28. Nebraska NE	L	4,488,876	4,206,310	3,175,876	4,332,156	2,176,735	4,264,666
29. Nevada NV	N						
30. New Hampshire NH	N						
31. New Jersey NJ	N						
32. New Mexico NM	L						
33. New York NY	N						
34. North Carolina NC	N						
35. North Dakota ND	L						
36. Ohio OH	L	14,989,187	14,105,264	6,051,671	11,867,736	6,249,306	6,955,696
37. Oklahoma OK	N						
38. Oregon OR	N						
39. Pennsylvania PA	N						
40. Rhode Island RI	N						
41. South Carolina SC	N						
42. South Dakota SD	L	2,928,996	2,672,307	1,952,438	1,940,007	347,312	696,061
43. Tennessee TN	N						
44. Texas TX	N						
45. Utah UT	N						
46. Vermont VT	N						
47. Virginia VA	N						
48. Washington WA	N						
49. West Virginia WV	N						
50. Wisconsin WI	L				(459)		
51. Wyoming WY	N						
52. American Samoa AS	N						
53. Guam GU	N						
54. Puerto Rico PR	N						
55. US Virgin Islands VI	N						
56. Northern Mariana Islands MP	N						
57. Canada CAN	N						
58. Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59. Totals	(a) 15	46,161,253	44,388,022	24,863,203	35,758,024	16,788,908	21,763,508

DETAILS OF WRITE-INS

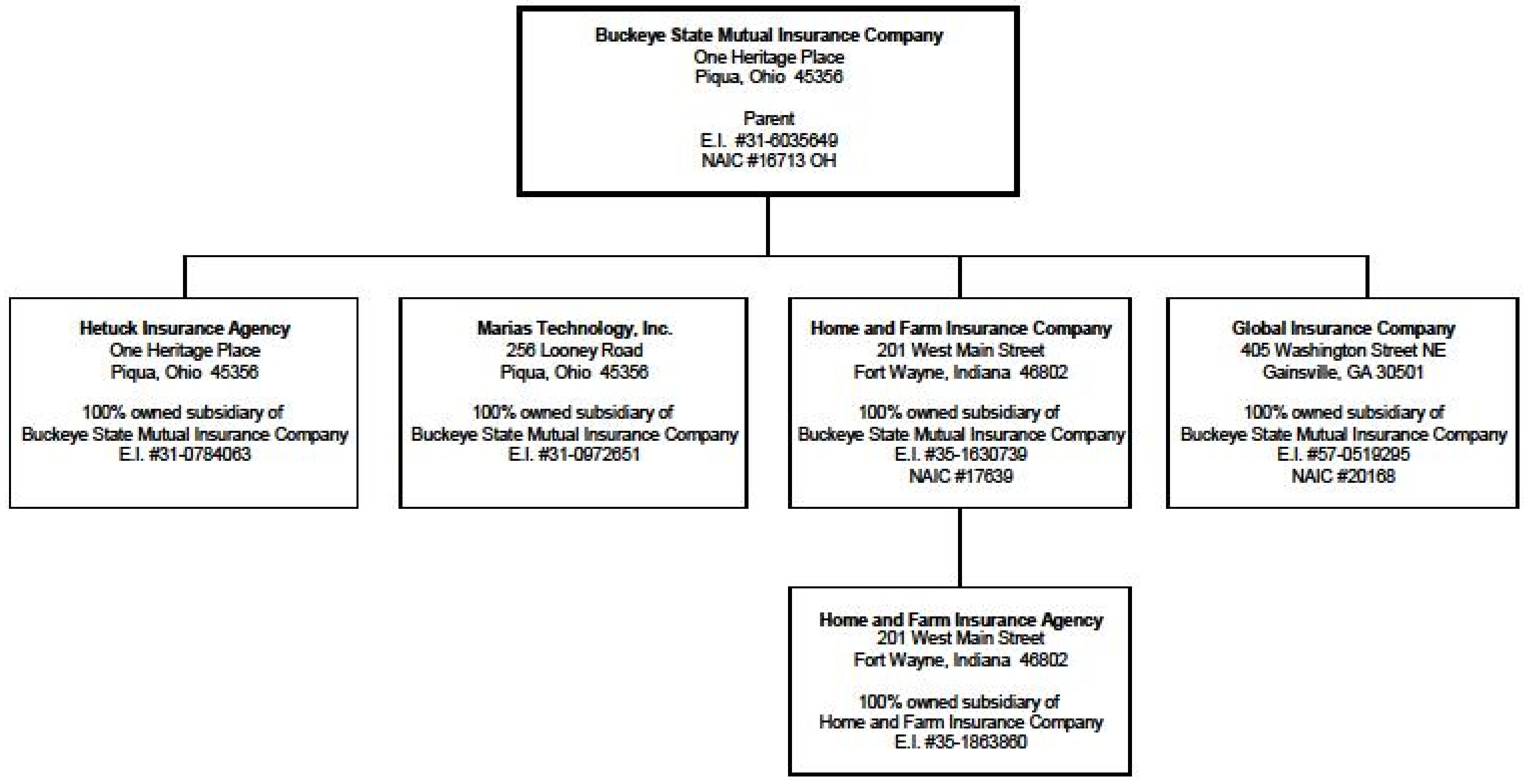
58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above)	XXX	0	0	0	0	0	0

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

Statement for September 30, 2013 of the **BUCKEYE STATE MUTUAL INSURANCE COMPANY**

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

PART 1 – ORGANIZATIONAL CHART



Schedule Y-Part 1A
NONE

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire	3,385,678	1,454,344	43.0	80.3
2. Allied lines			0.0	
3. Farmowners multiple peril	11,397,983	5,430,228	47.6	98.4
4. Homeowners multiple peril	11,235,520	7,259,825	64.6	76.3
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	266,986	56,318	21.1	33.5
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	522,895	242,647	46.4	(11.3)
17.2 Other liability-claims made			0.0	
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	8,756,071	4,940,101	56.4	88.8
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage	8,897,742	4,957,104	55.7	63.3
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	44,462,874	24,340,568	54.7	80.9
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	1,415,692	3,271,786	3,281,743
2. Allied lines			164,838
3. Farmowners multiple peril	3,679,225	12,100,417	10,852,019
4. Homeowners multiple peril	4,573,957	10,963,313	11,754,851
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	94,592	270,033	265,024
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	161,960	571,616	535,365
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	3,502,377	9,503,302	8,741,737
19.3 19.4 Commercial auto liability			
21. Auto physical damage	3,354,629	9,480,786	8,792,445
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	16,782,432	46,161,253	44,388,022
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2013 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2010 + Prior	1,958	456	2,414	685	16	701	1,028	5	123	1,156	(245)	(312)	(557)
2. 2011	1,886	1,347	3,233	856	98	954	1,374	98	727	2,199	344	(424)	(80)
3. Subtotals 2011 + Prior	3,844	1,803	5,647	1,541	114	1,655	2,402	103	850	3,355	99	(736)	(637)
4. 2012	4,678	3,726	8,404	2,791	928	3,719	2,403	56	1,822	4,281	516	(920)	(404)
5. Subtotals 2012 + Prior	8,522	5,529	14,051	4,332	1,042	5,374	4,805	159	2,672	7,636	615	(1,656)	(1,041)
6. 2013	XXX	XXX	XXX	XXX	16,755	16,755	XXX	3,650	2,862	6,512	XXX	XXX	XXX
7. Totals	8,522	5,529	14,051	4,332	17,797	22,129	4,805	3,809	5,534	14,148	615	(1,656)	(1,041)
8. Prior Year-End's Surplus As Regards Policyholders	17,992												

Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
1. 7.2 %	2. (30.0)%	3. (7.4)%

Col. 13, Line 7 Line 8
4. (5.8)%

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.
2.
3.
4.

Bar Code:

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

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

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

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

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. Prepaid asset pension plan	87,683	87,683	0	
2597. Summary of remaining write-ins for Line 25	87,683	87,683	0	0

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,753,573	1,804,453
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	25,802	94,837
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals	302,083	
5. Deduct amounts received on disposals	327,100	
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	112,467	145,718
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	1,641,891	1,753,573
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	1,641,891	1,753,573

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

NONE

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	43,130,263	44,759,267
2. Cost of bonds and stocks acquired	10,387,128	11,133,461
3. Accrual of discount	5,985	10,047
4. Unrealized valuation increase (decrease)	1,014,240	800,001
5. Total gain (loss) on disposals	170,847	601,902
6. Deduct consideration for bonds and stocks disposed of	5,316,185	14,009,714
7. Deduct amortization of premium	162,461	162,236
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		2,467
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	49,229,816	43,130,263
11. Deduct total nonadmitted amounts	42,222	42,222
12. Statement value at end of current period (Line 10 minus Line 11)	49,187,594	43,088,041

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)	31,001,579	6,016,793	5,267,406	(32,470)	27,660,442	31,001,579	31,718,496	27,073,783
2. Class 2 (a)	2,392,570		40,689	(9,307)	2,565,571	2,392,570	2,342,575	2,624,118
3. Class 3 (a)	547,470		68,494	(307)	664,541	547,470	478,669	728,560
4. Class 4 (a)	49,894		38,464	(244)	50,260	49,894	11,185	50,644
5. Class 5 (a)								
6. Class 6 (a)	200,430			(151)	209,798	200,430	200,279	211,319
7. Total Bonds	34,191,944	6,016,793	5,415,052	(42,479)	31,150,611	34,191,944	34,751,205	30,688,423
PREFERRED STOCK								
8. Class 1	30,950					30,950	30,950	
9. Class 2	378,877			21,980	422,832	378,877	400,857	418,986
10. Class 3	282,185		43,568		282,185	282,185	238,617	246,480
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	692,012	0	43,568	21,980	705,017	692,012	670,424	665,466
15. Total Bonds and Preferred Stock	34,883,956	6,016,793	5,458,620	(20,499)	31,855,628	34,883,956	35,421,629	31,353,889

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 $..........0; NAIC 2 $..........0; NAIC 3 $..........0; NAIC 4 $..........0; NAIC 5 $..........0; NAIC 6 $..........0.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	805,968	XXX	805,968	0	179

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,715,857	4,057,682
2. Cost of short-term investments acquired	14,692,802	22,428,188
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	1	
6. Deduct consideration received on disposals	15,602,692	24,770,013
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	805,968	1,715,857
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	805,968	1,715,857

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

SCHEDULE A - PART 2

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

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition
Acquired by Purchase								
Heating/Cooling Controls	Piqua	OH	09/20/2013	Point to Point Systems	25,802		25,802	
0199999. Totals					25,802	0	25,802	0
0399999. Totals					25,802	0	25,802	0

QE01

SCHEDULE A - PART 3

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

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

NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
38376G 6H 8	GNR 2011-152 C		07/03/2013	FICP		351,531	350,000	256	1
38376G 6E 5	GNR 2011-152A		08/29/2013	Brean Capital LLC		251,518	250,461	34	1
38378C LQ 8	GNR 2012-13 VK		08/26/2013	FICP		283,003	270,251	736	1
38378T X8 8	GNR 2013-109 M		08/27/2013	Pierpont Securities		309,698	296,273	835	1
62888X AB 0	NG 2010 C1 A2		09/06/2013	GX Clark		234,456	230,000	259	1
0599999.	Total - Bonds - U.S. Government					1,430,207	1,396,985	2,120	XXX
Bonds - U.S. Special Revenue and Special Assessment									
31418A WM 6	FN MA 1551		07/30/2013	CRT		205,952	198,418	17	1
882135 7H 3	Texas St A & M Univ Revenue		09/04/2013	Wells Fargo		150,000	150,000		1
3199999.	Total - Bonds - U.S. Special Revenue & Special Assessments					355,952	348,418	17	XXX
Bonds - Industrial and Miscellaneous									
12613S AC 6	CNH 2013-C A3		08/20/2013	CSFB		124,986	125,000		1
126650 BH 2	CVS Caremark Corp		08/29/2013	Jefferies and Company		142,711	125,000	1,857	1
316773 CK 4	Fifth Third Bancorp		08/29/2013	Suntrust		42,104	40,000	157	1
34528Q CE 2	Ford Credit Floorplan 2013-1-A2		08/27/2013	Nomura		300,363	300,000	71	1
437076 BB 7	Home Depot Inc		09/03/2013	Banc of America		139,803	140,000		1
501044 CS 8	Kroger Company		07/18/2013	Bank of America DTC		44,981	45,000		1
502413 AW 7	L-3 Communications		08/07/2013	BNP Securities		64,800	60,000	55	1
502413 AW 7	L-3 Communications		08/12/2013	Goldman Sachs & Co		5,395	5,000	6	1
50540R AG 7	Laboratory Corp of America		08/29/2013	Nomura		45,102	35,000		1
55616X AK 3	Macy's Retail Holdings Inc		09/03/2013	CSFB		44,691	45,000		1
65477L AC 4	NAROT 2013-B A3		07/24/2013	J.P. Morgan Securities, Inc		169,963	170,000		1
651639 AJ 5	Newmont Mining Corp		07/08/2013	UBS Warburg		10,547	10,000	79	1
651639 AJ 5	Newmont Mining Corp		07/03/2013	Merrill Lynch		32,175	30,000	236	1
651639 AJ 5	Newmont Mining Corp		09/24/2013	Citigroup		16,669	15,000	49	1
88163V AE 9	Teva Pharm (Series C)		08/07/2013	Deutche Banc Securities		15,801	15,000	1	1
92343V BP 8	Verizon Communications		09/11/2013	J.P. Morgan Securities, Inc		49,998	50,000		1
94973V BE 6	Wellpoint Inc		07/30/2013	Citigroup		134,432	135,000		1
3899999.	Total - Bonds - Industrial & Miscellaneous					1,384,521	1,345,000	2,510	XXX
8399997.	Total - Bonds - Part 3					3,170,679	3,090,403	4,647	XXX
8399999.	Total - Bonds					3,170,679	3,090,403	4,647	XXX
Common Stocks - Industrial and Miscellaneous									
316773 10 0	Fifth Third Bancorp		07/02/2013	Converted	3,887.685	3,802	XXX		A
9099999.	Total - Common Stocks - Industrial & Miscellaneous					3,802	XXX	0	XXX
Common Stocks - Mutual Funds									
022865 10 9	Amana Income		08/21/2013	Ameriprise	17.948	703	XXX		L
02368A 82 8	American Beacon Balanced Plan		07/03/2013	Ameriprise	17.393	248	XXX		L
02368A 82 8	American Beacon Balanced Plan		08/21/2013	Ameriprise	77.448	1,117	XXX		L
09251M 10 8	BLACKROCK FUNDS		07/19/2013	Ameriprise	16.725	378	XXX		L

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
09251M 10 8	BLACKROCK FUNDS		08/21/2013	Ameriprise	99.660	2,180	XXX		L
128119 10 4	Calamos Growth & Inc		08/21/2013	Ameriprise	47.291	1,603	XXX		L
192476 10 9	Cohen & Steers Realty Fund		08/21/2013	Ameriprise	12.937	829	XXX		L
192476 10 9	Cohen & Steers Realty Fund		07/04/2013	Ameriprise	0.156	11	XXX		L
192476 10 9	Cohen & Steers Realty Fund		07/02/2013	Ameriprise	3.112	210	XXX		L
19766G 71 0	Col Mult ADV S/CP Val - A		08/21/2013	Ameriprise	275.808	2,035	XXX		L
277907 10 1	Eaton Inc Fund Boston		07/01/2013	Ameriprise	9.505	56	XXX		L
277907 10 1	Eaton Inc Fund Boston		08/21/2013	Ameriprise	85.196	504	XXX		L
277907 10 1	Eaton Inc Fund Boston		08/01/2013	Ameriprise	9.730	58	XXX		L
277907 10 1	Eaton Inc Fund Boston		09/03/2013	Ameriprise	10.022	59	XXX		L
353496 40 9	FRANKLIN GROUP FUNDS		08/21/2013	Ameriprise	133.796	1,945	XXX		L
353496 40 9	FRANKLIN GROUP FUNDS		09/04/2013	Ameriprise	56.357	806	XXX		L
628380 85 9	Franklin Mutual Global Discovery Fd		09/13/2013	Franklin Templeton	35.910	1,169	XXX		L
628380 85 9	Franklin Mutual Global Discovery Fd		09/10/2013	Franklin Templeton	7.891	257	XXX		L
38145C 31 5	Goldman Sachs Rising Dividend		09/30/2013	Ameriprise	1.178	21	XXX		L
38145C 31 5	Goldman Sachs Rising Dividend		08/21/2013	Ameriprise	29.409	504	XXX		L
464287 68 9	I SHARES Tr Russell 3000 Index		07/09/2013	Vanguard	12.482	1,227	XXX		L
464287 68 9	I SHARES Tr Russell 3000 Index		09/30/2013	Vanguard	11.340	1,141	XXX		L
464287 83 8	I Shares TR Dow Jones		07/02/2013	Vanguard	8.415	569	XXX		L
464287 83 8	I Shares TR Dow Jones		09/30/2013	Vanguard	4.318	317	XXX		L
464287 17 6	IShares Barclays		08/21/2013	Ameriprise	4.000	440	XXX		L
464286 65 7	IShares MSCI Bric Index		08/21/2013	Ameriprise	33.000	1,118	XXX		L
470259 10 2	James Balanced Golden Rainbow Fund		07/01/2013	Vanguard	33.424	754	XXX		L
55273G 33 0	MFS INTL DIVERS A		08/21/2013	Ameriprise	185.932	2,828	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		07/01/2013	Ameriprise	28.435	173	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		08/21/2013	Ameriprise	191.819	1,153	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		08/01/2013	Ameriprise	30.861	189	XXX		L
68380T 10 3	Oppenheimer International Bond Fund		09/03/2013	Ameriprise	32.377	193	XXX		L
76628T 43 9	Ridgeworth Funds		07/02/2013	Ameriprise	1.808	18	XXX		L
76628T 43 9	Ridgeworth Funds		08/21/2013	Ameriprise	96.307	973	XXX		L
76628T 43 9	Ridgeworth Funds		08/02/2013	Ameriprise	1.710	17	XXX		L
76628T 43 9	Ridgeworth Funds		09/04/2013	Ameriprise	1.559	16	XXX		L
922042 84 1	Vanguard Emerging Mkt St Index Fd		09/20/2013	Vanguard	35.694	1,229	XXX		L
921921 30 0	Vanguard Equity Income Fund Admiral		09/26/2013	Vanguard	20.455	1,224	XXX		L
921935 20 1	Vanguard Wellington Fund		09/26/2013	Vanguard	53.659	3,486	XXX		L
936793 84 3	Wasatch 1st Source Income Equity		09/30/2013	Wasatch	68.938	1,142	XXX		L
97717W 31 5	Wisdomtree Trust		09/27/2013	Vanguard	16.609	869	XXX		L
9299999.	Total - Common Stocks - Mutual Funds					33,770	XXX	0	XXX
9799997.	Total - Common Stocks - Part 3					37,572	XXX	0	XXX

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
9799999.	Total - Common Stocks					37,572	XXX	0	XXX
9899999.	Total - Preferred and Common Stocks					37,572	XXX	0	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					3,208,252	XXX	4,647	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
31403X ER 2	FNMA 03/01/15		02/25/2013	Principal Reduction					(1)		1		1					0	20	03/01/2015	1
31371L AB 5	FNMA 07/01/18		09/25/2013	Principal Reduction		806	806	787	796		2		2		797		9	9	43	07/01/2018	1
31407B JS 9	FNMA 07/01/20		09/25/2013	Principal Reduction		1,923	1,923	1,904	1,911		1		1		1,912		11	11	84	07/01/2020	1
38374H UF 5	GNR 2004-67 D		09/16/2013	Principal Reduction		1,877	1,877	1,962	1,938		(5)		(5)		1,933		(56)	(56)	96	06/16/2028	1
38378B R3 5	GNR 2012 - 142 AB		09/16/2013	Principal Reduction		1,487	1,487	1,439	1,439				0		1,439		47	47		11/16/2042	1
38378C LQ 8	GNR 2012-13 VK		09/20/2013	Principal Reduction		1,612	1,612	1,688	1,688		(2)		(2)		1,686		(74)	(74)		01/20/2025	1
38378T X8 8	GNR 2013-109 M		09/16/2013	Principal Reduction		3,700	3,700	3,868	3,868		(2)		(2)		3,865		(165)	(165)		06/16/2041	1
0599999.	Total - Bonds - U.S. Government					11,405	11,405	11,648	11,638	0	(5)	0	(5)	0	11,632	0	(227)	(227)	243	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
31395V NZ 8	Freddie Mac FHR 2985 LA		09/16/2013	Principal Reduction		10,335	10,335	10,615	10,429		(43)		(43)		10,386		(51)	(51)	832	06/15/2035	1
2499999.	Total - Bonds - U.S. Political Subdivisions of States, Territories & Possessions					10,335	10,335	10,615	10,429	0	(43)	0	(43)	0	10,386	0	(51)	(51)	832	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
12667F X9 1	CWALT 2005-3CB 1A11		09/25/2013	Principal Reduction		7,889	7,889	7,255	7,255				0		7,255		634	634	550	03/25/2035	1
15200M AA 5	Centerpoint Energy		08/01/2013	Principal Reduction		2,345	2,345	2,181	2,231		9		9		2,240		105	105	68	02/01/2020	1FE
3128M7 YV 2	FG G05824		09/16/2013	Principal Reduction		9,611	9,611	10,367	10,177		(115)		(115)		10,062		(451)	(451)	510	01/01/2040	1
3128PX T7 1	FG J17774 Freddie Mac		09/16/2013	Principal Reduction		22,997	22,997	23,899	23,853		(113)		(113)		23,740		(743)	(743)	955	01/01/2027	1
3132J6 Z9 8	FG Q15767		09/16/2013	Principal Reduction		6,195	6,195	6,386	6,387		(3)		(3)		6,384		(189)	(189)		02/01/2043	1
3128Q0 KX 4	FGCI J19310		09/16/2013	Principal Reduction		11,367	11,367	11,876	11,871		(145)		(145)		11,726		(359)	(359)	520	06/01/2027	1
31297F JD 6	FGLMC		09/16/2013	Principal Reduction		6,051	6,051	6,270	6,242		(4)		(4)		6,238		(187)	(187)	343	10/01/2034	1
31396G SN 2	FGLMC		09/16/2013	Principal Reduction		87,667	87,667	84,243	84,599		88		88		84,687		2,980	2,980	5,611	06/15/2034	1
31292L FD 2	FGLMC PL C03764		09/16/2013	Principal Reduction		14,066	14,066	14,536	14,491		(78)		(78)		14,414		(348)	(348)	607	02/01/2042	1
31394N RF 7	FHR 2735 OG		09/16/2013	Principal Reduction		3,652	3,652	3,842	3,757		(20)		(20)		3,737		(85)	(85)	235	08/15/2032	1
31394N RF 7	FHR 2735 OG		09/16/2013	Principal Reduction		27,391	27,391	28,816	28,014		(228)		(228)		27,786		(395)	(395)	1,762	08/15/2032	1
31398K A5 9	FHR 3589 PA		09/16/2013	Principal Reduction		1,952	1,952	2,011	1,966		(7)		(7)		1,958		(6)	(6)	145	09/15/2039	1
31398K A5 9	FHR 3589 PA		09/16/2013	Principal Reduction		15,620	15,620	16,089	15,727		(60)		(60)		15,668		(48)	(48)	1,157	09/15/2039	1
3137AT 6B 3	FHR 4098		09/16/2013	Principal Reduction		10,961	10,961	11,098	11,095		(34)		(34)		11,061		(100)	(100)	258	05/15/2041	1
3138AV RH 0	FN AJ4087		09/25/2013	Principal Reduction		21,888	21,888	22,805	22,711		(206)		(206)		22,505		(616)	(616)	909	10/01/2026	1
3138AX XQ 9	FN AJ6086		09/25/2013	Principal Reduction		18,692	18,692	19,788	19,799		(89)		(89)		19,710		(1,018)	(1,018)		12/01/2026	1
3138E2 MD 4	FN AJ9355		09/25/2013	Principal Reduction		21,056	21,056	21,993	21,892		(219)		(219)		21,674		(618)	(618)	869	01/01/2027	1
3138EB RE 7	FN AK6784		09/25/2013	Principal Reduction		17,668	17,668	18,256	18,246		(87)		(87)		18,158		(491)	(491)	877	03/01/2027	1
3138EJ AV 0	FN AL 1819		09/25/2013	Principal Reduction		9,957	9,957	10,720	10,728		(58)		(58)		10,671		(714)	(714)		05/01/2042	1
3138EJ 6R 4	FN AL 2679		09/25/2013	Principal Reduction		3,959	3,959	3,969	3,969		(0)		(0)		3,968		(9)	(9)		11/01/2042	1
3138EK 6P 5	FN AL3577		09/25/2013	Principal Reduction		6,525	6,525	7,003	7,006		(11)		(11)		6,995		(470)	(470)		05/01/2043	1
31418A WM 6	FN MA 1551		09/25/2013	Principal Reduction		2,121	2,121	2,201	2,201		(3)		(3)		2,198		(77)	(77)		08/01/2023	1
31417A QE 2	FNAB 4052		09/25/2013	Principal Reduction		11,276	11,276	11,883	11,816		(151)		(151)		11,665		(389)	(389)	708	12/01/2041	1

Statement for September 30, 2013 of the **BUCKEYE STATE MUTUAL INSURANCE COMPANY**

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value 11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.	16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Desig-nation or Market Indicator (a)
31419J TQ 1	FNCI AE7758		09/25/2013	Principal Reduction		25,593	25,593	26,913	26,727		(374)		(374)		26,353		(759)	(759)	1,302	11/01/2025	1
31371M UK 1	FNMA Pool 256286		09/25/2013	Principal Reduction		2,401	2,401	2,364	2,368		1		1		2,368		33	33	170	06/01/2036	1
3136A1 X8 3	FNR 2001-115 KE		09/25/2013	Principal Reduction		12,096	12,096	12,252	12,210		(40)		(40)		12,170		(74)	(74)	360	10/25/2039	1
31417A JM 2	Fannie Mae		09/25/2013	Principal Reduction		8,731	8,731	8,983	8,963		(46)		(46)		8,917		(186)	(186)	493	11/01/2041	1
31414F GG 0	Fannie Mae FN 964699		09/25/2013	Principal Reduction		749	749	769	765		(1)		(1)		764		(15)	(15)	54	08/01/2023	1
31371L EZ 8	Fed Natl Mtg Pool # 254952		09/25/2013	Principal Reduction		6,268	6,268	6,264	6,266		0		0		6,266		2	2	350	10/01/2018	1
31396C E5 5	Federal Home LN MTGE Corp		09/16/2013	Principal Reduction		45,200	45,200	43,675	43,855		41		41		43,896		1,305	1,305	3,004	02/15/2034	1
31396C E5 5	Federal Home LN MTGE Corp		09/16/2013	Principal Reduction		4,931	4,931	4,765	4,784		4		4		4,789		142	142	328	02/15/2034	1
31336W CP 2	Federal Home Ln Mtg Corp		09/16/2013	Principal Reduction		942	942	922	929		2		2		931		12	12	60	10/01/2020	1
31394P DY 6	Federal Home Loan Mortgage Corp		09/16/2013	Principal Reduction		34,977	34,977	34,841	34,863		4		4		34,867		110	110	2,053	07/15/2032	1
31395L 6U 0	Federal Home Loan Mtg		09/16/2013	Principal Reduction		58,419	58,419	57,543	57,658		24		24		57,682		737	737	3,755	06/15/2033	1
31396E YC 4	Federal Home Loan Mtg Corp		09/16/2013	Principal Reduction		120,774	120,774	115,467	116,135		92		92		116,227		4,547	4,547	4,920	01/15/2034	1
31402R ST 7	Federal National Mtg Pool 735930		09/25/2013	Principal Reduction		556	556	558	557		(0)		(0)		557		(1)	(1)	39	12/01/2018	1
31371K 2R 1	Federal Natl Mtg Assn		09/25/2013	Principal Reduction		4,902	4,902	4,990	4,943		(7)		(7)		4,936		(33)	(33)	329	02/01/2018	1
31371L AP 4	Federal Natl Mtg Assn		09/25/2013	Principal Reduction		5,152	5,152	5,189	5,168		(2)		(2)		5,166		(14)	(14)	230	06/01/2018	1
31371L BH 1	Federal Natl Mtg Assn		09/25/2013	Principal Reduction		5,965	5,965	6,030	6,001		(5)		(5)		5,995		(30)	(30)	296	08/01/2018	1
31400E F6 2	Federal Natl Mtg Assn		09/25/2013	Principal Reduction		4,883	4,883	4,970	4,923		(7)		(7)		4,916		(33)	(33)	312	02/01/2018	1
31394J N2 9	Freddie Mac FHR 2676 LG		09/16/2013	Principal Reduction		17,975	17,975	18,957	18,383		(200)		(200)		18,182		(208)	(208)	1,575	06/15/2032	1
3128PS L9 6	Freddie Mac FG J13052		09/16/2013	Principal Reduction		12,516	12,516	12,862	12,746		(66)		(66)		12,680		(164)	(164)	659	09/01/2025	1
3128M5 GU 8	Freddie Mac G03511		09/16/2013	Principal Reduction		1,053	1,053	1,060	1,060		(0)		(0)		1,060		(6)	(6)	103	10/01/2037	1
36290S CK 5	GNJO Pool #615774		09/16/2013	Principal Reduction		13,050	13,050	12,749	12,905		20		20		12,925		125	125	537	09/15/2018	1FE
38376G SC 5	GNR 2010-83 C		09/16/2013	Principal Reduction		46,203	46,203	45,994	46,019		25		25		46,044		160	160	3,040	06/01/2031	1
649870 JP 8	New York State Housing		09/15/2013	USBANK		30,000	30,000	30,000	30,000				0		30,000			0	1,443	09/15/2013	1FE
76110W RQ 1	Residential Asset Sec		09/25/2013	Principal Reduction		9,685	9,685	9,420	9,463		6		6		9,469		216	216	409	05/25/2033	1
915137 WS 8	University TX Revenues		08/18/2013	Matured		300,000	300,000	339,627	303,324		(3,324)		(3,324)		300,000			0	15,750	08/18/2013	1FE
3199999.	Total - Bonds - U.S. Special Revenue & Assessment					1,113,927	1,113,927	1,154,648	1,117,045	0	(5,387)	0	(5,387)	0	1,111,657	0	2,270	2,270	57,651	XXX	XXX
Bonds - Industrial and Miscellaneous																					
12617A AD 9	CPL Transition FDG LLC		07/16/2013	Principal Reduction		3,450	3,450	3,583	3,493		(8)		(8)		3,485		(35)	(35)	336	07/15/2015	1FE
225458 DM 7	CSFB 2005 - C1 A4		09/17/2013	Principal Reduction		12,516	12,516	11,982	12,020		7		7		12,028		488	488	530	02/15/2038	1
23242M AD 3	CWL 2006 S3 A4		08/13/2013	Loss			15	10	10				0		10		(10)	(10)	16	01/25/2029	6
23242M AD 3	CWL 2006 S3 A4		08/13/2013	Loss			208	141	141				0		141		(141)	(141)	384	01/25/2029	6
15200M AA 5	Centerpoint Energy		08/01/2013	Principal Reduction		17,880	17,880	17,846	17,857		3		3		17,860		20	20	518	02/01/2020	1FE
29355X AB 3	Enpro Industries Inc		09/25/2013	JEFFERIES & COMPANY		9,173	5,000	6,378	6,152		(287)		(287)		5,865		3,308	3,308	189	10/15/2015	4
29355X AB 3	Enpro Industries Inc		09/25/2013	JEFFERIES & COMPANY		36,691	20,000	22,802	21,934		(460)		(460)		21,474		15,216	15,216	755	10/15/2015	4
29355X AB 3	Enpro Industries Inc		09/25/2013	JEFFERIES & COMPANY		9,173	5,000	5,517	5,361		(85)		(85)		5,276		3,897	3,897	189	10/15/2015	4
29355X AB 3	Enpro Industries Inc		09/25/2013	JEFFERIES & COMPANY		9,173	5,000	6,484	6,130		(281)		(281)		5,849		3,323	3,323	189	10/15/2015	4

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
29365K AA 1	Entergy Texas Restoration Funding		08/01/2013	Principal Reduction		10,501	10,501	10,500	10,501		0		0		10,501		0	0	156	02/01/2016	1FE
29365K AA 1	Entergy Texas Restoration Funding		08/01/2013	Principal Reduction		14,320	14,320	14,434	14,380		(13)		(13)		14,367		(48)	(48)	212	02/01/2016	1FE
31292L W6 8	FG C04269 Freddie Mac		09/16/2013	Principal Reduction		4,894	4,894	5,141	5,156		(64)		(64)		5,092		(198)	(198)	199	10/01/2042	1
31417D CZ 4	FN AB6387 Fannie Mae		09/25/2013	Principal Reduction		5,905	5,905	6,231	6,239		(69)		(69)		6,171		(266)	(266)	209	10/01/2042	1
31408F 6D 6	Federal National Mortgage 850568		09/25/2013	Principal Reduction		673	673	667	668		0		0		668		5	5	60	01/01/2036	1
38373M VP 2	GNR 2006-46 B		09/16/2013	Principal Reduction		101,131	101,131	108,211	106,824		(322)		(322)		106,502		(5,371)	(5,371)	4,969	06/16/2034	1
362334 AN 4	GSR 2006-1F 2A16		09/25/2013	Principal Reduction		27,163	27,163	26,380	26,380				0		26,380		783	783	1,737	02/25/2036	3
59022H EX 6	MLMT 2004		09/12/2013	Principal Reduction		9,111	9,111	8,835	8,856		3		3		8,858		252	252	326	10/12/2041	1
651639 AH 9	Newmont Mining Corp		07/03/2013	Merrill Lynch		5,075	5,000	5,569	5,147		(49)		(49)		5,099		(24)	(24)	76	07/15/2014	2FE
651639 AH 9	Newmont Mining Corp		07/03/2013	Merrill Lynch		5,075	5,000	5,500	5,130		(43)		(43)		5,087		(12)	(12)	76	07/15/2014	2FE
651639 AH 9	Newmont Mining Corp		07/08/2013	UBS Warburg		30,400	30,000	32,882	30,753		(250)		(250)		30,503		(103)	(103)	191	07/15/2014	2FE
670008 AD 3	Novellus Systems Inc		06/07/2013	Mitsubis					8		(8)		(8)					0	57	05/15/2041	2
74924P AF 9	RASC		09/25/2013	Principal Reduction		4,591	4,591	4,591	4,591		0		0		4,591		0	0	354	02/25/2034	1
74973W AB 3	RTI International Metals		08/01/2013	BMO Capital		10,209	10,000	10,000	10,000				0		10,000		209	209	49	10/15/2019	1
902494 AP 8	Tyson Foods Inc		08/12/2013	Citigroup		19,701	10,000	11,492	10,918		(634)		(634)		10,284		9,417	9,417	271	10/15/2013	3FE
902494 AP 8	Tyson Foods Inc		07/11/2013	BMO		8,053	5,000	6,143	5,509		(324)		(324)		5,184		2,869	2,869	122	10/15/2013	3FE
902494 AP 8	Tyson Foods Inc		08/12/2013	Citigroup		23,294	10,000	11,430	10,883		(657)		(657)		10,226		13,069	13,069	298	10/15/2013	3FE
902494 AP 8	Tyson Foods Inc		08/12/2013	Citigroup		11,647	5,000	5,465	5,298		(221)		(221)		5,077		6,571	6,571	149	10/15/2013	3FE
949834 AA 3	Wells Fargo Mtg Backed Securities		09/25/2013	Principal Reduction		11,393	11,393	11,339	11,029	315			315		11,344		49	49	741	10/25/2037	3
3899999.	Total - Bonds - Industrial & Miscellaneous					401,190	338,749	359,550	351,366	315	(3,762)	0	(3,447)	0	347,919	0	53,271	53,271	13,357	XXX	XXX
8399997.	Total - Bonds - Part 4					1,536,857	1,474,416	1,536,462	1,490,478	315	(9,197)	0	(8,883)	0	1,481,595	0	55,262	55,262	72,083	XXX	XXX
8399999.	Total - Bonds					1,536,857	1,474,416	1,536,462	1,490,478	315	(9,197)	0	(8,883)	0	1,481,595	0	55,262	55,262	72,083	XXX	XXX
Preferred Stocks - Industrial and Miscellaneous																					
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	40.000	338		3,293	3,293				0		3,293		(2,955)	(2,955)	172	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	5.000	42		377	377				0		377		(334)	(334)	21	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	30.000	253		2,282	2,282				0		2,282		(2,028)	(2,028)	129	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	60.000	507		4,897	4,897				0		4,897		(4,390)	(4,390)	258	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	25.000	211		1,881	1,881				0		1,881		(1,670)	(1,670)	107	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	10.000	85		764	764				0		764		(679)	(679)	43	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	60.000	507		4,490	4,490				0		4,490		(3,983)	(3,983)	258	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	20.000	169		2,779	2,779				0		2,779		(2,610)	(2,610)	86	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	15.000	127		2,092	2,092				0		2,092		(1,965)	(1,965)	64	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	100.000	845		14,119	14,119				0		14,119		(13,274)	(13,274)	430	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	25.000	211		1,842	1,842				0		1,842		(1,631)	(1,631)	107	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	5.000	42		386	386				0		386		(344)	(344)	21	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	20.000	169		1,585	1,585				0		1,585		(1,416)	(1,416)	86	XXX	P3LFE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	5.000	42		396	396				0		396		(354)	(354)	21	XXX	P3LFE
316773 20 9	Fifth Third Bancorp		07/02/2013	Converted	30.000	253		2,387	2,387				0		2,387		(2,134)	(2,134)	129	XXX	P3LFE
8499999.	Total - Preferred Stocks - Industrial & Miscellaneous					3,802	XXX	43,568	43,568	0	0	0	0	0	43,568	0	(39,765)	(39,765)	1,934	XXX	XXX
8999997.	Total - Preferred Stocks - Part 4					3,802	XXX	43,568	43,568	0	0	0	0	0	43,568	0	(39,765)	(39,765)	1,934	XXX	XXX
8999999.	Total - Preferred Stocks					3,802	XXX	43,568	43,568	0	0	0	0	0	43,568	0	(39,765)	(39,765)	1,934	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
316773 10 0	Fifth Third Bancorp		07/02/2013	Converted	3,887.680	72,379	XXX	3,802	3,802				0		3,802		68,577	68,577		XXX	A
681919 10 6	Omnicom Group Inc		07/09/2013	Converted	0.023	2	XXX						0				2	2	121	XXX	A
9099999.	Total - Common Stocks - Industrial & Miscellaneous					72,381	XXX	3,802	3,802	0	0	0	0	0	3,802	0	68,578	68,578	121	XXX	XXX
Common Stocks - Mutual Funds																					
192476 10 9	Cohen & Steers Realty Fund		07/03/2013	Captial Gain Distribution		11	XXX						0				11	11		XXX	L
628380 85 9	Franklin Mutual Global Discovery Fd		09/11/2013	Captial Gain Distribution		1,169	XXX						0				1,169	1,169		XXX	L
9299999.	Total - Common Stocks - Mutual Funds					1,179	XXX	0	0	0	0	0	0	0	0	0	1,179	1,179	0	XXX	XXX
9799997	Total - Common Stocks - Part 4					73,560	XXX	3,802	3,802	0	0	0	0	0	3,802	0	69,758	69,758	121	XXX	XXX
9799999.	Total - Common Stocks					73,560	XXX	3,802	3,802	0	0	0	0	0	3,802	0	69,758	69,758	121	XXX	XXX
9899999.	Total - Preferred and Common Stocks					77,362	XXX	47,370	47,370	0	0	0	0	0	47,370	0	29,992	29,992	2,054	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks					1,614,219	XXX	1,583,832	1,537,848	315	(9,197)	0	(8,883)	0	1,528,965	0	85,254	85,254	74,137	XXX	XXX

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

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

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

Sch. DB-Pt D-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
			Rate	Amount of Interest	Amount of Interest Accrued	6	7	8	
Depository		Code	of Interest	Received During Current Quarter	at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
Ameriprise Financial Services	Piqua, OH					38,595	20,675	41,389	XXX..
Fifth Third Bank of Western (C)	Piqua, OH					(107,028)	(96,534)	(90,296)	XXX..
Fifth Third Bank of Western (S)	Piqua, OH					218,821	153,828	98,028	XXX..
MainSource Bank (A)	Troy, OH					(2,891,173)	(2,758,654)	(3,230,762)	XXX..
MainSource Bank (E)	Troy, OH					(47,274)	(100,880)	(142,725)	XXX..
MainSource Bank (F)	Troy, OH					13,218	10,534	5,765	XXX..
MainSource Bank (S)	Troy, OH			476	579	494,898	494,462	494,070	XXX..
MainSource Bank	Troy, OH					4,851	4,851	4,851	XXX..
MainSource Bank	Troy, OH					3,798,913	3,220,788	3,931,115	XXX..
Farmers State Bank	Warsaw, IN					(14,112)	(7,761)	(7,761)	XXX..
Farmers State Bank	Warsaw, IN					-	-	-	XXX..
National City Bank	Indianapolis, IN					58,434	58,429	58,425	XXX..
MainSource Bank	Troy, OH					36,084	36,084	37,615	XXX..
Federal Home Loan Bank	Cincinnati, OH					3,985	3,985	5,960	XXX..
US Bank	Cincinnati, OH					-	-	(27,022)	XXX..
Wells Fargo	Portland, OR					188,593	266,863	266,852	XXX..
MainSource Bank	Troy, OH					507,143	541,185	621,916	XXX..
MainSource Bank	Troy, OH					116,446	79,084	50,667	XXX..
0199999. Total Open Depositories		XXX	XXX	476	579	2,420,394	1,926,938	2,118,087	XXX..
0399999. Total Cash on Deposit		XXX	XXX	476	579	2,420,394	1,926,938	2,118,087	XXX..
0499999. Cash in Company's Office		XXX	XXX	XXX	XXX	390	390	390	XXX..
0599999. Total Cash		XXX	XXX	476	579	2,420,784	1,927,328	2,118,477	XXX..

Statement for September 30, 2013 of the **BUCKEYE STATE MUTUAL INSURANCE COMPANY**

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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

NONE