



QUARTERLY STATEMENT

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

Plans' Liability Insurance Company

NAIC Group Code 00023 (Current Period), 00023 (Prior Period) NAIC Company Code 26794 Employer's ID Number 36-3503382

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

Country of Domicile United States

Incorporated/Organized 05/15/1986 Commenced Business 06/17/1986

Statutory Home Office 6740 North High Street (Street and Number), Worthington, OH, US 43085 (City or Town, State, Country and Zip Code)

Main Administrative Office 2 Mid America Plaza, Suite 200 (Street and Number), Oakbrook Terrace, IL, US 60181 (City or Town, State, Country and Zip Code) 630-472-7700 (Area Code) (Telephone Number)

Mail Address 2 Mid America Plaza, Suite 200 (Street and Number or P.O. Box), Oakbrook Terrace, IL, US 60181 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 2 Mid America Plaza, Suite 200 (Street and Number), Oakbrook Terrace, IL, US 60181 (City or Town, State, Country and Zip Code) 630-472-7700 (Area Code) (Telephone Number)

Internet Web Site Address N/A

Statutory Statement Contact Elias Georgopoulos (Name), 630-472-7749 (Area Code) (Telephone Number) (Extension) 630-472-7837 (Fax Number)

lgeorgo@bcsf.com (E-mail Address)

OFFICERS

Name	Title	Name	Title
Howard Francis Beacham III	President & Chief Executive Officer	Henry Alan Carpenter	Senior Vice President, General Counsel & Secretary
Susan Ann Pickar	Senior Vice President, Finance & Treasurer	David Russell Gentile #	Chairman of the Board

OTHER OFFICERS

Sharon Jane Dold	Vice President	David John Jacobs	Senior Vice President
Dale Edward Palka	Senior Vice President		

DIRECTORS OR TRUSTEES

Howard Francis Beacham III	David Russell Gentile #	Paul Martin von Ebers	Terry Dee Kellogg
Steven Scott Martin	Scott Phillip Serota	Paul Mark White	

State of Illinois

County of DuPage ss

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

HF Beacham III  
Howard Francis Beacham III  
President & Chief Executive Officer

Henry Alan Carpenter  
Senior Vice President, General Counsel & Secretary

Susan Ann Pickar  
Senior Vice President, Finance & Treasurer

Subscribed and sworn to before me this 8th day of November, 2013

Laura Lutzow, Notary Public  
09/10/2017

"OFFICIAL SEAL"  
LAURA LUTZOW  
NOTARY PUBLIC, STATE OF ILLINOIS  
My Commission Expires 09/10/2017

a. Is this an original filing? Yes [X] No [ ]

b. If no:  
1. State the amendment number 0  
2. Date filed  
3. Number of pages attached 0

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Plans' Liability Insurance Company

ASSETS

	Current Statement Date			4  December 31 Prior Year Net Admitted Assets
	1  Assets	2  Nonadmitted Assets	3  Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	68,812,912		68,812,912	73,109,945
2. Stocks:				
2.1 Preferred stocks .....			0	0
2.2 Common stocks .....	5,021,226	361,616	4,659,610	6,241,120
3. Mortgage loans on real estate:				
3.1 First liens .....			0	0
3.2 Other than first liens .....			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....			0	0
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....			0	0
4.3 Properties held for sale (less \$ ..... encumbrances) .....			0	0
5. Cash (\$ .....2,028,396 ), cash equivalents (\$ .....0 ) and short-term investments (\$ .....1,129,974 ) .....	3,158,370		3,158,370	3,434,062
6. Contract loans (including \$ ..... premium notes) .....			0	0
7. Derivatives .....			0	0
8. Other invested assets .....	4,114,204	1,941,999	2,172,205	0
9. Receivables for securities .....			0	0
10. Securities lending reinvested collateral assets .....			0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	81,106,712	2,303,615	78,803,097	82,785,127
13. Title plants less \$ ..... charged off (for Title insurers only) .....			0	0
14. Investment income due and accrued .....	496,890		496,890	585,784
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	434,630		434,630	103,799
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....			0	0
15.3 Accrued retrospective premiums .....			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....			0	0
16.2 Funds held by or deposited with reinsured companies .....			0	0
16.3 Other amounts receivable under reinsurance contracts .....			0	0
17. Amounts receivable relating to uninsured plans .....			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon .....	1,173,127		1,173,127	1,248,701
18.2 Net deferred tax asset .....	2,502,709	1,819,449	683,260	877,892
19. Guaranty funds receivable or on deposit .....			0	0
20. Electronic data processing equipment and software .....			0	0
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....			0	0
23. Receivables from parent, subsidiaries and affiliates .....			0	0
24. Health care (\$ ..... ) and other amounts receivable .....			0	0
25. Aggregate write-ins for other than invested assets .....	10,857	9,544	1,313	4,933
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	85,724,925	4,132,608	81,592,317	85,606,236
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			0	0
28. Total (Lines 26 and 27)	85,724,925	4,132,608	81,592,317	85,606,236
<b>DETAILS OF WRITE-INS</b>				
1101. ....			0	0
1102. ....			0	0
1103. ....			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Miscellaneous Accounts Receivable .....	10,857	9,544	1,313	4,933
2502. ....			0	0
2503. ....			0	0
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	10,857	9,544	1,313	4,933

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ .....2,629,654 ) .....	18,947,742	18,772,211
2. Reinsurance payable on paid losses and loss adjustment expenses .....	306,658	0
3. Loss adjustment expenses .....	3,990,205	4,298,613
4. Commissions payable, contingent commissions and other similar charges .....	0	0
5. Other expenses (excluding taxes, licenses and fees) .....	243,042	122,250
6. Taxes, licenses and fees (excluding federal and foreign income taxes) .....	95,000	80,000
7.1 Current federal and foreign income taxes (including \$ ..... on realized capital gains (losses)) .....	0	0
7.2 Net deferred tax liability .....	0	0
8. Borrowed money \$ .....3,975,000 and interest thereon \$ .....632 .....	3,975,632	4,250,980
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ ..... and including warranty reserves of \$ ..... and accrued accident and health experience rating refunds including \$ ..... for medical loss ratio rebate per the Public Health Service Act) .....	1,506,469	571,685
10. Advance premium .....	0	0
11. Dividends declared and unpaid:		
11.1 Stockholders .....	0	0
11.2 Policyholders .....	0	0
12. Ceded reinsurance premiums payable (net of ceding commissions) .....	0	0
13. Funds held by company under reinsurance treaties .....	0	0
14. Amounts withheld or retained by company for account of others .....	0	0
15. Remittances and items not allocated .....	119,589	40,094
16. Provision for reinsurance (including \$ ..... certified) .....	0	0
17. Net adjustments in assets and liabilities due to foreign exchange rates .....	0	0
18. Drafts outstanding .....	0	0
19. Payable to parent, subsidiaries and affiliates .....	386,823	351,265
20. Derivatives .....	0	0
21. Payable for securities .....	0	0
22. Payable for securities lending .....	0	0
23. Liability for amounts held under uninsured plans .....	0	0
24. Capital notes \$ ..... and interest thereon \$ ..... .....	0	0
25. Aggregate write-ins for liabilities .....	3,044,532	5,835,618
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25) .....	32,615,692	34,322,716
27. Protected cell liabilities .....	0	0
28. Total liabilities (Lines 26 and 27) .....	32,615,692	34,322,716
29. Aggregate write-ins for special surplus funds .....	0	0
30. Common capital stock .....	2,942,436	2,942,436
31. Preferred capital stock .....	0	0
32. Aggregate write-ins for other than special surplus funds .....	0	0
33. Surplus notes .....	0	0
34. Gross paid in and contributed surplus .....	23,180,772	23,180,772
35. Unassigned funds (surplus) .....	22,853,417	25,160,312
36. Less treasury stock, at cost:		
36.1 ..... shares common (value included in Line 30 \$ ..... ) .....	0	0
36.2 ..... shares preferred (value included in Line 31 \$ ..... ) .....	0	0
37. Surplus as regards policyholders (Lines 29 to 35, less 36) .....	48,976,625	51,283,520
38. Totals (Page 2, Line 28, Col. 3)	81,592,317	85,606,236
DETAILS OF WRITE-INS		
2501. Continuity Credit Assumed Liability.....	2,731,449	2,854,123
2502. Assumed Reinsurance Liability.....	256,158	2,901,003
2503. Retroactive Reinsurance Reserve Assumed.....	56,925	80,492
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	3,044,532	5,835,618
2901. ....	0	0
2902. ....	0	0
2903. ....	0	0
2998. Summary of remaining write-ins for Line 29 from overflow page .....	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	0
3201. ....	0	0
3202. ....	0	0
3203. ....	0	0
3298. Summary of remaining write-ins for Line 32 from overflow page .....	0	0
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1	2	3
	Current Year	Prior Year	Prior Year Ended
	to Date	to Date	December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ .....0 )	0	0	0
1.2 Assumed (written \$ .....3,687,890 )	2,753,107	2,806,550	2,044,665
1.3 Ceded (written \$ .....)	0	0	0
1.4 Net (written \$ .....3,687,890 )	2,753,107	2,806,550	2,044,665
DEDUCTIONS:			
2. Losses incurred (current accident year \$ .....2,629,654 ):			
2.1 Direct	0	0	0
2.2 Assumed	1,216,749	1,224,182	1,586,835
2.3 Ceded	0	0	0
2.4 Net	1,216,749	1,224,182	1,586,835
3. Loss adjustment expenses incurred	1,409,180	877,516	827,246
4. Other underwriting expenses incurred	2,683,431	3,265,806	3,642,614
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	5,309,360	5,367,504	6,056,695
7. Net income of protected cells	0	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(2,556,253)	(2,560,954)	(4,012,030)
INVESTMENT INCOME			
9. Net investment income earned	1,941,304	2,331,663	3,025,191
10. Net realized capital gains (losses) less capital gains tax of \$ .....80,067	182,357	439,667	425,899
11. Net investment gain (loss) (Lines 9 + 10)	2,123,661	2,771,330	3,451,090
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ ..... amount charged off \$ .....)	0	0	0
13. Finance and service charges not included in premiums	0	0	0
14. Aggregate write-ins for miscellaneous income	(766,001)	(3,518,330)	(3,746,274)
15. Total other income (Lines 12 through 14)	(766,001)	(3,518,330)	(3,746,274)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(1,198,593)	(3,307,954)	(4,307,214)
17. Dividends to policyholders	0	0	0
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)	(1,198,593)	(3,307,954)	(4,307,214)
19. Federal and foreign income taxes incurred	(504,493)	(402,235)	(752,519)
20. Net income (Line 18 minus Line 19)(to Line 22)	(694,100)	(2,905,719)	(3,554,695)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	51,283,520	53,729,535	53,729,535
22. Net income (from Line 20)	(694,100)	(2,905,719)	(3,554,695)
23. Net transfers (to) from Protected Cell accounts	0	0	0
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ .....304,299	590,697	372,868	279,986
25. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
26. Change in net deferred income tax	764,890	886,306	882,346
27. Change in nonadmitted assets	(2,968,382)	(359,502)	(256,291)
28. Change in provision for reinsurance	0	0	0
29. Change in surplus notes	0	0	0
30. Surplus (contributed to) withdrawn from protected cells	0	0	0
31. Cumulative effect of changes in accounting principles	0	202,639	202,639
32. Capital changes:			
32.1 Paid in	0	0	0
32.2 Transferred from surplus (Stock Dividend)	0	0	0
32.3 Transferred to surplus	0	0	0
33. Surplus adjustments:			
33.1 Paid in	0	0	0
33.2 Transferred to capital (Stock Dividend)	0	0	0
33.3 Transferred from capital	0	0	0
34. Net remittances from or (to) Home Office	0	0	0
35. Dividends to stockholders	0	0	0
36. Change in treasury stock	0	0	0
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	(2,306,895)	(1,803,408)	(2,446,015)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	48,976,625	51,926,127	51,283,520
DETAILS OF WRITE-INS			
0501. ....	0	0	0
0502. ....	0	0	0
0503. ....	0	0	0
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)	0	0	0
1401. Continuity Credit Assumed	(790,463)	(3,532,089)	(3,774,669)
1402. Retroactive Reinsurance Gain Assumed	23,567	19,854	31,427
1403. Miscellaneous Income (Expense)	895	(6,095)	(3,032)
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	(766,001)	(3,518,330)	(3,746,274)
3701. ....	0	0	0
3702. ....	0	0	0
3703. ....	0	0	0
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. TOTALS (Lines 3701 through 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance.....	3,357,060	3,460,537	2,220,307
2. Net investment income .....	2,210,978	2,616,247	3,352,291
3. Miscellaneous income .....	(888,675)	(778,990)	(892,151)
4. Total (Lines 1 to 3) .....	4,679,363	5,297,794	4,680,447
5. Benefit and loss related payments .....	1,041,218	1,619,102	2,918,324
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	3,970,070	5,062,702	5,814,134
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ .....0 tax on capital gains (losses).....	(500,000)	0	0
10. Total (Lines 5 through 9) .....	4,511,288	6,681,804	8,732,458
11. Net cash from operations (Line 4 minus Line 10) .....	168,075	(1,384,010)	(4,052,011)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	17,425,533	17,999,166	22,815,772
12.2 Stocks .....	0	0	0
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	13	13
12.7 Miscellaneous proceeds .....	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	17,425,533	17,999,179	22,815,785
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	12,814,545	12,243,261	15,022,167
13.2 Stocks .....	1,670,124	2,489,978	6,007,417
13.3 Mortgage loans .....	0	0	0
13.4 Real estate .....	0	0	0
13.5 Other invested assets .....	550,000	0	0
13.6 Miscellaneous applications .....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	15,034,669	14,733,239	21,029,584
14. Net increase (or decrease) in contract loans and premium notes .....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	2,390,864	3,265,940	1,786,201
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds .....	(275,348)	1,850,562	1,850,659
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied).....	(2,559,283)	(70,676)	1,674,661
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(2,834,631)	1,779,886	3,525,320
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(275,692)	3,661,816	1,259,510
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	3,434,062	2,174,552	2,174,552
19.2 End of period (Line 18 plus Line 19.1) .....	3,158,370	5,836,368	3,434,062

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of the Company have been prepared on the basis of accounting procedures 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.

Differences between Ohio prescribe practices and NAIC statutory accounting practices (NAIC SAP) which affect the Company are the nonadmitted asset rules for stocks and other invested assets. NAIC SAP allows the Company's invested asset balances to be admitted. Ohio regulations require that the Company's investment in each stock or other invested asset registered with the Securities Exchange Commission cannot exceed in the aggregate two and one-half percent of the total admitted assets of the Company as of the preceding thirty-first day of December. As a result, the Company nonadmitted invested asset balances in the Vanguard Institutional Index Fund of \$361,616 and the Babson Floating Rate Income Fund of \$1,941,999. The effect of this was to reduce the policyholders' surplus on the Ohio basis reported in these financial statements below that which would have been reported on the NAIC SAP basis. These items had no effect on net income. Reconciliations of net income and policy holders' surplus between the amounts reported in the accompanying financial statements (Ohio basis) and NAIC SAP follow:

	State of Domicile	2013	2012
<b>Net Income</b>			
(1) Plans' Liability Insurance Company State Basis (page 4 line 20, columns 1 & 3) Ohio	\$	(694,100)	\$ (3,554,695)
(2) State Prescribed practices that increase/(decrease) NAIC SAP: e.g., Depreciation of fixed assets		-	-
(3) State Permitted practices that increase/(decrease) NAIC SAP: e.g., Depreciation, home office property		-	-
(4) NAIC SAP (1-2-3=4)	\$	<u>(694,100)</u>	<u>(3,554,695)</u>
<b>Surplus</b>			
(5) Plans' Liability Insurance Company State Basis (page 3 line 37, columns 1 & 2) Ohio	\$	48,976,625	\$ 51,283,520
(6) State Prescribed practices that increase/(decrease) NAIC SAP: Investments		2,303,615	-
(7) State Permitted practices that increase/(decrease) NAIC SAP: e.g., Depreciation, home office property		-	-
(8) NAIC SAP (5-6-7=8)	\$	<u>51,280,240</u>	<u>51,283,520</u>

B. Use of Estimates in the Preparation of the Financial Statements

No Change

C. Accounting Policies

No Change

2. Accounting Changes and Corrections of Errors

No Change

3. Business Combinations and Goodwill

A. Statutory Purchase Method

None

B. Statutory Merger

None

C. Write-Downs for Impairment of Investments in Affiliates

None

4. Discontinued Operations

Not Applicable

5. Investments

A. Mortgage Loans

No Change

B. Troubled Debt Restructuring for Creditors

No Change

C. Reverse Mortgages

No Change

NOTES TO FINANCIAL STATEMENTS

D. Loan Backed Securities

- 1. No Change
- 2. The Company has the following recognized other-than-temporary impairments on loan-backed securities:

		(1)		(2)		(3)	
		Amortized Cost Basis Before Other-than-Temporary Impairment		Other-than-Temporary Impairment Recognized in Loss		Fair Value 1-(2a + 2b)	
				2a Interest	2b Non-interest		
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	\$	-	\$	-	\$	-

- 3. The Company has the following information about recognized other-than-temporary impairments currently held:

CUSIP	Book/adj carrying value amortized cost before current period OTTI	Projected cash flows	Recognized other-than- temporary impairment	Amortized cost after other-than temporary impairment	Fair value	Date of financial statement reported
(In dollars)						
07387AAW5	\$ 166,665	163,101	3,564	163,101	104,463	September 2009
12544LAA9	166,425	160,216	6,209	160,216	112,050	September 2009
126670CM8	204,995	201,094	3,901	201,094	246,863	September 2009
126673WE8	449,448	437,319	12,129	437,319	128,875	September 2009
126683AB7	218,748	150,947	67,801	150,947	128,875	September 2009
17307G6K9	191,036	184,683	6,353	184,683	121,570	September 2009
74958TAB9	246,726	234,296	12,430	234,296	146,846	September 2009
94983RAD6	185,011	182,130	2,881	182,130	119,629	September 2009
12668BEG4	319,897	295,294	24,603	295,294	50,069	September 2009
1248MGAP9	205,840	168,335	37,505	168,335	65,857	September 2009
05949CKQ8	49,357	44,514	4,843	44,514	38,763	December 2009
07387AAW5	148,997	136,237	12,760	136,237	114,348	December 2009
12544LAA9	133,555	131,155	2,400	131,155	131,155	December 2009
126670CM8	201,002	144,455	56,547	144,455	64,967	December 2009
126673WE8	437,477	434,264	3,213	434,264	181,351	December 2009
126683AB7	139,708	130,846	8,862	130,846	104,921	December 2009
17307G6K9	169,541	154,140	15,401	154,140	128,426	December 2009
74958TAB9	211,580	199,466	12,114	199,466	142,444	December 2009
78473WAC7	70,580	64,123	6,457	64,123	48,709	December 2009
94984GAD9	188,758	169,140	19,618	169,140	155,412	December 2009
94983RAD6	164,090	151,055	13,035	151,055	129,651	December 2009
1248MGAP9	168,278	148,494	19,784	148,494	90,753	December 2009
225458EZ7	197,038	195,255	1,783	195,255	120,794	December 2009
05949CHQ2	72,158	66,332	5,826	66,332	63,370	June 2010
05949CKQ8	41,867	40,406	1,461	40,406	39,394	June 2010
07387AAW5	129,906	127,516	2,390	127,516	115,796	June 2010
12544LAA9	142,122	138,638	3,484	138,638	121,881	June 2010
126670CM8	143,875	91,469	52,406	91,469	70,626	June 2010
126673WE8	434,424	430,115	4,309	430,115	94,167	June 2010

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NOTES TO FINANCIAL STATEMENTS

(Continued from page 6.1)

CUSIP	Book/adj carrying value amortized cost before current period OTTI	Projected cash flows	Recognized other-than- temporary impairment	Amortized cost after other-than- temporary impairment	Fair value	Date of financial statement reported
(In dollars)						
17307G6K9	146,598	136,752	9,846	136,752	131,789	June 2010
3623414F3	149,128	147,640	1,488	147,640	135,405	June 2010
590219AE1	139,404	134,211	5,193	134,211	131,503	June 2010
74958TAB9	185,548	174,251	11,297	174,251	144,797	June 2010
94983RAD6	140,420	138,923	1,497	138,923	127,249	June 2010
1248MGAP9	146,190	136,488	9,702	136,488	92,913	June 2010
05949CHQ2	63,700	61,697	2,003	61,697	57,682	September 2010
07387AAW5	122,941	118,858	4,083	118,858	111,608	September 2010
12544LAA9	134,021	130,843	3,178	130,843	125,225	September 2010
126670CM8	91,387	71,290	20,097	71,290	74,371	September 2010
12668XAC9	261,229	192,706	68,523	192,706	131,064	September 2010
17307G6K9	132,253	130,066	2,187	130,066	125,687	September 2010
32051GRD9	293,846	292,806	1,039	292,807	193,054	September 2010
3623414F3	142,261	133,223	9,039	133,223	126,362	September 2010
78473WAC7	57,665	55,623	2,042	55,623	47,968	September 2010
94983RAD6	130,277	122,929	7,348	122,929	118,450	September 2010
12668BEG4	197,686	188,019	9,666	188,020	170,088	September 2010
32051GRD9	285,072	284,915	157	284,915	186,649	December 2010
94984GAD9	134,355	132,900	1,455	132,900	136,325	December 2010
126670CM8	70,447	44,579	25,868	44,579	73,272	December 2010
1248MGAP9	133,977	131,322	2,655	131,322	91,004	December 2010
126673WEB8	425,549	410,757	14,791	410,757	211,399	December 2011
74958TAB9	137,018	126,865	10,153	126,865	102,802	December 2011
12544LAA9	103,472	102,753	720	102,752	95,009	December 2011
94983AA3	118,832	118,010	822	118,010	109,970	December 2011
12668BEG4	106,366	91,565	14,801	91,565	82,924	December 2011
1248MGAP9	127,319	118,569	8,750	118,569	69,807	December 2011
225458EZ7	171,177	167,209	3,968	167,209	133,472	December 2011
12668BEG4	86,684	83,791	2,892	83,791	83,857	December 2011
1248MGAP9	116,525	113,175	31,782	84,743	84,743	December 2012
225458EZ7	156,050	143,850	19,788	136,263	136,263	December 2012
Total	\$ 10,306,501	9,611,622	730,899	9,575,603	6,824,734	

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 for non-interest related declines when a non-recognized interest related impairment remains):

a. The aggregate amount of unrealized losses:

1. Less than 12 months\$256,325
2. 12 Months or Longer\$150,151

b. The aggregate related fair value of securities with unrealized losses was

1. Less than 12 months\$8,732,653
2. 12 Months or Longer\$1,627,818

5. No Change

E. Repurchase Agreements

None

F. Real Estate

None

G. Low Income Housing Tax Credits

None

6. Joint Ventures, Partnerships and Limited Liability Companies

A. Detail for Those Greater than 10% of Admitted Assets

Not Applicable

NOTES TO FINANCIAL STATEMENTS

B. Write-downs for Impairments

Not Applicable

7. Investment Income

A. Accrued Investment Income

The Company non-admits investment income due and accrued if amounts are over 90 days.

B. Amounts Non-admitted

None

8. Derivative Instruments

None

9. Income Taxes

A. The components of the net deferred tax asset (DTA) or deferred tax liability (DTL) recognized in the Company's Assets, Liabilities, Surplus and Other Funds are as follows:

1. The change between years by tax character (ordinary and capital) for the year 2013 and 2012:

9/30/2013			
(1)	(2)	(3)	
Ordinary	Capital	(Col 1 + 2) Total	
(a) Gross Deferred Tax Assets	\$ 2,512,672	\$ 224,930	\$ 2,737,602
(b) Statutory Valuation Allowance Adjustments	-	-	-
(c) Adjusted Gross Deferred Tax Assets (1a-1b)	2,512,672	224,930	2,737,602
(d) Deferred Tax Assets Nonadmitted	1,819,449	-	1,819,449
(e) Subtotal Net Admitted Deferred Tax Asset (1c-1d)	693,223	224,930	918,153
(f) Deferred Tax Liabilities	21,694	213,199	234,893
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e-1f)	\$ 671,529	\$ 11,731	\$ 683,260

12/31/2012			
(4)	(5)	(6)	
Ordinary	Capital	(Col 4 + 5) Total	
(a) Gross Deferred Tax Assets	\$ 1,738,625	\$ 325,188	\$ 2,063,813
(b) Statutory Valuation Allowance Adjustments	-	-	-
(c) Adjusted Gross Deferred Tax Assets (1a-1b)	1,738,625	325,188	2,063,813
(d) Deferred Tax Assets Nonadmitted	839,039	325,188	1,164,227
(e) Subtotal Net Admitted Deferred Tax Asset (1c-1d)	899,586	-	899,586
(f) Deferred Tax Liabilities	21,694	-	21,694
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e-1f)	\$ 877,892	\$ -	\$ 877,892

Change			
(7)	(8)	(9)	
(Col 1-4) Ordinary	(Col 2-5) Capital	(Col 7+8) Total	
(a) Gross Deferred Tax Assets	\$ 774,047	\$ (100,258)	\$ 673,789
(b) Statutory Valuation Allowance Adjustments	-	-	-
(c) Adjusted Gross Deferred Tax Assets (1a-1b)	774,047	(100,258)	673,789
(d) Deferred Tax Assets Nonadmitted	980,410	(325,188)	655,222
(e) Subtotal Net Admitted Deferred Tax Asset (1c-1d)	(206,363)	224,930	18,567
(f) Deferred Tax Liabilities	-	213,199	213,199
(g) Net Admitted Deferred Tax Asset/(Net Deferred Tax Liability) (1e-1f)	\$ (206,363)	\$ 11,731	\$ (194,632)

9A2-A4. No Material Change

9B – 9C. No Material Change

NOTES TO FINANCIAL STATEMENTS

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

	September 30, 2013	Effective Tax Rate
Provision computed at statutory rate	(380,299)	34%
Nondeductible expense for meals, entertainment, lobbying and penalties	572	0%
Tax exempt interest	(23,115)	2%
Change in nonadmitted balances	(786,474)	70%
Total income tax reported	(1,189,316)	106%
Federal and foreign income taxes incurred	(504,493)	45%
Realized capital gains (losses) tax	80,067	-7%
Change in net deferred income taxes	(764,890)	68%
Total income tax	(1,189,316)	106%

E. Operating Loss and Tax Credit Carry forwards and Protective Tax Deposits

1. As of September 30, 2013 and December 31, 2012, the Company did not have any tax benefit that will be realized through carry back of losses against prior year taxable income.
2. As of September 30, 2013 and December 31, 2012, no income tax expense was available for recoupment in the event of future net losses. The reporting entity has a total of \$0 protective deposits which are on deposit with the Internal Revenue Service under Section 6603 of the Internal Revenue Service Code.

F. Consolidated Federal Income Tax Return

The Company's federal income tax return is not consolidated.

G. Federal or Foreign Federal Income Tax Loss Contingencies

The Company does not have any tax loss contingencies for which it is reasonably possible that the total liability will significantly increase within twelve months of the reporting date.

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

A. Nature of Relationships

No Change

B. Detail of Transactions Greater than 1/2% of Admitted Assets

None

C. Change in Intercompany Arrangements

None

D. Amounts Due to or from Related Parties

At September 30, 2013, the Company reported \$386,823 payable to BCS Financial Corporation.

E. Guarantees or Contingencies for Related Parties

None

F. Management or Service Contracts and Cost Sharing Arrangements

No Change

G. Nature of Control Relationship Disclosure

No Change

H. Amount Deducted for Investment in Upstream Company

No Change

I. Investments in SCA Entity that Exceeds 10% of Admitted Assets

No Change

J. Investments in Impaired SCA Entities

No Change

K. Foreign Insurance Subsidiary

No Change

NOTES TO FINANCIAL STATEMENTS

L. Downstream Holding Company Valued Using Look-Through Method

No Change

11. Debt

A. Capital Notes

No Change

B. All Other Debt

1. In the second quarter of 2010, the Company became a member of the Federal Home Loan Bank of Cincinnati (FHLBC) which provides the Company access to collateralized advances, collateralized funding agreement, and other FHLBC products. The Company’s membership in FHLBC requires the ownership of member stock, and borrowing from FHLBC required the purchase of FHLBC activity based stock in an amount equal to .15 of 1 percent of total assets.

In 2010, the Company purchased \$170,800 of common stock in the FHLBC. In 2011, 2012, and 2013, it purchased an additional \$7,000, \$37,800 and \$2,000, respectively of common stock and currently maintains an investment of \$217,600 in the FHLBC.

The Company, as a member of the FHLBC, currently has borrowings outstanding of \$3,975,000 with a corresponding interest payable of \$632 at September 30, 2013. The Company has placed \$4,192,417 on deposit with FHLBC to secure borrowings.

	Current Year	Prior Year
2. FHLB stock purchased/owned as part of the agreement	\$ 217,600	\$ 215,600
3. Collateral pledged to the FHLB	4,192,417	4,597,259
4. Borrowing capacity currently available	4,459,550	4,455,997
5. Agreement assets and liabilities	-	-
General Account:		
a. Assets	-	-
b. Liabilities	-	-
Separate Account:		
a. Assets	217,600	215,600
b. Liabilities	-	-

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

A. Defined Benefit Plan

No Change

B. Defined Contribution Plans

No Change

C. Multiemployer Plans

No Change

D. Consolidated/Holding Company Plans

No Change

E. Postemployment Benefits and Compensated Absences

No Change

F. Impact of Medicare Modernization Act on Postretirement Benefits

No Change

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

1. Outstanding Shares

The Company has 1,000 shares of \$6,000 par value common stock authorized and 490.4 shares issued and outstanding. The Company has no preferred stock authorized, issued or outstanding.

2. Dividend Rate of Preferred Stock

Not Applicable

NOTES TO FINANCIAL STATEMENTS

3. , 4, & 5. Dividend Restrictions

All dividends require notification to the Director of the Ohio Department of Insurance. The amount of dividends that can be paid by insurance companies domiciled in Ohio without prior approval of the Director of the Ohio Department of Insurance is subject to restriction and cannot exceed the greatest of ten percent of the prior year end surplus or the prior year's net income. The amount of dividends that could be paid during 2013 without prior approval was \$5,128,352. No dividends were paid for the nine month period ending September 30, 2013.

6. Surplus Restriction

Not Applicable

7. Mutual Surplus Advances

Not Applicable

8. Company Stock Held for Special Purposes

Not Applicable

9. Changes in Special Surplus Funds

Not Applicable

10. Changes in Unassigned Funds

The portion of unassigned funds represented or reduced by net unrealized gain is \$413,857 at September 30, 2013.

11. Surplus Notes

Not Applicable

12. & 13. Quasi Reorganizations

Not Applicable

14. Contingencies

A. Contingent Commitments

No Change

B. Guaranty Fund and Other Assessments

No Change

C. Gain Contingencies

No Change

D. Extra Contractual Obligation and Bad Faith Losses

No Change

E. Product Warranties

No Change

F. All Other Contingencies

No Change

15. Leases

A. & B. Disclosures Related to Lessee and Lessor Leasing Arrangements

No Change

16. Information About Financial Instruments with Off-Balance Sheet Risk

None

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

A. Transfer of Receivables Reported as Sales

Not Applicable

NOTES TO FINANCIAL STATEMENTS

B. Transfer and Servicing of Financial Assets

Not Applicable

C. Wash Sales

The Company historically has not acquired securities with a NAIC designation of 3 or below. Nor has the Company sold and reacquired a security within a 30-day period of its original sale.

1. The details by NAIC designation 3 or below of securities sold during the nine months ended September 30, 2013 are reacquired within 30 days of the sale date are:

	Number of	Book Value of	Cost of			
	Transactions	Securities Sold	Repurchased	Gain/(Loss)		
<u>Bonds:</u>						
a. NAIC 3	0	\$ -	\$ -	\$ -		
b. NAIC 3	0	\$ -	\$ -	\$ -		
c. NAIC 3	0	\$ -	\$ -	\$ -		
d. NAIC 3	0	\$ -	\$ -	\$ -		
<u>Preferred Stocks:</u>						
e. NAIC P/RP3	0	\$ -	\$ -	\$ -		
f. NAIC P/RP4	0	\$ -	\$ -	\$ -		
g. NAIC P/RP5	0	\$ -	\$ -	\$ -		
h. NAIC P/RP6	0	\$ -	\$ -	\$ -		

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

A. Administrative Services Only (ASO) Plans

No Change

B. Administrative Services Contract (ASC) Plans

No Change

C. Medicare or Similarly Structured Cost Based Reimbursement Contracts

No Change

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

No change in production sources

20. Fair Value Measurements

A. Input used for assets measured and reported at Fair Value.

1. Items measured and reported at Fair Value by levels 1, 2, and 3

Certain financial instruments are periodically measured at fair value on a nonrecurring basis, such as when impaired, or for certain bonds when carried at the lower of cost or fair value.

The fair value of an asset is the amount at which that asset could be bought or sold in a current transaction between willing parties that is other than in a forced or liquidation sale. The fair value of a liability is the amount at which that liability could be incurred or settled in a current transaction between willing parties.

Fair values are based on quoted market prices when available. When market prices are not available, fair value is generally estimated using discounted cash flow analyses, incorporation of current market inputs for similar financial instruments with comparable terms and credit quality (matrix pricing). In instances where there is little or no market activity for the same or similar instruments, the Company estimates fair value using methods, models, and assumptions that management believes market participants would use to determine a current transaction price. These valuation techniques involve some level of management estimation and judgment, which becomes significant with increasingly complex instruments or pricing models. Where appropriate, adjustments are included to reflect the risk inherent in a particular methodology model or input used.

The Company’s financial assets and liabilities carried at fair value have been classified, for disclosure purposes, based on a hierarchy. The hierarchy gives the highest ranking to fair values determined using unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest ranking to fair values determined using methodologies and models with unobservable inputs (Level 3). An asset’s or liability’s classification is based on the lowest level input that is significant to its measurement. For example, a Level 3 fair value measurement may include inputs that are both observable (Levels 1 and 2) and unobservable (Level 3). The levels of the fair value hierarchy are as follows:

*Level 1* – Values are unadjusted quoted prices for identical assets and liabilities in active markets accessible at the measurement date.

NOTES TO FINANCIAL STATEMENTS

Level 2 – Inputs include quoted prices for similar assets or liabilities in active markets, quoted prices from those willing to trade in markets that are not active, or other inputs that are observable or can be corroborated by market data for the term of the instrument. Such inputs include market interest rates and volatilities, spreads, and yield curves.

Level 3 – Certain inputs are unobservable (supported by little or no market activity) and significant to the fair value measurement. Unobservable inputs reflect the Company’s best estimate of what hypothetical market participants would use to determine a transaction price for the asset or liability at the reporting date.

Assets Measured at Fair Value

Certain financial assets are measured at fair value, such as certain bonds valued at the lower of cost or fair value, or investments that are impaired during the reporting period and recorded at fair value on the balance sheet at September 30. The following table summarizes assets measured at fair value:

Description of each class of assets	(Level 1)	(Level 2)	(Level 3)	(Total)
Assets at fair value				
U.S. Treasury	\$ -	\$ -	\$ -	\$ -
Government agencies	-	-	-	-
States and political subdivisions	-	-	-	-
Corporates securities	-	-	-	-
Structured securities				
U.S. government agency	-	-	-	-
Residential prime	-	423,268	-	423,268
Residential Alt A	-	-	-	-
Residential subprime	-	508,976	-	508,976
Commercial	-	-	-	-
Asset backed	-	149,032	-	149,032
Corporate securities	-	170,000	-	170,000
Total structured securities	-	1,251,276	-	1,251,276
Total bonds	-	1,251,276	-	1,251,276
Common Stock				
Federal Home Loan Bank	-	217,600	-	217,600
Vanguard	2,997,148	-	-	2,997,148
Artisan	1,806,478	-	-	1,806,478
Total common stock	4,803,626	217,600	-	5,021,226
Other invested asset	-	-	4,114,204	4,114,204
Total bonds, stocks, and other invested assets	\$ 4,803,626	\$ 1,468,876	\$ 4,114,204	\$ 10,386,706

Bonds measured at fair value are those bonds that were determined to be other-than-temporarily impaired at December 31 and bonds valued at the lower of cost or fair value at September 30. NAIC 3 – 6 rated bonds are valued at the lower of cost or market. The Company does not have any investment commitments at September 30, 2013.

2. Roll forward of Level 3 Items

Description	Beginning Balance at 1/1/2013	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	Settle-ments	Ending Balance at 9/30/2013
U.S. Treasury	-	-	-	-	-	-	-	-	-	-
Government agencies	-	-	-	-	-	-	-	-	-	-
States political subdivision	-	-	-	-	-	-	-	-	-	-
Corporate securities	-	-	-	-	-	-	-	-	-	-
Structured securities										
U.S. government agency	-	-	-	-	-	-	-	-	-	-
Residential - prime	-	-	-	-	-	-	-	-	-	-
Residential - Alt-A	-	-	-	-	-	-	-	-	-	-
Residential - subprime	-	-	-	-	-	-	-	-	-	-
Commercial	-	-	-	-	-	-	-	-	-	-
Asset-backed	-	-	-	-	-	-	-	-	-	-
Corporate securities	-	-	-	-	-	-	-	-	-	-
Total structured	-	-	-	-	-	-	-	-	-	-
Total bonds	-	-	-	-	-	-	-	-	-	-
Common stock										
Federal Home Loan Bank	-	-	-	-	-	-	-	-	-	-
Mutual funds	-	-	-	-	-	-	-	-	-	-
Total common stock	-	-	-	-	-	-	-	-	-	-
Other invested assets	3,523,090	-	-	-	41,114	550,000	-	-	-	4,114,204
Total assets	3,523,090	-	-	-	41,114	550,000	-	-	-	4,114,204

NOTES TO FINANCIAL STATEMENTS

3. Policy on Transfers into and out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3. During the current year, no transfers into or out of Level 3 were required.

4. Inputs and techniques used for level 2 and level 3 Fair Values

Bonds carried at fair value categorized as Level 2 were valued using a market approach. These valuations were determined to be Level 2 valuations as quoted markets prices for similar instruments in an active market were utilized. This was accomplished by the use of matrix pricing. Matrix pricing takes quoted prices of bonds with similar features and applies analytic methods to determine the fair value of bonds held. Features that are inputs into the analysis include duration, credit quality, tax status and call and sinking fund features.

Common stocks categorized as Level 3 had key unobservable inputs. Also, the investment is less liquid, and there is limited trading activity. The use of independent non-binding broker quotations to value investments generally indicates there is a lack of liquidity or the general lack of transparency in the process to develop the valuation estimates generally causing these investments to be classified in Level 3.

5. Derivative Fair Values

Not applicable.

B. Other Fair Value Disclosures

Not applicable

C. Fair Value for all financial instruments by levels 1, 2, and 3

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
U.S. Treasury	8,868,288	8,701,702	-	8,701,702	-	-
Government agencies	689,838	605,864	-	605,864	-	-
States political subdivision	8,826,314	8,259,580	-	8,259,580	-	-
Corporate securities	19,935,712	19,121,166	-	19,121,166	-	-
Structured securities						
U.S. government agency	17,255,623	16,937,283		16,937,283	-	-
Residential - prime	2,130,707	2,109,367	-	2,109,367	-	-
Residential - Alt-A	225,350	208,555	-	208,555	-	-
Residential - subprime	951,167	910,628	-	910,628	-	-
Commercial	9,093,902	8,807,044	-	8,807,044	-	-
Asset-backed	2,654,378	2,600,787	-	2,600,787	-	-
Corporate securities	614,216	550,936	-	550,936	-	-
Total structured	32,925,343	32,124,600	-	32,124,600	-	-
Total bonds	71,245,495	68,812,912	-	68,812,912	-	-
Common stock						
Federal Home Loan Bank	217,600	217,600	-	217,600	-	-
Vanguard	2,997,148	2,635,532	2,635,532	-	-	-
Artisan	1,806,478	1,806,478	1,806,478	-	-	-
Total common stock	5,021,226	4,659,610	4,442,010	217,600	-	-
Other invested assets	4,114,204	2,172,205	-	-	2,172,205	-
Total assets	80,380,925	75,644,727	4,442,010	69,030,512	2,172,205	-

D. Financial instruments for which not practicable to Estimate Fair Value.

Not applicable

21. Other Items

A. Extraordinary Items

None

B. Troubled Debt Restructuring Debtors

None

C. Other Disclosures

In 2012 PLIC and BCS Insurance Company (BCSI), the direct insurer, implemented a continuity credit program for the professional liability policyholders. The continuity credit program is a mechanism to reward the policyholders for their continued participation in the program. BCSI issued a rider to the 2012 professional liability policies, which granted a continuity credit of 40% of 2012 premium on primary coverage and 20% of 2012 premium on excess coverage. In 2013, upon the 2012 participating policy renewals a new rider was issued, granting an additional continuity credit. The amount of the continuity credit that could be paid to the policy holder in 2013 is equal to the total continuity credit balance earned in 2013. The continuity credit as of September 30, 2013 includes an additional

NOTES TO FINANCIAL STATEMENTS

liability established for 2013 policies of \$790,463, and is reflected in aggregate write-ins for miscellaneous income on page 4 of this Statement. The remaining amount is carried forward into future years, and is forfeited if the policy holder decides not to renew. Pursuant to a reinsurance treaty between PLIC and BCSI, PLIC is reinsuring BCSI for the continuity credit. Per the reinsurance treaty, PLIC reimburses BCSI only when BCSI actually pays the continuity credit to the policyholder. As of September 30, 2013, PLIC’s has a continuity credit liability of \$2,731,449, which is reflected in aggregate write-ins for liabilities on page 3 of this Statement.

- D. Balances Uncollectible for Assets  
None
- E. Business Interruption Insurance Recoveries  
None
- F. State Transferable Tax Credits  
None
- G. Subprime Mortgage Related Risk Exposure  
No Material Change

22. Events Subsequent

Subsequent events have been considered through November 8, 2013 for the statutory statement issued on November 14, 2013. The Company does not have any subsequent events to report.

23. Reinsurance

- A. Unsecured Reinsurance Recoverable  
No Change
- B. Reinsurance Recoverable in Dispute  
No Change
- C. Reinsurance Assumed and Ceded

The following table summarizes ceded and assumed unearned premiums and the related commission equity at September 30, 2013:

	Assumed Reinsurance		Ceded Reinsurance		Net	
	Premium	Commission	Premium	Commission	Premium	Commission
	Reserve	Equity	Reserve	Equity	Reserve	Equity
a. Affiliates	\$ 1,506,469	\$ 188,610	\$ -	\$ -	\$ 1,506,469	\$ 188,610
b. All Other	-	-	\$ -	\$ -	-	-
c. Totals	\$ 1,506,469	\$ 188,610	\$ -	\$ -	\$ 1,506,469	\$ 188,610
d. Direct Unearned Premium Reserve			\$ -	\$ -		

- D. Uncollectible Reinsurance  
None
- E. Commutation of Ceded Reinsurance  
No Change

NOTES TO FINANCIAL STATEMENTS

F. Retroactive Reinsurance

		Reported Company	
		September 30, 2013	
		Assumed	Ceded
a.	Reserves Transferred:		
1.	Initial Reserves	(2,488,504)	
2.	Adjustments - Prior Year(s)	2,408,012	
3.	Adjustments - Current Year	23,567	-
4.	Current Total	(56,925)	-
b.	Consideration (Paid) or Received:		
1.	Initial Consideration	2,488,504	
2.	Adjustments - Prior Year(s)	-	
3.	Adjustments - Current Year	-	-
4.	Current Total	2,488,504	-
c.	Paid Losses (Reimbursed) or Recovered:		
1.	Prior Year(s)	(1,941,184)	
2.	Current Year	-	-
3.	Current Total	(1,941,184)	-
d.	Special Surplus from Retroactive Reinsurance:		
1.	Initial Surplus Gain or Loss	-	
2.	Adjustments - Prior Year(s)	2,408,012	
3.	Adjustments - Current Year	23,567	-
4.	Current Year Restricted Surplus	2,431,579	-
5.	Cumulative Total Transferred to Unassigned Funds	\$ 490,395	\$ -
e.	All cedents and reinsurers involved in all transactions included in summary totals above:		
	Not Applicable		
f.	List total Paid Loss/LAE amounts recoverable and amounts more than 90 days overdue, and collateral held as respects amounts recoverable from unauthorized reinsurers:		
	Not Applicable		

G. Reinsurance Accounted for as a Deposit

No Change

H. Run-Off Agreements

No Change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

A. Methods Used to Estimate

None

B. Method Used to Record

None

C. Amount and Percent of Net Retrospective Premiums

None

D. Medical Loss Ratio Rebates Required Pursuant to the Public Health Service Act

None

E. Calculation of Non-admitted Accrued Retrospective Premiums

None

25. Changes in Incurred Losses and Loss Adjustment Expenses

The estimated savings on the loss and loss adjustment expenses attributable to insured events of prior years is \$870,000, for the nine months ending September 30, 2013.

NOTES TO FINANCIAL STATEMENTS

- 26. Intercompany Pooling Arrangements
  - No Change
- 27. Structured Settlements
  - A. Reserves Released Due to Purchase of Annuities
    - No Change
  - B. Annuity Insurers with Balances Due Greater than 1% of Policyholders' Surplus
    - No Change
- 28. Health Care Receivables
  - Not Applicable
- 29. Participating Policies
  - Not Applicable
- 30. Premium Deficiency Reserves
  - No Change
- 31. High Deductibles
  - No Change
- 32. Discounting of Liabilities for Unpaid Losses and Loss Adjustment Expenses
  - A. Tabular Discounts
    - Not Applicable
  - B. Non-Tabular Discounts
    - Not Applicable
  - C. Changes in Discount Assumptions
    - Not Applicable
- 33. Asbestos/ Environmental Reserves
  - Not Applicable
- 34. Subscriber Savings Accounts
  - Not Applicable
- 35. Multiple Peril Crop Insurance
  - Not Applicable
- 36. Financial Guaranty Insurance
  - Not Applicable

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 ☒
- 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 ☒
- 2.2

If yes, date of change: .....
- 3.1

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

Yes ☐ No ☒
- 3.2

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

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

Yes ☐ No ☒
- 4.2

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

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

5.

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

Yes ☐ No ☒ NA ☐
- 6.1

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

12/31/2008
- 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. ....

12/31/2008
- 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). ....

05/07/2010
- 6.4

By what department or departments?  
Ohio.....
- 6.5

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

Yes ☐ No ☐ NA ☒
- 6.6

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

Yes ☒ No ☐ NA ☐
- 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 ☒
- 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 ☒
- 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 ☒
- 8.4

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

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

GENERAL INTERROGATORIES

- 9.1

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

Yes [X] No [ ]
- 9.11

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

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

Yes [ ] No [X]
- 9.21

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

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

Yes [ ] No [X]
- 9.31

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

FINANCIAL

- 10.1

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

Yes [ ] No [X]
- 10.2

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

INVESTMENT

- 11.1

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

Yes [X] No [ ]
- 11.2

If yes, give full and complete information relating thereto:  
The Company has \$4,192,417 on deposit with FHLB to secure line of credit.....
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	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds .....	\$ .....0	\$ .....0
14.22 Preferred Stock .....	\$ .....0	\$ .....0
14.23 Common Stock .....	\$ .....0	\$ .....0
14.24 Short-Term Investments .....	\$ .....6,658	\$ .....6,660
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).....	\$ .....6,658	\$ .....6,660
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.

GENERAL INTERROGATORIES

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

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

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

\$ .....

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

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

1	2
Name of Custodian(s)	Custodian Address
State Street Bank and Trust Company Boston.....	One Lincoln Street, Boston, MA 02111.....

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

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

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? .....
- Yes ☐ No ☒

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

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

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

1	2	3
Central Registration Depository	Name(s)	Address
109875.....	Asset Allocation & Management Company, LLC.....	30 North LaSalle Street, Suite 3500, Chicago, IL 60602.....
106595.....	Wellington Management Company, LLP.....	280 Congress Street, Boston, MA 02210.....

- 18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed? .....
- Yes ☒ No ☐
- 18.2 If no, list exceptions:
- .....

GENERAL INTERROGATORIES  
PART 2 - PROPERTY & CASUALTY INTERROGATORIES

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

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

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

3.2 If yes, give full and complete information thereto.  
.....

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

4.2 If yes, complete the following schedule:

			TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
1	2	3	4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Discount Rate	Unpaid Losses	Unpaid LAE	IBNR	TOTAL	Unpaid Losses	Unpaid LAE	IBNR	TOTAL
TOTAL			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..... \$  
6.3 Do you act as an administrator for health savings accounts?..... Yes [ ] No [X]  
6.4 If yes, please provide the balance of the funds administered as of the reporting date..... \$

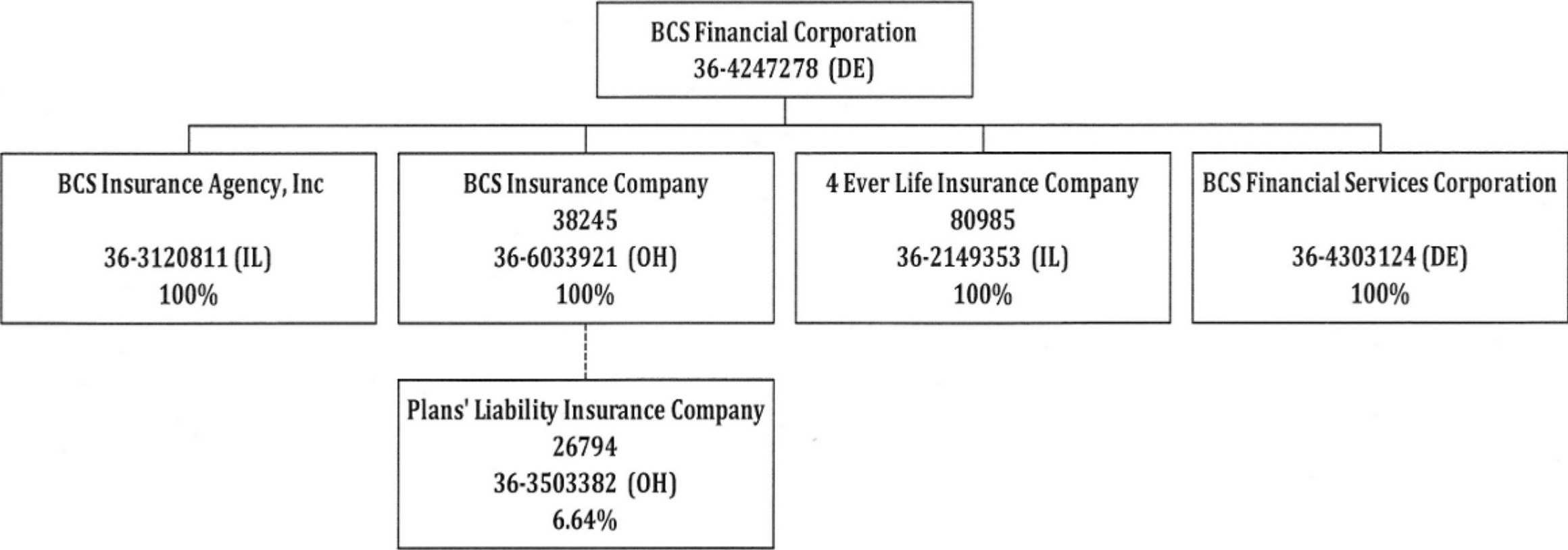


SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories							
States, etc.	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
	Active Status	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date
1. Alabama	AL L	0	0	0	0	0	0
2. Alaska	AK L	0	0	0	0	0	0
3. Arizona	AZ L	0	0	0	0	0	0
4. Arkansas	AR L	0	0	0	0	0	0
5. California	CA N	0	0	0	0	0	0
6. Colorado	CO L	0	0	0	0	0	0
7. Connecticut	CT L	0	0	0	0	0	0
8. Delaware	DE L	0	0	0	0	0	0
9. Dist. Columbia	DC L	0	0	0	0	0	0
10. Florida	FL L	0	0	0	0	0	0
11. Georgia	GA L	0	0	0	0	0	0
12. Hawaii	HI N	0	0	0	0	0	0
13. Idaho	ID L	0	0	0	0	0	0
14. Illinois	IL L	0	0	0	0	0	0
15. Indiana	IN L	0	0	0	0	0	0
16. Iowa	IA L	0	0	0	0	0	0
17. Kansas	KS L	0	0	0	0	0	0
18. Kentucky	KY L	0	0	0	0	0	0
19. Louisiana	LA L	0	0	0	0	0	0
20. Maine	ME L	0	0	0	0	0	0
21. Maryland	MD L	0	0	0	0	0	0
22. Massachusetts	MA L	0	0	0	0	0	0
23. Michigan	MI L	0	0	0	0	0	0
24. Minnesota	MN L	0	0	0	0	0	0
25. Mississippi	MS L	0	0	0	0	0	0
26. Missouri	MO L	0	0	0	0	0	0
27. Montana	MT L	0	0	0	0	0	0
28. Nebraska	NE L	0	0	0	0	0	0
29. Nevada	NV L	0	0	0	0	0	0
30. New Hampshire	NH L	0	0	0	0	0	0
31. New Jersey	NJ L	0	0	0	0	0	0
32. New Mexico	NM L	0	0	0	0	0	0
33. New York	NY L	0	0	0	0	0	0
34. No. Carolina	NC L	0	0	0	0	0	0
35. No. Dakota	ND L	0	0	0	0	0	0
36. Ohio	OH L	0	0	0	0	0	0
37. Oklahoma	OK L	0	0	0	0	0	0
38. Oregon	OR L	0	0	0	0	0	0
39. Pennsylvania	PA L	0	0	0	0	0	0
40. Rhode Island	RI L	0	0	0	0	0	0
41. So. Carolina	SC L	0	0	0	0	0	0
42. So. Dakota	SD L	0	0	0	0	0	0
43. Tennessee	TN L	0	0	0	0	0	0
44. Texas	TX L	0	0	0	0	0	0
45. Utah	UT L	0	0	0	0	0	0
46. Vermont	VT L	0	0	0	0	0	0
47. Virginia	VA L	0	0	0	0	0	0
48. Washington	WA L	0	0	0	0	0	0
49. West Virginia	WV L	0	0	0	0	0	0
50. Wisconsin	WI L	0	0	0	0	0	0
51. Wyoming	WY L	0	0	0	0	0	0
52. American Samoa	AS N	0	0	0	0	0	0
53. Guam	GU N	0	0	0	0	0	0
54. Puerto Rico	PR N	0	0	0	0	0	0
55. U.S. Virgin Islands	VI N	0	0	0	0	0	0
56. Northern Mariana Islands	MP N	0	0	0	0	0	0
57. Canada	CAN N	0	0	0	0	0	0
58. Aggregate Other Alien	OT XXX	0	0	0	0	0	0
59. Totals	(a) 49	0	0	0	0	0	0
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 through 58003 plus 58998) (Line 58 above)	XXX	0	0	0	0	0	0

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

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 - ORGANIZATIONAL CHART





PART 1 - LOSS EXPERIENCE

Line of Business		Current Year to Date			4 Prior Year to Date Direct Loss Percentage
		1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1.	Fire .....			0.0	0.0
2.	Allied lines .....			0.0	0.0
3.	Farmowners multiple peril .....			0.0	0.0
4.	Homeowners multiple peril .....			0.0	0.0
5.	Commercial multiple peril .....			0.0	0.0
6.	Mortgage guaranty .....			0.0	0.0
8.	Ocean marine .....			0.0	0.0
9.	Inland marine .....			0.0	0.0
10.	Financial guaranty .....			0.0	0.0
11.1	Medical professional liability -occurrence .....			0.0	0.0
11.2	Medical professional liability -claims made .....			0.0	0.0
12.	Earthquake .....			0.0	0.0
13.	Group accident and health .....			0.0	0.0
14.	Credit accident and health .....			0.0	0.0
15.	Other accident and health .....			0.0	0.0
16.	Workers' compensation .....			0.0	0.0
17.1	Other liability occurrence .....			0.0	0.0
17.2	Other liability-claims made .....			0.0	0.0
17.3	Excess Workers' Compensation .....			0.0	0.0
18.1	Products liability-occurrence .....			0.0	0.0
18.2	Products liability-claims made .....			0.0	0.0
19.1,19.2	Private passenger auto liability .....			0.0	0.0
19.3,19.4	Commercial auto liability .....			0.0	0.0
21.	Auto physical damage .....			0.0	0.0
22.	Aircraft (all perils) .....			0.0	0.0
23.	Fidelity .....			0.0	0.0
24.	Surety .....			0.0	0.0
26.	Burglary and theft .....			0.0	0.0
27.	Boiler and machinery .....			0.0	0.0
28.	Credit .....			0.0	0.0
29.	International .....			0.0	0.0
30.	Warranty .....			0.0	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	0.0
35.	TOTALS .....	0	0	0.0	0.0
DETAILS OF WRITE-INS					
3401.	.....	0	0	0.0	0.0
3402.	.....	0	0	0.0	0.0
3403.	.....	0	0	0.0	0.0
3498.	Sum. of remaining write-ins for Line 34 from overflow page .....	0	0	0.0	0.0
3499.	Totals (Lines 3401 through 3403 plus 3498) (Line 34) .....	0	0	0.0	0.0

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business		1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1.	Fire .....	0		0
2.	Allied lines .....	0		0
3.	Farmowners multiple peril .....	0		0
4.	Homeowners multiple peril .....	0		0
5.	Commercial multiple peril .....	0		0
6.	Mortgage guaranty .....	0		0
8.	Ocean marine .....	0		0
9.	Inland marine .....	0		0
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 .....	0		0
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 .....	0		0
19.3,19.4	Commercial auto liability .....	0		0
21.	Auto physical damage .....	0		0
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
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 .....	0	0	0
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
3499.	Totals (Lines 3401 through 3403 plus 3498) (Line 34) .....	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2013 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)
1. 2010 + Prior .....	11,360	3,896	15,256	1,974		1,974	8,260		3,120	11,380	(1,126)	(776)	(1,902)
2. 2011 .....	1,089	1,575	2,664	103		103	971		1,490	2,461	(15)	(85)	(100)
3. Subtotals 2011 + prior .....	12,449	5,471	17,920	2,077	0	2,077	9,231	0	4,610	13,841	(1,141)	(861)	(2,002)
4. 2012 .....	3,788	1,363	5,151	250		250	5,406		627	6,033	1,868	(736)	1,132
5. Subtotals 2012 + prior .....	16,237	6,834	23,071	2,327	0	2,327	14,637	0	5,237	19,874	727	(1,597)	(870)
6. 2013 .....	XXX	XXX	XXX	XXX	432	432	XXX	2,460	604	3,064	XXX	XXX	XXX
7. Totals .....	16,237	6,834	23,071	2,327	432	2,759	14,637	2,460	5,841	22,938	727	(1,597)	(870)
8. Prior Year-End Surplus As Regards Policy-holders	51,284										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. 4.5	2. (23.4)	3. (3.8)
											Col. 13, Line 7 Line 8		
											4. (1.7)		

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.




26794201349000003

2.




26794201345500003

3.



26794201336500003

4.



26794201350500003

OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A – VERIFICATION

Real Estate

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

SCHEDULE B – VERIFICATION

Mortgage Loans

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

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	3,523,090	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....	550,000	3,500,000
2.2 Additional investment made after acquisition .....		0
3. Capitalized deferred interest and other .....		0
4. Accrual of discount .....		0
5. Unrealized valuation increase (decrease) .....	41,114	23,090
6. Total gain (loss) on disposals .....		0
7. Deduct amounts received on disposals .....		0
8. Deduct amortization of premium and depreciation .....		0
9. Total foreign exchange change in book/adjusted carrying value .....		0
10. Deduct current year's other than temporary impairment recognized .....		0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	4,114,204	3,523,090
12. Deduct total nonadmitted amounts .....	1,941,999	0
13. Statement value at end of current period (Line 11 minus Line 12) .....	2,172,205	3,523,090

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	75,827,977	80,336,139
2. Cost of bonds and stocks acquired .....	14,484,667	17,529,584
3. Accrual of discount .....	107,871	161,753
4. Unrealized valuation increase (decrease) .....	853,881	401,134
5. Total gain (loss) on disposals .....	262,424	692,165
6. Deduct consideration for bonds and stocks disposed of .....	17,425,529	22,815,772
7. Deduct amortization of premium .....	277,150	422,564
8. Total foreign exchange change in book/adjusted carrying value .....		0
9. Deduct current year's other than temporary impairment recognized .....		54,462
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	73,834,141	75,827,977
11. Deduct total nonadmitted amounts .....	361,616	0
12. Statement value at end of current period (Line 10 minus Line 11) .....	73,472,525	75,827,977

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Plans' Liability Insurance Company

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. Class 1 (a).....	59,472,963	6,028,184	6,501,681	(503,610)	60,412,066	59,472,963	58,495,856	62,096,245
2. Class 2 (a).....	9,534,135	434,159	378,180	135,772	9,754,153	9,534,135	9,725,886	10,702,306
3. Class 3 (a).....	432,714		18,710	(146,529)	809,151	432,714	267,475	995,698
4. Class 4 (a).....	370,714		72,080	150,953	425,296	370,714	449,587	458,519
5. Class 5 (a).....	478,512		10,101	365,666	394,000	478,512	834,077	0
6. Class 6 (a).....	174,140			(4,140)	166,809	174,140	170,000	145,921
7. Total Bonds	70,463,178	6,462,343	6,980,752	(1,888)	71,961,475	70,463,178	69,942,881	74,398,689
<b>PREFERRED STOCK</b>								
8. Class 1 .....	0				0	0	0	0
9. Class 2 .....	0				0	0	0	0
10. Class 3 .....	0				0	0	0	0
11. Class 4 .....	0				0	0	0	0
12. Class 5 .....	0				0	0	0	0
13. Class 6 .....	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	70,463,178	6,462,343	6,980,752	(1,888)	71,961,475	70,463,178	69,942,881	74,398,689

(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 \$ ..... ; NAIC 2 \$ ..... ;  
NAIC 3 \$ ..... ; NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

SCHEDULE DA - PART 1  
Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	1,129,974	XXX	1,129,974	19	

SCHEDULE DA - VERIFICATION  
Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	1,288,748	2,048,202
2. Cost of short-term investments acquired .....	15,974,444	22,722,732
3. Accrual of discount .....		26
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals .....		13
6. Deduct consideration received on disposals .....	16,133,218	23,482,225
7. Deduct amortization of premium.....		0
8. Total foreign exchange change in book/adjusted carrying value.....		0
9. Deduct current year's other than temporary impairment recognized.....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	1,129,974	1,288,748
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	1,129,974	1,288,748

Schedule DB - Part A - Verification  
**NONE**

Schedule DB - Part B - Verification  
**NONE**

Schedule DB - Part C - Section 1  
**NONE**

Schedule DB - Part C - Section 2  
**NONE**

Schedule DB - Verification  
**NONE**

Schedule E - Verification  
**NONE**

Schedule A - Part 2  
**NONE**

Schedule A - Part 3  
**NONE**

Schedule B - Part 2  
**NONE**

Schedule B - Part 3  
**NONE**

Schedule BA - Part 2  
**NONE**

Schedule BA - Part 3  
**NONE**

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Plans' Liability Insurance Company

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator <sup>(a)</sup>
Bonds - U.S. Governments									
912810-RB-6	US Treasury N/B 2.875% 05/15/43		07/01/2013	Deutsche Bank Securities		66,375	75,000	299	1
912810-RC-4	US Treasury N/B 3.625% 08/15/43		08/30/2013	Citigroup Global Mkts Inc.		74,247	75,000	155	1
0599999 - Bonds - U.S. Governments						140,622	150,000	454	XXX
Bonds - U.S. Special Revenue									
3132JA-6M-2	FHLMC Pool Q19475 3.500% 06/01/43		07/01/2013	Goldman Sachs & Co.		177,364	174,535	68	1
57583U-XX-1	Massachusetts St Dev Fin Agy R 5.353%		07/31/2013	Goldman Sachs & Co.		85,000	85,000		1FE
79766D-CX-5	San Francisco Calif City & Cnty 3.696%		08/09/2013	Oppenheimer & Co Inc.		103,277	100,000	1,057	1FE
898365-AH-4	Trustees Boston College 3.519% 07/01/2		08/14/2013	Barclays Capital Fixed Inc.		65,000	65,000		1FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Government and Their Political Subdivisions						430,641	424,535	1,125	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00287Y-AL-3	Abbvie Inc 2.900% 11/06/22		08/05/2013	Tax Free Exchange		29,819	30,000	215	2FE
05529S-AC-3	Barclays Commercial Mortgage S Series 20		09/19/2013	Barclays Capital Fixed Inc.		257,757	250,000	120	1FE
05538U-AA-1	Bb Ubs Trust Series 2012-Show Class A 14		07/18/2013	Citigroup Global Mkts Inc.		79,502	85,000	178	1FE
12613S-AC-6	Cnh Equipment Trust Series 2013-C Class		08/20/2013	Credit Suisse 1st Boston		84,990	85,000		1FE
13975D-AC-9	Capital Auto Receivables Asset Series 20		08/14/2013	Credit Suisse 1st Boston		64,992	65,000		1FE
172967-FT-3	Citigroup Inc 4.500% 01/14/22		08/08/2013	Goldman Sachs & Co.		106,253	100,000	363	1FE
30291J-AJ-2	FREMF Mortgage Trust Series 2013-K29 Cla		07/17/2013	First Union Capital Mkts		87,467	100,000	230	1FE
437076-BB-7	Home Depot Inc 2.250% 09/10/18		09/03/2013	Bank Of America		99,859	100,000		1FE
44923Q-AF-1	Hyundai Capital America 144A 1.875% 08		08/06/2013	Banc America Securities		49,971	50,000		2FE
45685E-AB-2	ING US Inc 5.500% 07/15/22		08/08/2013	Tax Free Exchange		79,956	80,000	281	2FE
476556-DB-8	Jersey Central Pwr & Lt 144A 4.700% 0		08/14/2013	Barclays Capital Fixed Inc.		99,481	100,000		2FE
47787T-AD-8	John Deere Owner Trust Series 2013-A Cla		08/22/2013	Nomura Securities Int Inc.		138,250	140,000	36	1FE
58768V-AD-3	Mercedes Benz Auto Lease Trust Series 20		09/17/2013	Merrill Lynch Pierce		199,938	200,000	20	1FE
68389X-AS-4	Oracle Corp 3.625% 07/15/23		07/09/2013	Bank Of America		59,459	60,000		1FE
90270R-BE-3	Ubs Barclays Commercial Mortga Series 20		08/20/2013	Barclays Capital Fixed Inc.		230,508	250,000	435	1FE
92343V-BR-4	Verizon Communications 5.150% 09/15/23		09/11/2013	Various		174,932	175,000		2FE
92936C-AJ-8	WFRBS Commercial Mortgage Tru Series 201		07/17/2013	Credit Suisse 1st Boston		170,064	155,000	443	1FE
92938C-AD-9	WFRBS Commercial Mortgage Tr Series 2013		08/05/2013	RBS Green		180,237	175,000	384	1FE
98152E-AG-4	World Omni Master Owner Trust Series 201		08/27/2013	Nomura Securities Int Inc.		150,000	150,000	33	1FE
86960B-AE-2	Svenska Handelsbanken Ab 2.500% 01/25/	F	09/19/2013	Bank Of America		249,793	250,000		1FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,593,228	2,600,000	2,738	XXX
8399997 - Subtotals- Bonds - Part 3						3,164,491	3,174,535	4,317	XXX
8399999 - Subtotals - Bonds						3,164,491	3,174,535	4,317	XXX
Common Stocks - Mutual Funds									
922040-10-0	Vanguard Inst Index Fund Inst		09/02/2013	Direct	97.476	15,162			L
9299999 - Common Stocks - Mutual Funds						15,162	XXX	0	XXX
9799997 - Subtotals - Common Stocks - Part 3						15,162	XXX	0	XXX
9799999 - Subtotals - Common Stocks						15,162	XXX	0	XXX
9899999 - Subtotals- Preferred and Common Stocks						15,162	XXX	0	XXX
9999999 Totals						3,179,653	XXX	4,317	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Plans' Liability Insurance Company

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	F o r e i g n	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. Governments																					
36200J-6P-0...	GNMA Pool 603078 5.000% 08/15/33		09/01/2013	Paydown		6,471	6,471	6,572	6,564		(93)		(93)		6,471			0	207	08/15/2033	1
36200K-W8-6...	GNMA Pool 603771 5.500% 05/15/33		09/01/2013	Paydown		3,166	3,166	3,303	3,295		(129)		(129)		3,166			0	116	05/15/2033	1
36211U-HD-7...	GNMA Pool 523228 8.000% 10/15/30		09/01/2013	Paydown		3	3	3	3				0		3			0	0	10/15/2030	1
36212G-SB-9...	GNMA Pool 533414 8.000% 11/15/30		09/01/2013	Paydown		44	44	46	45		(1)		(1)		44			0	2	11/15/2030	1
36212U-BM-2...	GNMA Pool 543744 8.000% 12/15/30		09/01/2013	Paydown		40	40	43	42		(2)		(2)		40			0	2	12/15/2030	1
36241K-BZ-0...	GNMA Pool 781856 6.000% 08/15/34		09/01/2013	Paydown		8,804	8,804	9,109	9,088		(284)		(284)		8,804			0	361	08/15/2034	1
36241K-J6-6...	GNMA Pool 782085 7.000% 11/15/33		09/01/2013	Paydown		771	771	798	796		(25)		(25)		771			0	37	11/15/2033	1
36241K-JL-3...	GNMA Pool 782067 7.000% 11/15/32		09/01/2013	Paydown		1,884	1,884	1,966	1,959		(75)		(75)		1,884			0	88	11/15/2032	1
36241K-JQ-2...	GNMA Pool 782071 7.000% 05/15/33		09/01/2013	Paydown		824	824	860	857		(33)		(33)		824			0	39	05/15/2033	1
36241K-JS-8...	GNMA Pool 782073 7.000% 03/15/32		09/01/2013	Paydown		1,705	1,705	1,779	1,773		(68)		(68)		1,705			0	80	03/15/2032	1
36241K-JT-6...	GNMA Pool 782074 7.000% 01/15/33		09/01/2013	Paydown		1,042	1,042	1,088	1,084		(42)		(42)		1,042			0	50	01/15/2033	1
362950-BH-2...	GNMA Pool 676940 5.000% 04/15/38		09/01/2013	Paydown		9,281	9,281	9,478	9,472		(191)		(191)		9,281			0	293	04/15/2038	1
362950-J8-4...	GNMA Pool 677187 6.000% 06/15/38		09/01/2013	Paydown		14,159	14,159	14,601	14,588		(429)		(429)		14,159			0	567	06/15/2038	1
38373M-3Y-4...	GNMA Series 2008-78 Class E 5.310% 02/15/33		09/01/2013	Paydown		110,902	110,902	110,416	110,482		420		420		110,902			0	3,561	02/16/2044	1
38374L-5Z-0...	GNMA Series 2005-74 Class HC 7.500% 09/15/38		09/01/2013	Paydown		1,190	1,190	1,268	1,251		(61)		(61)		1,190			0	61	09/16/2035	1
62888V-AB-4...	NCUA Guaranteed Notes Series 2010-R1 Class A 5.000% 09/01/22		09/04/2013	Paydown		14,141	14,141	14,195	14,171		(30)		(30)		14,141			0	174	10/07/2020	1
62888W-AC-0...	NCUA Guaranteed Notes Series 2010-R3 Class A 5.000% 09/01/22		09/06/2013	Paydown		1,529	1,529	1,525	1,526		3		3		1,529			0	25	12/08/2020	1
0599999 - Bonds - U.S. Governments						175,956	175,956	177,050	176,996	0	(1,040)	0	(1,040)	0	175,956	0	0	0	5,663	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
05914F-MX-5...	Baltimore Cnty MD 5.000% 08/01/21		09/17/2013	JP Morgan		237,372	200,000	236,900			(937)		(937)		235,963		1,409	1,409	7,722	08/01/2021	1FE
930863-4L-6...	Wake Cnty NC Series B 5.000% 05/01/22		09/17/2013	Jeffries & Co Inc.		119,271	100,000	118,325			(419)		(419)		117,906		1,365	1,365	1,847	05/01/2022	1FE
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						356,643	300,000	355,225	0	0	(1,356)	0	(1,356)	0	353,869	0	2,774	2,774	9,569	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
047856-EX-3...	Atlanta GA Urban Resi Fin Auth Prog - Se 6.000% 05/01/35		08/01/2013	Call 100.0000		5,000	5,000	5,245	5,208		(10)		(10)		5,198		(198)	(198)	183	03/01/2041	1FE
3128K5-WP-3...	FHLNC Pool A45154 6.000% 05/01/35		09/01/2013	Paydown		2,908	2,908	2,986	2,980		(72)		(72)		2,908			0	129	05/01/2035	1
3128K0-D7-8...	FHLNC Pool A60126 6.000% 05/01/37		09/01/2013	Paydown		8,794	8,794	9,217	9,211		(417)		(417)		8,794			0	356	05/01/2037	1
3128KY-JB-6...	FHLNC Pool A67458 6.000% 11/01/37		09/01/2013	Paydown		1,203	1,203	1,222	1,221		(18)		(18)		1,203			0	48	11/01/2037	1
3128L0-Q8-8...	FHLNC Pool A68579 6.000% 11/01/37		09/01/2013	Paydown		6,459	6,459	6,609	6,605		(146)		(146)		6,459			0	274	11/01/2037	1
3128L0-V6-6...	FHLNC Pool A68737 6.500% 11/01/37		09/01/2013	Paydown		10,044	10,044	10,251	10,245		(201)		(201)		10,044			0	438	11/01/2037	1
3128LX-FS-4...	FHLNC Pool G01977 5.000% 12/01/35		09/01/2013	Paydown		9,866	9,866	9,564	9,569		297		297		9,866			0	330	12/01/2035	1
3128M5-4E-7...	FHLNC Pool G04121 5.500% 04/01/38		09/01/2013	Paydown		13,650	13,650	14,819	14,807		(1,157)		(1,157)		13,650			0	498	04/01/2038	1
3128M5-GR-5...	FHLNC Pool G03508 6.000% 07/01/37		09/01/2013	Paydown		11,554	11,554	11,655	11,652		(98)		(98)		11,554			0	460	07/01/2037	1
3128M6-3Y-2...	FHLNC Pool G05015 5.500% 09/01/38		09/01/2013	Paydown		31,893	31,893	34,490	34,417		(2,524)		(2,524)		31,893			0	1,160	09/01/2038	1
3128M6-EP-9...	FHLNC Pool G04342 6.000% 04/01/38		09/01/2013	Paydown		14,136	14,136	14,145	14,144		(8)		(8)		14,136			0	553	04/01/2038	1

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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 Identi- fication	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)
3128W7-YV-2...	FHLMC Pool G05824 5.500% 01/01/40...		09/01/2013...	Paydown.....		8.073	8.073	8.554	8.540	(.467)			(.467)		8.073			.0	.279	01/01/2040...	1...
3128M8-G3-2...	FHLMC Pool G06218 3.500% 12/01/40...		09/01/2013...	Paydown.....		5.887	5.887	5.952	5.950	(.63)			(.63)		5.887			.0	.133	12/01/2040...	1...
3128MJ-DT-4...	FHLMC Pool G08113 6.500% 02/01/36...		09/01/2013...	Paydown.....		2.682	2.682	2.737	2.735	(.52)			(.52)		2.682			.0	.117	02/01/2036...	1...
3128MJ-Q3-7...	FHLMC Pool G08473 3.500% 01/01/42...		09/01/2013...	Paydown.....		13.760	13.760	14.178	14.171	(.410)			(.410)		13.760			.0	.312	01/01/2042...	1...
3128MJ-QU-7...	FHLMC Pool G08466 3.500% 11/01/41...		09/01/2013...	Paydown.....		7.265	7.265	7.415	7.412	(.147)			(.147)		7.265			.0	.168	11/01/2041...	1...
3128PR-TM-1...	FHLMC Pool 312356 4.000% 06/01/25...		09/01/2013...	Paydown.....		25.829	25.829	26.676	26.624	(.796)			(.796)		25.829			.0	.699	06/01/2025...	1...
31292H-VU-5...	FHLMC Pool C01527 5.500% 04/01/33...		09/01/2013...	Paydown.....		6.712	6.712	6.890	6.878	(.165)			(.165)		6.712			.0	.243	04/01/2033...	1...
31292L-N7-6...	FHLMC Pool C04014 3.500% 06/01/42...		09/01/2013...	Paydown.....		3.274	3.274	3.527	3.525	(.251)			(.251)		3.274			.0	.76	06/01/2042...	1...
31292L-YA-7...	FHLMC Pool C04305 3.000% 11/01/42...		09/01/2013...	Paydown.....		5.447	5.447	5.692	5.692	(.244)			(.244)		5.447			.0	.104	11/01/2042...	1...
312941-3E-5...	FHLMC Pool A93497 4.500% 08/01/40...		09/01/2013...	Paydown.....		10.972	10.972	11.321	11.312	(.340)			(.340)		10.972			.0	.327	08/01/2040...	1...
312942-4G-7...	FHLMC Pool A94423 4.000% 10/01/40...		09/01/2013...	Paydown.....		47.986	47.986	49.737	49.691	(.1,705)			(.1,705)		47.986			.0	1.296	10/01/2040...	1...
312942-CQ-6...	FHLMC Pool A93679 4.000% 09/01/40...		09/01/2013...	Paydown.....		25.749	25.749	26.385	26.369	(.620)			(.620)		25.749			.0	.605	09/01/2040...	1...
312942-YK-5...	FHLMC Pool A94314 4.500% 10/01/40...		09/01/2013...	Paydown.....		22.216	22.216	23.039	23.020	(.804)			(.804)		22.216			.0	.706	10/01/2040...	1...
312942-Z9-9...	FHLMC Pool A94368 4.000% 10/01/40...		09/01/2013...	Paydown.....		1.899	1.899	1.875	1.876	.23			.23		1.899			.0	.50	10/01/2040...	1...
312943-6L-1...	FHLMC Pool A94703 3.500% 11/01/40...		09/01/2013...	Paydown.....		14.389	14.389	14.511	14.507	(.118)			(.118)		14.389			.0	.322	11/01/2040...	1...
312943-QZ-9...	FHLMC Pool A94972 4.500% 11/01/40...		09/01/2013...	Paydown.....		5.295	5.295	5.426	5.422	(.128)			(.128)		5.295			.0	.156	11/01/2040...	1...
312943-UP-6...	FHLMC Pool A95090 4.500% 11/01/40...		09/01/2013...	Paydown.....		25.377	25.377	26.013	25.995	(.617)			(.617)		25.377			.0	.752	11/01/2040...	1...
312943-VN-0...	FHLMC Pool A95121 4.500% 11/01/40...		09/01/2013...	Paydown.....		12.362	12.362	12.942	12.936	(.574)			(.574)		12.362			.0	.353	11/01/2040...	1...
312965-HQ-2...	FHLMC Pool B12939 5.000% 04/01/19...		09/01/2013...	Paydown.....		6.003	6.003	6.185	6.118	(.114)			(.114)		6.003			.0	.200	04/01/2019...	1...
312965-T4-8...	FHLMC Pool B13271 4.500% 04/01/19...		09/01/2013...	Paydown.....		3.174	3.174	3.146	3.153	.20			.20		3.174			.0	.97	04/01/2019...	1...
312976-6W-6...	FHLMC Pool A28985 6.000% 12/01/34...		09/01/2013...	Paydown.....		8.392	8.392	8.676	8.651	(.259)			(.259)		8.392			.0	.342	12/01/2034...	1...
31307B-ZA-1...	FHLMC Pool J23437 2.500% 04/01/28...		09/01/2013...	Paydown.....		7.555	7.555	7.718		(.163)			(.163)		7.555			.0	.31	04/01/2028...	1...
31326D-ST-5...	FHLMC Pool Q00858 4.000% 05/01/41...		09/01/2013...	Paydown.....		13.978	13.978	14.140	14.136	(.158)			(.158)		13.978			.0	.329	05/01/2041...	1...
31326G-CG-8...	FHLMC Pool Q02771 4.000% 08/01/41...		09/01/2013...	Paydown.....		19.603	19.603	20.372	20.354	(.751)			(.751)		19.603			.0	.515	08/01/2041...	1...
31326J-EL-9...	FHLMC Pool Q03139 4.000% 09/01/41...		09/01/2013...	Paydown.....		9.150	9.150	9.574	9.568	(.418)			(.418)		9.150			.0	.245	09/01/2041...	1...
31326L-VB-7...	FHLMC Pool Q05410 3.500% 01/01/42...		09/01/2013...	Paydown.....		11.117	11.117	11.386	11.385	(.267)			(.267)		11.117			.0	.257	01/01/2042...	1...
3132HM-AZ-4...	FHLMC Pool Q10924 3.500% 09/01/42...		09/01/2013...	Paydown.....		3.273	3.273	3.534	3.533	(.259)			(.259)		3.273			.0	.76	09/01/2042...	1...
3132J6-6W-9...	FHLMC Pool Q15884 3.000% 02/01/43...		09/01/2013...	Paydown.....		4.188	4.188	4.319		(.130)			(.130)		4.188			.0	.53	02/01/2043...	1...
3132J6-HQ-0...	FHLMC Pool Q15238 3.000% 01/01/43...		09/01/2013...	Paydown.....		10.626	10.626	10.911		(.286)			(.286)		10.626			.0	.164	01/01/2043...	1...
3132JA-6M-2...	FHLMC Pool Q19475 3.500% 06/01/43...		09/01/2013...	Paydown.....		1.010	1.010	1.026		(.16)			(.16)		1.010			.0	.5	06/01/2043...	1...
3132JA-B4-6...	FHLMC Pool Q18658 3.500% 06/01/43...		09/01/2013...	Paydown.....		.489	.489	.512		(.23)			(.23)		.489			.0	.4	06/01/2043...	1...
3132L5-B4-4...	FHLMC Pool V80059 3.000% 05/01/43...		09/01/2013...	Paydown.....		5.022	5.022	5.045		(.24)			(.24)		5.022			.0	.39	05/01/2043...	1...
31371K-P4-7...	FNMA Pool 254343 06/01/17 6.500%		09/01/2013...	Paydown.....		3.420	3.420	3.616	3.501	(.80)			(.80)		3.420			.0	.147	06/01/2017...	1...

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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	F o r e i g n	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)
31371L-CE-7...	FNMA Pool 254869 5.500% 09/01/33		09/01/2013	Paydown		2,397	2,397	2,403	2,402		(5)		(5)		2,397			0	86	09/01/2033	1
31371L-DL-0...	FNMA Pool 254907 5.000% 10/01/18		09/01/2013	Paydown		631	631	647	640		(9)		(9)		631			0	21	10/01/2018	1
31371M-UK-1...	FNMA Pool 256286 6.000% 06/01/36		09/01/2013	Paydown		6,402	6,402	6,294	6,296		106		106		6,402			0	250	06/01/2036	1
31371N-EW-1...	FNMA Pool 256749 6.000% 06/01/37		09/01/2013	Paydown		34,006	34,006	36,896	36,816		(2,810)		(2,810)		34,006			0	1,339	06/01/2037	1
31381Q-2U-9...	FNMA Pool 467987 3.740% 04/01/18		09/01/2013	Paydown		282	282	286	285		(2)		(2)		282			0	7	04/01/2018	1
31381S-GZ-9...	FNMA Pool 469216 2.780% 10/01/18		09/01/2013	Paydown		564	564	585	582		(19)		(19)		564			0	11	10/01/2018	1
31385G-KD-5...	FNMA Pool 543992 7.500% 07/01/30		09/01/2013	Paydown		78	78	80	79		(1)		(1)		78			0	4	07/01/2030	1
31385W-WZ-8...	FNMA Pool 555164 6.500% 11/01/17		09/01/2013	Paydown		1,280	1,280	1,343	1,310		(31)		(31)		1,280			0	55	11/01/2017	1
31386X-J3-1...	FNMA Pool 576382 6.500% 05/01/16		09/01/2013	Paydown		562	562	566	562		1		1		562			0	24	05/01/2016	1
31387C-4M-0...	FNMA Pool 580528 6.500% 05/01/16		09/01/2013	Paydown		828	828	833	829		(1)		(1)		828			0	36	05/01/2016	1
31387C-D6-5...	FNMA Pool 579825 6.500% 05/01/16		09/01/2013	Paydown		361	361	363	362		(1)		(1)		361			0	16	05/01/2016	1
31388R-V2-0...	FNMA Pool 612733 6.000% 11/01/16		09/01/2013	Paydown		1,086	1,086	1,095	1,090		(4)		(4)		1,086			0	43	11/01/2016	1
31389R-UG-9...	FNMA Pool 633383 5.500% 05/01/17		09/01/2013	Paydown		3,898	3,898	3,873	3,880		19		19		3,898			0	143	05/01/2017	1
3138A2-BV-0...	FNMA Pool AH0951 4.500% 12/01/40		09/01/2013	Paydown		12,696	12,696	13,249	13,241		(545)		(545)		12,696			0	383	12/01/2040	1
3138EK-6P-5...	FNMA Pool AL3577 3.500% 04/01/43		09/01/2013	Paydown		4,661	4,661	5,001			(340)		(340)		4,661			0	38	04/01/2043	1
3138ME-BN-9...	FNMA Pool AP9944 3.500% 09/01/42		09/01/2013	Paydown		1,193	1,193	1,287	1,286		(93)		(93)		1,193			0	25	09/01/2042	1
3138MF-AE-7...	FNMA Pool AQ0004 3.500% 10/01/42		09/01/2013	Paydown		198	198	213	213		(15)		(15)		198			0	5	10/01/2042	1
3138MF-P2-7...	FNMA Pool AQ0440 3.500% 10/01/42		09/01/2013	Paydown		4,431	4,431	4,765	4,763		(332)		(332)		4,431			0	103	10/01/2042	1
3138NW-GG-8...	FNMA Pool ARO198 3.500% 05/01/43		09/01/2013	Paydown		201	201	210			(10)		(10)		201			0	2	05/01/2043	1
3138WQ-JN-3...	FNMA Pool AT2968 3.500% 05/01/43		09/01/2013	Paydown		4,261	4,261	4,469			(208)		(208)		4,261			0	33	05/01/2043	1
3138WT-AR-7...	FNMA Pool AT5415 3.500% 06/01/43		09/01/2013	Paydown		2,596	2,596	2,722			(127)		(127)		2,596			0	26	06/01/2043	1
3138WT-CE-4...	FNMA Pool AT5468 3.500% 06/01/43		09/01/2013	Paydown		73	73	77			(3)		(3)		73			0	1	06/01/2043	1
31390G-B5-5...	FNMA Pool 645460 6.500% 05/01/32		09/01/2013	Paydown		7,617	7,617	8,025	8,006		(389)		(389)		7,617			0	292	05/01/2032	1
31390J-RR-4...	FNMA Pool 647696 6.500% 05/01/17		09/01/2013	Paydown		2,659	2,659	2,810	2,729		(70)		(70)		2,659			0	115	05/01/2017	1
31392C-T6-1...	Fannie Mae Series 2002-W3 Class A4 6.5		09/01/2013	Paydown		3,428	3,428	3,387	3,395		32		32		3,428			0	150	11/25/2041	1
31393B-HP-3...	Fannie Mae Series 2003-33 Class PT 4.5		09/01/2013	Paydown		592	592	597	596		(4)		(4)		592			0	18	05/25/2033	1
31393X-FS-1...	Fannie Mae Series 2004-T1 Class 1A1 6		09/01/2013	Paydown		2,048	2,048	2,147	2,126		(78)		(78)		2,048			0	80	01/25/2044	1
31394K-MW-1...	Freddie Mac Series 2686 Class JH 5.500		09/01/2013	Paydown		21,870	21,870	21,856	21,826		44		44		21,870			0	792	07/15/2032	1
31395M-YP-8...	Freddie Mac Series 2931 Class BK 5.000		09/01/2013	Paydown		61,560	61,560	60,791	61,343		217		217		61,560			0	2,085	12/15/2033	1
31401X-LZ-8...	FNMA Pool 721344 5.000% 06/01/18		09/01/2013	Paydown		7,271	7,271	7,051	7,114		157		157		7,271			0	242	06/01/2018	1
31402D-J9-2...	FNMA Pool 725788 4.832% 01/01/15		09/01/2013	Paydown		716	716	706	712		4		4		716			0	23	01/01/2015	1
31402K-BX-1...	FNMA Pool 730954 5.000% 08/01/33		09/01/2013	Paydown		4,147	4,147	3,951	3,959		188		188		4,147			0	138	08/01/2033	1
31403C-BL-0...	FNMA Pool 745275 5.000% 02/01/36		09/01/2013	Paydown		37,048	37,048	37,296	37,297		(249)		(249)		37,048			0	1,225	02/01/2036	1

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										11	12	13	14	15							
CUSIP Identi- fication	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)
31403J-TN-6...	FNMA Pool 750357 6.000% 11/01/33		09/01/2013	Paydown		22,452	22,452	23,199	23,146		(694)		(694)		22,452			0	922	11/01/2033	1
31403T-QE-7...	FNMA Pool 757453 5.000% 11/01/18		09/01/2013	Paydown		563	563	577	572		(9)		(9)		563			0	17	11/01/2018	1
31404A-M4-3...	FNMA Pool 762779 5.000% 11/01/18		09/01/2013	Paydown		13,686	13,686	14,034	13,901		(215)		(215)		13,686			0	453	11/01/2018	1
31404Q-QW-2...	FNMA Pool 075469 6.500% 05/01/34		09/01/2013	Paydown		1,709	1,709	1,789	1,780		(71)		(71)		1,709			0	83	05/01/2034	1
31404V-2P-2...	FNMA Pool 780282 6.500% 07/01/34		09/01/2013	Paydown		76	76	79	79		(3)		(3)		76			0	3	07/01/2034	1
31405A-M6-7...	FNMA Pool 783481 5.500% 06/01/34		09/01/2013	Paydown		15,062	15,062	14,879	14,885		178		178		15,062			0	587	06/01/2034	1
31405R-F3-5...	FNMA Pool 796786 5.000% 01/01/35		09/01/2013	Paydown		309	309	306	307		2		2		309			0	10	01/01/2035	1
31405S-ET-7...	FNMA Pool 797646 6.000% 09/01/35		09/01/2013	Paydown		11,633	11,633	11,924	11,910		(277)		(277)		11,633			0	495	09/01/2035	1
31405S-KJ-2...	FNMA Pool 797797 6.000% 04/01/35		09/01/2013	Paydown		3,623	3,623	3,736	3,731		(108)		(108)		3,623			0	162	04/01/2035	1
31406K-KA-7...	FNMA Pool 812189 5.000% 02/01/35		09/01/2013	Paydown		10,974	10,974	10,898	10,900		74		74		10,974			0	348	02/01/2035	1
31406Y-Y7-9...	FNMA Pool 824334 5.500% 07/01/35		09/01/2013	Paydown		9,154	9,154	9,221	9,219		(66)		(66)		9,154			0	317	07/01/2035	1
31407F-6B-1...	FNMA Pool 829866 5.000% 07/01/35		09/01/2013	Paydown		29,496	29,496	29,065	29,080		416		416		29,496			0	955	07/01/2035	1
31407H-DK-9...	FNMA Pool 830906 5.000% 07/01/35		09/01/2013	Paydown		81	81	80	80		1		1		81			0	3	07/01/2035	1
31407R-Q4-9...	FNMA Pool 838475 5.000% 09/01/35		09/01/2013	Paydown		2,897	2,897	2,760	2,765		132		132		2,897			0	89	09/01/2035	1
31407Y-RV-3...	FNMA Pool 844800 5.000% 10/01/35		09/01/2013	Paydown		15,025	15,025	14,375	14,401		623		623		15,025			0	502	10/01/2035	1
31408B-U5-5...	FNMA Pool 846704 6.000% 01/01/36		09/01/2013	Paydown		2,451	2,451	2,488	2,487		(36)		(36)		2,451			0	103	01/01/2036	1
31409T-TB-4...	FNMA Pool 878146 5.000% 07/01/36		09/01/2013	Paydown		1,860	1,860	1,815	1,817		43		43		1,860			0	54	07/01/2036	1
31410G-AF-0...	FNMA Pool 888406 5.000% 08/01/36		09/01/2013	Paydown		4,827	4,827	4,589	4,597		230		230		4,827			0	158	08/01/2036	1
31410G-E4-1...	FNMA Pool 888555 5.500% 09/01/21		09/01/2013	Paydown		3,945	3,945	3,970	3,963		(17)		(17)		3,945			0	145	09/01/2021	1
31410P-EM-1...	FNMA Pool 893040 6.000% 11/01/36		09/01/2013	Paydown		20,726	20,726	20,914	20,905		(179)		(179)		20,726			0	882	11/01/2036	1
31412D-SQ-2...	FNMA Pool 922227 6.500% 12/01/36		09/01/2013	Paydown		8,397	8,397	8,806	8,795		(397)		(397)		8,397			0	362	12/01/2036	1
31412P-U8-2...	FNMA Pool 931307 4.500% 06/01/39		09/01/2013	Paydown		19,405	19,405	20,148	20,127		(723)		(723)		19,405			0	560	06/01/2039	1
31412Q-7B-9...	FNMA Pool 932490 4.500% 02/01/40		09/01/2013	Paydown		12,922	12,922	13,531	13,515		(593)		(593)		12,922			0	387	02/01/2040	1
31412S-PS-8...	FNMA Pool 933433 5.000% 03/01/38		09/01/2013	Paydown		14,186	14,186	13,589	13,610		575		575		14,186			0	483	03/01/2038	1
31413J-JL-6...	FNMA Pool 947087 6.000% 10/01/37		09/01/2013	Paydown		7,264	7,264	7,333	7,330		(66)		(66)		7,264			0	292	10/01/2037	1
31414B-XR-6...	FNMA Pool 961588 5.000% 02/01/38		09/01/2013	Paydown		10,134	10,134	9,967	9,971		163		163		10,134			0	332	02/01/2038	1
31414K-FW-5...	FNMA Pool 968281 5.000% 02/01/38		09/01/2013	Paydown		5,710	5,710	5,572	5,576		134		134		5,710			0	179	02/01/2038	1
31414S-GR-8...	FNMA Pool 974608 5.000% 03/01/38		09/01/2013	Paydown		2,691	2,691	2,578	2,589		102		102		2,691			0	90	03/01/2038	1
31414S-M7-5...	FNMA Pool 974782 5.000% 04/01/38		09/01/2013	Paydown		4,722	4,722	4,644	4,647		75		75		4,722			0	150	04/01/2038	1
31414S-Y6-4...	FNMA Pool 975133 6.000% 05/01/38		09/01/2013	Paydown		4,729	4,729	4,795	4,792		(63)		(63)		4,729			0	189	05/01/2038	1
31415R-ZU-1...	FNMA Pool 987355 6.500% 10/01/38		09/01/2013	Paydown		46,609	46,609	47,564	47,529		(920)		(920)		46,609			0	1,852	10/01/2038	1
31416L-HY-5...	FNMA Pool AA2946 4.500% 04/01/24		09/01/2013	Paydown		21,909	21,909	22,652	22,556		(647)		(647)		21,909			0	647	04/01/2024	1
31416R-RG-0...	FNMA Pool AA7686 4.500% 06/01/39		09/01/2013	Paydown		13,769	13,769	14,309	14,295		(525)		(525)		13,769			0	415	06/01/2039	1

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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	F o r e i g n	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)
31416X-QT-0...	FNMA Pool AB2265 4.000% 02/01/41		09/01/2013	Paydown		5,597	5,597	5,826	5,822		(225)		(225)		5,597			0	147	02/01/2041	1
31417A-VT-3...	FNMA Pool AB4225 3.500% 01/01/42		09/01/2013	Paydown		8,491	8,491	8,958		(467)			(467)		8,491			0	73	01/01/2042	1
31417E-ZA-2...	FNMA Pool AB7936 3.000% 02/01/43		09/01/2013	Paydown		6,286	6,286	6,351		(65)			(65)		6,286			0	32	02/01/2043	1
31417Y-HM-2...	FNMA Pool MA0235 4.000% 11/01/19		09/01/2013	Paydown		5,725	5,725	5,901	5,871	(146)			(146)		5,725			0	152	11/01/2019	1
31418M-KS-0...	FNMA Pool AD0304 6.000% 05/01/22		09/01/2013	Paydown		10,145	10,145	10,956	10,864	(719)			(719)		10,145			0	407	05/01/2022	1
31418N-YK-0...	FNMA Pool AD1613 4.500% 02/01/25		09/01/2013	Paydown		6,564	6,564	6,812	6,798	(234)			(234)		6,564			0	192	02/01/2025	1
31418V-T5-1...	FNMA Pool AD7771 4.000% 07/01/25		09/01/2013	Paydown		7,431	7,431	7,785	7,766	(336)			(336)		7,431			0	198	07/01/2025	1
31419J-TQ-1...	FNMA Pool AE7758 3.500% 11/01/25		09/01/2013	Paydown		9,623	9,623	9,797	9,788	(165)			(165)		9,623			0	220	11/01/2025	1
31419L-XR-9...	FNMA Pool AE9687 4.000% 11/01/40		09/01/2013	Paydown		6,529	6,529	6,622	6,619	(91)			(91)		6,529			0	172	11/01/2040	1
544495-VY-7...	Los Angeles Calif Dept Wtr 6.574% 07/0		07/31/2013	Raymond James/FI		156,045	125,000	125,000	125,000				0		125,000		31,045	31,045	8,994	07/01/2045	1FE
54627R-AA-8...	Louisiana LCL Govt Envrnmntl 1.110% 02		08/01/2013	Redemption	100.0000	24,042	24,042	24,039	24,041				0		24,042			0	267	02/01/2014	1FE
647200-M9-2...	New Mexico MTG Fin 4.500% 09/01/28		09/01/2013	Redemption	100.0000	5,000	5,000	5,383	5,304	(25)			(25)		5,279		(279)	(279)	225	09/01/2028	1FE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						1,293,796	1,262,751	1,288,723	1,230,582	0	(24,672)	0	(24,672)	0	1,263,228	0	30,568	30,568	44,747	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
00287Y-AC-3...	Abbvie Inc 144A 2.900% 11/06/22		08/05/2013	Tax Free Exchange		29,819	30,000	29,807	29,809	10			10		29,819			0	645	11/06/2022	2FE
010392-FC-7...	Alabama Power Co 3.375% 10/01/20		08/20/2013	Bank Of America		295,658	290,000	289,536	289,626	27			27		289,654		6,004	6,004	8,754	10/01/2020	1FE
02005L-AF-1...	Ally Auto Receivables Trust Series 2010		07/01/2013	Banc America Securities		111,925	110,000	112,961	111,508	(268)			(268)		111,239		686	686	2,145	11/15/2016	1FE
03064E-AE-6...	Americredit Automobile Rec Series 2010-2		07/01/2013	Credit Suisse 1st Boston		60,825	60,000	59,982	59,995	3			3		59,998		827	827	1,559	10/08/2015	1FE
05568B-AA-6...	Burlingt n No Series 06-1 5.720% 01/15/		07/15/2013	Redemption	100.0000	20	20	20	20				0		20			0	1	01/15/2024	1FE
05947U-2R-8...	Banc Of America Commercial Mor Series 20		09/01/2013	Nomura Securities Int Inc		170,800	160,000	178,175	173,771	(3,760)			(3,760)		170,011		789	789	6,229	10/10/2045	1FM
05947U-PS-1...	Banc Of America Commercial Mor Series 20		09/01/2013	Paydown		111,492	111,492	118,840	114,215	(2,722)			(2,722)		111,492			0	3,776	11/10/2039	1FM
05949A-5A-4...	Banc Of America Mortgage Secur Series 20		09/01/2013	Paydown		32,229	32,229	32,814	32,517	22	(310)		(288)		32,229			0	1,215	05/25/2035	1FM
05949C-HQ-2...	Banc Of America Mortgage Secur Series 20		09/01/2013	Paydown		3,077	3,077	2,703	2,703	374			374		3,077			0	63	10/25/2035	1FM
05949C-KQ-8...	Banc Of America Mortgage Secur Series 20		09/01/2013	Paydown		1,653	1,742	1,504	1,504	148			148		1,653			0	35	11/25/2035	1FM
07383F-5K-0...	Bear Stearns Commercial Mortga Series 20		09/01/2013	Paydown		4,912	4,912	4,961	4,913	(1)			(1)		4,912			0	165	02/13/2042	1FM
07383F-A7-3...	Bear Stearns Commercial Mortga Series 20		09/01/2013	Paydown		28,479	28,479	30,314	29,274	(795)			(795)		28,479			0	981	01/12/2041	1FM
07383F-PW-2...	Bear Stearns Commercial Mortga Series 20		08/01/2013	Paydown		2,937	2,937	2,974	2,932	5			5		2,937			0	89	08/15/2038	1FM
07387A-AW-5...	Bear Stearns Adjustable Rate M Series 20		09/01/2013	Paydown		6,682	6,682	5,731	5,729	952			952		6,682			0	134	06/25/2035	1FM
124857-AD-5...	CBS Corp 5.750% 04/15/20		09/11/2013	First Union Capital Mkts		82,294	75,000	80,119	79,041	(333)			(333)		78,708		3,586	3,586	3,965	04/15/2020	2FE
1248M6-AP-9...	Credit-Based Asset Servicing A Series 20		09/01/2013	Paydown		2,113	2,113	968	968	1,145			1,145		2,113			0	50	01/25/2037	1FM
12514A-AE-1...	Cd Commercial Mortgage Trust Series 2007		09/01/2013	Paydown		306	306	358		(52)			(52)		306			0	5	11/15/2044	1FM
12544L-AA-9...	Countrywide Home Loans Series 2007-11 Cl		09/01/2013	Paydown		5,030	5,340	4,716	4,717	313			313		5,030			0	215	08/25/2037	4FM
126659-AA-9...	CYS Pass-Through Trust 144A 8.353% 07/		09/10/2013	Redemption	100.0000	1,263	1,263	1,263	1,263				0		1,263			0	70	07/10/2031	2AM

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										11	12	13	14	15							
CUSIP Identification	Description	F o r e i g n	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)
12668B-EG-4...	Countrywide Alternative Loan T Series 20...		09/01/2013	Paydown.....		3,603	4,373	3,614	3,614		(12)		(12)		3,603			0	164	02/25/2036	3FM
12668X-AC-9...	Countrywide Asset-Backed Certi Series 20...		09/01/2013	Paydown.....		1,229	1,229	902	883		346		346		1,229			0	40	04/25/2036	4FM
12669G-HY-0...	Countrywide Home Loans Series 2004-29 Cl...		09/25/2013	Paydown.....		50	50	50	45	4			4		50			0	0	02/25/2035	1FM
173067-AD-1...	Citigroup Commerical Mortgage Series 200...		09/01/2013	Paydown.....		17,840	17,840	19,401	18,481		(641)		(641)		17,840			0	652	04/15/2040	1FM
17307G-6K-9...	Citigroup Mortgage Loan Trust Series 200...		09/01/2013	Paydown.....		2,614	3,096	2,506	2,505		109		109		2,614			0	61	03/25/2036	2FM
17310B-AY-0...	Citicorp Mortgage Securities Series 2006		09/01/2013	Paydown.....		8,553	8,553	8,177	8,326		227		227		8,553			0	313	06/25/2036	1FM
20047G-BQ-9...	Commercial Mortgage Series 2004-LB3A Cla...		09/01/2013	Paydown.....		20,324	20,324	22,049	21,145		(820)		(820)		20,324			0	828	07/10/2037	1FM
22541S-H8-4...	CS First Boston Mortgage Secur Series 20...		09/01/2013	Paydown.....		52,951	52,951	56,540	54,146		(1,194)		(1,194)		52,951			0	1,739	10/15/2039	1FM
225458-EZ-7...	CS First Boston Mortgage Secur Series 20...		09/01/2013	Paydown.....		13,685	13,685	11,367	11,367		2,318		2,318		13,685			0	517	03/25/2035	1FM
23317F-AA-4...	Developers Diversified Series 2009-DDR1...		09/01/2013	Paydown.....		1,271	1,271	1,343	1,319		(49)		(49)		1,271			0	33	10/14/2022	1FM
23336P-AA-9...	Dt Auto Owner Trust Series 2012-1A Class...		08/15/2013	Paydown.....		24,050	24,050	24,049	24,049		1		1		24,050			0	156	01/15/2015	1FE
32051G-DA-0...	First Horizon Alternative Mort Series 20...		09/01/2013	Paydown.....		3,203	3,203	2,650	2,671		532		532		3,203			0	133	01/25/2035	1FM
32051G-RD-9...	First Horizon Alternative Mort Series 20...		09/01/2013	Paydown.....		14,149	14,149	13,972	13,978		172		172		14,149			0	500	08/25/2035	2FM
32058C-AC-1...	First Investors Auto Owner Series 2012-1...		07/02/2013	First Union Capital Mkts		52,986	52,722	52,714	52,717		1		1		52,719		267	267	574	11/15/2017	1FE
36161R-AD-1...	General Electric Capital Assur Series 20...		09/01/2013	Paydown.....		6,905	6,905	7,048	6,948		(43)		(43)		6,905			0	256	05/12/2035	1FM
36170U-AB-7...	G-Force LLC Series 2005-RRA Class A2 4...		09/01/2013	Paydown.....		57,845	57,845	53,796	57,002		843		843		57,845			0	1,734	08/22/2036	4AM
36186Y-AF-2...	GMAC Commercial Mortgage Asset Series 20...		09/10/2013	Paydown.....		227	227	226	226		1		1		227			0	10	08/10/2052	1
362341-4F-3...	GSR Mortgage Loan Trust Series 2006-AR1...		09/01/2013	Paydown.....		494	494	456	456		38		38		494			0	10	01/25/2036	1FM
36828Q-HJ-8...	Ge Capital Commercial Mortgage Series 20...		09/01/2013	Paydown.....		32,489	32,489	31,901	32,342		147		147		32,489			0	1,131	03/10/2040	1FM
396789-FT-1...	Greenwich Capital Commercial F Series 20...		09/01/2013	Paydown.....		49,043	49,043	48,553	48,940		103		103		49,043			0	1,767	06/10/2036	1FM
45685E-AA-4...	ING US Inc 144A 5.500% 07/15/22...		08/08/2013	Tax Free Exchange...		79,956	80,000	79,957	79,959		(3)		(3)		79,956			0	4,711	07/15/2022	2FE
55265K-XT-1...	Mastr Asset Securitization Tru Series 20...		09/01/2013	Paydown.....		5,989	5,989	5,750	5,755		234		234		5,989			0	215	06/25/2033	1FM
59020U-QD-0...	MLCC Mortgage Investors Inc Series 2005...		09/01/2013	Paydown.....		2,744	2,744	2,701	2,708		36		36		2,744			0	48	12/25/2034	1FM
590219-AE-1...	MLCC Mortgage Investors Inc Series 2006...		09/01/2013	Paydown.....		7,651	7,651	7,319	7,344		307		307		7,651			0	107	05/25/2036	1FM
61745M-F6-5...	Morgan Stanley Capital I Series 2004-RR2...		07/01/2013	Paydown.....		14,393	14,393	14,543	14,341		52		52		14,393			0	484	10/28/2033	2AM
61746W-H2-9...	Morgan Stanley Dean Witter Cap Series 20...		09/01/2013	Paydown.....		15,744	15,744	16,775	15,890		(147)		(147)		15,744			0	505	06/13/2041	1FM
61913P-AR-3...	Mortgageit Trust Series 2005-1 Class 2A...		09/01/2013	Paydown.....		7,129	7,129	7,018	7,041		88		88		7,129			0	67	02/25/2035	1FM
62951T-AA-3...	New York City Tax Lien Series 2012-AA Cl...		08/12/2013	Paydown.....		8,290	8,290	8,289	8,289		1		1		8,290			0	76	11/10/2025	1FE
651639-AN-6...	Newmont Mining Corp 3.500% 03/15/22...		09/26/2013	Nomura Securities Int Inc		30,763	35,000	34,734	34,752		17		17		34,769		(4,006)	(4,006)	1,276	03/15/2022	2FE
674135-BD-9...	Oakwood Mortgage Investors Inc Series 19...		07/01/2013	Paydown.....		678	678	717	707		(29)		(29)		678			0	32	10/15/2026	1FE
695114-CH-9...	Pacificorp 5.650% 07/15/18...		08/07/2013	US Bancorp.....		234,560	200,000	237,742	227,451		(2,790)		(2,790)		224,661		9,899	9,899	12,053	07/15/2018	1FE
74958T-AB-9...	Residential Funding Mtg Sec I Series 200...		09/01/2013	Paydown.....		5,178	5,530	4,306	4,314		863		863		5,178			0	149	07/27/2037	1FM
760985-ZH-7...	Residential Asset Mortgage Pro Series 20...		07/01/2013	Paydown.....		10,101	10,101	10,102	6,920	3,165	15		3,180		10,101			0	335	09/25/2033	5FM

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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)	
76110V-MH-8	Residential Funding Mortgage S Series 20	09/01/2013	Paydown		1,441	1,441	1,455	1,443		(1)		(1)		1,441			.0	.56	04/25/2028	1FM	
76110W-QR-0	Residential Asset Securities C Series 20	09/01/2013	Paydown		6,045	6,045	5,800	5,902		144		144		6,045			.0	.156	04/25/2033	1FM	
771196-AS-1	Roche Hldgs Inc 144A 6.000% 03/01/19	08/29/2013	Redemption	120,2350	21,642	18,000	19,134	18,774		(72)		(72)		18,703		2,940	2,940	1,074	03/01/2019	1FE	
78473W-AC-7	Suntrust Adjustable Rate Mortg Series 20	09/01/2013	Paydown		2,504	2,504	2,226	2,226		278		278		2,504			.0	.54	10/25/2037	1FM	
80282G-AD-7	Santander Drive Auto Receivabl Series 20	07/01/2013	Credit Suisse 1st Boston		62,156	62,021	62,505	62,127		(53)		(53)		62,075		82	82	.772	12/15/2014	1FE	
80282X-AB-4	Santander Drive Auto Receivabl Series 20	09/15/2013	Paydown		8,979	8,979	8,978	8,979		.0		.0		8,979			.0	.47	08/17/2015	1FE	
81744F-FJ-1	Sequoia Mortgage Trust Series 2004-11 Cl	09/20/2013	Paydown		.281	.281	.281	.281		.0		.0		.281			.0	.1	12/20/2034	1FM	
81744F-FY-8	Sequoia Mortgage Trust Series 2004-12 Cl	09/20/2013	Paydown		.256	.256	.256	.232	.24			24		.256			.0	.1	01/20/2035	1FM	
85171U-AA-5	Springleaf Mortgage Loan Series 2011-1A	09/01/2013	Paydown		17,097	17,097	17,083	17,083		.13		.13		17,097			.0	.456	01/25/2058	1FM	
86359A-MH-3	Structured Asset Securities Co Series 20	09/01/2013	Paydown		4,717	4,717	4,116	4,258		459		459		4,717			.0	.107	04/25/2031	1FM	
86359A-WU-3	Structured Asset Securities Co Series 20	09/01/2013	Paydown		6,671	6,671	5,733	5,958		714		714		6,671			.0	.149	01/25/2031	3AM	
86359B-AA-3	Structured Asset Securities Co Series 20	09/01/2013	Paydown		7,226	7,226	7,427	7,323		(97)		(97)		7,226			.0	.251	09/25/2019	2FM	
89655V-AA-0	Trinity Rail Leasing LP Series 2003-1A C	09/12/2013	Paydown		1,211	1,211	1,211	1,211		.0		.0		1,211			.0	.45	10/12/2026	1FE	
921796-MP-0	Vanderbilt Mortgage Finance Series 2002	09/01/2013	Paydown		6,118	6,118	6,215	6,178		(60)		(60)		6,118			.0	.270	08/07/2024	1FE	
94981Y-AB-7	Wells Fargo Mortgage Backed Se Series 20	09/01/2013	Paydown		3,303	3,303	3,315	3,237	.75	(9)		66		3,303			.0	.58	01/25/2035	1FM	
949834-AA-3	Wells Fargo Mortgage Backed Se Series 20	09/01/2013	Paydown		7,975	7,975	7,883	7,885		90		90		7,975			.0	.324	10/25/2037	4FM	
94983B-AH-2	Wells Fargo Mortgage Backed Se Series 20	09/01/2013	Paydown		8,436	8,436	8,468	8,419		17		17		8,436			.0	.316	04/25/2036	3FM	
94983R-AD-6	Wells Fargo Mortgage Backed Se Series 20	09/01/2013	Paydown		5,356	5,507	4,649	4,648		709		709		5,356			.0	.97	04/25/2036	1FM	
94984G-AD-9	Wells Fargo Mortgage Backed Se Series 20	09/01/2013	Paydown		5,537	5,822	5,231	5,222		314		314		5,537			.0	.210	09/25/2036	2FM	
94986F-AF-4	Wells Fargo Mortgage Backed Se Series 20	09/01/2013	Paydown		9,778	9,778	9,251	9,571		207		207		9,778							

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

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE



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							
8699999 Total Cash Equivalents					0	0	0