



ANNUAL STATEMENT
For the Year Ended December 31, 2014
of the Condition and Affairs of the
PROGRESSIVE MAX INSURANCE COMPANY

NAIC Group Code.....155, 155
(Current Period) (Prior Period)
Organized under the Laws of OH
Incorporated/Organized..... March 12, 1937
Statutory Home Office
Main Administrative Office
Mail Address
Primary Location of Books and Records
Internet Web Site Address
Statutory Statement Contact

NAIC Company Code..... 24279
State of Domicile or Port of Entry OH
Commenced Business..... May 10, 1937
6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182
(Street and Number) (City or Town, State, Country and Zip Code)
6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 440-461-5000
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)
P.O. BOX 89490..... CLEVELAND OH 44101-6490
(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)
6300 WILSON MILLS ROAD, W33..... CLEVELAND OH 44143-2182 440-395-4460
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)
PROGRESSIVE.COM
MARY BETH ANDREANO
(Name)
FINANCIAL_REPORTING@PROGRESSIVE.COM
(E-Mail Address)
440-395-4460
(Area Code) (Telephone Number) (Extension)
440-4603-5500
(Fax Number)

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

OFFICERS

Name	Title	Name	Title
SANJAY MAHESH VYAS	PRESIDENT	MICHAEL ROBERT UTH	SECRETARY
DANIEL JOSEPH WITALEC	TREASURER		

OTHER

PATRICK KEVIN CALLAHAN	(VICE PRESIDENT)	SCOTT EDWARD COLEMAN	(ASST. TREASURER)
JAMES RUSSELL HAAS	(VICE PRESIDENT)	KAREN ANN KOSUDA	(ASST. SECRETARY)
MARIANN WOJTKUN MARSHALL	(VICE PRESIDENT)		

DIRECTORS OR TRUSTEES

PATRICK KEVIN CALLAHAN #	JAMES RUSSELL HAAS	CAROLINE MAE KORAN	SANJAY MAHESH VYAS
DANIEL JOSEPH WITALEC			

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

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

(Signature) SANJAY MAHESH VYAS	(Signature) KAREN ANN KOSUDA	(Signature) SCOTT EDWARD COLEMAN
1. (Printed Name) PRESIDENT	2. (Printed Name) ASSISTANT SECRETARY	3. (Printed Name) ASSISTANT TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This 17TH day of FEBRUARY, 2015

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

PROGRESSIVE MAX INSURANCE COMPANY
SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1	2	3	4	5	6
	Amount	Percentage	Amount	Securities Lending Reinvested Collateral Amount	Total (Col. 3 + 4) Amount	Percentage
1. Bonds:						
1.1 U.S. treasury securities.....	116,906,099	35.9	116,906,099		116,906,099	35.9
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies.....		0.0			0	0.0
1.22 Issued by U.S. government sponsored agencies.....		0.0			0	0.0
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities).....		0.0			0	0.0
1.4 Securities issued by states, territories and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations.....		0.0			0	0.0
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations.....		0.0			0	0.0
1.43 Revenue and assessment obligations.....	54,856,561	16.8	54,856,561		54,856,561	16.8
1.44 Industrial development and similar obligations.....		0.0			0	0.0
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA.....		0.0			0	0.0
1.512 Issued or guaranteed by FNMA and FHLMC.....		0.0			0	0.0
1.513 All other.....		0.0			0	0.0
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA.....	5,863,228	1.8	5,863,228		5,863,228	1.8
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-based securities issued or guaranteed by agencies shown in Line 1.521.....		0.0			0	0.0
1.523 All other.....	15,571,816	4.8	15,571,816		15,571,816	4.8
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities).....	132,782,902	40.7	132,782,902		132,782,902	40.7
2.2 Unaffiliated non-U.S. securities (including Canada).....		0.0			0	0.0
2.3 Affiliated securities.....		0.0			0	0.0
3. Equity interests:						
3.1 Investments in mutual funds.....		0.0			0	0.0
3.2 Preferred stocks:						
3.21 Affiliated.....		0.0			0	0.0
3.22 Unaffiliated.....		0.0			0	0.0
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated.....		0.0			0	0.0
3.32 Unaffiliated.....		0.0			0	0.0
3.4 Other equity securities:						
3.41 Affiliated.....		0.0			0	0.0
3.42 Unaffiliated.....		0.0			0	0.0
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated.....		0.0			0	0.0
3.52 Unaffiliated.....		0.0			0	0.0
4. Mortgage loans:						
4.1 Construction and land development.....		0.0			0	0.0
4.2 Agricultural.....		0.0			0	0.0
4.3 Single family residential properties.....		0.0			0	0.0
4.4 Multifamily residential properties.....		0.0			0	0.0
4.5 Commercial loans.....		0.0			0	0.0
4.6 Mezzanine real estate loans.....		0.0			0	0.0
5. Real estate investments:						
5.1 Property occupied by company.....		0.0			0	0.0
5.2 Property held for production of income (including \$.....0 of property acquired in satisfaction of debt).....		0.0			0	0.0
5.3 Property held for sale (including \$.....0 property acquired in satisfaction of debt).....		0.0			0	0.0
6. Contract loans.....		0.0			0	0.0
7. Derivatives.....		0.0			0	0.0
8. Receivables for securities.....	13,500	0.0	13,500		13,500	0.0
9. Securities lending (Line 10, Asset Page reinvested collateral).....		0.0		XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments.....		0.0			0	0.0
11. Other invested assets.....		0.0			0	0.0
12. Total invested assets.....	325,994,106	100.0	325,994,106	0	325,994,106	100.0

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 6).....		
2.2	Additional investment made after acquisition (Part 2, Column 9).....		0
3.	Current year change in encumbrances:		
3.1	Totals, Part 1, Column 13.....		
3.2	Totals, Part 3, Column 11.....		0
4.	Total gain (loss) on disposals, Part 3, Column 18.....		
5.	Deduct amounts received on disposals, Part 3, Column 15.....		
6.	Total foreign exchange change in book/adjusted carrying value:		
6.1	Totals, Part 1, Column 15.....		
6.2	Totals, Part 3, Column 13.....		0
7.	Deduct current year's other-than-temporary impairment recognized:		
7.1	Totals, Part 1, Column 12.....		
7.2	Totals, Part 3, Column 10.....		0
8.	Deduct current year's depreciation:		
8.1	Totals, Part 1, Column 11.....		
8.2	Totals, Part 3, Column 9.....		0
9.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....		0
10.	Deduct total nonadmitted amounts.....		
11.	Statement value at end of current period (Line 9 minus Line 10).....		0

NONE

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 7).....		
2.2	Additional investment made after acquisition (Part 2, Column 8).....		0
3.	Capitalized deferred interest and other:		
3.1	Totals, Part 1, Column 12.....		
3.2	Totals, Part 3, Column 11.....		0
4.	Accrual of discount.....		
5.	Unrealized valuation increase (decrease):		
5.1	Totals, Part 1, Column 9.....		
5.2	Totals, Part 3, Column 8.....		0
6.	Total gain (loss) on disposals, Part 3, Column 18.....		
7.	Deduct amounts received on disposals, Part 3, Column 15.....		
8.	Deduct amortization of premium and mortgage interest points and commitment fees.....		
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest:		
9.1	Totals, Part 1, Column 13.....		
9.2	Totals, Part 3, Column 13.....		0
10.	Deduct current year's other-than-temporary impairment recognized:		
10.1	Totals, Part 1, Column 11.....		
10.2	Totals, Part 3, Column 10.....		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
12.	Total valuation allowance.....		
13.	Subtotal (Line 11 plus Line 12).....		0
14.	Deduct total nonadmitted amounts.....		
15.	Statement value at end of current period (Line 13 minus Line 14).....		0

NONE

PROGRESSIVE MAX INSURANCE COMPANY

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 8).....		
2.2	Additional investment made after acquisition (Part 2, Column 9).....		0
3.	Capitalized deferred interest and other:		
3.1	Totals, Part 1, Column 16.....		
3.2	Totals, Part 3, Column 12.....		0
4.	Accrual of discount.....		
5.	Unrealized valuation increase (decrease):		
5.1	Totals, Part 1, Column 13.....		
5.2	Totals, Part 3, Column 9.....		0
6.	Total gain (loss) on disposals, Part 3, Column 19.....		
7.	Deduct amounts received on disposals, Part 3, Column 16.....		
8.	Deduct amortization of premium and depreciation.....		
9.	Total foreign exchange change in book/adjusted carrying value:		
9.1	Totals, Part 1, Column 17.....		
9.2	Totals, Part 3, Column 14.....		0
10.	Deduct current year's other-than-temporary impairment recognized:		
10.1	Totals, Part 1, Column 15.....		
10.2	Totals, Part 3, Column 11.....		0
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....		0
12.	Deduct total nonadmitted amounts.....		
13.	Statement value at end of current period (Line 11 minus Line 12).....		0

NONE

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year.....		298,505,040
2.	Cost of bonds and stocks acquired, Part 3, Column 7.....		212,074,016
3.	Accrual of discount.....		97,193
4.	Unrealized valuation increase (decrease):		
4.1	Part 1, Column 12.....		
4.2	Part 2, Section 1, Column 15.....		
4.3	Part 2, Section 2, Column 13.....		
4.4	Part 4, Column 11.....		0
5.	Total gain (loss) on disposals, Part 4, Column 19.....		1,673,786
6.	Deduct consideration for bonds and stocks disposed of, Part 4, Column 7.....		183,660,025
7.	Deduct amortization of premium.....		2,709,404
8.	Total foreign exchange change in book/adjusted carrying value:		
8.1	Part 1, Column 15.....		
8.2	Part 2, Section 1, Column 19.....		
8.3	Part 2, Section 2, Column 16.....		
8.4	Part 4, Column 15.....		0
9.	Deduct current year's other-than-temporary impairment recognized:		
9.1	Part 1, Column 14.....		
9.2	Part 2, Section 1, Column 17.....		
9.3	Part 2, Section 2, Column 14.....		
9.4	Part 4, Column 13.....		0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....		325,980,606
11.	Deduct total nonadmitted amounts.....		
12.	Statement value at end of current period (Line 10 minus Line 11).....		325,980,606

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS Governments (Including all obligations guaranteed by governments)	1. United States.....	116,906,099	118,696,709	116,924,474	116,820,000
	2. Canada.....				
	3. Other Countries.....				
	4. Totals.....	116,906,099	118,696,709	116,924,474	116,820,000
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals.....				
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals.....				
U.S. Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions	7. Totals.....	60,719,789	62,712,876	63,838,692	49,210,000
Industrial and Miscellaneous and Hybrid Securities (Unaffiliated)	8. United States.....	148,354,718	148,469,053	148,832,135	147,160,431
	9. Canada.....				
	10. Other Countries.....				
	11. Totals.....	148,354,718	148,469,053	148,832,135	147,160,431
Parent, Subsidiaries and Affiliates	12. Totals.....				
	13. Total Bonds.....	325,980,606	329,878,638	329,595,301	313,190,431
PREFERRED STOCKS Industrial and Miscellaneous (Unaffiliated)	14. United States.....				
	15. Canada.....				
	16. Other Countries.....				
	17. Totals.....	0	0	0	
Parent, Subsidiaries and Affiliates	18. Totals.....				
	19. Total Preferred Stocks.....	0	0	0	
COMMON STOCKS Industrial and Miscellaneous (Unaffiliated)	20. United States.....				
	21. Canada.....				
	22. Other Countries.....				
	23. Totals.....	0	0	0	
Parent, Subsidiaries and Affiliates	24. Totals.....				
	25. Total Common Stocks.....	0	0	0	
	26. Total Stocks.....	0	0	0	
	27. Total Bonds and Stocks....	325,980,606	329,878,638	329,595,301	

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

SI05

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments											
1.1 NAIC 1.....	68,359,683	42,465,434	6,080,982			116,906,099	35.9	143,130,398	47.5	116,906,099	
1.2 NAIC 2.....						0	0.0		0.0		
1.3 NAIC 3.....						0	0.0		0.0		
1.4 NAIC 4.....						0	0.0		0.0		
1.5 NAIC 5.....						0	0.0		0.0		
1.6 NAIC 6.....						0	0.0		0.0		
1.7 Totals.....	68,359,683	42,465,434	6,080,982	0	0	116,906,099	35.9	143,130,398	47.5	116,906,099	0
2. All Other Governments											
2.1 NAIC 1.....						0	0.0		0.0		
2.2 NAIC 2.....						0	0.0		0.0		
2.3 NAIC 3.....						0	0.0		0.0		
2.4 NAIC 4.....						0	0.0		0.0		
2.5 NAIC 5.....						0	0.0		0.0		
2.6 NAIC 6.....						0	0.0		0.0		
2.7 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
3. U.S. States, Territories and Possessions, etc., Guaranteed											
3.1 NAIC 1.....						0	0.0		0.0		
3.2 NAIC 2.....						0	0.0		0.0		
3.3 NAIC 3.....						0	0.0		0.0		
3.4 NAIC 4.....						0	0.0		0.0		
3.5 NAIC 5.....						0	0.0		0.0		
3.6 NAIC 6.....						0	0.0		0.0		
3.7 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 NAIC 1.....						0	0.0		0.0		
4.2 NAIC 2.....						0	0.0		0.0		
4.3 NAIC 3.....						0	0.0		0.0		
4.4 NAIC 4.....						0	0.0		0.0		
4.5 NAIC 5.....						0	0.0		0.0		
4.6 NAIC 6.....						0	0.0		0.0		
4.7 Totals.....	0	0	0	0	0	0	0.0	0	0.0	0	0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 NAIC 1.....	1,467,130	25,358,281	33,894,378			60,719,789	18.6	39,736,051	13.2	60,719,789	
5.2 NAIC 2.....						0	0.0		0.0		
5.3 NAIC 3.....						0	0.0		0.0		
5.4 NAIC 4.....						0	0.0		0.0		
5.5 NAIC 5.....						0	0.0		0.0		
5.6 NAIC 6.....						0	0.0		0.0		
5.7 Totals.....	1,467,130	25,358,281	33,894,378	0	0	60,719,789	18.6	39,736,051	13.2	60,719,789	0

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

NAIC Designation		1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6.	Industrial and Miscellaneous (unaffiliated)											
6.1	NAIC 1	78,246,912	9,013,751				87,260,663	26.8	72,432,230	24.0	46,059,302	41,201,361
6.2	NAIC 2	9,152,416	45,884,353	2,057,286			57,094,055	17.5	37,513,245	12.5	40,883,547	16,210,508
6.3	NAIC 3			4,000,000			4,000,000	1.2		0.0		4,000,000
6.4	NAIC 4						0	0.0	8,493,027	2.8		
6.5	NAIC 5						0	0.0		0.0		
6.6	NAIC 6						0	0.0		0.0		
6.7	Totals	87,399,328	54,898,104	6,057,286	0	0	148,354,718	45.5	118,438,502	39.3	86,942,849	61,411,869
7.	Hybrid Securities											
7.1	NAIC 1						0	0.0		0.0		
7.2	NAIC 2						0	0.0		0.0		
7.3	NAIC 3						0	0.0		0.0		
7.4	NAIC 4						0	0.0		0.0		
7.5	NAIC 5						0	0.0		0.0		
7.6	NAIC 6						0	0.0		0.0		
7.7	Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
8.	Parent, Subsidiaries and Affiliates											
8.1	NAIC 1						0	0.0		0.0		
8.2	NAIC 2						0	0.0		0.0		
8.3	NAIC 3						0	0.0		0.0		
8.4	NAIC 4						0	0.0		0.0		
8.5	NAIC 5						0	0.0		0.0		
8.6	NAIC 6						0	0.0		0.0		
8.7	Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

9015

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

		1	2	3	4	5	6	7	8	9	10	11
	NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Column 6 as a % of Line 9.7	Total from Column 6 Prior Year	% from Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
9.	Total Bonds Current Year											
9.1	NAIC 1.....	(d).....148,073,725	76,837,466	39,975,360	0	0	264,886,551	81.3	XXX.....	XXX.....	223,685,190	41,201,361
9.2	NAIC 2.....	(d).....9,152,416	45,884,353	2,057,286	0	0	57,094,055	17.5	XXX.....	XXX.....	40,883,547	16,210,508
9.3	NAIC 3.....	(d).....0	0	4,000,000	0	0	4,000,000	1.2	XXX.....	XXX.....	0	4,000,000
9.4	NAIC 4.....	(d).....0	0	0	0	0	0	0.0	XXX.....	XXX.....	0	0
9.5	NAIC 5.....	(d).....0	0	0	0	0	(c).....0	0.0	XXX.....	XXX.....	0	0
9.6	NAIC 6.....	(d).....0	0	0	0	0	(c).....0	0.0	XXX.....	XXX.....	0	0
9.7	Totals.....	157,226,141	122,721,819	46,032,646	0	0	(b).....325,980,606	100.0	XXX.....	XXX.....	264,568,737	61,411,869
9.8	Line 9.7 as a % of Col. 6.....	48.2	37.6	14.1	0.0	0.0	100.0	XXX.....	XXX.....	XXX.....	81.2	18.8
10.	Total Bonds Prior Year											
10.1	NAIC 1.....	40,080,509	185,533,442	29,684,728			XXX.....	XXX.....	255,298,679	84.7	203,751,530	51,547,149
10.2	NAIC 2.....	3,495,667	34,017,578				XXX.....	XXX.....	37,513,245	12.5	28,691,061	8,822,184
10.3	NAIC 3.....						XXX.....	XXX.....	0	0.0		
10.4	NAIC 4.....		8,493,027				XXX.....	XXX.....	8,493,027	2.8	8,493,027	
10.5	NAIC 5.....						XXX.....	XXX.....	(c).....0	0.0		
10.6	NAIC 6.....						XXX.....	XXX.....	(c).....0	0.0		
10.7	Totals.....	43,576,176	228,044,047	29,684,728	0	0	XXX.....	XXX.....	(b).....301,304,951	100.0	240,935,618	60,369,333
10.8	Line 10.7 as a % of Col. 8.....	14.5	75.7	9.9	0.0	0.0	XXX.....	XXX.....	100.0	XXX.....	80.0	20.0
11.	Total Publicly Traded Bonds											
11.1	NAIC 1.....	108,333,199	75,376,631	39,975,360			223,685,190	68.6	203,751,530	67.6	223,685,190	XXX.....
11.2	NAIC 2.....		40,883,547				40,883,547	12.5	28,691,061	9.5	40,883,547	XXX.....
11.3	NAIC 3.....						0	0.0	0	0.0	0	XXX.....
11.4	NAIC 4.....						0	0.0	8,493,027	2.8	0	XXX.....
11.5	NAIC 5.....						0	0.0	0	0.0	0	XXX.....
11.6	NAIC 6.....						0	0.0	0	0.0	0	XXX.....
11.7	Totals.....	108,333,199	116,260,178	39,975,360	0	0	264,568,737	81.2	240,935,618	80.0	264,568,737	XXX.....
11.8	Line 11.7 as a % of Col. 6.....	40.9	43.9	15.1	0.0	0.0	100.0	XXX.....	XXX.....	XXX.....	100.0	XXX.....
11.9	Line 11.7 as a % of Line 9.7, Col. 6, Section 9.....	33.2	35.7	12.3	0.0	0.0	81.2	XXX.....	XXX.....	XXX.....	81.2	XXX.....
12.	Total Privately Placed Bonds											
12.1	NAIC 1.....	39,740,526	1,460,835				41,201,361	12.6	51,547,149	17.1	XXX.....	41,201,361
12.2	NAIC 2.....	9,152,416	5,000,806	2,057,286			16,210,508	5.0	8,822,184	2.9	XXX.....	16,210,508
12.3	NAIC 3.....			4,000,000			4,000,000	1.2	0	0.0	XXX.....	4,000,000
12.4	NAIC 4.....						0	0.0	0	0.0	XXX.....	0
12.5	NAIC 5.....						0	0.0	0	0.0	XXX.....	0
12.6	NAIC 6.....						0	0.0	0	0.0	XXX.....	0
12.7	Totals.....	48,892,942	6,461,641	6,057,286	0	0	61,411,869	18.8	60,369,333	20.0	XXX.....	61,411,869
12.8	Line 12.7 as a % of Col. 6.....	79.6	10.5	9.9	0.0	0.0	100.0	XXX.....	XXX.....	XXX.....	XXX.....	100.0
12.9	Line 12.7 as a % of Line 9.7, Col. 6, Section 9.....	15.0	2.0	1.9	0.0	0.0	18.8	XXX.....	XXX.....	XXX.....	XXX.....	18.8

(a) Includes \$.....61,411,869 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$.....0 current year, \$.....0 prior year of bonds with Z designations and \$.....0 current year, \$.....0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes \$.....0 current year, \$.....0 prior year of bonds with 5* designations and \$.....0 current year, \$.....0 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type		1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1.	U.S. Governments											
1.1	Issuer Obligations.....	68,359,683	42,465,434	6,080,982			116,906,099	35.9	143,130,398	47.5	116,906,099	
1.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
1.3	Commercial Mortgage-Backed Securities.....						.0	0.0		0.0		
1.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
1.5	Totals.....	68,359,683	42,465,434	6,080,982	.0	.0	116,906,099	35.9	143,130,398	47.5	116,906,099	.0
2.	All Other Governments											
2.1	Issuer Obligations.....						.0	0.0		0.0		
2.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
2.3	Commercial Mortgage-Backed Securities.....						.0	0.0		0.0		
2.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
2.5	Totals.....	.0	.0	.0	.0	.0	.0	0.0	.0	0.0	.0	.0
3.	U.S. States, Territories and Possessions, Guaranteed											
3.1	Issuer Obligations.....						.0	0.0		0.0		
3.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
3.3	Commercial Mortgage-Backed Securities.....						.0	0.0		0.0		
3.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
3.5	Totals.....	.0	.0	.0	.0	.0	.0	0.0	.0	0.0	.0	.0
4.	U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1	Issuer Obligations.....						.0	0.0		0.0		
4.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
4.3	Commercial Mortgage-Backed Securities.....						.0	0.0		0.0		
4.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
4.5	Totals.....	.0	.0	.0	.0	.0	.0	0.0	.0	0.0	.0	.0
5.	U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1	Issuer Obligations.....	1,374,915	19,587,268	33,894,378			54,856,561	16.8	32,542,186	10.8	54,856,561	
5.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
5.3	Commercial Mortgage-Backed Securities.....	92,215	5,771,013				5,863,228	1.8	7,193,865	2.4	5,863,228	
5.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
5.5	Totals.....	1,467,130	25,358,281	33,894,378	.0	.0	60,719,789	18.6	39,736,051	13.2	60,719,789	.0
6.	Industrial and Miscellaneous (unaffiliated)											
6.1	Issuer Obligations.....	9,152,416	45,884,353	6,057,286			61,094,055	18.7	48,806,185	16.2	40,883,547	20,210,508
6.2	Residential Mortgage-Backed Securities.....	3,511,588	7,050,774				10,562,362	3.2	1,145,193	0.4	10,562,362	
6.3	Commercial Mortgage-Backed Securities.....	5,009,454					5,009,454	1.5	23,198,389	7.7		5,009,454
6.4	Other Loan-Backed and Structured Securities.....	69,725,870	1,962,977				71,688,847	22.0	45,288,735	15.0	35,496,940	36,191,907
6.5	Totals.....	87,399,328	54,898,104	6,057,286	.0	.0	148,354,718	45.5	118,438,502	39.3	86,942,849	61,411,869
7.	Hybrid Securities											
7.1	Issuer Obligations.....						.0	0.0		0.0		
7.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
7.3	Commercial Mortgage-Backed Securities.....						.0	0.0		0.0		
7.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
7.5	Totals.....	.0	.0	.0	.0	.0	.0	0.0	.0	0.0	.0	.0
8.	Parent, Subsidiaries and Affiliates											
8.1	Issuer Obligations.....						.0	0.0		0.0		
8.2	Residential Mortgage-Backed Securities.....						.0	0.0		0.0		
8.3	Commercial Mortgage-Backed Securities.....						.0	0.0		0.0		
8.4	Other Loan-Backed and Structured Securities.....						.0	0.0		0.0		
8.5	Totals.....	.0	.0	.0	.0	.0	.0	0.0	.0	0.0	.0	.0

SI018

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type		1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total from Column 6 Prior Year	9 % from Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
9.	Total Bonds Current Year											
9.1	Issuer Obligations.....	78,887,014	107,937,055	46,032,646	0	0	232,856,715	71.4	XXX	XXX	212,646,207	20,210,508
9.2	Residential Mortgage-Backed Securities.....	3,511,588	7,050,774	0	0	0	10,562,362	3.2	XXX	XXX	10,562,362	0
9.3	Commercial Mortgage-Backed Securities.....	5,101,669	5,771,013	0	0	0	10,872,682	3.3	XXX	XXX	5,863,228	5,009,454
9.4	Other Loan-Backed and Structured Securities.....	69,725,870	1,962,977	0	0	0	71,688,847	22.0	XXX	XXX	35,496,940	36,191,907
9.5	Totals.....	157,226,141	122,721,819	46,032,646	0	0	325,980,606	100.0	XXX	XXX	264,568,737	61,411,869
9.6	Line 9.5 as a % of Col. 6.....	48.2	37.6	14.1	0.0	0.0	100.0	XXX	XXX	XXX	81.2	18.8
10.	Total Bonds Prior Year											
10.1	Issuer Obligations.....	32,668,144	168,030,969	23,779,656			XXX	XXX	224,478,769	74.5	215,656,585	8,822,184
10.2	Residential Mortgage-Backed Securities.....	1,000,557	144,636				XXX	XXX	1,145,193	0.4	952,191	193,002
10.3	Commercial Mortgage-Backed Securities.....	77,548	24,409,634	5,905,072			XXX	XXX	30,392,254	10.1	7,193,865	23,198,389
10.4	Other Loan-Backed and Structured Securities.....	9,829,928	35,458,807				XXX	XXX	45,288,735	15.0	17,132,977	28,155,758
10.5	Totals.....	43,576,177	228,044,046	29,684,728	0	0	XXX	XXX	301,304,951	100.0	240,935,618	60,369,333
10.6	Line 10.5 as a % of Col. 8.....	14.5	75.7	9.9	0.0	0.0	XXX	XXX	100.0	XXX	80.0	20.0
11.	Total Publicly Traded Bonds											
11.1	Issuer Obligations.....	69,734,598	102,936,249	39,975,360			212,646,207	65.2	215,656,585	71.6	212,646,207	XXX
11.2	Residential Mortgage-Backed Securities.....	3,511,588	7,050,774				10,562,362	3.2	952,191	0.3	10,562,362	XXX
11.3	Commercial Mortgage-Backed Securities.....	92,215	5,771,013				5,863,228	1.8	7,193,865	2.4	5,863,228	XXX
11.4	Other Loan-Backed and Structured Securities.....	34,994,798	502,142				35,496,940	10.9	17,132,977	5.7	35,496,940	XXX
11.5	Totals.....	108,333,199	116,260,178	39,975,360	0	0	264,568,737	81.2	240,935,618	80.0	264,568,737	XXX
11.6	Line 11.5 as a % of Col. 6.....	40.9	43.9	15.1	0.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
11.7	Line 11.5 as a % of Line 9.5, Col. 6, Section 9.....	33.2	35.7	12.3	0.0	0.0	81.2	XXX	XXX	XXX	81.2	XXX
12.	Total Privately Placed Bonds											
12.1	Issuer Obligations.....	9,152,416	5,000,806	6,057,286			20,210,508	6.2	8,822,184	2.9	XXX	20,210,508
12.2	Residential Mortgage-Backed Securities.....						0	0.0	193,002	0.1	XXX	0
12.3	Commercial Mortgage-Backed Securities.....	5,009,454					5,009,454	1.5	23,198,389	7.7	XXX	5,009,454
12.4	Other Loan-Backed and Structured Securities.....	34,731,072	1,460,835				36,191,907	11.1	28,155,758	9.3	XXX	36,191,907
12.5	Totals.....	48,892,942	6,461,641	6,057,286	0	0	61,411,869	18.8	60,369,333	20.0	XXX	61,411,869
12.6	Line 12.5 as a % of Col. 6.....	79.6	10.5	9.9	0.0	0.0	100.0	XXX	XXX	XXX	XXX	100.0
12.7	Line 12.5 as a % of Line 9.5, Col. 6, Section 9.....	15.0	2.0	1.9	0.0	0.0	18.8	XXX	XXX	XXX	XXX	18.8

601S

Sch. DA-Verification
NONE

Sch. DB-Pt. A-Verification
NONE

Sch. DB-Pt. B-Verification
NONE

Sch. DB-Pt. C-Sn. 1
NONE

Sch. DB-Pt. C-Sn. 2
NONE

Sch. DB-Verification
NONE

PROGRESSIVE MAX INSURANCE COMPANY

SCHEDULE E - VERIFICATION BETWEEN YEARS

Cash Equivalents

	1 Total	2 Bonds	3 Other (a)
1. Book/adjusted carrying value, December 31 of prior year.....	2,799,913	2,799,913	
2. Cost of cash equivalents acquired.....	68,347,583	68,347,583	
3. Accrual of discount.....	2,504	2,504	
4. Unrealized valuation increase (decrease).....	0		
5. Total gain (loss) on disposals.....	0		
6. Deduct consideration received on disposals.....	71,150,000	71,150,000	
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).....	0	0	0
11. Deduct total nonadmitted amounts.....	0		
12. Statement value at end of current period (Line 10 minus Line 11).....	0	0	0

(a) Indicate the category of such investments, for example, joint ventures, transportation equipment:.....

Sch. A-Pt. 1
NONE

Sch. A-Pt. 2
NONE

Sch. A-Pt. 3
NONE

Sch. B-Pt. 1
NONE

Sch. B-Pt. 2
NONE

Sch. B-Pt. 3
NONE

Sch. BA-Pt. 1
NONE

Sch. BA-Pt. 2
NONE

Sch. BA-Pt. 3
NONE

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1				Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
				3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description			Code	F o r e i g n	Bond CHAR	NAIC Design- ation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/Adjusted Carrying Value	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Stated Contractual Maturity Date

U.S. Government - Issuer Obligations

912828	B4	1	US TREASURY NOTE.....	.....	..	.....	.....1	5,000,498	100.047	5,002,350	5,000,000	5,000,268	.....	.....(229)	.....	.....	.....0.375	0.370	JJ.....	7,846	9,375	01/24/2014	01/31/2016.
912828	EN	6	US TREASURY NOTE.....	SD..	..	.....	.....1	645,938	103.664	621,984	600,000	606,127	.....	.....(6,852)	.....	.....	.....4.500	3.296	MN.....	3,506	27,000	09/02/2008	11/15/2015.
912828	MW	7	US TREASURY NOTE.....	SD..	..	.....	.....1	6,541,445	100.582	6,583,092	6,545,000	6,544,577	.....	.....530	.....	.....	.....2.500	2.511	MS.....	41,805	163,625	06/01/2010	03/31/2015.
912828	PM	6	US TREASURY NOTE.....	.....	..	.....	.....1	61,243,031	101.820	62,313,840	61,200,000	61,208,979	.....	.....(8,836)	.....	.....	.....2.125	2.110	JD.....	3,593	1,300,500	01/05/2011	12/31/2015.
912828	QA	1	US TREASURY NOTE.....	.....	..	.....	.....1	9,975,000	102.328	10,232,800	10,000,000	9,993,337	.....	.....5,092	.....	.....	.....2.250	2.303	MS.....	57,486	225,000	04/01/2011	03/31/2016.
912828	QJ	2	US TREASURY NOTE.....	.....	..	.....	.....1	12,175,219	102.047	12,449,734	12,200,000	12,193,791	.....	.....5,100	.....	.....	.....2.125	2.169	FA.....	88,088	259,250	03/25/2011	02/29/2016.
912828	RE	2	US TREASURY NOTE.....	.....	..	.....	.....1	301,500	100.484	301,452	300,000	301,123	.....	.....(297)	.....	.....	.....1.500	1.395	FA.....	1,529	4,500	09/25/2013	08/31/2018.
912828	VR	8	US TREASURY NOTE.....	.....	..	.....	.....1	14,957,813	100.164	15,024,600	15,000,000	14,976,915	.....	.....14,087	.....	.....	.....0.625	0.721	FA.....	35,411	93,750	08/21/2013	08/15/2016.
912828	VS	6	US TREASURY NOTE.....	SD..	..	.....	.....1	6,084,030	103.211	6,166,857	5,975,000	6,080,982	.....	.....(3,048)	.....	.....	.....2.500	2.272	FA.....	56,422	.....	12/10/2014	08/15/2023.
0199999	U.S. Government - Issuer Obligations.....							116,924,474	XXX	118,696,709	116,820,000	116,906,099	0	5,547	0	0	XXX	XXX	XXX	295,686	2,083,000	XXX	XXX
0599999	Total - U.S. Government.....							116,924,474	XXX	118,696,709	116,820,000	116,906,099	0	5,547	0	0	XXX	XXX	XXX	295,686	2,083,000	XXX	XXX

U.S. Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their U.S. Political Subdivisions - Issuer Obligations

414009	HW	3	HARRIS CNTY TX CULTURAL EDU FA.....	.....	..	.....	.....1FE	5,054,308	121.688	5,171,740	4,250,000	5,017,296	.....	.....(37,011)	.....	.....	.....5.000	2.892	JD.....	17,708	100,347	05/29/2014	12/01/2024.
452252	KA	6	ILLINOIS ST TOLL HIGHWAY AUTH.....	.....	..	.....	.....1FE	4,726,480	117.749	4,709,960	4,000,000	4,722,334	.....	.....(4,146)	.....	.....	.....5.000	1.810	JJ.....	7,222	.....	11/26/2014	01/01/2021.
47770V	AH	3	JOBSONIO BEVERAGE SYS STWD LIQ.....	.....	..	.....	.....1FE	2,786,200	118.787	2,969,675	2,500,000	2,745,679	.....	.....(30,587)	.....	.....	.....5.000	3.410	JJ.....	62,500	125,000	08/27/2013	01/01/2022.
592646	3P	6	MET WASHINGTON DC ARPTS AUTH A.....	.....	..	.....1	1FE	5,409,950	117.511	5,875,550	5,000,000	5,357,584	.....	.....(38,821)	.....	.....	.....5.000	3.920	AO.....	62,500	250,000	08/20/2013	10/01/2023.
59333P	B6	4	MIAMI-DADE CNTY FL.....	.....	..	.....1	1FE	10,130,110	116.686	10,501,740	9,000,000	10,057,377	.....	.....(72,733)	.....	.....	.....5.000	3.270	AO.....	112,500	350,000	07/09/2014	10/01/2023.
59447P	NE	7	MICHIGAN ST FIN AUTH REVENUE.....	.....	..	.....1	1FE	13,812,995	116.814	13,433,610	11,500,000	13,019,970	.....	.....(320,386)	.....	.....	.....5.000	1.920	JJ.....	287,500	575,000	06/13/2012	07/01/2020.
650009	G8	0	NEW YORK ST THRUWAY AUTH.....	.....	..	.....	.....1FE	1,911,360	119.794	1,916,704	1,600,000	1,909,743	.....	.....(1,617)	.....	.....	.....5.000	2.020	JJ.....	3,111	.....	12/04/2014	01/01/2022.
650009	G9	8	NEW YORK ST THRUWAY AUTH.....	.....	..	.....	.....1FE	2,522,478	120.518	2,530,878	2,100,000	2,520,591	.....	.....(1,887)	.....	.....	.....5.000	2.250	JJ.....	4,083	.....	12/04/2014	01/01/2023.
67756Q	MS	3	OHIO ST HSG FIN AGY RESIDENTIA.....	.....	..	.....1	1FE	1,103,876	106.570	1,118,985	1,050,000	1,069,126	.....	.....(4,899)	.....	.....	.....5.000	3.854	MS.....	17,500	52,500	10/16/2009	09/01/2039.
708796	J4	0	PENNSYLVANIA HSG FIN.....	.....	..	.....	.....1FE	1,345,000	101.111	1,359,943	1,345,000	1,345,000	.....	.....	.....	.....	.....1.500	1.500	AO.....	5,044	20,175	04/05/2013	04/01/2017.
708796	J5	7	PENNSYLVANIA HSG FIN.....	.....	..	.....	.....1FE	1,000,000	101.241	1,012,410	1,000,000	1,000,000	.....	.....	.....	.....	.....1.600	1.600	AO.....	4,000	16,000	04/05/2013	10/01/2017.
708796	K2	2	PENNSYLVANIA HSG FIN.....	.....	..	.....	.....1FE	845,000	100.882	852,453	845,000	845,000	.....	.....	.....	.....	.....2.550	2.550	AO.....	5,387	21,548	04/05/2013	04/01/2020.
83712D	SL	1	SOUTH CAROLINA HSG.....	.....	..	.....1	1FE	1,559,141	104.417	1,534,930	1,470,000	1,527,149	.....	.....(10,679)	.....	.....	.....4.000	2.190	JJ.....	29,400	58,800	09/14/2012	07/01/2034.
882750	NA	6	TEXAS ST HSG & CMNTY.....	.....	..	.....1	1FE	3,832,900	107.987	3,833,539	3,550,000	3,719,712	.....	.....(24,566)	.....	.....	.....4.250	2.506	JJ.....	75,438	150,875	08/25/2011	01/01/2034.
2599999	U.S. Special Revenue & Assessment Obligations - Issuer Obligations.....							56,039,798	XXX	56,822,117	49,210,000	54,856,561	0	(547,332)	0	0	XXX	XXX	XXX	693,893	1,720,245	XXX	XXX

U.S. Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their U.S. Political Subdivisions - Commercial Mortgage-Backed Securities

3137B2	GX	2	FHMS 2013-K713 X1 IO.....	.....	..	2,4.....	1FM	7,798,894	3.148	5,890,759	.....	.....5,863,228	.....	.....(1,253,089)	.....	.....	.....0.748	2.521	MON..	116,601	1,491,294	06/05/2013	03/25/2020.
2799999	U.S. Special Revenue - Commercial Mortgage-Backed Securities.....							7,798,894	XXX	5,890,759	0	5,863,228	0	(1,253,089)	0	0	XXX	XXX	XXX	116,601	1,491,294	XXX	XXX
3199999	Total - U.S. Special Revenue & Special Assessment Obligations.....							63,838,692	XXX	62,712,876	49,210,000	60,719,789	0	(1,800,421)	0	0	XXX	XXX	XXX	810,494	3,211,539	XXX	XXX

Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations

032095	AC	5	AMPHENOL CORP.....	.....	..	.....1	2FE	9,984,600	100.695	10,069,500	10,000,000	9,987,175	.....	.....2,575	.....	.....	.....2.550	2.583	JJ.....	106,958	127,500	01/23/2014	01/30/2019.
075887	BE	8	BECTON DICKINSON & CO.....	.....	..	.....	.....2FE	7,000,000	101.315	7,092,050	7,000,000	7,000,000	.....	.....	.....	.....	.....2.675	2.675	JD.....	8,322	.....	12/04/2014	12/15/2019.
345397	WY	5	FORD MOTOR CREDIT CO.....	.....	..	.....	.....2FE	5,000,000	99.462	4,973,100	5,000,000	5,000,000	.....	.....	.....	.....	.....2.597	2.597	MN.....	20,560	.....	10/28/2014	11/04/2019.
35802X	AJ	2	FRESENIUS MED CARE IL.....	.....	..	.....1	3FE	4,000,000	101.000	4,040,000	4,000,000	4,000,000	.....	.....	.....	.....	.....4.750	4.750	AO.....	32,722	.....	10/24/2014	10/15/2024.
44923Q	AB	0	HYUNDAI CAPITAL AMERICA.....	.....	..	.....	.....2FE	5,001,950	104.480	5,224,000	5,000,000	5,000,806	.....	.....(351)	.....	.....	.....4.000	3.992	JD.....	12,778	200,000	12/01/2011	06/08/2017.
608190	AH	7	MOHAWK INDUSTRIES INC.....	.....	..	.....	.....2FE	6,903,475	104.722	6,804,836	6,498,000	6,846,157	.....	.....(57,318)	.....	.....	.....6.125	0.930	JJ.....	183,523	.....	10/24/2014	01/15/2016.
690742	AA	9	OWENS CORNING INC.....	.....	..	.....	.....2FE	38,063	108.953	38,134	35,000	36,192	.....	.....(582)	.....	.....	.....6.500	4.620	JD.....	190	2,275	08/05/2011	12/01/2016.
747262	AE	3	QVC INC.....	.....	..	.....1	2FE	9,475,792	104.750	9,130,010	8,716,000	9,152,416	.....	.....(323,376)	.....	.....	.....7.375	2.636	AO.....	135,703	642,805	03/04/2014	10/15/2020.
982526	AQ	8	WRIGLEY WM. JR CO.....	.....	..	.....1	2FE	2,057,520	102.213	2,044,260	2,000,000	2,057,286	.....	.....(234)	.....	.....	.....3.375	2.829	AO.....	13,125	.....	12/17/2014	10/21/2020.
98978V	AG	8	ZOETIS INC.....	.....	..	.....	.....2FE	12,022,510	99.100	11,892,000	12,000,000	12,014,023	.....	.....(4,412)	.....	.....	.....1.875	1.836	FA.....	93,750	225,000	01/17/2013	02/01/2018.

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1		2				Codes			6	7		Fair Value		10	11	Change in Book/Adjusted Carrying Value					Interest					Dates	
						3	4	5		8	9	12	13			14	15	16	17	18	19	20	21	22			
CUSIP Identification		Description				Code	F o r e i g n	Bond CHAR	NAIC Designation	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/Adjusted Carrying Value	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Stated Contractual Maturity Date		
32999999		Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations.....								61,483,910	XXX	61,307,890	60,249,000	61,094,055	0	(383,698)	0	0	XXX	XXX	XXX	607.631	1,197,580	XXX	XXX		
Industrial & Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities																											
76110H	BL	2				RALI 2003-QS7 A2.....		2	1FM	10,648,725	100.792	10,317,153	10,236,083	10,562,362		(86,363)		0	4.750	2.575	MON	40,518	364,661	03/19/2014	04/25/2033.		
33999999		Industrial & Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities.....								10,648,725	XXX	10,317,153	10,236,083	10,562,362	0	(86,363)	0	0	XXX	XXX	XXX	40,518	364,661	XXX	XXX		
Industrial & Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities																											
30225A	BE	2				ESA 2013-ESH5 D5.....		2	1FM	5,042,188	100.232	5,011,600	5,000,000	5,009,454		(32,733)		0	4.093	2.006	MON	17,053	52,088	09/08/2014	12/05/2031.		
34999999		Industrial & Miscellaneous - Commercial Mortgage-Backed Securities.....								5,042,188	XXX	5,011,600	5,000,000	5,009,454	0	(32,733)	0	0	XXX	XXX	XXX	17,053	52,088	XXX	XXX		
Industrial & Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities																											
126802	BM	8				CABMT 2010-2A A1.....		2	1FE	6,997,131	101.189	7,083,230	7,000,000	6,999,573		589		0	2.290	2.310	MON	7,124	160,300	09/15/2010	09/17/2018.		
34528Q	AQ	7				FORDF 2010-3 A1.....		2	1FE	7,997,171	100.432	8,034,560	8,000,000	7,999,911		618		0	4.200	4.245	MON	14,933	336,000	03/03/2010	02/15/2017.		
39153V	BJ	2				GALC 2013-1 A3.....		2	1FE	11,193,681	100.081	11,195,452	11,186,392	11,187,997		(3,349)		0	0.780	0.749	MON	3,878	87,254	04/26/2013	06/15/2016.		
43814C	AC	3				HAROT 2013-1 A3.....		2	1FE	3,846,699	99.985	3,845,821	3,846,398	3,846,640		(58)		0	0.480	0.467	MON	513	4,616	09/24/2014	11/21/2016.		
58768D	AC	5				MBALT 2013-B A3.....		2	1FE	22,269,668	100.042	22,259,345	22,250,000	22,262,376		(7,292)		0	0.620	0.497	MON	6,131	38,233	10/02/2014	07/15/2016.		
65476V	AD	1				NALT 2013-A A4.....		2	1FE	6,999,044	100.105	7,007,350	7,000,000	6,999,691		405		0	0.740	0.747	MON	2,302	51,800	05/16/2013	10/15/2018.		
66704J	BQ	0				NEF 2006-A A3.....		2	1FE	947,892	100.046	993,014	992,558	988,328		10,413		0	0.446	2.529	FMAN.	418	4,457	08/08/2011	05/28/2026.		
92887D	AC	0				VFET 2013-1A A3.....		2	1FE	10,006,250	100.085	10,008,500	10,000,000	10,004,426		(1,824)		0	0.740	0.662	MON	3,289	18,500	10/02/2014	03/15/2017.		
98160L	AD	5				WOLS 2013-A A3.....		2	1FE	1,399,776	100.367	1,405,138	1,400,000	1,399,905		100		0	1.100	1.110	MON	684	15,400	09/11/2013	12/15/2016.		
35999999		Industrial & Miscellaneous - Other Loan-Backed and Structured Securities.....								71,657,312	XXX	71,832,410	71,675,348	71,688,847	0	(398)	0	0	XXX	XXX	XXX	39,272	716,560	XXX	XXX		
38999999		Total - Industrial & Miscellaneous (Unaffiliated).....								148,832,135	XXX	148,469,053	147,160,431	148,354,718	0	(503,192)	0	0	XXX	XXX	XXX	704,474	2,330,889	XXX	XXX		
Totals																											
77999999		Total - Issuer Obligations.....								234,448,182	XXX	236,826,716	226,279,000	232,856,715	0	(925,483)	0	0	XXX	XXX	XXX	1,597,210	5,000,825	XXX	XXX		
78999999		Total - Residential Mortgage-Backed Securities.....								10,648,725	XXX	10,317,153	10,236,083	10,562,362	0	(86,363)	0	0	XXX	XXX	XXX	40,518	364,661	XXX	XXX		
79999999		Total - Commercial Mortgage-Backed Securities.....								12,841,082	XXX	10,902,359	5,000,000	10,872,682	0	(1,285,822)	0	0	XXX	XXX	XXX	133,654	1,543,382	XXX	XXX		
80999999		Total - Other Loan-Backed and Structured Securities.....								71,657,312	XXX	71,832,410	71,675,348	71,688,847	0	(398)	0	0	XXX	XXX	XXX	39,272	716,560	XXX	XXX		
83999999		Grand Total - Bonds.....								329,595,301	XXX	329,878,638	313,190,431	325,980,606	0	(2,298,066)	0	0	XXX	XXX	XXX	1,810,654	7,625,428	XXX	XXX		

E10.1

Sch. D-Pt. 2-Sn. 1

NONE

Sch. D-Pt. 2-Sn. 2

NONE

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2				3	4	5		6	7	8	9
CUSIP Identification	Description				Foreign	Date Acquired	Name of Vendor		Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Bonds - U.S. Government												
912828	B4	1	US TREASURY NOTE	0.375% 01/31/16.....		01/24/2014.....	Barclays Capital.....			5,000,498	5,000,000	
912828	VS	6	US TREASURY NOTE	2.500% 08/15/23.....		12/10/2014.....	Various.....			6,084,030	5,975,000	9,706
0599999. Total - Bonds - U.S. Government.....										11,084,528	10,975,000	9,706
Bonds - U.S. Special Revenue and Special Assessment												
414009	HW	3	HARRIS CNTY TX CULTURAL EDU FA	5.000% 12/01/24.....		05/29/2014.....	JP Morgan Securities.....			5,054,308	4,250,000	
452252	KA	6	ILLINOIS ST TOLL HIGHWAY AUTH	5.000% 01/01/21.....		11/26/2014.....	Royal Bank of Canada.....			4,726,480	4,000,000	
59333P	B6	4	MIAMI-DADE CNTY FL	5.000% 10/01/23.....		07/09/2014.....	BB&T Capital Markets.....			10,130,110	9,000,000	179,444
650009	G8	0	NEW YORK ST THRUWAY AUTH	5.000% 01/01/23.....		12/04/2014.....	Goldman Sachs.....			1,911,360	1,600,000	
650009	G9	8	NEW YORK ST THRUWAY AUTH	5.000% 01/01/23.....		12/04/2014.....	Goldman Sachs.....			2,522,478	2,100,000	
3199999. Total - Bonds - U.S. Special Revenue and Special Assessments.....										24,344,736	20,950,000	179,444
Bonds - Industrial and Miscellaneous												
032095	AC	5	AMPHENOL CORP	2.550% 01/30/19.....		01/23/2014.....	Wells Fargo Bank.....			9,984,600	10,000,000	
075887	BE	8	BECTON DICKINSON & CO	2.675% 12/15/19.....		12/04/2014.....	Goldman Sachs.....			7,000,000	7,000,000	
30225A	BE	2	ESA 2013-ESH5 D5	4.093% 12/05/31.....		09/08/2014.....	Merrill Lynch.....			5,042,188	5,000,000	5,684
345397	WY	5	FORD MOTOR CREDIT CO	2.597% 11/04/19.....		10/28/2014.....	Deutsche Bank.....			5,000,000	5,000,000	
35802X	AJ	2	FRESENIUS MED CARE II	4.750% 10/15/24.....		10/24/2014.....	Wells Fargo Bank.....			4,000,000	4,000,000	
43814C	AC	3	HAROT 2013-1 A3	0.480% 11/21/16.....		09/24/2014.....	CSFBdirect.....			3,846,699	3,846,398	410
58768D	AC	5	MBALT 2013-B A3	0.620% 07/15/16.....		10/02/2014.....	Various.....			22,269,668	22,250,000	7,931
608190	AH	7	MOHAWK INDUSTRIES INC	6.125% 01/15/16.....		10/24/2014.....	Citicorp Securities Inc.....			6,903,475	6,498,000	114,979
747262	AE	3	QVC INC	7.375% 10/15/20.....		03/04/2014.....	Stifel Nicolaus.....			9,475,792	8,716,000	252,380
76110H	BL	2	RALI 2003-QS7 A2	4.750% 04/25/33.....		03/19/2014.....	Royal Bank of Scotland.....			10,648,725	10,236,083	31,064
92887D	AC	0	VFET 2013-1A A3	0.740% 03/15/17.....		10/02/2014.....	Morgan Stanley.....			10,006,250	10,000,000	4,522
982526	AQ	8	WRIGLEY WM. JR CO	3.375% 10/21/20.....		12/17/2014.....	Stifel Nicolaus.....			2,057,520	2,000,000	11,438
3899999. Total - Bonds - Industrial and Miscellaneous.....										96,234,917	94,546,481	428,408
8399997. Total - Bonds - Part 3.....										131,664,181	126,471,481	617,558
8399998. Total - Bonds - Summary Item from Part 5.....										80,409,835	80,389,340	147,806
8399999. Total - Bonds.....										212,074,016	206,860,821	765,364
9999999. Total - Bonds, Preferred and Common Stocks.....										212,074,016	XXX	765,364

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2			3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21
												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
Bonds - U.S. Government																						
912828	KJ	8	US TREASURY NOTE 1.750% 03/31/14.....	..	03/31/2014.	Maturity.....		25,000,000	25,000,000	25,041,923	25,001,694	.....	.....(1,694)	.....	.....(1,694)	.....	.....25,000,000	.....	.....	.....0	218,750	03/31/2014.
912828	SJ	0	US TREASURY NOTE 0.875% 02/28/17.....	..	03/28/2014.	Barclays Capital.....		7,293,441	7,300,000	7,220,156	7,248,604	.....	.....3,961	.....	.....3,961	.....	.....7,252,565	.....	.....40,877	40,877	37,492	02/28/2017.
912828	SM	3	US TREASURY NOTE 1.000% 03/31/17.....	..	05/30/2014.	Goldman Sachs.....		5,037,695	5,000,000	5,089,766	5,064,075	.....	.....(8,159)	.....	.....(8,159)	.....	.....5,055,916	.....	.....(18,221)	(18,221)	33,607	03/31/2017.
0599999	Total - Bonds - U.S. Government.....							37,331,136	37,300,000	37,351,845	37,314,373	0	(5,892)	0	(5,892)	0	37,308,481	0	22,656	22,656	289,849	XXX
Bonds - U.S. Special Revenue and Special Assessment																						
67756Q	MS	3	OHIO ST HSG FIN AGY RESIDENTIA 5.000% 09/01/39.....	..	09/01/2014.	Call 100.0000.....		360,000	360,000	378,472	368,237	.....	.....(8,237)	.....	.....(8,237)	.....	.....360,000	.....	.....	.....0	13,375	09/01/2039.
83712D	SL	1	SOUTH CAROLINA HSG 4.000% 07/01/34.....	..	10/01/2014.	Call 100.0000.....		375,000	375,000	397,740	392,303	.....	.....(17,303)	.....	.....(17,303)	.....	.....375,000	.....	.....	.....0	13,050	07/01/2034.
882750	NA	6	TEXAS ST HSG & CMNTY 4.250% 01/01/34.....	..	12/01/2014.	Call 100.0000.....		685,000	685,000	739,588	722,487	.....	.....(37,487)	.....	.....(37,487)	.....	.....685,000	.....	.....	.....0	28,670	01/01/2034.
3199999	Total - Bonds - U.S. Special Revenue and Special Assessments.....							1,420,000	1,420,000	1,515,800	1,483,027	0	(63,027)	0	(63,027)	0	1,420,000	0	0	0	55,095	XXX
Bonds - Industrial and Miscellaneous																						
073730	AD	5	BEAM INC 1.875% 05/15/17.....	..	01/13/2014.	Goldman Sachs.....		5,047,650	5,000,000	5,112,250	5,086,238	.....	.....(1,048)	.....	.....(1,048)	.....	.....5,085,191	.....	.....(37,541)	(37,541)	15,885	05/15/2017.
17319W	AL	3	CGCMT 2013-SMP D 2.911% 01/12/18.....	..	07/21/2014.	Jefferies & Co.....		10,618,180	10,450,000	10,380,758	10,380,680	.....	.....8,140	.....	.....8,140	.....	.....10,388,820	.....	.....229,360	229,360	199,226	01/12/2018.
3137B2	GX	2	FHMS 2013-K713 X1 IO 0.748% 03/25/20.....	..	12/01/2014.	Paydown.....		.....	.....	.....84,986	77,548	.....	.....(77,548)	.....	.....(77,548)	.....	.....	.....	.....0	9,341	03/25/2020.	
36830H	AC	6	GEEST 2011-1A A3 1.450% 01/21/18.....	..	01/21/2014.	Paydown.....		151,605	151,605	151,582	151,723	.....	.....(118)	.....	.....(118)	.....	.....151,605	.....	.....	.....0	183	01/21/2018.
39153V	BJ	2	GALC 2013-1 A3 0.780% 06/15/16.....	..	12/15/2014.	Paydown.....		1,813,609	1,813,609	1,814,790	1,814,412	.....	.....(803)	.....	.....(803)	.....	.....1,813,609	.....	.....	.....0	13,688	06/15/2016.
617458	AC	8	MSC 2011-C1 A2 3.884% 09/15/47.....	..	08/21/2014.	JP Morgan Securities.....		13,020,644	12,568,000	13,111,557	12,817,709	.....	.....(88,267)	.....	.....(88,267)	.....	.....12,729,442	.....	.....291,202	291,202	359,326	09/15/2047.
66704J	BQ	0	NEF 2006-A A3 0.446% 05/28/26.....	..	11/28/2014.	Paydown.....		1,671,472	1,671,472	1,596,255	1,646,814	.....	.....24,658	.....	.....24,658	.....	.....1,671,472	.....	.....	.....0	4,620	05/28/2026.
690742	AA	9	OWENS CORNING INC 6.500% 12/01/16.....	..	11/19/2014.	JP Morgan Securities.....		639,757	574,000	624,225	603,095	.....	.....(8,399)	.....	.....(8,399)	.....	.....594,697	.....	.....45,061	45,061	36,066	12/01/2016.
76113A	AE	1	RASC 2006-KS1 A3 0.375% 02/25/36.....	..	11/25/2014.	Paydown.....		959,616	959,616	873,251	952,191	.....	.....7,426	.....	.....7,426	.....	.....959,616	.....	.....	.....0	1,747	02/25/2036.
776696	AD	8	ROPER INDUSTRIES INC 1.850% 11/15/17.....	..	04/28/2014.	Bank of America Corp.....		7,459,266	7,405,000	7,461,796	7,450,853	.....	.....(3,689)	.....	.....(3,689)	.....	.....7,447,164	.....	.....12,102	12,102	61,779	11/15/2017.
86358E	QG	4	SAIL 2005-1 A8 0.765% 02/25/35.....	..	01/25/2014.	Paydown.....		193,286	193,286	166,226	193,002	.....	.....284	.....	.....284	.....	.....193,286	.....	.....	.....0	131	02/25/2035.
92867L	AB	8	VALET 2012-2 A2 0.330% 07/20/15.....	..	07/20/2014.	Paydown.....		6,109,275	6,109,275	6,109,036	6,109,158	.....	.....117	.....	.....117	.....	.....6,109,275	.....	.....	.....0	6,430	07/20/2015.
94106L	AR	0	WASTE MANAGEMENT INC 5.000% 03/15/14.....	..	03/15/2014.	Maturity.....		3,475,000	3,475,000	3,781,356	3,495,667	.....	.....(20,667)	.....	.....(20,667)	.....	.....3,475,000	.....	.....	.....0	86,875	03/15/2014.
423012	AB	9	HEINEKEN NV 1.400% 10/01/17.....	F	03/28/2014.	Barclays Capital.....		3,801,926	3,818,000	3,821,856	3,821,026	.....	.....(178)	.....	.....(178)	.....	.....3,820,848	.....	.....(18,922)	(18,922)	26,874	10/01/2017.
62886H	AK	7	NCL CORP LTD 5.000% 02/15/18.....	F	06/16/2014.	Various.....		8,833,750	8,500,000	8,491,765	8,493,027	.....	.....364	.....	.....364	.....	.....8,493,391	.....	.....340,359	340,359	328,854	02/15/2018.
3899999	Total - Bonds - Industrial and Miscellaneous.....							63,795,036	62,688,863	63,581,689	63,093,143	0	(159,728)	0	(159,728)	0	62,933,416	0	861,621	861,621	1,151,025	XXX
8399997	Total - Bonds - Part 4.....							102,546,172	101,408,863	102,449,334	101,890,543	0	(228,647)	0	(228,647)	0	101,661,897	0	884,277	884,277	1,495,969	XXX
8399998	Total - Bonds - Summary Item from Part 5.....							81,113,853	80,389,340	80,409,835	.....	.....(85,492)	.....	.....(85,492)	.....	.....(85,492)	80,324,344	.....	.....789,509	789,509	485,474	XXX
8399999	Total - Bonds.....							183,660,025	181,798,203	182,859,169	101,890,543	0	(314,139)	0	(314,139)	0	181,986,241	0	1,673,786	1,673,786	1,981,443	XXX
9999999	Total - Bonds, Preferred and Common Stocks.....							183,660,025	XXX	182,859,169	101,890,543	0	(314,139)	0	(314,139)	0	181,986,241	0	1,673,786	1,673,786	1,981,443	XXX

SCHEDULE D - PART 5

Showing all Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2				3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21	
	12													13	14	15	16							
CUSIP Identification	Description				F o r e i g n	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stock)	Actual Cost	Consideration	Book/Adjusted Carrying Value at Disposal	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Year's Other- Than- Temporary Impairment Recognized	Total Change in B./A.C.V. (12+13-14)	Total Foreign Exchange Change in B./A.C.V.	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends	
Bonds - U.S. Government																								
912828	A7	5	US TREASURY NOTE 1.500% 12/31/18.....	..	01/14/2014	CSFBdirect.....	02/06/2014	Barclays Capital.....	15,000,000	14,923,242	15,004,102	14,924,147	.....	.....	.....905	.....	.....905	.....	.....	.....79,955	79,955	23,619	9,323	
912828	B6	6	US TREASURY NOTE 2.750% 02/15/24.....	..	04/29/2014	Barclays Capital.....	10/23/2014	Goldman Sachs.....	10,000,000	10,038,281	10,438,281	10,036,607	.....	.....	.....(1,675)	.....	.....(1,675)	.....	.....	.....401,675	401,675	189,810	56,215	
912828	C3	2	US TREASURY NOTE 0.750% 03/15/17.....	..	03/25/2014	Goldman Sachs.....	05/30/2014	Goldman Sachs.....	2,000,000	1,990,469	2,002,500	1,991,051	.....	.....	.....582	.....	.....582	.....	.....	.....11,449	11,449	3,220	448	
912828	D5	6	US TREASURY NOTE 2.375% 08/15/24.....	..	10/23/2014	CSFBdirect.....	12/16/2014	Goldman Sachs.....	10,000,000	10,073,047	10,165,156	10,072,341	.....	.....	.....(706)	.....	.....(706)	.....	.....	.....92,815	92,815	72,283	47,113	
912828	D8	0	US TREASURY NOTE 1.625% 08/31/19.....	..	08/27/2014	CSFBdirect.....	10/01/2014	Various.....	20,000,000	19,979,449	19,837,125	19,979,638	.....	.....	.....188	.....	.....188	.....	.....	.....(142,513)	(142,513)	23,437	1,796	
912828	WE	6	US TREASURY NOTE 2.750% 11/15/23.....	..	01/22/2014	CSFBdirect.....	10/15/2014	Goldman Sachs.....	5,000,000	4,961,328	5,321,484	4,963,885	.....	.....	.....2,557	.....	.....2,557	.....	.....	.....357,599	357,599	126,291	26,209	
912828	WS	5	US TREASURY NOTE 1.625% 06/30/19.....	..	06/26/2014	Goldman Sachs.....	07/31/2014	Barclays Capital.....	5,000,000	4,996,094	4,968,164	4,996,135	.....	.....	.....41	.....	.....41	.....	.....	.....(27,971)	(27,971)	7,065	.....	
0599999	Total - Bonds - U.S. Government.....									67,000,000	66,961,910	67,736,812	66,963,804	0	1,892	0	1,892	0	0	773,009	773,009	445,725	141,104	
Bonds - Industrial and Miscellaneous																								
43814C	AC	3	HAROT 2013-1 A3 0.480% 11/21/16.....	..	09/24/2014	CSFBdirect.....	12/21/2014	Paydown.....	1,224,031	1,224,126	1,224,031	1,224,031	.....	.....	.....(96)	.....	.....(96)	.....	.....	.....	.....0	949	131	
585055	BK	1	MEDTRONIC INC 1.500% 03/15/18.....	..	12/01/2014	Bank of America Corp.....	12/04/2014	JP Morgan Securities.....	10,000,000	9,971,200	9,987,700	9,971,200	.....	.....	.....	.....	.....0	.....	.....	.....16,500	16,500	.....	.....	
76110H	BL	2	RALI 2003-QS7 A2 4.750% 04/25/33.....	..	03/19/2014	Royal Bank of Scotland.....	12/01/2014	Paydown.....	2,165,310	2,252,599	2,165,310	2,165,310	.....	.....	.....(87,289)	.....	.....(87,289)	.....	.....	.....	.....0	38,801	6,571	
3899999	Total - Bonds - Industrial and Miscellaneous.....									13,389,340	13,447,925	13,377,041	13,360,541	0	(87,385)	0	(87,385)	0	0	16,500	16,500	39,750	6,702	
8399998	Total - Bonds.....									80,389,340	80,409,835	81,113,853	80,324,345	0	(85,493)	0	(85,493)	0	0	789,509	789,509	485,475	147,806	
9999999	Total - Bonds, Preferred and Common Stocks.....									80,409,835	80,409,835	81,113,853	80,324,345	0	(85,493)	0	(85,493)	0	0	789,509	789,509	485,475	147,806	

Sch. D-Pt. 6-Sn. 1
NONE

Sch. D-Pt. 6-Sn. 2
NONE

Sch. DA-Pt. 1
NONE

Sch. DB-Pt. A-Sn. 1
NONE

Sch. DB-Pt. A-Sn. 2
NONE

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

Sch. DB-Pt. B-Sn. 2
NONE

Sch. DB-Pt. D-Sn. 1
NONE

Sch. DB-Pt. D-Sn. 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

PROGRESSIVE MAX INSURANCE COMPANY
SCHEDULE E - PART 1 - CASH

1	2	3	4	5	6	7
Depository	Code	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
Open Depositories						
CITIBANK..... NEW YORK, NY.....	.....	.....	.....	.....	.....	XXX
0199999. Total - Open Depositories.....	XXX	XXX	0	0	0	XXX
0399999. Total Cash on Deposit.....	XXX	XXX	0	0	0	XXX
0599999. Total Cash.....	XXX	XXX	0	0	0	XXX

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January.....	.....	4. April.....	.....	7. July.....	.....	10. October.....	.....
2. February.....	.....	5. May.....	.....	8. August.....	.....	11. November.....	.....
3. March.....	.....	6. June.....	.....	9. September.....	.....	12. December.....	.....

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned December 31 of Current Year

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

NONE

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

States, Etc.		1	2	Deposits for the		All Other Special Deposits	
		Type of Deposit	Purpose of Deposit	Benefit of All Policyholders		5	6
				3	4		
				Book/Adjusting Carrying Value	Fair Value	Book/Adjusting Carrying Value	Fair Value
1.	Alabama.....AL	B....	Collateral for Insurance Underwriting.....				
2.	Alaska.....AK						
3.	Arizona.....AZ						
4.	Arkansas.....AR			117,040	118,693		
5.	California.....CA						
6.	Colorado.....CO						
7.	Connecticut.....CT						
8.	Delaware.....DE						
9.	District of Columbia.....DC						
10.	Florida.....FL						
11.	Georgia.....GA	B....	Collateral for Insurance Underwriting.....			223,902	227,064
12.	Hawaii.....HI						
13.	Idaho.....ID						
14.	Illinois.....IL						
15.	Indiana.....IN						
16.	Iowa.....IA						
17.	Kansas.....KS						
18.	Kentucky.....KY						
19.	Louisiana.....LA						
20.	Maine.....ME						
21.	Maryland.....MD	B....	Collateral for Insurance Underwriting.....				
22.	Massachusetts.....MA						
23.	Michigan.....MI						
24.	Minnesota.....MN						
25.	Mississippi.....MS						
26.	Missouri.....MO			606,127	621,984		
27.	Montana.....MT						
28.	Nebraska.....NE						
29.	Nevada.....NV			209,986	211,222		
30.	New Hampshire.....NH			524,966	528,056		
31.	New Jersey.....NJ	B....	Collateral for Insurance Underwriting.....				
32.	New Mexico.....NM			649,958	653,783		
33.	New York.....NY						
34.	North Carolina.....NC			335,853	340,596		
35.	North Dakota.....ND						
36.	Ohio.....OH			4,121,837	4,180,046		
37.	Oklahoma.....OK						
38.	Oregon.....OR						
39.	Pennsylvania.....PA						
40.	Rhode Island.....RI						
41.	South Carolina.....SC	B....	Collateral for Insurance Underwriting.....				
42.	South Dakota.....SD						
43.	Tennessee.....TN						
44.	Texas.....TX						
45.	Utah.....UT						
46.	Vermont.....VT						
47.	Virginia.....VA			452,893	459,289		
48.	Washington.....WA						
49.	West Virginia.....WV						
50.	Wisconsin.....WI						
51.	Wyoming.....WY	XXX	XXX				
52.	American Samoa.....AS						
53.	Guam.....GU						
54.	Puerto Rico.....PR						
55.	US Virgin Islands.....VI						
56.	Northern Mariana Islands.....MP						
57.	Canada.....CAN						
58.	Aggregate Alien and Other.....OT			0	0	0	0
59.	Total.....			XXX	XXX	4,238,877	4,298,739	3,003,685	3,041,994

DETAILS OF WRITE-INS							
5801.							
5802.							
5803.							
5898.	Summary of remaining write-ins for line 58 from overflow page.....	XXX	XXX	0	0	0	0
5899.	Total (Lines 5801 thru 5803+5898) (Line 58 above).....	XXX	XXX	0	0	0	0

2014 ALPHABETICAL INDEX -- PROPERTY & CASUALTY ANNUAL STATEMENT BLANK

Assets	2	Schedule P-Part 2G-Special Liability (Ocean Marine, Aircraft (All Perils), Boiler & Machinery)	58
Cash Flow	5	Schedule P-Part 2H-Section 1-Other Liability-Occurrence	58
Exhibit of Capital Gains (Losses)	12	Schedule P-Part 2H-Section 2-Other Liability-Claims-Made	58
Exhibit of Net Investment Income	12	Schedule P-Part 2I-Spec. Prop. (Fire, Allied Lines, Inland Marine, Earthquake, Burglary, Theft)	59
Exhibit of Nonadmitted Assets	13	Schedule P-Part 2J-Auto Physical Damage	59
Exhibit of Premiums and Losses (State Page)	19	Schedule P-Part 2K-Fidelity, Surety	59
Five-Year Historical Data	17	Schedule P-Part 2L-Other (Including Credit, Accident and Health)	59
General Interrogatories	15	Schedule P-Part 2M-International	59
Jurat Page	1	Schedule P-Part 2N-Reinsurance - Nonproportional Assumed Property	60
Liabilities, Surplus and Other Funds	3	Schedule P-Part 2O-Reinsurance - Nonproportional Assumed Liability	60
Notes To Financial Statements	14	Schedule P-Part 2P-Reinsurance - Nonproportional Assumed Financial Lines	60
Overflow Page For Write-ins	100	Schedule P-Part 2R-Section 1-Products Liability-Occurrence	61
Schedule A-Part 1	E01	Schedule P-Part 2R-Section 2-Products Liability-Claims-Made	61
Schedule A-Part 2	E02	Schedule P-Part 2S-Financial Guaranty/Mortgage Guaranty	61
Schedule A-Part 3	E03	Schedule P-Part 2T-Warranty	61
Schedule A-Verification Between Years	SI02	Schedule P-Part 3A-Homeowners/Farmowners	62
Schedule B-Part 1	E04	Schedule P-Part 3B-Private Passenger Auto Liability/Medical	62
Schedule B-Part 2	E05	Schedule P-Part 3C-Commercial Auto/Truck Liability/Medical	62
Schedule B-Part 3	E06	Schedule P-Part 3D-Workers' Compensation (Excluding Excess Workers Compensation)	62
Schedule B-Verification Between Years	SI02	Schedule P-Part 3E-Commercial Multiple Peril	62
Schedule BA-Part 1	E07	Schedule P-Part 3F-Section 1 -Medical Professional Liability-Occurrence	63
Schedule BA-Part 2	E08	Schedule P-Part 3F-Section 2-Medical Professional Liability-Claims-Made	63
Schedule BA-Part 3	E09	Schedule P-Part 3G-Special Liability (Ocean Marine, Aircraft (All Perils), Boiler & Machinery)	63
Schedule BA-Verification Between Years	SI03	Schedule P-Part 3H-Section 1-Other Liability-Occurrence	63
Schedule D-Part 1	E10	Schedule P-Part 3H-Section 2-Other Liability-Claims-Made	63
Schedule D-Part 1A-Section 1	SI05	Schedule P-Part 3I-Spec. Prop. (Fire, Allied Lines, Inland Marine, Earthquake, Burglary, Theft)	64
Schedule D-Part 1A-Section 2	SI08	Schedule P-Part 3J-Auto Physical Damage	64
Schedule D-Part 2-Section 1	E11	Schedule P-Part 3K-Fidelity/Surety	64
Schedule D-Part 2-Section 2	E12	Schedule P-Part 3L-Other (Including Credit, Accident and Health)	64
Schedule D-Part 3	E13	Schedule P-Part 3M-International	64
Schedule D-Part 4	E14	Schedule P-Part 3N-Reinsurance - Nonproportional Assumed Property	65
Schedule D-Part 5	E15	Schedule P-Part 3O-Reinsurance - Nonproportional Assumed Liability	65
Schedule D-Part 6-Section 1	E16	Schedule P-Part 3P-Reinsurance - Nonproportional Assumed Financial Lines	65
Schedule D-Part 6-Section 2	E16	Schedule P-Part 3R-Section 1-Products Liability-Occurrence	66
Schedule D-Summary By Country	SI04	Schedule P-Part 3R-Section 2-Products Liability-Claims-Made	66
Schedule D-Verification Between Years	SI03	Schedule P-Part 3S-Financial Guaranty/Mortgage Guaranty	66
Schedule DA-Part 1	E17	Schedule P-Part 3T-Warranty	66
Schedule DA-Verification Between Years	SI10	Schedule P-Part 4A-Homeowners/Farmowners	67
Schedule DB-Part A-Section 1	E18	Schedule P-Part 4B-Private Passenger Auto Liability/Medical	67
Schedule DB-Part A-Section 2	E19	Schedule P-Part 4C-Commercial Auto/Truck Liability/Medical	67
Schedule DB-Part A-Verification Between Years	SI11	Schedule P-Part 4D-Workers' Compensation (Excluding Excess Workers Compensation)	67
Schedule DB-Part B-Section 1	E20	Schedule P-Part 4E-Commercial Multiple Peril	67
Schedule DB-Part B-Section 2	E21	Schedule P-Part 4F-Section 1-Medical Professional Liability-Occurrence	68
Schedule DB-Part B-Verification Between Years	SI11	Schedule P-Part 4F-Section 2-Medical Professional Liability-Claims-Made	68
Schedule DB-Part C-Section 1	SI12	Schedule P-Part 4G-Special Liability (Ocean Marine, Aircraft (All Perils), Boiler & Machinery)	68
Schedule DB-Part C-Section 2	SI13	Schedule P-Part 4H-Section 1-Other Liability-Occurrence	68
Schedule DB-Part D-Section 1	E22	Schedule P-Part 4H-Section 2-Other Liability-Claims-Made	68
Schedule DB-Part D-Section 2	E23	Schedule P-Part 4I-Spec. Prop. (Fire, Allied Lines, Inland Marine, Earthquake, Burglary & Theft)	69
Schedule DB-Verification	SI14	Schedule P-Part 4J-Auto Physical Damage	69
Schedule DL-Part 1	E24	Schedule P-Part 4K-Fidelity/Surety	69
Schedule DL-Part 2	E25	Schedule P-Part 4L-Other (Including Credit, Accident and Health)	69
Schedule E-Part 1-Cash	E26	Schedule P-Part 4M-International	69
Schedule E-Part 2-Cash Equivalents	E27	Schedule P-Part 4N-Reinsurance - Nonproportional Assumed Property	70
Schedule E-Part 3-Special Deposits	E28	Schedule P-Part 4O-Reinsurance - Nonproportional Assumed Liability	70
Schedule E-Verification Between Years	SI15	Schedule P-Part 4P-Reinsurance - Nonproportional Assumed Financial Lines	70
Schedule F-Part 1	20	Schedule P-Part 4R-Section 1-Products Liability-Occurrence	71
Schedule F-Part 2	21	Schedule P-Part 4R-Section 2-Products Liability-Claims-Made	71
Schedule F-Part 3	22	Schedule P-Part 4S-Financial Guaranty/Mortgage Guaranty	71
Schedule F-Part 4	23	Schedule P-Part 4T-Warranty	71
Schedule F-Part 5	24	Schedule P-Part 5A-Homeowners/Farmowners	72
Schedule F-Part 6-Section 1	25	Schedule P-Part 5B-Private Passenger Auto Liability/Medical	73
Schedule F-Part 6-Section 2	26	Schedule P-Part 5C-Commercial Auto/Truck Liability/Medical	74
Schedule F-Part 7	27	Schedule P-Part 5D-Workers' Compensation (Excluding Excess Workers Compensation)	75
Schedule F-Part 8	28	Schedule P-Part 5E-Commercial Multiple Peril	76
Schedule F-Part 9	29	Schedule P-Part 5F-Medical Professional Liability-Claims-Made	78
Schedule H-Accident and Health Exhibit-Part 1	30	Schedule P-Part 5F-Medical Professional Liability-Occurrence	77
Schedule H-Part 2, Part 3 and Part 4	31	Schedule P-Part 5H-Other Liability-Claims-Made	80
Schedule H-Part 5-Health Claims	32	Schedule P-Part 5H-Other Liability-Occurrence	79
Schedule P-Part 1-Summary	33	Schedule P-Part 5R-Products Liability-Claims-Made	82
Schedule P-Part 1A-Homeowners/Farmowners	35	Schedule P-Part 5R-Products Liability-Occurrence	81
Schedule P-Part 1B-Private Passenger Auto Liability/Medical	36	Schedule P-Part 5T-Warranty	83
Schedule P-Part 1C-Commercial Auto/Truck Liability/Medical	37	Schedule P-Part 6C-Commercial Auto/Truck Liability/Medical	84
Schedule P-Part 1D-Workers' Compensation (Excluding Excess Workers Compensation)	38	Schedule P-Part 6D-Workers' Compensation (Excluding Excess Workers Compensation)	84
Schedule P-Part 1E-Commercial Multiple Peril	39	Schedule P-Part 6E-Commercial Multiple Peril	85
Schedule P-Part 1F-Section 1-Medical Professional Liability-Occurrence	40	Schedule P-Part 6H-Other Liability-Claims-Made	86
Schedule P-Part 1F-Section 2-Medical Professional Liability-Claims-Made	41	Schedule P-Part 6H-Other Liability-Occurrence	85
Schedule P-Part 1G-Special Liability (Ocean, Marine, Aircraft (All Perils), Boiler & Machinery)	42	Schedule P-Part 6M-International	86
Schedule P-Part 1H-Section 1-Other Liability-Occurrence	43	Schedule P-Part 6N-Reinsurance - Nonproportional Assumed Property	87
Schedule P-Part 1H-Section 2-Other Liability-Claims-Made	44	Schedule P-Part 6O-Reinsurance - Nonproportional Assumed Liability	87
Schedule P-Part 1I-Spec. Prop. (Fire, Allied Lines, Inland Marine, Earthquake, Burglary & Theft)	45	Schedule P-Part 6R-Products Liability-Claims-Made	88
Schedule P-Part 1J-Auto Physical Damage	46	Schedule P-Part 6R-Products Liability-Occurrence	88
Schedule P-Part 1K-Fidelity/Surety	47	Schedule P-Part 7A-Primary Loss Sensitive Contracts	89
Schedule P-Part 1L-Other (Including Credit, Accident and Health)	48	Schedule P-Part 7B-Reinsurance Loss Sensitive Contracts	91
Schedule P-Part 1M-International	49	Schedule P Interrogatories	93
Schedule P-Part 1N-Reinsurance - Nonproportional Assumed Property	50	Schedule T-Exhibit of Premiums Written	94
Schedule P-Part 1O-Reinsurance - Nonproportional Assumed Liability	51	Schedule T-Part 2-Interstate Compact	95
Schedule P-Part 1P-Reinsurance - Nonproportional Assumed Financial Lines	52	Schedule Y-Information Concerning Activities of Insurer Members of a Holding Company Group	96
Schedule P-Part 1R-Section 1-Products Liability-Occurrence	53	Schedule Y-Detail of Insurance Holding Company System	97
Schedule P-Part 1R-Section 2-Products Liability-Claims-Made	54	Schedule Y-Part 2-Summary of Insurer's Transactions With Any Affiliates	98
Schedule P-Part 1S-Financial Guaranty/Mortgage Guaranty	55	Statement of Income	4
Schedule P-Part 1T-Warranty	56	Summary Investment Schedule	SI01
Schedule P-Part 2, Part 3 and Part 4 - Summary	34	Supplemental Exhibits and Schedules Interrogatories	99
Schedule P-Part 2A-Homeowners/Farmowners	57	Underwriting and Investment Exhibit Part 1	6
Schedule P-Part 2B-Private Passenger Auto Liability/Medical	57	Underwriting and Investment Exhibit Part 1A	7
Schedule P-Part 2C-Commercial Auto/Truck Liability/Medical	57	Underwriting and Investment Exhibit Part 1B	8
Schedule P-Part 2D-Workers' Compensation (Excluding Excess Workers Compensation)	57	Underwriting and Investment Exhibit Part 2	9
Schedule P-Part 2E-Commercial Multiple Peril	57	Underwriting and Investment Exhibit Part 2A	10
Schedule P-Part 2F-Section 1-Medical Professional Liability-Occurrence	58	Underwriting and Investment Exhibit Part 3	11
Schedule P-Part 2F-Section 2-Medical Professional Liability-Claims-Made	58		