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QUARTERLY STATEMENT

As of June 30, 2015

of the Condition and Affairs of the

Century Surety Company

NAIC Group Code.....0748, 0748 (Current Period) (Prior Period) NAIC Company Code..... 36951 Employer's ID Number..... 31-0936702

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

Incorporated/Organized..... June 22, 1978 Commenced Business..... August 11, 1978

Statutory Home Office	550 Polaris Parkway….. Westerville ..... OH ..... US ..... 43082 *(Street and Number) (City or Town, State, Country and Zip Code)*	
Main Administrative Office	550 Polaris Parkway….. Westerville ..... OH ..... US ..... 43082 *(Street and Number) (City or Town, State, Country and Zip Code)*	614-895-2000 *(Area Code) (Telephone Number)*
Mail Address	550 Polaris Parkway….. Westerville ..... OH ..... US ..... 43082 *(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)*	
Primary Location of Books and Records	26255 American Drive….. Southfield ..... MI ..... US ..... 48034 *(Street and Number) (City or Town, State, Country and Zip Code)*	248-358-1100 *(Area Code) (Telephone Number)*
Internet Web Site Address	www.meadowbrook.com	
Statutory Statement Contact	Kimberlee A. Arnold *(Name)*	248-358-1100-8102 *(Area Code) (Telephone Number) (Extension)*
	karnold@meadowbrook.com *(E-Mail Address)*	248-358-1614 *(Fax Number)*

OFFICERS

Name	Title	Name	Title
1. Christopher John Timm	President	2. Michael Gerard Costello	Secretary
3. Patrick Samuel Stewart	Treasurer	4.	

OTHER

Michael Gerard Costello	Sr. VP & General Counsel	Robert Samuel Cubbin	Chairman
Randolph Witt Fort	Vice President	Karen Marwell Spaun	Vice President
Patrick Samuel Stewart	Vice President	Nathan Karl Voorhis	Vice President
Roger Scott Walleck	Vice President		

DIRECTORS OR TRUSTEES

Robert Samuel Cubbin-Chairman	James Michael Mahoney	Archie Stephen McIntyre	Karen Marwell Spaun
Christopher John Timm	Nathan Karl Voorhis	Roger Scott Walleck	

State of........ Michigan
County of..... Oakland

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

(Signature)	(Signature)	(Signature)
Christopher John Timm	Michael Gerard Costello	Patrick Samuel Stewart
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President	Secretary	Treasurer
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This ________ day of ________________

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	382,784,813		382,784,813	376,801,074
2. Stocks:				
2.1 Preferred stocks	0		0	0
2.2 Common stocks	118,070,332		118,070,332	119,448,543
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)			0	
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($.....3,158,512), cash equivalents ($..........0) and short-term investments ($.....9,203,988)	12,362,500		12,362,500	17,052,499
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets	12,593,272		12,593,272	10,660,176
9. Receivables for securities	5,045		5,045	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	525,815,962	0	525,815,962	523,962,293
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	3,798,815		3,798,815	3,726,660
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	22,602,831	95,401	22,507,430	44,079,779
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)		(0)	0	0
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	5,342,234		5,342,234	25,347,485
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	2,001,647
18.2 Net deferred tax asset	13,872,305		13,872,305	13,256,347
19. Guaranty funds receivable or on deposit	114		114	310
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets ($..........0)	535	535	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	28,936		28,936	1,115,731
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	1,532,879	24,736	1,508,143	2,244,575
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	572,994,610	120,673	572,873,938	615,734,827
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	572,994,610	120,673	572,873,938	615,734,827

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Miscellaneous Accounts Receivable	1,413,588		1,413,588	1,979,809
2502. Prepaid Expenses - Claims Service	24,736	24,736	0	
2503. Security Deposits	81,829		81,829	250,000
2598. Summary of remaining write-ins for Line 25 from overflow page	12,725	0	12,725	14,765
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	1,532,879	24,736	1,508,143	2,244,575

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....36,068,752)	232,930,908	241,351,174
2.	Reinsurance payable on paid losses and loss adjustment expenses	3,465,655	31,609,101
3.	Loss adjustment expenses	65,988,542	68,421,686
4.	Commissions payable, contingent commissions and other similar charges	42,017	47,667
5.	Other expenses (excluding taxes, licenses and fees)	187,471	95,862
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	743,660	797,283
7.1	Current federal and foreign income taxes (including $.....270,734 on realized capital gains (losses))	946,760	
7.2	Net deferred tax liability		
8.	Borrowed money $.........0 and interest thereon $.........0		
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....88,079,894 and including warranty reserves of $.........0 and accrued accident and health experience rating refunds including $.........0 for medical loss ratio rebate per the Public Health Service Act	71,913,843	71,270,425
10.	Advance premium		
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	4,500,684	14,478,487
13.	Funds held by company under reinsurance treaties	0	0
14.	Amounts withheld or retained by company for account of others	446,202	446,202
15.	Remittances and items not allocated		
16.	Provision for reinsurance (including $.........0 certified)		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates	413,195	149,407
20.	Derivatives		
21.	Payable for securities		
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $.........0 and interest thereon $.........0		
25.	Aggregate write-ins for liabilities	563,371	353,357
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	382,142,307	429,020,651
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	382,142,307	429,020,651
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock	3,000,000	3,000,000
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes		
34.	Gross paid in and contributed surplus	119,914,779	119,914,779
35.	Unassigned funds (surplus)	67,816,852	63,799,397
36.	Less treasury stock, at cost:		
	36.1 ....0.000 shares common (value included in Line 30 $.........0)		
	36.2 ....0.000 shares preferred (value included in Line 31 $.........0)		
37.	Surplus as regards policyholders (Lines 29 to 35, less 36)	190,731,631	186,714,176
38.	Totals (Page 2, Line 28, Col. 3)	572,873,938	615,734,827

DETAILS OF WRITE-INS

2501.	Miscellaneous Payable	545,488	279,230
2502.	Escheat Claims	4,132	28,294
2503.	Deferred Income	13,750	45,833
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	563,371	353,357
2901.			
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	0
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....2,329,496)	3,771,743	28,521,527	32,313,208
1.2 Assumed (written $.....140,010,434)	139,014,656	143,655,734	288,323,855
1.3 Ceded (written $.....55,753,240)	56,843,128	78,443,705	136,409,870
1.4 Net (written $.....86,586,690)	85,943,271	93,733,556	184,227,193
DEDUCTIONS:			
2. Losses incurred (current accident year $.....41,871,396):			
2.1 Direct	4,628,561	21,047,914	25,802,778
2.2 Assumed	63,789,816	70,835,190	139,863,911
2.3 Ceded	28,137,570	44,425,060	73,589,030
2.4 Net	40,280,807	47,458,044	92,077,659
3. Loss adjustment expenses incurred	14,220,197	14,417,357	30,251,338
4. Other underwriting expenses incurred	31,711,391	32,800,035	63,635,747
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	86,212,395	94,675,436	185,964,744
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(269,124)	(941,879)	(1,737,551)
INVESTMENT INCOME			
9. Net investment income earned	5,928,943	6,390,468	12,471,599
10. Net realized capital gains (losses) less capital gains tax of $.....723,254	1,343,185	2,015,645	3,838,348
11. Net investment gain (loss) (Lines 9 + 10)	7,272,128	8,406,113	16,309,947
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $..........0 amount charged off $.....531,970)	(531,970)	(410,502)	(923,107)
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	32,083	30,000	69,167
15. Total other income (Lines 12 through 14)	(499,887)	(380,502)	(853,941)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	6,503,117	7,083,731	13,718,455
17. Dividends to policyholders			
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	6,503,117	7,083,731	13,718,455
19. Federal and foreign income taxes incurred	223,506	(313,945)	(316,711)
20. Net income (Line 18 minus Line 19) (to Line 22)	6,279,611	7,397,676	14,035,166
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	186,714,176	178,628,576	178,628,576
22. Net income (from Line 20)	6,279,611	7,397,676	14,035,166
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....(1,269,666)	(1,703,640)	1,778,832	4,833,543
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(653,708)	(1,029,838)	(1,727,453)
27. Change in nonadmitted assets	95,192	789,485	944,343
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			(10,000,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	4,017,455	8,936,156	8,085,599
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	190,731,631	187,564,733	186,714,176

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. Miscellaneous Income	32,083	30,000	69,167
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	32,083	30,000	69,167
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance	98,270,629	77,616,626	167,343,052
2. Net investment income	7,509,364	8,300,046	16,037,518
3. Miscellaneous income	(499,887)	(380,502)	(853,941)
4. Total (Lines 1 through 3)	105,280,105	85,536,170	182,526,629
5. Benefit and loss related payments	56,839,269	56,175,740	97,041,652
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	48,332,200	49,061,906	96,837,592
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of $.....452,520 tax on capital gains (losses)	(2,001,647)	(1,713,678)	(1,713,678)
10. Total (Lines 5 through 9)	103,169,822	103,523,968	192,165,566
11. Net cash from operations (Line 4 minus Line 10)	2,110,284	(17,987,798)	(9,638,937)
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	35,805,818	14,763,936	26,718,665
12.2 Stocks	14,445,171	21,585,330	35,801,962
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds		1,003,030	11,331
12.8 Total investment proceeds (Lines 12.1 to 12.7)	50,250,989	37,352,296	62,531,958
13. Cost of investments acquired (long-term only):			
13.1 Bonds	43,524,421	3,701,695	10,646,022
13.2 Stocks	14,364,120	12,203,589	25,491,939
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	1,460,513		2,078,046
13.6 Miscellaneous applications	5,045		
13.7 Total investments acquired (Lines 13.1 to 13.6)	59,354,099	15,905,284	38,216,007
14. Net increase or (decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(9,103,110)	21,447,012	24,315,951
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			10,000,000
16.6 Other cash provided (applied)	2,302,827	515,876	(1,415,468)
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	2,302,827	515,876	(11,415,468)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	(4,689,999)	3,975,090	3,261,546
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	17,052,499	13,790,953	13,790,953
19.2 End of period (Line 18 plus Line 19.1)	12,362,500	17,766,043	17,052,499

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Practices

The accompanying financial statements of Century Surety Company ("Company") have been completed in accordance with the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures Manual except to the extent that Ohio state laws and regulations differ. Effective January 1, 2001, the state of Ohio required that insurance companies domiciled in the state of Ohio prepare their statutory basis financial statements in accordance with the NAIC *Accounting Practices and Procedures manual – Effective January 1, 2001* (NAIC SAP), subject to any deviations prescribed or permitted by the state of Ohio Insurance Commissioner. The Company has no such deviations as of June 30, 2015.

A reconciliation of the Company's surplus between NAIC SAP and practices prescribed and permitted by the state of Ohio is shown below.

	State of Domicile	June 30, 2015	December 31, 2014
1. Net Income/(Loss), Ohio Basis	OH	$ 6,279,611	$ 14,035,166
2. State Prescribed Practices: NONE		0	0
3. State Permitted Practices: NONE		0	0
4. Net Income/(Loss), NAIC SAP basis (1-2-3=4)	OH	$ 6,279,611	$ 14,035,166
5. Policyholders surplus, Ohio basis	OH	$ 190,731,631	$ 186,714,176
6. State Prescribed Practice: NONE		0	0
7. State Permitted Practice: NONE		0	0
8. Policyholders surplus, NAIC SAP basis (5-6-7=8)	OH	$ 190,731,631	$ 186,714,176

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

No significant change.

C. Accounting Policy

1.-5., 7.-13. No significant change.

6. Loan-backed securities are stated at amortized cost. Significant changes in estimated cash flows from the original purchase assumptions are accounted for using the prospective method. Loan-backed securities with NAIC designations of 3 through 6 are stated at the lower of amortized cost or fair value.

   The carrying value and final NAIC designation for non-agency residential mortgage backed securities and commercial mortgage backed securities are determined using a special two-step NAIC process. In the first step, those assigned a NAIC designation of 1 or 2 are stated at amortized cost and those assigned a 3 through 6 designation are stated at the lower of amortized cost or fair value. The NAIC designation assigned under the second step of the process is reported for those securities in Schedule D and is used in the risk-based capital calculation.

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

No significant change.

3. BUSINESS COMBINATIONS AND GOODWILL

Not applicable.

4. DISCONTINUED OPERATIONS

Not applicable.

5. INVESTMENTS

A.-C., F.-G.,I.,K. No significant change.

D. Loan-backed securities

1. Our asset manager uses a proprietary model for loss assumptions and widely accepted models for prepayment assumptions in valuing mortgage-backed and asset-backed securities; inputs come from major third party data providers. The effect of interest rates, volatility, and prepayment speeds are derived using Monte Carlo simulation. Credit loss analysis, resulting effective analytics (spreads, duration, convexity) and cash-flows are reported to clients on a monthly basis. Model assumptions are specific to asset class and collateral types and are regularly evaluated and adjusted where appropriate.
2. Securities where the Company has either the intent to sell or lacks the ability to retain the securities - Not applicable.
3. Loan-backed securities with a historical or current period other-than-temporary ("OTTI"), currently held by the reporting entity where the present value of the discounted cash flows was/is less than the amortized cost basis of the securities. - Not applicable.
4. All impaired securities for which an OTTI has not been recognized in earnings as a realized loss including securities with a recognized OTTI for non-interest related declines when a non-recognized interest related impairment remains:

a. Aggregate amount of unrealized loss	
1. Less than twelve month	$ 354,739
2. Twelve months or longer	1,131,062
3. Total	$ 1,485,801
b. Aggregate fair value of securities with unrealized loss	
1. Less than twelve months	$ 22,859,653
2. Twelve months or longer	5,631,166
3. Total	$ 28,490,819

5. There are a number of factors that are considered in determining if there is not an OTTI on an investment, including but not limited to, debt burden, credit ratings, sector, liquidity, financial flexibility, company management, expected earnings and cash flow stream, and economic prospects associated with the investment.

E. The Company has no repurchase agreements, reverse repurchase agreements, or security lending transactions.

NOTES TO FINANCIAL STATEMENTS

H. Restricted Assets

1. Restricted Assets (including Pledged)

	Gross Restricted								Percentage	
	Current Year									
	1	2	3	4	5	6	7	8	9	10
	Total General Account (G/A)	G/A Support S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	b/A Assets Support G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Additional Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown					0		0		0%	0%
b. Collateral held under security lending agreements					0		0		0%	0%
c. Subject to repurchase agreements					0		0		0%	0%
d. Subject to reverse repurchase agreements					0		0		0%	0%
e. Subject to dollar repurchase agreements					0		0		0%	0%
f. Subject to dollar reverse repurchase agreements					0		0		0%	0%
g. Placed under option contracts					0		0		0%	0%
h. Letter stock or securities restricted as to sale					0		0		0%	0%
i. FHLB capital stock					0		0		0%	0%
j. On deposit with states	6,721,438				6,721,438	6,650,089	71,349	6,721,438	1.173%	1.173%
k. On deposit with other regulatory bodies					0		0		0%	0%
l. Pledged as collateral FHLB (including assets backing funding agreements)					0		0		0%	0%
m. Pledged as collateral not captured in other categories	200,032,421				200,032,421	161,119,026	38,913,395	200,032,421	34.910%	34.917%
n. Other restricted assets					0		0		0%	0%
o. Total Restricted Assets	206,753,859	0	0	0	206,753,859	167,769,115	38,984,744	206,753,859	36.083%	36.091%

(a) Subset of column 1
(b) Subset of column 3

2. Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that share similar characteristics, such as Reinsurance and Derivatives are reported in the aggregate)

	Gross Restricted								Percentage	
	Current Year									
	1	2	3	4	5	6	7	8	9	10
Description of Assets	Total General Account (G/A)	G/A Support S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Support G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Additional Restricted to Total Admitted Assets
Reinsurance Agreement	200,032,421				200,032,421	161,119,026	38,913,395	200,032,421	34.910%	34.917%
	200,032,421	0	0	0	200,032,421	161,119,026	38,913,395	200,032,421	34.910%	34.917%

(a) Subset of column 1
(b) Subset of column 3

NOTES TO FINANCIAL STATEMENTS

3. Detail of Other Restricted Assets (Contracts that share similar characteristics, such as Reinsurance and Derivatives, are reported in the aggregate)

	Gross Restricted								Percentage	
	Current Year									
	1	2	3	4	5	6	7	8	9	10
Description of Assets	Total General Account (G/A)	G/A Support S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Support G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Additional Restricted to Total Admitted Assets
NONE									0%	0%
	0	0	0	0	0	0	0	0	0%	0%

J. Offsetting and Netting of Assets and Liabilities - Not applicable.

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES
Not applicable.

7. INVESTMENT INCOME
No significant change.

8. DERIVATIVE INSTRUMENTS
No significant change.

9. INCOME TAXES
No significant change.

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES
No significant change.

11. DEBT
No significant change.

12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS
Not applicable.

13. CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS
No significant change.

14. CONTINGENCIES
No significant change.

15. LEASES
Not applicable.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND WITH CONCENTRATIONS OF CREDIT RISK
Not applicable.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES
A. Transfers of Receivables Reported as Sales - Not applicable.
B. Transfers and Servicing of Financial Assets - Not applicable.
C. There are no wash sales as of June 30, 2015.

18. GAIN OR LOSS FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS
Not applicable.

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS
Not applicable.

20. FAIR VALUE MEASUREMENT

A. Inputs Used for Assets and Liabilities Measured at Fair Value

1. Fair Value Measurements at Reporting Date

The Company has categorized its assets and liabilities that are measured at fair value into the three-level fair value hierarchy as reflected in the following table.

Level 1 - Valuations that are based on unadjusted quoted market prices in active markets for identical securities. The fair value of exchange-traded equities and mutual funds included in the Level 1 category were based on quoted prices that are readily and regularly available in an active market and are thus classified as Level 1.

Level 2 - Valuations that are based on observable inputs (other than Level 1 prices), such as quoted prices for similar assets at the measurement date; quoted prices in markets that are not active; or other inputs that are observable, either directly or indirectly. The fair value of securities included in the Level 2 category was based on market values obtained from a third-party pricing service. They were evaluated using pricing models that vary by asset class and incorporate available trade, bid and other observable market information. The third-party service monitors market indicators as well as industry and economic events. The Level 2 category includes corporate bonds, government and agency bonds, asset-backed, residential mortgage-backed and commercial mortgage-backed securities and municipal bonds.

Level 3 - Valuations that are derived from techniques in which one or more of the significant inputs are unobservable and/or involve management judgment and/or are based on non-binding broker quotes.

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Bonds - Industrial & Misc.	0	3,456,743	409,104	3,865,847
Bonds - MBS/CMO - Industrial & Misc.	0	0	397,692	397,692
Common Stock - Industrial & Misc.	68,706,541	0	0	68,706,541
	$ 68,706,541	**$ 3,456,743**	**$ 806,796**	**$ 72,970,080**

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 between Levels. During the current year, there were no transfers into or out of Levels 1 or 2.

2. **Rollforward of Fair Value Measurements in Level 3**

	Beginning Balance as of 1/1/15	Transfers into Level 3	Transfers out of Level 3	Total gains (losses) included in Net Income	Total gains (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance as of 6/30/15
Bonds - Industrial & Misc.	$ 836,618	$ 0	$ 0	$ 0	$ (41,543)	$ 0	$0	$ 0	$ 0	$ 795,075
Bonds - MBS/CMO - Industrial & Misc.	8,611	0	0	0	3,967	0	0	(857)	0	11,721
Ending Balance	**$ 845,229**	**$ 0**	**$ 0**	**$ 0**	**$ (37,576)**	**$ 0**	**$0**	**$ (857)**	**$ 0**	**$ 806,796**

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, there were no transfers into or out of Level 3.

4. **Inputs and Techniques Used for Level 2 and Level 3 Fair Values**

The estimated fair values of the Company's investments are based on prices provided by a third party pricing service and a third party investment manager. The prices provided by these services are based on quoted market prices, when available; non-binding broker quotes, or matrix pricing. The Company has not historically adjusted security prices.

For corporate, government and municipal bonds, the third party pricing service utilizes a pricing model with standard inputs that include benchmark yields, reported trades, issuer spreads, two-sided markets, benchmark securities, market bids / offers, and other reference data observable in the marketplace. The model uses the option adjusted spread methodology and is a multi-dimensional relational model. All bonds valued under these techniques are classified as Level 2.

For asset-backed, residential mortgage-backed and commercial mortgage-backed securities, the third party pricing service valuation methodology includes consideration of interest rate movements, new issue data, monthly remittance reports and other pertinent data that is observable in the marketplace. This information is used to determine the cash flows for each tranche and identifies the inputs to be used such as benchmark yields, prepayment assumptions and collateral performance. All asset-backed, residential mortgage-backed and commercial mortgage-backed securities valued under these methods are classified as Level 2.

For all assets where readily observable pricing methods are not available the third party investment manager will price the asset using a combination of non-binding broker / dealer quotes, benchmarking techniques, and sector specific knowledge. All assets priced by using this methodology are classified as Level 3.

5. **Derivative Fair Values -** Not applicable.

B. **Other Fair Value Disclosures -** Not applicable.

C. **Fair Values for All Financial Instruments by Level 1, 2 and 3**

The table below reflects the fair values and admitted values of all admitted assets and liabilities that are financial instruments excluding those accounted for under the equity method (subsidiaries, joint ventures and ventures). The fair values are also categorized into the three-level fair value hierarchy as described above in Note 20A.

Type of Financial Instrument	Aggregate Fair Value	Admitted Value	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	$ 387,216,955	$ 382,784,814	$ 0	$ 385,909,304	$ 1,307,651	$ 0
Common Stocks	68,706,541	68,706,541	68,706,541	0	0	0
Cash & Short-Term Investments	12,362,500	12,362,500	12,362,500	0	0	0
Total Assets	$ 468,285,996	$ 463,853,855	$ 81,069,041	$ 385,909,304	$ 1,307,651	$ 0

D. **Financial Instruments for which Not Practical to Estimate Fair Values** - Not applicable.

21. **OTHER ITEMS**

No significant change.

22. **EVENTS SUBSEQUENT**

Shanghai-based investment group Fosun International Ltd. completed the acquisition of Meadowbrook Insurance Group Inc., the Company's ultimate parent, and all of its subsidiaries, on July 7, 2015. The completion of the transaction follows the receipt of all necessary U.S. regulatory approvals. The Company will continue to maintain its U.S. statutory home office and operate under its brand name. There is no direct financial impact to the Company related to this transaction.

NOTES TO FINANCIAL STATEMENTS

23. REINSURANCE

A. Unsecured Reinsurance Recoverables

The Company's unsecured reinsurance balance in excess of 3% of policyholder surplus with any one reinsurer is estimated at June 30, 2015 as follows:

Reinsurer Name	NAIC Code	Federal ID#	Amount
Star Insurance Company	18023	38-2626205	$ 294,923,999

This amount due from Star is related to the Intercompany Reinsurance Agreement noted in Note 26.

B. Reinsurance Recoverables in Dispute

No significant change.

C. Reinsurance Assumed and Ceded

1. The following table summarizes ceded and assumed unearned premiums and the related commission equity at June 30, 2015.

	Assumed		Ceded		Assumed less Ceded	
	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity	Unearned Premiums	Commission Equity
a. Affiliates	$ 103,259,000	$ 0	$ 88,080,000	$ 0	$ 15,179,000	$ 0
b. All other	$ 46,112,000	$9,776,000	$ 0	$ 0	$ 46,112,000	$ 9,776,000
c. Totals	$ 149,371,000	$9,776,000	$ 88,080,000	$ 0	$ 61,291,000	$ 9,776,000
d. Direct Unearned Premium Reserve: $ 10,623,000						

In 2013, the Insurance Operations subsidiaries of Meadowbrook Insurance Group, Inc. entered into a 100% policy issuance arrangement with State National Insurance Company, and its affiliates, effective July 1, 2013. A 100% quota share reinsurance agreement(s) was executed with State National Insurance Company, National Specialty Insurance Company and United Specialty Insurance Company (collectively, "SNIC"), wherein certain of our business from our six insurance carriers is now written on SNIC and 100% assumed collectively by our six carriers based on agreed upon percentages. The SNIC policy issuance business has a 5.5% fee, which is reflected as assumed commission on the applicable Company's financial statements. As of June 30, 2015 and December 31, 2014, our six insurance companies collectively have assumed $133.1 million and $268.3 million respectively in gross written premium from SNIC of which the Company has a quota share reinsurance 40% share.

2. No significant change.
3. No significant change.

D.-I. No significant change.

24. RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

A.-E. No significant change.

F. Risk-Sharing Provision of the Affordable Care Act - Not applicable.

25. CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

Net incurred losses and loss adjustment expenses attributable to insured events of prior accident years increased $232,000 during calendar year 2015 as a result of re-estimation of unpaid loss and loss adjustment expenses. This increase recognizes additional paid loss and loss adjustment expenses of $57.8 million, offset by a decrease in reserves on prior accident years of $57.5 million. Original estimates of ultimate losses are increased or decreased as additional information becomes known regarding individual claims.

26. INTERCOMPANY POOLING ARRANGEMENTS

A.-F. No significant change.

G. Amounts due to/from lead entity and pool participants as of June 30, 2015:

Name of Insurer	Amounts Receivable	Amounts Payable	Net Receivables/(Payable)
Star Insurance Co. (Lead insurer)	$ 383,430	$ 482,015	$ 865,445
Century Surety Co.	$ 841,550	$ (427,510)	$ 414,040
Savers Property and Casualty Ins. Co.	$ (599,557)	$ 351,990	$ (247,567)
Williamsburg National Ins. Co.	$ 17,055	$ 181,346	$ 198,401
ProCentury Insurance Co.	$ (640,695)	$ (187,405)	$ (828,100)
Ameritrust Insurance Corp.	$ (100,365)	$ (301,854)	$ (402,219)

27. STRUCTURED SETTLEMENTS

No significant change.

28. HEALTH CARE RECEIVABLES

Not applicable.

29. PARTICIPATING ACCIDENT AND HEALTH POLICIES

Not applicable.

30. PREMIUM DEFICIENCY RESERVES

No significant change.

31. HIGH DEDUCTIBLES

No significant change.

32. DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES AND UNPAID LOSS ADJUSTMENT EXPENSES

Not applicable.

33. ASBESTOS AND ENVIRONMENTAL RESERVES

No significant change.

34. SUBSCRIBER SAVINGS ACCOUNTS

Not applicable.

NOTES TO FINANCIAL STATEMENTS

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 [X]

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

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

2.2 If yes, date of change:

3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No [ ]
If yes, complete Schedule Y, Parts 1 and 1A.

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

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

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

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

1 Name of Entity	2 NAIC Company Code	3 State of Domicile
	0	

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2013

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. 12/31/2013

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). 05/15/2015

6.4 By what department or departments?

Ohio Department of Insurance

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

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

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

7.2 If yes, give full information:

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

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

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

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

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

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

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

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

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

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

(e) Accountability for adherence to the code.

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

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

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

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

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

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $ 0

INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 0	$ 0
14.22	Preferred Stock	0	0
14.23	Common Stock	48,709,481	49,363,791
14.24	Short-Term Investments	0	0
14.25	Mortgage Loans on Real Estate	0	0
14.26	All Other	0	0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 48,709,481	$ 49,363,791
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

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

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [ ]

If no, attach a description with this statement.

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

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $ 0

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $ 0

16.3 Total payable for securities lending reported on the liability page: $ 0

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

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

1 Name of Custodian(s)	2 Custodian Address
JPMorgan Chase Bank, N.A.	P.O. Box 710634, Columbus, OH 43271-0634

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

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

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
107423	Conning, Inc.	One Financial Plaza, Hartford, CT 06103-2627
106810	Victory Capital	480 Pierce Street, Birmingham, MI 48009

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2 – PROPERTY & CASUALTY INTERROGATORIES

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

   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:

1	2	3	Total Discount				Discount Taken During Period			
			4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Disc. Rate	Unpaid Losses	Unpaid LAE	IBNR	Total	Unpaid Losses	Unpaid LAE	IBNR	Total
	0.000	0.000	0	0	0	0	0	0	0	0
Total	XXX	XXX	0	0	0	0	0	0	0	0

5.1 Operating Percentages:

5.1 A&H loss percent 0.000%

5.2 A&H cost containment percent 0.000%

5.3 A&H expense percent excluding cost containment expenses 0.000%

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

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

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

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

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Type of Reinsurer	6 Certified Reinsurer Rating (1 through 6)	7 Effective Date of Certified Reinsurer Rating

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama...AL	E	(22,272)	19,121	24,705	53,891	1,212,056	1,570,791
2. Alaska...AK	E	161,027	218,582	1,440,110	25,182	993,392	1,098,617
3. Arizona...AZ	L	2,019	13,359	16,000	62,924	972,692	1,575,189
4. Arkansas...AR	E	175	4,589	49,000	193,518	347,705	542,550
5. California...CA	E	(16,280)	2,466,250	7,919,626	10,265,495	24,549,246	34,962,977
6. Colorado...CO	E	135,574	90,404	442,775	79,357	1,436,273	2,086,845
7. Connecticut...CT	E	2,639	2,238	65,200	1,012,988	1,098,387	860,997
8. Delaware...DE	E	20,183	47,366	(2,500)	200	142,450	215,433
9. District of Columbia...DC	E		(1,997)	11,500	15,000	175,168	228,510
10. Florida...FL	E	347,541	502,774	5,235,700	12,543,179	17,341,460	28,247,580
11. Georgia...GA	E	(19,306)	105,094	139,788	292,123	2,076,802	2,449,488
12. Hawaii...HI	E	(8,237)	34,173	55,000		307,794	375,786
13. Idaho...ID	E	(755)	(6,884)		18,500	226,809	317,403
14. Illinois...IL	E	173,196	176,623	467,886	332,698	2,788,916	2,840,594
15. Indiana...IN	L	393	26,252		57,292	177,805	253,258
16. Iowa...IA	E		1,450			125,431	172,586
17. Kansas...KS	E		(31,582)	39,000	112,494	545,677	712,190
18. Kentucky...KY	E	(1,873)	5,127	301,272	187,132	690,589	1,110,915
19. Louisiana...LA	E	22,877	1,856	470,439	972,903	6,778,269	8,879,008
20. Maine...ME	E	(372)	(1,384)		60,000	34,628	90,785
21. Maryland...MD	E	10,275	(19,785)	267,937	235,972	482,537	1,292,379
22. Massachusetts...MA	E	(592)	48,703	157,000	285,680	1,015,681	1,368,626
23. Michigan...MI	E	596	41,481	294,500	359,162	1,134,737	1,639,707
24. Minnesota...MN	E		(20,726)	(500)	23,742	369,940	538,814
25. Mississippi...MS	E	7,440	11,745	2,032	641,203	763,258	1,139,096
26. Missouri...MO	E	376	22,356	466,360	120,708	1,469,459	2,696,108
27. Montana...MT	E	4,840	12,345	4,300	(1,000)	391,320	2,010,436
28. Nebraska...NE	E		(5,650)			460,815	612,542
29. Nevada...NV	E	13,478	17,180	271,584	1,055,084	945,772	1,522,532
30. New Hampshire...NH	E	2,136	13,356		(28,508)	100,112	147,175
31. New Jersey...NJ	E	8,008	435	553,843	2,354,063	5,387,751	6,952,011
32. New Mexico...NM	E	(1,000)	12,073	887,705	794,689	610,617	985,881
33. New York...NY	E	287,427	25,745	3,079,953	3,659,368	18,956,654	21,666,319
34. North Carolina...NC	E	943	15,809	269,053	135,330	1,051,094	2,409,928
35. North Dakota...ND	E	9,528	25,302		2,595	357,998	463,798
36. Ohio...OH	L	72,058	14,576	16,000	457,015	804,809	578,055
37. Oklahoma...OK	E	16,233	(7,173)	18,997	415,868	1,926,563	2,207,359
38. Oregon...OR	E	335,674	472,340	900,472	279,838	2,547,211	2,727,970
39. Pennsylvania...PA	E	(17,630)	(2,210)	451,313	796,488	2,618,731	4,170,537
40. Rhode Island...RI	E					40,082	55,668
41. South Carolina...SC	E	1,003	14,985	939,221	1,041,669	1,115,724	3,103,599
42. South Dakota...SD	E	2,788	3,366		5,495	125,115	151,852
43. Tennessee...TN	E	9,861	9,737	369,347	353,310	562,389	1,093,118
44. Texas...TX	E	(176,607)	(93,636)	3,024,212	4,283,026	10,696,692	16,500,404
45. Utah...UT	E	(1,253)	60,513	(500)	103,056	510,119	710,695
46. Vermont...VT	E	(9,539)	(2,189)	10,829	38,002	164,596	212,782
47. Virginia...VA	E	(623)	(18,699)	59,250	197,093	841,407	879,418
48. Washington...WA	E	957,251	911,305	1,596,742	863,115	4,079,130	5,509,334
49. West Virginia...WV	L	(463)	250	488	525	4,128	5,589
50. Wisconsin...WI	L	(2,113)	1,231		15,019	92,272	135,993
51. Wyoming...WY	E	2,873	8,108			459,546	647,043
52. American Samoa...AS	N						
53. Guam...GU	N						
54. Puerto Rico...PR	N						
55. US Virgin Islands...VI	N						
56. Northern Mariana Islands...MP	N						
57. Canada...CAN	N						
58. Aggregate Other Alien...OT	XXX	0	0	0	0	0	0
59. Totals...	(a)...5	2,329,496	5,246,284	30,315,639	44,772,482	122,107,807	172,726,271
DETAILS OF WRITE-INS							
58001. ...	XXX						
58002. ...	XXX						
58003. ...	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page...	XXX	0	0	0	0	0	0
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above)...	XXX	0	0	0	0	0	0

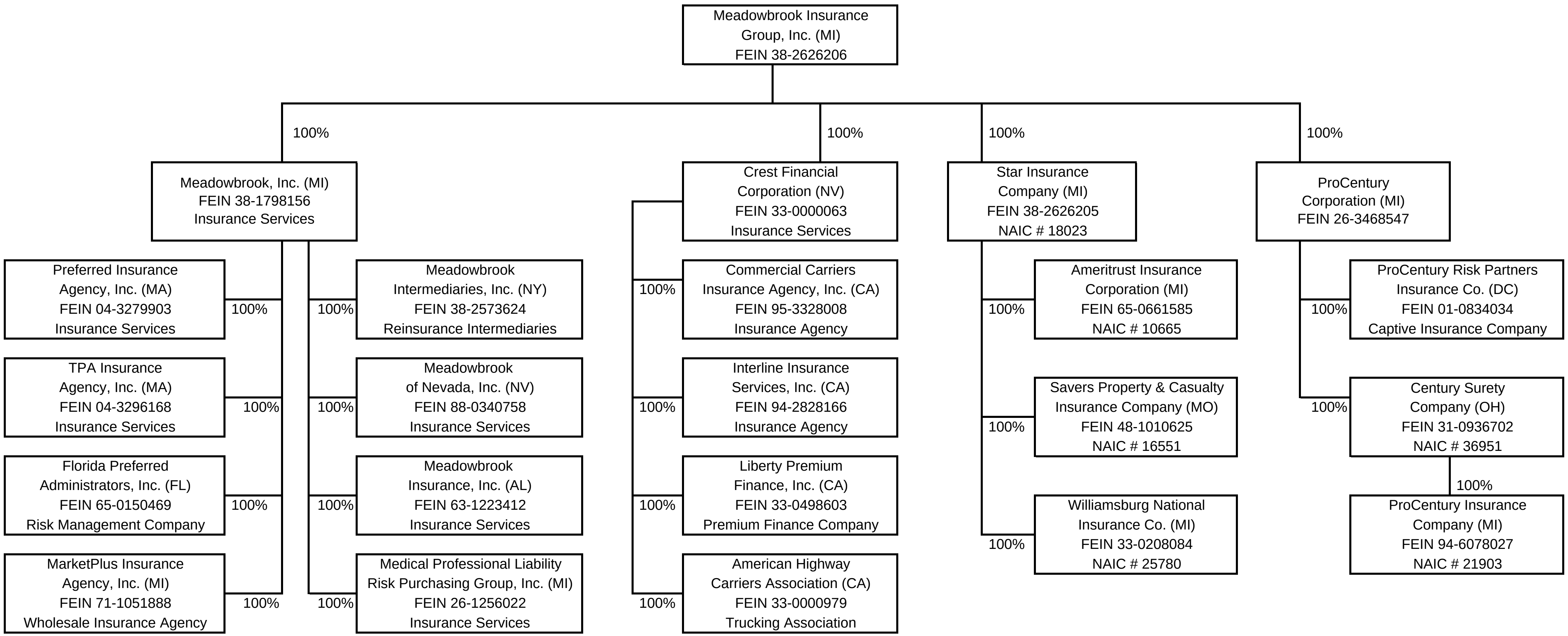
(L) - Licensed or Chartered - Licensed Insurance Carrier or Domicilied RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

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

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

PART 1 – ORGANIZATIONAL CHART



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
			38-2626206		949156	NYSE	Meadowbrook Insurance Group, Inc.	MI	UIP					
0748		18023	38-2626205				Star Insurance Company	MI	IA	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		16551	48-1010625				Savers Property & Casualty Insurance Company	MO	IA	Star Insurance Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		25780	33-0208084				Williamsburg National Insurance Company	MI	IA	Star Insurance Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		10665	65-0661585				Ameritrust Insurance Corporation	MI	IA	Star Insurance Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			26-3468547				ProCentury Corporation	MI	UDP	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			01-0834034				ProCentury Risk Partners Insurance Company	DC	IA	ProCentury Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		36951	31-0936702				Century Surety Company	OH	RE	ProCentury Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
0748		21903	94-6078027				ProCentury Insurance Company	MI	DS	Century Surety Company	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			33-0000063				Crest Financial Corporation	NV	NIA	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			95-3328008				Commercial Carriers Insurance Agency, Inc.	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			94-2828166				Interline Insurance Services, Inc.	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			33-0498603				Liberty Premium Finance, Inc.	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			33-0000979				American Highway Carriers Association	CA	NIA	Crest Financial Corporation	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			38-1798156				Meadowbrook, Inc.	MI	NIA	Meadowbrook Insurance Group, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			04-3279903				Preferred Insurance Agency, Inc.	MA	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			04-3296168				TPA Insurance Agency, Inc.	MA	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			65-0150469				Florida Preferred Administrators, Inc.	FL	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			71-1051888				MarketPlus Insurance Agency, Inc.	MI	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			38-2573624				Meadowbrook Intermediaries, Inc.	NY	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			88-0340758				Meadowbrook of Nevada, Inc.	NV	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			63-1223412				Meadowbrook Insurance, Inc.	AL	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	
			26-1256022				Medical Professional Liability Risk Purchasing Group, Inc.	MI	NIA	Meadowbrook, Inc.	Ownership	100.000	Meadowbrook Insurance Group, Inc.	

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire	83,040	(203,354)	(244.9)	30.8
2. Allied lines	2,082	50,683	2,434.3	87.3
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril			0.0	
5. Commercial multiple peril	2,494,328	2,547,466	102.1	61.6
6. Mortgage guaranty			0.0	
8. Ocean marine	26,279	(146,320)	(556.8)	48.5
9. Inland marine	3,684	(41,594)	(1,129.1)	59.9
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	673,271	1,093,534	162.4	83.7
17.2 Other liability-claims made	373,721	963,997	257.9	305.8
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence	11,787	(55,073)	(467.2)	(105.8)
18.2 Products liability-claims made		(4,293)	0.0	(27.8)
19.1, 19.2 Private passenger auto liability			0.0	
19.3, 19.4 Commercial auto liability	53,121	467,801	880.6	(32.0)
21. Auto physical damage	1,501	11,640	775.5	15.1
22. Aircraft (all perils)			0.0	
23. Fidelity	1,256	663	52.8	39.5
24. Surety	47,674	(51,103)	(107.2)	188.7
26. Burglary and theft			0.0	
27. Boiler and machinery		(5,485)	0.0	(105.8)
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	3,771,743	4,628,561	122.7	73.8
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	35,691	97,417	197,157
2. Allied lines	(197)	543	(23,422)
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril	(447,314)	1,386,607	3,649,217
6. Mortgage guaranty			
8. Ocean marine	23,504	32,204	45,915
9. Inland marine	298	(6,642)	(13,478)
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence	191,488	697,436	1,294,934
17.2 Other liability-claims made	(54,531)	(42,654)	24,678
17.3 Excess workers' compensation			
18.1 Products liability-occurrence	6,328	12,927	54,244
18.2 Products liability-claims made			2,736
19.1 19.2 Private passenger auto liability			
19.3 19.4 Commercial auto liability	31,430	53,257	5,747
21. Auto physical damage	1,111	634	(22,733)
22. Aircraft (all perils)			
23. Fidelity	375	1,975	2,005
24. Surety	65,099	95,793	32,188
26. Burglary and theft			
27. Boiler and machinery			(2,904)
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	(146,718)	2,329,496	5,246,284
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2015 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2015 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2015 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2012 + Prior	91,560	59,163	150,723	29,785	289	30,074	77,568	1,134	49,386	128,087	15,793	(8,355)	7,438
2. 2013	30,412	33,393	63,805	11,166	289	11,455	26,017	1,134	29,035	56,186	6,771	(2,935)	3,836
3. Subtotals 2013 + Prior	121,972	92,556	214,528	40,951	578	41,528	103,584	2,268	78,421	184,273	22,563	(11,290)	11,274
4. 2014	26,091	69,154	95,245	11,033	5,198	16,231	7,126	20,408	40,439	67,973	(7,932)	(3,109)	(11,041)
5. Subtotals 2014 + Prior	148,062	161,711	309,773	51,984	5,776	57,760	110,710	22,676	118,860	252,246	14,631	(14,399)	232
6. 2015	XXX	XXX	XXX	XXX	7,595	7,595	XXX	12,279	34,395	46,674	XXX	XXX	XXX
7. Totals	148,062	161,711	309,773	51,984	13,371	65,354	110,710	34,954	153,255	298,919	14,631	(14,399)	232
8. Prior Year-End's Surplus As Regards Policyholders	186,714										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. 9.9 %	2. (8.9)%	3. 0.1 %
													Col. 13, Line 7 Line 8
													4. 0.1 %

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:

* 3 6 9 5 1 2 0 1 5 4 9 0 0 0 0 0 2 *

* 3 6 9 5 1 2 0 1 5 4 5 5 0 0 0 0 2 *

* 3 6 9 5 1 2 0 1 5 3 6 5 0 0 0 0 2 *

* 3 6 9 5 1 2 0 1 5 5 0 5 0 0 0 0 2 *

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31, Prior Year Net Admitted Assets
2504. State Income Tax Recoverable	12,725		12,725	14,765
2597. Summary of remaining write-ins for Line 25	12,725	0	12,725	14,765

SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	10,660,177	6,901,251
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition	1,460,513	2,078,046
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	472,583	1,680,880
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	12,593,273	10,660,177
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	12,593,273	10,660,177

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	496,249,620	515,817,401
2. Cost of bonds and stocks acquired	57,888,541	36,137,961
3. Accrual of discount	45,212	75,921
4. Unrealized valuation increase (decrease)	(3,445,889)	4,323,156
5. Total gain (loss) on disposals	2,066,439	5,908,536
6. Deduct consideration for bonds and stocks disposed of	50,250,988	62,520,627
7. Deduct amortization of premium	1,697,788	3,489,344
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		3,385
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	500,855,146	496,249,620
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	500,855,146	496,249,620

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	322,343,862	39,975,931	35,691,189	(4,613,363)	322,343,862	322,015,241		334,974,174
2. NAIC 2 (a)	48,976,427	13,020,164	325,000	4,035,016	48,976,427	65,706,607		51,814,612
3. NAIC 3 (a)	2,436,193	998,025		22,525	2,436,193	3,456,743		516,000
4. NAIC 4 (a)								
5. NAIC 5 (a)	10,070		10,798	12,449	10,070	11,721		21,604
6. NAIC 6 (a)	1,124,140		165	(325,487)	1,124,140	798,489		1,896,601
7. Total Bonds	374,890,692	53,994,120	36,027,152	(868,859)	374,890,692	391,988,801	0	389,222,991
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	374,890,692	53,994,120	36,027,152	(868,859)	374,890,692	391,988,801	0	389,222,991

(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 $.....9,203,988; NAIC 2 $..........0; NAIC 3 $..........0; NAIC 4 $..........0; NAIC 5 $..........0; NAIC 6 $..........0.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	9,203,988	XXX	9,203,988		

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	12,421,917	11,426,578
2. Cost of short-term investments acquired	78,563,869	117,443,415
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	81,781,798	116,448,076
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	9,203,988	12,421,917
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	9,203,988	12,421,917

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location 3 City	Location 4 State	5 Name of Vendor or General Partner	6 NAIC Desig-nation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made after Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated												
	AQUILINE FINANCIAL SERVICES FUND II, L.P.	GEORGE TOWN, GRAND CAYMAN	CYM	AQUILINE CAPITAL PARTNERS II GP (OFFSHORE) LTD		11/07/2012	1		533,815		38,056	1.3
2199999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated								0	533,815	0	38,056	XXX
4499999. Subtotal - Unaffiliated								0	533,815	0	38,056	XXX
4699999. Totals								0	533,815	0	38,056	XXX

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location 3 City	Location 4 State	5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Changes in Book/Adjusted Carrying Value 9 Unrealized Valuation Increase (Decrease)	Changes in Book/Adjusted Carrying Value 10 Current Year's (Depreciation) or (Amortization)/ Accretion	Changes in Book/Adjusted Carrying Value 11 Current Year's Other Than Temporary Impairment Recognized	Changes in Book/Adjusted Carrying Value 12 Capitalized Deferred Interest and Other	Changes in Book/Adjusted Carrying Value 13 Total Change in B./A.C.V. (9+10-11+12)	Changes in Book/Adjusted Carrying Value 14 Total Foreign Exchange Change in B./A.C.V.	15 Book/Adjusting Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated																			
	AQUILINE FINANCIAL SERVICES FUND II, L.P.	GEORGE TOWN, GRAND CAYMAN	CYM	AQUILINE CAPITAL PARTNERS II GP (OFFSHORE) LTD				85,342				85,342						0	
2199999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated							0	85,342	0	0	0	85,342	0	0	0	0	0	0	0
4499999. Subtotal - Unaffiliated							0	85,342	0	0	0	85,342	0	0	0	0	0	0	0
4699999. Totals							0	85,342	0	0	0	85,342	0	0	0	0	0	0	0

SCHEDULE D - PART 3

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

1 Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
38378B RE 1	GNR 2012-35 C		05/27/2015	JEFFERIES & CO		2,018,534	2,000,000	4,694	1
0599999. Total Bonds - U.S Government						2,018,534	2,000,000	4,694	XXX
Bonds - All Other Government									
71645W AU 5	PETROBRAS GLOBAL FINANCE	F	05/27/2015	CITIGROUP GLOBAL MARKETS		698,542	700,000	7,554	3FE
1099999. Total Bonds - All Other Government						698,542	700,000	7,554	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
655867 NH 8	NORFOLK VA		06/26/2015	RAYMOND JAMES		595,346	500,000	5,903	1FE
2499999. Total Bonds - U.S. Political Subdivisions of States, Territories and Possessions						595,346	500,000	5,903	XXX
Bonds - U.S. Special Revenue and Special Assessment									
31292L 5D 3	FG C04444		05/27/2015	NOMURA SECURITIES DOMESTIC		1,766,250	1,701,322	3,686	1
31417F NN 4	FN AB8496		05/27/2015	CREDIT SUISSE		4,034,634	3,914,945	7,069	1
52349A AQ 1	LEE CNTY FL NON-AD VALOREM REV		06/09/2015	BRANCH BANKING & TRUST COMPANY		294,375	250,000		1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						6,095,259	5,866,267	10,755	XXX
Bonds - Industrial and Miscellaneous									
00101J AF 3	ADT CORP		05/27/2015	EXCHANGE		299,482	300,000	3,850	3FE
001055 AP 7	AFLAC INC		04/09/2015	MIZUHO SECURITIES		2,038,820	2,000,000	5,778	1FE
035242 AA 4	ANHEUSER-BUSCH INBEV FIN		04/02/2015	SANTANDER SEC CORP		2,979,030	3,000,000	17,719	1FE
161571 FR 0	CHAIT 2012-A8 A8		06/26/2015	CITIGROUP GLOBAL MARKETS		999,820	1,000,000	165	1FE
191216 BF 6	COCA-COLA CO/THE		06/26/2015	BANK AMERICA		149,646	150,000	378	1FE
35671D AW 5	FREEPORT-MCMORAN INC		06/26/2015	BANK AMERICA		924,619	925,000	6,353	2FE
46625H JE 1	JPMORGAN CHASE & CO		04/01/2015	J.P. MORGAN		2,058,700	2,000,000	2,528	1FE
548661 CT 2	LOWES COMPANIES INC		04/15/2015	CITIGROUP GLOBAL MARKETS		1,093,220	1,000,000	521	1FE
63254A AB 4	NATIONAL AUSTRALIA BK LT	E	06/26/2015	DEUTSCHE BANK		749,517	750,000	6,130	1FE
84755T AD 9	SPECTRA ENERGY CAPITAL		05/27/2015	ROYAL BANK OF SCOTLAND US		599,333	600,000	8,098	2FE
931422 AE 9	WALGREEN CO		05/29/2015	BANK AMERICA		3,029,341	3,000,000	58,625	2FE
94973V AV 9	ANTHEM INC		05/27/2015	UBS SECURITIES		1,996,930	2,000,000	13,458	2FE
984121 CF 8	XEROX CORPORATION		05/27/2015	BANK AMERICA		674,682	675,000	3,983	2FE
878742 AX 3	TECK RESOURCES LIMITED	A	05/27/2015	CITIGROUP GLOBAL MARKETS		2,003,250	2,000,000	16,111	2FE
89346D AF 4	TRANSALTA CORP	A	05/27/2015	CITIGROUP GLOBAL MARKETS		2,959,060	3,000,000	4,500	2FE
91911T AM 5	VALE OVERSEAS LIMITED	F	06/26/2015	CITIGROUP GLOBAL MARKETS		832,949	825,000	16,543	2FE
3899999. Total Bonds - Industrial and Miscellaneous						23,388,399	23,225,000	164,740	XXX
8399997. Total Bonds - Part 3						32,796,080	32,291,267	193,646	XXX
8399999. Total Bonds						32,796,080	32,291,267	193,646	XXX
Common Stocks - Industrial and Miscellaneous									
02209S 10 3	ALTRIA GROUP INC		06/01/2015	BARCLAYS AMERICAN	309.000	15,824	XXX		L
097023 10 5	BOEING CO/THE		06/01/2015	BARCLAYS AMERICAN	58.000	8,193	XXX		L
260543 10 3	DOW CHEMICAL CO/THE		06/01/2015	BARCLAYS AMERICAN	27,270.000	1,420,148	XXX		L
263534 10 9	DU PONT (E.I.) DE NEMOURS		06/01/2015	BARCLAYS AMERICAN	192.000	13,757	XXX		L
460146 10 3	INTERNATIONAL PAPER CO		06/01/2015	BARCLAYS AMERICAN	27,508.000	1,426,221	XXX		L
637071 10 1	NATIONAL OILWELL VARCO INC		06/01/2015	BARCLAYS AMERICAN	839.000	41,187	XXX		L

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
Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
681919 10 6	OMNICOM GROUP		06/01/2015	BARCLAYS AMERICAN	38.000	2,839	XXX		L
74251V 10 2	PRINCIPAL FINANCIAL GROUP		06/03/2015	BARCLAYS AMERICAN	27,584.000	1,440,090	XXX		L
747525 10 3	QUALCOMM INC.		06/01/2015	BARCLAYS AMERICAN	20,419.000	1,417,588	XXX		L
931142 10 3	WAL-MART STORES INC.		06/01/2015	BARCLAYS AMERICAN	575.000	42,976	XXX		L
94106L 10 9	WASTE MANAGEMENT INC.		06/01/2015	BARCLAYS AMERICAN	419.000	20,845	XXX		L
455807 10 7	IND & COMM BK OF-UNSPON ADR	R	05/29/2015	BARCLAYS AMERICAN	115,000.000	1,994,664	XXX		U
9099999. Total Common Stocks - Industrial and Miscellaneous						7,844,332	XXX	0	XXX
9799997. Total Common Stocks - Part 3						7,844,332	XXX	0	XXX
9799999. Total Common Stocks						7,844,332	XXX	0	XXX
9899999. Total Preferred and Common Stocks						7,844,332	XXX	0	XXX
9999999. Total Bonds, Preferred and Common Stocks						40,640,412	XXX	193,646	XXX

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

Statement for June 30, 2015 of the **Century Surety 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	11	12	13	14	15	16	17	18	19	20	21	22
										Change in Book/Adjusted Carrying Value											
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
38373M 5G 1	GNR 2009-7 C		06/01/2015	MBS PAYMENT		74,486	74,486	77,652	74,582		(96)		(96)		74,486			0	1,337	07/16/2043	1
38373M 5U 0	GNR 2009-5 B		06/01/2015	MBS PAYMENT		33,441	33,441	32,900	33,264		177		177		33,441			0	706	08/16/2049	1
38374B LQ 4	GNR 2003-60 MA		06/01/2015	MBS PAYMENT		3,731	3,731	3,605	3,720		11		11		3,731			0	55	07/16/2033	1
38374K DC 4	GNR 2004-104 GA		06/01/2015	MBS PAYMENT		19,483	19,483	18,874	19,422		61		61		19,483			0	359	11/20/2034	1
38376G VZ 0	GNR 2010-122 C		04/01/2015	MBS PAYMENT		22,977	22,977	23,068	23,051		(74)		(74)		22,977			0	220	11/16/2037	1
0599999. Total Bonds - U.S Government						154,118	154,118	156,099	154,039	0	79	0	79	0	154,118	0	0	0	2,677	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
564300 FZ 9	MANSFIELD OH CITY SCH DIST		06/01/2015	CALLED BY ISSUER at 100.000		1,000,000	1,000,000	1,059,020	1,003,367		(3,367)		(3,367)		1,000,000			0	25,000	12/01/2022	1FE
836030 LG 9	SOUDERTON PA AREA SCH DIST		05/15/2015	CALLED BY ISSUER at 100.000		500,000	500,000	544,200	501,971		(1,971)		(1,971)		500,000			0	12,500	11/15/2017	1FE
2499999. Total Bonds - U.S. Political Subdivisions of States, Territories and Possessions						1,500,000	1,500,000	1,603,220	1,505,338	0	(5,338)	0	(5,338)	0	1,500,000	0	0	0	37,500	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
31292L 5D 3	FG C04444		06/01/2015	MBS PAYMENT		22,769	22,769	23,758					0		22,769			0	57	01/01/2043	1
31294K RE 7	FG E01385		06/01/2015	MBS PAYMENT		7,838	7,838	7,784	7,832		7		7		7,838			0	147	06/01/2018	1
31294K ZT 5	FG E01654		06/01/2015	MBS PAYMENT		5,966	5,966	5,965	5,966				0		5,966			0	124	06/01/2019	1
312962 6K 4	FG B10874		06/01/2015	MBS PAYMENT		6,817	6,817	6,790	6,814		3		3		6,817			0	130	11/01/2018	1
312962 WC 3	FG B10643		06/01/2015	MBS PAYMENT		12,391	12,391	12,604	12,410		(20)		(20)		12,391			0	246	11/01/2018	1
312964 6W 4	FG B12685		06/01/2015	MBS PAYMENT		18,105	18,105	18,289	18,121		(16)		(16)		18,105			0	376	02/01/2019	1
312964 UH 0	FG B12384		06/01/2015	MBS PAYMENT		12,729	12,729	12,852	12,739		(10)		(10)		12,729			0	217	02/01/2019	1
312968 5L 0	FG B16251		06/01/2015	MBS PAYMENT		44,617	44,617	45,185	44,674		(56)		(56)		44,617			0	1,055	07/01/2019	1
31297H YK 9	FG A29714		06/01/2015	MBS PAYMENT		2,269	2,269	2,254	2,269				0		2,269			0	47	01/01/2030	1
31297U Y8 7	FG A38835		06/01/2015	MBS PAYMENT		17,903	17,903	17,671	17,889		14		14		17,903			0	404	05/01/2035	1
31371K 2R 1	FN 254684		06/01/2015	MBS PAYMENT		7,883	7,883	8,017	7,893		(10)		(10)		7,883			0	162	03/01/2018	1
31371K Y4 7	FN 254631		06/01/2015	MBS PAYMENT		7,198	7,198	7,327	7,208		(10)		(10)		7,198			0	149	02/01/2018	1
31376K B3 9	FN 357458		06/01/2015	MBS PAYMENT		2,866	2,866	2,879	2,866				0		2,866			0	54	11/01/2018	1
31385X GU 5	FN 555611		06/01/2015	MBS PAYMENT		2,666	2,666	2,678	2,666				0		2,666			0	50	07/01/2018	1
31390V K3 7	FN 657414		06/01/2015	MBS PAYMENT		7,915	7,915	8,192	7,936		(21)		(21)		7,915			0	190	11/01/2017	1
31391H 2X 1	FN 667790		06/01/2015	MBS PAYMENT		3,954	3,954	4,025	3,960		(6)		(6)		3,954			0	83	02/01/2018	1
31391Y 5W 3	FN 681361		06/01/2015	MBS PAYMENT		4,844	4,844	4,932	4,851		(7)		(7)		4,844			0	101	03/01/2018	1
31393E B3 2	FNR 2003-94 CE		06/01/2015	MBS PAYMENT		2,250	2,250	2,301	2,254		(4)		(4)		2,250			0	48	10/25/2033	1
31394C CH 3	FNR 2005-3 HC		06/01/2015	MBS PAYMENT		34,976	34,976	33,859	34,897		79		79		34,976			0	643	01/25/2035	1
31395P EM 0	FHR 2952 PA		06/01/2015	MBS PAYMENT		14,378	14,378	14,010	14,309		69		69		14,378			0	288	02/15/2035	1
31400J GV 5	FN 688812		06/01/2015	MBS PAYMENT		15,327	15,327	15,588	15,348		(21)		(21)		15,327			0	358	02/01/2018	1
31400P BE 4	FN 693137		06/01/2015	MBS PAYMENT		6,978	6,978	7,103	6,989		(11)		(11)		6,978			0	146	03/01/2018	1
31401B P5 8	FN 703444		06/01/2015	MBS PAYMENT		2,325	2,325	2,378	2,329		(5)		(5)		2,325			0	50	05/01/2018	1
31401L E6 6	FN 711257		06/01/2015	MBS PAYMENT		3,955	3,955	3,977	3,955				0		3,955			0	83	07/01/2018	1
31401M CE 9	FN 712069		06/01/2015	MBS PAYMENT		13,171	13,171	13,163	13,170		1		1		13,171			0	275	07/01/2018	1

Statement for June 30, 2015 of the **Century Surety 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 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
31402J 2C 0	FN 730771		06/01/2015	MBS PAYMENT		7,845	7,845	7,967	7,856		(11)		(11)		7,845			0	164	08/01/2018	1
31402Q 4B 4	FN 735318		06/01/2015	MBS PAYMENT		10,528	10,528	10,416	10,516		12		12		10,528			0	196	11/01/2019	1
31402R LY 3	FN 735743		06/01/2015	MBS PAYMENT		18,523	18,523	18,323	18,499		24		24		18,523			0	346	08/01/2020	1
31404D ED 6	FN 765232		06/01/2015	MBS PAYMENT		5,851	5,851	5,895	5,855		(4)		(4)		5,851			0	111	02/01/2019	1
31404S TP 0	FN 777358		06/01/2015	MBS PAYMENT		6,383	6,383	6,327	6,377		6		6		6,383			0	116	05/01/2019	1
31405S HL 1	FN 797735		06/01/2015	MBS PAYMENT		27,887	27,887	28,330	27,925		(39)		(39)		27,887			0	516	02/01/2020	1
31417C MW 2	FN AB5772		06/01/2015	MBS PAYMENT		127,457	127,457	133,940	128,073		(615)		(615)		127,457			0	1,543	08/01/2027	1
31417E CK 5	FN AB7273		06/01/2015	MBS PAYMENT		72,974	72,974	76,179	73,104		(129)		(129)		72,974			0	930	12/01/2042	1
31417E VQ 1	FN AB7822		06/01/2015	MBS PAYMENT		132,160	132,160	136,930	132,437		(277)		(277)		132,160			0	1,442	02/01/2028	1
31417F NN 4	FN AB8496		06/01/2015	MBS PAYMENT		65,895	65,895	68,296					0		65,895			0	137	02/01/2028	1
31418A PX 0	FN MA1337		06/01/2015	MBS PAYMENT		104,869	104,869	108,687	105,111		(242)		(242)		104,869			0	1,090	02/01/2028	1
31419A K2 2	FN AE0312		06/01/2015	MBS PAYMENT		44,069	44,069	45,380	44,161		(93)		(93)		44,069			0	739	09/01/2040	1
31419G XX 7	FN AE6093		06/01/2015	MBS PAYMENT		24,174	24,174	25,077	24,254		(81)		(81)		24,174			0	368	10/01/2025	1
575832 NW 6	MASSACHUSETTS ST CLG BLDG AUTH		05/01/2015	CALLED BY ISSUER at 100.000		500,000	500,000	514,630	500,782		(782)		(782)		500,000			0	12,500	05/01/2023	1FE
575832 NX 4	MASSACHUSETTS ST CLG BLDG AUTH		05/01/2015	CALLED BY ISSUER at 100.000		1,200,000	1,200,000	1,228,416	1,201,524		(1,524)		(1,524)		1,200,000			0	30,000	05/01/2024	1FE
61212U AL 3	MONTANA ST DEPT OF TRANSPRTN R		06/01/2015	CALLED BY ISSUER at 100.000		1,750,000	1,750,000	1,930,880	1,761,818		(11,818)		(11,818)		1,750,000			0	45,938	06/01/2016	1FE
882756 UX 5	TEXAS ST PUBLIC FIN AUTH		06/12/2015	CALLED BY ISSUER at 100.000		700,000	700,000	756,378	700,000				0		700,000			0	30,236	02/01/2016	1FE
91417K TZ 4	UNIV OF COLORADO CO ENTERPRISE		06/01/2015	CALLED BY ISSUER at 100.000		990,000	990,000	1,013,223	993,117		(3,117)		(3,117)		990,000			0	24,750	06/01/2022	1FE
91417K UE 9	UNIV OF COLORADO CO ENTERPRISE		06/01/2015	CALLED BY ISSUER at 100.000		10,000	10,000	10,235	10,031		(31)		(31)		10,000			0	250	06/01/2022	1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						6,080,705	6,080,705	6,409,090	6,010,785	0	(18,745)	0	(18,745)	0	6,080,705	0	0	0	156,855	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00253C HW 0	AMT 2002-2 A2		06/01/2015	MBS PAYMENT		255	255	255	255				0		255			0	5	03/25/2033	1FM
00441R AJ 6	ACERV 2001-RV1 E		06/20/2015	MBS PAYMENT		13,081	13,081	10,070	10,070				0		10,070		3,011	3,011	441	09/20/2021	5Z
31846L BT 2	FAMLT 1998-1F NOTE		06/01/2015	MBS PAYMENT		1,039	1,039	1,074	1,040		(1)		(1)		1,039			0	25	06/20/2029	1FM
32054Y AC 7	FIB 2000-1 A		06/17/2015	MBS PAYMENT		721	721	149					0				721	721		07/15/2026	6FE
456606 DD 1	INHEL 2001-C M2		06/29/2015	VARIOUS		250	250	224	250				0		250			0		12/25/2032	1FM
466157 AC 8	WENT5 2001-AA A2		06/15/2015	MBS PAYMENT		8,790	8,790	8,835	8,790				0		8,790			0	225	08/15/2026	1FE
68389F EY 6	OOMLT 2004-1 M7		06/30/2015	VARIOUS		857	857	756	172	685			685		857			0		01/25/2034	5FM
68619A AG 2	ORGN 2001-A M1		06/29/2015	VARIOUS		3,475	3,475	1,698	3,475				0		3,475			0		03/15/2032	6FE
74456Q AW 6	PUB SVC ELEC & GAS		05/01/2015	MATURITY		550,000	550,000	549,021	549,930		70		70		550,000			0	7,425	05/01/2015	1FE
74913G AK 1	QWEST CORP		06/15/2015	MATURITY		100,000	100,000	102,000	100,150		(150)		(150)		100,000			0	3,813	06/15/2015	2FE
86358R EA 1	SASC 2001-SB1 B1		06/01/2015	MBS PAYMENT		2,575	2,575	2,068	2,555		20		20		2,575			0	38	08/25/2031	1FM
883556 AS 1	THERMO FISHER SCIENTIFIC		05/01/2015	MATURITY		225,000	225,000	224,071	224,934		66		66		225,000			0	3,600	05/01/2015	2FE
88576P AB 9	HENDR 2003-AA NOTE		06/15/2015	MBS PAYMENT		6,633	6,632	6,631	6,620		12		12		6,633			0	136	11/15/2033	1FE
3899999. Total Bonds - Industrial and Miscellaneous						912,676	912,675	906,852	908,241	685	17	0	702	0	908,944	0	3,732	3,732	15,708	XXX	XXX
8399997. Total Bonds - Part 4						8,647,499	8,647,498	9,075,261	8,578,403	685	(23,987)	0	(23,302)	0	8,643,767	0	3,732	3,732	212,740	XXX	XXX

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
8399999. Total Bonds						8,647,499	8,647,498	9,075,261	8,578,403	685	(23,987)	0	(23,302)	0	8,643,767	0	3,732	3,732	212,740	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
00206R 10 2	AT&T INC.		06/01/2015	BARCLAYS AMERICAN	3,570.000	122,592	XXX	126,235	119,916	6,319			6,319		126,235		(3,644)	(3,644)	3,356	XXX	L
00287Y 10 9	ABBVIE INC.		06/01/2015	BARCLAYS AMERICAN	4,226.000	282,799	XXX	159,827	276,549	(116,722)			(116,722)		159,827		122,971	122,971	4,226	XXX	L
032654 10 5	ANALOG DEVICES INC.		06/01/2015	BARCLAYS AMERICAN	5,055.000	347,474	XXX	244,431	280,654	(36,222)			(36,222)		244,431		103,043	103,043	4,044	XXX	L
039483 10 2	ARCHER-DANIELS-MIDLAND CO.		06/01/2015	BARCLAYS AMERICAN	5,731.000	303,852	XXX	273,911					0		273,911		29,941	29,941	1,605	XXX	L
053015 10 3	AUTOMATIC DATA PROCESSING		06/01/2015	BARCLAYS AMERICAN	401.000	34,201	XXX	21,543	33,431	(11,888)			(11,888)		21,543		12,657	12,657	393	XXX	L
071813 10 9	BAXTER INTERNATIONAL INC.		06/01/2015	BARCLAYS AMERICAN	22,041.000	1,460,813	XXX	1,530,664	1,535,939	(81,122)			(81,122)		1,530,664		(69,851)	(69,851)	22,359	XXX	L
12572Q 10 5	CME GROUP INC.		06/01/2015	BARCLAYS AMERICAN	930.000	87,530	XXX	54,879	82,445	(27,565)			(27,565)		54,879		32,651	32,651	2,325	XXX	L
166764 10 0	CHEVRON CORP.		06/01/2015	BARCLAYS AMERICAN	850.000	87,225	XXX	98,447	95,353	3,094			3,094		98,447		(11,222)	(11,222)	1,819	XXX	L
17275R 10 2	CISCO SYSTEMS INC.		06/01/2015	BARCLAYS AMERICAN	2,150.000	62,714	XXX	59,665	59,802	(137)			(137)		59,665		3,049	3,049	860	XXX	L
189054 10 9	CLOROX COMPANY		06/01/2015	BARCLAYS AMERICAN	842.000	90,850	XXX	72,889	87,745	(14,856)			(14,856)		72,889		17,961	17,961	1,246	XXX	L
191216 10 0	COCA-COLA CO/THE		06/01/2015	BARCLAYS AMERICAN	1,248.000	51,080	XXX	47,611	52,691	(5,079)			(5,079)		47,611		3,468	3,468	412	XXX	L
194162 10 3	COLGATE-PALMOLIVE CO.		06/01/2015	BARCLAYS AMERICAN	21,693.000	1,448,474	XXX	1,226,115	1,500,939	(274,823)			(274,823)		1,226,115		222,358	222,358	16,053	XXX	L
231021 10 6	CUMMINS INC.		06/01/2015	BARCLAYS AMERICAN	296.000	40,021	XXX	42,439					0		42,439		(2,418)	(2,418)	231	XXX	L
291011 10 4	EMERSON ELECTRIC CO.		06/01/2015	BARCLAYS AMERICAN	2,884.000	173,700	XXX	164,157	178,029	(13,872)			(13,872)		164,157		9,543	9,543	2,711	XXX	L
30231G 10 2	EXXON MOBIL CORP.		06/01/2015	BARCLAYS AMERICAN	879.000	74,819	XXX	78,890	81,264	(2,373)			(2,373)		78,890		(4,071)	(4,071)	1,248	XXX	L
370334 10 4	GENERAL MILLS INC.		06/01/2015	BARCLAYS AMERICAN	3,566.000	200,691	XXX	150,271	190,175	(39,904)			(39,904)		150,271		50,420	50,420	3,031	XXX	L
458140 10 0	INTEL CORP.		06/01/2015	BARCLAYS AMERICAN	3,883.000	131,612	XXX	82,281	140,914	(58,633)			(58,633)		82,281		49,331	49,331	1,864	XXX	L
459200 10 1	INTL BUSINESS MACHINES CORP.		06/01/2015	BARCLAYS AMERICAN	1,285.000	218,664	XXX	228,075	206,165	21,909			21,909		228,075		(9,410)	(9,410)	3,084	XXX	L
478160 10 4	JOHNSON & JOHNSON		06/01/2015	BARCLAYS AMERICAN	752.000	75,221	XXX	56,152	78,637	(22,485)			(22,485)		56,152		19,069	19,069	1,090	XXX	L
494368 10 3	KIMBERLY-CLARK CORP.		06/01/2015	BARCLAYS AMERICAN	941.000	102,699	XXX	104,467	108,723	(4,256)			(4,256)		104,467		(1,768)	(1,768)	1,624	XXX	L
50076Q 10 6	KRAFT FOODS GROUP INC.		06/01/2015	BARCLAYS AMERICAN	7,265.000	612,138	XXX	399,212	455,225	(56,013)			(56,013)		399,212		212,926	212,926	7,992	XXX	L
532457 10 8	ELI LILLY & CO.		06/01/2015	BARCLAYS AMERICAN	3,827.000	302,289	XXX	207,079	264,025	(56,946)			(56,946)		207,079		95,210	95,210	3,827	XXX	L
539830 10 9	LOCKHEED MARTIN CORP.		06/01/2015	BARCLAYS AMERICAN	80.000	15,285	XXX	6,962	15,406	(8,444)			(8,444)		6,962		8,323	8,323	240	XXX	L
580135 10 1	MCDONALDS CORP.		06/01/2015	BARCLAYS AMERICAN	682.000	65,614	XXX	64,735	63,903	832			832		64,735		879	879	1,159	XXX	L
58933Y 10 5	MERCK & CO. INC.		06/01/2015	BARCLAYS AMERICAN	3,185.000	193,453	XXX	131,986	180,876	(48,890)			(48,890)		131,986		61,467	61,467	2,867	XXX	L
594918 10 4	MICROSOFT CORP.		06/01/2015	BARCLAYS AMERICAN	4,589.000	216,689	XXX	126,243	213,159	(86,916)			(86,916)		126,243		90,445	90,445	2,845	XXX	L
674599 10 5	OCCIDENTAL PETROLEUM CORP.		06/01/2015	BARCLAYS AMERICAN	1,812.000	142,928	XXX	153,750	146,065	7,684			7,684		153,750		(10,822)	(10,822)	2,609	XXX	L
713448 10 8	PEPSICO INC.		06/01/2015	BARCLAYS AMERICAN	767.000	73,600	XXX	56,114	72,528	(16,414)			(16,414)		56,114		17,486	17,486	1,010	XXX	L
717081 10 3	PFIZER INC.		06/01/2015	BARCLAYS AMERICAN	3,559.000	122,961	XXX	113,319	110,863	2,456			2,456		113,319		9,643	9,643	1,993	XXX	L
718172 10 9	PHILIP MORRIS INTERNATIONAL		06/01/2015	BARCLAYS AMERICAN	1,519.000	126,348	XXX	134,228	123,723	10,506			10,506		134,228		(7,880)	(7,880)	3,038	XXX	L
742718 10 9	PROCTER & GAMBLE CO/THE		06/01/2015	BARCLAYS AMERICAN	1.000	79	XXX	76	91	(15)			(15)		76		3	3	1	XXX	L
755111 50 7	RAYTHEON COMPANY		06/01/2015	BARCLAYS AMERICAN	222.000	22,977	XXX	11,882	24,014	(12,132)			(12,132)		11,882		11,096	11,096	283	XXX	L
773903 10 9	ROCKWELL AUTOMATION INC.		06/01/2015	BARCLAYS AMERICAN	1,655.000	204,918	XXX	190,862	184,036	6,825			6,825		190,862		14,058	14,058	2,152	XXX	L
871829 10 7	SYSCO CORP.		06/01/2015	BARCLAYS AMERICAN	1,433.000	53,335	XXX	48,161	56,876	(8,716)			(8,716)		48,161		5,176	5,176	860	XXX	L

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
87612E 10 6	TARGET CORP		06/01/2015	BARCLAYS AMERICAN	2,023.000	160,826	XXX	126,255	153,566	(27,311)			(27,311)		126,255		34,570	34,570	2,104	XXX	L
882508 10 4	TEXAS INSTRUMENTS INC		06/01/2015	BARCLAYS AMERICAN	331.000	18,436	XXX	11,429	17,697	(6,268)			(6,268)		11,429		7,007	7,007	225	XXX	L
88579Y 10 1	3M CO		06/01/2015	BARCLAYS AMERICAN	145.000	23,050	XXX	19,170	23,826	(4,657)			(4,657)		19,170		3,881	3,881	297	XXX	L
911312 10 6	UNITED PARCEL SERVICE-CL B		06/01/2015	BARCLAYS AMERICAN	810.000	80,569	XXX	65,456	90,048	(24,592)			(24,592)		65,456		15,113	15,113	1,183	XXX	L
913017 10 9	UNITED TECHNOLOGIES CORP		06/01/2015	BARCLAYS AMERICAN	335.000	39,191	XXX	29,905	38,525	(8,620)			(8,620)		29,905		9,285	9,285	429	XXX	L
92343V 10 4	VERIZON COMMUNICATIONS INC		06/01/2015	BARCLAYS AMERICAN	2,463.000	121,202	XXX	109,776	115,219	(5,443)			(5,443)		109,776		11,426	11,426	2,709	XXX	L
9099999. Total Common Stocks - Industrial and Miscellaneous						7,992,919	XXX	6,829,549	7,459,042	(1,021,689)	0	0	(1,021,689)	0	6,829,549	0	1,163,370	1,163,370	111,404	XXX	XXX
9799997 Total Common Stocks - Part 4						7,992,919	XXX	6,829,549	7,459,042	(1,021,689)	0	0	(1,021,689)	0	6,829,549	0	1,163,370	1,163,370	111,404	XXX	XXX
9799999. Total Common Stocks						7,992,919	XXX	6,829,549	7,459,042	(1,021,689)	0	0	(1,021,689)	0	6,829,549	0	1,163,370	1,163,370	111,404	XXX	XXX
9899999. Total Preferred and Common Stocks						7,992,919	XXX	6,829,549	7,459,042	(1,021,689)	0	0	(1,021,689)	0	6,829,549	0	1,163,370	1,163,370	111,404	XXX	XXX
9999999. Total Bonds, Preferred and Common Stocks						16,640,418	XXX	15,904,810	16,037,445	(1,021,004)	(23,987)	0	(1,044,991)	0	15,473,316	0	1,167,102	1,167,102	324,144	XXX	XXX

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

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt D-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
JPMorgan Chase Bank Columbus, OH					4,509,959	1,166,851	3,158,513	XXX
Cash in Transit					41,577			XXX
0199999. Total Open Depositories	XXX	XXX	0	0	4,551,536	1,166,851	3,158,513	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	4,551,536	1,166,851	3,158,513	XXX
0599999. Total Cash	XXX	XXX	0	0	4,551,536	1,166,851	3,158,513	XXX

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