



QUARTERLY STATEMENT

AS OF JUNE 30, 2014
OF THE CONDITION AND AFFAIRS OF THE

American Country Insurance Company

NAIC Group Code 04795 (Current Period) , 04795 (Prior Period) NAIC Company Code 38237 Employer's ID Number 36-4168532

Organized under the Laws of Illinois State of Domicile or Port of Entry Illinois

Country of Domicile United States

Incorporated/Organized 12/07/1978 Commenced Business 12/31/1979

Statutory Home Office 150 Northwest Point Blvd., 3rd Floor (Street and Number) , Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code)

Main Administrative Office 150 Northwest Point Blvd., 3rd Floor (Street and Number) Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code) 847-472-6700 (Area Code) (Telephone Number)

Mail Address 150 Northwest Point Blvd., 3rd Floor (Street and Number or P.O. Box) Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 150 Northwest Point Blvd., 3rd Floor (Street and Number) Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code) 847-700-8603 (Area Code) (Telephone Number)

Internet Web Site Address www.atlas-fin.com

Statutory Statement Contact Paul Anthony Romano (Name) 847-700-8603 (Area Code) (Telephone Number) (Extension)
promano@atlas-fin.com (E-Mail Address) 847-264-2716 (Fax Number)

OFFICERS

Name	Title	Name	Title
<u>Scott David Wollney</u>	<u>President, CEO</u>	<u>Paul Anthony Romano</u>	<u>VP Finance, CFO, Treasurer</u>
<u>Leslie Patterson DiMaggio</u>	<u>Secretary, VP Operations & IT</u>		

OTHER OFFICERS

<u>Bruce Wayne Giles</u>	<u>VP Product Development & Underwriting</u>	<u>Joseph Raymond Shugrue</u>	<u>VP Claims</u>
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DIRECTORS OR TRUSTEES

<u>Leslie Patterson DiMaggio</u>	<u>Bruce Wayne Giles</u>	<u>Paul Anthony Romano</u>	<u>Joseph Raymond Shugrue</u>
<u>Scott David Wollney</u>			

State of Illinois
County of Cook ss

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

Scott David Wollney
President, CEO

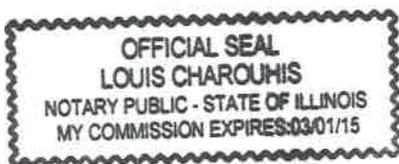
Paul Anthony Romano
VP Finance, CFO, Treasurer

Leslie Patterson DiMaggio
Secretary, VP Operations & IT

Subscribed and sworn to before me this 1st day of August, 2014
Louis Charouhis
Louis Charouhis, Senior Staff Accountant
March 1, 2015

a. Is this an original filing? Yes No

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



STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	31,409,964		31,409,964	32,361,690
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks				
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances).....				
4.2 Properties held for the production of income (less \$ encumbrances).....				
4.3 Properties held for sale (less \$ encumbrances).....				
5. Cash (\$663,955), cash equivalents (\$) and short-term investments (\$6,047,890).....	6,711,845		6,711,845	4,613,565
6. Contract loans (including \$ premium notes).....				
7. Derivatives				
8. Other invested assets	1,724,686		1,724,686	246,892
9. Receivables for securities				
10. Securities lending reinvested collateral assets.....				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	39,846,495		39,846,495	37,222,147
13. Title plants less \$ charged off (for Title insurers only).....				
14. Investment income due and accrued	157,335		157,335	171,426
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	5,896,025		5,896,025	2,598,524
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums).....	17,997,921		17,997,921	21,875,395
15.3 Accrued retrospective premiums.....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	4,546,424		4,546,424	3,702,611
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				138,648
18.2 Net deferred tax asset.....	2,904,771	569,669	2,335,102	1,664,621
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software.....				
21. Furniture and equipment, including health care delivery assets (\$)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				
24. Health care (\$) and other amounts receivable.....				
25. Aggregate write-ins for other-than-invested assets	501,263	52,085	449,178	450,949
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	71,850,233	621,754	71,228,480	67,824,321
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....				
28. Total (Lines 26 and 27)	71,850,233	621,754	71,228,480	67,824,321
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)				
2501. Deposits in pools and associations.....	449,178		449,178	449,178
2502. Prepaid expense.....	37,586	37,586		
2503. Security deposit.....	14,499	14,499		
2598. Summary of remaining write-ins for Line 25 from overflow page				1,771
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	501,263	52,085	449,178	450,949

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$5,695,001)	25,187,623	24,402,683
2. Reinsurance payable on paid losses and loss adjustment expenses	2,312,606	2,176,680
3. Loss adjustment expenses	1,193,298	2,345,367
4. Commissions payable, contingent commissions and other similar charges	2,234,456	1,966,632
5. Other expenses (excluding taxes, licenses and fees)	456,863	441,059
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	138,182	281,422
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	30,154	
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$24,526,136 and including warranty reserves of \$ and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	14,199,689	12,607,560
10. Advance premium		
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	6,577,410	7,566,914
13. Funds held by company under reinsurance treaties	12,294	12,294
14. Amounts withheld or retained by company for account of others	117,936	51,905
15. Remittances and items not allocated	95,792	88,519
16. Provision for reinsurance (including \$ certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	634,934	786,983
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	32,416	6,649
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	53,223,652	52,734,669
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	53,223,652	52,734,669
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	5,000,000	5,000,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	11,514,652	10,089,652
35. Unassigned funds (surplus)	1,490,176	
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$)		
36.2 shares preferred (value included in Line 31 \$)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	18,004,828	15,089,652
38. Totals (Page 2, Line 28, Col. 3)	71,228,480	67,824,321
DETAILS OF WRITE-INS		
2501. Payable to pools	26,053	
2502. Escheatables	6,363	6,649
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	32,416	6,649
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)		

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 27,206,754)	27,236,714	18,740,129	40,788,731
1.2 Assumed (written \$ 15,208,740)	13,607,568	9,870,416	21,427,432
1.3 Ceded (written \$ 27,245,352)	27,266,269	18,753,645	40,813,019
1.4 Net (written \$ 15,170,142)	13,578,013	9,856,901	21,403,144
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 6,968,114):			
2.1 Direct	13,395,426	8,039,726	25,091,178
2.2 Assumed	6,917,123	4,675,310	10,317,077
2.3 Ceded	13,440,351	8,051,715	25,151,262
2.4 Net	6,872,198	4,663,321	10,256,993
3. Loss adjustment expenses incurred	1,629,988	1,702,195	3,426,649
4. Other underwriting expenses incurred	4,030,564	3,044,237	6,995,750
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	12,532,750	9,409,753	20,679,392
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	1,045,263	447,148	723,752
INVESTMENT INCOME			
9. Net investment income earned	244,986	262,254	499,859
10. Net realized capital gains (losses) less capital gains tax of \$ 36,182	(39,533)	574,506	676,072
11. Net investment gain (loss) (Lines 9 + 10)	205,453	836,761	1,175,931
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 3,877 amount charged off \$ 88,122)	(84,245)	(29,131)	(213,587)
13. Finance and service charges not included in premiums	59,221	52,643	115,876
14. Aggregate write-ins for miscellaneous income	56,352	81,358	91,674
15. Total other income (Lines 12 through 14)	31,329	104,870	(6,037)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	1,282,044	1,388,778	1,893,646
17. Dividends to policyholders		1,229	228
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	1,282,044	1,387,550	1,893,419
19. Federal and foreign income taxes incurred	432,618		298,649
20. Net income (Line 18 minus Line 19)(to Line 22)	849,426	1,387,550	1,594,770
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	15,089,652	13,570,854	13,570,854
22. Net income (from Line 20)	849,426	1,387,550	1,594,770
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (7,550)	(14,656)	(1,621)	(3,673)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	129,915	(468,253)	(807,313)
27. Change in nonadmitted assets	525,491	512,712	735,015
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	1,425,000		
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	2,915,176	1,430,387	1,518,799
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	18,004,828	15,001,242	15,089,652
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)			
1401. Retroactive reinsurance income	53,598	79,664	92,774
1402. Gain/loss on sale of fixed assets	2,880		(3,322)
1403. Other miscellaneous income	356	2,270	3,789
1498. Summary of remaining write-ins for Line 14 from overflow page	(482)	(576)	(1,567)
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	56,352	81,358	91,674
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. TOTALS (Lines 3701 through 3703 plus 3798) (Line 37 above)			

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	14,760,612	14,404,208	21,361,965
2. Net investment income	420,644	392,788	893,072
3. Miscellaneous income	31,329	104,870	(6,037)
4. Total (Lines 1 to 3)	15,212,584	14,901,866	22,249,000
5. Benefit and loss related payments	6,837,969	(1,396,182)	2,859,034
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions	6,886,758	3,122,547	8,662,374
8. Dividends paid to policyholders		1,229	228
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	300,000		520,000
10. Total (Lines 5 through 9)	14,024,727	1,727,594	12,041,635
11. Net cash from operations (Line 4 minus Line 10)	1,187,858	13,174,272	10,207,365
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	2,928,019	32,044,005	38,469,603
12.2 Stocks			
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			26
12.7 Miscellaneous proceeds		219	2
12.8 Total investment proceeds (Lines 12.1 to 12.7)	2,928,019	32,044,224	38,469,631
13. Cost of investments acquired (long-term only):			
13.1 Bonds	2,141,208	47,723,878	49,820,375
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	1,500,000		
13.6 Miscellaneous applications			1
13.7 Total investments acquired (Lines 13.1 to 13.6)	3,641,208	47,723,878	49,820,376
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)	(713,189)	(15,679,654)	(11,350,745)
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.....	1,425,000		
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied).....	198,610	(360,066)	(121,386)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	1,623,611	(360,066)	(121,386)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	2,098,279	(2,865,449)	(1,264,766)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	4,613,565	5,878,331	5,878,331
19.2 End of period (Line 18 plus Line 19.1)	6,711,844	3,012,882	4,613,565

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

A. Accounting Practices

The accompanying financial statements of American Country Insurance Company (the Company) have been prepared in conformity with accounting practices prescribed or permitted by the Illinois Department of Insurance.

Prescribed statutory accounting practices (SAP) include the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual*, as well as state laws, regulations, and general administrative rules. Permitted statutory accounting practices encompass all accounting practices not so prescribed when such practices are approved by the insurance department of the insurer's state of domicile. The Company did not use any permitted or prescribed practices during 2014 or 2013.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Illinois is shown below:

<u>NET INCOME</u>	<u>State of Domicile</u>	<u>2014</u>	<u>2013</u>
(1) Illinois Company state basis (page 4, line 20, columns 1 & 3)	IL	\$ 849,426	\$ 1,594,770
(2) State prescribed practices that increase/(decrease) NAIC SAP:	IL	\$ 0	\$ 0
(3) NAIC SAP (1-2=3)	IL	\$ 849,426	\$ 1,594,770
 <u>SURPLUS</u>			
(4) Illinois Company state basis (page 3, line 37, columns 1 & 2)	IL	\$ 18,004,828	\$ 15,089,652
(5) State prescribed practices that increase/(decrease) NAIC SAP:	IL	\$ 0	\$ 0
(6) NAIC SAP (4-5=6)	IL	\$ 18,004,828	\$ 15,089,652

2. Accounting Changes and Corrections of Errors:

No significant changes.

3. Business Combinations and Goodwill:

No significant changes.

4. Discontinued Operations:

No significant changes.

5. Investments:

D. Loan-Backed Securities

- 1) Prepayment assumptions were obtained from Bloomberg market data and the Company's investment manager's internal estimates.
- 2) The Company does not have any loan-backed securities with a recognized other-than-temporary impairment.
- 3) The Company does not have any loan-backed securities with a recognized other-than-temporary impairment.
- 4) All impaired securities for which an other-than-temporary impairment has not been recognized in earnings as a realized loss are as follows:

(a) The aggregate amount of unrealized losses:

1. Less than 12 Months	\$ <u>292,921</u>
2. 12 Months or Longer	\$ <u>0</u>

(b) The aggregate related fair value of securities with unrealized losses:

1. Less than 12 Months	\$ <u>11,765,824</u>
2. 12 Months or Longer	\$ <u>0</u>

- 5) Bonds in an unrealized loss position are regularly reviewed for other-than-temporary declines in value. Factors considered in determining whether a decline is other-than-temporary include the length of time a bond has been in an unrealized loss position and the reasons for the decline in value. Assessments include judgments about an obligor's or guarantor's current and projected financial position, projected ability to service and repay its debt obligations, the existence of, and realizable value for, any collateral backing the obligations, and the macro-economic and micro-economic outlooks for specific industries and issuers. Estimating the future cash flows of loan-backed securities also involves assumptions regarding the underlying collateral such as prepayment rates, default and recovery rates, existence of subordinated classes capable of absorbing losses, and third-party servicing abilities.

E. Repurchase Agreements

The Company does not have any repurchase agreements.

I. Working Capital Finance Investments

The Company does not have any working capital finance investments.

NOTES TO FINANCIAL STATEMENTS

No significant changes for the remainder of the note.

6. Joint Ventures, Partnerships, and Limited Liability Companies:

No significant changes.

7. Investment Income:

No significant changes.

8. Derivative Investments:

No significant changes.

9. Income Taxes:

No significant changes.

10. Information Concerning Parent, Subsidiaries and Affiliates:

A., B., & C. On June 30, 2014, the Company received a working capital contribution of \$1,425,000 from its parent, American Insurance Acquisition, Inc.

No significant changes for the remainder of the note.

11. Debt:

During the period covered by this statement, the Company had no outstanding debt.

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-retirement Benefit Plans:

A. Defined Benefit Plan

The Company does not participate in a defined benefit plan.

No significant changes to the remainder of the note.

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations:

No significant changes.

14. Contingencies:

No significant changes.

15. Leases:

No significant changes.

16. Information About Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk:

No significant changes.

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

The Company had no transfers of receivables reported as sales, no transfers and servicing of financial assets and no wash sales.

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

No significant changes.

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

No significant changes.

20. Fair Value Measurements:

A. The Company does not have any assets or liabilities that are measured at fair value at June 30, 2014.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Long Term Bonds	\$31,073,799	\$31,409,962	\$2,560,109	\$28,513,690	\$0	\$0
Short Term Bonds	\$6,047,890	\$6,047,890	\$6,047,890	\$0	\$0	\$0

D. The Company does not have any assets that are not practicable to estimate fair value as of March 31, 2014.

21. Other Items:

I. Risk Sharing Provisions of the Affordable Care Act

NOTES TO FINANCIAL STATEMENTS

The Company does not transact any accident and health business.

No significant changes for the remainder of the note.

22. Events Subsequent:

There are no material subsequent events.

23. Reinsurance:

No significant changes.

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination:

No significant changes.

25. Change in Incurred Losses and Loss Adjustment Expenses:

Reserves as of December 31, 2013 were \$26.7 million. As of June 30, 2014, \$6.9 million has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$19.7 million as a result of re-estimation of unpaid claims and claim adjustment expenses principally on private passenger and commercial auto lines of insurance. Therefore, there has been favorable prior-year development of \$114,000 from December 31, 2013 to June 30, 2014. Any change is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

26. Intercompany Pooling Arrangements:

No significant changes.

27. Structured Settlements:

No significant changes.

28. Health Care Receivables:

No significant changes.

29. Participating Policies:

No significant changes.

30. Premium Deficiency Reserves:

No significant changes.

31. High Deductibles:

No significant changes.

32. Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses:

No significant changes.

33. Asbestos/Environmental Reserves:

No significant changes.

34. Subscriber Savings Accounts:

No significant changes.

35. Multiple Peril Crop Insurance:

No significant changes.

36. Financial Guaranty Insurance:

The Company does not transact any financial guaranty business.

GENERAL INTERROGATORIES

**PART 1 - COMMON INTERROGATORIES
GENERAL**

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes No
- 1.2 If yes, has the report been filed with the domiciliary state? Yes No
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes No
- 2.2 If yes, date of change:
- 3.1 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 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
- 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
- 4.2 If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

- 5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes No NA
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made.12/31/2010
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.12/31/2010
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).06/29/2012
- 6.4 By what department or departments?
Illinois Department of Insurance.....
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes No NA
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes No NA
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes No
- 7.2 If yes, give full information:
.....
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?..... Yes No
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms?..... Yes No
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

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

GENERAL INTERROGATORIES

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

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

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

FINANCIAL

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

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

INVESTMENT

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

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: \$

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

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

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	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$	\$
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$	\$

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

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

If no, attach a description with this statement.

GENERAL INTERROGATORIES

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

17. Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*? Yes [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
Bank of America.....	540 W. Madison Street, Suite 2000, Chicago, IL 60661.....

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
109875.....	Asset Allocation & Management Company, LLC.....	30 West Monroe Street, 3rd Floor, Chicago, IL 60603.....

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

18.2 If no, list exceptions:
.....

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurance Treaties - 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
<p>NONE</p>						

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

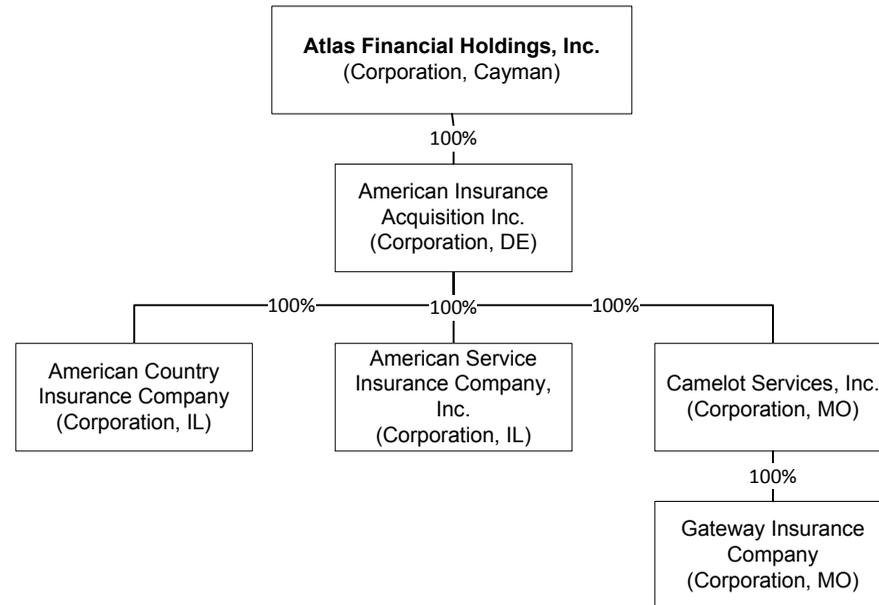
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid		
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date	
1. Alabama	AL	N						
2. Alaska	AK	N						
3. Arizona	AZ	N						
4. Arkansas	AR	N						
5. California	CA	N						
6. Colorado	CO	N						
7. Connecticut	CT	L				40,000	38,600	
8. Delaware	DE	N						
9. Dist. Columbia	DC	L						
10. Florida	FL	N						
11. Georgia	GA	N						
12. Hawaii	HI	N						
13. Idaho	ID	E						
14. Illinois	IL	L	5,078,531	1,784,086	1,413,744	1,446,036	7,650,025	7,158,453
15. Indiana	IN	L	411,428	339,751	508,107	63,854	186,308	389,149
16. Iowa	IA	L	62,444	58,992	59,017	74,354	78,899	94,682
17. Kansas	KS	E						
18. Kentucky	KY	L	456,997	338,435	149,844	77,747	470,951	778,343
19. Louisiana	LA	N						
20. Maine	ME	N						
21. Maryland	MD	N						
22. Massachusetts	MA	L						
23. Michigan	MI	L	5,937,779	4,107,938	1,714,326	1,402,865	10,167,804	5,680,665
24. Minnesota	MN	L	3,728,967	2,087,027	1,343,444	715,280	2,570,454	2,420,365
25. Mississippi	MS	L						
26. Missouri	MO	N						
27. Montana	MT	N						
28. Nebraska	NE	N						
29. Nevada	NV	L	604,845	523,082	208,315	121,974	564,816	389,135
30. New Hampshire	NH	N						
31. New Jersey	NJ	N						
32. New Mexico	NM	N						
33. New York	NY	L	8,633,997	4,367,546	2,014,784	2,799,733	19,850,142	12,087,875
34. No. Carolina	NC	N						
35. No. Dakota	ND	E						
36. Ohio	OH	L				4,698	108,563	35,845
37. Oklahoma	OK	L	538,340	659,796	170,984	159,632	606,037	437,538
38. Oregon	OR	E						
39. Pennsylvania	PA	L	556,818	339,149	189,063	53,473	981,725	855,235
40. Rhode Island	RI	N						
41. So. Carolina	SC	N						
42. So. Dakota	SD	L						
43. Tennessee	TN	E						
44. Texas	TX	L	508,720	1,355,328	880,330	237,585	1,867,180	732,029
45. Utah	UT	L						
46. Vermont	VT	N						
47. Virginia	VA	N						
48. Washington	WA	N						
49. West Virginia	WV	E						
50. Wisconsin	WI	L	687,888	493,266	518,652	67,922	1,340,333	1,450,522
51. Wyoming	WY	N						
52. American Samoa	AS	N						
53. Guam	GU	N						
54. Puerto Rico	PR	N						
55. U.S. Virgin Islands	VI	N						
56. Northern Mariana Islands	MP	N						
57. Canada	CAN	N						
58. Aggregate Other Alien	OT	XXX						
59. Totals	(a) 19		27,206,754	16,454,396	9,170,611	7,225,151	46,483,237	32,548,437
DETAILS OF WRITE-INS								
58001.	XXX							
58002.	XXX							
58003.	XXX							
58998. Summary of remaining write-ins for Line 58 from overflow page.	XXX							
58999. TOTALS (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX							

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

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

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

As At:
 June 30, 2014



Atlas Ownership Percentages

Magnolia Capital Partners LLC (Control Waived)	10.6%
Public Shareholders Holding Less Than 10% Each	89.4%
Total	100%

PART 1 - LOSS EXPERIENCE

Line of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire				
2. Allied lines				
3. Farmowners multiple peril				
4. Homeowners multiple peril				
5. Commercial multiple peril				
6. Mortgage guaranty				
8. Ocean marine				
9. Inland marine				
10. Financial guaranty				
11.1 Medical professional liability -occurrence				
11.2 Medical professional liability -claims made				
12. Earthquake				
13. Group accident and health				
14. Credit accident and health				
15. Other accident and health				
16. Workers' compensation	473,107	209,498	44.3	
17.1 Other liability occurrence	287,834	149,741	52.0	52.4
17.2 Other liability-claims made				
17.3 Excess Workers' Compensation				
18.1 Products liability-occurrence				
18.2 Products liability-claims made				
19.1,19.2 Private passenger auto liability				
19.3,19.4 Commercial auto liability	25,484,243	12,505,514	49.1	40.9
21. Auto physical damage	991,530	530,673	53.5	37.5
22. Aircraft (all perils)				
23. Fidelity				
24. Surety				
26. Burglary and theft				
27. Boiler and machinery				
28. Credit				
29. International				
30. Warranty				
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. TOTALS	27,236,714	13,395,426	49.2	42.9
DETAILS OF WRITE-INS				
3401.				
3402.				
3403.				
3498. Sum. of remaining write-ins for Line 34 from overflow page				
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business	1	2	3
	Current Quarter	Current Year to Date	Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine			
10. Financial guaranty			
11.1 Medical professional liability-occurrence			
11.2 Medical professional liability-claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation		38,142	991,507
17.1 Other liability occurrence		163,483	338,383
17.2 Other liability-claims made			243,417
17.3 Excess Workers' Compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1,19.2 Private passenger auto liability			
19.3,19.4 Commercial auto liability		9,484,479	24,349,559
21. Auto physical damage		820,480	1,527,305
22. Aircraft (all perils)			728,859
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. TOTALS		10,506,584	27,206,754
			16,454,396
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2014 Loss and LAE Payments on Claims Reported as of Prior Year-End	2014 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2014 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)
1. 2011 + Prior	9,419	1,436	10,855	2,512	279	2,791	6,660	740	567	7,967	(247)	150	(97)
2. 2012	6,043	32	6,075	1,476	164	1,640	4,943	549	(1,086)	4,406	376	(405)	(29)
3. Subtotals 2012 + prior	15,462	1,468	16,930	3,988	443	4,431	11,603	1,289	(519)	12,373	129	(255)	(126)
4. 2013	5,927	3,892	9,819	2,261	251	2,512	6,840	760	(281)	7,319	3,174	(3,162)	12
5. Subtotals 2013 + prior	21,389	5,360	26,749	6,249	694	6,943	18,443	2,049	(800)	19,692	3,303	(3,417)	(114)
6. 2014	XXX	XXX	XXX	XXX	1,925	1,925	XXX	3,061	3,628	6,689	XXX	XXX	XXX
7. Totals	21,389	5,360	26,749	6,249	2,619	8,868	18,443	5,110	2,828	26,381	3,303	(3,417)	(114)
8. Prior Year-End Surplus As Regards Policy-holders	15,090												
											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. 15.4	2. (63.8)	3. (0.4)
													Col. 13, Line 7 Line 8
													4. (0.8)

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

	<u>Response</u>
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 Insurance Coverage Supplement be filed with the state of domicile and the NAIC with this statement?NO.....

Explanation:

- 1.
- 2.
- 3.
- 4.

Bar Code:

1.	 3 8 2 3 7 2 0 1 4 4 9 0 0 0 0 0 2
2.	 3 8 2 3 7 2 0 1 4 4 5 5 0 0 0 0 2
3.	 3 8 2 3 7 2 0 1 4 3 6 5 0 0 0 0 2
4.	 3 8 2 3 7 2 0 1 4 5 0 5 0 0 0 0 2

OVERFLOW PAGE FOR WRITE-INS

PQ002 Additional Aggregate Lines for Page 02 Line 25.

*ASSETS

	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
2504. Receivable from pools.....				1,771
2597. Summary of remaining write-ins for Line 25 from Page 02				1,771

PQ004 Additional Aggregate Lines for Page 04 Line 14.

*STMTINCOME

	1	2	3
	Current Year to Date	Prior Year to Date	Prior Year Ended December 31
1404. Fines and penalties.....	(482)	(576)	(1,567)
1405.			
1497. Summary of remaining write-ins for Line 14 from Page 04	(482)	(576)	(1,567)

SCHEDULE A – VERIFICATION

Real Estate

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

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

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	246,892	252,456
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	1,500,000	
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	(22,206)	(5,564)
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)	1,724,686	246,892
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	1,724,686	246,892

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	32,361,688	20,658,348
2. Cost of bonds and stocks acquired	2,141,208	49,820,375
3. Accrual of discount	741	3,339
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	(3,351)	758,749
6. Deduct consideration for bonds and stocks disposed of	2,928,017	38,469,603
7. Deduct amortization of premium	162,308	409,520
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)	31,409,961	32,361,688
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	31,409,961	32,361,688

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by 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).....	28,177,861	6,463,842	2,870,056	(65,180)	28,177,861	31,706,467		28,217,419
2. NAIC 2 (a).....	6,116,770		353,589	(11,797)	6,116,770	5,751,384		6,128,728
3. NAIC 3 (a).....								
4. NAIC 4 (a).....								
5. NAIC 5 (a).....								
6. NAIC 6 (a).....								
7. Total Bonds	34,294,631	6,463,842	3,223,645	(76,977)	34,294,631	37,457,851		34,346,147
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock.....								
15. Total Bonds & Preferred Stock	34,294,631	6,463,842	3,223,645	(76,977)	34,294,631	37,457,851		34,346,147

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

S102

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	6,047,890	XXX	6,047,890	29	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	1,984,457	3,851,631
2. Cost of short-term investments acquired	8,413,731	8,589,957
3. Accrual of discount		
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals		26
6. Deduct consideration received on disposals	4,348,852	10,449,484
7. Deduct amortization of premium.....	1,446	7,673
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).....	6,047,890	1,984,457
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11)	6,047,890	1,984,457

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

Schedule E - Verification

NONE

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

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		5 Name of Vendor or General Partner	6 NAIC Designation	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
		3 City	4 State									
	Oil and Gas Production - Unaffiliated											
	Oil and Gas Production - Affiliated											
	Transportation Equipment - Unaffiliated											
	Transportation Equipment - Affiliated											
	Mineral Rights - Unaffiliated											
	Mineral Rights - Affiliated											
	Fixed or Variable Rate - Bonds - Unaffiliated											
	Fixed or Variable Rate - Bonds - Affiliated											
	Fixed or Variable Rate - Mortgage Loans - Unaffiliated											
	Fixed or Variable Rate - Mortgage Loans - Affiliated											
	Fixed or Variable Rate - Other - Unaffiliated											
	Fixed or Variable Rate - Other - Affiliated											
	Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Fixed Income Instruments Unaffiliated											
	Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Fixed Income Instruments - Affiliated											
	Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Common Stocks - Unaffiliated											
	Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Common Stocks - Affiliated											
	Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Real Estate - Unaffiliated											
	Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Real Estate - Affiliated											
	Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Mortgage Loans - Unaffiliated											
	Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Mortgage Loans - Affiliated											
	Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Unaffiliated											
.....000000-00-0.....	Itasca Golf Investors LLC	Itasca	IL	Itasca Golf Investors LLC		04/15/2014	1	1,500,000				42.860
2199999	Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Unaffiliated							1,500,000				XXX
	Joint, Partnership or Limited Liability Company Interests that have the Underlying Characteristics - Other - Affiliated											
	Surplus Debentures, etc. - Unaffiliated											
	Surplus Debentures, etc. - Affiliated											
	Collateral Loans - Unaffiliated											
	Collateral Loans - Affiliated											
	Non-collateral Loans - Unaffiliated											
	Non-collateral Loans - Affiliated											
	Capital Notes - Unaffiliated											
	Capital Notes - Affiliated											
	Guaranteed Federal Low Income Housing Tax Credit - Unaffiliated											
	Guaranteed Federal Low Income Housing Tax Credit - Affiliated											
	Non-Guaranteed Federal Low Income Housing Tax Credit - Unaffiliated											
	Non-Guaranteed Federal Low Income Housing Tax Credit - Affiliated											
	Guaranteed State Low Income Housing Tax Credit - Unaffiliated											
	Guaranteed State Low Income Housing Tax Credit - Affiliated											
	Non-Guaranteed State Low Income Housing Tax Credit - Unaffiliated											
	Non-Guaranteed State Low Income Housing Tax Credit - Affiliated											
	All Other Low Income Housing Tax Credit - Unaffiliated											
	All Other Low Income Housing Tax Credit - Affiliated											
	Working Capital Finance Investment - Unaffiliated											
	Any Other Class of Assets - Unaffiliated											
	Any Other Class of Assets - Affiliated											
4499999	Subtotals Unaffiliated							1,500,000				XXX
4599999	Subtotals Affiliated											XXX
4699999	Totals							1,500,000				XXX

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STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

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		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/ Adjusted Carrying Value Less Encumbrances Prior Year	Change in Book/Adjusted Carrying Value						15 Book/Adjusted 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
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
NONE																			
4499999 – Subtotals Unaffiliated																			
4599999 – Subtotals Affiliated																			
4699999 Totals																			

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
NONE									
9999999 Totals							XXX		XXX

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

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22		
										11	12	13	14	15									
CUSIP Identification	Description	For e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)		
Bonds - U.S. Governments																							
36200R-YP-1	GN 570518		06/01/2014	MBS PAYDOWN		1,908	1,908	2,173	1,921		(14)		(14)		1,908				53	01/15/2032	1		
36202D-KK-6	G2 2998		06/01/2014	MBS PAYDOWN		291	291	350	293		(2)		(2)		291				9	11/20/2030	1		
38378D-CE-3	GNR 2012-17 KG		06/01/2014	MBS PAYDOWN		35,876	35,876	37,039	35,950		(74)		(74)		35,876				380	07/20/2039	1		
0599999 - Bonds - U.S. Governments																							
						38,075	38,075	39,562	38,164		(90)		(90)		38,075				442	XXX	XXX		
Bonds - All Other Governments																							
Bonds - U.S. States, Territories and Possessions																							
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																							
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																							
31287N-F4-5	FG 062887		06/01/2014	MBS PAYDOWN		843	843	940	849		(6)		(6)		843				21	01/01/2032	1		
31286V-N9-7	FG E91316		06/01/2014	MBS PAYDOWN		2,119	2,119	2,247	2,146		(27)		(27)		2,119				45	09/01/2017	1		
3128M6-F9-4	FG 604392		06/01/2014	MBS PAYDOWN		4,355	4,355	4,725	4,401		(46)		(46)		4,355				105	06/01/2038	1		
312927-C0-7	FG A80979		06/01/2014	MBS PAYDOWN		7,881	7,881	8,640	8,028		(147)		(147)		7,881				180	08/01/2038	1		
31292H-FT-6	FG C01078		06/01/2014	MBS PAYDOWN		146	146	173	147		(1)		(1)		146				5	10/01/2030	1		
31296N-UH-8	FG A14184		06/01/2014	MBS PAYDOWN		6,857	6,857	7,516	6,884		(28)		(28)		6,857				156	10/01/2033	1		
31296T-O7-2	FG A18578		06/01/2014	MBS PAYDOWN		4,720	4,720	5,108	4,720		(50)		(50)		4,720				98	02/01/2034	1		
3136A7-FL-1	FNR 2012-70 HP		06/01/2014	MBS PAYDOWN		33,253	33,253	33,728	33,287		(34)		(34)		33,253				283	01/25/2041	1		
31388R-4M-6	FN 612928		06/01/2014	MBS PAYDOWN		2,189	2,189	2,320	2,254		(65)		(65)		2,189				55	12/01/2016	1		
31388R-GV-3	FN 612312		06/01/2014	MBS PAYDOWN		1,682	1,682	1,790	1,707		(29)		(29)		1,682				39	10/01/2016	1		
3138AX-X0-9	FN A16086		06/01/2014	MBS PAYDOWN		42,504	42,504	44,841	42,621		(117)		(117)		42,504				542	12/01/2026	1		
3138EO-SF-7	FN AJ7717		06/01/2014	MBS PAYDOWN		21,528	21,528	22,712	21,600		(71)		(71)		21,528				270	12/01/2026	1		
3138M4-ZR-6	FN AP1651		06/01/2014	MBS PAYDOWN		7,453	7,453	7,748	7,462		(9)		(9)		7,453				89	08/01/2042	1		
31401N-3L-1	FN 713703		06/01/2014	MBS PAYDOWN		1,637	1,637	1,785	1,648		(11)		(11)		1,637				32	08/01/2033	1		
31403C-6L-0	FN 745275		06/01/2014	MBS PAYDOWN		3,921	3,921	4,250	3,951		(30)		(30)		3,921				82	02/01/2036	1		
31405U-WT-2	FN 799558		06/01/2014	MBS PAYDOWN		1,502	1,502	1,598	1,512		(10)		(10)		1,502				14	11/01/2034	1		
31410K-JG-0	FN 889563		06/01/2014	MBS PAYDOWN		24,226	24,226	26,380	24,479		(253)		(253)		24,226				557	12/01/2037	1		
31411K-E4-1	FN 910155		06/01/2014	MBS PAYDOWN		4,504	4,504	5,017	4,562		(58)		(58)		4,504				99	03/01/2037	1		
31411W-VB-0	FN 916910		06/01/2014	MBS PAYDOWN		11,521	11,521	12,593	11,597		(77)		(77)		11,521				258	05/01/2037	1		
31417A-OE-2	FN AB4052		06/01/2014	MBS PAYDOWN		38,210	38,210	41,540	38,335		(125)		(125)		38,210				636	12/01/2041	1		
31417B-RN-9	FN AB4992		06/01/2014	MBS PAYDOWN		23,503	23,503	24,519	23,557		(54)		(54)		23,503				239	04/01/2027	1		
31418A-JV-1	FN MA1175		06/01/2014	MBS PAYDOWN		17,843	17,843	18,550	17,869		(26)		(26)		17,843				228	09/01/2042	1		
31419J-T0-1	FN AE7758		06/01/2014	MBS PAYDOWN		18,570	18,570	19,721	18,659		(88)		(88)		18,570				276	11/01/2025	1		
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																							
						280,967	280,967	298,441	282,325		(1,358)		(1,358)		280,967				4,309	XXX	XXX		
Bonds - Industrial and Miscellaneous (Unaffiliated)																							
0258MO-DL-0	AMERICAN EXPRESS CREDIT		04/10/2014	STIFEL NICOLAUS		180,702	180,000	180,000						180,000			702		702		94	03/18/2019	1FE
12489W-MY-7	CBASS 2005-CB5 AF4		06/01/2014	MBS PAYDOWN		16,957	16,957	16,669	16,898		58		58		16,957				295	08/25/2035	1FM		
20825C-AR-5	CONOCOPHILLIPS		04/10/2014	WELLS FARGO		176,142	150,000	183,520	179,370		(1,541)		(1,541)		177,829		(1,687)	(1,687)	5,990	02/01/2019	1FE		
637071-AL-5	NATIONAL OILWELL VARCO I		04/10/2014	WELLS FARGO		174,375	175,000	176,174	176,013		(70)		(70)		175,942		(1,567)	(1,567)	853	12/01/2017	1FE		
74251V-AG-7	PRINCIPAL FINANCIAL GROU		04/10/2014	MILLENNIUM ADVISORS		201,396	200,000	202,530	202,180		(152)		(152)		202,028		(632)	(632)	1,501	11/15/2017	2FE		
94973V-BG-0	WELLPOINT INC		04/10/2014	MILLENNIUM ADVISORS		150,498	150,000	151,926	151,673		(112)		(112)		151,561		(1,063)	(1,063)	2,078	01/15/2018	2FE		
86959L-AA-1	SVENSKA HANDELSBANKEN AB		06/10/2014	MATURITY		500,000	500,000	523,555	509,594		(9,594)		(9,594)		500,000				12,188	06/10/2014	1FE		
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)																							
						1,400,070	1,371,957	1,434,374	1,235,728		(11,411)		(11,411)		1,404,317		(4,247)	(4,247)	22,999	XXX	XXX		
Bonds - Hybrid Securities																							
Bonds - Parent, Subsidiaries, and Affiliates																							
8399997 - Subtotals - Bonds - Part 4																							
						1,719,112	1,690,999	1,772,377	1,556,217		(12,859)		(12,859)		1,723,359		(4,247)	(4,247)	27,750	XXX	XXX		
8399999 - Subtotals - Bonds																							
						1,719,112	1,690,999	1,772,377	1,556,217		(12,859)		(12,859)		1,723,359		(4,247)	(4,247)	27,750	XXX	XXX		
Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)																							
Preferred Stocks - Parent, Subsidiaries, and Affiliates																							
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																							
Common Stocks - Parent, Subsidiaries, and Affiliates																							
Common Stock - Mutual Funds																							
Common Stocks - Money Market Mutual Funds																							
9999999 Totals																							
						1,719,112	XXX	1,772,377	1,556,217		(12,859)		(12,859)		1,723,359		(4,247)	(4,247)	27,750	XXX	XXX		

E05

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

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

STATEMENT AS OF JUNE 30, 2014 OF THE American Country Insurance Company

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
NONE							
8699999 Total Cash Equivalents							