



QUARTERLY STATEMENT

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

Gateway Insurance Company

NAIC Group Code	04795	04795	NAIC Company Code	28339	Employer's ID Number	43-0762309
	(Current Period)	(Prior Period)				
Organized under the Laws of	Missouri		State of Domicile or Port of Entry	Missouri		
Country of Domicile	United States					
Incorporated/Organized	05/21/1986		Commenced Business	12/01/1986		
Statutory Home Office	1401 S Brentwood Blvd., Ste 925		St. Louis, MO, US 63144-1416			
	(Street and Number)		(City or Town, State, Country and Zip Code)			
Main Administrative Office	150 Northwest Point Blvd, 3rd Floor		Elk Grove Village, IL, US 60007		847-472-6700	
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)	
Mail Address	150 Northwest Point Blvd, 3rd Floor		Elk Grove Village, IL, US 60007			
	(Street and Number or P.O. Box)		(City or Town, State, Country and Zip Code)			
Primary Location of Books and Records	150 Northwest Point Blvd, 3rd Floor		Elk Grove Village, IL, US 60007		847-472-6700	
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)	
Internet Web Site Address	www.atlas-fin.com					
Statutory Statement Contact	Paul Anthony Romano		847-700-8603			
	(Name)		(Area Code) (Telephone Number) (Extension)			
	promano@atlas-fin.com		847-264-2716			
	(E-Mail Address)		(Fax Number)			

OFFICERS

Name	Title	Name	Title
Scott David Wollney	President, CEO	Paul Anthony Romano	VP, CFO, Treasurer
Leslie Patterson DiMaggio	Secretary, VP Operations		

OTHER OFFICERS

Bruce Wayne Giles	VP Product Development & Underwriting	Joseph Raymond Shugrue	VP Claims
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DIRECTORS OR TRUSTEES

Daniel Joseph Boxell	Leslie Patterson DiMaggio	Bruce Wayne Giles	Serena Marie Lintker
Zenovia Diane Love	Paul Anthony Romano	Joseph Raymond Shugrue	Lyn Dianne Ward
Scott David Wollney			

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.

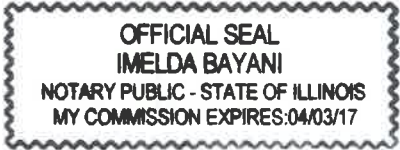
Scott David Wollney President, CEO	Paul Anthony Romano VP, CFO, Treasurer	Leslie Patterson DiMaggio Secretary, VP Operations

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

Subscribed and sworn to before me this
1st day of August, 2014

Imelda Bayani, Senior Staff Accountant
April 3, 2017



STATEMENT AS OF JUNE 30, 2014 OF THE Gateway Insurance Company

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	25,022,144		25,022,144	24,079,343
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 (\$1,004,498), cash equivalents (\$) and short-term investments (\$5,106,013)	6,110,511		6,110,511	2,712,029
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets				
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)	31,132,655		31,132,655	26,791,372
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	164,589		164,589	165,801
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	863,166		863,166	939,163
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	6,380,051		6,380,051	5,990,160
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	1,947,782		1,947,782	2,304,519
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				
18.2 Net deferred tax asset	1,556,852	468,478	1,088,374	994,797
19. Guaranty funds receivable or on deposit	3,450		3,450	6,248
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	4,391		4,391	1,392
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other-than-invested assets	106,635	77,410	29,225	221,957
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	42,159,570	545,888	41,613,682	37,415,410
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	42,159,570	545,888	41,613,682	37,415,410
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. Prepaid expenses	51,704	51,704		
2502. Other receivables	29,225		29,225	109,562
2503. Other assets - security deposit	25,706	25,706		
2598. Summary of remaining write-ins for Line 25 from overflow page				112,396
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	106,635	77,410	29,225	221,957

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$3,796,667)	16,791,748	16,268,455
2. Reinsurance payable on paid losses and loss adjustment expenses	1,530,041	1,440,029
3. Loss adjustment expenses	795,532	1,563,578
4. Commissions payable, contingent commissions and other similar charges	631,026	700,162
5. Other expenses (excluding taxes, licenses and fees)	304,575	294,039
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	92,121	187,615
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	148,440	45,197
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$6,336,299 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)	9,466,460	8,405,041
10. Advance premium		
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	1,953	1,953
12. Ceded reinsurance premiums payable (net of ceding commissions)	1,725,180	1,647,376
13. Funds held by company under reinsurance treaties	800,000	800,000
14. Amounts withheld or retained by company for account of others	87,078	167,279
15. Remittances and items not allocated	2,427	5,867
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	665,319	462,305
20. Derivatives		
21. Payable for securities	529,967	
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	(3,978,611)	(5,823,058)
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	29,593,257	26,165,837
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	29,593,257	26,165,837
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	3,815,000	3,815,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	7,434,572	7,434,572
35. Unassigned funds (surplus)	770,853	
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)	12,020,426	11,249,572
38. Totals (Page 2, Line 28, Col. 3)	41,613,682	37,415,410
DETAILS OF WRITE-INS		
2501. Payable to pools.....	139,948	
2502. GAB loss fund.....	125,514	48,625
2503. Escheatables.....	45,024	47,275
2598. Summary of remaining write-ins for Line 25 from overflow page	(4,289,097)	(5,918,959)
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	(3,978,611)	(5,823,058)
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	2	3
	Current Year	Prior Year	Prior Year Ended
	to Date	to Date	December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 6,292,945)	5,508,680	9,726,313	16,117,168
1.2 Assumed (written \$ 9,973,198)	9,002,307	6,763,958	14,689,540
1.3 Ceded (written \$ 6,152,715)	5,458,978	9,919,004	16,537,945
1.4 Net (written \$ 10,113,428)	9,052,009	6,571,267	14,268,762
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 4,645,409):			
2.1 Direct	2,650,370	6,576,849	5,859,026
2.2 Assumed	4,516,451	3,241,944	7,137,133
2.3 Ceded	2,585,356	6,709,912	6,158,165
2.4 Net	4,581,465	3,108,880	6,837,994
3. Loss adjustment expenses incurred	1,086,658	1,134,796	2,284,431
4. Other underwriting expenses incurred	2,687,042	2,029,473	4,663,814
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	8,355,166	6,273,150	13,786,239
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	696,843	298,118	482,523
INVESTMENT INCOME			
9. Net investment income earned	213,943	231,044	440,721
10. Net realized capital gains (losses) less capital gains tax of \$ 26,155	(18,676)	1,224,971	1,200,418
11. Net investment gain (loss) (Lines 9 + 10)	195,268	1,456,015	1,641,139
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 2,585 amount charged off \$ 58,748)	(56,163)	(19,421)	(142,391)
13. Finance and service charges not included in premiums	39,481	35,096	77,251
14. Aggregate write-ins for miscellaneous income	37,568	54,238	61,116
15. Total other income (Lines 12 through 14)	20,886	69,913	(4,024)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	912,997	1,824,046	2,119,638
17. Dividends to policyholders		819	152
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)	912,997	1,823,227	2,119,486
19. Federal and foreign income taxes incurred	277,088		20,644
20. Net income (Line 18 minus Line 19)(to Line 22)	635,909	1,823,227	2,098,842
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	11,249,572	10,221,796	10,221,796
22. Net income (from Line 20)	635,909	1,823,227	2,098,842
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$		204	310
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	41,312	(585,803)	(174,293)
27. Change in nonadmitted assets	93,634	529,592	402,917
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		(1,300,000)	(1,300,000)
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)	770,854	467,220	1,027,776
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	12,020,426	10,689,016	11,249,572
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	35,732	53,109	61,849
1402. Gain/(loss) on sale of fixed assets	1,920		(2,215)
1403. Miscellaneous income	237	1,513	2,526
1498. Summary of remaining write-ins for Line 14 from overflow page	(321)	(384)	(1,045)
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	37,568	54,238	61,116
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.....	9,877,339	3,518,518	15,283,764
2. Net investment income	318,662	298,443	527,650
3. Miscellaneous income	20,886	69,913	(4,024)
4. Total (Lines 1 to 3)	10,216,887	3,886,875	15,807,390
5. Benefit and loss related payments	3,639,973	13,128,251	17,041,079
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	4,583,357	6,613,531	10,786,469
8. Dividends paid to policyholders		141	7,504
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	200,000		
10. Total (Lines 5 through 9)	8,423,330	19,741,923	27,835,052
11. Net cash from operations (Line 4 minus Line 10)	1,793,557	(15,855,048)	(12,027,662)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	777,674	18,013,244	18,144,940
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			
12.7 Miscellaneous proceeds	529,967		
12.8 Total investment proceeds (Lines 12.1 to 12.7)	1,307,641	18,013,244	18,144,940
13. Cost of investments acquired (long-term only):			
13.1 Bonds	1,816,503	10,022,538	20,903,391
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	1,816,503	10,022,538	20,903,391
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)	(508,862)	7,990,706	(2,758,451)
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.....		(1,300,000)	(1,300,000)
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).....	2,113,787	(6,766,708)	(4,566,330)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	2,113,787	(8,066,708)	(5,866,330)
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)	3,398,482	(15,931,051)	(20,652,444)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	2,712,029	23,364,473	23,364,473
19.2 End of period (Line 18 plus Line 19.1)	6,110,511	7,433,422	2,712,029

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

A. Accounting Practices

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

The Missouri Department of Insurance recognizes only statutory accounting practices (SAP) prescribed or permitted by the State of Missouri for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Missouri Insurance Law. The National Association of Insurance Commissioners’ (NAIC) Accounting Practices and Procedures manual, (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Missouri.

The Missouri Department of Insurance has adopted certain prescribed accounting practices that differ from those found in the NAIC SAP. The company did not utilize any of the Missouri prescribed or permitted accounting practices that depart from NAIC SAP 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 Missouri is shown below:

NET INCOME		State of Domicile	2014	2013
(1)	Missouri Company state basis (page 4, line 20, columns 1 & 3)	MO	\$ 635,909	\$ 2,098,842
(2)	State prescribed practices that increase/(decrease) NAIC SAP:	MO	\$ 0	\$ 0
(3)	NAIC SAP (1-2=3)	MO	\$ 635,909	\$ 2,098,842
SURPLUS				
(4)	Missouri Company state basis (page 3, line 37, columns 1 & 2)	MO	\$ 12,020,426	\$ 11,249,572
(5)	State prescribed practices that increase/(decrease) NAIC SAP:	MO	\$ 0	\$ 0
(6)	NAIC SAP (4-5=6)	MO	\$ 12,020,426	\$ 11,249,572

No significant changes to the remainder of the note.

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	\$	195,632
	2. 12 Months or Longer	\$	0
(b) The aggregate related fair value of securities with unrealized losses:			
	1. Less than 12 Months	\$	2,605,601
	2. 12 Months or Longer	\$	0

- 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.

NOTES TO FINANCIAL STATEMENTS

I. Working Capital Finance Investments

The Company does not have any working capital finance investments.

No significant changes to 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:

No significant changes.

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 Measurement:

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						Not Practicable (Carrying Value)
	Fair Value	Admitted Assets	Level 1	Level 2	Level 3		
Long Term Bonds	\$25,169,411	\$25,022,144	\$4,230,193	\$20,939,218	\$0		\$0
Short Term Bonds	\$5,106,013	\$5,106,013	\$5,106,013	\$0	\$0		\$0

NOTES TO FINANCIAL STATEMENTS

D. The Company does not have any assets that are not practicable to estimate fair value as of June 30, 2014.

21. Other Items:

I. Risk Sharing Provisions of the Affordable Care Act

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 \$17.8 million. As of June 30, 2014, \$4.6 million has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior accident years. Reserves remaining for prior years are now \$13.1 million as a result of re-estimation of unpaid claims and claim adjustment expenses principally on private passenger and commercial auto lines of business. Therefore, there has been favorable prior-year development of \$75,000 from December 31, 2013 to June 30, 2014. Any change is generally the result of ongoing analyses 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	2	3
Name of Entity	NAIC Company Code	State of Domicile

5.

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

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.

12/31/2011
- 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.

12/31/2011
- This date should be the date of the examined balance sheet and not the date the report was completed or released.
- 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).

05/16/2013
- 6.4

By what department or departments?

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

GENERAL INTERROGATORIES

9.1

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

Yes [X] No []

9.11

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

9.2

Has the code of ethics for senior managers been amended?

Yes [] No [X]

9.21

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

9.3

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

Yes [] No [X]

9.31

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

FINANCIAL

10.1

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

Yes [X] 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 [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:\$

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 [X]

14.2

If yes, please complete the following:

		1		2
		Prior Year-End		Current Quarter
		Book/Adjusted		Book/Adjusted
		Carrying Value		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 [X]

15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes [] No []

If no, attach a description with this statement.

GENERAL INTERROGATORIES

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

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

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

\$

\$

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

Yes [X] No []

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

1	2
Name of Custodian(s)	Custodian Address
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	2	3
Name(s)	Location(s)	Complete Explanation(s)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?

Yes [] No [X]

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

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

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

1	2	3
Central Registration Depository	Name(s)	Address
109875.....	Asset Allocation & Management.....	30 W Monroe Street, 3rd Floor.....
	Company, LLC.....	Chicago, IL 60603.....

18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed?

Yes [X] No []

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

GENERAL INTERROGATORIES
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] NA []
If yes, attach an explanation.

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

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

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

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

4.2 If yes, complete the following schedule:

			TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
1	2	3	4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Discount Rate	Unpaid Losses	Unpaid LAE	IBNR	TOTAL	Unpaid Losses	Unpaid LAE	IBNR	TOTAL
.....
.....
.....
.....
.....
TOTAL		

5. Operating Percentages:
5.1 A&H loss percent %
5.2 A&H cost containment percent %
5.3 A&H expense percent excluding cost containment expenses %

6.1 Do you act as a custodian for health savings accounts?..... Yes [] No [X]
6.2 If yes, please provide the amount of custodial funds held as of the reporting date..... \$
6.3 Do you act as an administrator for health savings accounts?..... Yes [] No [X]
6.4 If yes, please provide the balance of the funds administered as of the reporting date..... \$

SCHEDULE F - CEDED REINSURANCE

[illegible]

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

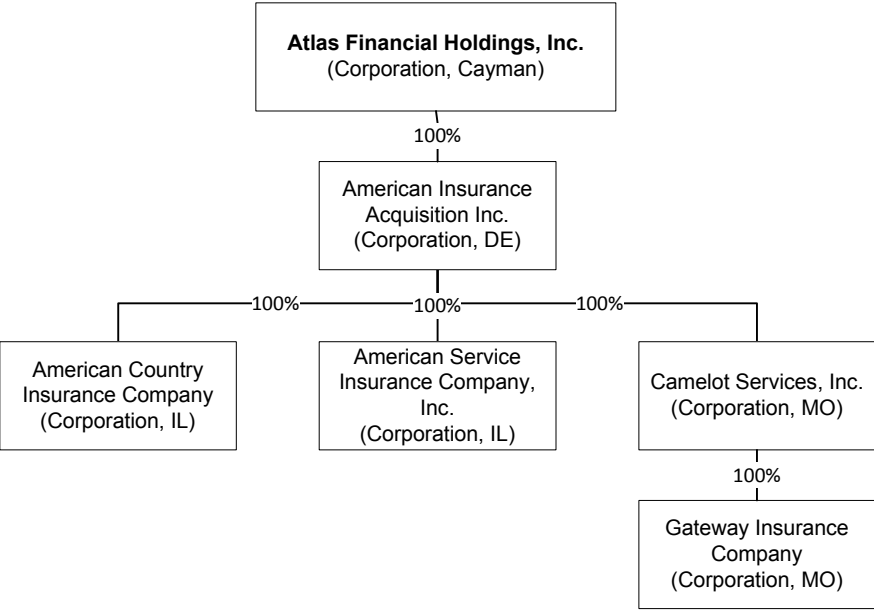
Current Year to Date - Allocated by States and Territories							
States, etc.	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
	Active Status	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date
1. Alabama	AL L	9,721	15,180	522		192,622	259,605
2. Alaska	AK L	(36,567)				20,724	47,175
3. Arizona	AZ L	122,535	172,411	69,745	75,465	405,978	583,170
4. Arkansas	AR L		(1,540)	239		56,525	104,197
5. California	CA L	2,583,331	1,580,981	529,492	112,274	2,797,481	2,478,109
6. Colorado	CO L	197,949	83,113	322,652	6,544	36,786	400,214
7. Connecticut	CT N						
8. Delaware	DE L				14,057	16,727	22,153
9. Dist. Columbia	DC L						
10. Florida	FL L	26,571	777,952	701,771	632,065	2,135,496	4,098,993
11. Georgia	GA L	13,588	13,133		26,059	375,540	498,856
12. Hawaii	HI L		5,378	112,030	156,165	441,751	1,095,226
13. Idaho	ID L	19,215				71,754	158,218
14. Illinois	IL L	93,084	49,006	522,151	645,183	3,502,219	4,672,297
15. Indiana	IN L	(15,285)	127,171	240,952	253,075	591,970	947,542
16. Iowa	IA L	17,020	22,488	218,271	99,804	488,205	724,276
17. Kansas	KS L	260,098	232,525	67,249	20,348	204,103	326,467
18. Kentucky	KY L	364,284	345,374	102,799	706,546	380,896	871,343
19. Louisiana	LA L	312,947	305,046	147,928	25,191	290,618	272,332
20. Maine	ME L	266,857	128,065	7,448		79,430	19,172
21. Maryland	MD L	1,618	3,191	5,000	29,060	303,801	194,033
22. Massachusetts	MA N						
23. Michigan	MI L	(28,637)	(335)		3,046	6,328	120,776
24. Minnesota	MN L	2,641	173,601	95,004	43,937	349,150	259,102
25. Mississippi	MS L	84,918	222,587	65,003	31,436	461,380	355,263
26. Missouri	MO L	33,319	297,343	240,258	49,271	1,646,337	1,374,624
27. Montana	MT L				115,542	44,365	99,036
28. Nebraska	NE L	190,547	121,795	37,951	5,629	278,449	376,230
29. Nevada	NV L	(1,044)	14,174		4,334	37,437	50,439
30. New Hampshire	NH N						
31. New Jersey	NJ N						
32. New Mexico	NM L	40,552	92,823		558	58,962	59,862
33. New York	NY L	21,960	68,003	26,227	71,990	839,322	1,066,737
34. No. Carolina	NC L	(6,184)	8,754	4,000		17,479	36,253
35. No. Dakota	ND L	(102)	(15)	5,311	10,255	26,548	21,482
36. Ohio	OH L	7,909	577,995	45,700	117,253	654,774	777,106
37. Oklahoma	OK L	(28,136)	30,981	116,259	122,521	311,104	505,627
38. Oregon	OR L			2,548		(2,548)	1,464
39. Pennsylvania	PA L	(18,762)	(69,804)	435,227	678,286	1,694,120	2,767,463
40. Rhode Island	RI L						
41. So. Carolina	SC L	191,795	177,310	123,123	45,979	316,350	255,919
42. So. Dakota	SD L	39,077	174,260	5,465	1,613	202,534	238,668
43. Tennessee	TN L	45,073	132,988	224,025	107,760	764,062	1,281,278
44. Texas	TX L	481,019	610,250	438,943	216,105	2,264,358	2,896,091
45. Utah	UT L				35,000	250,436	59,819
46. Vermont	VT L		(14,373)				(5,189)
47. Virginia	VA L	11,595	(41,162)	44,835	43,616	166,929	137,280
48. Washington	WA L	460,103	52,516	123,409	67,155	181,430	60,755
49. West Virginia	WV L	329,580	279,476	11,870	18,938	183,482	88,050
50. Wisconsin	WI L	198,756	343,053	171,844	228,114	1,239,484	1,823,471
51. Wyoming	WY L						
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) 47	6,292,945	7,111,694	5,265,251	4,820,172	24,384,897	32,480,982
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%

12

12

12

1212

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	63	31	49.8	
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	(68,319)	(56,208)	82.3	85.9
17.1	Other liability occurrence	4,919	(25,868)	(525.9)	91.5
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	5,404,817	2,641,172	48.9	55.4
21.	Auto physical damage	167,200	91,243	54.6	51.7
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	5,508,680	2,650,370	48.1	67.6
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 Current Quarter	2 Current Year to Date	3 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		42	
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	(92,473)	(97,006)	318,819
17.1	Other liability occurrence	16,594	17,952	10
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	3,102,285	6,104,429	6,612,680
21.	Auto physical damage	172,800	267,527	180,185
22.	Aircraft (all perils)			
23.	Fidelity			
24.	Surety			
26.	Burglary and theft			
27.	Boiler and machinery			
28.	Credit			
29.	International			
30.	Warranty			
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business			
35.	TOTALS	3,199,206	6,292,945	7,111,694
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 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	6,280	957	7,237	1,675	186	1,861	4,440	494	378	5,312	(165)	101	(64)
2. 2012	4,028	21	4,049	984	109	1,093	3,295	366	(724)	2,937	251	(270)	(19)
3. Subtotals 2012 + prior	10,308	978	11,286	2,659	295	2,954	7,735	860	(346)	8,249	86	(169)	(83)
4. 2013.....	3,951	2,595	6,546	1,507	167	1,674	4,560	507	(187)	4,880	2,116	(2,108)	8
5. Subtotals 2013 + prior	14,259	3,573	17,832	4,166	462	4,628	12,295	1,367	(533)	13,129	2,202	(2,277)	(75)
6. 2014	XXX	XXX	XXX	XXX	1,284	1,284	XXX	2,041	2,419	4,460	XXX	XXX	XXX
7. Totals	14,259	3,573	17,832	4,166	1,746	5,912	12,295	3,408	1,886	17,589	2,202	(2,277)	(75)
8. Prior Year-End Surplus As Regards Policy-holders	11,250										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. (63.7)	3. (0.4)
											Col. 13, Line 7 Line 8		
											4. (0.7)		

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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


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




28339201449000002

2.




28339201445500002

3.



28339201436500002

4.



28339201450500002

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.....				85,061
2505. Deposit in pools and associations.....				27,334
2506.				
2597. Summary of remaining write-ins for Line 25 from Page 02				112,396

PQ003 Additional Aggregate Lines for Page 03 Line 25.
*LIAB

	1 Current Statement Date	2 December 31, Prior Year
2504. Retroactive reinsurance reserve ceded.....	(4,289,097)	(5,918,959)
2597. Summary of remaining write-ins for Line 25 from Page 03	(4,289,097)	(5,918,959)

PQ004 Additional Aggregate Lines for Page 04 Line 14.
*STMTINCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. Fines and penalties.....	(321)	(384)	(1,045)
1497. Summary of remaining write-ins for Line 14 from Page 04	(321)	(384)	(1,045)

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)		

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)		

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

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	24,079,338	20,211,895
2. Cost of bonds and stocks acquired	1,816,503	20,903,389
3. Accrual of discount	2,510	8,717
4. Unrealized valuation increase (decrease)		310
5. Total gain (loss) on disposals	7,479	1,224,971
6. Deduct consideration for bonds and stocks disposed of	777,675	18,144,940
7. Deduct amortization of premium	106,011	125,003
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)	25,022,144	24,079,338
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	25,022,144	24,079,338

STATEMENT AS OF JUNE 30, 2014 OF THE Gateway 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).....	19,801,775	6,938,020	1,229,538	(42,858)	19,801,775	25,467,399		19,694,051
2. NAIC 2 (a).....	4,674,585			(13,827)	4,674,585	4,660,758		4,628,397
3. NAIC 3 (a).....								
4. NAIC 4 (a).....								
5. NAIC 5 (a).....								
6. NAIC 6 (a).....								
7. Total Bonds	24,476,360	6,938,020	1,229,538	(56,685)	24,476,360	30,128,157		24,322,448
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	24,476,360	6,938,020	1,229,538	(56,685)	24,476,360	30,128,157		24,322,448

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

SCHEDULE DA - PART 1
Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	5,106,013	XXX	5,106,013		

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.....	243,106	15,103,950
2. Cost of short-term investments acquired	5,818,571	19,730,695
3. Accrual of discount		
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	955,664	34,591,539
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).....	5,106,013	243,106
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11)	5,106,013	243,106

Schedule DB - Part A - Verification

NONE

Schedule DB - Part B - Verification

NONE

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

Schedule DB - Verification

NONE

Schedule E - Verification

NONE

Schedule A - Part 2

NONE

Schedule A - Part 3

NONE

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

E04

[illegible]

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

E05

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
Bonds - U.S. Governments																					
38378D-CE-3...	GNR 2012-17 KG	06/01/2014	MBS PAYDOWN		17,938	17,938	18,563	17,978		(40)		(40)		17,938				190	07/20/2039	1	
38378T-X8-8...	GNR 2013-109 M	06/01/2014	MBS PAYDOWN		34,914	34,914	36,594	35,014		(100)		(100)		34,914				509	06/16/2041	1	
0599999 - Bonds - U.S. Governments					52,852	52,852	55,157	52,992		(140)		(140)		52,852				699	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																					
3138AW-4W-0...	FN AJ5336	06/01/2014	MBS PAYDOWN		25,849	25,849	26,778	25,909		(60)		(60)		25,849				321	11/01/2026	1	
31418A-YY-0...	FN MA1625	06/01/2014	MBS PAYDOWN		48,982	48,982	50,980	49,133		(151)		(151)		48,982				618	10/01/2023	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					74,831	74,831	77,758	75,042		(211)		(211)		74,831				939	XXX	XXX	
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
05568Y-AA-6...	BNSF RAILWAY CO 2007-1 P	04/01/2014	SINKING FUND REDEMPTION		30,265	30,265	36,773	30,307		(42)		(42)		30,265				907	04/01/2024	1FE	
437076-BB-7...	HOME DEPOT INC	05/05/2014	MILLENNIUM ADVISORS		512,945	500,000	506,215	505,898		(432)		(432)		505,466		7,479	7,479	7,438	09/10/2018	1FE	
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)					543,210	530,265	542,988	536,205		(474)		(474)		535,731		7,479	7,479	8,345	XXX	XXX	
Bonds - Hybrid Securities																					
Bonds - Parent, Subsidiaries, and Affiliates																					
8399997 - Subtotals - Bonds - Part 4					670,893	657,948	675,903	664,239		(825)		(825)		663,414		7,479	7,479	9,983	XXX	XXX	
8399999 - Subtotals - Bonds					670,893	657,948	675,903	664,239		(825)		(825)		663,414		7,479	7,479	9,983	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					670,893	XXX	675,903	664,239		(825)		(825)		663,414		7,479	7,479	9,983	XXX	XXX	

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

Schedule DB - Part A - Section 1

NONE

Schedule DB - Part B - Section 1

NONE

Schedule DB - Part D - Section 1

NONE

Schedule DB - Part D - Section 2

NONE

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

SCHEDULE E - PART 1 - CASH

E12

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							