



QUARTERLY STATEMENT

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

American Country Insurance Company

NAIC Group Code 1326 (Current 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., Suite 300 (Street and Number) Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code) 847-472-6700 (Area Code) (Telephone Number)

Main Administrative Office 150 Northwest Point Blvd., Suite 300 (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., Suite 300 (Street and Number or P.O. Box) Elk Grove Village, IL, US 60007 (City or Town, State, Country and Zip Code) 847-700-8603 (Area Code) (Telephone Number)

Primary Location of Books and Records 150 Northwest Point Blvd., Suite 300 (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) 847-264-2716 (Area Code) (Telephone Number) 847-264-2716 (Fax Number)

promano@atlas-fin.com (E-mail Address)

OFFICERS

Name	Title	Name	Title
Scott David Wollney	President, CEO	Paul Anthony Romano	VP Finance, CFO, Treasurer
Leslie Patterson DiMaggio	Secretary, VP Operations & IT		
Bruce Wayne Giles	VP Product Development & Underwriting	Joseph Raymond Shugrue	VP Claims

OTHER OFFICERS

DIRECTORS OR TRUSTEES

Leslie Patterson DiMaggio	Bruce Wayne Giles	Paul Anthony Romano	Joseph Raymond Shugrue
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
Scott David Wollney
President, CEO

Paul Anthony Romano
Paul Anthony Romano
VP Finance, CFO, Treasurer

Leslie Patterson DiMaggio
Leslie Patterson DiMaggio
Secretary, VP Operations & IT

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

Louis Charouhis
Louis Charouhis, Senior Staff Accountant
03/01/2015

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

b. If no:

1. State the amendment number
2. Date filed
3. Number of pages attached





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	36,285,637		36,285,637	20,688,350
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 (\$ 1,891,613), cash equivalents (\$), and short-term investments (\$ 904,648) premium notes)	2,796,261		2,796,261	5,878,331
6. Contract loans (including \$)				
7. Derivatives				
8. Other invested assets	249,781		249,781	252,456
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)	39,331,680		39,331,680	26,789,137
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	221,150		221,150	158,458
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	2,448,722		2,448,722	1,132,316
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	19,307,090		19,307,090	14,881,225
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	1,873,467		1,873,467	4,092,994
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	3,773,073	1,679,935	2,093,138	1,770,111
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	3,022		3,022	104,657
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	505,379	56,200	449,178	450,659
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	67,463,583	1,736,135	65,727,448	49,379,557
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	67,463,583	1,736,135	65,727,448	49,379,557
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	449,051
2502. Prepaid expense	41,200	41,200		
2503. Security deposit	15,000	15,000		
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	505,379	56,200	449,178	1,608,450,659

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 6,456,502)	24,308,545	16,923,393
2. Reinsurance payable on paid losses and loss adjustment expenses	1,043,638	2,715,462
3. Loss adjustment expenses	2,496,775	2,392,712
4. Commissions payable, contingent commissions and other similar charges	1,555,208	1,119,657
5. Other expenses (excluding taxes, licenses and fees)	415,954	271,929
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	363,416	240,048
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	207,540	
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 24,397,943 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)	12,642,469	7,003,930
10. Advance premium		
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	7,435,937	4,790,216
13. Funds held by company under reinsurance treaties	12,294	12,294
14. Amounts withheld or retained by company for account of others	52,933	48,214
15. Remittances and items not allocated	145,622	277,607
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	57,445	
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 \$	20,251	13,241
25. Aggregate write-ins for liabilities		
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	50,758,027	35,808,703
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	50,758,027	35,808,703
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	38,650,000	38,650,000
35. Unassigned funds (surplus)	(28,680,579)	(30,079,146)
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)	14,969,421	13,570,854
38. Totals (Page 2, Line 28, Col. 3)	65,727,448	49,379,557
DETAILS OF WRITE-INS		
2501. Payable to pools	10,802	
2502. Escheatibles	9,449	13,241
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	20,251	13,241
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 \$ 37,256,001)	28,973,311	14,950,706	23,370,496
1.2 Assumed (written \$ 20,908,780)	15,267,040	8,061,363	11,640,618
1.3 Ceded (written \$ 37,276,683)	28,990,795	14,973,460	23,398,277
1.4 Net (written \$ 20,888,097)	15,249,557	8,038,609	11,612,837
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 7,996,961):			
2.1 Direct	13,163,141	8,492,027	12,174,806
2.2 Assumed	7,494,060	5,025,627	6,240,804
2.3 Ceded	13,168,096	8,946,679	12,541,643
2.4 Net	7,489,104	4,570,975	5,873,967
3. Loss adjustment expenses incurred	2,295,977	987,530	2,105,120
4. Other underwriting expenses incurred	5,230,359	3,290,390	4,254,953
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	15,015,440	8,848,895	12,234,040
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	234,116	(810,286)	(621,203)
INVESTMENT INCOME			
9. Net investment income earned	378,298	533,424	670,192
10. Net realized capital gains (losses) less capital gains tax of \$ 195,332	379,174	242,607	166,849
11. Net investment gain (loss) (Lines 9 + 10)	757,472	776,031	837,041
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 14,431 amount charged off \$ 113,519)	(99,088)	46,287	(694)
13. Finance and service charges not included in premiums	83,778	47,209	67,502
14. Aggregate write-ins for miscellaneous income	90,711	30,737	88,411
15. Total other income (Lines 12 through 14)	75,401	124,233	155,219
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	1,066,990	89,978	371,057
17. Dividends to policyholders	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)	1,066,762	89,978	371,057
19. Federal and foreign income taxes incurred	12,208		(85,953)
20. Net income (Line 18 minus Line 19)(to Line 22)	1,054,554	89,978	457,010
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	13,570,854	12,598,370	12,598,370
22. Net income (from Line 20)	1,054,554	89,978	457,010
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (835)	(1,621)	5	1,621
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	199,510	(75,876)	37,554
27. Change in nonadmitted assets	146,123	191,524	259,912
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells		216,387	216,387
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
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)			
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	1,398,566	422,018	972,484
	14,969,421	13,020,388	13,570,854
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598.			
0599.			
TOTALS (Lines 0501 through 0503 plus 0598) (Line 5 above)			
1401.	89,638	31,328	81,930
1402.	2,349	2,061	9,817
1403.	(1,275)	(2,697)	(3,381)
1498.		45	45
1499.	90,711	30,737	88,411
TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)			
3701.			
3702.			
3703.			
3798.			
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	17,830,416	4,336,800	6,788,218
2. Net investment income	614,227	649,515	881,162
3. Miscellaneous income	75,401	124,233	155,218
4. Total (Lines 1 to 3)	18,520,045	5,110,548	7,824,598
5. Benefit and loss related payments	(773,572)	7,666,374	10,405,805
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	6,716,588	5,377,713	7,244,839
8. Dividends paid to policyholders	228		
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)			
10. Total (Lines 5 through 9)	5,943,243	13,044,087	17,650,644
11. Net cash from operations (Line 4 minus Line 10)	12,576,802	(7,933,539)	(9,826,046)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	32,971,375	12,611,239	14,621,354
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	219		
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	32,971,593	12,611,239	14,621,354
13. Cost of investments acquired (long-term only):			
13.1 Bonds	48,322,777	9,106,201	9,106,201
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets		250,000	250,000
13.6 Miscellaneous applications		5,644	5,644
13.7 Total investments acquired (Lines 13.1 to 13.6)	48,322,777	9,361,845	9,361,845
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)	(15,351,184)	3,249,394	5,259,509
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders	(307,688)	(40,704)	(47,690)
16.6 Other cash provided (applied)	(307,688)	(40,704)	(47,690)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(3,082,070)	(4,724,849)	(4,674,227)
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)			
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	5,878,331	10,492,558	10,492,558
19.2 End of period (Line 18 plus Line 19.1)	2,796,261	5,767,709	5,878,331

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 2013 or 2012.

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	\$	444,514
	2. 12 Months or Longer	\$	0
(b) The aggregate related fair value of securities with unrealized losses:			
	1. Less than 12 Months	\$	17,074,881
	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 and/or Securities Lending Transactions

The Company does not have repurchase agreements or security lending transactions.

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:

A., B. &

- C. On January 2, 2013 Atlas Financial Holdings, Inc. and American Insurance Acquisition, the Company's ultimate parent and direct parent, respectively, acquired Camelot Services, Inc. and its sole insurance subsidiary, Gateway Insurance Company.

- F. The Company has a services agreement with its parent company to reimburse, at cost, any expense incurred by the parent for the benefit of the Company.

No significant changes to the remainder of the note.

NOTES TO FINANCIAL STATEMENTS

11. Debt:
No significant changes.
12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-retirement Benefit Plans:
No significant changes.
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 September 30, 2013.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Long Term Bonds	\$35,500,554	\$36,285,637	\$2,775,216	\$32,725,338	\$0	\$0
Short Term Bonds	\$904,690	\$904,648	\$650,329	\$254,361	\$0	\$0

21. Other Items:
No significant changes.
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, 2012 were \$19.3 million. As of September 30, 2013, \$(2) 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 \$19.5 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 no prior-year development since December 31, 2012 to September 30, 2013. 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:

- A. The Company is a member of an intercompany pooling arrangement in 2013 as follows:

NAIC#	Company	Pool Member Status	%
42897	American Service Insurance Company, Inc.	Lead	50
38237	American Country Insurance Company	Affiliate	30
28339	Gateway Insurance Company	Affiliate	20

No significant changes to the remainder of the note.

27. Structured Settlements:

No significant changes.

NOTES TO FINANCIAL STATEMENTS

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:

No significant changes.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]

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

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

2.2 If yes, date of change:

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

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

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

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 [X] 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 [X]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] 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 [X]

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 [X]

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

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

8.4 If 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 [X] No []

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

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

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

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

(e) Accountability for adherence to the code.

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

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

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

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

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

FINANCIAL

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

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

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:

	<div>1</div> <div>Prior Year-End Book/Adjusted Carrying Value</div>	<div>2</div> <div>Current Quarter Book/Adjusted Carrying Value</div>
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 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 N. LaSalle Street, Suite 3500 Chicago, IL 60602

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

Yes [X] No []

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 [X] No [] 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.

	Yes []	No [X]
3.1 Have any of the reporting entity's primary reinsurance contracts been canceled?		
3.2 If yes, give full and complete information thereto.		

	Yes	No
4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see <i>Annual Statement Instructions</i> pertaining to disclosure of discounting for definition of "tabular reserves," ⁴) discounted at a rate of interest greater than zero?		

4.2 If yes, complete the following schedule:

[illegible]

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.....	\$

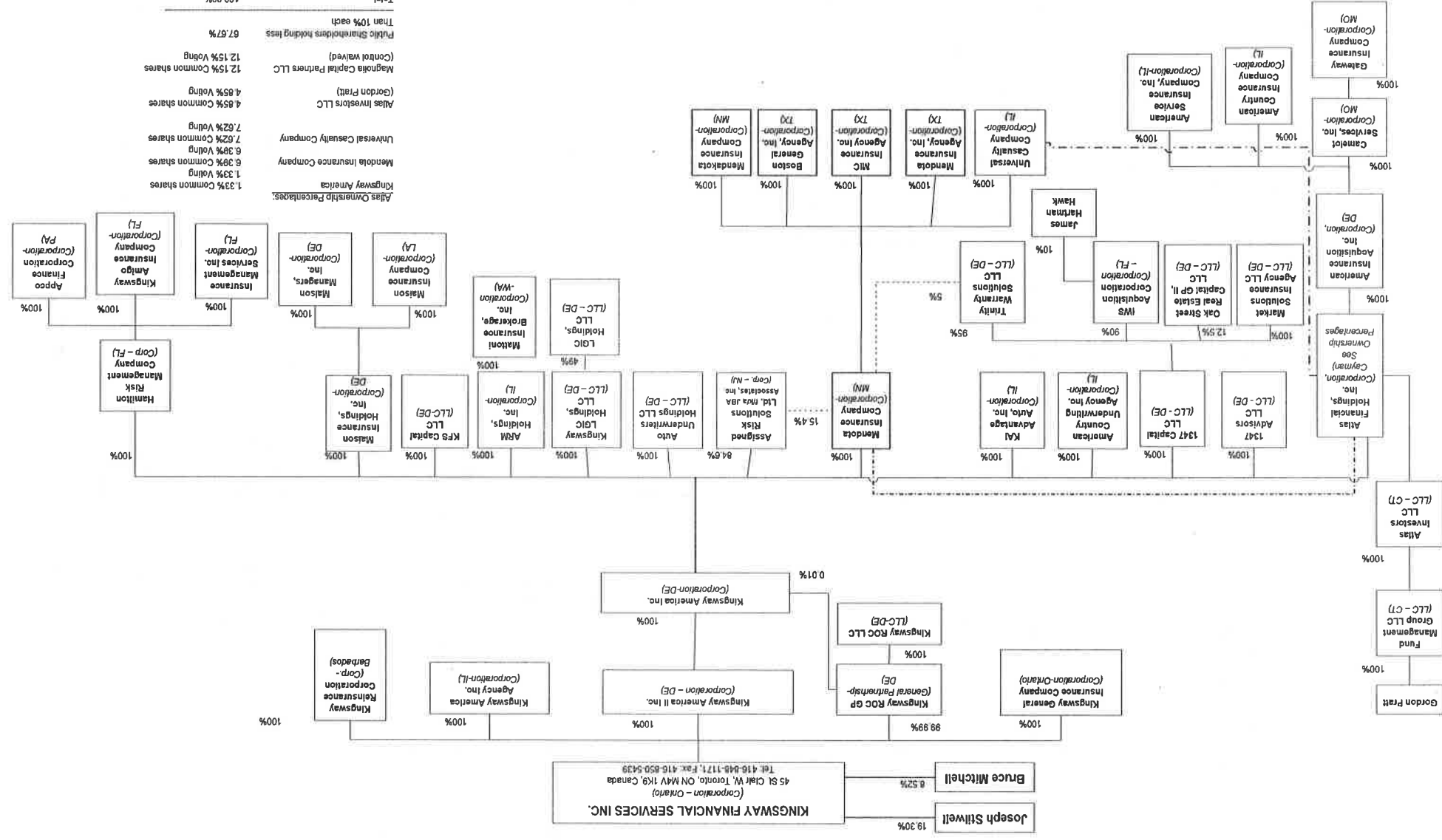
SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

States, etc.	1 Active Status	Current Year to Date - Allocated by States and Territories					Direct Losses Unpaid		
		Direct Premiums Written		Direct Losses Paid (Deducting Salvage)					
		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							
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	1,324,621	2,773,439	2,022,038	6,125,901	7,979,200		
15. Indiana	IN	L	500,037	237,008	108,797	419,447	334,579		
16. Iowa	IA	L	213,727	128,344	90,532	105,411	467,699		
17. Kansas	KS	E							
18. Kentucky	KY	L	571,072	219,849	189,246	776,376	491,052		
19. Louisiana	LA	N							
20. Maine	ME	N							
21. Maryland	MD	N							
22. Massachusetts	MA	L							
23. Michigan	MI	L	6,072,997	5,285,295	2,513,921	5,529,661	5,267,085		
24. Minnesota	MN	L	3,126,460	2,156,343	1,235,779	2,445,420	1,949,648		
25. Mississippi	MS	L							
26. Missouri	MO	N							
27. Montana	MT	N							
28. Nebraska	NE	N							
29. Nevada	NV	L	567,374	478,470	131,429	444,714	924,914		
30. New Hampshire	NH	N							
31. New Jersey	NJ	N							
32. New Mexico	NM	N							
33. New York	NY	L	18,935,473	15,312,092	3,334,906	13,912,135	11,811,152		
34. No. Carolina	NC	N							
35. No. Dakota	ND	E							
36. Ohio	OH	L							
37. Oklahoma	OK	L	892,284	736,555	207,323	34,492	46,203		
38. Oregon	OR	E							
39. Pennsylvania	PA	L	532,960	518,626	105,849	881,728	781,215		
40. Rhode Island	RI	N							
41. So. Carolina	SC	N							
42. So. Dakota	SD	L							
43. Tennessee	TN	E							
44. Texas	TX	L	2,074,495	1,164,150	422,632	823,702	459,573		
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	1,489,370	841,452	111,764	1,618,203	1,023,254		
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	37,256,001	28,402,805	11,231,669	7,811,571	33,665,334	31,814,932		
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

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE American Country Insurance Company



SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship Reporting to Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00000		98-0475673	98-0475673			New York Stock Exchange	Kingsway Financial Services, Inc.	CAN	UIP		Ownership	19.3	Joseph Stillwell	
00000		98-0475673	98-0475673			New York Stock Exchange	Kingsway Financial Services, Inc.	CAN	UIP		Ownership	8.5	Bruce Mitchell	
00000		00-677703					Kingsway General Insurance Company	CAN	UIP		Ownership			
00000		98-0460242					Kingsway ROC GP	DE			Ownership	100.0		
00000		36-4280052					Kingsway America II, Inc.	DE	UIP		Ownership	100.0		
00000		36-4201541					Kingsway America Agency, Inc.	IL			Ownership	100.0		
00000		98-0622417					Kingsway Reinsurance Corporation	BRB	IA		Ownership	100.0		
00000		98-0460242					Kingsway ROC LLC	DE			Ownership	100.0		
00000		98-0180930					Kingsway America, Inc.	DE	UIP		Ownership	100.0		
00000		28-4834906					KFS Capital, LLC	DE	NIA		Ownership	100.0		
00000		27-5466079					Atlas Financial Holdings, Inc.	CYM	UIP		Ownership	1.3		
00000		27-5466079					Atlas Financial Holdings, Inc.	CYM	UIP		Ownership	6.4		
00000		27-5466079					Atlas Financial Holdings, Inc.	CYM	UIP		Ownership	7.6		
00000		27-5466079					Atlas Financial Holdings, Inc.	CYM	UIP		Ownership	4.8		
00000		27-5466079					Atlas Financial Holdings, Inc.	CYM	UIP		Ownership	12.2		
00000		27-3539769					American Insurance Acquisition, Inc.	DE	UDP		Ownership	100.0		

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership, Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01326	Kingsway America Incorporated	38237	36-4168532				American Country Insurance Company	IL	American Insurance Acquisition, Inc.	American Insurance Acquisition, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
01326	Kingsway America Incorporated	42897	36-3223936				American Service Insurance Company, Inc.	IL	American Insurance Acquisition, Inc.	American Insurance Acquisition, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	43-1227293				Camelot Services, Inc.	MO	NIA	Acquisition, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
01326	Kingsway America Incorporated	28339	43-0762309				Gateway Insurance Company	MO	IA	Camelot Services, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	45-3022675				1347 Advisors LLC	DE	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	45-3649017				1347 Capital LLC	DE	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	45-4281618				IWS Acquisition Corporation	FL	NIA	1347 Capital LLC	Ownership	90.0	Kingsway Financial Services, Inc.	
00000		00000	45-4281618				IWS Acquisition Corporation	FL	NIA	1347 Capital LLC	Ownership	10.0	Hawk James Hartman	
00000		00000	38-3855915				Oak Street Real Estate Capital GP II, LLC	DE	NIA	1347 Capital LLC	Ownership	12.5	Kingsway Financial Services, Inc.	
00000		00000	90-0893546				Market Solutions Insurance Agency LLC	DE	NIA	1347 Capital LLC	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	77-0687644				ARM Holdings, Inc.	IL	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	13-4285999				Matloni Insurance Brokerage, Inc.	WA	NIA	ARM Holdings, Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	45-3022851				Kingsway LGIC Holdings, LLC	DE	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	32-0354482				LGIC Holdings, LLC	DE	NIA	Kingsway LGIC Holdings, LLC	Ownership	49.0	Kingsway Financial Services, Inc.	
00000		00000	36-3954373				KAI Advantage Auto, Inc.	IL	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	36-4414451				American Country Underwriting Agency Inc.	IL	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Provide Percentage	Ultimate Entity(ies)/Controlling Person(s)	
00000		00000	45-3022790				Auto Underwriters Holdings, LLC	DE	N/A	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	13-3800128				Assigned Risk Solutions LTD	NJ	N/A	Kingsway America Inc	Ownership	84.6	Kingsway Financial Services, Inc	
00000		00000	13-3800128				Assigned Risk Solutions LTD	NJ	N/A	Mendota Insurance Company	Ownership	15.4	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	33650	41-1639286				Mendota Insurance Company	MN	IA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	22454	31-1160863				Mendakota Insurance Company	MN	IA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	74-2482293				Mendota Insurance Agency, Inc	TX	N/A	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-4025393				MIC Insurance Agency Inc	TX	N/A	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-2492794				Boston General Agency, Inc	TX	N/A	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	42862	36-216444				Universal Casualty Company	IL	IA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	65-0333519				Hamilton Risk Management Company	FL	N/A	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	59-2572605				Insurance Management Services Inc	FL	N/A	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	59-2572080				Kingsway Amigo Insurance Company	FL	IA	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	21300	59-2572080				Kingsway Amigo Insurance Company	FL	IA	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	23-2552034				Appco Finance Corp.	PA	N/A	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	46-1119100				Maison Insurance Holdings, Inc	DE	N/A	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	14568	46-1168622				Maison Insurance Company	LA	IA	Maison Insurance Holdings, Inc	Ownership	100.0	Kingsway Financial Services, Inc	

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				
17.1 Other liability occurrence	121,763	428,823	352.2	
17.2 Other liability-claims made	355,421	187,285	52.7	54.4
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	27,526,022	12,140,772	44.1	55.8
21. Auto physical damage	970,104	406,260	41.9	47.4
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	28,973,311	13,163,141	45.4	56.8
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			
10. Financial guaranty			
11.1 Medical professional liability-occurrence			
11.2 Medical professional liability-claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability occurrence	372,536	372,536	
17.2 Other liability-claims made	139,923	383,340	305,458
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	19,781,731	35,263,851	27,254,557
21. Auto physical damage	507,415	1,236,274	842,790
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	XX	XX	XX
33. Reinsurance - Nonproportional Assumed Financial Lines	XX	XX	XX
34. Aggregate write-ins for other lines of business			
35. TOTALS	20,801,605	37,256,001	28,402,805
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	Prior Year-End Known Case Loss and LAE Reserves	9,811	2,226	12,037	3,500	15,537	XXX	15,537	7. Totals	8. Surplus As Prior Year-End Regards Policy- holders	13,571
2	Prior Year-End IBNR Loss and LAE Reserves	751	1,307	2,058	1,721	3,779	XXX	3,779	6. 2013		
3	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	10,562	3,533	14,095	5,221	19,316	XXX	19,316	5. Subtotals 2012 + prior		
4	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2,044	(1,750)	294	(1,378)	(1,084)	XXX	(1,084)	4. 2012		
5	2013 Loss and LAE Payments on Claims Unreported Year-End	440	147	587	290	877	2,503	3,380	3. Subtotals 2011 + prior		
6	Total 2013 Loss and LAE Payments (Cols. 4 + 5)	2,484	(1,603)	881	(1,088)	(207)	2,503	2,296	2. 2011		
7	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported Prior Year End	6,989	3,112	10,101	5,867	15,968	XXX	15,968	1. 2010 + Prior		
8	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	776	346	1,122	651	1,773	4,388	6,161			
9	Q.S. Date IBNR Loss and LAE Reserves	939	729	1,668	120	1,788	2,886	4,674			
10	Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	8,704	4,187	12,891	6,638	19,529	7,274	26,803			
11	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	(778)	(864)	(1,642)	989	(653)	XXX	(653)			
12	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	1,404	(85)	1,319	(660)	659	XXX	659			
13	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)	626	(949)	(323)	329	6	XXX	6			
										Col. 11, Line 7 As % of Col. 1,	1.
										Col. 12, Line 7 As % of Col. 2,	2.
										Col. 13, Line 7 As % of Col. 3,	3.
										Col. 13, Line 7 Line 8	4.
											0.0

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.
2.
3.
4.

Bar Code:


1.

382372013490003



2.

382372013455003



3.

382372013365003



4.

382372013505003



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.....				1,608
2597. Summary of remaining write-ins for Line 25 from Page 02.....				1,608

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. Gain on sale of fixed asset.....		45	45
1405.			
1497. Summary of remaining write-ins for Line 14 from Page 04.....		45	45

SCHEDULE A – VERIFICATION

Real Estate		1	2
		Year To Date	Prior Year Ended December 31
1.	Book/adjusted carrying value, December 31 of prior year		
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 depreciation		
8.	Deduct current year's other than temporary impairment recognized		
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	2
		Year To Date	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	2
		Year To Date	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	252,456	250,000
2.2	Additional investment made after acquisition		
3.	Capitalized deferred interest and other		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease)	(2,456)	2,456
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	219	
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	249,781	252,456
12.	Deduct total nonadmitted amounts		
13.	Statement value at end of current period (Line 11 minus Line 12)	249,781	252,456

SCHEDULE D – VERIFICATION

Bonds and Stocks		1	2
		Year To Date	Prior Year Ended December 31
1.	Book/adjusted carrying value of bonds and stocks, December 31 of prior year		
2.	Cost of bonds and stocks acquired	20,658,348	26,148,460
3.	Accrual of discount	48,322,776	9,106,201
4.	Unrealized valuation increase (decrease)	2,894	5,138
5.	Total gain (loss) on disposals		
6.	Deduct consideration for bonds and stocks disposed of	574,506	252,802
7.	Deduct amortization of premium	32,971,374	14,621,357
8.	Total foreign exchange change in book/adjusted carrying value	301,516	232,896
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)	36,285,634	20,658,348
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	36,285,634	20,658,348

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS	1. Class 1 (a)	31,402,431	2,611,336	9,290	34,612,745	31,402,431	30,814,664	22,686,041
	2. Class 2 (a)	6,522,216		(146,598)	2,170,858	6,522,216	6,375,618	1,823,940
	3. Class 3 (a)							
	4. Class 4 (a)							
	5. Class 5 (a)							
	6. Class 6 (a)							
	7. Total Bonds	37,924,647	2,611,336	3,208,393	36,783,603	37,924,647	37,190,282	24,509,981
PREFERRED STOCK	8. Class 1							
	9. Class 2							
	10. Class 3							
	11. Class 4							
	12. Class 5							
	13. Class 6							
	14. Total Preferred Stock							
	15. Total Bonds & Preferred Stock	37,924,647	2,611,336	3,208,393	36,783,603	37,924,647	37,190,282	24,509,981

(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	904,649	XXX	909,830	5,731	848

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	3,851,631	10,223,182
2. Cost of short-term investments acquired	5,957,396	14,568,139
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	8,899,197	20,939,690
7. Deduct amortization of premium	5,182	
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)	904,648	3,851,631
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	904,648	3,851,631

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

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator ^(a)
Bonds - U.S. Governments									
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									
Bonds - Industrial and Miscellaneous (Unaffiliated)									
57629W-BS-8	MASSMUTUAL GLOBAL FUND		07/26/2013	MORGAN STANLEY & CO		598,896	600,000		TFE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)									
Bonds - Hybrid Securities									
Bonds - Parent, Subsidiaries, and Affiliates									
8399997 - Subtotals - Bonds - Part 3									
8399999 - Subtotals - Bonds									
Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)									
Preferred Stocks - Parent, Subsidiaries, and Affiliates									
Common Stocks - Industrial and Miscellaneous									
Common Stocks - Parent, Subsidiaries, and Affiliates									
Common Stocks - Mutual Funds									
Common Stocks - Money Market Mutual Funds									
9999999 Totals									
						598,896	XXX		XXX

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

[illegible]

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

