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PROPERTY AND CASUALTY COMPANIES—ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2013

OF THE CONDITION AND AFFAIRS OF THE

Gateway Insurance Company

NAIC Group Code 01326 (Current Period), 01326 (Prior Period) NAIC Company Code 28339 Employer's ID Number 43-0762309

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., Suite 925 (Street and Number), St. Louis, MO, US 63144-1416 (City or Town, State, Country and Zip Code)

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)

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) (Extension)

promano@atlas-fin.com (E-mail Address), 847-264-2716 (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

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	Paul Anthony Romano	Leslie Patterson DiMaggio
President, CEO	VP, CFO, Treasurer	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
8th day of November, 2013

Imelda Bayani, Senior Staff Accountant
04/03/2017

OFFICIAL SEAL
IMELDA BAYANI
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:04/03/17

MY COMMISSION EXPIRES JANUARY
NOTARY PUBLIC - STATE OF ILLINOIS
MELISSA BRAYAN
OFFICIAL SEAL

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds	23,827,806		23,827,806	20,211,897
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 ($ 1,644,234), cash equivalents ($) and short-term investments ($ 372,888)	2,017,123		2,017,123	23,364,473
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)	25,844,929		25,844,929	43,576,370
13. Title plants less $ charged off (for Title insurers only)				
14. Investment income due and accrued	148,584		148,584	163,443
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	1,132,904	102,414	1,030,490	1,653,352
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ earned but unbilled premiums)	4,825,869		4,825,869	6,010,421
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	999,801		999,801	8,141
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	1,077,653	98,536	979,117	927,769
19. Guaranty funds receivable or on deposit	5,475		5,475	5,475
20. Electronic data processing equipment and software				16,339
21. Furniture and equipment, including health care delivery assets ($)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				765,437
24. Health care ($) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	275,441	124,058	151,383	329,561
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	34,310,656	325,008	33,985,648	53,456,310
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	34,310,656	325,008	33,985,648	53,456,310
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. Receivable from pools	94,455		94,455	
2502. Other receivables	29,593		29,593	27,097
2503. Deposit in pools and associations	27,334		27,334	14,815
2598. Summary of remaining write-ins for Line 25 from overflow page	124,058	124,058		287,648
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	275,441	124,058	151,383	329,561

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year $ 4,304,335)	16,205,696	25,335,017
2. Reinsurance payable on paid losses and loss adjustment expenses	682,001	
3. Loss adjustment expenses	1,664,517	4,588,277
4. Commissions payable, contingent commissions and other similar charges	764,654	977,518
5. Other expenses (excluding taxes, licenses and fees)	277,302	1,117,869
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	242,277	515,170
7.1 Current federal and foreign income taxes (including $ on realized capital gains (losses))		
7.2 Net deferred tax liability		
8. Borrowed money $ and interest thereon $		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of $ 6,361,465 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)	8,428,313	9,542,961
10. Advance premium		
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	4,965	9,305
12. Ceded reinsurance premiums payable (net of ceding commissions)	1,013,406	286,277
13. Funds held by company under reinsurance treaties	800,000	
14. Amounts withheld or retained by company for account of others	234,678	862,120
15. Remittances and items not allocated	5,128	
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	145,793	
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes $ and interest thereon $		
25. Aggregate write-ins for liabilities	(7,253,369)	
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	23,215,362	43,234,514
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	23,215,362	43,234,514
29. Aggregate write-ins for special surplus funds	70,518	
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	20,934,370	22,234,370
35. Unassigned funds (surplus)	(14,049,602)	(15,827,574)
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)	10,770,286	10,221,796
38. Totals (Page 2, Line 28, Col. 3)	33,985,648	53,456,310
DETAILS OF WRITE-INS		
2501. GAB loss fund	81,509	
2502. Escheatables	64,372	
2503. Retroactive reinsurance reserve ceded	(7,399,250)	
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	(7,253,369)	
2901. Special surplus from retroactive reinsurance account	70,518	
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)	70,518	
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 $ 9,759,050)	13,033,610	23,054,895	29,150,776
1.2 Assumed (written $ 18,939,842)	10,476,488	190,094	260,856
1.3 Ceded (written $ 19,647,168)	13,343,726	4,096,891	5,207,686
1.4 Net (written $ 9,051,724)	10,166,371	19,148,097	24,203,946
DEDUCTIONS:			
2. Losses incurred (current accident year $ 5,331,307):			
2.1 Direct	8,507,845	13,128,989	27,512,545
2.2 Assumed	5,215,830	160,554	169,661
2.3 Ceded	8,730,939	458,042	3,689,207
2.4 Net	4,992,736	12,831,500	23,992,999
3. Loss adjustment expenses incurred	1,530,650	2,769,313	4,701,180
4. Other underwriting expenses incurred	3,486,888	6,977,228	8,936,460
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	10,010,274	22,578,040	37,630,639
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	156,097	(3,429,943)	(13,426,694)
INVESTMENT INCOME			
9. Net investment income earned	311,746	929,991	1,188,543
10. Net realized capital gains (losses) less capital gains tax of $ 53,736	1,171,235	114,081	744,732
11. Net investment gain (loss) (Lines 9 + 10)	1,482,981	1,044,071	1,933,275
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $ 9,621 amount charged off $ 75,680)	(66,059)	(196,675)	(645,410)
13. Finance and service charges not included in premiums	55,852		
14. Aggregate write-ins for miscellaneous income	60,474	611	6,775
15. Total other income (Lines 12 through 14)	50,268	(196,064)	(638,635)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	1,689,346	(2,581,936)	(12,132,053)
17. Dividends to policyholders	152	4,476	6,949
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)	1,689,194	(2,586,412)	(12,139,002)
19. Federal and foreign income taxes incurred	(53,736)		
20. Net income (Line 18 minus Line 19)(to Line 22)	1,742,930	(2,586,412)	(12,139,002)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	10,221,796	16,326,526	16,326,527
22. Net income (from Line 20)	1,742,930	(2,586,412)	(12,139,002)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $ 105	204	228,436	383,073
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(612,075)	851,352	(2,606,967)
27. Change in nonadmitted assets	717,431	(385,833)	1,881,615
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		383,313	376,550
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)	6,000,000	6,000,000
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)	548,490	4,490,856	(6,104,731)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	10,770,286	20,817,382	10,221,796
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	59,759		
1402. Other miscellaneous income	1,566	611	6,775
1403. Fines and penalties	(850)		
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	60,474	611	6,775
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	11,541,226	16,360,492	21,754,212
2. Net investment income	370,523	1,118,891	1,478,723
3. Miscellaneous income	50,268	(196,064)	(645,584)
4. Total (Lines 1 to 3)	11,962,017	17,283,318	22,587,352
5. Benefit and loss related payments	14,536,722	11,041,123	14,991,391
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	8,993,998	9,563,013	11,602,032
8. Dividends paid to policyholders	4,492	4,476	10,101
9. Federal and foreign income taxes paid (recovered) net of $ tax on capital gains (losses)			
10. Total (Lines 5 through 9)	23,535,211	20,608,613	26,603,525
11. Net cash from operations (Line 4 minus Line 10)	(11,573,194)	(3,325,295)	(4,016,173)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	18,035,676	6,267,901	19,549,469
12.2 Stocks		62,252	5,918,355
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			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	18,035,676	6,330,153	25,467,824
13. Cost of investments acquired (long-term only):			
13.1 Bonds	20,497,222	1,530,572	1,530,572
13.2 Stocks		107,247	2,849,711
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications		(306,938)	(306,938)
13.7 Total investments acquired (Lines 13.1 to 13.6)	20,497,222	1,330,881	4,073,345
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)	(2,461,546)	4,999,272	21,394,479
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)	6,000,000	6,000,000
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)	(6,012,610)	(95,118)	(1,366,182)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(7,312,610)	5,904,882	4,633,818
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)	(21,347,350)	7,578,859	22,012,125
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	23,364,473	1,352,348	1,352,348
19.2 End of period (Line 18 plus Line 19.1)	2,017,123	8,931,207	23,364,473

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 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 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	$ 232,495
		2.	12 Months or Longer	$ 0
(b)	The aggregate related fair value of securities with unrealized losses:			
		1.	Less than 12 Months	$ 4,828,508
		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 any repurchase agreements or securities 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.

NOTES TO FINANCIAL STATEMENTS

10. Information Concerning Parent, Subsidiaries and Affiliates:

A., B., & C.
On January 2, 2013, Atlas Financial Holdings, Inc. (AFH) and American Insurance Acquisition (AIA), the Company's ultimate parent and direct parent, respectively, acquired Camelot Services, Inc. (CSI) and its sole insurance subsidiary, the Company. AFH and AIA purchased all of the outstanding common shares of the Company for a combination of cash and AFH preferred shares subject to final adjustment based on year-end financial results.

On January 2, 2013, the Company declared and paid a $6.0 million extraordinary dividend to its parent, CSI.

On March 22, 2013, AIA contributed $4.7 million of paid in capital to CSI who then contributed the $4.7 million to the Company as additional paid in surplus.

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 other significant changes to the remainder of the note.

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 except the disclosure in Note 10.

14. Contingencies:

No significant changes.

15. Leases:

A. Lessee Operating Lease

Effective February 12, 2013, CSI terminated its system lease with the Company. The Company continues to use the system as it is a party to the direct agreement with the vendor. The termination of this agreement eliminated the following future minimum operating lease payments:

Year Ending December 31	
2013	$ 370,644
2014	$ 370,644
2015	$ 370,644
2016	$ 216,209
Aggregate	$ 1,328,141

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. Fair Value Measurements at Reporting Date

1) The company does not have any investments reported at fair value.
2) The Company does not have any fair value measurements categorized within Level 3.
4) The Company does not have any fair value measurements categorized within Level 2 or 3.
5) The Company does not have derivative assets and liabilities.

NOTES TO FINANCIAL STATEMENTS

C. Fair Value Measurements of All Financial Instruments

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Long Term Bonds	$23,722,697	$23,827,806	$4,277,709	$19,444,988	$0	$0
Short Term Bonds	$372,888	$372,888	$372,888	$0	$0	$0

D. The Company does not have any assets that are not practicable to estimate fair value as of September 30, 2013.

21. Other Items:

No significant changes.

22. Events Subsequent:

There are no material subsequent events.

23. Reinsurance:

F. Retroactive Reinsurance

The Company entered into a retroactive reinsurance agreement with White Rock Insurance (SAC) Ltd. effective January 1, 2013. The agreement transferred liability for certain workers' compensation losses occurring on or before January 1, 2013. Balances pertaining to this agreement as of September 30, 2013 are presented in the table below:

(1)

		Ceded
a.	Reserves Transferred:	
	1. Initial Reserves	$ 9,852,123
	2. Adjustments - Prior Year (s)	0
	3. Adjustments - Current Year	70,518
	4. Current Total	$ 9,922,641
b.	Consideration (Paid) or Received:	
	1. Initial Consideration	$ (9,852,123)
	2. Adjustments - Prior Year (s)	0
	3. Adjustments - Current Year	0
	4. Current Total	$ (9,852,123)
c.	Paid Losses (Reimbursed) or Recovered:	
	1. Prior Year (s)	$ 0
	2. Current Year	2,523,390
	3. Current Total	$ 2,523,390
d.	Special Surplus from Retroactive Reinsurance:	
	1. Initial Surplus Gain or (Loss)	$ 0
	2. Adjustments - Prior Year (s)	0
	3. Adjustments - Current Year	70,518
	4. Current Year Restricted Surplus	70,518
	5. Cumulative Total Transferred to Unassigned Fund	$ 0

e. All cedents and reinsurers involved in all transactions included in summary totals above:

Company	Alien Number	Ceded Amount
White Rock Insurance (SAC) Ltd.	AA-3190186	$ 9,922,641
Total		$ 9,922,641

*Total amounts must agree with totals in a.4 above. Include the NAIC Company Code or Alien Insurer Identification Number for each insurer listed.

f. 1. None
2. None

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination:

No significant changes.

NOTES TO FINANCIAL STATEMENTS

25. Change in Incurred Losses and Loss Adjustment Expenses:

Reserves as of December 31, 2012 were $29.9 million. As of September 30, 2013, $16.9 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 $13.0 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 no prior-year development since December 31, 2012 to September 30, 2013. 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:

A. Effective January 1, 2013, the Company became a member of an intercompany pooling arrangement 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

B. All property and casualty lines of business were subject to the pooling arrangement.

C. The Company reinsures business with non-affiliated reinsurers prior to pooling with its affiliated Pool members.

D. None of the pool members were a party to the reinsurance agreements with non-affiliated reinsurers covering business subject to the pooling arrangement that had a contractual right of direct recovery from the non-affiliated reinsurer per the terms of such reinsurance agreements in 2013.

E. There were no discrepancies between entries regarding pooled business on the assumed and ceded reinsurance schedules of the lead company and corresponding entries on the assumed and ceded reinsurance schedules of other pool participants in 2013.

F. There was no intercompany sharing of the provision for reinsurance.

G. As of September 30, 2013, the Company owes ASI $263,675, which consists of the following: agents balances deferred of $890,646, reinsurance recoverable of $513,692, payable to affiliate of ($39,520), reinsurance payable on paid losses of ($682,001) and ceded reinsurance payable net of commission of ($946,492).

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:

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. 12/31/2011

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

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 [X] No [ ] NA [ ]

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 [ ] No [X]

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

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

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 Line of Business	2 Maximum Interest	3 Discount Rate	4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 TOTAL	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 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 ..... $

Explanation for General Interrogatories, Part 2, question 1:

1. Refer to Note 26 Intercompany Pooling Arrangements.

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Is Insurer Authorized? (Yes or No)
42897	36-3223936	AFFILIATES AMERICAN SERV INS CO INC	IL	Yes
		US INSURERS		
		POOLS AND ASSOCIATIONS		
00000	AA-3190186	ALL OTHER INSURERS WHITE ROCK INS (SAC) LTD	BMU	No

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

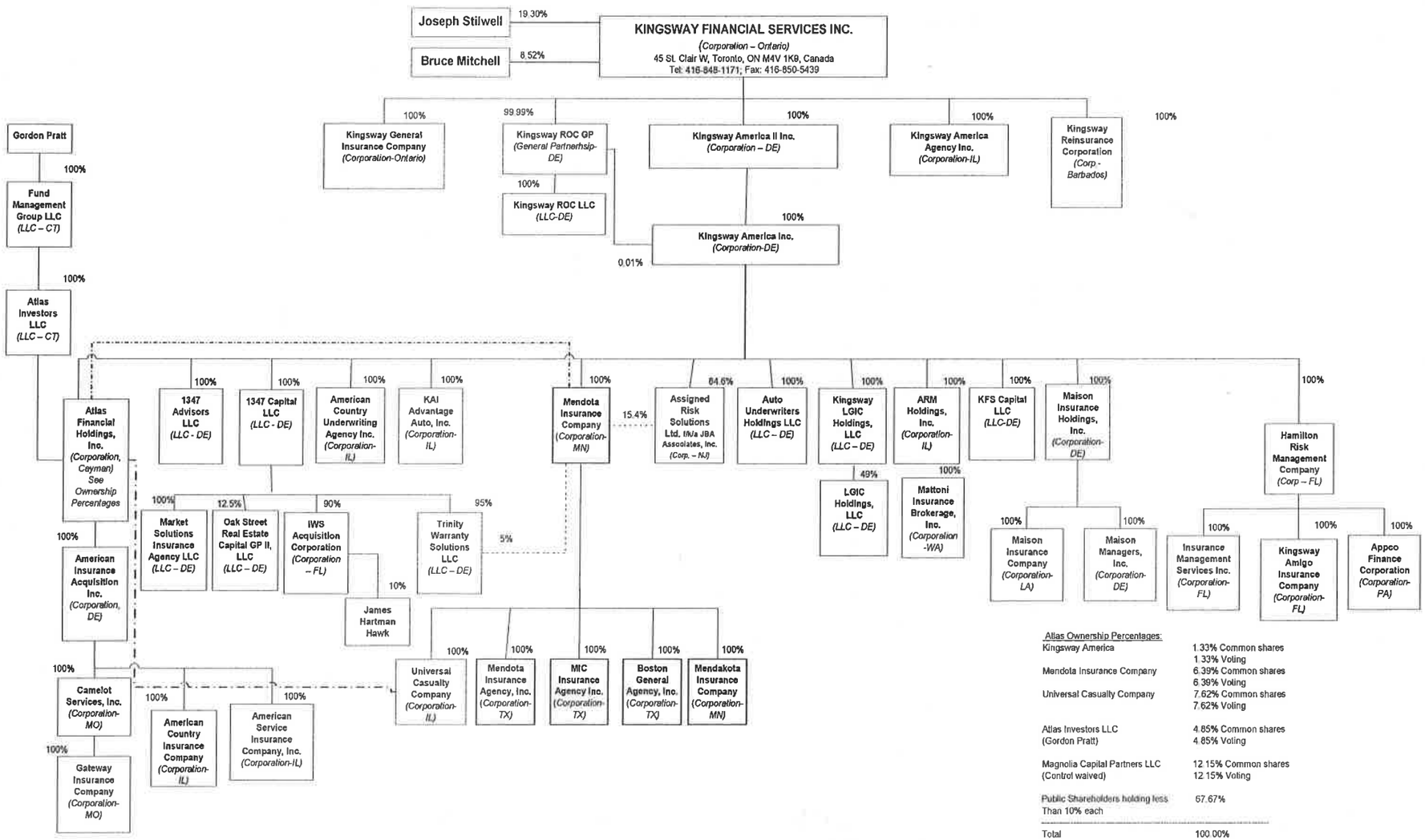
States, etc.	1 Active Status	Direct Premiums Written 2 Current Year To Date	3 Prior Year To Date	Direct Losses Paid (Deducting Salvage) 4 Current Year To Date	5 Prior Year To Date	Direct Losses Unpaid 6 Current Year To Date	7 Prior Year To Date
1. Alabama AL	L	67,039	57,573	8,322	1,900	257,916	180,381
2. Alaska AK	L		123,191			65,941	
3. Arizona AZ	L	115,571	753,226	181,670	230,680	477,583	364,847
4. Arkansas AR	L	6,044	40,957		94,515	110,643	56,371
5. California CA	L	2,826,024	1,642,214	202,859	1,634,748	2,674,133	1,333,827
6. Colorado CO	L	138,980	130,793	8,526	58,031	418,525	197,072
7. Connecticut CT	N						
8. Delaware DE	L			14,057	2,879	22,211	19,019
9. Dist. Columbia DC	L		1,852				
10. Florida FL	L	811,726	1,390,394	924,990	1,490,751	4,119,751	2,969,958
11. Georgia GA	L	(3,355)	181,330	26,059	63,561	506,517	634,215
12. Hawaii HI	L	5,378	(18,753)	314,836	340,223	937,189	1,187,503
13. Idaho ID	L		(1,694)		26,014	158,218	121,729
14. Illinois IL	L	(63,722)	2,820,065	864,589	1,775,241	4,588,642	3,854,892
15. Indiana IN	L	126,869	854,518	336,019	345,354	901,678	782,299
16. Iowa IA	L	4,925	281,086	138,514	68,172	694,178	382,928
17. Kansas KS	L	286,602	486,612	33,694	30,480	391,735	205,971
18. Kentucky KY	L	362,073	365,564	727,896	370,076	897,300	284,444
19. Louisiana LA	L	289,940	453,639	86,722	159,724	262,983	95,170
20. Maine ME	L	136,108				35,070	
21. Maryland MD	L	11,439	136,988	17,826	33,263	227,300	90,591
22. Massachusetts MA	N						
23. Michigan MI	L	(335)	84,441	20,046	172,190	116,930	202,118
24. Minnesota MN	L	279,716	237,646	66,672	95,628	271,986	195,261
25. Mississippi MS	L	337,813	455,486	38,939	120,164	419,906	112,218
26. Missouri MO	L	647,535	792,794	83,270	539,334	1,503,111	735,686
27. Montana MT	L		29,382	115,542	15,808	99,036	236,938
28. Nebraska NE	L	132,883	395,449	8,875	68,642	399,799	62,475
29. Nevada NV	L	9,791	110,739	4,541	41,041	55,300	107,756
30. New Hampshire NH	N						
31. New Jersey NJ	N						
32. New Mexico NM	L	96,851	54,665	558		68,868	7,193
33. New York NY	L	133,993	1,082,334	108,533	163,317	1,101,254	810,910
34. No. Carolina NC	L	8,754	108,153		29,192	42,084	8,160
35. No. Dakota ND	L	31,496	35,355	13,138	(4,126)	22,356	
36. Ohio OH	L	603,793	862,033	142,208	696,028	882,412	470,676
37. Oklahoma OK	L	156,403	319,302	123,412	197,632	527,363	326,743
38. Oregon OR	L		25,526		3,807	1,464	15,612
39. Pennsylvania PA	L	(140,238)	2,867,997	843,997	556,100	2,659,898	985,060
40. Rhode Island RI	L						
41. So. Carolina SC	L	343,261	564,928	94,777	81,313	269,846	114,505
42. So. Dakota SD	L	165,715	345,640	6,692	19,664	249,940	554,340
43. Tennessee TN	L	170,447	245,710	201,993	796,338	1,216,549	897,525
44. Texas TX	L	882,625	1,513,331	358,061	1,254,363	2,889,640	1,317,598
45. Utah UT	L		14,975	35,000	162,242	59,819	110,064
46. Vermont VT	L	(14,373)	10,685			(5,189)	
47. Virginia VA	L	(67,139)	565,716	77,789	27,485	97,895	42,389
48. Washington WA	L	155,554	57,206	67,155	74,009	2,970	74,471
49. West Virginia WV	L	327,546	269,383	22,063	20,183	126,156	3,873
50. Wisconsin WI	L	375,316	454,983	284,763	308,274	1,800,646	807,178
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	9,759,050	21,203,413	6,604,603	12,164,238	32,627,547	20,959,966
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



Atlas Ownership Percentages:

Kingsway America	1.33% Common shares 1.33% Voting
Mendota Insurance Company	6.39% Common shares 6.39% Voting
Universal Casualty Company	7.62% Common shares 7.62% Voting
Atlas Investors LLC (Gordon Pratt)	4.85% Common shares 4.85% Voting
Magnolia Capital Partners LLC (Control waived)	12.15% Common shares 12.15% Voting
Public Shareholders holding less Than 10% each	67.67%
Total	100.00%

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

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

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

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/ Person(s)	15 *
01326	Kingsway America Incorporated	38237	36-4168532				American Country Insurance Company	IL	IA	American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	42897	36-3223936				American Service Insurance Company, Inc	IL	IA	American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	43-1227293				Camelot Services, Inc	MO	UDP	American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	28339	43-0762309				Gateway Insurance Company	MO		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	James Hartman Hawk	Ownership	10.0	James Hartman Hawk	
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				Mattoni 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 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/ Person(s)	15 *
00000		00000	45-3022790				Auto Underwriters Holdings, LLC	DE	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	13-3800128				Assigned Risk Solutions LTD	NJ	NIA	Kingsway America Inc	Ownership	84.6	Kingsway Financial Services, Inc	
00000		00000	13-3800128				Assigned Risk Solutions LTD	NJ	NIA	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	NIA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-4025393				MIC Insurance Agency Inc	TX	NIA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	45-2492794				Boston General Agency, Inc	TX	NIA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
01326	Kingsway America Incorporated	42862	36-2126444				Universal Casualty Company	IL	IA	Mendota Insurance Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	65-0333519				Hamilton Risk Management Company	FL	NIA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	59-2572605				Insurance Management Services Inc	FL	NIA	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	NIA	Hamilton Risk Management Company	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	46-1119100				Maison Insurance Holdings, Inc	DE	NIA	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	

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

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Name of Parent Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/ Person(s)	15 *
00000		00000	46-1126984				Maison Managers, Inc	DE	NIA	Maison Insurance Holdings, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	46-2684678				Trinity Warranty Solutions LLC	DE	NIA	1347 Capital LLC	Ownership	95.0	Kingsway Financial Services, Inc	
00000		00000	46-2684678				Trinity Warranty Solutions LLC	DE	NIA	Mendota Insurance Company	Ownership	5.0	Kingsway Financial Services, Inc	

Asterisk	Explanation

PART 1 - LOSS EXPERIENCE

	Line of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1.	Fire				
2.	Allied lines				
3.	Farmowners multiple peril				
4.	Homeowners multiple peril				
5.	Commercial multiple peril				
6.	Mortgage guaranty				
8.	Ocean marine				
9.	Inland marine				56.2
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	4,503,568	3,885,937	86.3	46.2
17.1	Other liability occurrence	(2,165)	(30,481)	1,407.9	13.6
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		(3)		737,804.0
19.3,19.4	Commercial auto liability	8,370,416	4,536,025	54.6	63.5
21.	Auto physical damage	221,792	116,367	52.5	130.5
22.	Aircraft (all perils)				
23.	Fidelity				
24.	Surety				
26.	Burglary and theft				
27.	Boiler and machinery				
28.	Credit				
29.	International				
30.	Warranty				
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business				
35.	TOTALS	13,033,610	8,507,845	65.3	56.9
	DETAILS OF WRITE-INS				
3401.					
3402.					
3403.					
3498.	Sum. of remaining write-ins for Line 34 from overflow page				
3499.	Totals (Lines 3401 through 3403 plus 3498) (Line 34)				

PART 2 - DIRECT PREMIUMS WRITTEN

	Line of Business	1 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			(4,431)
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	(238,970)	79,849	11,129,376
17.1	Other liability occurrence	(3,980)	(3,970)	15,635
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			(3)
19.3,19.4	Commercial auto liability	2,853,956	9,466,635	9,844,966
21.	Auto physical damage	36,350	216,535	217,870
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	2,647,356	9,759,050	21,203,413
	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

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2013 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols.7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)
1. 2010 + Prior	4,400	1,980	6,380	704	293	997	4,659	517	626	5,802	963	(544)	419
2. 2011	6,959	3,286	10,245	6,724	98	6,822	2,075	231	486	2,792	1,840	(2,471)	(631)
3. Subtotals 2011 + prior	11,359	5,266	16,625	7,428	391	7,819	6,734	748	1,112	8,594	2,803	(3,015)	(212)
4. 2012	5,869	7,430	13,299	8,897	193	9,090	3,911	434	80	4,425	6,939	(6,723)	216
5. Subtotals 2012 + prior	17,228	12,696	29,924	16,325	584	16,909	10,645	1,182	1,192	13,019	9,742	(9,738)	4
6. 2013	XXX	XXX	XXX	XXX	1,669	1,669	XXX	2,925	1,924	4,849	XXX	XXX	XXX
7. Totals	17,228	12,696	29,924	16,325	2,253	18,578	10,645	4,107	3,116	17,868	9,742	(9,738)	4
8. Prior Year-End Surplus As Regards Policy-holders	10,222										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. 56.5	2. (76.7)	3. 0.0
													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. 2 8 3 3 9 2 0 1 3 4 9 0 0 0 0 0 3

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

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

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

OVERFLOW PAGE FOR WRITE-INS

PQ002 Additional Aggregate Lines for Page 02 Line 25.
*ASSETS

	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
2504. State premium tax recoverable				287,648
2505. Prepaid expense	93,348	93,348		
2506. Other assets - security deposit	30,711	30,711		
2597. Summary of remaining write-ins for Line 25 from Page 02	124,058	124,058		287,648

SCHEDULE A – VERIFICATION

Real Estate

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

NONE

SCHEDULE B – VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
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)		

NONE

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	20,211,895	40,129,344
2. Cost of bonds and stocks acquired	20,497,222	4,380,283
3. Accrual of discount	7,466	45,693
4. Unrealized valuation increase (decrease)	310	580,416
5. Total gain (loss) on disposals	1,224,973	744,732
6. Deduct consideration for bonds and stocks disposed of	18,035,676	25,467,825
7. Deduct amortization of premium	78,384	200,748
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)	23,827,806	20,211,895
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	23,827,806	20,211,895

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)	12,323,736	17,844,512	10,524,134	(25,579)	13,451,842	12,323,736	19,618,535	34,678,527
2. Class 2 (a)	1,532,030	3,058,232		(8,102)		1,532,030	4,582,160	637,320
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	13,855,766	20,902,744	10,524,134	(33,681)	13,451,842	13,855,766	24,200,695	35,315,847
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	13,855,766	20,902,744	10,524,134	(33,681)	13,451,842	13,855,766	24,200,695	35,315,847

(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 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	372,888	XXX	372,888		

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	15,103,950	227,451
2. Cost of short-term investments acquired	19,479,679	29,843,636
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	34,210,741	14,967,137
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)	372,888	15,103,950
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	372,888	15,103,950

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 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
38378T-X8-8	GNR 2013-109 M		09/20/2013	PIERPONT SECURITIES		1,022,177	975,244	2,276	1
0599999 - Bonds - U.S. Governments						1,022,177	975,244	2,276	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									
3136AG-DN-9	FNR 2013-97 EK		09/20/2013	MORGAN STANLEY & CO		1,025,000	1,000,000	2,000	1
3138AW-4W-0	FN AJ5336		09/25/2013	RAYMOND JAMES		743,671	717,872	1,735	1
31418A-YX-0	FN MA1625		09/20/2013	CRT GOVERNMENT SECURITIES		1,040,781	1,000,000	2,000	1
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Government and Their Political Subdivisions						2,809,452	2,717,872	5,735	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
05529S-AC-3	BBCMS 2013-TYSN A2		09/20/2013	CRT GOVERNMENT SECURITIES		1,037,813	1,000,000	2,504	1FE
29379V-AS-2	ENTERPRISE PRODUCTS OPERATING		09/24/2013	WELLS FARGO		526,425	500,000	2,489	2FE
316773-CK-4	FIFTH THIRD BANCORP		09/20/2013	CITIGROUP		422,096	400,000	2,417	2FE
36192L-AA-3	GSMS 2012-SHOP A		09/20/2013	MERRILL LYNCH		200,281	200,000	391	1FM
437076-BB-7	HOME DEPOT INC		09/24/2013	STIFEL NICOLAUS		506,215	500,000	531	1FE
446150-AH-7	HUNTINGTON BANCSHARES		09/20/2013	JEFFERIES & CO		499,220	500,000	1,914	2FE
57629W-BS-8	MASSMUTUAL GLOBAL FUNDIN		07/26/2013	MORGAN STANLEY & CO		399,264	400,000		1FE
58768V-AD-3	MBALT 2013-A A4		09/20/2013	MERRILL LYNCH		1,000,625	1,000,000	200	1FE
744320-BW-4	PRUDENTIAL FINANCIAL INC		09/20/2013	NOMURA SECURITIES INT'L INC		503,735	500,000	1,278	2FE
78573A-AB-6	SABMILLER HOLDINGS INC		09/24/2013	BANK OF AMERICA		514,385	500,000	2,450	2FE
900212-AG-6	TURLOCK CORP		09/20/2013	BANK OF AMERICA		295,212	300,000	1,788	2FE
92936C-AJ-8	WFRBS 2011-C4 A4		09/25/2013	CANTOR FITZGERALD		440,625	400,000	1,580	1FE
94973V-BC-0	WELLPOINT INC		09/20/2013	BARCLAYS CAPITAL		297,159	300,000	1,094	2FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						6,643,055	6,500,000	18,636	XXX
Bonds - Hybrid Securities									
Bonds - Parent, Subsidiaries, and Affiliates									
8399997 - Subtotals- Bonds - Part 3						10,474,684	10,193,116	26,647	XXX
8399999 - Subtotals - Bonds						10,474,684	10,193,116	26,647	XXX
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						10,474,684	XXX	26,647	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identi-fication	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
Bonds - U.S. Governments																					
38378D-CE-3	GNR 2012-17 KG		09/01/2013	MBS PAYDOWN		22,432	22,432	23,214			(32)		(32)		22,432				180	07/20/2039	1
0599999 - Bonds - U.S. Governments						22,432	22,432	23,214			(32)		(32)		22,432				180	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																					
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
Bonds - Hybrid Securities																					
Bonds - Parent, Subsidiaries, and Affiliates																					
8399997 - Subtotals - Bonds - Part 4						22,432	22,432	23,214			(32)		(32)		22,432				180	XXX	XXX
8399999 - Subtotals - Bonds						22,432	22,432	23,214			(32)		(32)		22,432				180	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						22,432	XXX	23,214			(32)		(32)		22,432				180	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

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
JP Morgan Chase Elk Grove Village, IL 60007					3,680,162	4,301,581	1,289,873	XXX
Comerica Bank Detroit, MI 48275					3,552,018	3,554,503	254,381	XXX
Frost Escrow San Antonio, TX 78296					99,981	99,981	99,981	XXX
0199998 Deposits in ..... depositories that do not exceed the allowable limit in any one depository (See Instructions) - Open Depositories	XXX	XXX						XXX
0199999 Total Open Depositories	XXX	XXX			7,332,161	7,956,065	1,644,234	XXX
0399999 Total Cash on Deposit	XXX	XXX			7,332,161	7,956,065	1,644,234	XXX
0499999 Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999 Total	XXX	XXX			7,332,161	7,956,065	1,644,234	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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