



QUARTERLY STATEMENT

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

American Service Insurance Company, Inc.

NAIC Group Code	1326 (Current Period)	1326 (Prior Period)	NAIC Company Code	42897	Employer's ID Number	36-3223936
Organized under the Laws of	Illinois		State of Domicile or Port of Entry	Illinois		
Country of Domicile	United States					
Incorporated/Organized	03/11/1983		Commenced Business	04/18/1983		
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)			
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)		847-700-8280 (Fax Number)			

OFFICERS

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

OTHER OFFICERS

Bruce Wayne Giles	VP Product Development & Underwriting	Joseph Raymond Shugrue	VP Claims
-------------------	---------------------------------------	------------------------	-----------

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
President, CEO

Paul Anthony Romano
VP Finance, CFO, Treasurer

Leslie Patterson DiMaggio
Secretary, VP Operations & IT

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

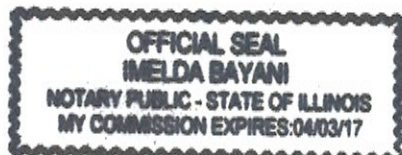
Imelda Bayani, Senior Staff Accountant
04/03/2017

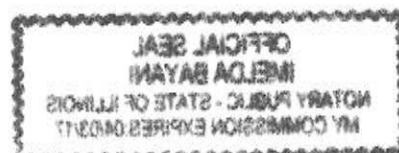
a. Is this an original filing?

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	68,032,578		68,032,578	74,476,369
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	375,000		375,000	1,571,412
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)	165,947		165,947	165,947
5. Cash (\$837,782), cash equivalents (\$) and short-term investments (\$6,648,744)	7,486,526		7,486,526	13,964,182
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets	1,999,124		1,999,124	2,009,826
9. Receivables for securities	1,186,425		1,186,425	
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	79,245,600		79,245,600	92,187,736
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	367,885		367,885	358,381
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	3,096,003	61,631	3,034,372	2,603,670
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	13,334,165		13,334,165	7,451,376
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	5,020,580		5,020,580	2,701,116
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	10,152		10,152	10,152
18.2 Net deferred tax asset	8,211,004	4,623,512	3,587,492	5,032,307
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	1,484,863	1,320,976	163,887	44,258
21. Furniture and equipment, including health care delivery assets (\$)	494,933	494,933		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	723,385		723,385	138,660
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	1,839,650	830,304	1,009,347	1,050,467
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	113,828,221	7,331,356	106,496,864	111,578,123
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	113,828,221	7,331,356	106,496,864	111,578,123
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. Other assets - appeal bond	1,000,000		1,000,000	1,000,000
2502. Other receivables	6,505		6,505	9,676
2503. Receivable from pools	2,842		2,842	791
2598. Summary of remaining write-ins for Line 25 from overflow page	830,304	830,304		40,000
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	1,839,650	830,304	1,009,347	1,050,467

STATEMENT AS OF JUNE 30, 2013 OF THE American Service Insurance Company, Inc.

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 7,300,633)	40,299,241	39,487,918
2. Reinsurance payable on paid losses and loss adjustment expenses	6,986,856	3,753,374
3. Loss adjustment expenses	5,071,312	5,582,996
4. Commissions payable, contingent commissions and other similar charges	360,605	197,566
5. Other expenses (excluding taxes, licenses and fees)	797,060	634,500
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	262,063	600,111
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 \$ 16,874,892 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)	15,141,351	16,342,502
10. Advance premium		
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	7,039,945	2,742,949
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others	150,247	158,870
15. Remittances and items not allocated	28,781	5,141
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	367	99,527
20. Derivatives		
21. Payable for securities		1,038
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	2,691,046	3,346,350
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	78,828,873	72,952,842
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	78,828,873	72,952,842
29. Aggregate write-ins for special surplus funds	166,012	187,351
30. Common capital stock	3,000,004	3,000,004
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	75,408,741	87,408,741
35. Unassigned funds (surplus)	(50,906,767)	(51,970,815)
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)	27,667,990	38,625,281
38. Totals (Page 2, Line 28, Col. 3)	106,496,864	111,578,123
DETAILS OF WRITE-INS		
2501. Retroactive reinsurance reserve assumed	2,620,658	3,237,791
2502. Escheatables	70,388	108,559
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	2,691,046	3,346,350
2901. Deferred gain on real estate	166,012	187,351
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)	166,012	187,351
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 \$ 15,099,307)	12,006,256	11,791,893	21,794,394
1.2 Assumed (written \$ 27,035,102)	23,385,438	6,867,014	22,314,687
1.3 Ceded (written \$ 26,907,392)	18,963,525	7,555,880	17,012,460
1.4 Net (written \$ 15,227,017)	16,428,169	11,103,027	27,096,621
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 10,904,974):			
2.1 Direct	5,394,960	6,514,932	8,669,355
2.2 Assumed	11,369,063	4,087,572	12,628,412
2.3 Ceded	8,991,822	4,163,152	7,591,845
2.4 Net	7,772,201	6,439,352	13,705,922
3. Loss adjustment expenses incurred	2,836,988	1,515,250	4,911,940
4. Other underwriting expenses incurred	5,145,261	3,940,175	9,928,216
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	15,754,450	11,894,777	28,546,078
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	673,719	(791,750)	(1,449,457)
INVESTMENT INCOME			
9. Net investment income earned	669,543	842,947	2,124,939
10. Net realized capital gains (losses) less capital gains tax of \$	1,815,366	87,189	779,930
11. Net investment gain (loss) (Lines 9 + 10)	2,484,908	930,136	2,904,869
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 2,931 amount charged off \$ 51,483)	(48,552)	(3,868,341)	(3,866,701)
13. Finance and service charges not included in premiums	87,739	69,065	157,505
14. Aggregate write-ins for miscellaneous income	135,596	71,576	206,293
15. Total other income (Lines 12 through 14)	174,783	(3,727,700)	(3,502,903)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	3,333,411	(3,589,314)	(2,047,491)
17. Dividends to policyholders	2,048		
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)	3,331,363	(3,589,314)	(2,047,491)
19. Federal and foreign income taxes incurred			(401,782)
20. Net income (Line 18 minus Line 19)(to Line 22)	3,331,363	(3,589,314)	(1,645,709)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	38,625,281	37,355,569	37,355,569
22. Net income (from Line 20)	3,331,363	(3,589,314)	(1,645,709)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (72,012)	(139,788)	122,105	289,569
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(461,685)	410,098	623,188
27. Change in nonadmitted assets	(1,665,842)	1,905,698	1,944,161
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		(128,848)	(128,848)
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	(12,000,000)		
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	(21,339)	208,691	187,351
38. Change in surplus as regards policyholders (Lines 22 through 37)	(10,957,291)	(1,071,570)	1,269,712
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	27,667,990	36,283,999	38,625,281
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	132,773	73,099	191,171
1402. Miscellaneous income	3,784	3,826	22,909
1403. Fines and penalties	(960)	(5,454)	(7,892)
1498. Summary of remaining write-ins for Line 14 from overflow page		105	105
1499. TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)	135,596	71,576	206,293
3701. Change in deferred gain on real estate	(21,339)	208,691	187,351
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)	(21,339)	208,691	187,351

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.....	13,161,718	15,767,617	35,127,402
2. Net investment income	997,897	73,297	1,827,628
3. Miscellaneous income	174,783	(3,727,700)	(3,502,903)
4. Total (Lines 1 to 3)	14,334,397	12,113,214	33,452,127
5. Benefit and loss related payments	6,580,443	13,923,894	22,926,449
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	8,310,224	8,585,619	17,457,580
8. Dividends paid to policyholders	2,048		
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....		10,000	10,000
10. Total (Lines 5 through 9)	14,892,714	22,519,513	40,394,029
11. Net cash from operations (Line 4 minus Line 10)	(558,317)	(10,406,299)	(6,941,902)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	53,283,833	19,787,638	43,199,639
12.2 Stocks	1,388,368		1,630,734
12.3 Mortgage loans			
12.4 Real estate		13,325,073	13,325,073
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds	877		1,038
12.8 Total investment proceeds (Lines 12.1 to 12.7)	54,673,078	33,112,711	58,156,484
13. Cost of investments acquired (long-term only):			
13.1 Bonds	45,764,170	23,720,911	42,565,979
13.2 Stocks			995,476
13.3 Mortgage loans			
13.4 Real estate		(356,110)	(356,110)
13.5 Other invested assets			2,000,000
13.6 Miscellaneous applications	1,187,463		
13.7 Total investments acquired (Lines 13.1 to 13.6)	46,951,633	23,364,801	45,205,345
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)	7,721,444	9,747,910	12,951,139
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.....	(12,000,000)		
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).....	(1,640,783)	(3,172,132)	(4,785,471)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(13,640,783)	(3,172,132)	(4,785,471)
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)	(6,477,656)	(3,830,521)	1,223,766
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	13,964,182	12,740,415	12,740,415
19.2 End of period (Line 18 plus Line 19.1)	7,486,526	8,909,894	13,964,182

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

20.0001. Transferred leasehold improvements from real estate to fixed assets.....		501,110	501,110
---	--	---------	---------

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

A. Accounting Practices

The accompanying financial statements of American Service Insurance Company, Inc. (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	\$	849,716
2.	12 Months or Longer	\$	0

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

1.	Less than 12 Months	\$	29,159,538
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.

10. Information Concerning Parent, Subsidiaries and Affiliates:

A., B., & C.

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

NOTES TO FINANCIAL STATEMENTS

On January 2, 2013 and March 22, 2013, the Company paid extraordinary dividends of \$7.3 million and \$4.7 million, respectively, to its parent AIA.

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:

No significant changes.

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

No significant changes.

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

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

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

No significant changes.

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

No significant changes.

20. Fair Value Measurement:

A.

1) Fair Value Measurements at Reporting Date

<u>Description</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
a. Assets at fair value				
Common Stock				
Industrial and Misc.	\$375,000	\$ 0	\$ 0	\$375,000
Total assets at fair value	\$375,000	\$ 0	\$ 0	\$375,000

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.

C. Fair Value Measurements of All Financial Instruments

<u>Type of Financial Instrument</u>	<u>Aggregate Fair Value</u>	<u>Admitted Assets</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Not Practicable (Carrying Value)</u>
Long Term Bonds	\$66,239,019	\$68,032,578	\$5,871,756	\$60,367,263	\$0	\$0
Common Stock	\$375,000	\$375,000	\$375,000	\$0	\$0	\$0
Short Term Bonds	\$6,647,725	\$6,648,744	\$4,580,343	\$2,067,382	\$0	\$0

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

21. Other Items:

No significant changes.

NOTES TO FINANCIAL STATEMENTS

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 \$45.1 million. As of June 30, 2013, \$8.1 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 \$37.0 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 June 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. The Company is a member of an intercompany pooling arrangement in 2013 as follows:

<u>NAIC#</u>	<u>Company</u>	<u>Pool Member Status</u>	<u>%</u>
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.

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 ☒
- 1.2 If yes, has the report been filed with the domiciliary state? Yes ☐ No ☐

- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes ☐ No ☒
- 2.2 If yes, date of change:

- 3.1 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes ☐ No ☒

- 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 ☒

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

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

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

- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010

- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010

- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/29/2012

- 6.4 By what department or departments?

Illinois Department of Insurance.....

- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes ☐ No ☐ NA ☒

- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes ☒ No ☐ NA ☐

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

- 7.2 If yes, give full information:
.....

- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes ☐ No ☒

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

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes ☐ No ☒

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

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

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes ☒ No ☐
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
.....
- 9.2 Has the code of ethics for senior managers been amended? Yes ☐ No ☒
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
.....
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes ☐ No ☒
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).
.....

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?..... Yes ☒ No ☐
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$388

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes ☐ No ☒
- 11.2 If yes, give full and complete information relating thereto:
.....
12. Amount of real estate and mortgages held in other invested assets in Schedule BA:\$
13. Amount of real estate and mortgages held in short-term investments:\$
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes ☐ No ☒
- 14.2 If yes, please complete the following:

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

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes ☐ No ☒
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes ☐ No ☐
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

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

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

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

\$

\$

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

- 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 ☒ No ☐

- If yes, attach an explanation.

- If yes, attach an explanation.

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

- 4.2 If yes, complete the following schedule:

5. Operating Percentages:

- 6.4 If yes, please provide the balance of the funds administered as of the reporting date..... \$ _____

Gateway Insurance Company became a member of the pool effective January 1, 2013. The Company's participation changed from 70% to 50%.

Showing All New Reinsurers - Current Year to Date

1	2	3	4	5
NAIC Company Code	Federal ID Number	Name of Reinsurer	Domiciliary Jurisdiction	Is Insurer Authorized? (Yes or No)
28339	43-0762309	AFFILIATES GATEWAY INS CO	MO	Yes
		US INSURERS		
		POOLS AND ASSOCIATIONS		
		ALL OTHER INSURERS		

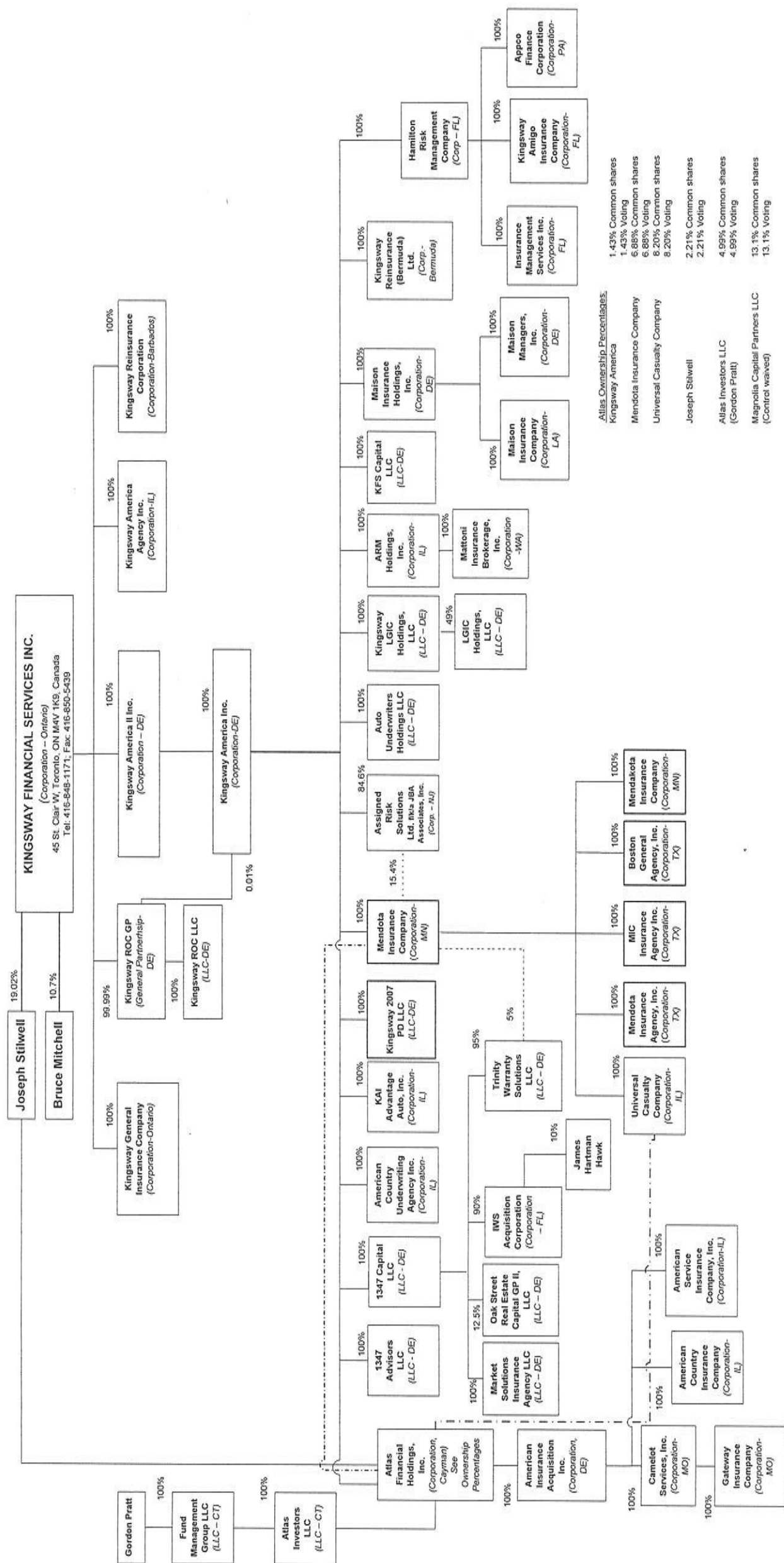
SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, etc.	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2	3	4	5	6	7
	Active Status	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date
1. Alabama	AL L	287,063	43,564	(1,354)	43,725	102,017	95,110
2. Alaska	AK L						
3. Arizona	AZ L	638,599	159,515	11,935	3,665	217,540	21,758
4. Arkansas	AR L	77,302	78,892	28,915		105,269	5,618
5. California	CA N						
6. Colorado	CO L	235,966	138,287	10,423	4,914	181,226	11,365
7. Connecticut	CT N						
8. Delaware	DE L						
9. Dist. Columbia	DC L						
10. Florida	FL L			15,307	86,703	9,868	3,961
11. Georgia	GA L	1,876,543	602,351	124,474	300	497,536	150,617
12. Hawaii	HI L						
13. Idaho	ID L	51,725	52,010	5,225		43,207	5,364
14. Illinois	IL L	6,061,196	5,814,138	3,891,892	8,602,159	16,317,577	25,243,991
15. Indiana	IN L	203,021	23,469	340,415	1,099,552	2,544,929	2,893,909
16. Iowa	IA L						
17. Kansas	KS L	373,698	14,497	33,412		78,286	1,236
18. Kentucky	KY L						
19. Louisiana	LA L	1,301,763	304,098	617,977	357,708	2,038,827	1,487,009
20. Maine	ME N						
21. Maryland	MD L	248,666	302,441	48,529	13,287	139,371	17,627
22. Massachusetts	MA L						
23. Michigan	MI L						
24. Minnesota	MN L						
25. Mississippi	MS L	149,866	59,627	77,359	16,548	102,769	176,179
26. Missouri	MO L	713,321	509,798	346,485	246,555	399,310	562,397
27. Montana	MT L						
28. Nebraska	NE L						
29. Nevada	NV L						
30. New Hampshire	NH N						
31. New Jersey	NJ L	(186,004)	5,258	67,803	5,501	176,962	196,856
32. New Mexico	NM L	(181,966)		3,345		60,410	
33. New York	NY L						
34. No. Carolina	NC L						
35. No. Dakota	ND L						
36. Ohio	OH L	765,914	328,378	295,217	412,563	1,772,437	2,019,692
37. Oklahoma	OK L						
38. Oregon	OR L	103,835	31,217	11,171	(76)	25,103	4,427
39. Pennsylvania	PA L						
40. Rhode Island	RI N						
41. So. Carolina	SC L	706,111	252,266	121,060	60,189	330,277	227,849
42. So. Dakota	SD L						
43. Tennessee	TN L	557,177	99,888	130,788	2,266	170,581	49,642
44. Texas	TX L				27,452	137,501	96,449
45. Utah	UT L	20,136	24,194			6,933	1,159
46. Vermont	VT L						
47. Virginia	VA L	1,095,375	656,554	421,348	1,210,172	1,217,570	1,855,959
48. Washington	WA L						
49. West Virginia	WV L						
50. Wisconsin	WI N						
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			114,271	24,398	345,494	422,538
59. Totals	(a) 45	15,099,307	9,500,442	6,715,996	12,217,581	27,021,000	35,550,712
DETAILS OF WRITE-INS							
58001. MEX Mexico	XXX			114,271	24,398	345,494	422,538
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			114,271	24,398	345,494	422,538

(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
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)	
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	19.0	Joseph Stilwell	
00000		00000	98-0475673			New York Stock Exchange	Kingsway Financial Services, Inc.	CAN	UIP	Bruce Mitchell	Ownership	10.7	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	28-4634906				KFS Capital, LLC	DE	NIA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
00000		00000	27-5466079			NASDAQ	Atlas Financial Holdings, Inc.	CAN	UIP	Kingsway America Inc.	Ownership	1.4	Kingsway Financial Services, Inc.	
00000		00000	27-5466079			NASDAQ	Atlas Financial Holdings, Inc.	CAN	UIP	Mendota Insurance Company	Ownership	6.9	Kingsway Financial Services, Inc.	
00000		00000	27-5466079			NASDAQ	Atlas Financial Holdings, Inc.	CAN	UIP	Universal Casualty Company	Ownership	8.2	Kingsway Financial Services, Inc.	
00000		00000	27-5466079			NASDAQ	Atlas Financial Holdings, Inc.	CAN	UIP	Atlas Investors, LLC	Ownership	5.0	Gordon Pratt	
00000		00000	27-5466079			NASDAQ	Atlas Financial Holdings, Inc.	CAN	UIP	Joseph Stilwell	Ownership	2.2	Joseph Stilwell	
00000		00000	27-5466079			NASDAQ	Atlas Financial Holdings, Inc.	CAN	UIP	Magnolia Capital Partners LLC	Ownership	13.1	Magnolia Capital Partners LLC	
00000		00000	27-3539769				American Insurance Acquisition, Inc.	DE	UDP	Atlas Financial Holdings, 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	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Influence-in-Fact, Ownership, 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	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		American Insurance Acquisition, Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	43-1227293				Camelot Services, Inc	MO	NIA	American Insurance 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				TWS Acquisition Corporation	FL	NIA	1347 Capital LLC	Ownership	90.0	Kingsway Financial Services Inc	
00000		00000	45-4281618				TWS 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	98-0622417				Kingsway Reinsurance (Bermuda)	BMU	IA	Kingsway America Inc	Ownership	100.0	Kingsway Financial Services, Inc	
00000		00000	26-0385185				Kingsway 2007 PD LLC	DE	NIA	Kingsway America 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	

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)	
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.	
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	WV	IA	Kingsway America Inc.	Ownership	100.0	Kingsway Financial Services, Inc.	
01326	Kingsway America Incorporated	22454	31-1160863				Mendakota Insurance Company	WV	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				Apoco Finance Corp.	PA	NIA	Hamilton Risk Management Company	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	221,708	84,415	38.1	59.7
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	229	635,334	277,523.2	61.4
19.3,19.4 Commercial auto liability	8,799,142	3,267,915	37.1	53.8
21. Auto physical damage	754,326	294,294	39.0	55.9
22. Aircraft (all perils)				
23. Fidelity				
24. Surety	2,230,851	1,113,002	49.9	52.1
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	12,006,256	5,394,960	44.9	55.2
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.....	130,778	296,044	135,461
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		(138)	(288,273)
19.3,19.4 Commercial auto liability	5,013,947	11,529,237	6,831,822
21. Auto physical damage	501,913	1,236,903	267,140
22. Aircraft (all perils)			
23. Fidelity			
24. Surety	949,563	2,037,261	2,554,292
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	6,596,201	15,099,307	9,500,442
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page.....			
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2013 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11 + 12)
1. 2010 + Prior	22,892	1,753	24,645	8,556	522	9,078	13,534	1,504	1,568	16,606	(802)	1,841	1,039
2. 2011	5,194	3,050	8,244	(1,317)	161	(1,156)	5,855	651	1,306	7,812	(656)	(932)	(1,588)
3. Subtotals 2011 + prior	28,086	4,803	32,889	7,239	683	7,922	19,389	2,155	2,874	24,418	(1,458)	909	(549)
4. 2012	8,166	4,016	12,182	(208)	329	121	10,125	1,125	1,367	12,617	1,751	(1,195)	556
5. Subtotals 2012 + prior	36,252	8,819	45,071	7,031	1,012	8,043	29,514	3,280	4,241	37,035	293	(286)	7
6. 2013	XXX	XXX	XXX	XXX	2,267	2,267	XXX	4,398	3,936	8,334	XXX	XXX	XXX
7. Totals	36,252	8,819	45,071	7,031	3,279	10,310	29,514	7,678	8,177	45,369	293	(286)	7
8. Prior Year-End Surplus As Regards Policyholders	38,625												
											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. 0.8	2. (3.2)	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.


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


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


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


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

OVERFLOW PAGE FOR WRITE-INS

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

	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
2504. Other receivables - property tax.....	421,502	421,502		
2505. Prepaid expense.....	375,203	375,203		
2506. Other assets - security deposit.....	28,598	28,598		
2507. Bail bond deposit - Cook County, IL.....	5,000	5,000		
2508. State income tax receivable.....				40,000
2597. Summary of remaining write-ins for Line 25 from Page 02	830,304	830,304		40,000

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

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. Gain on sale of fixed assets.....		105	105
1405.			
1497. Summary of remaining write-ins for Line 14 from Page 04		105	105

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	165,947	13,633,735
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		(356,110)
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		213,395
5. Deduct amounts received on disposals		13,325,073
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)	165,947	165,947
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	165,947	165,947

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)		

NONE**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	2,009,826	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		2,000,000
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	(9,826)	9,826
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	876	
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	1,999,124	2,009,826
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	1,999,124	2,009,826

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	76,047,783	76,407,852
2. Cost of bonds and stocks acquired	45,764,170	43,561,455
3. Accrual of discount	13,110	26,299
4. Unrealized valuation increase (decrease)	(201,974)	428,916
5. Total gain (loss) on disposals	1,815,366	1,181,712
6. Deduct consideration for bonds and stocks disposed of	54,672,201	44,830,373
7. Deduct amortization of premium	358,675	728,078
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)	68,407,579	76,047,783
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	68,407,579	76,047,783

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)	63,734,289	49,745,549	44,658,659	16,235	63,734,289	68,837,414		67,067,558
2. Class 2 (a)	10,765,315	3,881,618	8,596,540	(206,489)	10,765,315	5,843,904		11,203,874
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	74,499,604	53,627,167	53,255,199	(190,254)	74,499,604	74,681,318		78,271,432
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	74,499,604	53,627,167	53,255,199	(190,254)	74,499,604	74,681,318		78,271,432

(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	6,648,744	XXX	6,662,593	22	16,331

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.....	3,795,063	11,287,677
2. Cost of short-term investments acquired	24,206,190	39,316,715
3. Accrual of discount		
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	21,338,659	46,809,329
7. Deduct amortization of premium.....	13,850	
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other than temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	6,648,744	3,795,063
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11)	6,648,744	3,795,063

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
(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....		
2. Cost of cash equivalents acquired	475,955	
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals.....		
6. Deduct consideration received on disposals	475,000	
7. Deduct amortization of premium	955	
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)		
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		

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 ^(e)
Bonds - U.S. Governments									
36200K-J3-2	GN 603382		05/09/2013	TRANSFER		71,695	65,248		80
623570			05/09/2013	TRANSFER		75,445	64,905		87
362040-HE-2	GN 366629		05/09/2013	TRANSFER		7,931	7,183		10
38373M-6X-3	GNR 2009-37 A		05/09/2013	TRANSFER		30,033	29,865		20
38373M-VH-7	GNR 2007-12 C		05/09/2013	TRANSFER		193,259	170,000		199
383766-6H-8	GNR 2011-152 C		05/09/2013	TRANSFER		1,612,470	1,500,000		1,097
383766-E1-3	GNR 2010-16 B		05/09/2013	TRANSFER		395,806	350,000		357
383766-GV-6	GNR 2010-52 B		05/09/2013	TRANSFER		548,940	500,000		479
383766-SC-5	GNR 2010-83 C		05/09/2013	TRANSFER		355,037	328,842		251
383766-TE-0	GNR 2010-110 C		05/09/2013	TRANSFER		387,310	350,000		281
383788-7E-3	GNR 2013-33 AC		06/17/2013	88S GREENWICH CAPITAL		976,167	993,555		915
383788-EF-2	GNR 2012-28 A		05/09/2013	TRANSFER		990,597	972,174		389
383788-R3-5	GNR 2012-142 AB		05/09/2013	TRANSFER		297,095	296,833		88
383788-CE-3	GNR 2012-17 KG		04/19/2013	MORGAN STANLEY & CO		559,533	540,693		864
05999999 - Bonds - U.S. Governments						6,505,316	6,169,298	5,117	XXI
Bonds - All Other Governments									
Bonds - U.S. States, Territories and Possessions									
246380-4B-2	DELAWARE ST		05/09/2013	TRANSFER		175,779	150,000		705
373384-AZ-5	GEORGIA ST		05/09/2013	TRANSFER		1,174,250	1,000,000		1,001
605580-6F-1	MISSISSIPPI ST		05/09/2013	TRANSFER		110,897	100,000		75
605580-6D-7	MISSISSIPPI ST		05/09/2013	TRANSFER		186,652	175,000		525
68607L-JP-7	OREGON ST		05/09/2013	TRANSFER		434,917	350,000	8,851	IFE
17999999 - Bonds - U.S. States, Territories and Possessions						2,082,495	1,775,000	11,157	XXI
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
360046-P9-1	FULTON CNTY GA		05/09/2013	TRANSFER		83,290	75,000		927
815626-00-3	SEDMOIX CNTY KS UNIF SCH DIST		05/09/2013	TRANSFER		736,703	570,000	3,742	IFE
24999999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						821,993	645,000	4,669	XXI
Bonds - U.S. Special Revenue									
01030L-8X-2	ALABAMA ST INCENTIVES FINE AUT		05/09/2013	TRANSFER		202,190	175,000		1,609
31294J-AE-3	FG E00677		05/09/2013	TRANSFER		2,079	2,034		3
312960-S2-7	FG A15937		05/09/2013	TRANSFER		135,483	124,519		152
31373U-UC-9	FN 303979		05/09/2013	TRANSFER		13,568	11,282		19
31374T-AV-8	FN 323572		05/09/2013	TRANSFER		525,675	500,000		444
31374M-04-6	FHR 3768 PB		05/09/2013	TRANSFER		541,185	500,000		444
31374S-00-5	FHR 3789 PD		05/09/2013	TRANSFER		540,605	500,000		389
31374B-J3-6	FHR 3874 GW		05/09/2013	TRANSFER		973,450	951,267		423
31374T-6B-3	FHR 4098 HA		05/09/2013	TRANSFER		4,018	3,452		5
31380D-FN-1	FN 436781		05/09/2013	TRANSFER		30,485	25,814		37
31387B-CN-1	FN 578885		05/09/2013	TRANSFER		24,772	24,772		33
31388R-AM-6	FN 612928		05/09/2013	TRANSFER		23,594	22,169		27
31388R-GV-3	FN 612312		05/09/2013	TRANSFER		408,097	372,783		414
313842-W4-7	FN AH1566		05/09/2013	TRANSFER		899,521	766,898		511
31387T-TM-4	FN AK3264		05/09/2013	TRANSFER		439,796	404,541		360
31386G-HR-8	FN AL0239		05/09/2013	TRANSFER		531,520	500,000		389
31397U-RX-7	FN 2011-63 VM		05/09/2013	TRANSFER		140,645	129,436		144
31401X-WH-6	FN 721648		05/09/2013	TRANSFER		77,781	70,657		94
31407T-JK-7	FN 840066		05/09/2013	TRANSFER		89,355	85,189		119
31408J-CV-5	FN 852487		05/09/2013	TRANSFER		94,902	85,189		114
314100-XX-3	FN 866394		05/09/2013	TRANSFER		167,231	150,116		200
31411K-EA-1	FN 910155		05/09/2013	TRANSFER		150,808	135,078		180
31412X-20-6	FN 938283		05/09/2013	TRANSFER		1,463,997	1,379,086		1,073
31419A-WH-4	FN AEO828		05/09/2013	TRANSFER		450,000	450,000		1
454624-61-8	INDIANA ST BOND BANK REVENUE		06/05/2013	CITY SECURITIES		196,690	175,000		IFE
454624-S3-2	INDIANA ST BOND BANK REVENUE		05/09/2013	TRANSFER		176,726	150,000		IFE
575579-VJ-3	MASSACHUSETTS BAY WA TRANSPRTN		05/09/2013	TRANSFER		174,069	150,000		IFE
68607V-XS-9	OREGON ST DEPT OF ADMIN SVCS L		05/09/2013	TRANSFER		174,832	165,000		IFE
914455-K2-2	UNIV OF MICHIGAN MI		05/09/2013	TRANSFER		1,008,900	950,000		IFE
92807S-FY-7	VIRGINIA ST PORT AUTH CIVIL TH P		05/09/2013	TRANSFER					

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)
938240-CF-3	WASHINGTON CNTY OR CLEAN WTR S		05/09/2013	TRANSFER		406,497	350,000	1,673	IFE
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Government and Their Political Subdivisions						9,990,206	9,313,465	26,447	XX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
009363-AP-7	AIRGAS INC		05/09/2013	TRANSFER		415,174	415,000	2,327	2FE
025537-AF-8	AMERICAN ELECTRIC POWER		06/21/2013	JEFFERIES & CO		195,374	200,000	101	2FE
03076C-AD-8	AMERIPRISE FINANCIAL INC		05/09/2013	TRANSFER		195,914	150,000	3,985	IFE
031162-AZ-3	ANGEN INC		05/09/2013	TRANSFER		89,630	75,000	1,164	2FE
035231-BH-0	ANHEUSER-BUSCH INBEV NOR		05/09/2013	TRANSFER		810,013	625,000	20,768	IFE
037411-AV-7	APACHE CORP		05/09/2013	TRANSFER		94,690	75,000	776	IFE
06051G-EH-8	BANK OF AMERICA CORP		05/09/2013	TRANSFER		115,140	100,000	2,444	IFE
064084-BV-4	BANK OF NEW YORK MELLON		05/09/2013	TRANSFER		1,010,350	925,000	4,196	IFE
084670-AV-0	BERKSHIRE HATHAWAY INC		05/09/2013	TRANSFER		183,421	175,000	1,369	IFE
097023-BE-4	BOEING CO		04/30/2013	CITIGROUP		222,523	225,000		IFE
10112K-AI-1	BOSTON PROPERTIES LP		05/09/2013	TRANSFER		38,395	35,000	626	2FE
125509-BR-9	CIGNA CORP		06/07/2013	BARCLAYS CAPITAL		525,480	500,000	1,031	2FE
144141-CZ-9	PROGRESS ENERGY CAROLINA		05/09/2013	TRANSFER		180,794	150,000	2,518	IFE
14912L-SN-7	CATERPILLAR FINANCIAL SE		05/09/2013	TRANSFER		424,720	425,000	570	IFE
161571-FS-8	CHAIT 2012-A9 A9		05/09/2013	TRANSFER		1,000,900	1,000,000	233	IFE
166764-AE-0	CHEVRON CORP		06/17/2013	BARCLAYS CAPITAL		980,000	980,000		IFE
173067-AD-1	CCMT 2004-C1 A4		05/09/2013	TRANSFER		672,055	650,000	811	IFM
17319K-AA-7	CCMT 2013-SIP A		05/09/2013	TRANSFER		229,478	223,881	105	IFE
244199-BG-8	DEERE & COMPANY		05/09/2013	TRANSFER		116,222	100,000	280	IFE
25746U-BJ-7	DOMINION RESOURCES INC		05/09/2013	TRANSFER		77,516	75,000	319	2FE
268648-AP-7	EMC CORP		06/03/2013	BANK OF AMERICA		974,444	975,000		IFE
316773-CX-4	FIFTH THIRD BANCORP		05/09/2013	TRANSFER		80,155	75,000	785	2FE
33769D-AA-5	FECH 2013-1 A1		06/12/2013	CITIGROUP		899,999	900,000		IFE
36192L-AA-3	GSMS 2012-SHIP A		05/21/2013	MERRILL LYNCH		836,750	800,000	1,499	IFM
369623-BB-0	GENERAL ELEC CAP CORP		05/09/2013	TRANSFER		352,072	350,000	1,176	IFE
381431-AM-1	GOLDMAN SACHS GROUP INC		05/09/2013	TRANSFER		264,123	250,000	1,319	IFE
448210-AB-2	HFMT 2013-1A A		06/25/2013	NOMURA SECURITIES INT'L INC		996,953	1,000,000	151	IFE
46623H-JC-5	JPMORGAN CHASE & CO		05/09/2013	TRANSFER		167,396	150,000	1,523	IFE
487836-BB-3	KELLOGG CO		05/09/2013	TRANSFER		99,019	90,000	1,769	2FE
49228R-AC-7	KERN RIVER FUNDING CORP		05/09/2013	TRANSFER		235,984	212,745	355	IFE
494550-BJ-9	KINDER MORGAN ENERGY PARTNERS		05/09/2013	TRANSFER		645,456	600,000	4,477	2FE
58933V-AG-0	MERCK & CO INC		05/15/2013	JP MORGAN SECURITIES		279,353	280,000		IFE
674599-CC-7	OCCIDENTAL PETROLEUM COR		05/09/2013	TRANSFER		1,050,110	1,000,000	7,292	IFE
69352P-AG-8	PPL CAPITAL FUNDING INC		05/21/2013	CREDIT SUISSE FIRST BOSTON		329,670	330,000		2FE
713448-BM-9	PEPSICO INC		05/09/2013	TRANSFER		182,842	175,000	1,718	IFE
824348-AM-6	SHERWIN-WILLIAMS CO		05/09/2013	TRANSFER		181,755	175,000	2,188	IFE
828807-CB-0	SMON PROPERTY GROUP LP		05/09/2013	TRANSFER		55,825	50,000	905	IFE
857477-AL-7	STATE STREET CORP		05/09/2013	TRANSFER		99,838	100,000		IFE
91913V-AD-3	VALERO ENERGY CORP		05/09/2013	BANK OF AMERICA		106,277	100,000	1,213	2FE
941063-AQ-2	WASTE MANAGEMENT INC		05/09/2013	TRANSFER		85,137	75,000	652	2FE
942693-AB-8	ACTAVIS INC		05/22/2013	RBS GREENWICH CAPITAL		369,826	370,000	1,098	2FE
981593-AD-8	MOART 2012-B A4		05/09/2013	TRANSFER		1,004,590	1,000,000	540	IFE
878742-AV-7	TECK RESOURCES LIMITED	A	05/09/2013	TRANSFER		108,355	100,000	1,504	2FE
007924-AH-6	AEGION NV	F	05/09/2013	TRANSFER		162,953	150,000	3,045	IFE
126256-AC-8	CNOOC FINANCE 2013 LTD	F	06/03/2013	BANK OF AMERICA		375,826	400,000	883	IFE
25243Y-AU-3	DIAGEO CAPITAL PLC	F	04/24/2013	GOLDMAN SACHS & CO		199,510	200,000		IFE
25244S-JF-8	DIAGEO FINANCE BV	F	05/09/2013	TRANSFER		183,038	175,000	1,801	IFE
87938W-AQ-6	TELEFONICA EMISIOES SAU	F	04/17/2013	GOLDMAN SACHS & CO		240,000	240,000		2FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						18,145,315	17,426,626	79,516	XX
Bonds - Hybrid Securities									
Bonds - Parent, Subsidiaries, and Affiliates									
8399997 - Subtotals - Bonds - Part 3						37,545,327	35,329,389	126,906	XX
8399999 - Subtotals - Bonds						37,545,327	35,329,389	126,906	XX
Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)									
Preferred Stocks - Parent, Subsidiaries, and Affiliates									

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)
Common Stocks - Industrial and Miscellaneous									
Common Stocks - Parent, Subsidiaries, and Affiliates									
Common Stocks - Mutual Funds									
Common Stocks - Money Market Mutual Funds									

SCHEDULE D - PART 4

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

CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	7	8	9	10	Change in Book/Adjusted Carrying Value				17	18	19	20	21	22
									11	12	13	14	15					
					Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.		Total Gain (Loss) on Disposal	Bond Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments																		
36200W-J3-3	GN 601302	06/01/2013	MBS PAYDOWN		3,223	3,223	3,542	51,340							7,051	1,343	01/15/2033	1
36200W-VP-1	GN 610518	05/09/2013	VARIOUS		58,443	51,931	51,200	51,340		83		83		7,051			01/15/2033	1
36200W-VP-1	GN 610518	05/09/2013	MBS PAYDOWN		58,443	51,931	51,200	51,340									06/20/2034	1
362020-FF-3	CE 3250	06/01/2013	VARIOUS		1,449	1,449	1,665	8,136		2		2		1,641	1,641	250	11/20/2030	1
362020-FF-3	CE 3250	06/01/2013	VARIOUS		9,780	8,156	8,136	8,136									11/15/2033	1
362040-HE-2	GN 368629	06/01/2013	MBS PAYDOWN		38	38	64										03/16/2037	1
363320-63-3	GN 2009-37 A	06/01/2013	MBS PAYDOWN		14,212	14,212	14,252										03/16/2037	1
363766-30-1	GN 2011-119 D	05/09/2013	TRANSFER		1,075,050	1,000,000	1,017,188	1,015,945		(457)		(457)		59,562	59,562	15,362	04/16/2045	1
363766-30-1	GN 2011-119 D	05/09/2013	TRANSFER		1,063,660	1,000,000	1,029,219	1,026,495		(966)		(966)		58,131	58,131	15,361	03/16/2047	1
363766-30-3	GN 2009-105 A	06/01/2013	TRANSFER		499,146	499,146	519,486	536,823		(37,677)		(37,677)		11,366	11,366	7,010	12/16/2050	1
363766-30-3	GN 2009-105 A	06/01/2013	TRANSFER		529,500	500,000	524,844	520,301		(2,167)		(2,167)		6,583	6,583	6,583	09/16/2034	1
363766-30-5	GN 2010-83 C	06/01/2013	TRANSFER		94,621	94,621	103,022			(48)		(48)		24,563	24,563	17,556	09/16/2051	1
363766-30-5	GN 2010-83 C	06/01/2013	TRANSFER		1,095,030	1,000,000	1,077,148	1,072,818		(2,351)		(2,351)		7,863	7,863	3	09/16/2051	1
363766-FF-2	GN 2012-28 A	06/01/2013	MBS PAYDOWN		1,902	1,902	1,938										11/16/2042	1
363766-FF-2	GN 2012-28 A	06/01/2013	MBS PAYDOWN		550	550	551										11/16/2042	1
363766-FF-2	GN 2012-28 A	06/01/2013	MBS PAYDOWN		972,778	943,064	967,044	954,959		(1,420)		(1,420)		7,863	7,863	10,237	07/20/2039	1
363766-FF-3	GN 2012-17 AG	06/01/2013	VARIOUS		5,439,402	5,118,312	5,319,361	5,186,788		(45,005)		(45,005)		170,177	170,177	74,065	XX	XX
05999999 - 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 and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																		
31287N-F4-5	FE 052883	05/09/2013	VARIOUS		21,280	19,192	19,081	19,086		17		17		2,177	2,177	502	01/01/2032	1
31287N-F4-5	FE 052883	05/09/2013	VARIOUS		27,802	26,220	26,563	26,420		(25)		(25)		1,408	1,408	573	09/01/2017	1
31287N-F4-5	FE 052883	05/09/2013	VARIOUS		148,607	137,833	139,686	139,337		(406)		(406)		9,636	9,636	3,557	08/01/2038	1
31287N-F4-5	FE 052883	05/09/2013	VARIOUS		5,024	4,243	4,135	4,185		5		5		833	833	130	10/01/2030	1
31287N-F4-5	FE 052883	05/09/2013	VARIOUS		8,763	8,763	9,555										06/01/2014	1
31287N-F4-5	FE 052883	05/09/2013	MBS PAYDOWN		958,292	945,007	947,222	947,009		(138)		(138)		11,341	11,341	8,276	01/25/2041	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		3	3	4										01/01/2066	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		212	212	255										01/01/2066	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		347,442	353,522	352,281	352,281		(1,059)		(1,059)		7,824	7,824	3,768	11/15/2018	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		589,045	6,789	6,948			(1)		(1)		159	159	159	05/15/2040	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		19,014	19,014	19,030	19,030		(16)		(16)		17,708	17,708	149	05/15/2041	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		17,708	17,708	18,107	17,734		(26)		(26)		16,936	16,936	142	08/15/2041	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		16,936	16,936	17,188	16,951		(15)		(15)					12/01/2024	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		26	26	30										06/01/2031	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		30,988	29,505	29,836	27,587		(12)		(12)		1,478	1,478	728	12/01/2016	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		25,924	24,459	24,578	23,784		8,940		8,940		1,425	1,425	572	10/01/2016	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		8,940	8,940	9,786							16,856	16,856	19,738	12/01/2026	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		1,585,247	1,505,214	1,578,880	1,576,880		(8,489)		(8,489)		20,929	20,929	9,913	12/01/2026	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		798,051	758,316	782,724	780,064		(2,942)		(2,942)		48	48	48	02/01/2027	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		19,393	19,393	20,472			(3)		(3)					04/01/2041	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		4,042	4,042	4,394							10,487	10,487	432	05/01/2042	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		33,661	33,661	34,807	33,743		(82)		(82)		9,916	9,916	21	02/01/2036	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		1,018,331	980,019	1,010,492	1,009,151		(1,307)		(1,307)		14,506	14,506	2,076	10/01/2035	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		5,067	5,067	5,505							18,431	18,431	42	12/01/2035	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		85,903	88,442	95,273	95,344		644		644		23,706	23,706	21,803	04/01/2027	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		182,834	181,316	178,312	178,288		40		40		9,849	9,849	12,233	12/01/2041	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		124	124	135							10,148	10,148	15,800	09/01/2042	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		8,340	8,340	9,301							22,443	22,443	7,565	11/01/2025	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		3,144	3,144	3,503							13,129	13,129	6,163	10/15/2014	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		183,105	183,993	184,377	184,117		314		314		227,397	227,397	138,781	XX	XX
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		203,013	186,773	180,790	181,135		1,044		1,044						
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		7,400	7,400	8,281							23,706	23,706	21,803	04/01/2027	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		1,352,645	1,247,040	1,341,040	1,339,686		(10,544)		(10,544)		9,849	9,849	12,233	12/01/2041	1
313347-FL-1	FN 2012-70 HP	06/01/2013	VARIOUS		1,166,255	1,119,167	1,161,136	1,160,965		(3,833)		(3,833)		10,148	10,148	15,800	09/01/2042	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		1,249,972	1,249,972	1,249,972	1,249,972						22,443	22,443	7,565	11/01/2025	1
313347-FL-1	FN 2012-70 HP	06/01/2013	MBS PAYDOWN		31,649	31,649	33,597							13,129	13,129	6,163	10/15/2014	1
313347-FL-1	FN 2012-70 HP	06/01/2013	TRANSFER		553,853	523,649	533,958	532,769		(1,359)		(1,359)						
313347-FL-1	FN 2012-70 HP	06/01/2013	TRANSFER		388,560	375,000	376,418	375,535		(1,04)		(1,04)						
31999999 - 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)																		

SCHEDULE D - PART 4

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

1		2		3		4		5		6		7		8		9		10		11		12		13		14		15		16		17		18		19		20		21		22	
CUSIP Identification		Description		Filing		Disposal Date		Name of Purchaser		Number of Shares of Stock		Consideration		Par Value		Actual Cost		Prior Year Book/Adjusted Carrying Value		Unrealized Valuation Increase/ (Decrease)		Current Year's (Amortization)/ Accretion		Current Year's Other Than Temporary Impairment Recognized		Total Change in B./A.C.V. (11+12-13)		Total Foreign Exchange Change in B./A.C.V.		Book/ Adjusted Carrying Value at Disposal Date		Foreign Exchange Gain (Loss) on Disposal		Realized Gain (Loss) on Disposal		Total Gain (Loss) on Disposal		Bond Interest/Stock Dividends Received During Year		Stated Contractual Maturity Date		NAIC Designation or Market Indicator (a)	
002871-AE-3		ABBIE INC		TRANSFER		05/09/2013		TRANSFER				91,360		90,000		89,430		89,430				18								89,446				1,914		1,312		11/06/2022		2FE			
025331-AF-8		AMERICAN ELECTRIC POWER		TRANSFER		05/09/2013		TRANSFER				302,412		300,000		299,652		299,652				24								299,681				2,731		2,145		12/15/2017		2FE			
037411-AI-2		APACORP		TRANSFER		04/15/2013		MATURITY				1,000,000		1,000,000		1,007,427		1,000,000				(7,427)						1,000,000				2,731		26,250		04/15/2013		1FE					
05584E-BM-7		BCE PROPERTIES INC		TRANSFER		05/09/2013		TRANSFER				702,101		685,000		687,659		687,659				212						688,081				14,028		12,429		01/15/2021		2FE					
055881-AA-6		BNSF RAILWAY CO 2007-1 P		TRANSFER		05/09/2013		TRANSFER				415,801		346,567		346,567		346,567				15,233						346,567				69,264		19,506		04/01/2024		1FE					
059470-W3-9		BACH 2005-2 AM		TRANSFER		05/09/2013		TRANSFER				1,000,810		930,000		988,697		988,697				(8,832)						979,865				20,945		20,945		07/10/2043		1FE					
069470-PS-1		BACH 2004-1 AA		MBS PAYOUT		06/01/2013		MBS PAYOUT				15,064		15,064		15,223		15,223				(168)						15,054				20,945		20,945		11/10/2039		1FE					
069516-EU-9		BANK OF AMERICA CORP		TRANSFER		05/09/2013		TRANSFER				304,263		300,000		299,070		299,070				36						299,096				5,167		3,245		05/11/2039		1FE					
07383F-XJ-2		BOSMS 2003-PAR2 AA		TRANSFER		05/09/2013		MBS PAYOUT				479,941		479,941		479,941		479,941				(6,216)						479,941				36,381		13,775		11/15/2014		2FE					
073851-AJ-5		BEAR STEARNS COS LLC		TRANSFER		05/09/2013		TRANSFER				537,120		500,000		503,305		500,900				194						500,739				25,288		9,662		02/01/2023		2FE					
101126-AA-8		BOSTON PROPERTIES LP		TRANSFER		05/09/2013		TRANSFER				349,609		325,000		324,282		324,301				20						324,301				33,402		19,506		01/15/2015		2FE					
121891-AA-4		BURLINGTON NORTH SANTA FE		TRANSFER		05/09/2013		TRANSFER				535,240		500,000		508,785		502,208				(372)						501,838				33,402		4,897		10/15/2021		1FE					
152004-AB-1		CAP 2012-1 A2		TRANSFER		05/09/2013		TRANSFER				416,156		400,000		399,999		400,000				55						599,379				64,293		22,176		01/10/2017		1FE					
172867-FH-6		CITIGROUP INC		TRANSFER		05/09/2013		TRANSFER				663,672		600,000		599,178		599,324				55						599,379				64,293		43		04/15/2040		1FE					
173067-AA-1		CECMT 2004-C1 AA		TRANSFER		06/01/2013		MBS PAYOUT				9,153		9,153		9,464		9,464				(24)						9,153				5,167		7		01/12/2018		1FE					
173194-AA-7		CECMT 2013-SMP A		TRANSFER		06/01/2013		MBS PAYOUT				2,216		2,216		2,272		2,272				(1)						2,272				38,490		10,972		12/01/2014		2FE					
209515-CA-9		CONSOLIDATED NATURAL GAS		TRANSFER		05/09/2013		TRANSFER				530,835		500,000		495,830		490,669				1,646						492,345				50,648		13,813		10/15/2015		1FE					
260003-AE-8		DOVER CORP		TRANSFER		05/09/2013		TRANSFER				549,685		500,000		498,680		498,905				131						499,037				34,890		9,969		11/15/2021		2FE					
260543-CF-8		DOW CHEMICAL CO/THE		TRANSFER		05/09/2013		TRANSFER				543,995		500,000		510,320		509,424				(319)						509,105				2,379		2,379		02/01/2016		1FE					
260543-CF-8		DOW CHEMICAL CO/THE		TRANSFER		05/09/2013		TRANSFER				159,001		156,644		156,586		156,612				11						156,623				3,373		2,379		02/01/2016		1FE					
260543-CF-8		DOW CHEMICAL CO/THE		TRANSFER		05/09/2013		TRANSFER				159,001		156,644		156,586		156,612				11						156,623				3,373		2,379		02/01/2016		1FE					
356710-BE-4		FREIGHT-MCMURAN C & G		TRANSFER		05/09/2013		TRANSFER				288,346		285,000		284,972		284,972				1						284,973				3,373		1,166		03/15/2018		1FE					
356710-BE-4		FREIGHT-MCMURAN C & G		TRANSFER		05/09/2013		TRANSFER				15,365		15,365		15,980		15,411				(45)						15,365				6,609		7,243		08/10/2043		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER		05/09/2013		MBS PAYOUT				384,129		384,129		384,129		384,129				(6,366)						377,763				6,366		21,475		03/10/2040		1FE					
36249X-AA-8		GSMS 2010-C1 A1		TRANSFER																																							

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter																					
1 CUSIP Identi- fication	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Desig- nation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B/A/C/V (11+12-13)	15 Total Foreign Exchange Change in B/A/C/V							
8399999	Subtotals - Bonds					43,759,369	41,719,700	42,846,522	39,199,057		(153,338)		(153,398)	42,399,516		1,384,041	1,384,041	722,535		XX	XX
Preferred Stocks - Industrial and Miscellaneous (Unaffiliated)																					
Common Stocks - Parent, Subsidiaries, and Affiliates																					
006248-10-7	ARGO GROUP INTERNATIONAL, L.P.				32,835,000	1,389,368	XX	994,438	1,002,662	(8,224)			(8,224)	994,438		393,930	393,930	9,403	XX	U	
9099999	Common Stocks - Industrial and Miscellaneous (Unaffiliated)					1,389,368	XX	994,438	1,002,662	(8,224)			(8,224)	994,438		393,930	393,930	9,403	XX	XX	
Common Stocks - Parent, Subsidiaries, and Affiliates																					
Common Stock - Mutual Funds																					
Common Stocks - Money Market Mutual Funds																					
9799997	Subtotals - Common Stocks - Part 4					1,389,368	XX	994,438	1,002,662	(8,224)			(8,224)	994,438		393,930	393,930	9,403	XX	XX	
9799999	Subtotals - Common Stocks					1,389,368	XX	994,438	1,002,662	(8,224)			(8,224)	994,438		393,930	393,930	9,403	XX	XX	
9899999	Subtotals - Preferred and Common Stocks					1,389,368	XX	994,438	1,002,662	(8,224)			(8,224)	994,438		393,930	393,930	9,403	XX	XX	
9999999 Totals																					
						45,147,927	XX	43,840,960	40,201,719	(8,224)	(153,398)		(161,622)	43,389,954		1,757,971	1,757,971	731,938	XX	XX	XX

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 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6	7	8	
					First Month	Second Month	Third Month	
Open Depositories								
JP Morgan Chase	Elk Grove Village, IL				601,766	(45,414)	1,063,848	XXX
JP Morgan Chase - CD	Elk Grove Village, IL	0.002	984	106	485,000	485,000	485,000	XXX
M & T Investment Group	Harrisburg, PA	C			247,833	260,216	277,545	XXX
Whitney National Bank	Mobile, AL				(400,531)	(399,240)	(399,240)	XXX
Bank of America, NA	Chicago, IL				(589,371)	(589,371)	(589,371)	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	984	106	344,697	(288,809)	837,782	XXX

