

QUARTERLY STATEMENT

OF THE

of _____
in the state of _____

TO THE

Insurance Department

OF THE

STATE OF

FOR THE QUARTER ENDED

March 31, 2009

PROPERTY AND CASUALTY

2009



11932200920100101

QUARTERLY STATEMENT

AS OF MARCH 31, 2009
OF THE CONDITION AND AFFAIRS OF THE
Mid-Continent Insurance Company

NAIC Group Code 0000 (Current Period) 0000 (Prior Period) NAIC Company Code 11932 Employer's ID Number 25-1212201

Organized under the Laws of Country of Domicile State of Domicile or Port of Entry PENNSYLVANIA

Incorporated/Organized: July 9, 1969 Commenced Business: October 21, 1969

Statutory Home Office: 124 NORTH CENTER AVENUE, SOMERSET, PA 15501

Main Administrative Office: 124 NORTH CENTER AVENUE, SOMERSET, PA 15501 814-445-8905

Mail Address: P. O. BOX 632, SOMERSET, PA 15501

Primary Location of Books and Records: 124 NORTH CENTER AVENUE, SOMERSET, PA 15501 814-445-8905

Internet Website Address: WWW.MIDCONTINENTINSURANCE.COM

Statutory Statement Contact: THOMAS KEKLAK, 814-445-8905-138, TKEKLAK@MIDCONTINENTINSURANCE.COM, 814-445-3495

OFFICERS

Table with 2 columns: Name, Title. Rows include JOHN DOUGLAS WENDEL (PRESIDENT/CEO), DONALD LEON FETTEROLF (SECRETARY), MYRON MITCHELL FETTEROLF (TREASURER/CFO).

VICE-PRESIDENTS

Table with 4 columns: Name, Title, Name, Title. Rows include MARIE CECILE MCNERNY (SENIOR VICE PRESIDENT), ALLISON SUZANNE WALTER (VICE PRESIDENT).

DIRECTORS OR TRUSTEES

Table with 4 columns: Name, Name, Name, Name. Rows include JOHN DOUGLAS WENDEL, DONALD LEON FETTEROLF, MYRON MITCHELL FETTEROLF, EDWARD KENT LANDEFELD, FRANK JOSEPH THOMAS, PETER LOUIS HERVOYAVICH JR, BRIAN SCOTT FETTEROLF.

State of

County of 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.

(Signature) JOHN DOUGLAS WENDEL (Printed Name) 1. PRESIDENT/CEO (Title)
(Signature) DONALD LEON FETTEROLF (Printed Name) 2. SECRETARY (Title)
(Signature) MYRON MITCHELL FETTEROLF (Printed Name) 3. TREASURER/CFO (Title)

Subscribed and sworn to before me this day of , 2009

a. Is this an original filing? [X] Yes [] 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	18,322,673		18,322,673	19,089,948
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	7,685,179		7,685,179	7,947,537
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 \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ 1,060,230), cash equivalents (\$ 0), and short-term investments (\$ 1,920,883)	2,981,113		2,981,113	3,423,022
6. Contract loans (including \$ 0 premium notes)				
7. Other invested assets				
8. Receivables for securities				
9. Aggregate write-ins for invested assets				
10. Subtotals, cash and invested assets (Lines 1 to 9)	28,988,965		28,988,965	30,460,507
11. Title plants less \$ 0 charged off (for Title insurers only)				
12. Investment income due and accrued	191,834		191,834	177,146
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	4,807,004	1,053,514	3,753,490	4,143,203
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)				
13.3 Accrued retrospective premiums				
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers	1,608,120		1,608,120	1,963,822
14.2 Funds held by or deposited with reinsured companies				
14.3 Other amounts receivable under reinsurance contracts	314,125		314,125	845,283
15. Amounts receivable relating to uninsured plans				
16.1 Current federal and foreign income tax recoverable and interest thereon	4,777,521		4,777,521	4,273,972
16.2 Net deferred tax asset	1,251,613		1,251,613	1,302,307
17. Guaranty funds receivable or on deposit				
18. Electronic data processing equipment and software	51,520		51,520	40,859
19. Furniture and equipment, including health care delivery assets (\$ 0)	152,288	152,288		
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates				
22. Health care (\$ 0) and other amounts receivable				
23. Aggregate write-ins for other than invested assets	358,254	79,253	279,001	39,967
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	42,501,244	1,285,055	41,216,189	43,247,066
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	42,501,244	1,285,055	41,216,189	43,247,066

DETAILS OF WRITE-IN LINES				
0901.	NONE			
0902.				
0903.				
0998. Summary of remaining write-ins for Line 09 from overflow page				
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 09 above)				
2301. prepaid assessment/office expenses		79,253	79,253	
2302. ins dept receivables		279,001	279,001	39,967
2303. other receivable				
2398. Summary of remaining write-ins for Line 23 from overflow page				
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)		358,254	279,001	39,967

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Statement Date	December 31, Prior Year
1. Losses (current accident year \$ 2,255,393)	16,363,329	15,367,811
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	3,282,168	3,362,444
4. Commissions payable, contingent commissions and other similar charges	727,198	697,306
5. Other expenses (excluding taxes, licenses and fees)	51,619	197,983
6. Taxes, licenses and fees (excluding federal and foreign income taxes)		
7.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))		
7.2 Net deferred tax liability		
8. Borrowed money \$ 0 and interest thereon \$ 0		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 181,285 and including warranty reserves of \$ 0)	9,056,209	9,801,814
10. Advance premium	31,436	18,222
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	55,454	64,854
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others	18,469	9,569
15. Remittances and items not allocated		
16. Provision for reinsurance		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates		
20. Payable for securities		
21. Liability for amounts held under uninsured plans		
22. Capital notes \$ 0 and interest thereon \$ 0		
23. Aggregate write-ins for liabilities		
24. Total liabilities excluding protected cell liabilities (Lines 1 through 23)	29,585,882	29,520,003
25. Protected cell liabilities		
26. Total liabilities (Lines 24 and 25)	29,585,882	29,520,003
27. Aggregate write-ins for special surplus funds		
28. Common capital stock	2,100,000	2,100,000
29. Preferred capital stock		
30. Aggregate write-ins for other than special surplus funds		
31. Surplus notes		
32. Gross paid in and contributed surplus	1,085,000	1,085,000
33. Unassigned funds (surplus)	17,945,232	20,041,988
34. Less treasury stock, at cost:		
34.1 0 shares common (value included in Line 28 \$ 0)	9,499,925	9,499,925
34.2 0 shares preferred (value included in Line 29 \$ 0)		
35. Surplus as regards policyholders (Lines 27 to 33, less 34)	11,630,307	13,727,063
36. Totals	41,216,189	43,247,066

DETAILS OF WRITE-IN LINES		
2301.		
2302.		
2303.		
2398. Summary of remaining write-ins for Line 23 from overflow page	NONE	
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)		
2701.		
2702.		
2703.		
2798. Summary of remaining write-ins for Line 27 from overflow page		
2799. Totals (Lines 2701 through 2703 plus 2798) (Line 27 above)		
3001.		
3002.		
3003.		
3098. Summary of remaining write-ins for Line 30 from overflow page	NONE	
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 4,129,195)	4,887,093	5,711,059	22,111,200
1.2 Assumed (written \$ 0)			
1.3 Ceded (written \$ 1,241,907)	1,254,200	1,320,486	5,618,916
1.4 Net (written \$ 2,887,288)	3,632,893	4,390,573	16,492,284
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 3,699,382):			
2.1 Direct	5,731,428	3,977,300	19,631,664
2.2 Assumed			
2.3 Ceded	2,380,267	1,148,375	6,447,319
2.4 Net	3,351,161	2,828,925	13,184,345
3. Loss adjustment expenses incurred	444,917	819,941	3,172,380
4. Other underwriting expenses incurred	1,430,747	1,576,870	6,539,575
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	5,226,825	5,225,736	22,896,300
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(1,593,932)	(835,163)	(6,404,016)
INVESTMENT INCOME			
9. Net investment income earned	202,750	201,554	898,398
10. Net realized capital gains (losses) less capital gains tax of \$ 0	(130,731)	29,040	(276,655)
11. Net investment gain (loss) (Lines 9 + 10)	72,019	230,594	621,743
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 1,282 amount charged off \$ 60,032)	(58,750)	(17,690)	(198,673)
13. Finance and service charges not included in premiums	62,137	72,037	276,287
14. Aggregate write-ins for miscellaneous income			
15. Total other income (Lines 12 through 14)	3,387	54,347	77,614
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	(1,518,526)	(550,222)	(5,704,659)
17. Dividends to policyholders			
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)	(1,518,526)	(550,222)	(5,704,659)
19. Federal and foreign income taxes incurred	(503,549)	(367,932)	(2,279,356)
20. Net income (Line 18 minus Line 19) (to Line 22)	(1,014,977)	(182,290)	(3,425,303)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	13,727,063	19,928,659	19,928,659
22. Net income (from Line 20)	(1,014,977)	(182,290)	(3,425,303)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ 0	(913,618)	(689,245)	(3,459,828)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	(50,694)	(29,250)	67,778
27. Change in nonadmitted assets	(117,467)	115,039	603,021
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
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			12,736
38. Change in surplus as regards policyholders (Lines 22 through 37)	(2,096,756)	(785,746)	(6,201,596)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	11,630,307	19,142,913	13,727,063

DETAILS OF WRITE-IN LINES			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 05 from overflow page	NONE		
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 05 above)			
1401.			
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page	NONE		
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)			
3701. prior period adjustment			12,736
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)			12,736

CASH FLOW

	1	2
Cash from Operations	Current Year To Date	Prior Year Ended December 31
1. Premiums collected net of reinsurance	3,715,172	15,884,320
2. Net investment income	190,865	1,104,386
3. Miscellaneous income	3,387	77,614
4. Total (Lines 1 to 3)	3,909,424	17,066,320
5. Benefit and loss related payments	2,251,886	9,746,474
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7. Commissions, expenses paid and aggregate write-ins for deductions	2,084,730	7,879,855
8. Dividends paid to policyholders		
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)		
10. Total (Lines 5 through 9)	4,336,616	17,626,329
11. Net cash from operations (Line 4 minus Line 10)	(427,192)	(560,009)
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	1,235,319	13,492,973
12.2 Stocks	190,892	1,587,439
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)	1,426,211	15,080,412
13. Cost of investments acquired (long-term only):		
13.1 Bonds	395,121	9,210,299
13.2 Stocks	1,045,807	4,001,297
13.3 Mortgage loans		
13.4 Real estate		
13.5 Other invested assets		
13.6 Miscellaneous applications		
13.7 Total investments acquired (Lines 13.1 to 13.6)	1,440,928	13,211,596
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)	(14,717)	1,868,816
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes		
16.2 Capital and paid in surplus, less treasury stock		
16.3 Borrowed funds		
16.4 Net deposits on deposit-type contracts and other insurance liabilities		
16.5 Dividends to stockholders		
16.6 Other cash provided (applied)		
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)		
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)	(441,909)	1,308,807
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	3,423,022	2,114,215
19.2 End of period (Line 18 plus Line 19.1)	2,981,113	3,423,022

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

20.0001		
20.0002		
20.0003		

NOTES TO FINANCIAL STATEMENTS

1A. ACCOUNTING PRACTICES-- THE FINANCIAL STATEMENTS OF MID-CONTINENT INSURANCE COMPANY ARE PRESENTED ON THE BASIS OF ACCOUNTING PRACTICES PRESCRIBED OR PERMITTED BY THE INSURANCE DEPARTMENT OF THE COMMONWEALTH OF PENNSYLVANIA. THE PA DEPT OF INSURANCE HAS IDENTIFIED THE FOLLOWING PA LAWS AND REGULATIONS RELATING TO FINANANCIAL STATEMENT PRESENTATION THAT MAY REQUIRE DISCLOSURE AS A DEPARTURE FROM THE MANUAL.

<u>PA LAWS & REGULATIONS</u>	<u>NAIC SSAP AND APPENDICES</u>	
31 Pa. Code, Chapter 116 (relating to discounting workers' compensation loss reserves)	SSAP No. 55 Unpaid Claims, Losses and Loss Adjustment Expenses and SSAP No 65 Property and Casualty Contracts	N/A
31 Pa Code, Chapter 118 (relating to discounting medical malpractice loss reserves)	SSAP No 55 Unpaid Claims, Losses and Loss Adjustment Expenses and SSAP No. 65 Property and Casualty Contracts	N/A
31 Pa Code, Chapter 84a (relating to minimum reserve standards for individual and group health and accident insurance contracts)	SSAP No 54 Individual and Group Accident and Health Contracts and Appendix A-010 Minimum Reserve Standards for Individual and Group Health Insurance Contracts	N/A
31 Pa Code, 73.138 (relating to reserves for credit life, accident and health insurance)	SSAP No. 59 Credit Life and Accident and Health Insurance Contracts	N/A
Section 320.1 (b) (2) of The Insurance Company Law of 1921 (40 P.S. 443.1(b) (2)) (relating to loans or advances to controlling stockholders)	SSAP No. 25 Accounting for and Disclosures about Transactions with Affiliates and Other Related Parties	N/A
Sections 322.1 & 809 of The Insurance Company Law of 1921 (40 P.S. 445.1 & 919) and 31 Pa. Code, Chapter 105 (relating to surplus notes)	SSAP No. 41 Surplus Notes	N/A
Sections 1405 of The Insurance Company Law of 1921 (40 P.S. 991.1405) (relating to standards and management of an insurer within a holding company system)	Appendix A-440 Insurance Holding Companies	Company does follow PA Laws
31 Pa. Code, 89.901 - 89.921 (relating to long-term care insurance)	Appendix A-641 Long-Term Care Insurance	N/A
Sections 714-716 of The Insurance Company Law of 1921 (40 P.S. 910-14 --- 910-16) (relating to unearned premium reserves of title insurance companies)	SSAP No. 57 Title Insurance and Appendix A-628 Title Insurance	N/A
Order of the Insurance Commissioner dated April 18, 1996 (relating to prepaid premium taxes)	SSAP No. 20 Non-admitted Assets	Company does follow PA Laws but year end no prepaid premium tax.
Section 661 of The Insurance Company Law of 1921 (40 p.s. 832)(relating to surety companies)	SSAP No. 55 Unpaid Claims losses & LAE and SSA No.65 property casualty contracts	N/A
Section 1008 of Ins. Co law of 1921 (40 p.s.968 per reserves of reciprocal and inter insurance exchanges.	SSAP No. 53 Property Casualty contracts-- Premiums	N/A
31 PA Code Ch 161.8 (relating to credit for reinsurance ceded to alien non-affiliated insurers which write no primary coverage in the U.S.	SSAP No. 62 Property Casualty Reinsurance	N/A
Department Notice No. 94-14 Separate Account Modified Guaranteed Life Insurance	Appendix A-588 Modified Guaranteed Life Ins	N/A

1B. USE OF ESTIMATES IN THE PREPARATION OF THE FINANANCIAL STATEMENTS--THE PREPARATION OF FINANCIAL STATEMENTS IN CONFORMITY WITH SAP REQUIRES MANAGEMENT TO MAKE ESTIMATES AND ASSUMPTIONS THAT AFFECT THE REPORTED AMOUNTS OF ASSETS AND LIABILITIES. IT ALSO REQUIRES DISCLOSURE OF CONTINGENT ASSETS AND LIABILITIES AT THE DATE OF FINANCIAL STATEMENTS AND THE REPORTED AMOUNTS OF REVENUE AND EXPENSES DURING THE PERIOD. ACTUAL RESULTS CAN DIFFER FROM THOSE ESTIMATES.

1C. ACCOUNTING POLICY--PREMIUMS EARNED OVER THE TERMS OF THE RELATED INSURANCE POLICIES AND REINSURANCE CONTRACTS. UNEARNED PREMIUMS RESERVES ARE COMPUTED BY PRORATA METHODS.

EXPENSES INCURRED IN CONNECTION WITH ACQUIRING NEW BUSINESS, INCLUDING SUCH ACQUISTION COSTS SUCH AS SALES COMMISSIONS, ARE CHARGED TO OPERATIONS AS INCURRED. EXPENSES INCURRED ARE REDUCED FOR CEDING ALLOWANCES RECEIVED OR RECEIVABLE.

IN ADDITION, THE COMPANY USES THE FOLLOWING ACCOUNTING POLICIES:

- (1.) SHORT TERM INVESTMENTS ARE STATED AT AMORTIZED COST.
- (2.) BONDS ARE STATED AT AMORTIZED COST, UNLESS THE NAIC DESIGNATION IS 3 TO 6, IN WHICH CASE (LOWER OF AMORTIZED COST OR FAIR VALUE)
- (3.) COMMON STOCK AT MARKET FROM NAIC VALUATION OF SECURITIES AND PREFERRED STOCK ARE VALUED ACCORDING TO NAIC ANNUAL STATEMENT INSTRUCTIONS.

2. ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS--NONE

NOTES TO FINANCIAL STATEMENTS

3. **BUSINESS COMBINATIONS AND GOODWILL**-- NOT APPLICABLE.

4. **DISCONTINUED OPERATIONS**--NONE.

5. **INVESTMENTS**-- IN MORTGAGE LOANS INCLUDING MEZZANINE REAL ESTATE LOANS, DEBT RESTRUCTURING, REVERSE MORTGAGES, LOAN-BACKED SECURITIES, AND REPURCHASE AGREEMENTS--NONE.

6. **JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES**--NONE.

7. **INVESTMENT INCOME** -- THERE WAS NO INVESTMENT INCOME DUE AND ACCRUED THAT WAS NOT ADMITTED ON THE FINANCIAL STATEMENTS.

8. **DERIVATIVE INSTRUMENTS**-- NONE.

9. **INCOME TAXES**--DEFERRED TAX ASSETS WERE CALCULATED AS FOLLOWS:

	book	tax	difference
1. discounted unpaid loss reserves:	18,730,255	16,860,282	1,869,973
2. unearned premium:	9,056,209	7,244,967	1,811,242
3. depreciation:	165,954	165,594	0
4. unused realized capital loss(carryover) carryback:	0	0)	0
			3,681,215
			@ .34
		DTA (admitted) :	1,251,613

FEDERAL INCOME TAX ALLOCATION--FETTEROLF GROUP INC, AS A PARENT OF MID-CONTINENT IS RESPONSIBLE FOR THE REMITTANCE OF ALL ESTIMATED AND FINAL TAX PAYMENTS TO THE INTERNAL REVENUE SERVICE.

MID-CONTINENT'S TAX COMPUTATION IS BASED ON THE APPROPRIATE EFFECTIVE TAX RATE ON A CONSOLIDATED BASIS MULTIPLIED BY MID-CONTINENT'S TAXABLE INCOME. MID-CONTINENT, IN TURN WILL REIMBURSE THE FETTEROLF GROUP FOR THIS AMOUNT ON A QUARTERLY BASIS, OR WHEN PAYMENT IS DUE.

10. **INFORMATION CONCERNING PARENT, SUBDIARIES AND AFFILIATES** -- ALL STOCK EXCEPT DIRECTOR'S QUALIFYING SHARES HELD BY THE FETTEROLF GROUP INC 97.9% , AND WOODBINE PROPERTIES, A PARTNERSHIP 2.1%. TRANSACTIONS WITH AFFILIATES -- CASH DIVIDENDS- 0. VALUE OF INVESTMENTS IN AFFILIATES -- NONE. AFFILIATE CONTINGENT EXPOSURE -- NONE. MANAGEMENT CHARGE FOR INVESTMENT MANAGEMENT FEE--\$197,164 --IN 2008. COST SHARING ARRANGEMENT -- NONE.

REPURCHASE 71,111 SHARES OF MID-CONTINENT INSURANCE COMPANY STOCK. PER THE BOARD OF DIRECTORS RESOLUTION AT A SPECIAL VOTE TAKEN ON SEPTEMBER 24, 2002, THE 71,111 SHARES OF COMMON STOCK ARE TO BE REDEEMED AT A PRICE OF \$112.50 PER SHARE TO BE PAID IN CASH, WITH A TOTAL REDEMPTION PRICE OF \$7,999,987.50, AND ARE TO BE HELD BY MID-CONTINENT AS TREASURY STOCK. DATE OF REPURCHASE 12/27/2002. ALSO 11,077 SHARES OF COMMON STOCK WERE REDEEMED AT REDEMPTION PRICE OF \$135.41 PER SHARE WITH A TOTAL REDEMPTION PRICE OF \$1,499,936.57 EFFECTIVE 12/01/2004.

11. **DEBT**--NONE.

12. **RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POST-RETIREMENT BENEFITS PLANS.**
THE COMPANY HAS PROVIDED A 401K PLAN EFFECTIVE 1986.

13. **CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS.**
THE MAXIMUM AMOUNT OF DIVIDENDS, WHICH CAN BE PAID BY THE STATE OF PENNSYLVANIA INSURANCE COMPANIES TO SHAREHOLDERS WITHOUT PRIOR APPROVAL OF THE INSURANCE COMMISSIONER IS SUBJECT TO LIMITS IMPOSED BY PA. INSURANCE STATUTE. THE COMPANY HAS NO PREFERRED STOCK OUTSTANDING.

14. **CONTINGENCIES**-- NONE.

15. **LEASES-**

(2) FOR LEASES HAVING INITIAL OR REMAINING LEASE TERMS IN EXCESS OF ONE YEAR: -- OFFICE LEASE AGREEMENT:

2/1/2008 THRU 1/31/2009	\$2,680 PER MONTH
2/1/2009 THRU 1/31/2010	\$2,174 PER MONTH
2/1/2010 THRU 1/31/2011	\$2,219 PER MONTH
2/1/2012 THRU 1/31/2012	\$2,264 PER MONTH
2/1/2013 THRU 1/31/2013	\$2,310 PER MONTH

16. **INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATION OF CREDIT RISK**--NONE.

NOTES TO FINANCIAL STATEMENTS

17. **SALE, TRANSFER OF SERVICING FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES**-- NONE.
18. **GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED A&H PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS**--NONE.
19. **DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS**-- NONE.
20. **OTHER ITEMS**--EXTRAORDINARY ITEMS, TROUBLED DEBT RESTRUCTURING DEBTORS, OTHER DISCLOSURES--NONE.
21. **EVENTS SUBSEQUENT**--NONE.
22. **REINSURANCE**
 - A. UNSECURED REINSURANCE RECOVERABLE--NONE.
 - B. REINSURANCE RECOVERABLE IN DISPUTE--NONE.
 - C. REINSURANCE ASSUMED--NONE; REINSURANCE CEDED--REINSURANCE PREMIUM RESERVE: 0; MAXIMUM AMOUNT OF RETURNED COMMISSION IF ALL POLICIES CANCELLED: 0. EFFECTIVE 1/1/2004 COMPANY USES EXCESS TREATY. RETENTION OF 50,000 ALL LINES EXCEPT PRIVATE PASSENGER PHYSICAL DAMAGE AND SURETY. FOR 2006 90,000 RETENTION ON LOSSES WITH DATE OF LOSS 2006. FOR 2007 100,000 RETENTION. FOR 2008 100,000 RETENTION. FOR 2009 125,000 RETENTION.
 - D. UNCOLLECTIBLE REINSURANCE--NONE.
 - E. COMMUATION OF CEDED REINSURANCE--NONE.
 - F. RETROACTIVE REINSURANCE--NONE.
23. **RETROSPECTIVELY RATED CONTRACTS**--NONE.
24. **CHANGE IN INCURRED LOSSES AND ADJUSTMENT EXPENSES**-- NONE.
25. **INTERCOMPANY POOLING ARRANGEMENTS**--NONE.
26. **STRUCTURED SETTLEMENTS**--NONE.
27. **HEALTH CARE RECEIVABLES**--NOT APPLICABLE.
28. **PARTICIPATING POLICIES**--NONE.
29. **PREMIUM DEFICIENCY RESERVES**--NONE.
30. **HIGH DEDUCTIBLES**--NOT APPLICABLE.
31. **DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES OR UNPAID LOSS ADJUSTMENT EXPENSES**--NONE.
32. **ASBESTOSIS/ENVIRONMENTAL RESERVES**-NONE
33. **SUBSCRIBER SAVINGS ACCOUNTS**-NOT APPLICABLE.
34. **MULTIPLE CROP INSURANCE**-NOT APPLICABLE.

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since prior year end unless otherwise noted)

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. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
If yes, complete the Schedule Y – Part 1 – organizational chart.

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 [] N/A [X]
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. _____ 12/31/2007

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. _____ 12/31/2002

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). _____ 07/21/2004

6.4 By what department or departments?
.....
.....
.....

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 [] N/A []

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []

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]

GENERAL INTERROGATORIES

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 Office of Thrift Supervision (OTS), 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 OTS	6 FDIC	7 SEC
.....
.....

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

- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules, and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.

Yes [X] No []

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

.....

9.2 Has the code of ethics for senior managers been amended?

Yes [] No [X]

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

.....

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

Yes [] No [X]

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

.....

FINANCIAL

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

Yes [] 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:

\$ _____ 0

GENERAL INTERROGATORIES

13. Amount of real estate and mortgages held in short-term investments: \$ 0

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

14.2 If yes, please complete the following:

	1	2
	Prior Year-End 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)	\$ <u> 0</u>	\$ <u> 0</u>
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.

16. 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 3, III Conducting Examinations, F – Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

16.1 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
ALIGNED PARTNERS TRUYST CO	707 GRANT ST 2008 GULFTOWER, PITTSBURGH PA

16.2 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)

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [] No [X]

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

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

GENERAL INTERROGATORIES

16.5 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
0	ALIGNED PARTNERS TRUST	PITTSBURGH, PA
0	BPU	PITTSBURGH, PA
0	JP MORGAN	NEW YORK, NY
0	FIDELITY	NEW YORK, NY

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

Yes No

17.2 If no, list exceptions:

.....

.....

.....

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [] N/A [X]
 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:

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

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1	2	3	4	5
NAIC Company Code	Federal ID Number	Name of Reinsurer	Location	Is Insurer Authorized? (Yes or No)
<div style="font-size: 48pt; font-weight: bold; margin: 0 auto;">NONE</div>				

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	
		Active Status	2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date
1. Alabama	AL	N					
2. Alaska	AK	N					
3. Arizona	AZ	N					
4. Arkansas	AR	N					
5. California	CA	N					
6. Colorado	CO	N					
7. Connecticut	CT	N					
8. Delaware	DE	N					
9. District of Columbia	DC	N					
10. Florida	FL	N					
11. Georgia	GA	N					
12. Hawaii	HI	N					
13. Idaho	ID	N					
14. Illinois	IL	N					
15. Indiana	IN	E	4,262	22,803		2,488	95,568
16. Iowa	IA	N					(4,932)
17. Kansas	KS	N					
18. Kentucky	KY	N					
19. Louisiana	LA	N					
20. Maine	ME	N					
21. Maryland	MD	L	298,995	327,313	96,538	63,852	2,434,640
22. Massachusetts	MA	N					2,320,034
23. Michigan	MI	N					
24. Minnesota	MN	N					
25. Mississippi	MS	N					
26. Missouri	MO	N					
27. Montana	MT	N					
28. Nebraska	NE	N					
29. Nevada	NV	N					
30. New Hampshire	NH	N					
31. New Jersey	NJ	N					
32. New Mexico	NM	N					
33. New York	NY	N					
34. North Carolina	NC	N					
35. North Dakota	ND	N					
36. Ohio	OH	L	265,795	400,413	378,936	40,065	2,997,186
37. Oklahoma	OK	N					1,821,046
38. Oregon	OR	N					
39. Pennsylvania	PA	L	3,560,143	4,471,366	3,242,271	4,523,015	28,880,831
40. Rhode Island	RI	N					23,803,104
41. South Carolina	SC	N					
42. South Dakota	SD	N					
43. Tennessee	TN	N					
44. Texas	TX	N					
45. Utah	UT	N					
46. Vermont	VT	N					
47. Virginia	VA	N					
48. Washington	WA	N					
49. West Virginia	WV	N					
50. Wisconsin	WI	N					
51. Wyoming	WY	N					
52. American Samoa	AS	N					
53. Guam	GU	N					
54. Puerto Rico	PR	N					
55. U.S. Virgin Islands	VI	N					
56. Northern Mariana Islands	MP	N					
57. Canada	CN	N					
58. Aggregate Other Alien	OT	X X X					
59. Totals	(a) 3		4,129,195	5,221,895	3,717,745	4,629,420	34,408,225
						27,939,252	

DETAILS OF WRITE-INS							
5801.		X X X					
5802.		X X X					
5803.		X X X					
5898.	Summary of remaining write-ins for Line 58 from overflow page	X X X					
5899.	Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)	X X X					

NONE

(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

NAIC Group Code	Group Name	NAIC Company Code	State of Domicile	Federal ID Number	Company Name
0000	MID-CONTINENT INSURANCE CO	11932	PA	25-1212201	MID-CONTINENT INSURANCE COMPANY
0000	FETTEROLF GROUP INC	00000	PA	25-1312447	THE FETTEROLF GROUP INC

PART 1 – LOSS EXPERIENCE

Lines 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	180,149	78,412	43.5	35.7
2. Allied lines	38,336	420,900	1097.9	313.5
3. Farmowners multiple peril				
4. Homeowners multiple peril	116,902	294,467	251.9	100.2
5. Commercial multiple peril	2,780,626	3,210,722	115.5	107.3
6. Mortgage guaranty				
8. Ocean marine				
9. Inland marine	37,460	1,250	3.3	
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	1,321,112	1,467,933	111.1	-4.8
17.2 Other liability-claims made				
18.1 Products liability-occurrence				
18.2 Products liability-claims made				
19.1, 19.2 Private passenger auto liability				
19.3, 19.4 Commercial auto liability				
21. Auto physical damage	410,962	255,834	62.3	37.3
22. Aircraft (all perils)				
23. Fidelity				
24. Surety	1,546	1,910	123.5	
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	4,887,093	5,731,428	117.3	69.6

DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

NONE**PART 2 – DIRECT PREMIUMS WRITTEN**

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	149,052	149,052	172,981
2. Allied lines	36,563	36,563	42,393
3. Farmowners multiple peril			
4. Homeowners multiple peril	108,360	108,360	113,251
5. Commercial multiple peril	2,290,685	2,290,685	3,133,641
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	36,833	36,833	43,351
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	1,219,335	1,219,335	1,361,122
17.2 Other liability-claims made			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1, 19.2 Private passenger auto liability			
19.3, 19.4 Commercial auto liability			
21. Auto physical damage	288,147	288,147	368,618
22. Aircraft (all perils)			
23. Fidelity			
24. Surety	220	220	(13,462)
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	4,129,195	4,129,195	5,221,895

DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

NONE

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)	2009 Loss and LAE Payments on Claims Reported as of Prior Year-End	2009 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2009 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 & 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 - 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 - 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2006 + prior	4,704	1,437	6,141	729		729	3,815	40	1,435	5,290	(160)	38	(122)
2. 2007	2,436	2,466	4,902	266	2	268	2,482	291	2,484	5,257	312	311	623
3. Subtotals 2007 + prior	7,140	3,903	11,043	995	2	997	6,297	331	3,919	10,547	152	349	501
4. 2008	4,625	3,063	7,688	736	105	841	3,713	655	1,614	5,982	(176)	(689)	(865)
5. Subtotals 2008 + prior	11,765	6,966	18,731	1,731	107	1,838	10,010	986	5,533	16,529	(24)	(340)	(364)
6. 2009	X X X	X X X	X X X	X X X	1,044	1,044	X X X	1,502	1,614	3,116	X X X	X X X	X X X
7. Totals	11,765	6,966	18,731	1,731	1,151	2,882	10,010	2,488	7,147	19,645	(24)	(340)	(364)

8. Prior Year-End Surplus As Regards Policyholders

13,727

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. -0.204 2. -4.881 3. -1.943

Col. 13, Line 7
Line 8

4. -2.652

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

Explanation:

Bar Code:



OVERFLOW PAGE FOR WRITE-INS

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	27,037,485	32,662,645
2. Cost of bonds and stocks acquired	1,440,928	13,211,596
3. Accrual of discount		41,291
4. Unrealized valuation increase (decrease)	(913,618)	(3,459,828)
5. Total gain (loss) on disposals	(130,732)	(276,655)
6. Deduct consideration for bonds and stocks disposed of	1,426,211	15,080,413
7. Deduct amortization of premium		61,151
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)	26,007,852	27,037,485
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	26,007,852	27,037,485

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)	18,812,472	395,121	1,162,396	44	18,045,241			18,812,472
2. Class 2 (a)	203,418				203,418			203,418
3. Class 3 (a)	47,120				47,120			47,120
4. Class 4 (a)	25,500				25,500			25,500
5. Class 5 (a)								
6. Class 6 (a)	1,394				1,394			1,394
7. Total Bonds	19,089,904	395,121	1,162,396	44	18,322,673			19,089,904
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	19,089,904	395,121	1,162,396	44	18,322,673			19,089,904

(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	1,920,883	X X X	1,920,883	1,161	

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	2,833,203	1,642,606
2. Cost of short-term investments acquired		1,190,597
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	912,320	
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)	1,920,883	2,833,203
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,920,883	2,833,203

NONE Schedule DB - Part F - Section 1

NONE Schedule DB - Part F - Section 2

NONE Schedule E Verification

NONE Schedule A - Part 2 and 3

NONE Schedule B - Part 2 and 3

NONE Schedule BA - Part 2 and 3

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	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)
912810-EC-8	US TREASURY BONDS		02/05/2009	Fidelity		146,364	100,000.00	4,220	1FE
0399999	Total Bonds U. S. Government				X X X	146,364	100,000.00	4,220	X X X
20825C-AS-3	CONOCOPHILLIPS NOTES		01/30/2009	Fidelity		99,739	100,000.00		1FE
12572Q-AD-7	CME GROUP INC NOTES		02/04/2009	Fidelity		24,980	25,000.00		1FE
438516-AY-2	HONEYWELL INTL NOTES		02/17/2009	Fidelity		20,037	20,000.00		1FE
438516-AY-2	HONEYWELL INTL NOTES		02/17/2009	Fidelity		5,007	5,000.00		1FE
166751-AH-0	CHEVRON CORP NOTES		02/26/2009	Fidelity		24,974	25,000.00		1FE
87246A-AC-2	TIAA SEASND MTG SER 2007-C4		02/26/2009	Fidelity		74,020	100,000.00	389	1FE
3899999	Total Bonds Industrial and Miscellaneous (Unaffiliated)				X X X	248,757	275,000.00	389	X X X
8399997	Total Bonds Part 3				X X X	395,121	375,000.00	4,609	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	395,121	375,000.00	4,609	X X X
086233-10-3	BERWYN FD INC		01/13/2009	Fidelity	282.365	4,852			L
19765J-76-4	COLUMBIA SMALL CAP VALUE FD		01/13/2009	Fidelity	2,403.753	20,023			L
23339E-45-9	DWS RREF REAL ESTATE SECURITY		01/12/2009	Fidelity	13,874.066	130,000			L
23339E-45-9	DWS RREF REAL ESTATE SECURITY		01/13/2009	Fidelity	1,909.076	18,537			L
256206-10-3	DODGE & COX INT'L STOCK FUND		01/13/2009	Fidelity	7,142.822	151,320			L
277911-65-7	EATON VANCE TAX MGD VALUE CL A		01/13/2009	Fidelity	1,348.513	17,234			L
315911-87-5	SPARTAN INTL INDEX FID ADVANTAGE CL		01/13/2009	Fidelity	5,866.921	146,966			L
315912-82-4	SPARTAN 500 INDEX FID ADVANTAGE CLASS		01/13/2009	Fidelity	349.942	21,000			L
476313-10-1	JENSEN PORTFOLIO CL J		01/13/2009	Fidelity	2,227.351	41,830			L
779562-10-7	T ROWE PRICE NEW HORIZONS FD INC		01/13/2009	Fidelity	831.659	14,531			L
808509-64-0	LAUDIS INTL MARKET MASTERS FUND		01/13/2009	Fidelity	13,899.561	144,868			L
315911-87-5	SPARTAIN INTL INDEX FID ADVANTAGE CLASS		02/12/2009	Fidelity	1,738.092	40,619			L
315911-88-3	SPARTAIN EXT MKT INDX		02/12/2009	Fidelity	301.702	6,417			L
086233-10-3	BERWYN FD INC		02/12/2009	Fidelity	963.525	15,779			L
19765J-76-4	COLUMBIA SMALL CAP VALUE FD II Z		02/12/2009	Fidelity	401.041	3,152			L
23339E-45-9	DWS RREF REAL ESTATE SECURITY CL S		02/12/2009	Fidelity	2,185.416	19,188			L
256206-10-3	DODGE & COX INTERNATL STOCK FUND		02/12/2009	Fidelity	2,097.622	40,960			L
277911-65-7	EATON VANCE TAX MGD VALUE		02/12/2009	Fidelity	2,832.741	34,729			L
464287-20-0	ISHARES TR S&P 500 INDEX FD		02/12/2009	Fidelity	1,298.000	105,912			L
464287-20-0	ISHARES TR S&P 500 INDEX FD		02/12/2009	Fidelity	100.000	8,168			L
476313-10-1	JENSEN PORTFOLIO CLASS J		02/12/2009	Fidelity	1,591.728	29,431			L
779562-10-7	T ROWE PRICE NEW HORIZONS FD INC		02/12/2009	Fidelity	348.125	6,096			L
808509-64-0	LAUDUS INTL MARKET MASTERS FUND SEL SHR		02/12/2009	Fidelity	2,377.906	24,195			L

E4

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0.

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	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)
9099999	Total Common Stock Industrial and Miscellaneous (Unaffiliated)				X X X	1,045,807	X X X		X X X
9799997	Total Common Stock Part 3				X X X	1,045,807	X X X		X X X
9799998	Summary Item from Part 5 for Common Stocks				X X X	X X X	X X X	X X X	X X X
9799999	Total Common Stock				X X X	1,045,807	X X X		X X X
9899999	Total Preferred and Common Stock				X X X	1,045,807	X X X		X X X
9999999	Totals				X X X	1,440,928	X X X	4,609	X X X

E04.1

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0.

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 F o r e i g n Disposal Date	4 Name of Purchaser	5 Number of Shares of Stock	6 Consid- eration	7 Par Value	8 Actual Cost	9 Prior Year Book/ Adjusted Carrying Value	10 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 Maturity Date	22 NAIC Desig- nation or Market Indicator (a)
									11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.							
31296L-VN-8	Federal Home Loan Mortgage Corp Poo	01/15/2009	Principal Payment			7,526	7,526.07	7,663	7,663					7,663		(137)	(137)	08/01/2033	1	
3133TE-R5-5	FHLM Corp Series 2073	01/15/2009	Principal Payment			2,414	2,413.81	2,459	2,459					2,459		(46)	(46)	07/15/2028	1	
3133TL-BA-5	Federal Home Loan Mortgage Corp Ser	01/15/2009	Principal Payment			3,752	3,752.06	3,783	3,783					3,783		(31)	(31)	06/15/2029	1	
31395W-B9-7	FHLMC Series 3001	01/15/2009	Principal Payment			2,439	2,439.00	2,375	2,375					2,375		64	64	06/15/2033	1	
36200D-PL-1	Govt National Mortgage Assn Pool #598	01/15/2009	Principal Payment			31,912	31,911.99	32,073	32,073					32,073		(161)	(161)	03/15/2018	1	
31371K-S7-7	Federal National Mortgage Assn Pool #	01/25/2009	Principal Payment			6,840	6,839.52	6,854	6,854					6,854		(14)	(14)	09/01/2017	1	
31371L-DQ-9	Federal National Mortgage Assn Pool #	01/25/2009	Principal Payment			2,428	2,428.16	2,421	2,421					2,421		7	7	11/25/2033	1	
31384V-QB-1	Federal National Mortgage Assn Pool #	01/25/2009	Principal Payment			1,647	1,647.44	1,688	1,688					1,688		(40)	(40)	12/01/2028	1	
31394E-FT-0	Federal National Mortgage Assn Ser 20	01/25/2009	Principal Payment			5,599	5,599.38	5,475	5,475					5,475		125	125	06/01/2035	1	
31406V-4A-1	Federal Nat'l Mtg Assn Gtd Mtg Passthr	01/25/2009	Principal Payment			4,500	4,499.77	4,439	4,439					4,439		60	60	06/01/2035	1	
31296L-VN-8	Federal Home Loan Mortgage Corp Poo	02/15/2009	Principal Payment			5,966	5,966.24	6,075	6,075					6,075		(108)	(108)	08/01/2033	1	
3133TE-R5-5	FHLM Corp Series 2073	02/15/2009	Principal Payment			1,083	1,082.78	1,103	1,103					1,103		(20)	(20)	07/15/2028	1	
3133TL-BA-5	Federal Home Loan Mortgage Corp Ser	02/15/2009	Principal Payment			3,286	3,286.34	3,313	3,313					3,313		(27)	(27)	06/15/2029	1	
31395W-B9-7	FHLMC Series 3001	02/15/2009	Principal Payment			849	849.09	827	827					827		22	22	06/15/2033	1	
36200D-PL-1	Govt National Mortgage Assn Pool #598	02/15/2009	Principal Payment			2,745	2,744.97	2,759	2,759					2,759		(14)	(14)	03/15/2018	1	
31371K-S7-7	Federal National Mortgage Assn Pool #	02/25/2009	Principal Payment			7,482	7,482.30	7,498	7,498					7,498		(16)	(16)	09/01/2017	1	
31371L-DQ-9	Federal National Mortgage Assn Pool #	02/25/2009	Principal Payment			3,029	3,029.14	3,020	3,020					3,020		9	9	11/25/2033	1	
31384V-QB-1	Federal National Mortgage Assn Pool #	02/25/2009	Principal Payment			3,586	3,585.84	3,674	3,674					3,674		(88)	(88)	12/01/2028	1	
31394E-FT-0	Federal National Mortgage Assn Ser 20	02/25/2009	Principal Payment			4,701	4,700.68	4,596	4,596					4,596		105	105	06/01/2035	1	
31406V-4A-1	Federal Nat'l Mtg Assn Gtd Mtg Passthr	02/25/2009	Principal Payment			2,930	2,930.32	2,891	2,891					2,891		39	39	06/01/2035	1	
31296L-VN-8	Federal Home Loan Mortgage Corp Poo	03/15/2009	Principal Payment			6,996	6,996.08	7,123	7,123					7,123		(127)	(127)	08/01/2033	1	
3133TE-R5-5	FHLM Corp Series 2073	03/15/2009	Principal Payment			2,856	2,856.38	2,910	2,910					2,910		(54)	(54)	07/15/2028	1	
3133TL-BA-5	Federal Home Loan Mortgage Corp Ser	03/15/2009	Principal Payment			8,009	8,009.13	8,075	8,075					8,075		(66)	(66)	06/15/2029	1	
31395W-B9-7	FHLMC Series 3001	03/15/2009	Principal Payment			2,468	2,467.52	2,403	2,403					2,403		65	65	06/15/2033	1	
36200D-PL-1	Govt National Mortgage Assn Pool #598	03/15/2009	Principal Payment			2,759	2,758.70	2,773	2,773					2,773		(14)	(14)	03/15/2018	1	
31371K-S7-7	Federal National Mortgage Assn Pool #	03/25/2009	Principal Payment			8,396	8,395.92	8,413	8,413					8,413		(17)	(17)	09/01/2017	1	
31371L-DQ-9	Federal National Mortgage Assn Pool #	03/25/2009	Principal Payment			3,368	3,368.15	3,358	3,358					3,358		10	10	11/25/2033	1	
31384V-QB-1	Federal National Mortgage Assn Pool #	03/25/2009	Principal Payment			7,133	7,133.00	7,307	7,307					7,307		(174)	(174)	12/01/2028	1	
31394E-FT-0	Federal National Mortgage Assn Ser 20	03/25/2009	Principal Payment			6,105	6,104.72	5,969	5,969					5,969		136	136	06/01/2035	1	
31406V-4A-1	Federal Nat'l Mtg Assn Gtd Mtg Passthr	03/25/2009	Principal Payment			9,073	9,072.69	8,756	8,756					8,756		317	317	06/01/2035	1	
0399999	Total - Bonds - U.S. Governments				X X X	161,877	161,877.19	162,073	162,073					162,073		(195)	(195)		X X X	X X X
542391-CA-3	Long Beach Auto Rec Ser	01/15/2009	Principal Payment			6,203	6,202.83	5,901	5,901					5,901		302	302	04/15/2012	1FE	
542391-CA-3	Long Beach Auto Rec Ser	02/15/2009	Principal Payment			6,390	6,390.23	6,080	6,080					6,080		311	311	04/15/2012	1FE	
564385-SQ-1	Mansfield Tex. Indpt Sch Dist 5%	03/27/2009	Fidelity			961,220	850,000.00	907,897	893,072					893,072		68,148	68,148	02/15/2016	1FE	
542391-CA-3	Long Beach Auto Rec Ser	03/15/2009	Principal Payment			5,932	5,932.20	5,644	5,644					5,644		288	288	04/15/2012	1FE	
1799999	U.S. Total - Bonds - States, Territories and Possessions				X X X	979,745	868,525.26	925,522	910,697					910,697		69,049	69,049	26,563	X X X	X X X

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0 .

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	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 Maturity Date	22 NAIC Desig- nation or Market Indicator (a)	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.								
23322B-MZ-8	DLJ Commercial Mtg Corp Ser 2000-CK		01/10/2009	Principal Payment		461	460.59	443	443						443		18	18		08/10/2010	1FE	
201730-AC-2	Commercial Mtg Asset Tr Ser 199-C1		01/17/2009	Principal Payment		16,538	16,538.24	16,644	16,644						16,644		(106)	(106)		09/17/2010	1FE	
03072S-LD-5	Ameritrust Mtg Sec		01/25/2009	Principal Payment		3,861	3,860.67	3,327	3,327						3,327		533	533		11/25/2033	1FE	
55265K-LZ-0	Master Asset Sec Tt Ser 2002-7 CL 1A1		01/25/2009	Principal Payment		3,280	3,280.40	2,961	2,961						2,961		319	319		11/25/2017	1FE	
23322B-MZ-8	DLJ Commercial Mtg Corp Ser 2000-CK		02/10/2009	Principal Payment		221	221.10	213	213						213		9	9		08/10/2010	1FE	
201730-AC-2	Commercial Mtg Asset Tr Ser 199-C1		02/17/2009	Principal Payment		1,460	1,459.65	1,469	1,469						1,469		(9)	(9)		09/17/2010	1FE	
03072S-LD-5	Ameritrust Mtg Sec		02/25/2009	Principal Payment		3,375	3,374.86	2,909	2,909						2,909		466	466		11/25/2033	1FE	
55265K-LZ-0	Master Asset Sec Tt Ser 2002-7 CL 1A1		02/25/2009	Principal Payment		3,388	3,387.77	3,058	3,058						3,058		330	330		11/25/2017	1FE	
20825C-AS-3	CONOCOPHILLIPS NOTES		03/23/2009	Fidelity		51,451	50,000.00	49,870	49,870						49,870		1,582	1,582	350	02/01/2014	1FE	
23322B-MZ-8	DLJ Commercial Mtg Corp Ser 2000-CK		03/10/2009	Principal Payment		338	338.40	325	325						325		13	13		08/10/2010	1FE	
201730-AC-2	Commercial Mtg Asset Tr Ser 199-C1		03/17/2009	Principal Payment		615	614.52	619	619						619		(4)	(4)		09/17/2010	1FE	
03072S-LD-5	Ameritrust Mtg Sec		03/25/2009	Principal Payment		3,044	3,043.80	2,678	2,678						2,678		366	366		11/25/2033	1FE	
55265K-LZ-0	Master Asset Sec Tt Ser 2002-7 CL 1A1		03/25/2009	Principal Payment		5,665	5,665.14	5,113	5,113						5,113		552	552		11/25/2017	1FE	
3899999	Total - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	93,697	92,245.14	89,629	89,629						89,629		4,069	4,069	350	X X X	X X X	
8399997	Total - Bonds - Part 4				X X X	1,235,319	1,122,647.59	1,177,224	1,162,399						1,162,399		72,923	72,923	26,913	X X X	X X X	
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	1,235,319	1,122,647.59	1,177,224	1,162,399						1,162,399		72,923	72,923	26,913	X X X	X X X	
68380U-10-0	Oppenheimer Intl Small Co. Fund CL A		01/14/2009	Fidelity		8,005.61	71,650	162,844	73,411						162,844		(91,194)	(91,194)			L	
72366V-10-8	Pioneer Equity Income CL A		01/14/2009	Fidelity		1,003.87	19,254	31,702	20,037						31,702		(12,448)	(12,448)			L	
746802-85-9	Putnam International Capital Opport. CL		01/14/2009	Fidelity		5,381.49	99,988	200,000	104,455						200,000		(100,012)	(100,012)			L	
9099999	Total - Common Stock - Industrial and Miscellaneous (Unaffiliated)				X X X	190,892		394,546	197,903						394,546		(203,654)	(203,654)		X X X	X X X	
9799997	Total - Common Stock - Part 4				X X X	190,892	X X X	394,546	197,903						394,546		(203,654)	(203,654)		X X X	X X X	
9799998	Summary Item from Part 5 for Common Stocks				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
9799999	Total Common Stocks				X X X	190,892	X X X	394,546	197,903						394,546		(203,654)	(203,654)		X X X	X X X	
9899999	Total Preferred and Common Stocks				X X X	190,892	X X X	394,546	197,903						394,546		(203,654)	(203,654)		X X X	X X X	

E05.1

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0.

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	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 Maturity Date	22 NAIC Desig- nation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ 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.							
9999999	Totals					1,426,211	XXX	1,571,770	1,360,302						1,556,945		(130,731)	(130,731)	26,913	XXX	XXX

E05.2

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0.

NONE Schedule DB - Part A and B - Section 1

NONE Schedule DB - Part C and D - Section 1

NONE Schedule E - Part 2