

QUARTERLY STATEMENT

OF THE

Alliance Title of America, Inc.

of Tampa

in the state of Florida

TO THE

Insurance Department

OF THE

STATE OF

FOR THE QUARTER ENDED

June 30, 2008

TITLE

2008



QUARTERLY STATEMENT

AS OF JUNE 30, 2008
OF THE CONDITION AND AFFAIRS OF THE
Alliance Title of America, Inc.

NAIC Group Code 0340 (Current Period) 0340 (Prior Period) NAIC Company Code 50035 Employer's ID Number 65-0685696
Organized under the Laws of Florida State of Domicile or Port of Entry Florida
Country of Domicile United States of America
Incorporated/Organized: August 14, 1996 Commenced Business: July 23, 1997
Statutory Home Office: 3401 W. Cypress St. 2nd Floor Tampa, FL 33607
Main Administrative Office: 3401 W. Cypress St. 2nd Floor Tampa, FL 33607
Mail Address: 3401 W. Cypress St. 2nd Floor Tampa, FL 33607
Primary Location of Books and Records: 3401 W. Cypress St. 2nd Floor Tampa, FL 33607
Internet Website Address: n/a
Statutory Statement Contact: Donald Kuebler Mosby dmosby@stewart.com

OFFICERS

Table with 2 columns: Name, Title. Rows: 1. Harold Eugene Hickman, President; 2. Kevin D. Thomas, Secretary; 3. Kurt Blass, Treasurer

VICE-PRESIDENTS

Table with 4 columns: Name, Title, Name, Title. All fields are blank.

DIRECTORS OR TRUSTEES

Table with 4 columns: Name, Title, Name, Title. Rows: Donald K. Mosby, Nita Broussard Hanks, Harold Eugene Hickman, Kevin D. Thomas; Kurt Blass

State of Florida
County of Hillsborough 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) Harold Eugene Hickman (Signature) Kevin D. Thomas (Signature) Kurt Blass
(Printed Name) 1. 2. 3.
President Secretary Treasurer
(Title) (Title) (Title)

Subscribed and sworn to before me this
day of August, 2008

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	0	0	0	0
2. Stocks:				
2.1 Preferred stocks	0	0	0	0
2.2 Common stocks	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens	0	0	0	0
3.2 Other than first liens	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)	0	0	0	0
4.2 Properties held for the production of income (less \$ encumbrances)	0	0	0	0
4.3 Properties held for sale (less \$ encumbrances)	0	0	0	0
5. Cash (\$ 390,969), cash equivalents (\$), and short-term investments (\$ 3,233,312)	3,624,282	0	3,624,282	3,700,368
6. Contract loans (including \$ premium notes)	0	0	0	0
7. Other invested assets	0	0	0	0
8. Receivables for securities	0	0	0	0
9. Aggregate write-ins for invested assets	0	0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9)	3,624,282	0	3,624,282	3,700,368
11. Title plants less \$ charged off (for Title insurers only)	0	0	0	0
12. Investment income due and accrued	2,973	0	2,973	2,790
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	0	0	0	0
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	0	0	0	0
13.3 Accrued retrospective premiums	0	0	0	0
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers	0	0	0	0
14.2 Funds held by or deposited with reinsured companies	0	0	0	0
14.3 Other amounts receivable under reinsurance contracts	0	0	0	0
15. Amounts receivable relating to uninsured plans	0	0	0	0
16.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0	0
16.2 Net deferred tax asset	21,458	17,558	3,900	4,167
17. Guaranty funds receivable or on deposit	0	0	0	0
18. Electronic data processing equipment and software	0	0	0	0
19. Furniture and equipment, including health care delivery assets (\$)	0	0	0	0
20. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
21. Receivables from parent, subsidiaries and affiliates	0	0	0	0
22. Health care (\$) and other amounts receivable	0	0	0	0
23. Aggregate write-ins for other than invested assets	0	0	0	0
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	3,648,713	17,558	3,631,155	3,707,325
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
26. Total (Lines 24 and 25)	3,648,713	17,558	3,631,155	3,707,325

DETAILS OF WRITE-IN LINES				
0901.	0	0	0	0
0902.	0	0	0	0
0903.	0	0	0	0
0998. Summary of remaining write-ins for Line 09 from overflow page	0	0	0	0
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 09 above)	0	0	0	0
2301.	0	0	0	0
2302.	0	0	0	0
2303.	0	0	0	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	0	0	0	0

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Statement Date	December 31 Prior Year
1. Known claims reserve	26,708	52,774
2. Statutory premium reserve	264,114	283,953
3. Aggregate of other reserves required by law	0	0
4. Supplemental reserve	241,047	241,047
5. Commissions, brokerage and other charges due or accrued to attorneys, agents and real estate brokers	0	0
6. Other expenses (excluding taxes, licenses and fees)	0	0
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	3,037	3,037
8.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	12,607	18,846
8.2 Net deferred tax liability	0	0
9. Borrowed money \$ and interest thereon \$	0	0
10. Dividends declared and unpaid	0	0
11. Premiums and other consideration received in advance	0	0
12. Unearned interest and real estate income received in advance	0	0
13. Funds held by company under reinsurance treaties	0	0
14. Amounts withheld or retained by company for account of others	0	0
15. Provision for unauthorized reinsurance	0	0
16. Net adjustments in assets and liabilities due to foreign exchange rates	0	0
17. Drafts outstanding	0	0
18. Payable to parent, subsidiaries and affiliates	0	0
19. Payable for securities	0	0
20. Aggregate write-ins for other liabilities	0	5
21. Total liabilities (Lines 1 through 20)	547,513	599,662
22. Aggregate write-ins for special surplus funds	0	0
23. Common capital stock	15,425	15,425
24. Preferred capital stock	5,150	5,150
25. Aggregate write-ins for other than special surplus funds	0	0
26. Surplus notes	0	0
27. Gross paid in and contributed surplus	3,586,230	3,586,230
28. Unassigned funds (surplus)	330,079	354,101
29. Less treasury stock, at cost:		
29.1 210 shares common (value included in Line 23 \$ 1,050)	137,543	137,543
29.2 470 shares preferred (value included in Line 24 \$ 2,350)	715,700	715,700
30. Surplus as regards policyholders (Lines 22 to 28 less 29)	3,083,641	3,107,663
31. Totals	3,631,154	3,707,325

DETAILS OF WRITE-INS		
0301.	0	0
0302.	0	0
0303.	0	0
0398. Summary of remaining write-ins for Line 03 from overflow page	0	0
0399. Totals (Lines 0301 through 0303 plus 0398) (Line 03 above)	0	0
2001. Reinsurance Payable-Affiliate	0	5
2002.	0	0
2003.	0	0
2098. Summary of remaining write-ins for Line 20 from overflow page	0	0
2099. Totals (Lines 2001 through 2003 plus 2098) (Line 20 above)	0	5
2201.	0	0
2202.	0	0
2203.	0	0
2298. Summary of remaining write-ins for Line 22 from overflow page	0	0
2299. Totals (Lines 2201 through 2203 plus 2298) (Line 22 above)	0	0
2501.	0	0
2502.	0	0
2503.	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	0	0

OPERATIONS AND INVESTMENT EXHIBIT

STATEMENT OF INCOME	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
OPERATING INCOME			
1. Title insurance and related income:			
1.1 Title insurance premiums earned	19,769	27,528	54,338
1.2 Escrow and settlement services	0	0	0
1.3 Other title fees and service charges	0	0	0
2. Aggregate write-ins for other operating income	0	0	0
3. Total Operating Income (Lines 1 through 2)	19,769	27,528	54,338
DEDUCT:			
4. Losses and loss adjustment expenses incurred	51,967	34,650	66,580
5. Operating expenses incurred	54,307	90,363	117,344
6. Aggregate write-ins for other operating deductions	0	0	0
7. Total Operating Deductions	106,274	125,013	183,924
8. Net operating gain or (loss) (Lines 3 minus 7)	(86,505)	(97,485)	(129,586)
INVESTMENT INCOME			
9. Net investment income earned	56,510	87,413	172,226
10. Net realized capital gains (losses) less capital gains tax of \$	0	0	0
11. Net investment gain (loss) (Lines 9 + 10)	56,510	87,413	172,226
OTHER INCOME			
12. Aggregate write-ins for miscellaneous income or (loss)	0	0	0
13. Net income, after capital gains tax and before all other federal income taxes (Lines 8 + 11 + 12)	(29,995)	(10,072)	42,640
14. Federal and foreign income taxes incurred	(6,240)	(6,447)	6,471
15. Net income (Lines 13 minus 14)	(23,755)	(3,625)	36,169
CAPITAL AND SURPLUS ACCOUNT			
16. Surplus as regards policyholders, December 31 prior year	3,107,663	2,985,582	2,985,582
17. Net income (from Line 15)	(23,755)	(3,625)	36,169
18. Change in net unrealized capital gains or (losses) less capital gains tax of \$	0	0	0
19. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
20. Change in net deferred income taxes	(2,804)	(2,922)	(5,218)
21. Change in nonadmitted assets	2,537	2,322	4,020
22. Change in provision for unauthorized reinsurance	0	0	0
23. Change in supplemental reserves	0	0	87,110
24. Change in surplus notes	0	0	0
25. Cumulative effect of changes in accounting principles	0	0	0
26. Capital Changes:			
26.1 Paid in	0	0	0
26.2 Transferred from surplus (Stock Dividend)	0	0	0
26.3 Transferred to surplus	0	0	0
27. Surplus Adjustments:			
27.1 Paid in	0	0	0
27.2 Transferred to capital (Stock Dividend)	0	0	0
27.3 Transferred from capital	0	0	0
28. Dividends to stockholders	0	0	0
29. Change in treasury stock	0	0	0
30. Aggregate write-ins for gains and losses in surplus	0	0	0
31. Change in surplus as regards policyholders (Lines 17 through 30)	(24,022)	(4,225)	122,081
32. Surplus as regards policyholders as of statement date (Lines 16 plus 31)	3,083,641	2,981,357	3,107,663

DETAILS OF WRITE-IN LINES			
0201.	0	0	0
0202.	0	0	0
0203.	0	0	0
0298. Summary of remaining write-ins for Line 02 from overflow page	0	0	0
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 02 above)	0	0	0
0601.	0	0	0
0602.	0	0	0
0603.	0	0	0
0698. Summary of remaining write-ins for Line 06 from overflow page	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 06 above)	0	0	0
1201.	0	0	0
1202.	0	0	0
1203.	0	0	0
1298. Summary of remaining write-ins for Line 12 from overflow page	0	0	0
1299. Totals (Lines 1201 through 1203 plus 1298) (Line 12 above)	0	0	0
3001.	0	0	0
3002.	0	0	0
3003.	0	0	0
3098. Summary of remaining write-ins for Line 30 from overflow page	0	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	0	0	0

CASH FLOW

	1	2
Cash from Operations	Current Year To Date	Prior Year Ended December 31
1. Premiums collected net of reinsurance	(73)	447
2. Net investment income	56,327	172,091
3. Miscellaneous income	0	0
4. Total (Lines 1 to 3)	56,254	172,538
5. Benefit and loss related payments	78,033	67,583
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	54,307	125,359
8. Dividends paid to policyholders	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	0	1
10. Total (Lines 5 through 9)	132,340	192,943
11. Net cash from operations (Line 4 minus Line 10)	(76,086)	(20,405)
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	0	0
12.2 Stocks	0	0
12.3 Mortgage loans	0	0
12.4 Real estate	0	0
12.5 Other invested assets	0	0
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments	0	0
12.7 Miscellaneous proceeds	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	0	0
13. Cost of investments acquired (long-term only):		
13.1 Bonds	0	0
13.2 Stocks	0	0
13.3 Mortgage loans	0	0
13.4 Real estate	0	0
13.5 Other invested assets	0	0
13.6 Miscellaneous applications	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	0	0
14. Net increase (or decrease) in contract loans and premium notes	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	0	0
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0
16.3 Borrowed funds	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0
16.5 Dividends to stockholders	0	0
16.6 Other cash provided (applied)	0	(370)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	0	(370)
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)	(76,086)	(20,775)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	3,700,368	3,721,143
19.2 End of period (Line 18 plus Line 19.1)	3,624,282	3,700,368

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

20.0001	0	0
20.0002	0	0
20.0003	0	0

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Alliance Title of America, Inc. are presented on the basis of accounting practices prescribed or permitted by the Florida Department of Insurance (“the Department”). The Department recognizes only statutory accounting practices prescribed or permitted by the State of Florida for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Florida Insurance Law. The National Association of Insurance Commissioners’ (“NAIC”) *Accounting Practices and Procedures* manual, effective January 1, 2001, (“NAIC SAP”) has been adopted as a component of prescribed or permitted practices by the State of Florida. The state adopted the NAIC SAP without modification or exceptions to the best of the Company’s knowledge or belief.

B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with Statutory Accounting Principles 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 the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

C. Accounting Policy

Cash on Deposit and Short-term Investments - For purposes of the statement of cash flows, statutory accounting principles consider all debt instruments with a maturity of one year or less at the date of purchase to be short-term investments. Short-term investments are stated at cost.

Debt securities (Bonds) – None

Basis of Valuation of Invested Assets – None

Equipment – None

Policy Acquisition Costs – Commissions and other costs of acquiring title insurance are expensed when incurred. The Department promulgates a commission rate of no more than 70% to producing agents.

Insurance Liabilities – The liability for known claim reserves includes amounts determined from loss reports and individual cases. The supplemental reserve is established for incurred but not reported losses. The Company utilizes the findings of an independent actuary. Such liabilities are necessarily based on estimates, and while management believes that the amount is adequate, the ultimate liability may be in excess of or less than the amounts provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed, and any adjustments are reflected in the statutory financial statements in accordance with NAIC SAP.

Reinsurance – Reinsurance premiums, expense reimbursements, and reserves related to reinsured policies are accounted for on a basis consistent with those used in accounting for the original policies issued and the terms of the reinsurance contracts. Premiums ceded to other companies have been reported as a reduction of premium income. Amounts applicable to reinsurance ceded for loss and loss adjustment expense reserves have been reported as reductions of those items.

Recognition of Premium Revenues – Premium revenue is recognized on the effective date of the policy. The Department requires insurers domiciled in Florida to maintain a statutory premium reserve equal to 30 cents per \$1,000 of retained net liability on each title policy. The reserve is amortized over a period of 20 subsequent years using a predefined percentage of amortization for each year.

Income Taxes – Income tax provisions are based on net income reported for statutory accounting purposes. Income taxes vary from statutory rates due to the discounting of the statutory premium reserve.

2. Accounting Changes and Correction of Errors

A. In accordance with Florida Statute 625.111 (1c), we have combined the statutory premium reserve and the supplemental premium reserve into one line item (Page 3, Line 2).

B. Initial Implementation of Codification

The Company prepares its statutory financial statements in conformity with accounting practices prescribed or permitted by the State of Florida. Effective January 1, 2001, the State of Florida required that insurance companies domiciled in the State of Florida prepare their statutory basis financial statements in accordance with the NAIC *Accounting Practices and Procedures* manual effective January 1, 2000 subject to any deviations prescribed or permitted by the State of Florida

NOTES TO FINANCIAL STATEMENTS

insurance commissioner.

3. Business Combinations and Goodwill – N/A
4. Discontinued Operations – N/A
5. Investments
 - A. Mortgage Loans – N/A
 - B. Debt Restructuring – N/A
 - C. Reverse Mortgages – N/A
 - D. Loan-backed Securities
 - (1) The election to use cost or book value for securities as of January 1, 1994 is not applicable.
 - (2) Prepayment assumptions for single class and multi-class mortgaged backed securities were obtained from a broker or from the Company's investment advisor.
 - (3) The Company made no changes in its methodologies for pricing securities .
 - E. Repurchase Agreements – N/A
6. Joint Ventures, Partnerships, and Limited Liability Companies – N/A
7. Investment Income – No due and accrued income was excluded from surplus.
8. Derivative Instruments – N/A
9. Income Taxes:
 - A. The net deferred tax asset.(liability) at June 30 and the change from the prior year are comprised of the following components:

	06-30-08	12-31-07	Change
(1) Total gross deferred tax assets	21,458	24,261	(2,803)
(2) Total deferred tax liabilities	0	0	0
(3) Net deferred tax asset/(liability)	21,458	24,261	(2,803)
(4) Deferred tax assets nonadmitted in accordance with SSAP No. 10	<u>(17,558)</u>	<u>(20,094)</u>	<u>2,536</u>
(5) Admitted deferred tax asset (liability)	3,900	4,167	(267)

The change in deferred income taxes reported in surplus before consideration of nonadmitted assets is comprised of the following components:

	06-30-08	12-31-07	Change
(1) Net deferred tax asset (liability)	21,458	24,261	(2,803)
(2) Tax-effect of unrealized gains and losses	<u>0</u>	<u>0</u>	<u>0</u>
(3) Net tax effect without unrealized gains and losses	21,458	24,261	(2,803)
(4) Change in deferred income tax			(2,803)

- B. Unrecognized deferred tax liabilities
 - (1) There are no temporary differences for which deferred tax liabilities are not recognized.
- C. Current income taxes incurred consist of the following major components:

	<u>06-30-08</u>	<u>12-31-07</u>
(1) Current year tax expense (benefit) (exclusive of items 2 and 3 below)	(6,240)	6,482
(2) Tax credits	0	0
(3) Prior Year adjustments	<u>0</u>	<u>(11)</u>
(4) Current income taxes incurred	(6,240)	6,471

NOTES TO FINANCIAL STATEMENTS

Deferred income tax assets and liabilities consist of the following major components:

	06-30-08	12-31-07
Deferred tax assets:		
(1) Statutory premium reserves	21,187	23,737
(2) Known Claim reserves	270	524
Other	0	0
(3) Total deferred tax assets	21,458	24,261
(4) Nonadmitted deferred tax assets	(17,558)	(20,094)
(5) Admitted deferred tax assets	4,033	4,167
(6) Total deferred tax liabilities	0	0
(7) Net admitted deferred tax asset (liability)	3,900	4,167

D. The Company's income tax incurred and change in deferred income tax differs from the amount obtained by applying the federal statutory rate of 35% to income before income taxes as follows:

	06-30-08
(1) Income before taxes	(9,817)
(2) Income tax expense (benefit) at 35% statutory rate	(3,436)
(3) Increase (decrease) in tax resulting from:	
a. Dividends received deduction	0
b. Nondeductible expenses for meals, penalties, and lobbying	0
c. Tax-exempt income	0
d. Tax adjustment for IMR	0
e. Deferred tax benefit on nonadmitted assets	0
f. Tax credits	0
g. Other	0
(4) Total income tax expected	(3,436)
(5) Current income taxes incurred (without tax on realized gains and losses)	(6,240)
(6) Change in deferred income tax (without tax on unrealized gains and losses)	2,803
(7) Total income tax reported	(3,436)

E. Operating loss carryforward

- (1) As of June 30, 2008, the Company had \$-0- net operating loss carryforwards available for tax purposes.
- (2) The amount of Federal income taxes incurred that are available for recoupment in the event of future net losses are \$ 75,174 for 2005, \$ -0- for 2006 and \$6,483 for 2007.

NOTES TO FINANCIAL STATEMENTS

10. Information Concerning Parent, Subsidiaries, and Affiliates

- A. Effective February 1, 2003, the outstanding shares of the Company are owned 14% by Stewart Title Guaranty Company (STG) and 86% by Stewart Information Services Corp (SISCO). Currently, the Company is being considered for sale to a third party or merger by SISCO into STG, a wholly owned subsidiary of SISCO, domiciled in Texas.
- B. No transactions excluding reinsurance transaction that are above the ½ of 1% of admitted assets.
- C. None.
- D. None.
- E. None.
- F. The Company has entered into a Cost Allocation Agreement and Administrative Agreement with Stewart Title Guaranty Company effective January 1, 2005 and filed with the Texas Insurance Department, under Holding Company Section #34336 and filed with the State of Florida's Office of Insurance Regulation on August 6, 2005 pursuant to Rule 69O-143.047, Florida Administrative Code.
- G. Effective February 1, 2003, the outstanding shares of the Company are owned 14% by Stewart Title Guaranty Company (STG) and 86% by Stewart Information Services Corp (SISCO). SISCO owns all the outstanding shares of STG. SISCO is domiciled in Delaware and STG is domiciled in Texas.
- H. Not applicable.
- I. Not applicable.
- J. Not applicable.

11. Debt – None

12. Retirement Plans, Deferred Compensation, etc. – N/A

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

- (1) The Company's Class A shares (votes on sale of substantially all assets only) have 8,550 shares authorized, 2,665 shares issued and 2,455 shares outstanding. The Company's Class B shares (regular voting shares) have 420 shares authorized, issued, and outstanding. The Company's Class C shares (voting on sale of substantially all assets only) have 1,030 shares authorized and issued and 560 shares outstanding. The par value for each of the above classes of stock is \$5.
- (2) The Company's preferred stock, Class C has a redemption value of \$1,140 plus \$10 per month for length outstanding. It does not accrue dividends.
- (3) The Company must obtain Department approval before paying any dividends until surplus from net income is positive.
- (4) Approximately \$0 from profits through June 30, 2008 could be paid as a dividend as of June 30, 2008. (Department approval is required.)
- (5) None.
- (6) Not applicable.
- (7) None.
- (8) Not applicable.
- (9) The portion of unassigned funds (surplus) represented or reduced by each of the following:

a. Unrealized losses	\$	--
b. Non-admitted assets	\$	17,558
c. Separate Account Business	\$	--
d. Asset Valuation Reserve	\$	--
e. Provision for reinsurance	\$	--
- (10) None.
- (11) Not applicable.
- (12) Not applicable.

14. Contingencies – None.

15. Leases

- A. The Company leased its office facilities under an operating lease that expired in April 2004. No rental expense has been incurred since then.

The Company is not involved in any sale lease-back transactions.

- B. Not applicable.

16. Information About Financial Instruments with Off-Balance Sheet Risk – None.

17. Sale, Transfer, and Servicing of Financial Assets and Extinguishment of Liabilities – None.

18. Not applicable.

NOTES TO FINANCIAL STATEMENTS

19. Direct Written Premium / Produced by Managing General Agents – Not Applicable.
20. September 11, 2001 Events – None
21. Other Items – An “Application to the Florida Office of Insurance Regulation for the Acquisition Of Controlling Interest Of A Domestic Insurer” has been submitted to the Florida OIR and is awaiting approval.
22. Events Subsequent
Type I – None.
Type II – None.
23. Reinsurance
 - A. The Company does not have an unsecured aggregate recoverable for losses, paid and unpaid including IBNR, loss adjustment expenses and unearned premium with any individual reinsurers, authorized or unauthorized, that exceeds 3% of the Company’s surplus.
 - B. None
 - C. None
 - D. None
 - E. None
 - F. None
 - G. None
24. Retrospectively Rated Contracts & Contracts Subject to Redetermination – Not Applicable.
25. Change in Incurred Losses and Loss Adjustment Expenses-Not Applicable
26. Inter-company Pooling Arrangements – Not Applicable.
27. Structured Settlements – Not Applicable.
28. Supplemental Reserves – The Company does not use discounting in the calculation of its supplemental reserve.

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 [X]
- 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 [X] N/A []
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. 12/31/2003
- 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. 03/31/2005
- 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). 03/31/2005
- 6.4 By what department or departments?
Florida Office of Insurance Regulation
- 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]
- 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

GENERAL INTERROGATORIES (Continued)

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 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

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: \$ _____

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: \$ _____ 0

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

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	\$ 0	\$ 0
14.22 Preferred Stock	\$ 0	\$ 0
14.23 Common Stock	\$ 0	\$ 0
14.24 Short-Term Investments	\$ 0	\$ 0
14.25 Mortgage Loans on Real Estate	\$ 0	\$ 0
14.26 All Other	\$ 0	\$ 0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ 0	\$ 0
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?
 If no, attach a description with this statement. Yes No

16. Excluding items in Schedule E, 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, G – Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes No

GENERAL INTERROGATORIES (Continued)

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
Marshall & Ilsley Trust Company	770 N. Water St., Milwaukee, WI 53202
.....

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
.....
.....

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
.....
.....

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

Yes [X] No []

17.2 If no, list exceptions:

.....

GENERAL INTERROGATORIES

PART 2 - TITLE

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [X] N/A []
 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 discounted to present value 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
.....	0	.....	.....	.....	0
.....	0	.....	.....	.....	0
.....	0	.....	.....	.....	0
.....	0	.....	.....	.....	0
Total			0	0	0	0	0	0	0	0

5.1 Reporting entity assets listed on Page 2 include the following segregated assets of the Statutory Premium Reserve or other similar statutory reserves:

5.11 Bonds	\$	0
5.12 Short-term investments	\$	357,130
5.13 Mortgages	\$	0
5.14 Cash	\$	0
5.15 Other admissible invested assets	\$	0
5.16 Total	\$	357,130

5.2 List below segregated funds held for others by the reporting entity, set apart in special accounts and excluded from entity assets and liabilities. (These funds are also included in Schedule E - Part 1 and the "From Separate Accounts, Segregated Accounts and Protected Cell Accounts" line on Page 2 except for escrow funds held by Title insurers)

5.21 Custodial funds not included in this statement were held pursuant to the governing agreements of custody in the amount of: These funds consist of:	\$	0
5.22 In cash on deposit	\$	0
5.23 Other forms of security	\$	0

NONE **Schedule F**

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year To Date - Allocated by States and Territories

		1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
			2	3	4	5	6	7
States, Etc.	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	N	0	0	0	0	0	0
2. Alaska	AK	N	0	0	0	0	0	0
3. Arizona	AZ	N	0	0	0	0	0	0
4. Arkansas	AR	N	0	0	0	0	0	0
5. California	CA	N	0	0	0	0	0	0
6. Colorado	CO	N	0	0	0	0	0	0
7. Connecticut	CT	N	0	0	0	0	0	0
8. Delaware	DE	N	0	0	0	0	0	0
9. District of Columbia	DC	N	0	0	0	0	0	0
10. Florida	FL	N	0	1,197	78,033	35,476	26,708	52,952
11. Georgia	GA	N	0	0	0	0	0	0
12. Hawaii	HI	N	0	0	0	0	0	0
13. Idaho	ID	N	0	0	0	0	0	0
14. Illinois	IL	N	0	0	0	0	0	0
15. Indiana	IN	N	0	0	0	0	0	0
16. Iowa	IA	N	0	0	0	0	0	0
17. Kansas	KS	N	0	0	0	0	0	0
18. Kentucky	KY	N	0	0	0	0	0	0
19. Louisiana	LA	N	0	0	0	0	0	0
20. Maine	ME	N	0	0	0	0	0	0
21. Maryland	MD	N	0	0	0	0	0	0
22. Massachusetts	MA	N	0	0	0	0	0	0
23. Michigan	MI	N	0	0	0	0	0	0
24. Minnesota	MN	N	0	0	0	0	0	0
25. Mississippi	MS	N	0	0	0	0	0	0
26. Missouri	MO	N	0	0	0	0	0	0
27. Montana	MT	N	0	0	0	0	0	0
28. Nebraska	NE	N	0	0	0	0	0	0
29. Nevada	NV	N	0	0	0	0	0	0
30. New Hampshire	NH	N	0	0	0	0	0	0
31. New Jersey	NJ	N	0	0	0	0	0	0
32. New Mexico	NM	N	0	0	0	0	0	0
33. New York	NY	N	0	0	0	0	0	0
34. North Carolina	NC	N	0	0	0	0	0	0
35. North Dakota	ND	N	0	0	0	0	0	0
36. Ohio	OH	N	0	0	0	0	0	0
37. Oklahoma	OK	N	0	0	0	0	0	0
38. Oregon	OR	N	0	0	0	0	0	0
39. Pennsylvania	PA	N	0	0	0	0	0	0
40. Rhode Island	RI	N	0	0	0	0	0	0
41. South Carolina	SC	N	0	0	0	0	0	0
42. South Dakota	SD	N	0	0	0	0	0	0
43. Tennessee	TN	N	0	0	0	0	0	0
44. Texas	TX	N	0	0	0	0	0	0
45. Utah	UT	N	0	0	0	0	0	0
46. Vermont	VT	N	0	0	0	0	0	0
47. Virginia	VA	N	0	0	0	0	0	0
48. Washington	WA	N	0	0	0	0	0	0
49. West Virginia	WV	N	0	0	0	0	0	0
50. Wisconsin	WI	N	0	0	0	0	0	0
51. Wyoming	WY	N	0	0	0	0	0	0
52. American Samoa	AS	N	0	0	0	0	0	0
53. Guam	GU	N	0	0	0	0	0	0
54. Puerto Rico	PR	N	0	0	0	0	0	0
55. U.S. Virgin Islands	VI	N	0	0	0	0	0	0
56. Northern Mariana Islands	MP	N	0	0	0	0	0	0
57. Canada	CN	N	0	0	0	0	0	0
58. Aggregate Other Alien	OT	X X X	0	0	0	0	0	0
59. Totals	(a)		0	1,197	78,033	35,476	26,708	52,952

DETAILS OF WRITE-INS								
5801.		X X X	0	0	0	0	0	0
5802.		X X X	0	0	0	0	0	0
5803.		X X X	0	0	0	0	0	0
5898.	Summary of remaining write-ins for Line 58 from overflow page	X X X	0	0	0	0	0	0
5899.	Totals (Lines 5801 through 5803 plus 5898) (Line 58 above)	X X X	0	0	0	0	0	0

(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		00000	DE	74-1677330	Stewart Information Services Corporation-SISCO
0340	Stewart	50121	TX	74-0924290	Stewart Title Guaranty Company-STG(SISCO)
0340	Stewart	50035	FL	65-0685696	Alliance Title of America(SISCO-86%)(STG-14%)
0340	Stewart	50156	IL	34-0805709	National Land Title Insurance Company-NLTIC(STG)
0340	Stewart	50725	AR	71-0560086	Arkansas Title Insurance Company(NLTIC)
0340	Stewart	51420	NY	76-0233294	Stewart Title Insurance Company-STIC(STG)
0340	Stewart	51063	NY	16-0557455	Monroe Title Insurance Corporation(STIC)
0340	Stewart	50036	OR	91-1800766	Stewart Title Insurance Co. of Oregon(STG)
0340	Stewart	32336	VT	03-0311175	Title Reinsurance Company(STG)
0000		00000	MX	AA-2734105	Stewart Title Guaranty De Mexico(STG)
0000		00000	EN	AA-1124112	Stewart Title Limited (United Kingdom)(STG)
0000		00000	TX	74-0923770	Stewart Title Co. of Galveston-STC(STG)
0000		00000	TX	74-2327609	Stewart Title of Austin(STC)
0000		00000	TX	74-2783918	Stewart Title Corpus Christi(STC)
0000		00000	TX	75-2258899	Stewart Title Dallas Inc.(STC)
0000		00000	OK	73-1093494	Stewart Abstract of Oklahoma(STC)
0000		00000	FL	59-1285458	Stewart Title of Jacksonville Inc.(STC)
0000		00000	NM	85-0446018	Stewart Title LLC(STC)
0000		00000	NM	85-0432768	Santa Fe Abstract(STC)
0000		00000	AR	71-0798379	Stewart Title of Arkansas(STC)
0000		00000	WA	91-1918234	Stewart Title of Washington(STC)
0000		00000	AZ	86-0223200	Stewart Title & Trust of Phoenix(STC)
0000		00000	CA	95-4607898	Stewart Title of California (STC)
0000		00000	CA	94-1311451	California Land Title of Marin(STC)
0000		00000	CA	94-2812125	Consolidated Title (STC)
0000		00000	FL	59-3138251	Tampa Cypress Partners(STC)
0000		00000	MT	81-0529591	Stewart Title of Montana(STC)
0000		00000	PL	99-9999999	Stewart International Spolka Z Organizona(STC)
0000		00000	TN	20-1624648	Stewart Title of Tennessee(STC)
0000		00000	TX	76-0450977	Stewart Lender Services(STC)
0000		00000	TX	20-5764898	Property Information Corporation
0000		00000	TX	03-0575225	Stewart REI Group, Inc.
0000		00000	TX	20-1820620	StarTex(STC)
0000		00000	TX	20-5795343	Stewart Border Title LLC(STC)
0000		00000	CO	20-2815427	Stewart Title of Colorado(STC)
0000		00000	TX	75-1551938	Central Texas Title Corp.(STC)
0000		00000	CO	84-1517419	Stewart Water Information, LLC(STC)
0000		00000	DE	76-0570062	Electronic Closing Services, Inc.(STC)
0000		00000	WA	68-0304246	Real Property Information(STC)
0000		00000	VG	98-0371673	Stewart Latin America, Inc.(STC)

PART 1 – LOSS EXPERIENCE

	Current Year to Date				5 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Written	2 Other Income (Page 4, Lines 1.2 + 1.3 + 2)	3 Direct Losses Incurred	4 Direct Loss Percentage Cols. 3 / (1 + 2)	
1. Direct operations	0	0	0	0.00	0.00
2. Agency operations:					
2.1 Non-affiliated agency operations	0	0	51,967	0.00	2,894.74
2.2 Affiliated agency operations	0	0	0	0.00	0.00
3. Totals	0	0	51,967	0.00	2,894.74

PART 2 – DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Direct operations	0	0	0
2. Agency operations:			
2.1 Non-affiliated agency operations	0	0	1,197
2.2 Affiliated agency operations	0	0	0
3. Totals	0	0	1,197

OVERFLOW PAGE FOR WRITE-INS

NONE **Schedule A, B, BA and D Verification**

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)	3,215,299	18,818	805	0	3,215,299	3,233,312	0	3,185,222
2. Class 2 (a)	0	0	0	0	0	0	0	0
3. Class 3 (a)	0	0	0	0	0	0	0	0
4. Class 4 (a)	0	0	0	0	0	0	0	0
5. Class 5 (a)	0	0	0	0	0	0	0	0
6. Class 6 (a)	0	0	0	0	0	0	0	0
7. Total Bonds	3,215,299	18,818	805	0	3,215,299	3,233,312	0	3,185,222
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	3,215,299	18,818	805	0	3,215,299	3,233,312	0	3,185,222

S102

(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 Owned End of Current Quarter

	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
8299999	3,233,312	X X X	3,233,312	49,658	0

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	3,185,222	3,037,842
2. Cost of short-term investments acquired	49,658	147,380
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	1,568	0
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	3,233,312	3,185,222
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	3,233,312	3,185,222

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

NONE Schedule D - Part 3

NONE **Schedule D - Part 4**

NONE Schedule DB - Part A and B - Section 1

NONE Schedule DB - Part C and D - Section 1

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 First Month	7 Second Month	8 Third Month	
Open Depositories - Section (A) - Segregated Funds Held for Others								
STATE OF FLORIDA TALLAHASSEE, FL		5.930	2,973	2,973	200,351	200,351	200,351	
M & I BANK BRADENTON, FL		1.400	301	0	80,304	80,403	80,496	
M & I BANK BRADENTON, FL		0.000	0	0	(3,634)	2,302	14,597	
WACHOVIA BANK ST. PETERSBURG, FL		0.700	254	0	153,859	356,405	95,525	
0199998 Deposits in () depositories which do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories	X X X	X X X	0	0	0	0	0	X
0199999 Total - Segregated Funds Held for Others	X X X	X X X	3,528	2,973	430,880	639,461	390,969	X
Open Depositories - Section (B) - General Funds								
0299998 Deposits in () depositories which do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories	X X X	X X X	0	0	0	0	0	X
0299999 Total - General Funds	X X X	X X X	0	0	0	0	0	X
Open Depositories - Section (C) - Reinsurance Reserve Funds								
0399998 Deposits in () depositories which do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories	X X X	X X X	0	0	0	0	0	X
0399999 Total - Reinsurance Reserve Funds	X X X	X X X	0	0	0	0	0	X
0499999 Total - Open Depositories	X X X	X X X	3,528	2,973	430,880	639,461	390,969	X
Suspended Depositories - Section (A) - Seg. Funds Held for Others								
0599998 Deposits in () depositories which do not exceed the allowable limit in any one depository (see Instructions) - Suspended Depositories	X X X	X X X	0	0	0	0	0	X
0599999 Total - Segregated Funds Held for Others	X X X	X X X	0	0	0	0	0	X
Suspended Depositories - Section (B) - General Funds								
0699998 Deposits in () depositories which do not exceed the allowable limit in any one depository (see Instructions) - Suspended Depositories	X X X	X X X	0	0	0	0	0	X
0699999 Total - General Funds	X X X	X X X	0	0	0	0	0	X
Suspended Depositories - Section (C) - Reinsurance Reserve Funds								
0799998 Deposits in () depositories which do not exceed the allowable limit in any one depository (see Instructions) - Suspended Depositories	X X X	X X X	0	0	0	0	0	X
0799999 Total - Reinsurance Reserve Funds	X X X	X X X	0	0	0	0	0	X
0899999 Total Suspended Depositories	X X X	X X X	0	0	0	0	0	X
0999999 Total Cash on Deposit	X X X	X X X	3,528	2,973	430,880	639,461	390,969	X
1099999 Cash in Company's Office	X X X	X X X	X X X	X X X	0	0	0	X
1199999 Total Cash	X X X	X X X	3,528	2,973	430,880	639,461	390,969	X

NONE **Schedule E - Part 2**