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QUARTERLY STATEMENT

As of June 30, 2005

of the Condition and Affairs of the

AMEX ASSURANCE COMPANY

NAIC Group Code..... 4, 4 (Current Period) (Prior Period) NAIC Company Code..... 27928 Employer's ID Number..... 36-2760101

Organized under the Laws of Illinois State of Domicile or Port of Entry Illinois Country of Domicile US

Incorporated/Organized..... January 30, 1973 Commenced Business..... February 5, 1973

Statutory Home Office	227 West Monroe Street, Suite 3600….. Chicago ..... IL ..... 60606 *(Street and Number) (City or Town, State and Zip Code)*	
Main Administrative Office	3500 Packerland Drive….. De Pere ..... WI ..... 54115-9070 *(Street and Number) (City or Town, State and Zip Code)*	920-330-5100 *(Area Code) (Telephone Number)*
Mail Address	3500 Packerland Drive….. De Pere ..... WI ..... 54115-9070 *(Street and Number or P. O. Box) (City or Town, State and Zip Code)*	
Primary Location of Books and Records	3500 Packerland Drive….. De Pere ..... WI ..... 54115-9070 *(Street and Number) (City or Town, State and Zip Code)*	920-330-5250 *(Area Code) (Telephone Number)*
Internet Website Address	www.americanexpress.com/insuremyautohome	
Statutory Statement Contact	Susan Ann Whitmer *(Name)*	920-330-5250 *(Area Code) (Telephone Number) (Extension)*
	susan.a.whitmer@aexp.com *(E-Mail Address)*	920-330-5603 *(Fax Number)*
Policyowner Relations Contact	3500 Packerland Drive….. De Pere ..... WI ..... 54115 *(Street and Number) (City or Town, State and Zip Code)*	920-330-5109 *(Area Code) (Telephone Number) (Extension)*

OFFICERS

Name	Title	Name	Title
1. Kenneth John Ciak	President	2. Paul Roberts Johnston	Secretary
3. Walter Stanley Berman	Treasurer	4.	

OTHER

Thomas John Boogaard	Vice President	Thomas Scott Botsford	Vice President
Debra Marie Conrad	Vice President	Terrance Michael Fettig	Vice President
Larry William Frazier	Vice President	Lorraine Rose Hart	Vice President
Michelle Marie Keeley	Vice President	Thomas William Murphy	Vice President
Rebecca Ann Nash	Senior Vice President	Daniel John Segner	Vice President
Dianne Lynn Wilson	Senior Vice President		

DIRECTORS OR TRUSTEES

Kenneth John Ciak	Larry William Frazier	Richard Andrew Hemmings	David Ray Hubers
Paul Roberts Johnston	Margaret Susan Jung	Eric Lund Marhoun	Lisa Ann Steffes
Michael Ralph Streit	John Theodore Sweeney	Dianne Lynn Wilson	

State of..... Wisconsin
County of..... Brown

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)	(Signature)	(Signature)
Kenneth J Ciak	Debra A Combs	Larry W Frazier
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
President	Asst Secretary	Asst Treasurer
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This 25th day of July 2005

a. Is this an original filing? Yes [X] No [ ]
b. If no: 1. State the amendment number
2. Date filed
3. Number of pages attached

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	225,093,758		225,093,758	216,689,941
2. Stocks:				
2.1 Preferred stocks			0	
2.2 Common stocks	81,543		81,543	81,543
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $.....0 encumbrances)			0	
4.2 Properties held for the production of income (less $.....0 encumbrances)			0	
4.3 Properties held for sale (less $.....0 encumbrances)			0	
5. Cash ($.....(642,591)), cash equivalents ($.....26,452,121) and short-term investments ($.....0)	25,809,530		25,809,530	6,457,111
6. Contract loans (including $.....0 premium notes)			0	
7. Other invested assets			0	
8. Receivables for securities	4,125		4,125	4,125
9. Aggregate write-ins for invested assets	0	0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9)	250,988,955	0	250,988,955	223,232,720
11. Title Plants less $.....0 charged off (for Title insurers only)			0	
12. Investment income due and accrued	3,511,535		3,511,535	3,339,151
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	32,601,470		32,601,470	14,389,412
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $.....0 earned but unbilled premiums)			0	
13.3 Accrued retrospective premiums			0	
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers			0	
14.2 Funds held by or deposited with reinsured companies			0	3,020,170
14.3 Other amounts receivable under reinsurance contracts			0	
15. Amounts receivable relating to uninsured plans			0	
16.1 Current federal and foreign income tax recoverable and interest thereon	2,772,867		2,772,867	1,769,216
16.2 Net deferred tax asset	1,364,247		1,364,247	237,133
17. Guaranty funds receivable or on deposit			0	
18. Electronic data processing equipment and software			0	
19. Furniture and equipment, including health care delivery assets ($.....0)			0	
20. Net adjustment in assets and liabilities due to foreign exchange rates			0	
21. Receivables from parent, subsidiaries and affiliates	9,890,452		9,890,452	12,790,763
22. Health care ($.....0) and other amounts receivable			0	
23. Aggregate write-ins for other than invested assets	24,833,522	0	24,833,522	24,834,710
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 through 23)	325,963,048	0	325,963,048	283,613,273
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
26. TOTALS (Lines 24 and 25)	325,963,048	0	325,963,048	283,613,273

DETAILS OF WRITE-INS

0901.			0	
0902.			0	
0903.			0	
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above)	0	0	0	0
2301. Premium Accrual EBNR - IBNR offset	24,830,823		24,830,823	24,830,823
2302. Miscellaneous Assets	2,699		2,699	3,760
2303. Other Receivables			0	127
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	24,833,522	0	24,833,522	24,834,710

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....14,722,410)	49,620,778	38,586,183
2.	Reinsurance payable on paid losses and loss adjustment expenses		
3.	Loss adjustment expenses	6,496	6,496
4.	Commissions payable, contingent commissions and other similar charges		
5.	Other expenses (excluding taxes, licenses and fees)	6,170,044	10,268,084
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	2,886,891	5,018,509
7.1	Current federal and foreign income taxes (including $.....13,322 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 $.....142,036,975 and including warranty reserves of $.....0)	26,838,064	11,515,270
10.	Advance premium		
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	5,921	2,657
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance	237,013	237,013
17.	Net adjustments in assets and liabilities due to foreign exchange rates	85,233	52,590
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates	203	3,738
20.	Payable for securities		1,194,741
21.	Liability for amounts held under uninsured accident and health plans		
22.	Capital notes $.....0 and interest thereon $.....0		
23.	Aggregate write-ins for liabilities	(24,965)	(25,000)
24.	Total liabilities excluding protected cell liabilities (Lines 1 through 23)	85,825,678	66,860,280
25.	Protected cell liabilities		
26.	Total liabilities (Lines 24 and 25)	85,825,678	66,860,280
27.	Aggregate write-ins for special surplus funds	0	0
28.	Common capital stock	4,597,875	4,597,875
29.	Preferred capital stock		
30.	Aggregate write-ins for other than special surplus funds	0	0
31.	Surplus notes		
32.	Gross paid in and contributed surplus	50,695,950	50,695,950
33.	Unassigned funds (surplus)	184,843,545	161,459,168
34.	Less treasury stock, at cost:		
	34.1 .....0.000 shares common (value included in Line 28 $.....0)		
	34.2 .....0.000 shares preferred (value included in Line 29 $.....0)		
35.	Surplus as regards policyholders (Lines 27 to 33, less 34)	240,137,370	216,752,993
36.	TOTALS	325,963,048	283,613,273

DETAILS OF WRITE-INS

2301.	Miscellaneous Liabilities	(25,000)	(25,000)
2302.	Unclaimed Property	35	
2303.			
2398.	Summary of remaining write-ins for Line 23 from overflow page	0	0
2399.	Totals (Lines 2301 thru 2303 plus 2398) (Line 23 above)	(24,965)	(25,000)
2701.			
2702.			
2703.			
2798.	Summary of remaining write-ins for Line 27 from overflow page	0	0
2799.	Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above)	0	0
3001.			
3002.			
3003.			
3098.	Summary of remaining write-ins for Line 30 from overflow page	0	0
3099.	Totals (Lines 3001 thru 3003 plus 3098) (Line 30 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....402,682,887)	374,564,610	309,574,601	645,167,065
1.2 Assumed (written $.....5,265,116)	5,265,116	14,642,049	26,359,155
1.3 Ceded (written $.....250,847,028)	238,051,832	201,311,509	426,753,536
1.4 Net (written $.....157,100,975)	141,777,894	122,905,141	244,772,685
DEDUCTIONS:			
2. Losses incurred (current accident year $.....24,213,388):			
2.1 Direct	202,081,436	159,287,450	356,596,876
2.2 Assumed	(1,045,640)	2,589,076	3,610,369
2.3 Ceded	162,582,956	138,455,752	318,800,011
2.4 Net	38,452,840	23,420,774	41,407,234
3. Loss expenses incurred	1,626,775	1,140,718	2,660,612
4. Other underwriting expenses incurred	29,668,472	30,012,451	70,409,956
5. Aggregate write-ins for underwriting deductions	0	2,266	(159,485)
6. Total underwriting deductions (Lines 2 through 5)	69,748,087	54,576,209	114,318,317
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	72,029,807	68,328,932	130,454,368
INVESTMENT INCOME			
9. Net investment income earned	5,834,318	5,945,951	11,767,299
10. Net realized capital gains (losses) less capital gains tax of $.....13,322	24,741	35,111	115,953
11. Net investment gain (loss) (Lines 9 + 10)	5,859,059	5,981,062	11,883,252
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....0 amount charged off $.....0)			
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	1,843,832	1,706,319	3,280,336
15. Total other income (Lines 12 through 14)	1,843,832	1,706,319	3,280,336
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	79,732,698	76,016,313	145,617,956
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)	79,732,698	76,016,313	145,617,956
19. Federal and foreign income taxes incurred	27,384,783	24,021,111	47,612,864
20. Net income (Line 18 minus Line 19) (to Line 22)	52,347,915	51,995,202	98,005,092
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	216,752,991	205,957,697	205,957,697
GAINS AND (LOSSES) IN SURPLUS			
22. Net income (from Line 20)	52,347,915	51,995,202	98,005,092
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or losses less capital gains tax of $.....0	(102,550)	(134,030)	324,834
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	1,139,012	(978,087)	(662,387)
27. Change in nonadmitted assets			
28. Change in provision for reinsurance			127,755
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	(30,000,000)	(45,100,000)	(87,000,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	23,384,377	5,783,086	10,795,294
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	240,137,368	211,740,783	216,752,991

DETAILS OF WRITE-INS

0501. 2002 Private Passenger Auto Escrow			(81,053)
0502. 2003 Private Passenger Auto Escrow		2,266	(78,432)
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	2,266	(159,485)
1401. Administration Fees	1,843,803	1,706,315	3,279,917
1402. Miscellaneous Income	28	4	419
1403. Miscellaneous Asset			
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	1,843,832	1,706,319	3,280,336
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

	1 Current Year to Date	2 Prior Year Ended December 31
CASH FROM OPERATIONS		
1. Premiums collected net of reinsurance	138,891,895	244,492,565
2. Net investment income	5,952,527	12,770,592
3. Miscellaneous income	1,843,832	3,283,985
4. Total (Lines 1 through 3)	146,688,254	260,547,142
5. Benefit and loss related payments	24,398,075	104,573,379
6. Net transfers to Separate, Segregated Accounts and Protected Cell Accounts		
7. Commissions, expenses paid and aggregate write-ins for deductions	37,524,940	72,252,304
8. Dividends paid to policyholders		
9. Federal and foreign income taxes paid (recovered) $.....13,322 net tax on capital gains (losses)	30,170,972	48,037,670
10. Total (Lines 5 through 9)	92,093,987	224,863,353
11. Net cash from operations (Line 4 minus Line 10)	54,594,267	35,683,790
CASH FROM INVESTMENTS		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	11,919,263	55,160,060
12.2 Stocks		
12.3 Mortgage loans		
12.4 Real estate		
12.5 Other invested assets		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(1,215)	(11,844)
12.7 Miscellaneous proceeds		1,194,741
12.8 Total investment proceeds (Lines 12.1 to 12.7)	11,918,048	56,342,957
13. Cost of investments acquired (long-term only):		
13.1 Bonds	20,664,977	43,744,980
13.2 Stocks		
13.3 Mortgage loans		
13.4 Real estate		
13.5 Other invested assets		
13.6 Miscellaneous applications	1,194,741	4,125
13.7 Total investments acquired (Lines 13.1 to 13.6)	21,859,718	43,749,105
14. Net increase (decrease) in contract loans and premium notes		
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(9,941,670)	12,593,852
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	30,000,000	87,000,000
16.6 Other cash provided (applied)	2,930,641	(3,434,199)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(27,069,359)	(90,434,199)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	17,583,238	(42,156,557)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	6,457,112	48,613,669
19.2 End of period (Line 18 plus Line 19.1)	24,040,350	6,457,112

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

20.0001		
20.9999 Totals	0	0

NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

No significant change.

Note 2 - Accounting Changes and Corrections of Errors

No significant change.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

No significant change.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

A. Components of Deferred Tax Assets (DTAs) and Deferred Tax Liabilities (DTLs):

	Jun. 30 2005	Dec. 31 2004
Total gross deferred tax assets	1,662,243	651,564
Total gross deferred tax liabilities	297,996	414,432
Net deferred tax asset	1,364,247	237,133
Deferred tax asset non-admitted	0	0
Net admitted deferred tax assets	1,364,247	237,133
Increase (decrease) in nonadmitted deferred tax assets	0	0

B. All deferred tax liabilities are recognized.

C. The change in net deferred income taxes was comprised of the following:

	Jun. 30 2005	Dec. 31 2004	Change
Total deferred tax assets	1,662,243	651,564	1,010,679
Total deferred tax liabilities	297,996	414,432	(116,436)
Net deferred tax asset	1,364,247	237,133	1,127,114
Deferred tax on change in unrealized gains	151,025	139,127	11,898
Net change in deferred taxes	1,515,272	376,260	1,139,012

NOTES TO FINANCIAL STATEMENTS

D. The Company's income tax expense and change in DTA/DTL differs from the amount obtained by applying the federal statutory rate of 35% to net Gain from Operations After Dividends to Policyholders for the following reasons:

	2005	Effective Tax Rate
Pretax income	79,732,698	
Provision computed at statutory rate	27,906,444	35.0%
Tax exempt interest	(1,491,964)	-1.9%
Permanent differences	(3,152,637)	-4.0%
Total	26,245,771	32.9%
Federal income taxes incurred	27,384,783	34.3%
Change in net deferred income taxes	(1,139,012)	-1.4%
Total statutory income taxes	26,245,771	32.9%

E. The Company had no loss carry forwards.

F. Consolidated Federal Income Tax Return

1) The Company's federal income tax return will be consolidated with American Express Company and its qualifying subsidiaries.

2) The Company's federal income tax will be allocated based upon an inter-company tax allocation agreement that sets forth the manner in which the total consolidated federal income tax is allocated to each member of the consolidated group. Under the procedure, each member will record an income tax expense or credit equal to the U.S. federal income tax rates on its pretax income or loss and adjusted for any applicable tax credits except to the extent of any losses or tax credits which cannot be utilized on the consolidated tax return as filed after giving effect to carrybacks. The member will be permitted to record a credit for any unused losses and tax credits to the extent they are subsequently utilized by the consolidated group.

Note 10 - Information Concerning Parent, Subsidiaries and Affiliates

No significant change.

Note 11 - Debt

No significant change.

Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

No significant change.

Note 13 - Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

No significant change.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

C. Not Applicable.

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

NOTES TO FINANCIAL STATEMENTS

No significant change.

Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

No significant change.

Note 20 - September 11 Events

No significant change.

Note 21 - Other Items

No significant change.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

No significant change.

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

No significant change.

Note 29 - Participating Policies

No significant change.

Note 30 - Premium Deficiency Reserves

No significant change.

Note 31 - High Deductibles

No significant change.

Note 32 - Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

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 implement any significant accounting policy changes that would require disclosure in the Notes to the Financial Statements? Yes [ ] No [X]

1.2 If yes, explain:.....

2.1 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]

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

3.1 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]

3.2 If yes, date of change: .....
If not previously filed, furnish herewith a certified copy of the instrument as amended.

4. 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.

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

5.2 If yes, provide 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

6. 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.

7.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2003.....

7.2 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. 12/31/2003.....

7.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/15/2005.....

7.4 By what department or departments?

Illinois Insurance Department

8.1 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? (You need not report an action, either formal or informal, if a confidentiality clause is part of the agreement.) Yes [ ] No [X]

8.2 If yes, give full information:

9.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [ ] No [X]

9.2 If response to 9.1 is yes, please identify the name of the bank holding company.

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

9.4 If the response to 9.3 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
Securities America, Inc.	Omaha, NE	NO	NO	NO	NO	YES
American Express Financial Advisors	Minneapolis, MN	NO	NO	NO	NO	YES
American Enterprise Inv Serv	Minneapolis, MN	NO	NO	NO	NO	YES
Centurian Bank	Midvale, UT	NO	NO	NO	YES	NO
American Express Personal Trust Se	Minneapolis, MN	NO	NO	NO	YES	NO
IDS Life Insurance Company	Minneapolis, MN	NO	NO	NO	NO	YES

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount. $.....6,483,804

INVESTMENT

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

11.1 Has there been any change in the reporting entity's own preferred or common stock? Yes [ ] No [X]

11.2 If yes, explain:.....

12.1 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]

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

13. Amount of real estate and mortgages held in other invested assets in Schedule BA: $.....0

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

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

15.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Statement Value
15.21 Bonds	$.....0	$.....0
15.22 Preferred Stock	$.....0	$.....0
15.23 Common Stock	$.....0	$.....0
15.24 Short-Term Investments	$.....0	$.....0
15.25 Mortgages, Loans or Real Estate	$.....0	$.....0
15.26 All Other	$.....0	$.....0
15.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 15.21 to 15.26)	$.....0	$.....0
15.28 Total Investment in Parent included in Lines 15.21 to 15.26 above	$.....0	$.....0

16.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

16.2 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.

17. 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 Part 1-General, Section IV. H-Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No [ ]

17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
The Northern Trust Company	50 South LaSalle Street, B-7, Chicago, IL 60675

17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes [ ] No [X]

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

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

17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No [ ]

18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

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 [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 other than certain workers' compensation liabilities 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	2	3	Total Discount				Discount Taken During Period			
			4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Disc. Rate	Unpaid Losses	Unpaid LAE	IBNR	Total	Unpaid Losses	Unpaid LAE	IBNR	Total
						0				0
Total	XXX	XXX	0	0	0	0	0	0	0	0

SCHEDULE A - VERIFICATION

Real Estate

NONE

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	
2. Increase (decrease) by adjustment		
3. Cost of acquired		
4. Cost of additions to and permanent improvements		
5. Total profit (loss) on sales		
6. Increase (decrease) by foreign exchange adjustment		
7. Amount received on sales		
8. Book/adjusted carrying value at end of current period	0	0
9. Total valuation allowance		
10. Subtotal (Lines 8 plus 9)	0	0
11. Total nonadmitted amounts		
12. Statement value, current period (Page 2, real estate lines, net admitted assets column)	0	0

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest on mortgages owned, December 31 of prior year	0	
2. Amount loaned during period:		
2.1 Actual cost at time of acquisitions		
2.2 Additional investment made after acquisitions		
3. Accrual of discount and mortgage interest points and commitment fees		
4. Increase (decrease) by adjustment		
5. Total profit (loss) on sale		
6. Amounts paid on account or in full during the period		
7. Amortization of premium		
8. Increase (decrease) by foreign exchange adjustment		
9. Book value/recorded investment excluding accrued interest on mortgages owned at end of current period	0	0
10. Total valuation allowance		
11. Subtotal (Lines 9 plus 10)	0	0
12. Total nonadmitted amounts		
13. Statement value of mortgages owned at end of current period (Page 2, mortgage lines, net admitted assets column)	0	0

SCHEDULE BA - VERIFICATION

Other Invested Assets Included in Schedule BA

NONE

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of long-term invested assets owned, December 31 of prior year	0	
2. Cost of acquisitions during period:		
2.1 Actual cost at time of acquisitions		
2.2 Additional investment made after acquisitions		
3. Accrual of discount		
4. Increase (decrease) by adjustment		
5. Total profit (loss) on sale		
6. Amounts paid on account or in full during the period		
7. Amortization of premium		
8. Increase (decrease) by foreign exchange adjustment		
9. Book adjusted/carrying value of long-term invested assets at end of current period	0	0
10. Total valuation allowance		
11. Subtotal (Lines 9 plus 10)	0	0
12. Total nonadmitted amounts		
13. Statement value of long-term invested assets at end of current period (Page 2, Line 7, Column 3)	0	0

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	216,771,482	228,577,943
2. Cost of bonds and stocks acquired	20,664,977	43,744,980
3. Accrual of discount	33,994	70,611
4. Increase (decrease) by adjustment		2
5. Increase (decrease) by foreign exchange adjustment	(90,651)	303,631
6. Total profit (loss) on disposal	39,277	127,797
7. Consideration for bonds and stocks disposed of	11,919,263	55,160,060
8. Amortization of premium	324,517	893,422
9. Book/adjusted carrying value, current period	225,175,299	216,771,482
10. Total valuation allowance		
11. Subtotal (Lines 9 plus 10)	225,175,299	216,771,482
12. Total nonadmitted amounts		
13. Statement value	225,175,299	216,771,482

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	222,374,385	680,454	4,717,261	2,769,840	222,374,385	221,107,418		209,720,775
2. Class 2	6,955,702			(2,969,362)	6,955,702	3,986,340		4,000,000
3. Class 3								2,969,166
4. Class 4								
5. Class 5								
6. Class 6								
7. Total Bonds	229,330,087	680,454	4,717,261	(199,522)	229,330,087	225,093,758	0	216,689,941
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	229,330,087	680,454	4,717,261	(199,522)	229,330,087	225,093,758	0	216,689,941

SCHEDULE DA - PART 1

Short-Term Investments Owned End of Current Quarter

NONE

	1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
8299999. Totals		XXX			

SCHEDULE DA - PART 2 - Verification

Short-Term Investments Owned

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	46,449,561
2. Cost of short-term investments acquired		63,913,443
3. Increase (decrease) by adjustment		187,264
4. Increase (decrease) by foreign exchange adjustment		
5. Total profit (loss) on disposal of short-term investments		(2,893)
6. Consideration received on disposal of short-term investments		110,547,375
7. Book/adjusted carrying value, current period	0	0
8. Total valuation allowance		
9. Subtotal (Lines 7 plus 8)	0	0
10. Total nonadmitted amounts		
11. Statement value (Lines 9 minus 10)	0	0
12. Income collected during period		187,264
13. Income earned during period		187,264

Sch. DB-Part F-Section 1
NONE

Sch. DB-Part F-Section 2
NONE

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Location	5 Is Insurer Authorized? (YES or NO)
All Other Insurers				
00000	AA-1127861	Lloyds Syndicate Number 1861	UK	YES
00000	AA-1120242	Brit Ins Ltd	UK	NO
00000	AA-1124141	Wr Berkley Ins (Europe) Ltd	UK	NO

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

	States, Etc.	1 Is Insurer Licensed? (Yes or No)	Direct Premiums Written 2 Current Year to Date	 3 Prior Year to Date	Direct Losses Paid (Deducting Salvage) 4 Current Year to Date	 5 Prior Year to Date	Direct Losses Unpaid 6 Current Year to Date	 7 Prior Year to Date
1.	Alabama AL	YES	2,426,781	1,854,928	544,664	1,278,174	1,235,585	842,426
2.	Alaska AK	YES	368,635	304,499	22,166	221,679	88,309	86,760
3.	Arizona AZ	YES	15,989,660	13,555,983	7,241,507	7,796,294	10,918,391	51,071,433
4.	Arkansas AR	YES	1,546,649	1,188,348	1,023,869	509,510	1,267,634	1,216,697
5.	California CA	YES	104,974,147	83,184,540	48,778,172	34,064,835	66,612,702	41,365,705
6.	Colorado CO	YES	9,345,657	8,261,985	4,371,395	3,618,885	8,300,532	5,197,384
7.	Connecticut CT	YES	7,609,312	6,756,153	3,459,248	4,122,067	7,438,423	6,836,871
8.	Delaware DE	YES	1,470,062	1,153,252	622,526	524,345	1,031,359	628,024
9.	District of Columbia DC	YES	1,234,897	1,009,267	175,626	187,756	191,843	197,905
10.	Florida FL	YES	30,885,526	26,099,768	13,073,598	12,489,856	26,915,819	18,874,700
11.	Georgia GA	YES	12,832,687	10,992,997	4,899,348	4,968,622	7,649,814	7,936,744
12.	Hawaii HI	YES	1,475,589	883,905	335,707	180,211	1,321,299	237,412
13.	Idaho ID	YES	723,607	434,869	202,283	80,346	405,406	167,340
14.	Illinois IL	YES	11,243,135	9,813,120	3,780,830	3,916,614	5,554,460	4,986,659
15.	Indiana IN	YES	4,203,269	3,268,167	1,486,580	1,316,798	2,455,894	1,952,597
16.	Iowa IA	YES	1,650,560	981,195	484,871	294,542	1,237,223	828,778
17.	Kansas KS	YES	1,534,094	968,818	311,344	602,067	597,886	595,366
18.	Kentucky KY	YES	828,665	673,525	87,905	131,846	202,456	(2,395)
19.	Louisiana LA	YES	1,602,622	1,398,284	371,846	354,797	374,423	384,172
20.	Maine ME	YES	386,600	117,231	34,878	23,376	1,150,710	73,530
21.	Maryland MD	YES	9,504,994	7,278,827	3,319,847	2,718,173	6,982,707	4,403,723
22.	Massachusetts MA	YES	5,763,942	3,177,211	1,093,709	628,267	1,548,227	1,176,465
23.	Michigan MI	YES	18,188,170	14,157,247	9,245,955	7,048,797	26,293,465	6,717,058
24.	Minnesota MN	YES	9,203,191	7,757,484	4,090,017	3,357,791	9,002,903	5,399,181
25.	Mississippi MS	YES	908,675	800,008	282,015	278,885	534,056	736,282
26.	Missouri MO	YES	3,700,339	2,650,374	1,315,260	1,016,699	2,213,355	1,871,401
27.	Montana MT	YES	294,942	218,356	106,541	31,970	592,282	85,269
28.	Nebraska NE	YES	1,070,432	852,668	459,469	445,862	905,613	945,684
29.	Nevada NV	YES	6,182,053	5,412,217	2,817,240	2,747,729	4,554,241	2,771,849
30.	New Hampshire NH	YES	941,671	470,931	86,206	56,807	278,439	155,109
31.	New Jersey NJ	YES	9,920,951	7,394,146	1,482,313	1,069,138	2,464,505	2,344,654
32.	New Mexico NM	YES	1,174,916	1,010,103	271,863	252,571	588,943	388,036
33.	New York NY	YES	32,961,309	30,460,973	12,103,065	10,767,833	23,851,505	22,761,936
34.	North Carolina NC	YES	4,434,575	3,413,481	1,082,290	1,348,885	2,648,901	1,962,015
35.	North Dakota ND	YES	149,510	44,088	4,198	1,211	54,661	18,196
36.	Ohio OH	YES	7,587,869	5,783,668	2,618,286	2,676,788	4,864,985	4,470,106
37.	Oklahoma OK	YES	1,435,827	1,215,243	251,189	864,485	1,279,984	970,067
38.	Oregon OR	YES	8,305,603	6,616,411	3,505,130	2,889,769	6,529,448	4,161,268
39.	Pennsylvania PA	YES	10,540,669	8,127,235	3,848,568	3,182,894	8,397,651	6,390,546
40.	Rhode Island RI	YES	700,607	411,044	66,931	43,802	196,769	132,303
41.	South Carolina SC	YES	3,080,315	2,271,145	923,297	827,802	1,690,284	1,763,138
42.	South Dakota SD	YES	907,186	789,306	63,840	38,721	141,667	61,365
43.	Tennessee TN	YES	3,952,969	3,071,029	1,135,084	1,014,098	2,154,850	1,579,776
44.	Texas TX	YES	14,652,998	11,837,952	3,734,729	2,802,685	6,777,170	4,612,609
45.	Utah UT	YES	2,975,618	2,182,792	635,115	815,080	1,145,259	780,652
46.	Vermont VT	YES	252,076	172,395	39,639	35,843	73,986	76,354
47.	Virginia VA	YES	7,871,036	6,143,558	2,304,386	1,590,227	3,530,884	2,003,495
48.	Washington WA	YES	19,272,403	15,200,754	7,818,433	6,169,794	18,545,478	12,061,931
49.	West Virginia WV	YES	333,548	206,561	16,282	17,089	113,265	77,823
50.	Wisconsin WI	YES	2,832,913	1,941,506	900,104	749,825	1,646,506	889,269
51.	Wyoming WY	YES	164,220	143,202	20,557	12,583	39,549	38,712
52.	American Samoa AS	NO						
53.	Guam GU	NO	55,594	11,233	3,147	12,198		
54.	Puerto Rico PR	YES	251,355	154,843	183,348	101,561	100,000	
55.	US Virgin Islands VI	NO	89,500	30,718	41,619	29,893		
56.	Canada CN	YES	537,463	876,804	13,459	5,303	266,312	265,664
57.	Aggregate Other Alien OT	XXX	151,292	412,309	183,006	124,380	0	0
58.	Totals	(a) 52	402,682,887	325,598,656	157,374,498	132,458,059	284,958,013	235,550,044

DETAILS OF WRITE-INS

5701.	Alien(01)	XXX	151,292	412,309	183,006	124,380		
5702.		XXX						
5703.		XXX						
5798.	Summary of remaining write-ins for Line 57 from overflow page	XXX	0	0	0	0	0	0
5799.	Totals (Lines 5701 thru 5703 + Line 5798) (Line 57 above)	XXX	151,292	412,309	183,006	124,380	0	0

(a) Insert the number of yes responses except for Canada and Other Alien.

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire			0.0	
2. Allied lines			0.0	
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril	29,517,397	19,947,306	67.6	69.0
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	50,337,925	10,774,162	21.4	20.0
10. Financial guaranty			0.0	
11.1. Medical malpractice-occurrence			0.0	
11.2. Medical malpractice-claims made			0.0	
12. Earthquake			0.0	
13. Group accident and health	73,448,858	12,580,428	17.1	11.6
14. Credit accident and health			0.0	
15. Other accident and health	48,271	140,867	291.8	318.1
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	7,090,823	6,887,272	97.1	84.6
17.2 Other liability-claims made	9,837,323	9,222,787	93.8	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	116,977,315	87,635,714	74.9	73.7
19.3, 19.4 Commercial auto liability			0.0	
21. Auto physical damage	86,972,754	54,892,900	63.1	68.0
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
31. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
33. Aggregate write-ins for other lines of business	0	0	0.0	
34. Totals	374,230,666	202,081,436	54.0	51.5

DETAILS OF WRITE-INS

3301.			0.0	
3302.			0.0	
3303.			0.0	
3398. Sum. of remaining write-ins for Line 33 from overflow page	0	0	0.0	XXX
3399. Totals (Lines 3301 thru 3303 plus 3398) (Line 33)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril	18,416,458	32,978,397	25,554,728
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	26,366,574	50,916,406	39,052,585
10. Financial guaranty			
11.1. Medical malpractice-occurrence			
11.2. Medical malpractice-claims made			
12. Earthquake			
13. Group accident and health	38,835,482	75,448,231	71,261,173
14. Credit accident and health			
15. Other accident and health	30,472	44,794	63,362
16. Workers' compensation			
17.1. Other liability-occurrence	3,524,556	7,159,861	5,686,335
17.2. Other liability-claims made		23,904,014	
18.1. Products liability-occurrence			
18.2. Products liability-claims made			
19.1, 19.2 Private passenger auto liability	59,947,344	121,333,790	103,069,863
19.3, 19.4 Commercial auto liability			
21. Auto physical damage	44,912,983	90,897,109	80,910,610
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
31. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
33. Aggregate write-ins for other lines of business	0	0	0
34. Totals	192,033,868	402,682,601	325,598,656

DETAILS OF WRITE-INS

3301.			
3302.			
3303.			
3398. Sum. of remaining write-ins for Line 33 from overflow page	0	0	0
3399. Totals (Lines 3301 thru 3303 plus 3398) (Line 33)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2005 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2005 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2005 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2002 + Prior	38	1,845	1,882	554		554	210		1,441	1,651	726	(403)	323
2. 2003	725	11,673	12,398	1,074	8	1,082	817	12	1,577	2,406	1,166	(10,075)	(8,909)
3. Subtotals 2003 + Prior	762	13,518	14,280	1,627	8	1,636	1,027	12	3,019	4,057	1,892	(10,479)	(8,587)
4. 2004	6,267	18,046	24,313	11,622	4,765	16,387	616	2,590	18,520	21,726	5,971	7,829	13,800
5. Subtotals 2004 + Prior	7,029	31,564	38,593	13,249	4,774	18,023	1,643	2,602	21,539	25,783	7,863	(2,649)	5,214
6. 2005	XXX	XXX	XXX	XXX	9,533	9,533	XXX	4,463	19,381	23,844	XXX	XXX	XXX
7. Totals	7,029	31,564	38,593	13,249	14,307	27,557	1,643	7,065	40,920	49,627	7,863	(2,649)	5,214
8. Prior Year-End's Surplus As Regards Policyholders	216,753												

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. 111.9 %	2. (8.4)%	3. 13.5 %

Col. 13, Line 7 / Line 8
4. 2.4 %

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 Malpractice Supplement) be filed with this statement?	NO

Explanation:

Bar Code:

Overflow Page
NONE

Sch. A-Part 2
NONE

Sch. A-Part 3
NONE

Sch. B-Part 1
NONE

Sch. B-Part 2
NONE

Sch. BA-Part 1
NONE

Sch. BA-Part 2
NONE

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired by the Company During the Current Quarter

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - Special Revenue and Special Assessment									
745235 YJ 4	PUERTO RICO PUB BLDGS A 5.250% 07/01/23		04/20/2005	SAMUEL A. RAMIREZ		680,334	600,000	9,975	1FE
97689P Y8 5	WISCONSIN HSG & ECON DE 4.950% 03/01/25		03/24/2005	MERRILL LYNCH CAPITAL MARKETS		120			1FE
3199999.	Total - Bonds - Special Revenue & Special Assessments					680,454	600,000	9,975	XXX
6099997.	Total - Bonds - Part 3					680,454	600,000	9,975	XXX
6099999.	Total - Bonds					680,454	600,000	9,975	XXX
7499999.	Total - Bonds, Preferred and Common Stocks					680,454	XXX	9,975	XXX

(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 by the Company During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - Special Revenue and Special Assessment																					
396053 AL 4	GREENVILLE CNTY SOUTH 5.100% 04/0	...	.04/01/2005	Call 102.0000		1,020,000	1,000,000	988,030	998,210		347		347		998,557		21,443	21,443	25,500	04/01/2006	1FE
419818 FW 4	HAWAII ST HSG FIN & DEV 5.350% 07/01	...	.04/01/2005	Call 100.0000		5,000	5,000	4,922	4,931		1		1		4,932		68	68	201	07/01/2018	1FE
432327 DP 6	HILLSBOROUGH CNTY FL PO 5.600% 06	...	.06/01/2005	Call 102.0000		1,020,000	1,000,000	995,660	998,911		177		177		999,088		20,912	20,912	28,000	06/01/2007	1FE
645905 VR 8	NEW JERSEY ECON DEV AUT 6.500% 0	...	.05/15/2005	Maturity		175,000	175,000	192,474	175,857		(857)		(857)		175,000			0	5,688	05/15/2005	1FE
717817 EY 2	PHILADELPHIA PA ARPT RE 5.000% 06/	...	.06/15/2005	Maturity		2,000,000	2,000,000	2,065,400	2,009,067		(9,067)		(9,067)		2,000,000			0	50,000	06/15/2005	1FE
762212 RE 0	RHODE ISLAND HSG & MTG 5.350% 10/	...	.04/01/2005	Call 100.0000		155,000	155,000	155,000	155,000				0		155,000			0	4,146	10/01/2032	1FE
875231 GA 4	TAMPA FL REV 5.500% 04/01/06	...	.04/01/2005	Call 100.0000		350,000	350,000	367,609	355,819		(1,136)		(1,136)		354,684		(4,684)	(4,684)	9,625	04/01/2006	1FE
880459 SV 5	TENNESSEE HSG DEV AGCY 5.450% 0	...	.04/01/2005	Call 100.0000		30,000	30,000	30,000	30,000				0		30,000			0	1,226	01/01/2033	1FE
3199999.	Total - Bonds - Special Revenue & Assessment					4,755,000	4,715,000	4,799,095	4,727,795	0	(10,535)	0	(10,535)	0	4,717,261	0	37,739	37,739	124,386	XXX	XXX
6099997.	Total - Bonds - Part 4					4,755,000	4,715,000	4,799,095	4,727,795	0	(10,535)	0	(10,535)	0	4,717,261	0	37,739	37,739	124,386	XXX	XXX
6099999.	Total - Bonds					4,755,000	4,715,000	4,799,095	4,727,795	0	(10,535)	0	(10,535)	0	4,717,261	0	37,739	37,739	124,386	XXX	XXX
7499999.	Total - Bonds, Preferred and Common Stocks					4,755,000	XXX	4,799,095	4,727,795	0	(10,535)	0	(10,535)	0	4,717,261	0	37,739	37,739	124,386	XXX	XXX

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

Sch. DB-Part A-Section 1
NONE

Sch. DB-Part B-Section 1
NONE

Sch. DB-Part C-Section 1
NONE

Sch. DB-Part D-Section 1
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
						6	7	8	
Depository		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
First Interstate Bank, LTD	Los Angeles, CA					743	743	743	XXX
Norwest Bank Wisconsin, N.A.	Green Bay, WI					1,404,758	486,033	(1,468,089)	XXX
The Northern Trust Company	Chicago, IL			37,787		6,066,418	6,127,483	283,192	XXX
Royal Trust Bank	Toronto, Ontario, Canada					56,270	45,211	(5,938)	XXX
Royal Trust Bank	Toronto, Ontario, Canada			3,204		784,126	225,208	547,173	XXX
Royal Trust Bank	Toronto, Ontario, Canada					313	312	319	XXX
PCMU	Green Bay, WI					10	10	10	XXX
0199999. Total Open Depositories		XXX	XXX	40,990	0	8,312,638	6,885,000	(642,591)	XXX
0399999. Total Cash on Deposit		XXX	XXX	40,990	0	8,312,638	6,885,000	(642,591)	XXX
0599999. Total Cash		XXX	XXX	40,990	0	8,312,638	6,885,000	(642,591)	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned at End of Current Quarter

1 CUSIP Identification	2 Description	3 Code	4 Date Acquired	5 Rate of Interest	6 Maturity Date	7 Book/Adjusted Carrying Value	8 Amount of Interest Due & Accrued	9 Gross Investment Income
Cash Equivalents								
03221J UL 7	ABCP-AMSTERDAM FUNDING CORP		06/22/2005	3.250	07/20/2005	898,456		731
15963T UM 9	ABCP-CHARIOT FUNDING LLC		06/24/2005	3.260	07/21/2005	1,796,740		1,141
25810N VA 1	ABCP-DORADA CORP/DORADA FINANC		06/09/2005	3.210	08/10/2005	1,693,937		3,335
313385 JL 1	FEDERAL HOME LOAN BANK		06/28/2005	3.200	07/22/2005	8,184,693		2,187
313397 HP 9	FREDDIE MAC		05/04/2005		07/01/2005	3,700,000		17,585
313397 JW 2	FREDDIE MAC		06/06/2005	3.070	08/01/2005	3,391,012		7,249
313589 JY 0	FNMA COLLATERAL - MUNI		06/13/2005		08/03/2005	1,495,738		2,325
38142T UC 7	GOLDMAN SACHS		06/10/2005	3.100	07/12/2005	1,998,106		3,617
38142T UJ 2	GOLDMAN SACHS		06/21/2005	3.230	07/18/2005	698,932		628
39789L V1 3	ABCP-GREYHAWK FUNDING LLC		06/02/2005	3.170	08/01/2005	1,695,359		4,341
65409R UC 2	ABCP-NIEUW AMSTERDAM		05/31/2005	3.100	07/12/2005	899,148		2,403
0199999.	Totals					26,452,121	0	45,542