

ANNUAL STATEMENT

OF THE

UNITED CAPITAL TITLE

INSURANCE COMPANY

of **LOS ANGELES**

in the state of **CALIFORNIA**

TO THE

Insurance Department

OF THE

FOR THE YEAR ENDED

December 31, 2008

TITLE

2008



50041200820100010

ANNUAL STATEMENT

For the Year Ended December 31, 2008
OF THE CONDITION AND AFFAIRS OF THE

United Capital Title Insurance Company

NAIC Group Code 0670 0099 **NAIC Company Code** 50041 **Employer's ID Number** 95-4469284
(Current Period) (Prior Period)

Organized under the Laws of California, **State of Domicile or Port of Entry** California
Country of Domicile United States of America

Incorporated/Organized: March 21, 1991 **Commenced Business:** October 31, 1997

Statutory Home Office: 633 West 5th Street 47th Floor, Los Angeles, CA 90071-2043
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office: 601 Riverside Avenue
(Street and Number)
Jacksonville, FL 32204 904-855-8100
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address: 601 Riverside Avenue, Jacksonville, FL 32204
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records: 601 Riverside Avenue Jacksonville, FL 32204 904-854-8100
(Street and Number) (City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Website Address: www.fnf.com

Statutory Statement Contact: Jan R. Wilson 904-854-8100
(Name) (Area Code) (Telephone Number) (Extension)
jan.wilson@fnf.com 904-357-1066
(E-Mail Address) (Fax Number)

OFFICERS

	Name	Title
1.	<u>Raymond Randall Quirk #</u>	<u>COB, President and Chief Executive Officer</u>
2.	<u>Michael Louis Gravelle #</u>	<u>EVP, Legal and Corporate Secretary</u>
3.	<u>Anthony John Park #</u>	<u>EVP and Chief Financial Officer</u>

VICE-PRESIDENTS

Name	Title	Name	Title
<u>Richard Lynn Cox #</u>	<u>SVP and Tax Officer</u>	<u>Daniel Kennedy Murphy #</u>	<u>SVP and Treasurer</u>

DIRECTORS OR TRUSTEES

<u>Christopher NMN Abbinante #</u>	<u>Roger Scott Jewkes #</u>	<u>Erika NMN Meinhardt #</u>	<u>Anthony John Park #</u>
<u>Raymond Randall Quirk #</u>			

State of _____
County of _____ ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

_____ (Signature) Raymond Randall Quirk _____ (Printed Name) 1. COB, President and CEO _____ (Title)	_____ (Signature) Michael Louis Gravelle _____ (Printed Name) 2. EVP, Legal and Corporate Secretary _____ (Title)	_____ (Signature) Anthony John Park _____ (Printed Name) 3. EVP, Chief Financial Officer _____ (Title)
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Subscribed and sworn to before me this _____ day of _____, 2009

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

ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Net Admitted Assets
1. Bonds (Schedule D)	31,969,046		31,969,046	38,055,061
2. Stocks (Schedule D):				
2.1 Preferred stocks	81,320		81,320	134,750
2.2 Common stocks				
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens				
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)	655,800		655,800	655,800
5. Cash (\$ 1,628,812, Schedule E - Part 1), cash equivalents (\$ 0, Schedule E - Part 2), and short-term investments (\$ 5,369,632, Schedule DA)	6,998,444		6,998,444	8,132,189
6. Contract loans (including \$ 0 premium notes)				
7. Other invested assets (Schedule BA)				
8. Receivables for securities	4,125		4,125	211,000
9. Aggregate write-ins for invested assets				
10. Subtotals, cash and invested assets (Lines 1 to 9)	39,708,735		39,708,735	47,188,800
11. Title plants less \$ 0 charged off (for Title insurers only)				
12. Investment income due and accrued	346,185		346,185	451,888
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	4,400,019	2,924,506	1,475,513	41,109
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)				
13.3 Accrued retrospective premiums				
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers				
14.2 Funds held by or deposited with reinsured companies				
14.3 Other amounts receivable under reinsurance contracts				
15. Amounts receivable relating to uninsured plans				
16.1 Current federal and foreign income tax recoverable and interest thereon	2,004,451	2,004,451		2,898,332
16.2 Net deferred tax asset	3,710,636	3,710,636		335,356
17. Guaranty funds receivable or on deposit				
18. Electronic data processing equipment and software				
19. Furniture and equipment, including health care delivery assets (\$ 0)				
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates				268,030
22. Health care (\$ 0) and other amounts receivable				
23. Aggregate write-ins for other than invested assets	106,463	106,463		8,150
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	50,276,489	8,746,056	41,530,433	51,191,665
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	50,276,489	8,746,056	41,530,433	51,191,665

DETAILS OF WRITE-IN LINES			
0901.			
0902.			
0903.			
0998. Summary of remaining write-ins for Line 09 from overflow page			
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 09 above)			
2301. Goodwill			
2302. Prepaid expenses			
2303. Miscellaneous receivable & Other assets	106,463	106,463	8,150
2398. Summary of remaining write-ins for Line 23 from overflow page			
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	106,463	106,463	8,150

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Year	Prior Year
1. Known claims reserve (Part 2B, Line 3, Col. 4)	6,990,407	4,183,408
2. Statutory premium reserve (Part 1B, Line 2.5, Col. 1)	21,597,063	24,027,403
3. Aggregate of other reserves required by law		
4. Supplemental reserve (Part 2B, Col. 4, Line 12)		
5. Commissions, brokerage and other charges due or accrued to attorneys, agents and real estate brokers		
6. Other expenses (excluding taxes, licenses and fees)	296,013	179,299
7. Taxes, licenses and fees (excluding federal and foreign income taxes)	199,757	27,523
8.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))		
8.2 Net deferred tax liability		
9. Borrowed money \$ 0 and interest thereon \$ 0		
10. Dividends declared and unpaid		
11. Premiums and other consideration received in advance		
12. Unearned interest and real estate income received in advance		
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others		
15. Provision for unauthorized reinsurance		
16. Net adjustments in assets and liabilities due to foreign exchange rates		
17. Drafts outstanding		
18. Payable to parent, subsidiaries and affiliates	56,028	
19. Payable for securities		
20. Aggregate write-ins for other liabilities	118,964	6,490
21. Total liabilities (Lines 1 through 20)	29,258,232	28,424,123
22. Aggregate write-ins for special surplus funds		
23. Common capital stock	1,000,000	1,000,000
24. Preferred capital stock		
25. Aggregate write-ins for other than special surplus funds		
26. Surplus notes		
27. Gross paid in and contributed surplus	3,000,000	3,000,000
28. Unassigned funds (surplus)	8,272,201	18,767,542
29. Less treasury stock, at cost:		
29.1 0 shares common (value included in Line 23 \$ 0)		
29.2 0 shares preferred (value included in Line 24 \$ 0)		
30. Surplus as regards policyholders (Lines 22 to 28 less 29) (Page 4, Line 32)	12,272,201	22,767,542
31. Totals (Page 2, Line 26, Col. 3)	41,530,433	51,191,665

DETAILS OF WRITE-INS		
0301.		
0302.		
0303.		
0398. Summary of remaining write-ins for Line 03 from overflow page		
0399. Totals (Lines 0301 through 0303 plus 0398) (Line 03 above)		
2001. Accrued Compensation	118,964	6,490
2002.		
2003.		
2098. Summary of remaining write-ins for Line 20 from overflow page		
2099. Totals (Lines 2001 through 2003 plus 2098) (Line 20 above)	118,964	6,490
2201.		
2202.		
2203.		
2298. Summary of remaining write-ins for Line 22 from overflow page		
2299. Totals (Lines 2201 through 2203 plus 2298) (Line 22 above)		
2501.		
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)		

OPERATIONS AND INVESTMENT EXHIBIT

STATEMENT OF INCOME	1 Current Year	2 Prior Year
OPERATING INCOME		
1. Title insurance and related income (Part 1):		
1.1 Title insurance premiums earned (Part 1B, Line 3, Col.1)	25,094,378	61,872,009
1.2 Escrow and settlement services (Part 1A, Line 2, Col. 4)	67,548	
1.3 Other title fees and service charges (Part 1A, Line 3, Col. 4)	2,675	(103,407)
2. Aggregate write-ins for other operating income		
3. Total Operating Income (Lines 1 through 2)	25,164,601	61,768,602
DEDUCT:		
4. Losses and loss adjustment expenses incurred (Part 2A, Line 10, Col. 4)	12,432,573	8,465,810
5. Operating expenses incurred (Part 3, Line 24, Cols. 4 and 6)	23,216,443	56,853,636
6. Aggregate write-ins for other operating deductions		
7. Total Operating Deductions	35,649,016	65,319,446
8. Net operating gain or (loss) (Lines 3 minus 7)	(10,484,415)	(3,550,844)
INVESTMENT INCOME		
9. Net investment income earned (Exhibit of Net Investment Income, Line 17)	2,097,760	2,332,794
10. Net realized capital gains (losses) less capital gains tax of \$ 0 (Exhibit of Capital Gains (Losses))	(305,339)	(108,525)
11. Net investment gain (loss) (Lines 9 + 10)	1,792,421	2,224,269
OTHER INCOME		
12. Aggregate write-ins for miscellaneous income or (loss)		
13. Net income, after capital gains tax and before all other federal income taxes (Lines 8 + 11 + 12)	(8,691,994)	(1,326,575)
14. Federal and foreign income taxes incurred	(2,012,241)	(384,317)
15. Net income (Lines 13 minus 14)	(6,679,753)	(942,258)
CAPITAL AND SURPLUS ACCOUNT		
16. Surplus as regards policyholders, December 31 prior year (Page 3, Line 30, Column 2)	22,767,542	24,748,274
17. Net income (from Line 15)	(6,679,753)	(942,258)
18. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (5,663)	(10,517)	(27,722)
19. Change in net unrealized foreign exchange capital gain (loss)		
20. Change in net deferred income taxes	2,293,702	(1,735,907)
21. Change in nonadmitted assets (Exhibit of Nonadmitted Assets, Line 26, Col. 3)	(7,854,322)	725,155
22. Change in provision for unauthorized reinsurance (Page 3, Line 15, Cols. 2 minus 1)		
23. Change in supplemental reserves (Page 3, Line 4, Cols. 2 minus 1)		
24. Change in surplus notes		
25. Cumulative effect of changes in accounting principles		
26. Capital Changes:		
26.1 Paid in		
26.2 Transferred from surplus (Stock Dividend)		
26.3 Transferred to surplus		
27. Surplus Adjustments:		
27.1 Paid in		
27.2 Transferred to capital (Stock Dividend)		
27.3 Transferred from capital		
28. Dividends to stockholders		
29. Change in treasury stock (Page 3, Lines (29.1) and (29.2), Cols. 2 minus 1)		
30. Aggregate write-ins for gains and losses in surplus	1,755,549	
31. Change in surplus as regards policyholders for the year (Lines 17 through 30)	(10,495,341)	(1,980,732)
32. Surplus as regards policyholders, December 31 current year (Lines 16 plus 31) (Page 3, Line 30)	12,272,201	22,767,542

DETAILS OF WRITE-IN LINES		
0201.		
0202.		
0203.		
0298. Summary of remaining write-ins for Line 02 from overflow page		
0299. Totals (Lines 0201 through 0203 plus 0298) (Line 02 above)		
0601.		
0602.		
0603.		
0698. Summary of remaining write-ins for Line 06 from overflow page		
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 06 above)		
1201.		
1202.		
1203.		
1298. Summary of remaining write-ins for Line 12 from overflow page		
1299. Totals (Lines 1201 through 1203 plus 1298) (Line 12 above)		
3001. Correction of an error	1,755,549	
3002.		
3003.		
3098. Summary of remaining write-ins for Line 30 from overflow page		
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	1,755,549	

CASH FLOW

	1	2
	Current Year	Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance	18,305,128	61,420,540
2. Net investment income	2,278,168	2,390,562
3. Miscellaneous income	70,221	(66,029)
4. Total (Lines 1 through 3)	20,653,517	63,745,073
5. Benefit and loss related payments	9,625,574	8,127,140
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7. Commissions, expenses paid and aggregate write-ins for deductions	22,812,969	56,713,124
8. Dividends paid to policyholders		
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)	(4,373,512)	2,130,935
10. Total (Lines 5 through 9)	28,065,031	66,971,199
11. Net cash from operations (Line 4 minus Line 10)	(7,411,514)	(3,226,126)
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	14,466,748	26,621,923
12.2 Stocks		97,999
12.3 Mortgage loans		1,401,115
12.4 Real estate		
12.5 Other invested assets		
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments		
12.7 Miscellaneous proceeds	211,563	
12.8 Total investment proceeds (Lines 12.1 to 12.7)	14,678,311	28,121,037
13. Cost of investments acquired (long-term only):		
13.1 Bonds	8,723,526	24,600,120
13.2 Stocks		
13.3 Mortgage loans		
13.4 Real estate		655,800
13.5 Other invested assets		
13.6 Miscellaneous applications		211,001
13.7 Total investments acquired (Lines 13.1 to 13.6)	8,723,526	25,466,921
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)	5,954,785	2,654,116
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes		
16.2 Capital and paid in surplus, less treasury stock		
16.3 Borrowed funds		
16.4 Net deposits on deposit-type contracts and other insurance liabilities		
16.5 Dividends to stockholders		
16.6 Other cash provided (applied)	322,984	(1,417,352)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to Line 16.4 minus Line 16.5 plus Line 16.6)	322,984	(1,417,352)
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)	(1,133,745)	(1,989,362)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	8,132,189	10,121,551
19.2 End of year (Line 18 plus Line 19.1)	6,998,444	8,132,189

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

20.0001		
20.0002		
20.0003		

OPERATIONS AND INVESTMENT EXHIBIT

PART 1A – SUMMARY OF TITLE INSURANCE PREMIUMS WRITTEN AND RELATED REVENUES

	1	Agency Operations		4	5
		2	3		
	Direct Operations	Non-Affiliated Agency Operations	Affiliated Agency Operations	Current Year Total (Cols. 1 + 2 + 3)	Prior Year Total
1. Direct premiums written	7,618,066		15,034,501	22,652,567	61,421,744
2. Escrow and settlement service charges	67,548	X X X	X X X	67,548	
3. Other title fees and service charges (Part 1C, Line 5)	2,675	X X X	X X X	2,675	(103,407)
4. Totals (Lines 1 + 2 + 3)	7,688,289		15,034,501	22,722,790	61,318,337

PART 1B – PREMIUMS EARNED EXHIBIT

	1	2
	Current Year	Prior Year
1. Title premiums written:		
1.1 Direct (Part 1A, Line 1)	22,652,567	61,421,744
1.2 Assumed	68,080	
1.3 Ceded	56,608	
1.4 Net title premiums written (Lines 1.1 + 1.2 - 1.3)	22,664,039	61,421,744
2. Statutory premium reserve:		
2.1 Balance at December 31 prior year	24,027,403	24,477,668
2.2 Additions during the current year	1,023,050	2,759,325
2.3 Withdrawals during the current year	3,453,389	3,209,590
2.4 Other adjustments to statutory premium reserves		
2.5 Balance at December 31 current year	21,597,064	24,027,403
3. Net title premiums earned during year (Lines 1.4 - 2.2 + 2.3)	25,094,378	61,872,009

PART 1C – OTHER TITLE FEES AND SERVICE CHARGES

	1	2
	Current Year	Prior Year
1. Title examinations	27,050	10,190
2. Searches and abstracts		
3. Surveys		
4. Aggregate write-ins for service charges	(24,375)	(113,597)
5. Totals	2,675	(103,407)

DETAILS OF WRITE-IN LINES			
0401. Miscellaneous Services		(24,375)	(113,597)
0402.			
0403.			
0498. Summary of remaining write-ins for Line 04 from overflow page			
0499. Total (Lines 0401 through 0403 plus 0498) (Line 04 above)		(24,375)	(113,597)

OPERATIONS AND INVESTMENT EXHIBIT
PART 2A – LOSSES PAID AND INCURRED

	1 Direct Operations	Agency Operations		4 Total Current Year (Cols. 1 + 2 + 3)	5 Total Prior Year
		2 Non-Affiliated Agency Operations	3 Affiliated Agency Operations		
1. Losses and allocated loss adjustment expenses paid - direct business, less salvage			8,964,076	8,964,076	6,674,737
2. Losses and allocated loss adjustment expenses paid - reinsurance assumed, less salvage					
3. Total (Line 1 plus Line 2)			8,964,076	8,964,076	6,674,737
4. Deduct: Recovered during year from reinsurance					
5. Net payments (Line 3 minus Line 4)			8,964,076	8,964,076	6,674,737
6. Known claims reserve – current year (Page 3, Line 1, Column 1)			6,990,407	6,990,407	4,183,408
7. Known claims reserve – prior year (Page 3, Line 1, Column 2)			4,183,408	4,183,408	3,855,297
8. Losses and allocated Loss Adjustment Expenses incurred (Line 5 plus Line 6 minus Line 7)			11,771,075	11,771,075	7,002,848
9. Unallocated loss adjustment expenses incurred (Part 3, Line 24, Column 5)			661,498	661,498	1,462,962
10. Losses and loss adjustment expenses incurred (Line 8 plus Line 9)			12,432,573	12,432,573	8,465,810

OPERATIONS AND INVESTMENT EXHIBIT

PART 2B – UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES

	1 Direct Operations	Agency Operations		4 Total Current Year (Cols. 1 + 2 + 3)	5 Total Prior Year
		2 Non-Affiliated Agency Operations	3 Affiliated Agency Operations		
1. Loss and allocated LAE reserve for title and other losses of which notice has been received:					
1.1 Direct (Schedule P, Part 1, Line 12, Col. 17)			6,990,407	6,990,407	4,183,408
1.2 Reinsurance assumed (Schedule P, Part 1, Line 12, Col. 18)					
2. Deduct reinsurance recoverable from authorized and unauthorized companies (Schedule P, Part 1, Line 12, Col. 19)					
3. Known claims reserve (Line 1.1 plus Line 1.2 minus Line 2)			6,990,407	6,990,407	4,183,408
4. Incurred But Not Reported:					
4.1 Direct (Schedule P, Part 1, Line 12, Col. 20)			19,278,000	19,278,000	16,963,000
4.2 Reinsurance assumed (Schedule P, Part 1, Line 12, Col. 21)					
4.3 Reinsurance ceded (Schedule P, Part 1, Line 12, Col. 22)					
4.4 Net incurred but not reported			19,278,000	19,278,000	16,963,000
5. Unallocated LAE reserve (Schedule P, Part 1, Line 12, Col. 23)	X X X	X X X	X X X	1,821,856	X X X
6. Less discount for time value of money, if allowed (Sch. P, Part 1, Line 12, Col. 33)	X X X	X X X	X X X		X X X
7. Total Schedule P reserves (Lines 3 + 4.4 + 5 - 6) (Sch. P, Part 1, Line 12, Col. 35)	X X X	X X X	X X X	28,090,263	X X X
8. Statutory premium reserve at year end	X X X	X X X	X X X	21,597,063	X X X
9. Aggregate of other reserves required by law	X X X	X X X	X X X		X X X
10. Gross supplemental reserve (a) (Lines 7 - (3 + 8 + 9))	X X X	X X X	X X X		X X X
11. Unrecognized Schedule P transition obligation	X X X	X X X	X X X		X X X
12. Net recognized supplemental reserve (Lines 10 - 11)	X X X	X X X	X X X		X X X

(a) If the sum of Lines 3 + 8 + 9 is greater than Line 7, place a "0" in this Line.

**OPERATIONS AND INVESTMENT EXHIBIT
PART 3 – EXPENSES**

	Title and Escrow Operating Expenses				5 Unallocated Loss Adjustment Expenses	6 Other Operations	7 Investment Expenses	Totals	
	1 Direct Operations	Agency Operations		4 Total (Cols. 1 + 2 + 3)				8 Current Year (Cols. 4 + 5 + 6 + 7)	9 Prior Year
		2 Non-affiliated Agency Operations	3 Affiliated Agency Operations						
1. Personnel costs:									
1.1 Salaries	566,565		2,094,176	2,660,741	471,825			3,132,566	1,824,315
1.2 Employee relations and welfare	28,155		104,069	132,224				132,224	180,761
1.3 Payroll taxes	62,203		229,918	292,121	102,505			394,626	119,446
1.4 Other personnel costs	17,735		65,554	83,289				83,289	72,185
1.5 Total personnel costs	674,658		2,493,717	3,168,375	574,330			3,742,705	2,196,707
2. Amounts paid to or retained by title agents			13,383,449	13,383,449				13,383,449	52,866,551
3. Production services (purchased outside):									
3.1 Searches, examinations and abstracts					295			295	
3.2 Surveys									
3.3 Other	338,065		1,249,579	1,587,644				1,587,644	433,943
4. Advertising	3,837		14,183	18,020	4			18,024	235
5. Boards, bureaus and associations	619		2,287	2,906	150			3,056	13,058
6. Title plant rent and maintenance	429		1,586	2,015	11			2,026	506
7. Claim adjustment services									
8. Amounts charged off, net of recoveries	(55,011)		(203,336)	(258,347)				(258,347)	3,802
9. Marketing and promotional expenses	232		859	1,091				1,091	
10. Insurance	10,884		40,231	51,115	5			51,120	21
11. Directors' fees	2,428		8,973	11,401				11,401	
12. Travel and travel items	10,973		40,559	51,532	1,676			53,208	7,193
13. Rent and rent items	34,592		127,860	162,452	48,251			210,703	122,587
14. Equipment	48,896		180,732	229,628	8,609			238,237	43,398
15. Cost or depreciation of EDP equipment and software	54,428		201,181	255,609	3,728			259,337	21,060
16. Printing, stationery, books and periodicals	18,405		68,030	86,435	9,566			96,001	78,404
17. Postage, telephone, messengers and express	28,778		106,372	135,150	10,579			145,729	50,023
18. Legal and auditing	(45,609)		(168,584)	(214,193)	572			(213,621)	576,864
19. Totals (Lines 1.5 to 18)	1,126,604		17,547,678	18,674,282	657,776			19,332,058	56,414,352
20. Taxes, licenses and fees:									
20.1 State and local insurance taxes	39,077		144,440	183,517	708			184,225	456,908
20.2 Insurance department licenses and fees	4,643		17,163	21,806				21,806	
20.3 Gross guaranty association assessments									
20.4 All other (excluding federal income and real estate)	2,300		8,502	10,802				10,802	(6,171)
20.5 Total taxes, licenses and fees (Lines 20.1 + 20.2 + 20.3 + 20.4)	46,020		170,105	216,125	708			216,833	450,737
21. Real estate expenses									
22. Real estate taxes									
23. Aggregate write-ins for miscellaneous expenses	921,165		3,404,869	4,326,034	3,016			4,329,050	1,451,509
24. Total expenses incurred (Lines 19 + 20.5 + 21 + 22 + 23)	2,093,789		21,122,652	23,216,441	661,500		(a)	23,877,941	58,316,598
25. Less unpaid expenses - current year	495,770			495,770				495,770	206,822
26. Add unpaid expenses - prior year	206,822			206,822				206,822	91,613
27. TOTAL EXPENSES PAID (Lines 24 - 25 + 26)	1,804,841		21,122,652	22,927,493	661,500			23,588,993	58,201,389

DETAILS OF WRITE-IN LINES									
2301. Miscellaneous	921,070		3,404,519	4,325,589	3,016			4,328,605	1,451,509
2302. Charitable contributions	95		350	445				445	
2303.									
2398. Summary of remaining write-ins for Line 23 from overflow page									
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	921,165		3,404,869	4,326,034	3,016			4,329,050	1,451,509

(a) Includes management fees of \$ 0 to affiliates and \$ 0 to non-affiliates.

OPERATIONS AND INVESTMENT EXHIBIT

PART 4 – NET OPERATING GAIN/LOSS EXHIBIT

	1	Agency Operations		4	5	Totals	
		2	3			6	7
	Direct Operations	Non-affiliated Agency Operations	Affiliated Agency Operations	Total (Cols. 1 + 2 + 3)	Other Operations	Current Year (Cols. 4 + 5)	Prior Year
1. Title insurance and related income (Part 1):							
1.1 Title insurance premiums earned (Part 1B, Line 3, Col. 1)	8,490,719		16,603,659	25,094,378		25,094,378	61,872,009
1.2 Escrow and settlement services (Part 1A, Line 2, Col. 4)	67,548			67,548		67,548	
1.3 Other title fees and service charges (Part 1A, Line 3, Col. 4)	2,675			2,675		2,675	(103,407)
2. Aggregate write-ins for other operating income							
3. Total Operating Income (Lines 1.1 through 1.3 + 2)	8,560,942		16,603,659	25,164,601		25,164,601	61,768,602
DEDUCT:							
4. Losses and loss adjustment expenses incurred (Part 2A, Line 10, Col. 4)			12,432,573	12,432,573		12,432,573	8,465,810
5. Operating expenses incurred (Part 3, Line 24, Cols. 1 to 3 + 6)	2,093,790		21,122,653	23,216,443		23,216,443	56,853,636
6. Aggregate write-ins for other operating deductions							
7. Total Operating Deductions (Lines 4 + 5 + 6)	2,093,790		33,555,226	35,649,016		35,649,016	65,319,446
8. Net operating gain or (loss) (Lines 3 minus 7)	6,467,152		(16,951,567)	(10,484,415)		(10,484,415)	(3,550,844)

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DETAILS OF WRITE-IN LINES							
0201.							
0202.							
0203.							
0298. Summary of remaining write-ins for Line 02 from overflow page							
0299. Total (Lines 0201 through 0203 plus 0298) (Line 02 above)							
0601.							
0602.							
0603.							
0698. Summary of remaining write-ins for Line 06 from overflow page							
0699. Total (Lines 0601 through 0603 plus 0698) (Line 06 above)							

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. Government bonds	(a) 77,585	41,748
1.1 Bonds exempt from U.S. tax	(a) 686,338	450,828
1.2 Other bonds (unaffiliated)	(a) 1,324,846	1,424,226
1.3 Bonds of affiliates	(a)	
2.1 Preferred stocks (unaffiliated)	(b) 9,816	9,816
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)		
2.21 Common stocks of affiliates		
3. Mortgage loans	(c)	
4. Real estate	(d)	
5. Contract loans		
6. Cash, cash equivalents and short-term investments	(e) 201,546	193,108
7. Derivative instruments	(f)	
8. Other invested assets		
9. Aggregate write-ins for investment income	19,003	19,003
10. Total gross investment income	2,319,134	2,138,729
11. Investment expenses		(g) 40,969
12. Investment taxes, licenses and fees, excluding federal income taxes		(g)
13. Interest expense		(h)
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		
16. Total deductions (Lines 11 through 15)		40,969
17. Net investment income (Line 10 minus Line 16)		2,097,760

DETAILS OF WRITE-IN LINES		
0901. Miscellaneous investment income	19,003	19,003
0902. Miscellaneous expenses		
0903.		
0998. Summary of remaining write-ins for Line 09 from overflow page		
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 09 above)	19,003	19,003
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		
1599. Totals (Lines 1501 through 1503 plus 1598) (Line 15 above)		

- (a) Includes \$ 33,474 accrual of discount less \$ 108,179 amortization of premium and less \$ 8,175 paid for accrued interest on purchases.
- (b) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued dividends on purchases.
- (c) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued interest on purchases.
- (d) Includes \$ 0 for company's occupancy of its own buildings; and excludes \$ 0 interest on encumbrances.
- (e) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ 0 paid for accrued interest on purchases.
- (f) Includes \$ 0 accrual of discount less \$ 0 amortization of premium.
- (g) Includes \$ 40,969 investment expenses and \$ 0 investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ 0 interest on surplus notes and \$ 0 interest on capital notes.
- (i) Includes \$ 0 depreciation on real estate and \$ 0 depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds					
1.1 Bonds exempt from U.S. tax	269,019		269,019		
1.2 Other bonds (unaffiliated)	1,947	(529,604)	(527,657)	(9,450)	
1.3 Bonds of affiliates					
2.1 Preferred stocks (unaffiliated)		(46,700)	(46,700)	(6,730)	
2.11 Preferred stocks of affiliates					
2.2 Common stocks (unaffiliated)					
2.21 Common stocks of affiliates					
3. Mortgage loans					
4. Real estate					
5. Contract loans					
6. Cash, cash equivalents and short-term investments					
7. Derivative instruments					
8. Other invested assets					
9. Aggregate write-ins for capital gains (losses)					
10. Total capital gains (losses)	270,966	(576,304)	(305,338)	(16,180)	

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

EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D)			
2. Stocks (Schedule D):			
2.1 Preferred stocks			
2.2 Common stocks			
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens			
3.2 Other than first liens			
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			
4.2 Properties held for the production of income			
4.3 Properties held for sale			
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2), and short-term investments (Schedule DA)			
6. Contract loans			
7. Other invested assets (Schedule BA)			
8. Receivables for securities		4,688	4,688
9. Aggregate write-ins for invested assets			
10. Subtotals, cash and invested assets (Lines 1 to 9)		4,688	4,688
11. Title plants (for Title insurers only)			
12. Investment income due and accrued			
13. Premiums and considerations:			
13.1 Uncollected premiums and agents' balances in the course of collection	2,924,506		(2,924,506)
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
13.3 Accrued retrospective premiums			
14. Reinsurance:			
14.1 Amounts recoverable from reinsurers			
14.2 Funds held by or deposited with reinsured companies			
14.3 Other amounts receivable under reinsurance contracts			
15. Amounts receivable relating to uninsured plans			
16.1 Current federal and foreign income tax recoverable and interest thereon	2,004,451		(2,004,451)
16.2 Net deferred tax asset	3,710,636	1,075,915	(2,634,721)
17. Guaranty funds receivable or on deposit			
18. Electronic data processing equipment and software		5,303	5,303
19. Furniture and equipment, including health care delivery assets			
20. Net adjustment in assets and liabilities due to foreign exchange rates			
21. Receivables from parent, subsidiaries and affiliates			
22. Health care and other amounts receivable			
23. Aggregate write-ins for other than invested assets	106,463	(194,172)	(300,635)
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	8,746,056	891,734	(7,854,322)
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
26. Total (Lines 24 and 25)	8,746,056	891,734	(7,854,322)

DETAILS OF WRITE-IN LINES			
0901.			
0902.			
0903.			
0998. Summary of remaining write-ins for Line 09 from overflow page			
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 09 above)			
2301. Prepaid expenses		93,987	93,987
2302. Goodwill		(288,159)	(288,159)
2303. Miscellaneous Receivable and Other Assets	106,463		(106,463)
2398. Summary of remaining write-ins for Line 23 from overflow page			
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	106,463	(194,172)	(300,635)

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

United Capital Title Insurance Company (the "Company") is a wholly-owned subsidiary of Fidelity National Title Insurance Company ("FNTIC"), a title insurance underwriter domiciled in California. FNTIC purchased the Company from LandAmerica Financial Group, Inc. ("LFG"), a publicly held company domiciled in the Commonwealth of Virginia, effective December 22, 2008. Prior to the acquisition, Nations Holding Group ("NHG"), a non-insurance holding company, owned 100% of the outstanding shares of the Company. Capital Title Group, Inc. ("CTG"), a non-insurance holding company, owned 100% of the outstanding shares of NHG. LFG owned 100% of the outstanding shares of Capital Title Group, Inc.

The financial statements of the Company for the year ended December 31, 2008 and 2007 are presented on the basis of accounting practices prescribed or permitted by the California Department of Insurance.

The California Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the State of California for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the California Insurance laws. The National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures* manual, ("NAIC SAP"), has been adopted as a component of prescribed or permitted practices by the State of California.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Nebraska at December 31, 2008 and 2007 is shown below:

	<u>2008</u>	<u>2007</u>
Net income, State of California	\$ (6,679,753)	\$ (942,258)
State prescribed practices:		
Release of SPR	<u>331,771</u>	<u>1,514,717</u>
Net income (loss), NAIC SAP	<u>\$ (6,347,982)</u>	<u>\$ 572,459</u>
Statutory surplus, State of California	\$ 12,272,201	\$ 22,767,542
State prescribed practices:		
Release of SPR	<u>(112,138)</u>	<u>1,514,717</u>
Statutory surplus, NAIC SAP	<u>\$ 12,160,063</u>	<u>\$ 24,282,259</u>

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

Premiums on title insurance written by the Company's employees are recognized as revenue when the Company is legally or contractually entitled to collect the premium. Premiums on insurance written by agents are generally recognized when reported by the agent and recorded on a "gross" versus "net" basis. Title search and escrow fees are re-corded as revenue when an order is closed.

The Company maintains a statutory premium reserve ("SPR") for the protection of holders of title insurance policies. Amounts are added to the SPR each year based upon net premiums written and other income and are released over twenty years.

Expenses incurred in connection with acquiring new insurance business, including such acquisition costs as sales commissions, are charged to operations as incurred.

In addition, the Company uses the following accounting policies:

- (1) Short-term investments are stated at amortized cost.
- (2) Bonds not backed by other loans are stated at amortized cost using the scientific method. Non-investment grade bonds are stated at the lower of amortized cost or fair value.
- (3) Common stocks, other than investments in stocks of subsidiaries, are stated at fair value.
- (4) Redeemable preferred stocks are stated at amortized cost. Perpetual preferred stocks are stated at fair value. Non-investment grade preferred stocks are stated at the lower of amortized cost or fair value.
- (5) Not applicable.
- (6) Loan-backed securities are stated at either amortized cost or the lower of amortized cost or fair value. The retrospective adjustment method is used to value all loan-backed securities.

NOTES TO FINANCIAL STATEMENTS

- (7) Not applicable
 - (8) Not applicable.
 - (9) Not applicable.
 - (10) Not applicable.
 - (11) Reserves for title losses, which are not discounted, represent estimates of the cost of defending and settling claims which have been reported to the Company. The estimates are based on all information known to the Company and include consideration of all known legal issues. Management believes that the amounts are reasonable and adequate in the circumstances; however, due to the nature of the Company's business and the length of time to resolve claims, as claims are settled the ultimate losses may vary significantly from the estimated amounts included in the financial statements. Loss estimates are continually reviewed and modified and any adjustments are reflected in operations in the period in which they are determined.

To the extent that Schedule P reserves exceed the total of the known claims reserve and the SPR, a supplemental reserve is recorded.
 - (12) The Company has not modified its capitalization policy from prior year.
 - (13) Not applicable.
2. Accounting Changes and Corrections of Errors
- During the audit of its 2007 statutory financial statements, the Company became aware of a \$1.7million error in its tax balances and corrected this in the March 31, 2008 quarterly statement.
3. Business Combinations and Goodwill
- None.
4. Discontinued Operations.
- Not applicable.
5. Investments
- A. Mortgage Loans, Including Mezzanine Real Estate Loans
Not applicable.
 - B. Debt Restructuring
Not applicable.
 - C. Reverse Mortgages
Not applicable.
 - D. Loan-Backed Securities
 - (1) Not applicable.
 - (2) Prepayment assumptions for single class and multi-class mortgage-backed/asset-backed securities were obtained from an external pricing service.
 - (3) Not applicable.
 - E. Repurchase Agreements
Not applicable.
 - F. Real Estate
No change.
 - G. Low-income Housing Tax Credits
Not applicable.
6. Joint Ventures, Partnerships, and Limited Liability Companies
- Not applicable.
7. Investment Income
- A. The Company nonadmits any investment income due and accrued that is over 90 days past due.
 - B. The amount of non-admitted income was \$0 at December 31, 2008.

NOTES TO FINANCIAL STATEMENTS

8. Derivative Instruments

Not applicable.

9. Income Taxes

A. The components of the net deferred tax asset at December 31 are as follows:

	<u>2008</u>	<u>2007</u>
Gross deferred tax assets	\$ 3,710,636	\$ 1,430,831
Nonadmitted deferred tax assets	<u>3,710,636</u>	<u>1,075,915</u>
Admitted deferred tax asset	–	354,916
Gross deferred tax liabilities	<u>–</u>	<u>19,560</u>
Net admitted deferred tax asset	<u>\$ –</u>	<u>\$ 335,356</u>
Increase in nonadmitted deferred tax asset	<u>\$ 2,634,721</u>	

B. Not applicable.

C. The provisions for incurred taxes on earnings for the year ended December 31 are:

	<u>2008</u>	<u>2007</u>
Income tax expense	\$ (3,139,765)	\$ (783,612)
Net operating loss carryforward	1,135,314	–
Other	<u>(7,790)</u>	<u>340,859</u>
Income taxes incurred	<u>\$ (2,012,241)</u>	<u>\$ (442,753)</u>

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities at December 31 are as follows:

	<u>2008</u>	<u>2007</u>
Deferred tax assets:		
Reserves	\$ 1,172,878	\$ 1,372,519
Fixed Assets	–	8,101
Title insurance premiums and fees receivable	1,164,614	1,493
Bonds	168,443	–
NOL carryforward	1,135,314	–
Unrealized gains and losses	16,443	14,088
Other miscellaneous assets	37,262	34,536
Other miscellaneous liabilities	<u>15,682</u>	<u>94</u>
Gross deferred tax assets	<u>3,710,636</u>	<u>1,430,831</u>
Deferred tax liabilities:		
Bonds	<u>–</u>	<u>19,560</u>
Gross deferred tax liabilities	<u>–</u>	<u>19,560</u>
Net deferred tax asset	3,710,636	1,411,271
Non-admitted deferred tax asset	<u>3,710,636</u>	<u>1,075,915</u>
Net admitted deferred tax asset	<u>\$ –</u>	<u>\$ 335,356</u>
The change in net deferred income taxes is comprised of:		
Increase in gross deferred tax assets	\$ 2,279,805	
Decrease in gross deferred tax liabilities	<u>19,560</u>	
Net increase in net deferred tax assets	2,299,365	
Decrease in tax effect of unrealized gains and losses	<u>2,356</u>	
Change in net deferred income taxes	<u>\$ 2,297,009</u>	

D. The provision for income taxes incurred is different from that which would be obtained by applying the statutory federal income tax rate to income before income taxes. The significant items causing this difference are as follows for the year ended December 31, 2008:

NOTES TO FINANCIAL STATEMENTS

Provision computed at statutory rate	\$ (3,042,198)
Tax-exempt interest	(132,848)
Business meals and entertainment	(53)
Dividend received deduction	(2,044)
Change in nonadmitted assets	(1,832,803)
Other	<u>700,696</u>
Total statutory income taxes	<u>\$ (4,309,250)</u>
Federal income taxes incurred	\$ (2,012,241)
Change in net deferred income taxes	(2,299,365)
Change in net deferred income taxes – unrealized gains and losses	<u>2,356</u>
Total statutory income taxes	<u>\$ (4,309,250)</u>

- E. (1) At December 31, 2008, the net operating loss carryforward reflected as a deferred tax asset originated in 2008 and will expire in 2008.
- (2) The amount of federal taxes incurred and available for recoupment in the event of future net losses is \$0 for 2008, \$0 for 2007, and \$0 for 2006.
- F. (1) The Company's federal income tax return is consolidated with Fidelity National Financial, Inc. ("FNF") effective December 22, 2008 and LFG in 2007 through December 21, 2008 (see Schedule Y, Part 1).
- (2) The Company is bound by the method of allocation of federal income taxes elected by FNF effective with the purchase on December 22, 2008. Accordingly, the Company has a written agreement which sets forth the manner in which the total combined federal income tax is allocated to each entity that is a party to the consolidation. Pursuant to this agreement, the Company has the enforceable right to recoup federal income taxes paid in prior years in the event of future net losses, which it may incur, or to recoup its net losses carried forward as an offset to future net income subject to federal income taxes. The written agreement also provides that each entity in FNF's consolidated group compute their tax as though the entity pays tax on a stand alone basis. Prior to the acquisition, the Company was bound by the method of allocation of federal income taxes elected by LFG. The method of allocation put each corporation in the same position as if it had filed a separate income tax return with the additional benefit of each company having a net operating loss being currently paid for the benefit of that loss to the extent that losses are beneficial in the consolidated return. Estimated quarterly tax payments (refunds) were made to (by) LFG based on current estimates of taxable income.

10. Information Concerning Parent, Subsidiaries and Affiliates

A-C. The Company is a wholly-owned subsidiary of FNTIC, a title insurance underwriter domiciled in California.

Also refer to Schedule Y, Part 2.

- D. At December 31, 2008, the Company reported approximately \$ 56,208 due to affiliates. These arrangements require that intercompany balances be settled within 30 days and any receivable older than 90 days has been nonadmitted.
- E. Not applicable.
- F. Prior to the acquisition of the Company by FNTIC, LFG had the following agreements with the Company:
- a. Premium Concentration and Claims Payment Agreement in which LFG holds the premiums collected in a fiduciary capacity and the Company is paid at least monthly. LFG may pay claims losses and expenses on behalf of the Company. LFG allocates the actual costs associated with the above services to the Company on a proportion reasonably related the Company's use of the services.
 - b. Consolidated Payroll and Accounts Payable Agreement in which LFG pays wages, salaries, benefits, worker's compensation insurance a related expenses and obligations for personnel employed by the Company. LFG handles accounts payable processing for expenses arising in the Company's ordinary course of business. LFG allocates the actual costs associated with the above services to the Company on a proportion reasonably related to the Company's use of the services.
 - c. Consolidated Federal Income Tax Liability Allocation and Payment Agreement in which LFG files a consolidated federal income tax return including the Company. LFG allocates the consolidated federal income tax liability based on the total separate return tax to the Company and benefits if the Company incurs losses and credits.

Prior to the acquisition of the Company, Lawyers Title Insurance Corporation, an affiliate, had the following agreements to provide services to the Company:

- a. Management and Corporate Services Agreement which includes but is not limited to purchase administration, claims administration, internal audit, legal, accounting, tax, advertising and public relations and cash management and banking services. The Company allocates the actual costs associated with the above services to the affiliates on a proportion reasonably related to the affiliate's use of the services.

NOTES TO FINANCIAL STATEMENTS

- b. Employee Services Agreement which includes but is not limited to talent management, operations, recruiting and human resource management. The Company allocates the actual costs associated with the above services to the affiliates on a proportion reasonably related to affiliate's use of the services.
- G. All outstanding shares of the Company are owned by FNTIC, a title insurance underwriter domiciled in the California.
- H. Not applicable.
- I. Not applicable.
- J. Not applicable.
- K. Not applicable.
- L. Not applicable.
11. Debt
- Not applicable.
12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and other Postretirement Benefit Plans
- A. Prior to the Company's acquisition on December 22, 2008, LFG sponsored a non-contributory defined benefit retirement plan and a postretirement life and healthcare benefit plan covering substantially all employees of the Company. On December 31, 2004, LFG froze the accumulation of benefits available under its principal defined benefit pension plan and ceased future accruals to the retirement plan accounts of all plan participants (other than annual interest credits on account balances), caused the accrued benefits of participants to be fully vested as of December 31, 2004 and limited participation in the plan to those individuals who were participants in the Plan as of December 31, 2004. See Note 12 D.
- B. Prior to the acquisition, LFG sponsored a defined contribution savings plan covering substantially all employees of the Company. See Note 12 D.
- C. Not applicable.
- D. Pursuant to the non-contributory deferred benefit retirement plan, benefits were based on years of service and average earnings calculated using a cash balance formula. LFG's funding policy was to annually contribute the statutory required minimum. Pension expense for the Company was determined based on an allocation by LFG totaling approximately \$6,400 in 2008. The Company has no legal obligation for benefits under this plan. Prior to 2008, the Company was not a part of a non-contributory deferred benefit retirement plan.
- Full-time employees of the Company were eligible to participate in LFG's Savings and Stock Ownership Plan (the "Plan"). Effective January 1, 2005, the Plan was amended to comply with the safe harbor provisions of Sections 401(k) (12) and 401(m) (11) of the Internal Revenue Code of 1986, as amended. The amendment provides immediate vesting on all matching contributions made after January 1, 2006, removes the one-year waiting period for new participants to receive matching contributions and increases the matching contributions made to employee accounts under the Plan. Total expenses allocated to the Company were approximately \$14,800 in 2008. Prior to 2008, the Company was covered by a qualified 401 (k) plan sponsored by CTG. Under this plan, the Company contributed \$0.33 for every \$1.00 of employee contribution, up to a maximum of \$1,000.
- In addition to pension benefits, the Company participated in LFG's defined benefit life and health care plans that provide postretirement medical, dental and life insurance benefits to full-time employees who have attained age 55 and have fifteen years of service or have attained age 65 with five years of service.
- The plans were contributory, with contributions adjusted annually, and contain other cost-sharing features such as deductibles and coinsurance. Postretirement benefits were cancelled in 2008 and the related liability written off. The Company's allocation of the liability written off was \$48,500. The Company has no legal obligation for benefits under this plan. Prior to 2008, the Company was not part of a defined benefit life and health care plan.
- LFG also sponsored non-qualified deferred compensation and stock incentive plans for senior executives of the Company.
- E. The Company has no obligations to current or former employees for benefits after their employment but before their retirement other than for compensation related to earned paid time off.
13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations
- (1) The Company has 10,000,000 shares of common stock authorized, 20,000 shares issued and outstanding. The par value per share is \$50.00.
- (2) Not applicable.
- (3) The payment of dividends by the Company to shareholders is limited and can only be made from earned profits unless prior approval is received from the Nebraska Insurance Commissioner. The maximum amount of dividends that may be paid by insurance companies without prior approval of the Nebraska Insurance Commissioner is also subject to restrictions relating to statutory surplus and net income. In

NOTES TO FINANCIAL STATEMENTS

2008 the Company can pay dividends of \$1.2 million without prior approval of the Nebraska Insurance Commissioner.

- (4) Not applicable.
- (5) Within the limitations of (3) above, there are no restrictions placed on the portion of the Company profits that may be paid as ordinary dividends to shareholders.
- (6) Not applicable.
- (7) Not applicable.
- (8) Not applicable.
- (9) Not applicable.
- (10) The portion of unassigned surplus represented by cumulative net unrealized capital losses was approximately \$36,680 at December 31, 2008.
- (11) Not applicable.
- (12) Not applicable.
- (13) Not applicable.

14. Contingencies

A. Contingent Commitments

Not applicable.

B. Assessments

Not applicable.

C. Gain Contingencies

Not applicable.

D. Claims Related Extra Contractual Obligations and Bad Faith Losses Stemming From Lawsuits

Not applicable.

E. All Other Contingencies

In the ordinary course of business, Fidelity National Financial, Inc. ("FNF") and its subsidiaries, of which the Company is one (collectively, "we," "us" or "our"), are involved in various pending and threatened litigation matters related to our operations, some of which include claims for punitive or exemplary damages. We believe that no actions, other than those listed below, depart from customary litigation incidental to its business and that the resolution of all pending and threatened litigation will not have a material effect on our results of operations, financial position or liquidity.

As background to the disclosure below, please note the following:

These matters raise difficult and complicated factual and legal issues and are subject to many uncertainties and complexities, including but not limited to the underlying facts of each matter, novel legal issues, variations between jurisdictions in which matters are being litigated, differences in applicable laws and judicial interpretations, the length of time before many of these matters might be resolved by settlement or through litigation and, in some cases, the timing of their resolutions relative to other similar cases brought against other companies, the fact that many of these matters are putative class actions in which a class has not been certified and in which the purported class may not be clearly defined, the fact that many of these matters involve multi-state class actions in which the applicable law for the claims at issue is in dispute and therefore unclear, and the current challenging legal environment faced by large corporations and insurance companies.

In these matters, plaintiffs seek a variety of remedies including equitable relief in the form of injunctive and other remedies and monetary relief in the form of compensatory damages. In most cases, the monetary damages sought include punitive or treble damages. Often more specific information beyond the type of relief sought is not available because plaintiffs have not requested more specific relief in their court pleadings. In addition, the dollar amount of damages sought is frequently not stated with specificity. In those cases where plaintiffs have made a statement with regard to monetary damages, they often specify damages either just above or below a jurisdictional limit regardless of the facts of the case. These limits represent either the jurisdictional threshold for bringing a case in federal court or the maximum they can seek without risking removal from state court to federal court. In our experience, monetary demands in plaintiffs' court pleadings bear little relation to the ultimate loss, if any, we may experience.

For the reasons specified above, it is not possible to make meaningful estimates of the amount or range of loss that could result from these matters at this time. We review these matters on an on-going basis and follow the provisions of Statement of Financial Accounting Standards No. 5, "Accounting for Contingencies," when making accrual and disclosure decisions. When assessing

NOTES TO FINANCIAL STATEMENTS

reasonably possible and probable outcomes, we base our decision on our assessment of the ultimate outcome following all appeals.

We intend to vigorously defend each of these matters. In the opinion of management, while some of these matters may be material to our operating results for any particular period if an unfavorable outcome results, none will have a material adverse effect on our overall financial condition.

Various governmental entities are studying the title insurance product, market, pricing, business practices, and potential regulatory and legislative changes. The Company receives inquiries and requests for information from state insurance departments, attorneys general and other regulatory agencies from time to time about various matters relating to its business. Sometimes these take the form of civil investigative subpoenas. The Company attempts to cooperate with all such inquiries. From time to time, the Company is assessed fines for violations of regulations or other matters or enters into settlements with such authorities which require the Company to pay money or take other actions.

In January 2007, the State of California adopted regulations that would have significant effects on the title insurance industry in California. The Company, as well as others, has been engaged in discussions with the California Department of Insurance (the "CDI") regarding possible industry reforms that may result in the CDI's decision to modify or repeal the regulations prior to their implementation. On June 17, 2008, the CDI filed with the Office of Administrative Law revised title insurance regulations containing substantial changes to the existing regulations. Hearings on the revised regulations were held in August. We, through the California Land Title Association, continue to work with the CDI to refine certain aspects of the proposed regulations, including the statistical reporting provisions.

15. Leases

Rent expense was \$51,511 and \$14,805 for 2008 and 2007, respectively.

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

Not applicable.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

A. Not applicable.

B. Not applicable.

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

Not applicable.

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

Not applicable.

20. Other Items

A. Extraordinary Items

Not applicable.

B. Troubled Debt Restructuring: Debtors

Not applicable.

C. Other Disclosures

(1) Assets in the amount of \$501,719 and \$ 1,000,000 were on deposit with government authorities or trustees as required by law at December 31, 2008 and 2007, respectively.

(2) As of December 31, 2008, the Company recognized losses of \$576,304 on securities deemed other than temporarily impaired. The impairment consisted of \$529,604 on bonds and \$46,700 related to preferred stock.

D. At December 31, 2008 and 2007 the Company had admitted assets of approximately \$1.5 million and \$41,109, respectively, in premiums receivable from agents. The Company routinely assesses the collectibility of these receivables. Based upon Company experience, less than 1% of the balance may become uncollectible and the potential loss is not material to the Company's financial condition.

E. Business Interruption Insurance Recoveries

Not applicable.

F. State Transferable Tax Credits

Not applicable.

G. Hybrid Securities

Not applicable.

NOTES TO FINANCIAL STATEMENTS

H. Subprime Mortgage Related Risk Exposure

The Company has direct investments in mortgage backed securities with underlying subprime exposure. The Company uses characterizations such as low borrower credit ratings, less-than-conventional documentation, and unconventionally high loan-to-values ratios to define subprime risk. Mortgage backed securities that exhibit these characteristics are considered subprime and are monitored continuously to manage risk exposure. Analysis of ratings and the trend of ratings, subordination, and delinquency statistics are some of strategies used in the risk management process. Generally, the unrealized losses related to the Company's exposure to subprime mortgage backed securities are due to changes in asset values versus exposure to realized losses resulting from receiving less than anticipated cash flows.

	<u>Actual Cost</u>	<u>Book/Adjusted Carrying Value (excluding interest)</u>	<u>Fair Value</u>	<u>Other-than-T emporary Impairment Losses Recognized</u>
a. Residential mortgage backed securities	\$401,342	\$ 400,878	\$ 348,587	\$ 0
b. Commercial mortgage backed securities				
c. Collateralized debt obligations				
d. Structured securities				
e. Equity investment in SCAs				
f. Other assets				
g. Total	<u>\$401,342</u>	<u>\$ 400,878</u>	<u>\$ 348,587</u>	<u>\$ 0</u>

21. Events Subsequent

(1) Not applicable.

(2) Not applicable.

22. Reinsurance

No change.

23. Retrospectively Rated Contracts and Contracts Subject to Redetermination

Not applicable.

24. Change in Incurred Losses and Loss Adjustment Expenses

No change.

25. Intercompany Pooling Arrangements

Not applicable.

26. Structured Settlements

Not applicable.

27. Supplemental Reserve

Not applicable.

GENERAL INTERROGATORIES

PART 1 – COMMON INTERROGATORIES

GENERAL

- 1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes No
- 1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes No N/A
- 1.3 State Regulating? California
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes No
- 2.2 If yes, date of change: 12/22/2008
- 3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2004
- 3.2 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. 12/31/2004
- 3.3 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). 06/12/2006
- 3.4 By what department or departments?
California Department of Insurance

- 3.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with departments? Yes No N/A
- 3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes No N/A
- 4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
- 4.11 sales of new business? Yes No
- 4.12 renewals? Yes No
- 4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
- 4.21 sales of new business? Yes No
- 4.22 renewals? Yes No
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes No
- 5.2 If yes, provide the name of the 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
.....
.....

- 6.1 Has the 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

GENERAL INTERROGATORIES

6.2 If yes, give full information:

.....

7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity?

Yes [] No [X]

7.2 If yes,

7.21 State the percentage of foreign control.

7.22 State the nationality(s) of the foreign person(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact).

1 Nationality	2 Type of Entity
.....
.....

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 the names and locations (city and state of the main office) of any affiliates regulated by a federal financial regulatory services agency [i.e., the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
.....

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?

E r n s t & Y o u n g L L P
 9 0 1 E . C a r y S t r e e t , R i c h m o n d , V A 2 3 2 1 9

10. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?

J o e l A . V a a g , F C A S , M A A A
 Milliman Inc., 3 Garret Mountain Plaza, West Paterson, NJ 07424

11.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly?

Yes [] No [X]

11.11 Name of real estate holding company

11.12 Number of parcels involved

11.13 Total book/adjusted carrying value

\$ _____

11.2 If yes, provide explanation:

.....

GENERAL INTERROGATORIES

12. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:

12.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?

.....

12.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located?

Yes No

12.3 Have there been any changes made to any of the trust indentures during the year?

Yes No

12.4 If answer to (12.3) is yes, has the domiciliary or entry state approved the changes?

Yes No N/A

13.1 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

13.11 If the response to 13.1 is no, please explain:

.....

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

Yes No

13.21 If the response to 13.2 is yes, provide information related to amendment(s).

.....

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

Yes No

13.31 If the response to 13.3 is yes, provide the nature of any waiver(s).

.....

BOARD OF DIRECTORS

14. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof?

Yes No

15. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof?

Yes No

16. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person?

Yes No

FINANCIAL

17. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)?

Yes No

18.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):

18.11 To directors or other officers	\$ _____
18.12 To stockholders not officers	\$ _____
18.13 Trustees, supreme or grand (Fraternal only)	\$ _____

GENERAL INTERROGATORIES

- 18.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- | | | |
|--|---|----------|
| | 18.21 To directors or other officers | \$ _____ |
| | 18.22 To stockholders not officers | \$ _____ |
| | 18.23 Trustees, supreme or grand (Fraternal only) | \$ _____ |
- 19.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes [] No [X]
- 19.2 If yes, state the amount thereof at December 31 of the current year:
- | | | |
|--|----------------------------|----------|
| | 19.21 Rented from others | \$ _____ |
| | 19.22 Borrowed from others | \$ _____ |
| | 19.23 Leased from others | \$ _____ |
| | 19.24 Other | \$ _____ |
- 20.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes [] No [X]
- 20.2 If answer is yes:
- | | | |
|--|--|----------|
| | 20.21 Amount paid as losses or risk adjustment | \$ _____ |
| | 20.22 Amount paid as expenses | \$ _____ |
| | 20.23 Other amounts paid | \$ _____ |
- 21.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [] No [X]
- 21.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ _____

INVESTMENT

- 22.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date (other than securities lending programs addressed in 22.3)? Yes [X] No []
- 22.2 If no, give full and complete information relating thereto:
-
-
-
-
- 22.3 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 16 where this information is also provided)
-
-
-
-
- 22.4 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes [] No [X]
- 22.5 If answer to 22.4 is yes, report amount of collateral. \$ _____
- 22.6 If answer to 22.4 is no, report amount of collateral. \$ _____
- 23.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 19.1 and 22.3.) Yes [X] No []
- 23.2 If yes, state the amount thereof at December 31 of the current year:
- | | | |
|--|--|------------------|
| | 23.21 Subject to repurchase agreements | \$ _____ |
| | 23.22 Subject to reverse repurchase agreements | \$ _____ |
| | 23.23 Subject to dollar repurchase agreements | \$ _____ |
| | 23.24 Subject to reverse dollar repurchase agreements | \$ _____ |
| | 23.25 Pledged as collateral | \$ _____ |
| | 23.26 Placed under option agreements | \$ _____ |
| | 23.27 Letter stock or securities restricted as to sale | \$ _____ |
| | 23.28 On deposit with state or other regulatory body | \$ _____ 501,719 |
| | 23.29 Other | \$ _____ |

GENERAL INTERROGATORIES

23.3 For category (23.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount

24.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [] No [X]

24.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [] N/A [X]
If no, attach a description with this statement.

25.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes [] No [X]

25.2 If yes, state the amount thereof at December 31 of the current year. \$ _____

26. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conducting Examinations, F – Custodial or Safekeeping agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

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

1 Name of Custodian(s)	2 Custodian's Address
Union Bank of California	457 Sansome St., San Francisco, CA 94111

26.02 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)

26.03 Have there been any changes, including name changes, in the custodian(s) identified in 26.01 during the current year? Yes [] No [X]

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

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

26.05 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 Number(s)	2 Name(s)	3 Address
104518	Deutsche Asset Management	Two International Place, Boston, MA 02110

27.1 Does the reporting entity have any diversified mutual funds reported in Schedule D – Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])? Yes [] No [X]

GENERAL INTERROGATORIES

27.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
27.2999 TOTAL		

27.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation

28. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
28.1 Bonds	37,338,675	35,731,498	1,607,177
28.2 Preferred stocks	81,320	81,320	
28.3 Totals	37,419,995	35,812,818	1,607,177

28.4 Describe the sources or methods utilized in determining the fair values:

Bond fair market values are determined in accordance with the methods prescribed by the Purposes and Procedures manual of the Securities Valuation Office of the National Association of Insurance Commissioners.

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

Yes No

29.2 If no, list exceptions:

.....

OTHER

30.1 Amount of payments to Trade associations, service organizations and statistical or Rating Bureaus, if any? \$ 2,804

30.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
CLTA - PAC	2,500

31.1 Amount of payments for legal expenses, if any? \$ 119,039

31.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid

GENERAL INTERROGATORIES

32.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?

\$ _____

32.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
.....
.....

GENERAL INTERROGATORIES

PART 2 – TITLE INTERROGATORIES

1. Did any persons while an officer, director, trustee, or employee receive directly or indirectly, during the period covered by this statement, any compensation in addition to his/her regular compensation on account of the reinsurance transactions of the reporting entity? Yes [] No [X]
2. Largest net aggregate amount insured in any one risk. \$ 11,050,000
- 3.1 Has this reporting entity reinsured any risk with any other 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]
- 3.2 If yes, give full information

4. If the reporting entity has assumed risk from another entity, there should be charged on account of such reinsurances a reserve equal to that which the original entity would have been required to charge had it retained the risks. Has this been done? Yes [X] No []
- 5.1 Has this reporting entity guaranteed policies issued by any other entity and now in force? Yes [] No [X]
- 5.2 If yes, give full information

6. Uncompleted building construction loans:
- | | | |
|-------------------------------|--|----------|
| 6.1 Amount already loaned | | \$ _____ |
| 6.2 Balance to be advanced | | \$ _____ |
| 6.3 Total amount to be loaned | | \$ _____ |
- 7.1 Does the reporting entity issue bonds secured by certificates of participation in building construction loans prior to the completion of the buildings? Yes [] No [X]
- 7.2 If yes, give total amount of such bonds or certificates of participation issued and outstanding. \$ _____
8. What is the aggregate amount of mortgage loans owned by the reporting entity that consist of co-ordinate interest in first liens? \$ _____
- 9.1 Reporting entity assets listed on Page 2 include the following segregated assets of the Statutory Premium Reserve or other similar statutory reserves:
- | | | |
|---------------------------------------|--|----------|
| 9.11 Bonds | | \$ _____ |
| 9.12 Short-term investments | | \$ _____ |
| 9.13 Mortgages | | \$ _____ |
| 9.14 Cash | | \$ _____ |
| 9.15 Other admissible invested assets | | \$ _____ |
| 9.16 Total | | \$ _____ |
- 9.2 List below segregate 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 1D Summary, and the "From Separate Accounts, Segregated Accounts and Protected Cell Accounts" line on Page 2 except for escrow funds held by Title insurers).
- | | | |
|---|--|-------------------|
| 9.21 Custodial funds not included in this statement were held pursuant to the governing agreements of custody in the amount of: | | \$ <u>129,337</u> |
| These funds consist of: | | |
| 9.22 In cash on deposit | | \$ <u>129,337</u> |
| 9.23 Other forms of security | | \$ _____ |

FIVE – YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.

	1	2	3	4	5
	2008	2007	2006	2005	2004
Source of Direct Title Premiums Written (Part 1A)					
1. Direct operations (Part 1A, Line 1, Col. 1)	7,618,066	2,264,749	6,680,199	7,326,039	1,849,540
2. Non-affiliated agency operations (Part 1A, Line 1, Col. 2)					168,683
3. Affiliated agency operations (Part 1A, Line 1, Col. 3)	15,034,501	59,156,995	117,649,207	154,423,271	126,513,698
4. Total	22,652,567	61,421,744	124,329,406	161,749,310	128,531,921
Operating Income Summary (Page 4 & Part 1)					
5. Premiums earned (Part 1B, Line 3)	25,094,378	61,872,009	121,385,684	156,300,175	123,793,537
6. Escrow and settlement service charges (Part 1A, Line 2)	67,548		346,942	1,148,011	173,378
7. Title examinations (Part 1C, Line 1)	27,050	10,190	9,254	53,797	
8. Searches and abstracts (Part 1C, Line 2)					
9. Surveys (Part 1C, Line 3)					
10. Aggregate write-ins for service charges (Part 1C, Line 4)	(24,375)	(113,597)			
11. Aggregate write-ins for other operating income (Page 4, Line 2)					
12. Total operating income (Page 4, Line 3)	25,164,601	61,768,602	121,741,880	157,501,983	123,966,915
Statement of Income (Page 4)					
13. Net operating gain or (loss) (Line 8)	(10,484,415)	(3,550,844)	3,354,669	5,261,328	4,679,927
14. Net investment gain or (loss) (Line 11)	1,792,421	2,224,269	2,370,429	1,460,434	1,061,963
15. Total other income (Line 12)					
16. Federal and foreign income taxes incurred (Line 14)	(2,012,241)	(384,317)	1,900,817	2,260,588	2,350,149
17. Net income (Line 15)	(6,679,753)	(942,258)	3,824,281	4,461,174	3,391,741
Balance Sheet (Pages 2 and 3)					
18. Title insurance premiums and fees receivable (Page 2, Line 13, Col. 3)	1,475,513	41,109	39,905	1,418,508	1,250,068
19. Total admitted assets excluding segregated accounts (Page 2, Line 24, Col. 3)	41,530,433	51,191,665	53,203,328	45,661,443	35,176,945
20. Known claims reserve (Page 3, Line 1)	6,990,407	4,183,408	3,855,297	2,009,312	1,194,326
21. Statutory premium reserve (Page 3, Line 2)	21,597,063	24,027,403	24,477,668	21,533,946	16,149,811
22. Total liabilities (Page 3, Line 21)	29,258,232	28,424,123	28,455,054	24,222,437	18,423,832
23. Capital paid up (Page 3, Lines 23 + 24)	1,000,000	1,000,000	1,000,000	1,000,000	1,000,000
24. Surplus as regards policyholders (Page 3, Line 30)	12,272,201	22,767,542	24,748,274	21,439,006	16,753,113
Cash Flow (Page 5)					
25. Net cash from operations (Line 11)	(7,411,514)	(3,226,126)	8,742,946	9,544,730	6,169,727
Percentage Distribution of Cash, Cash-Equivalents and Invested Assets (Page 2, Col. 3) (Item divided by Page 2, Line 10, Col. 3) x 100.0					
26. Bonds (Line 1)	80.5	80.6	77.6	80.0	65.9
27. Stocks (Lines 2.1 & 2.2)	0.2	0.3	0.5	9.1	14.6
28. Mortgage loans on real estate (Line 3.1 and 3.2)			2.4	0.0	
29. Real estate (Lines 4.1, 4.2 & 4.3)	1.7	1.4			
30. Cash, cash equivalents and short-term investments (Line 5)	17.6	17.2	19.5	10.9	19.4
31. Contract loans (Line 6)					
32. Other invested assets (Line 7)					
33. Receivable for securities (Line 8)	0.0	0.4			
34. Aggregate write-ins for invested assets (Line 9)					
35. Subtotals cash, cash equivalents and invested assets (Line 10)	100.0	100.0	100.0	100.0	100.0
Investments in Parent, Subsidiaries and Affiliates					
36. Affiliated bonds (Sch. D Summary, Line 25, Col. 1)					
37. Affiliated preferred stocks (Sch. D, Summary, Line 39, Col. 1)					
38. Affiliated common stocks (Sch. D, Summary, Line 53, Col. 1)					
39. Affiliated short-term investments (subtotals included in Schedule DA Verification, Col. 5, Line 10)					
40. Affiliated mortgage loans on real estate					
41. All other affiliated					
42. Total of above Lines 36 to 41					
43. Percentage of investments in parent, subsidiaries and affiliates to surplus as regards policyholders (Line 42 above divided by Page 3, Line 30, Col. 1 x 100.0)					

FIVE – YEAR HISTORICAL DATA

(Continued)

	1	2	3	4	5
	2008	2007	2006	2005	2004
Capital and Surplus Accounts (Page 4)					
44. Net unrealized capital gains or (losses) (Line 18)	(10,517)	(27,722)	(354,947)	8,503	(127,132)
45. Change in nonadmitted assets (Line 21)	(7,854,322)	725,155	(414,176)	186,890	(410,399)
46. Dividends to stockholders (Line 28)					
47. Change in surplus as regards policyholders for the year (Line 31)	(10,495,341)	(1,980,732)	3,309,268	4,685,893	3,319,963
Losses Paid and Incurred (Part 2A)					
48. Net payments (Line 5, Col. 4)	8,964,076	6,674,737	4,935,486	1,668,051	1,067,040
49. Losses and allocated LAE incurred (Line 8, Col. 4)	11,771,076	7,002,848	6,781,471	2,483,037	1,236,143
50. Unallocated LAE incurred (Line 9, Col. 4)	661,498	1,462,962			
51. Losses and loss adjustment expenses incurred (Line 10, Col. 4)	12,432,574	8,465,810	6,781,471	2,483,037	1,236,143
Operating Expenses to Total Operating Income (Part 3)(%) (Line item divided by Page 4, Line 3 x 100.0)					
52. Personnel costs (Part 3, Line 1.5, Col. 4)	12.6	1.5	2.4	3.8	1.8
53. Amounts paid to or retained by title agents (Part 3, Line 2, Col. 4)	53.2	85.6	87.0	88.1	91.7
54. All other operating expenses (Part 3, Lines 24 minus 1.5 minus 2, Col. 4)	26.5	4.9	2.4	3.2	1.7
55. Total (Lines 52 to 54)	92.3	92.0	91.7	95.1	95.2
Operating Percentages (Page 4) (Line item divided by Page 4, Line 3 x 100.0)					
56. Losses and loss adjustment expenses incurred (Line 4)	49.4	13.7	5.6	1.6	1.0
57. Operating expenses incurred (Line 5)	92.3	92.0	91.7	95.1	95.2
58. Aggregate write-ins for other operating deductions (Line 6)					
59. Total operating deductions (Line 7)	141.7	105.7	97.2	96.7	96.2
60. Net operating gain or (loss) (Line 8)	(41.7)	(5.7)	2.8	3.3	3.8
Other Percentages (Line item divided by Part 1B, Line 1.4 x 100.0)					
61. Losses and loss expenses incurred to net premiums written (Page 4, Line 4)	54.9	13.8	5.5	1.5	1.0
62. Operating expenses incurred to net premiums written (Page 4, Line 5)	102.4	92.6	89.8	92.6	92.1

NONE **Schedule E - Part 1B**

NONE **Schedule E - Part 1C**

SCHEDULE E – PART 1D – SUMMARY

Segregated Funds Held for Others			
Type	1 Non-Interest Earning	2 Interest Earning	3 Total (Cols. 1 + 2)
1. Open depositories	129,337		129,337
2. Suspended depositories			
3. Total segregated cash funds held for others (General Interrogatories-Part 2, Line 9.22)	129,337		129,337
4. Other forms of security held for others (General Interrogatories-Part 2, Line 9.23)			
5. Total all segregated funds held for others (General Interrogatories-Part 2, Line 9.21)	129,337		129,337
Company Funds on Hand and on Deposit			
General Funds			
6. Open depositories			542,716
7. Suspended depositories			1,086,096
8. Total general funds			1,628,812
Reinsurance Reserve Funds			
9. Open depositories			
10. Suspended depositories			
11. Total reinsurance reserve funds			
Total Company Funds			
12. Open depositories			542,716
13. Suspended depositories			1,086,096
14. Total company funds on deposit (Lines 8 & 11)			1,628,812
15. Company funds on hand			
16. Total company funds on hand and on deposit			1,628,812

SCHEDULE E – PART 1E – SUMMARY OF INTEREST EARNED

Interest Earned On	1 Interest Earned By Company	2 Average Monthly Balance of Non-Earning Deposits	3 Average Monthly Balance of Earning Deposits
Segregated Funds Held for Others			
17. Open depositories		1,076,409	
18. Suspended depositories			
19. Total segregated funds held for others		1,076,409	
Company Funds on Deposit			
20. Open depositories	43,973	139,623	1,153,008
21. Suspended depositories			
22. Total company funds on deposit	43,973	139,623	1,153,008
Total All Funds on Deposit			
23. Open depositories	43,973	1,216,032	1,153,008
24. Suspended depositories			
25. Total all funds on deposit	43,973	1,216,032	1,153,008

SCHEDULE F – PART 1

Assumed Reinsurance as of December 31, Current Year (000 Omitted)

1	2	3	4	5	6	7	8	9	10	11	12	13
Federal ID Number	NAIC Company Code	Name of Reinsured	Domiciliary Jurisdiction	Reinsurance Assumed Liability	Assumed Premiums Received	Reinsurance Payable on Paid Losses and Loss Adjustment Expenses	Reinsurance Payable on Known Case Losses and LAE Reserves	Assumed Premiums Receivable	Funds Held by or Deposited With Reinsured Companies	Letters of Credit Posted	Amount of Assets Pledged or Compensating Balances to Secure Letters of Credit	Amount of Assets Pledged or Collateral Held in Trust
54-0278740	50024	Lawyers Title Insurance Corporation	Nebraska	44,017	15			17				
23-1253755	50083	Commonwealth Land Title Insurance Company	Nebraska	134,612	49			4				
86-0719450	50012	Transnation Title Insurance Company	Nebraska	11,384	4							
0299999	Subtotal - Affiliates - U.S. Non-Pool			190,013	68			21				
0499999	Total - Affiliates			190,013	68			21				
9999999	Totals			190,013	68			21				

- NONE Schedule F - Part 3**
- NONE Schedule H - Part 1**
- NONE Schedule H - Part 2**
- NONE Schedule H - Part 3 and Verification**
- NONE Schedule H - Part 4**

SCHEDULE P – PART 1 – SUMMARY

(\$000 omitted)

Years in Which Policies Were Written	1 Amount of Insurance Written in Millions	Premiums Written and Other Income					Loss and Allocated Loss Adjustment Expenses Payments						
		2 Direct Premium	3 Assumed Premium	4 Other Income	5 Ceded Premium	6 Net	Loss Payments			Allocated LAE Payments			
							7 Direct	8 Assumed	9 Ceded	10 Direct	11 Assumed	12 Ceded	
1. Prior	X X X	33,089			83	33,006	843				791		
2. 1999	7,367	26,347			79	26,268	613				481		
3. 2000	7,270	26,028			132	25,896	810				301		
4. 2001	11,479	41,348			95	41,253	305				(56)		
5. 2002	17,965	55,737			129	55,608	86				262		
6. 2003	45,626	128,118		58	290	127,886	2,322				(109)		
7. 2004	45,477	128,532		173	342	128,363	3,137				134		
8. 2005	55,440	161,749		1,202	65	162,886	6,811				2,401		
9. 2006	42,910	124,734		356		125,090	4,187				989		
10. 2007	22,223	61,422		(103)		61,319	2,088				623		
11. 2008	11,286	22,653	68	70	57	22,734	111				31		
12. Totals	X X X	809,757	68	1,756	1,272	810,309	21,313				5,848		

	13 Salvage and Subrogation Received	14 Unallocated Loss Expense Payments	15 Total Net Loss and Expense Paid (Cols. 7+8+10+11-9-12+14)	16 Number of Claims Reported (Direct)	Loss and Allocated Loss Adjustment Expenses Unpaid						23 Unallocated Loss Expense Unpaid	
					Known Claim Reserves			IBNR Reserves				
					17 Direct	18 Assumed	19 Ceded	20 Direct	21 Assumed	22 Ceded		
1. Prior	939	51	1,685	62	5				133			11
2. 1999	377	38	1,132	54	4				127			10
3. 2000	430	51	1,162	83	53				163			15
4. 2001	498	20	269	74	19				293			24
5. 2002	197	5	353	90	153				380			37
6. 2003	950	217	2,430	151	818				973			111
7. 2004	1,358	290	3,561	217	617				2,165			198
8. 2005	655	512	9,724	330	1,849				4,813			459
9. 2006	1,022	548	5,724	309	2,572				4,889			494
10. 2007	69	326	3,037	141	814				3,657			325
11. 2008		68	210	15	88				1,685			138
12. Totals	6,495	2,126	29,287	1,526	6,992				19,278			1,822

	24 Total Net Loss and LAE Unpaid (Cols. 17+18+20+21-19-22+23)	25 Number of Claims Outstanding (Direct)	Losses and Allocated Loss Expenses Incurred				Loss and LAE Ratio		32 Net Loss & LAE Per \$1000 of Coverage ((Cols. 29+14+23)/Col. 1)	33 Discount For Time Value of Money	34 Inter-company Pooling Participation Percentage	35 Net Reserves After Discount (Cols. 24-33)
			26 Direct (Cols. 7+10+17+20)	27 Assumed (Cols. 8+11+18+21)	28 Ceded (Cols. 9+12+19+22)	29 Net	30 Direct Basis ((Cols. 14+23+26/[Cols. 2+4])	31 Net Basis ((Cols. 14+23+29)/Col. 6)				
1. Prior	149	6	1,772			1,772	5.543	5.557	X X X			149
2. 1999	141	1	1,225			1,225	4.832	4.846	17.280			141
3. 2000	231	5	1,327			1,327	5.352	5.379	19.161			231
4. 2001	336	5	561			561	1.463	1.467	5.270			336
5. 2002	570	11	881			881	1.656	1.660	5.138			570
6. 2003	1,902	29	4,004			4,004	3.380	3.387	9.495			1,902
7. 2004	2,980	66	6,053			6,053	5.082	5.096	14.383			2,980
8. 2005	7,121	176	15,874			15,874	10.337	10.342	30.384			7,121
9. 2006	7,955	192	12,637			12,637	10.935	10.935	31.878			7,955
10. 2007	4,796	97	7,182			7,182	12.774	12.774	35.247			4,796
11. 2008	1,911	11	1,915			1,915	9.334	9.330	18.793			1,911
12. Totals	28,092	599	53,431			53,431	X X X	X X X	X X X		X X X	28,092

SCHEDULE P – PART 1A – POLICIES WRITTEN DIRECTLY

(\$000 omitted)

Years in Which Policies Were Written	1 Amount of Insurance Written in Millions	Premiums Written and Other Income					Loss and Allocated Loss Adjustment Expenses Payments					
		2 Direct Premium	3 Assumed Premium	4 Other Income	5 Ceded Premium	6 Net	Loss Payments			Allocated LAE Payments		
							7 Direct	8 Assumed	9 Ceded	10 Direct	11 Assumed	12 Ceded
1. Prior	X X X											
2. 1999												
3. 2000												
4. 2001												
5. 2002												
6. 2003	370	1,058		58		1,116						
7. 2004	516	1,850		173		2,023						
8. 2005	1,773	7,326		1,202		8,528						
9. 2006	1,716	6,680		356		7,036						
10. 2007	891	2,265		(103)		2,162						
11. 2008	5,777	7,618	68	70	57	7,699						
12. Totals	X X X	26,797	68	1,756	57	28,564						

Years in Which Policies Were Written	13 Salvage and Subrogation Received	14 Unallocated Loss Expense Payments	15 Total Net Loss and Expense Paid (Cols. 7+8+10+11-9-12+14)	16 Number of Claims Reported (Direct)	Loss and Allocated Loss Adjustment Expenses Unpaid						23 Unallocated Loss Expense Unpaid
					Known Claim Reserves			IBNR Reserves			
					17 Direct	18 Assumed	19 Ceded	20 Direct	21 Assumed	22 Ceded	
1. Prior											
2. 1999											
3. 2000											
4. 2001											
5. 2002											
6. 2003											
7. 2004											
8. 2005											
9. 2006											
10. 2007											
11. 2008											
12. Totals											

NONE

Years in Which Policies Were Written	24 Total Net Loss and LAE Unpaid (Cols. 17+18+20+21-19-22+23)	25 Number of Claims Outstanding (Direct)	Losses and Allocated Loss Expenses Incurred				Loss and LAE Ratio		32 Net Loss & LAE Per \$1000 of Coverage ((Cols. 29+14+23)/Col. 1)	33 Discount For Time Value of Money	34 Inter-company Pooling Participation Percentage	35 Net Reserves After Discount (Cols. 24-33)
			26 Direct (Cols. 7+10+17+20)	27 Assumed (Cols. 8+11+18+21)	28 Ceded (Cols. 9+12+19+22)	29 Net	30 Direct Basis ((Cols. 14+23+26)/[Cols. 2+4])	31 Net Basis ((Cols. 14+23+29)/Col. 6)				
1. Prior								X X X				
2. 1999												
3. 2000												
4. 2001												
5. 2002												
6. 2003												
7. 2004												
8. 2005												
9. 2006												
10. 2007												
11. 2008												
12. Totals								X X X		X X X		

NONE

SCHEDULE P – PART 1B – POLICIES WRITTEN THROUGH AGENTS

(\$000 omitted)

Years in Which Policies Were Written	1 Amount of Insurance Written in Millions	Premiums Written and Other Income					Loss and Allocated Loss Adjustment Expenses Payments						
		2 Direct Premium	3 Assumed Premium	4 Other Income	5 Ceded Premium	6 Net	Loss Payments			Allocated LAE Payments			
							7 Direct	8 Assumed	9 Ceded	10 Direct	11 Assumed	12 Ceded	
1. Prior	X X X	33,089			83	33,006	843				791		
2. 1999	7,637	26,347			79	26,268	613				481		
3. 2000	7,270	26,028			132	25,896	810				301		
4. 2001	11,479	41,348			95	41,253	305				(56)		
5. 2002	17,965	55,737			129	55,608	86				262		
6. 2003	45,256	127,060			290	126,770	2,322				(109)		
7. 2004	44,961	126,682			342	126,340	3,137				134		
8. 2005	53,667	154,423			65	154,358	6,811				2,401		
9. 2006	41,194	118,054				118,054	4,187				989		
10. 2007	21,332	59,157				59,157	2,088				623		
11. 2008	5,510	15,035				15,035	111				31		
12. Totals	X X X	782,960			1,215	781,745	21,313				5,848		

	13 Salvage and Subrogation Received	14 Unallocated Loss Expense Payments	15 Total Net Loss and Expense Paid (Cols. 7+8+10+11-9-12+14)	16 Number of Claims Reported (Direct)	Loss and Allocated Loss Adjustment Expenses Unpaid						23 Unallocated Loss Expense Unpaid	
					Known Claim Reserves			IBNR Reserves				
					17 Direct	18 Assumed	19 Ceded	20 Direct	21 Assumed	22 Ceded		
1. Prior	939	51	1,685	62	5				133			11
2. 1999	377	38	1,132	54	4				127			10
3. 2000	430	51	1,162	83	53				163			15
4. 2001	498	20	269	74	19				293			24
5. 2002	197	5	353	90	153				380			37
6. 2003	950	217	2,430	151	818				973			111
7. 2004	1,358	290	3,561	217	617				2,165			198
8. 2005	655	512	9,724	330	1,849				4,813			459
9. 2006	1,022	548	5,724	309	2,572				4,889			494
10. 2007	69	326	3,037	141	814				3,657			325
11. 2008		68	210	15	88				1,685			138
12. Totals	6,495	2,126	29,287	1,526	6,992				19,278			1,822

	24 Total Net Loss and LAE Unpaid (Cols. 17+18+20+21-19-22+23)	25 Number of Claims Outstanding (Direct)	Losses and Allocated Loss Expenses Incurred				Loss and LAE Ratio		32 Net Loss & LAE Per \$1000 of Coverage ((Cols. 29+14+23)/Col. 1)	33 Discount For Time Value of Money	34 Inter-company Pooling Participation Percentage	35 Net Reserves After Discount (Cols. 24-33)
			26 Direct (Cols. 7+10+17+20)	27 Assumed (Cols. 8+11+18+21)	28 Ceded (Cols. 9+12+19+22)	29 Net	30 Direct Basis ((Cols. 14+23+26)/[Cols. 2+4])	31 Net Basis ((Cols. 14+23+29)/Col. 6)				
1. Prior	149	6	1,772			1,772	5.543	5.557	X X X			149
2. 1999	141	1	1,225			1,225	4.832	4.846	16.669			141
3. 2000	231	5	1,327			1,327	5.352	5.379	19.161			231
4. 2001	336	5	561			561	1.463	1.467	5.270			336
5. 2002	570	11	881			881	1.656	1.660	5.138			570
6. 2003	1,902	29	4,004			4,004	3.409	3.417	9.572			1,902
7. 2004	2,980	66	6,053			6,053	5.163	5.177	14.548			2,980
8. 2005	7,121	176	15,874			15,874	10.908	10.913	31.388			7,121
9. 2006	7,955	192	12,637			12,637	11.587	11.587	33.206			7,955
10. 2007	4,796	97	7,182			7,182	13.241	13.241	36.719			4,796
11. 2008	1,911	11	1,915			1,915	14.107	14.107	38.494			1,911
12. Totals	28,092	599	53,431			53,431	X X X	X X X	X X X		X X X	28,092

SCHEDULE P – PART 2

POLICY YEAR INCURRED LOSS AND ALAE

Years in Which Policies Were Written	Incurred Losses and Allocated Expenses at Year End (\$000 OMITTED)									
	Including Known Claims and IBNR on Unreported Claims									
	1	2	3	4	5	6	7	8	9	10
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008
1. Prior										
2. 1989										
3. 1990										
4. 1991										
5. 1992										
6. 1993										
7. 1994										32
8. 1995										
9. 1996										
10. 1997	63	68	52	165	498	638	125	132	133	132
11. 1998	998	992	1,374	1,999	1,863	1,887	1,583	1,577	1,618	1,608
12. 1999	1,017	1,018	1,001	1,132	1,386	1,537	1,349	1,273	1,221	1,225
13. 2000	X X X	886	781	1,053	1,127	1,377	1,406	1,581	1,435	1,328
14. 2001	X X X	X X X	1,233	1,352	418	315	716	639	627	562
15. 2002	X X X	X X X	X X X	1,493	1,977	375	1,146	772	902	881
16. 2003	X X X	X X X	X X X	X X X	4,527	4,909	4,274	3,856	3,766	4,004
17. 2004	X X X	X X X	X X X	X X X	X X X	4,513	4,348	4,909	5,775	6,053
18. 2005	X X X	X X X	X X X	X X X	X X X	X X X	5,672	9,787	11,962	15,872
19. 2006	X X X	X X X	X X X	X X X	X X X	X X X	X X X	5,224	8,216	12,636
20. 2007	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	3,687	7,183
21. 2008	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	1,914

SCHEDULE P – PART 2A – POLICY YEAR PAID LOSS AND ALAE

Years in Which Policies Were Written	Cumulative Paid Losses and Allocated Expenses at Year End (\$000 OMITTED)										11	12
	1	2	3	4	5	6	7	8	9	10	Number of Claims Closed With Loss Payment	Number of Claims Closed Without Loss Payment
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008		
1. Prior												1
2. 1989												
3. 1990												1
4. 1991												
5. 1992												
6. 1993												
7. 1994										32	1	
8. 1995												
9. 1996												2
10. 1997	7	15	26	56	104	104	125	125	125	125	3	2
11. 1998	151	520	1,175	1,614	1,416	1,439	1,432	1,442	1,471	1,477	20	26
12. 1999	23	596	823	985	1,039	1,073	1,188	1,101	1,069	1,094	20	33
13. 2000	X X X	70	409	701	668	829	981	1,012	1,056	1,112	25	53
14. 2001	X X X	X X X	36	39	258	207	214	231	235	250	25	44
15. 2002	X X X	X X X	X X X	10	132	167	227	307	320	348	17	62
16. 2003	X X X	X X X	X X X	X X X	132	625	1,544	2,057	2,098	2,213	45	77
17. 2004	X X X	X X X	X X X	X X X	X X X	373	794	1,449	2,778	3,271	44	107
18. 2005	X X X	X X X	X X X	X X X	X X X	X X X	122	3,546	5,985	9,210	46	108
19. 2006	X X X	X X X	X X X	X X X	X X X	X X X	X X X	262	2,703	5,175	26	91
20. 2007	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	356	2,712	17	27
21. 2008	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	141	2	2

SCHEDULE P – PART 2B

POLICY YEAR LOSS AND ALAE CASE BASIS RESERVES

Years in Which Policies Were Written	Case Basis Losses and Allocated Expenses Reserves at Year End (\$000 OMITTED)									
	1	2	3	4	5	6	7	8	9	10
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008
1. Prior										
2. 1989										
3. 1990										
4. 1991										
5. 1992										
6. 1993										
7. 1994										
8. 1995										
9. 1996										
10. 1997	4		16	31						
11. 1998	259	119	192	252	129	9	3	6	8	5
12. 1999	96	68	166	51	70	76	37	2		4
13. 2000	X X X	179	145	283	279	244	245	227	270	53
14. 2001	X X X	X X X	114	274	117	60	6	11		19
15. 2002	X X X	X X X	X X X	82	83	179	277	11	18	153
16. 2003	X X X	X X X	X X X	X X X	347	391	509	124	83	818
17. 2004	X X X	X X X	X X X	X X X	X X X	235	596	872	634	617
18. 2005	X X X	X X X	X X X	X X X	X X X	X X X	336	1,730	1,660	1,849
19. 2006	X X X	X X X	X X X	X X X	X X X	X X X	X X X	872	1,280	2,572
20. 2007	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	230	814
21. 2008	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	88

SCHEDULE P – PART 2C

POLICY YEAR BULK RESERVES ON KNOWN CLAIMS

Years in Which Policies Were Written	Bulk Reserves on Known Claims at Year End (\$000 OMITTED)									
	Loss and Allocated Loss Expense									
	1	2	3	4	5	6	7	8	9	10
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008
1. Prior										
2. 1989										
3. 1990										
4. 1991										
5. 1992										
6. 1993										
7. 1994										
8. 1995										
9. 1996										
10. 1997										
11. 1998										
12. 1999										
13. 2000	X X X									
14. 2001	X X X	X X X								
15. 2002	X X X	X X X	X X X							
16. 2003	X X X	X X X	X X X	X X X						
17. 2004	X X X	X X X	X X X	X X X	X X X					
18. 2005	X X X	X X X	X X X	X X X	X X X	X X X				
19. 2006	X X X	X X X	X X X	X X X	X X X	X X X	X X X			
20. 2007	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X		
21. 2008	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	

NONE

SCHEDULE P – PART 2D

POLICY YEAR IBNR RESERVES

Years in Which Policies Were Written	IBNR Reserves on Unreported Claims at Year End (\$000 OMITTED)									
	Loss and Allocated Loss Expense									
	1	2	3	4	5	6	7	8	9	10
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008
1. Prior										
2. 1989										
3. 1990										
4. 1991										
5. 1992										
6. 1993										
7. 1994										
8. 1995										
9. 1996										
10. 1997	52	53	10	78	394	534		7	8	7
11. 1998	588	353	7	133	318	439	148	140	139	126
12. 1999	898	354	12	96	277	388	124	158	152	127
13. 2000	X X X	637	227	69	180	304	180	342	109	163
14. 2001	X X X	X X X	1,083	1,039	43	48	496	398	392	293
15. 2002	X X X	X X X	X X X	1,401	1,762	29	642	572	564	380
16. 2003	X X X	X X X	X X X	X X X	4,048	3,893	2,221	1,557	1,585	973
17. 2004	X X X	X X X	X X X	X X X	X X X	3,905	2,958	2,588	2,363	2,165
18. 2005	X X X	X X X	X X X	X X X	X X X	X X X	5,214	4,512	4,317	4,813
19. 2006	X X X	X X X	X X X	X X X	X X X	X X X	X X X	4,089	4,233	4,889
20. 2007	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	3,101	3,657
21. 2008	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	1,685

SCHEDULE P – PART 3 INCURRED LOSS AND ALAE BY YEAR OF FIRST REPORT

Years in Which Losses Were Incurred	Losses and Allocated Expenses at Year End (\$000 OMITTED)									
	Incurred Loss and ALAE on Known Claims and Bulk Reserves on Known Claims									
	1	2	3	4	5	6	7	8	9	10
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008
1. Prior	421	245	369	580	677	1,552	1,572	1,572	77	77
2. 1999	119	657	773	792	795	1,149	1,213	1,194	1,817	1,817
3. 2000	XXX	665	1,585	2,148	1,704	1,073	1,238	956	762	760
4. 2001	XXX	XXX	375	523	467	267	220	214	541	541
5. 2002	XXX	XXX	XXX	334	428	345	503	707	625	414
6. 2003	XXX	XXX	XXX	XXX	703	1,014	2,053	1,860	600	597
7. 2004	XXX	XXX	XXX	XXX	XXX	610	1,391	1,113	1,446	1,441
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	458	2,831	4,272	4,404
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	4,982	6,812	7,236
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	5,427	8,413
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	8,450

SCHEDULE P – PART 3A PAID LOSS AND ALAE BY YEAR OF FIRST REPORT

Years in Which Losses Were Incurred	Cumulative Paid Losses and Allocated Expenses at Year End (\$000 OMITTED)										11 Number of Claims Closed With Loss Payment	12 Number of Claims Closed Without Loss Payment
	1	2	3	4	5	6	7	8	9	10		
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008		
1. Prior	158	225	293	377	565	1,543	1,557	77	77	77	4	3
2. 1999	23	611	729	768	769	1,073	1,188	1,850	1,817	1,817	15	17
3. 2000	XXX	365	1,343	1,856	1,466	829	981	757	760	760	15	11
4. 2001	XXX	XXX	104	428	420	207	214	541	541	541	22	28
5. 2002	XXX	XXX	XXX	(24)	269	167	227	411	414	414	26	61
6. 2003	XXX	XXX	XXX	XXX	260	625	1,544	596	592	593	23	55
7. 2004	XXX	XXX	XXX	XXX	XXX	373	794	1,507	1,442	1,431	42	82
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	122	3,095	3,936	4,247	52	109
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	2,698	5,211	6,614	26	96
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	3,406	7,041	54	139
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	3,625	16	36

SCHEDULE P – PART 3B LOSS AND ALAE CASE BASIS RESERVES BY YEAR OF FIRST REPORT

Years in Which Losses Were Incurred	Case Basis Losses and Allocated Expenses Reserves at Year End (\$000 OMITTED)											
	1	2	3	4	5	6	7	8	9	10		
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008		
1. Prior	263	20	76	203	112							
2. 1999	96	46	44	23	26	40	19	3				
3. 2000	XXX	300	242	293	238	11	7	6	2			
4. 2001	XXX	XXX	271	96	47	12						
5. 2002	XXX	XXX	XXX	358	159	304	253	219	211			
6. 2003	XXX	XXX	XXX	XXX	443	258	186	71	8	4		
7. 2004	XXX	XXX	XXX	XXX	XXX	569	503	29	4	10		
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	1,041	937	336	157		
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	2,590	1,601	622		
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	2,021	1,372		
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	4,825		

SCHEDULE P – PART 3C BULK RESERVES ON KNOWN CLAIMS BY YEAR OF FIRST REPORT

Years in Which Losses Were Incurred	Bulk Reserves on Known Claims at Year End (\$000 OMITTED)											
	Loss and Allocated Loss Expense											
	1	2	3	4	5	6	7	8	9	10		
	1999	2000	2001	2002	2003	2004	2005	2006	2007	2008		
1. Prior												
2. 1999												
3. 2000	XXX											
4. 2001	XXX	XXX										
5. 2002	XXX	XXX	XXX									
6. 2003	XXX	XXX	XXX	XXX								
7. 2004	XXX	XXX	XXX	XXX								
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX						
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX					
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX				
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX			

NONE

SCHEDULE P INTERROGATORIES

- 1.1 Title insurance losses should include all losses on any transaction for which a title insurance premium, rate or charge was made or contemplated. Escrow losses for which the company is contractually obligated should be included. Losses arising from defalcations for which the reporting entity is contractually obligated should be included. Are the title insurance losses reported in Schedule P defined in conformance with the above definition? Yes No
- 1.2 If not, describe the types of losses reported.
- 1.3 If the types or basis of reporting has changed over time, please explain the nature of such changes
-
-
- 2.1 Are paid loss and allocated loss adjustment expenses reduced on account of salvage or subrogation in accordance with the instructions? Yes No
- 2.2 If not, describe the basis of reporting.
- 2.3 If the basis of reporting has changed over time, please explain the nature of such changes
-
-
- 3.1 Are sales of salvage at prices different from their book value recorded in accordance with the instructions? Yes No
- 3.2 If not, describe the basis of reporting.
- 3.3 If the basis of reporting has changed over time, please explain the nature of such changes.
-
-
- 4.1 Are the case basis reserves reported gross of anticipated salvage and subrogation in accordance with the instructions? Yes No
- 4.2 If not, please explain.
- 4.3 If the basis of reporting has changed over time, please explain the nature of such changes.
-
-
- 5.1 Do any of the reserves reported in Schedule P contain a provision for reserve discount, contingency margin, or any other element not providing for an estimation of ultimate liability? Yes No
- 5.2 If so, please explain.
-
- 6.1 Does the company IBNR reserves in Schedule P reconcile to the IBNR reserves prepared on a GAAP basis? Yes No
- 6.2 If not, please explain.
-
- 7.1 Are allocated loss adjustment expenses recorded in accordance with the instructions? Yes No
- 7.2 If not, please explain which items are not in conformity.
-
-
- 7.3 If the basis of reporting has changed over time, please explain the nature of such changes.
-
-
- 8.1 The unallocated loss adjustment expenses paid during the most recent calendar year should be distributed to the various policy years in which the policy was issued as follows: (1) 10% to the most recent policy year, (2) 20% to the next most recent policy year, (3) 10% to the succeeding policy year, (4) 5% to each of the next two succeeding policy years, and (5) the balance to all policy years, including the most recent policy year, in proportion to the amount of loss payments paid for each policy year during the most recent calendar year. Are they so reported? Yes No
- 8.2 If estimates were used prior to 1996, please explain the basis of such estimates.
-
-
9. Indicate the basis of determining claim counts:
- 9.1 Are policies having multiple claims shown in Schedule P as a single claim? Yes No
- 9.2 Are claims closed without payment removed from the claim count? Yes No
- 9.3 If the definition of claim count has changed over time, please explain the nature of such changes.
-
-
- 10.1 Have there been any portfolio reinsurance transfers or other accounting conventions that have caused a mismatch of premiums, other income, loss or ALAE? Yes No
- 10.2 If so, please explain.
-
- 11.1 Have there been any excess of loss or stop loss reinsurance treaties or other accounting conventions that have caused a mismatch of premiums, other loss or ALAE? Yes No
- 11.2 If so, please explain.
-
- 12.1 Have there been any major mergers or acquisitions, either with respect to an insurer or an agent, that had a material impact on operations or claims development? Yes No
- 12.2 If so, please explain. UCTIC was acquired by Fidelity National Financial effective 12/22/2008.
-
- 13.1 Were any estimates or allocations used to complete this data request? Yes No
- 13.2 If so, please explain the nature of the estimate or allocation, the assumptions made and the data used to support your assumptions. Case Reserves are management's best estimates based on facts currently known. ULAE Unpaid & IBNR are actuarial estimates. ULAE Payments were management fees allocated to claims operations based on numerous factors.
-
-
14. Are there any especially significant events, coverage, retention or accounting changes which have occurred which must be considered when making an analysis of the information provided? Yes No

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Allocated by States and Territories

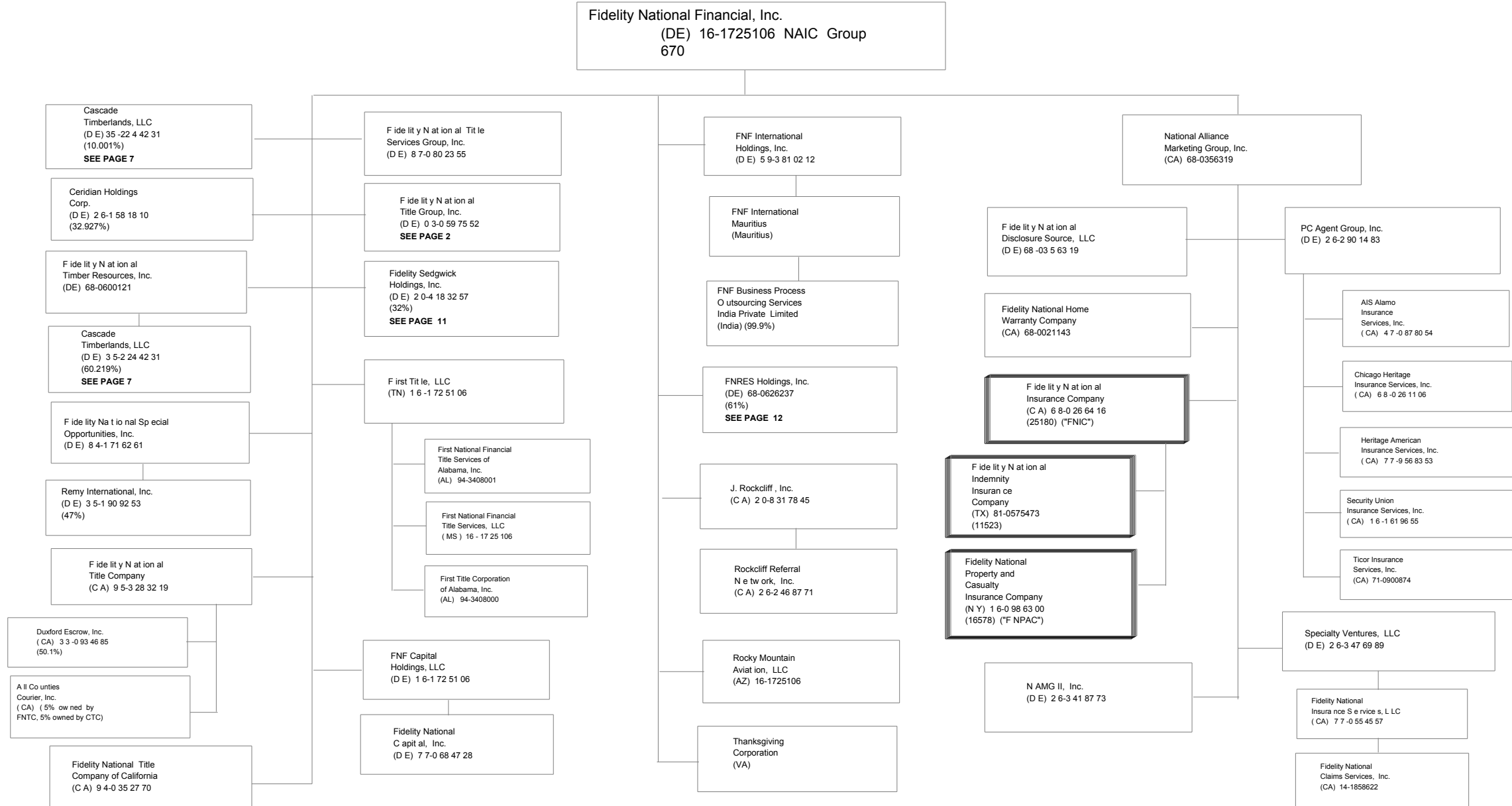
States, Etc.	1	2	Direct Premiums Written			6	7	8	9	10
			3	Agency Operations						
				4	5					
Active Status	Prem. Rate (b)	Direct Operations	Non-affiliated Agencies	Affiliated Agencies	Other Income	Direct Premiums Earned	Direct Losses Paid	Direct Losses Incurred	Direct Losses Unpaid	
1. Alabama	AL	N								
2. Alaska	AK	N				125				
3. Arizona	AZ	L	AI	6,751	5,107,279	575	5,616,236	1,348,390	2,816,581	1,942,094
4. Arkansas	AR	N								
5. California	CA	L	AI	7,525,986	9,925,811	32,145	19,305,489	7,227,255	8,653,438	4,547,701
6. Colorado	CO	N					798			
7. Connecticut	CT	N								
8. Delaware	DE	N					1,332			
9. District of Columbia	DC	N								
10. Florida	FL	L	AI	82,173		36,265	96,121	9,440	(13,424)	8,395
11. Georgia	GA	N							(40,000)	
12. Hawaii	HI	N				275		65,802	55,000	3,151
13. Idaho	ID	N		125			139			
14. Illinois	IL	N								
15. Indiana	IN	N								
16. Iowa	IA	N								
17. Kansas	KS	N								
18. Kentucky	KY	N								
19. Louisiana	LA	N								
20. Maine	ME	N								
21. Maryland	MD	N						2,177	90	1,522
22. Massachusetts	MA	N								
23. Michigan	MI	N						725	725	
24. Minnesota	MN	N								
25. Mississippi	MS	N								
26. Missouri	MO	N								
27. Montana	MT	N								
28. Nebraska	NE	N								
29. Nevada	NV	L	AI	2,906	393	613	3,626	298,903	260,015	459,605
30. New Hampshire	NH	N								
31. New Jersey	NJ	N						(675)	(1,349)	
32. New Mexico	NM	N								
33. New York	NY	L	AI				30,519			
34. North Carolina	NC	N								
35. North Dakota	ND	N								
36. Ohio	OH	N								
37. Oklahoma	OK	N			282		314	12,060	30,000	17,940
38. Oregon	OR	N		125			8,249			
39. Pennsylvania	PA	L	AI							
40. Rhode Island	RI	N								
41. South Carolina	SC	N								
42. South Dakota	SD	N								
43. Tennessee	TN	N								
44. Texas	TX	L	AI				31,554			
45. Utah	UT	N								
46. Vermont	VT	N								
47. Virginia	VA	N							10,000	10,000
48. Washington	WA	N								
49. West Virginia	WV	N								
50. Wisconsin	WI	N								
51. Wyoming	WY	N								
52. American Samoa	AS	N								
53. Guam	GU	N								
54. Puerto Rico	PR	N								
55. U.S. Virgin Islands	VI	N								
56. Northern Mariana Islands	MP	N								
57. Canada	CN	N								
58. Aggregate Other Alien	OT	XXX	XXX							
59. Totals	(a) 7	XXX		7,618,066	15,034,501	69,998	25,094,377	8,964,077	11,771,076	6,990,408

DETAILS OF WRITE-INS										
5801.	XXX									
5802.	XXX									
5803.	XXX									
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX								
5899. Totals (Lines 5801 through 5803 plus 589 (Line 58 above))	XXX	XXX								

(a) Insert the number of L responses except for Canada and Other Alien.
(b) Insert "A1" if gross all-inclusive rate, "R" if gross risk rate; "O" if other and indicate rate type utilized:

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

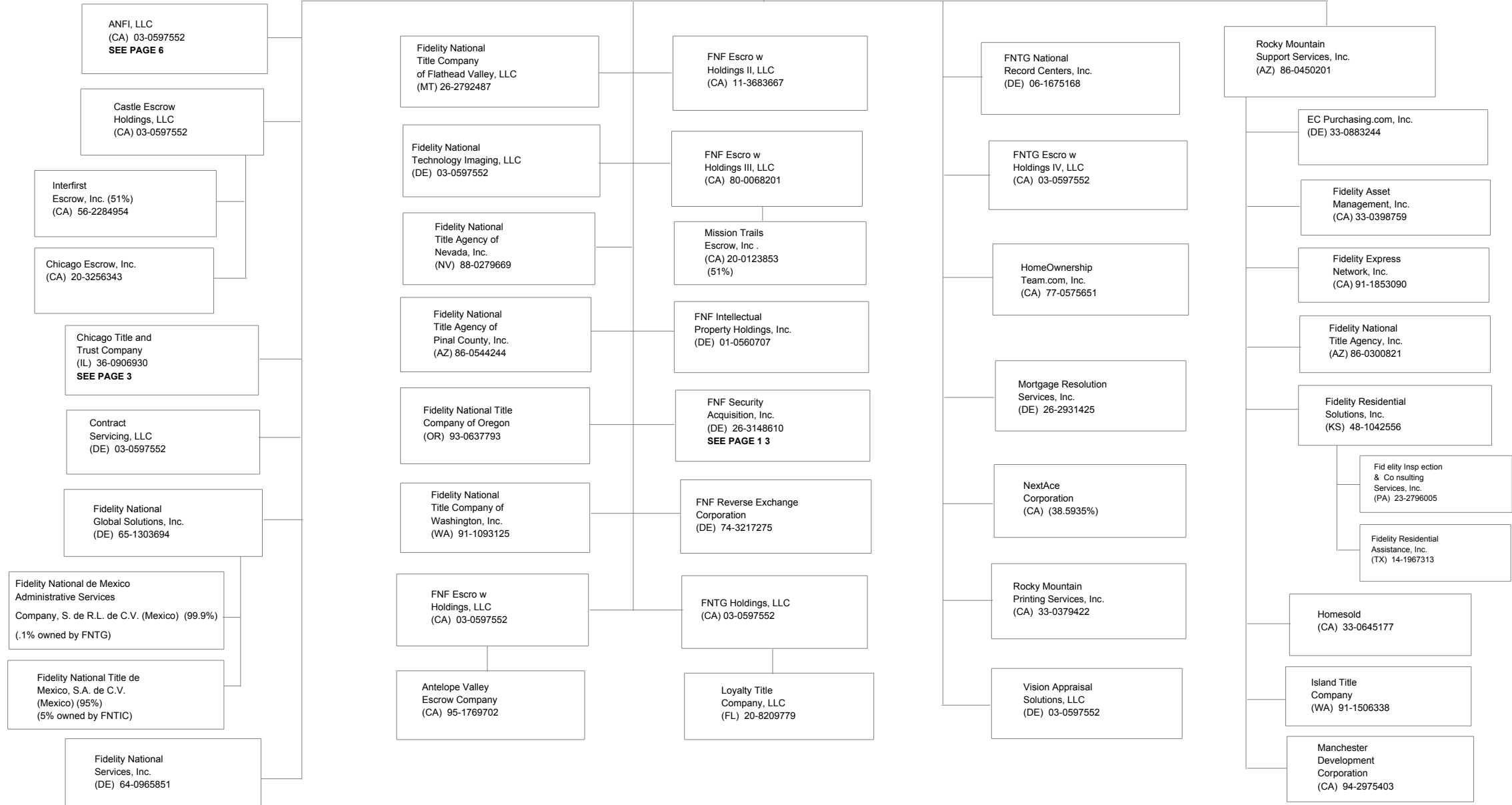
PART 1 - ORGANIZATIONAL CHART



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

PART 1 - ORGANIZATIONAL CHART

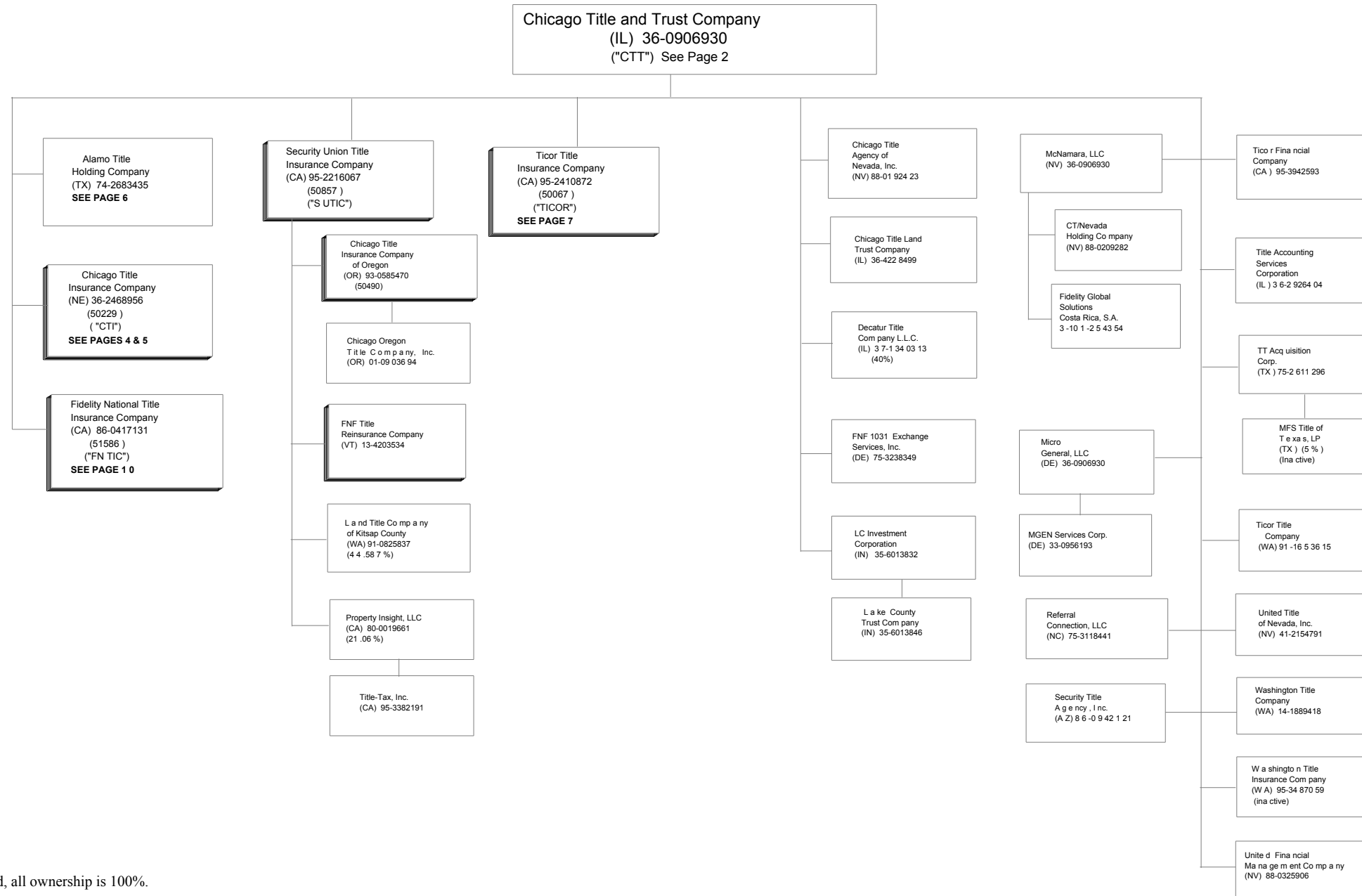
Fidelity National Title Group, Inc. (DE) 03-0597552 ("FNTG") See Page 1



39.1

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

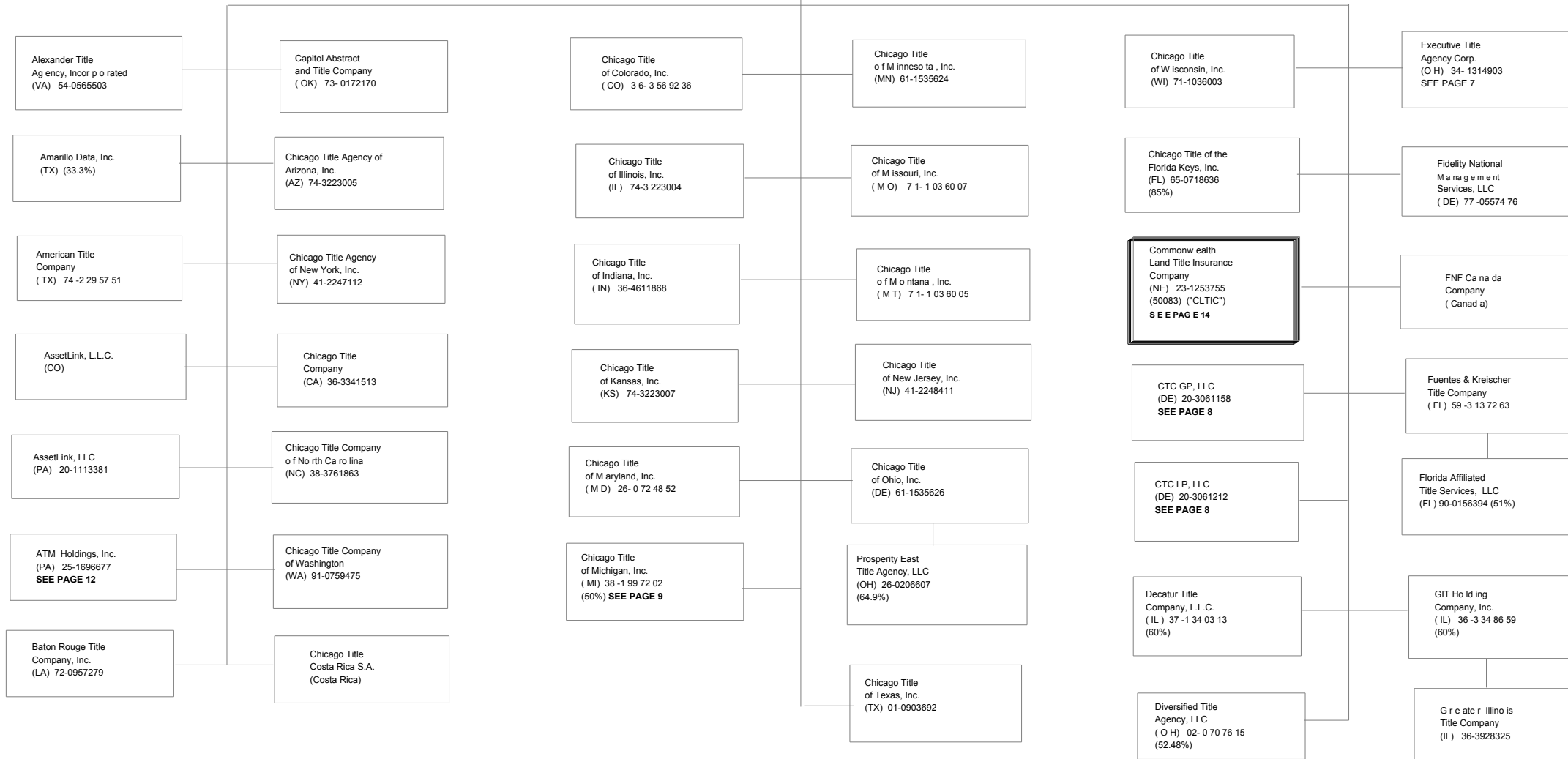
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SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

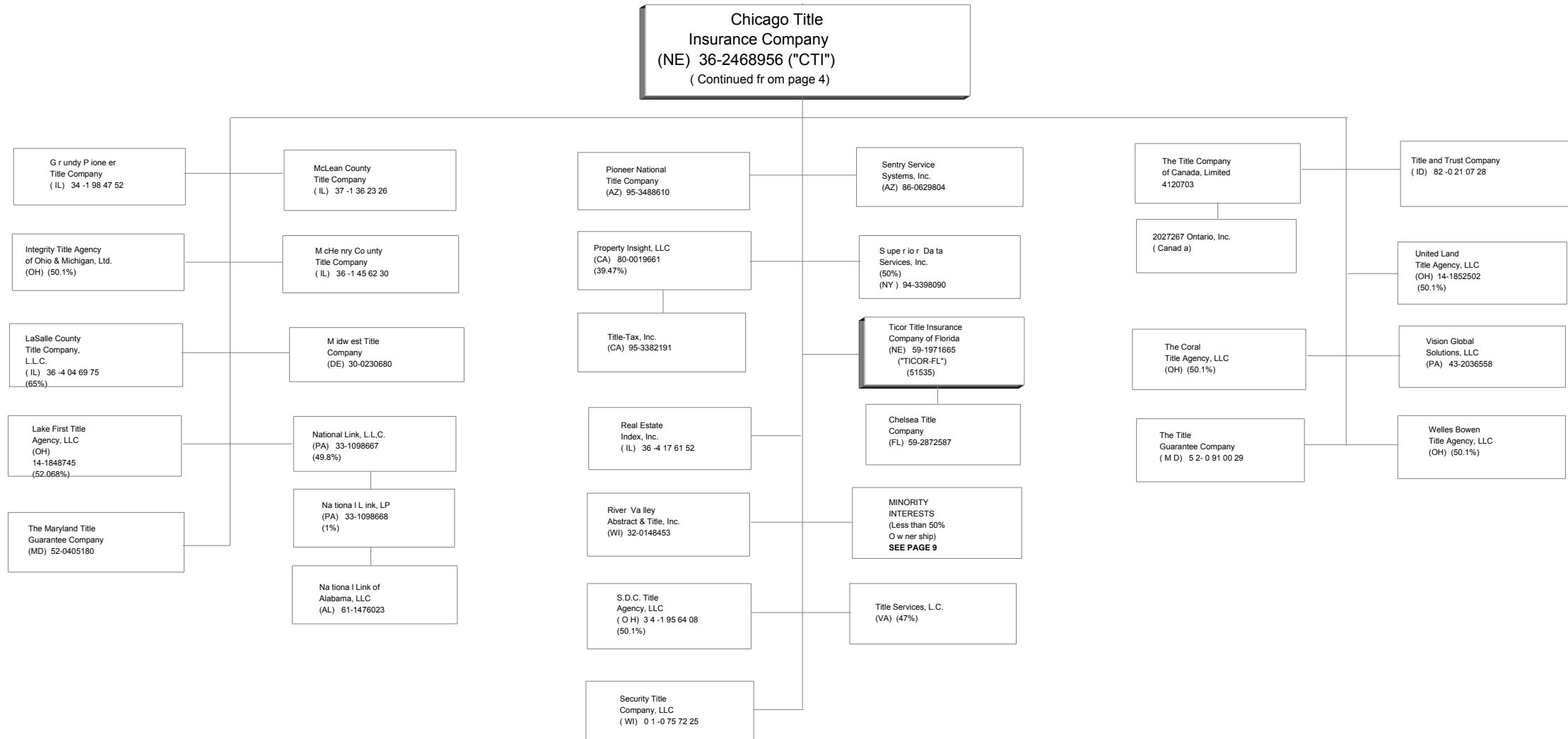
PART 1 - ORGANIZATIONAL CHART

Chicago Title Insurance Company
(NE) 36-2468956 ("CTI")
(See page 3) (Continued on Page 5)



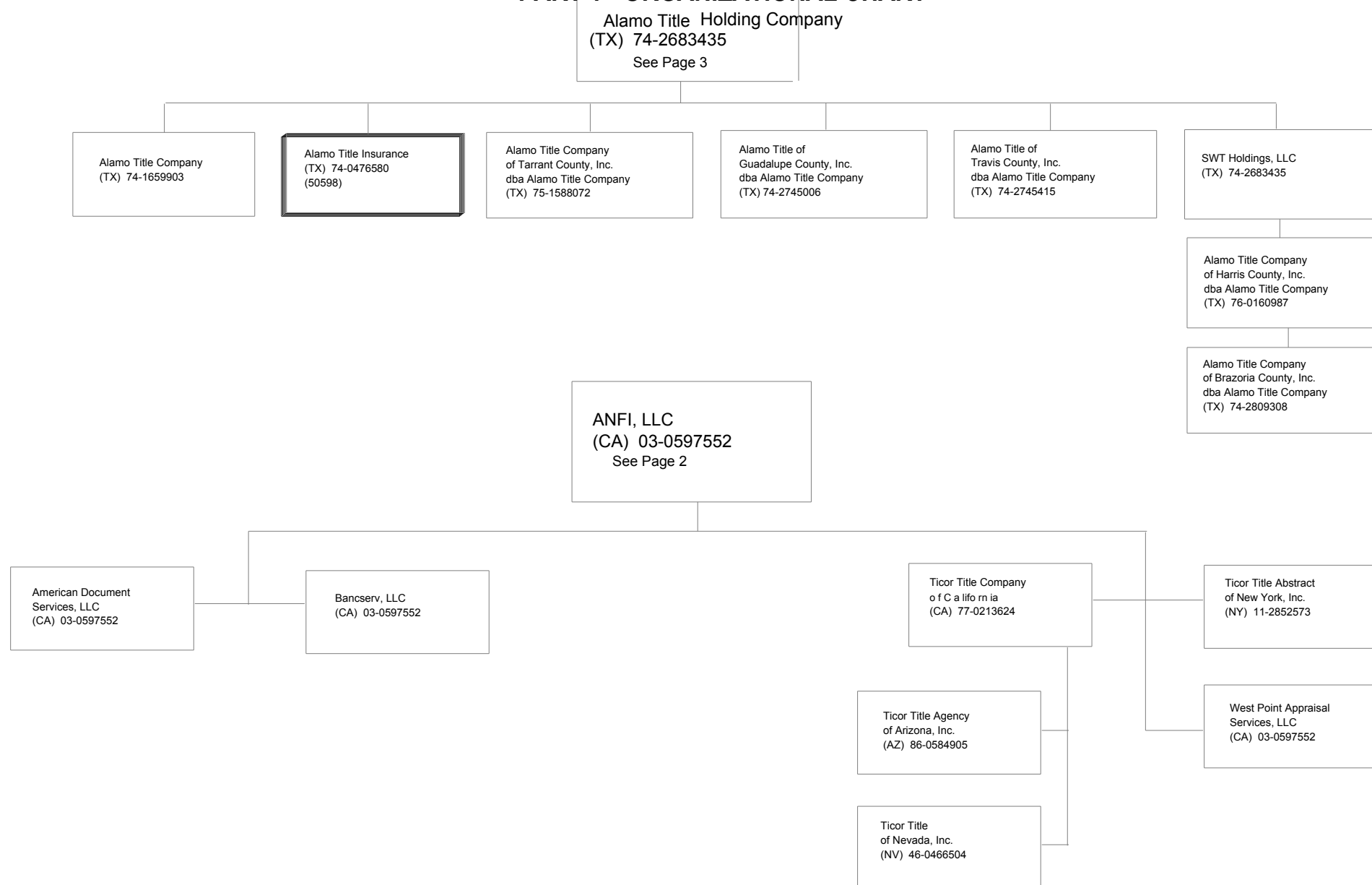
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



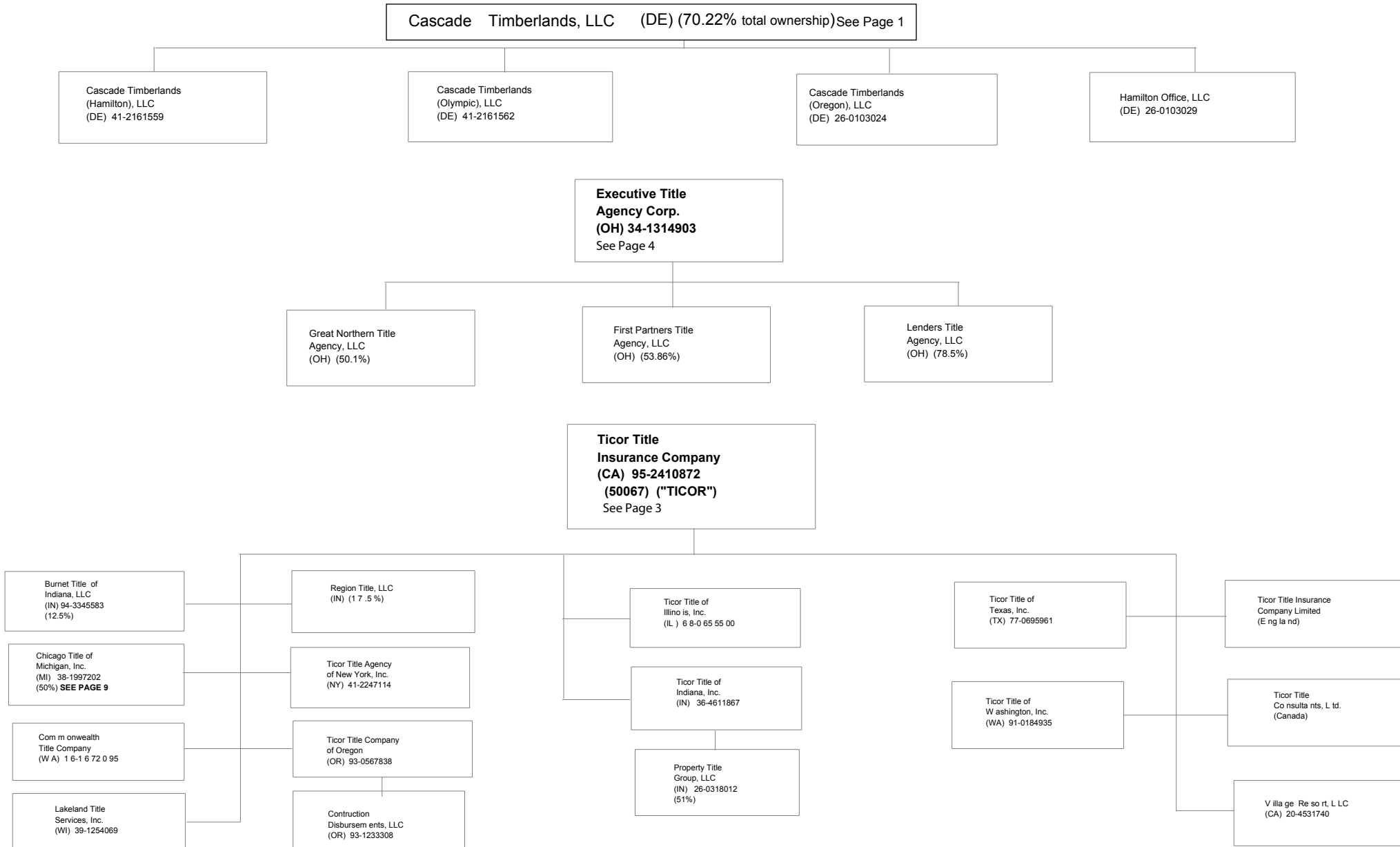
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PART 1 - ORGANIZATIONAL CHART



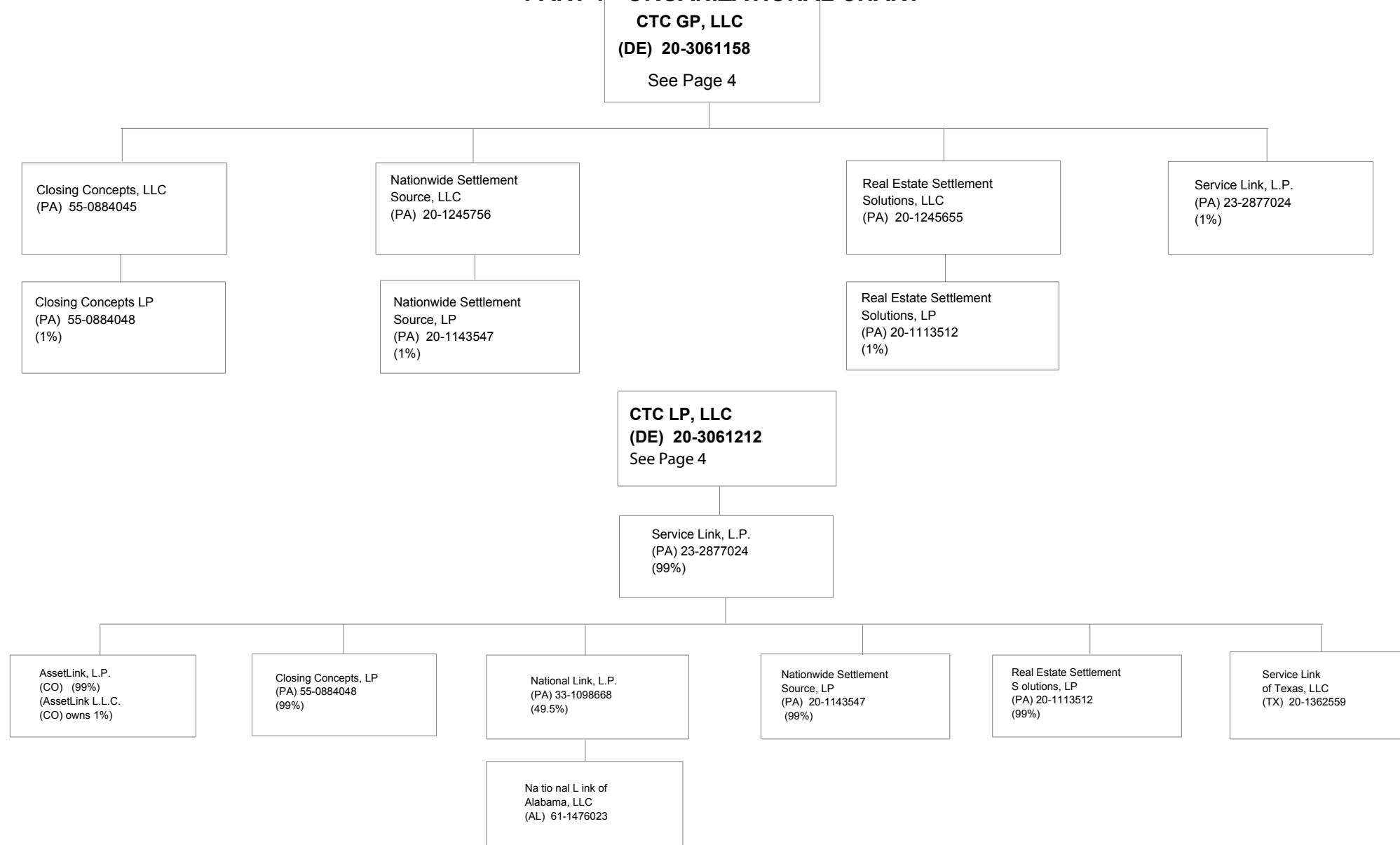
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PART 1 - ORGANIZATIONAL CHART



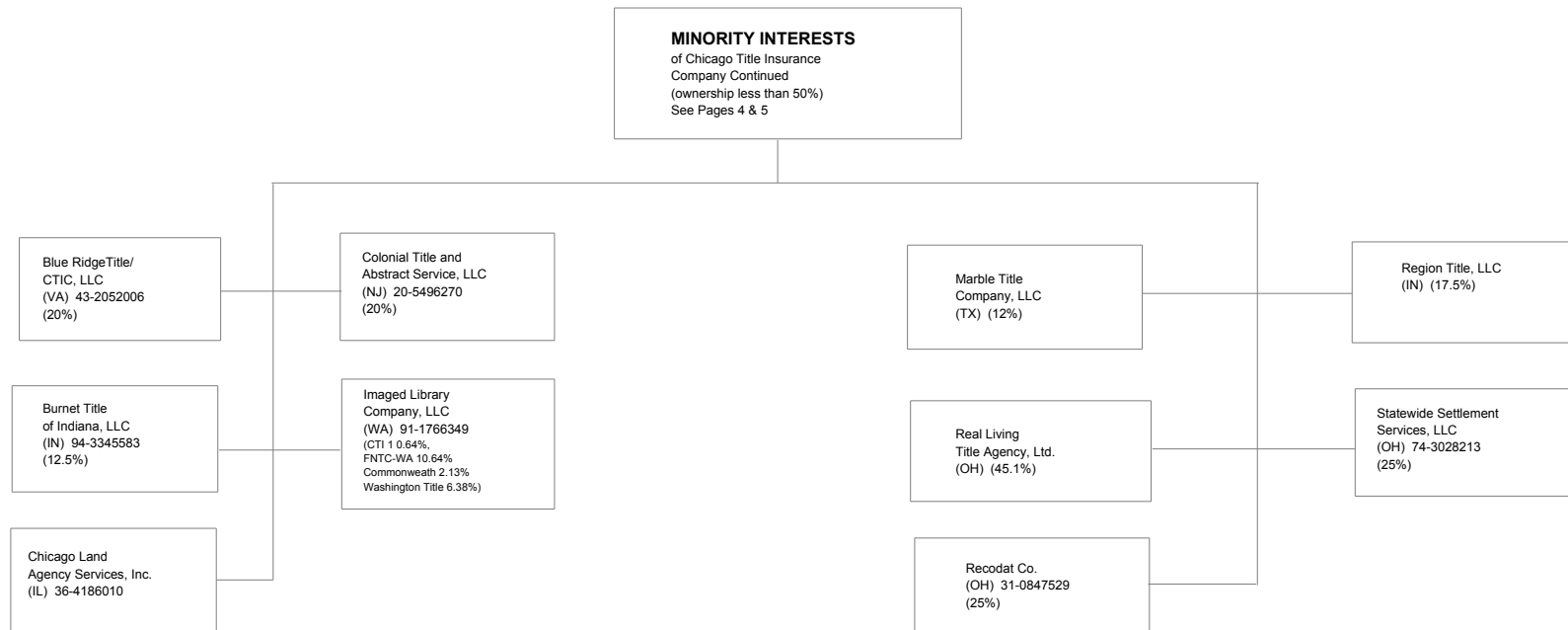
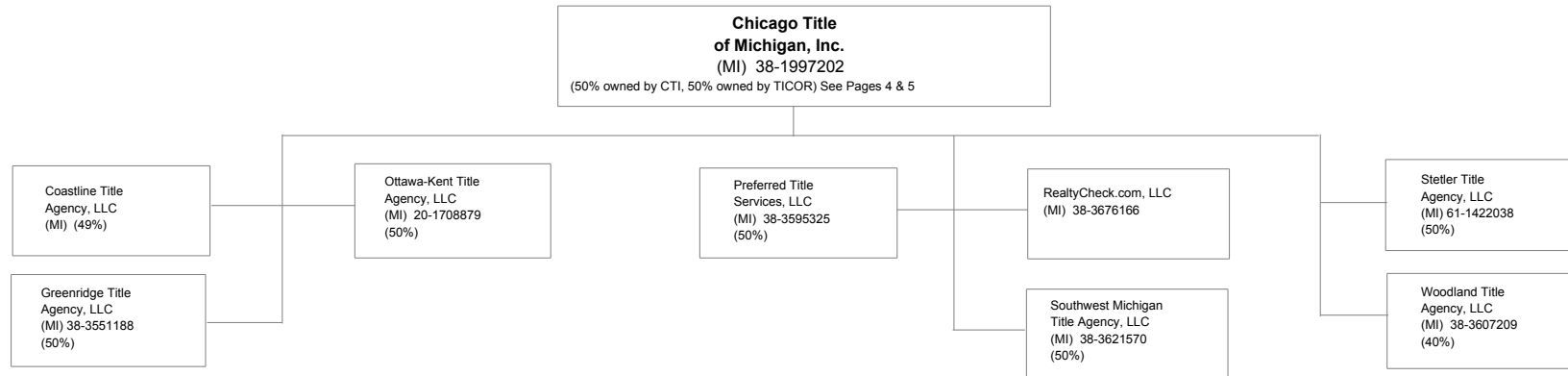
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



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

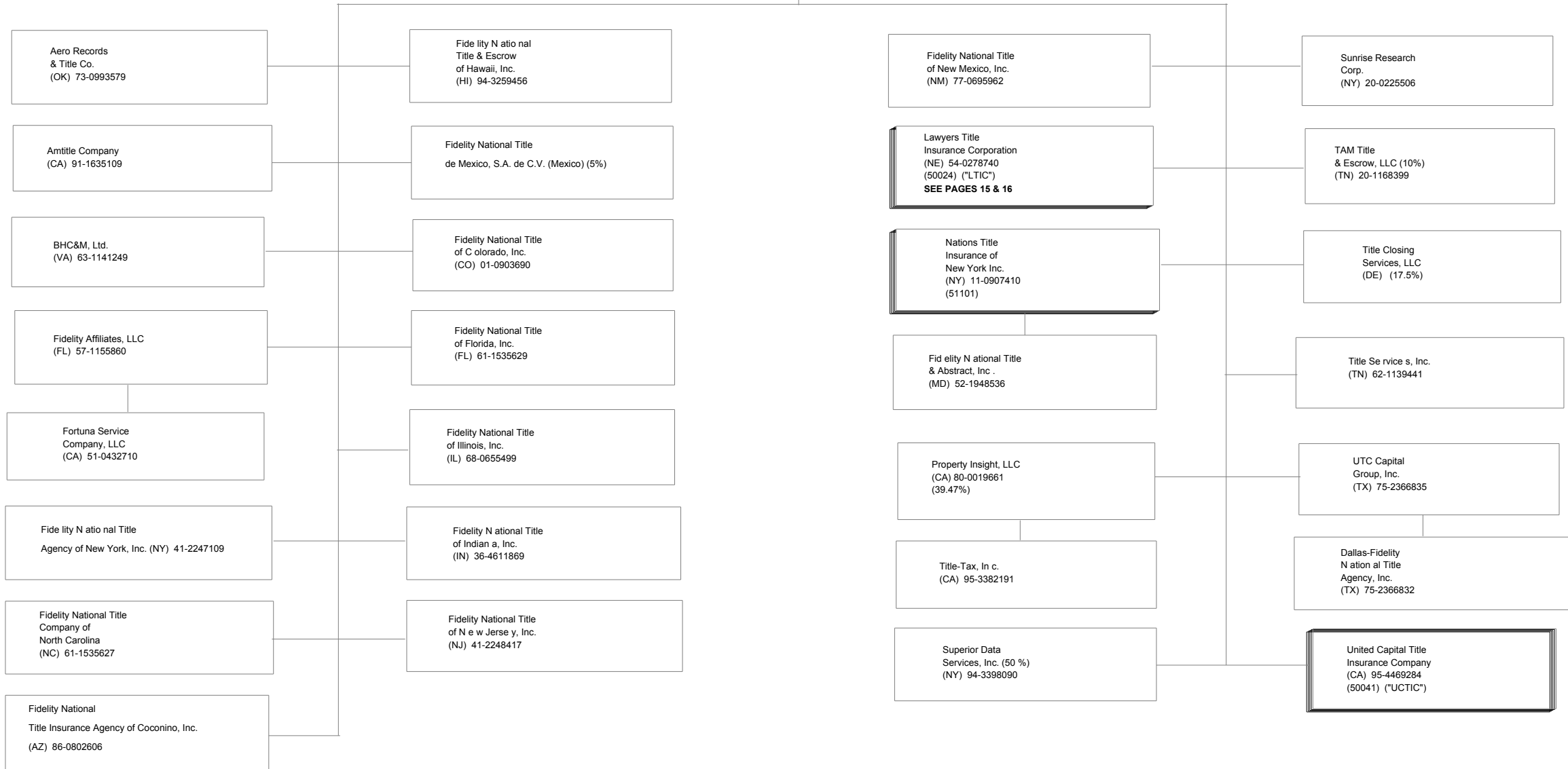
PART 1 - ORGANIZATIONAL CHART



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

PART 1 - ORGANIZATIONAL CHART

Fidelity National Title Insurance Company
(CA) 86-0417131 (51586) ("FNTIC") See Page 3

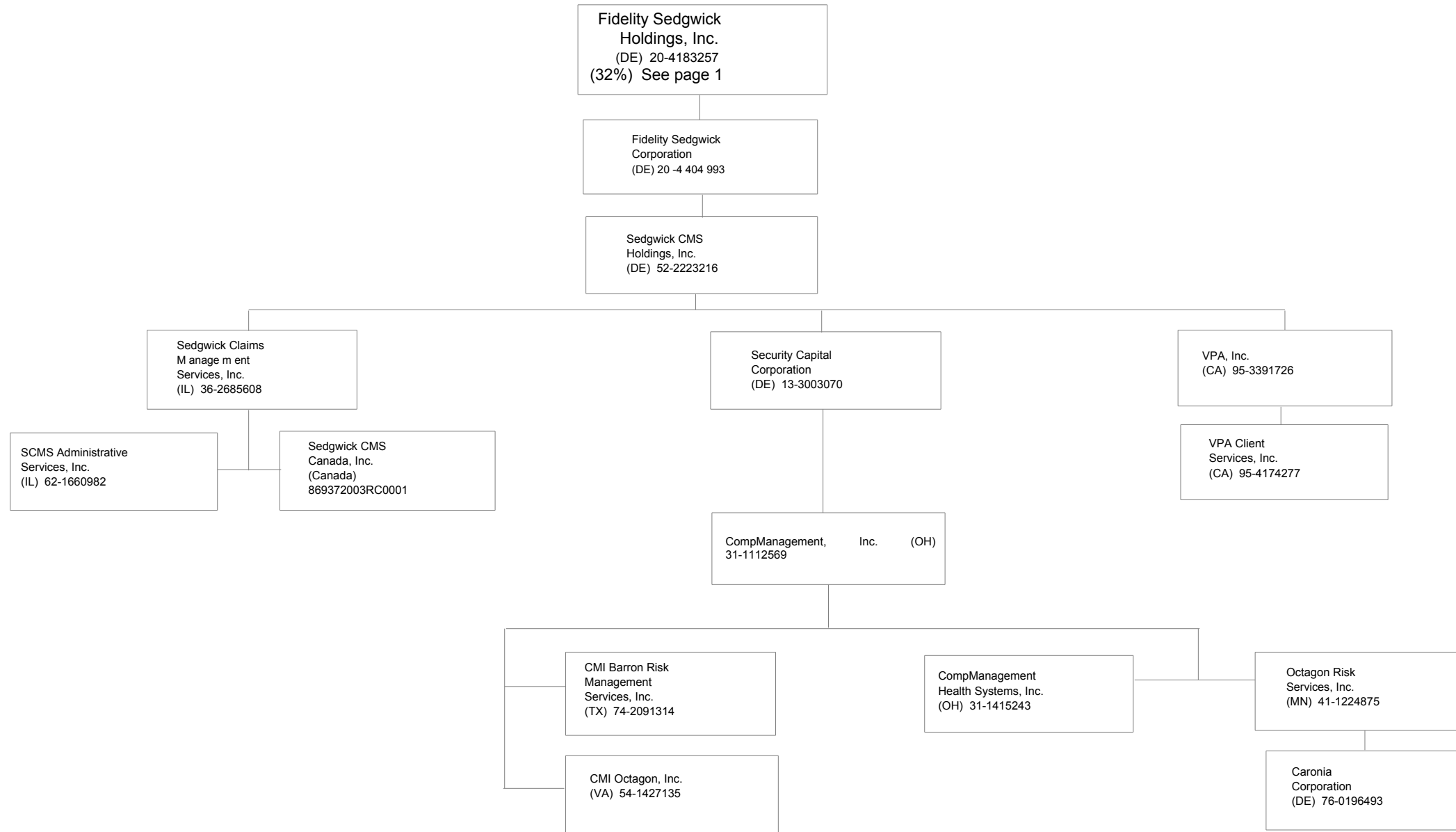


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Unless otherwise noted, all ownership is 100%.

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

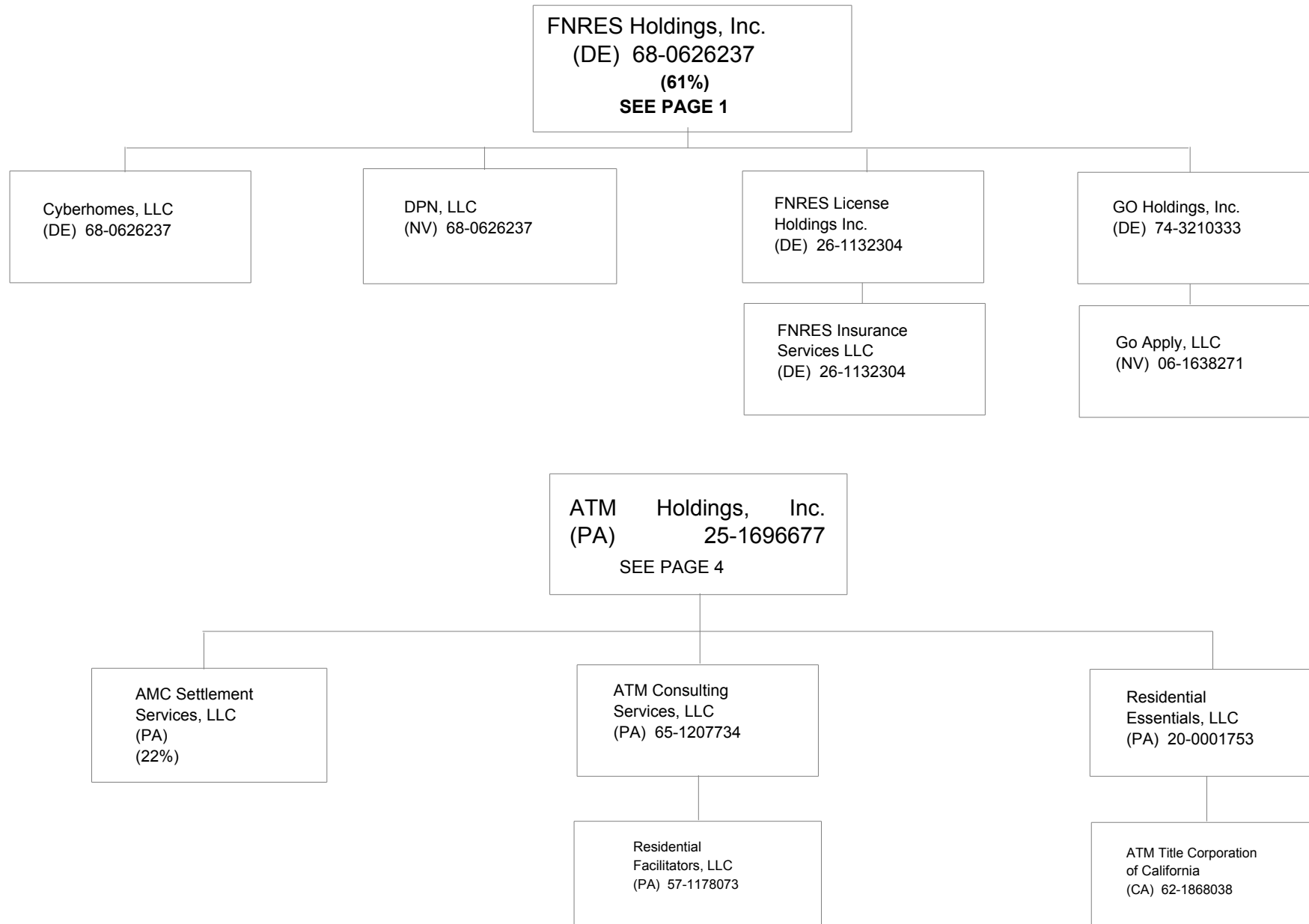
PART 1 - ORGANIZATIONAL CHART



39.10

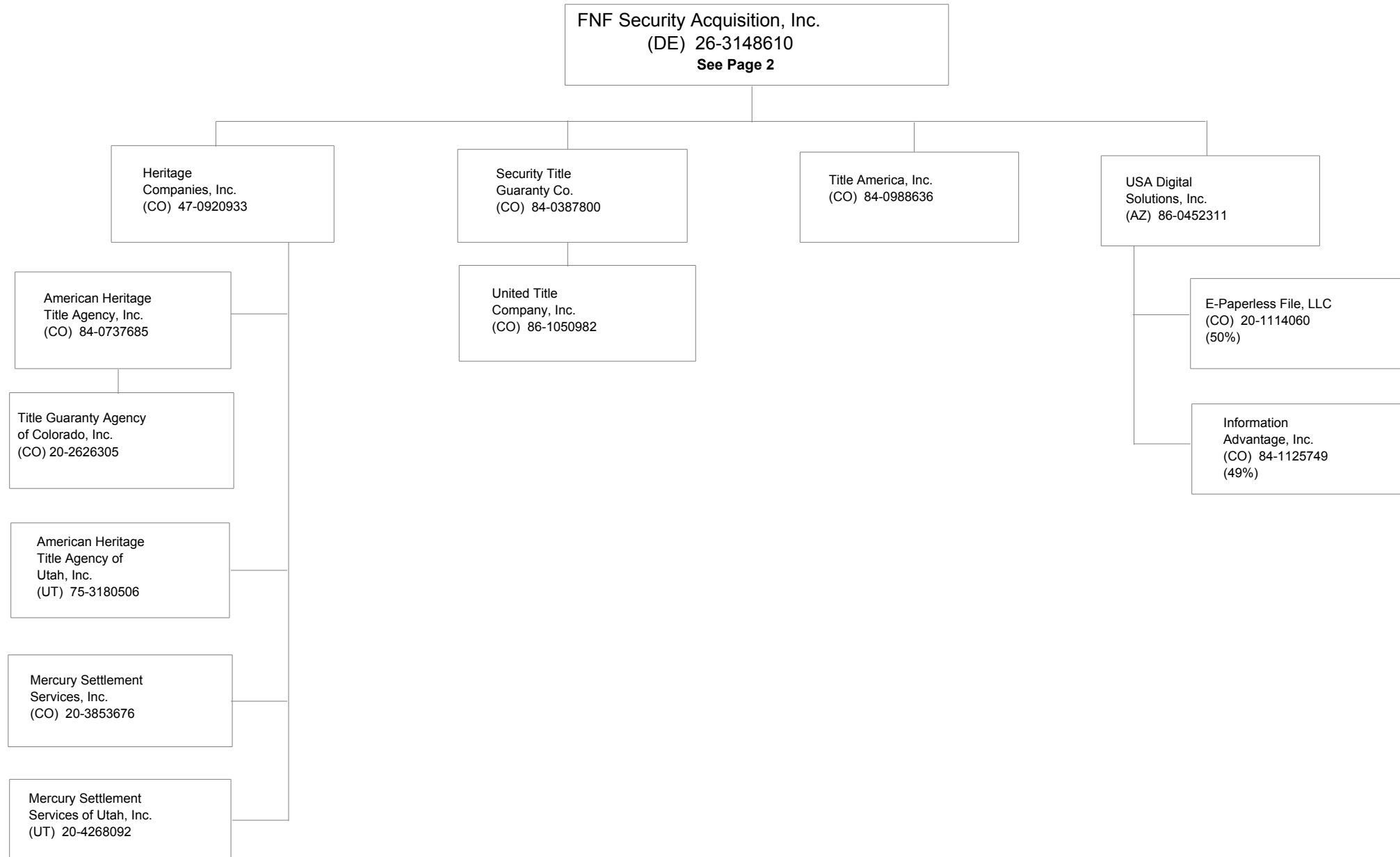
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



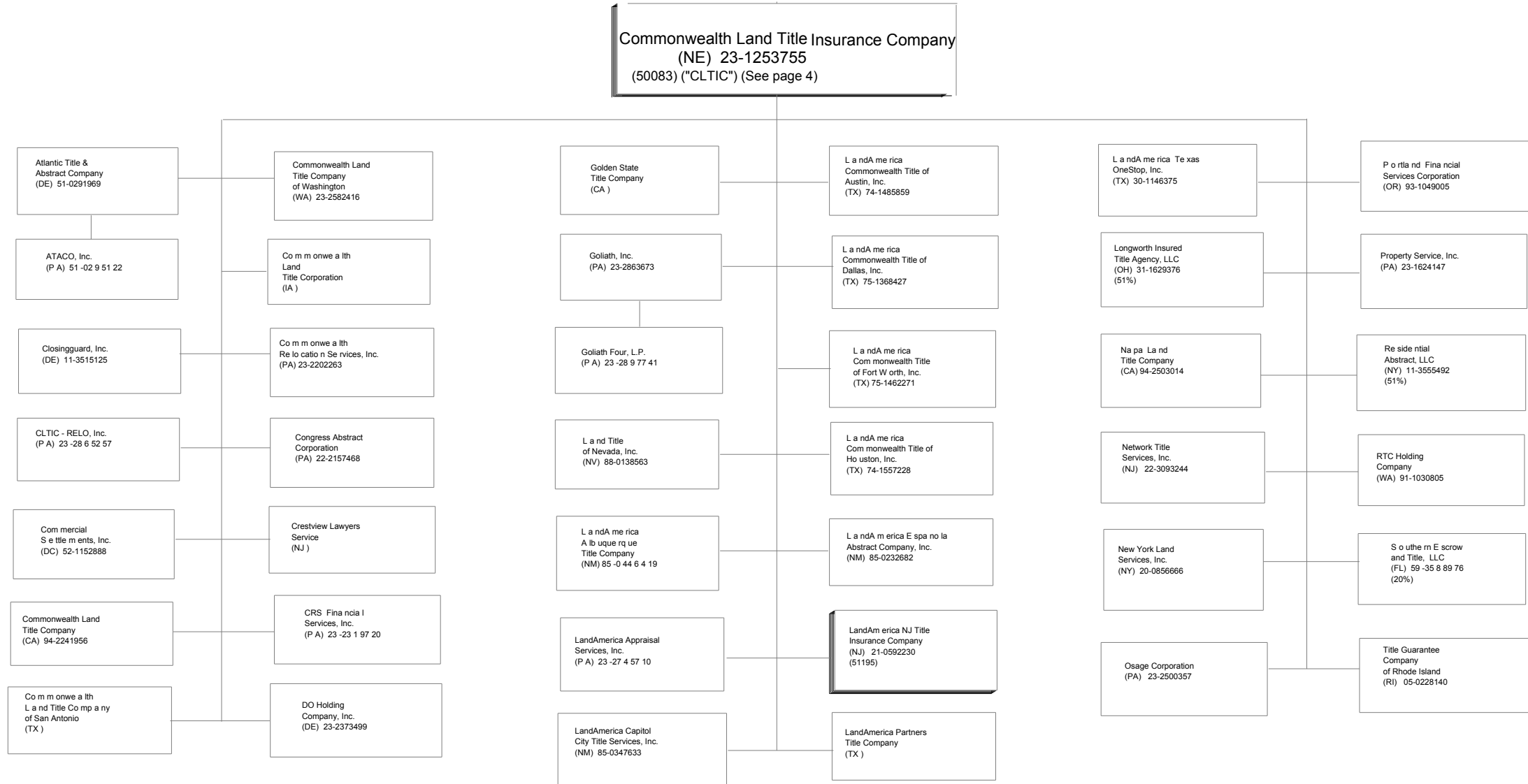
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 - ORGANIZATIONAL CHART



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

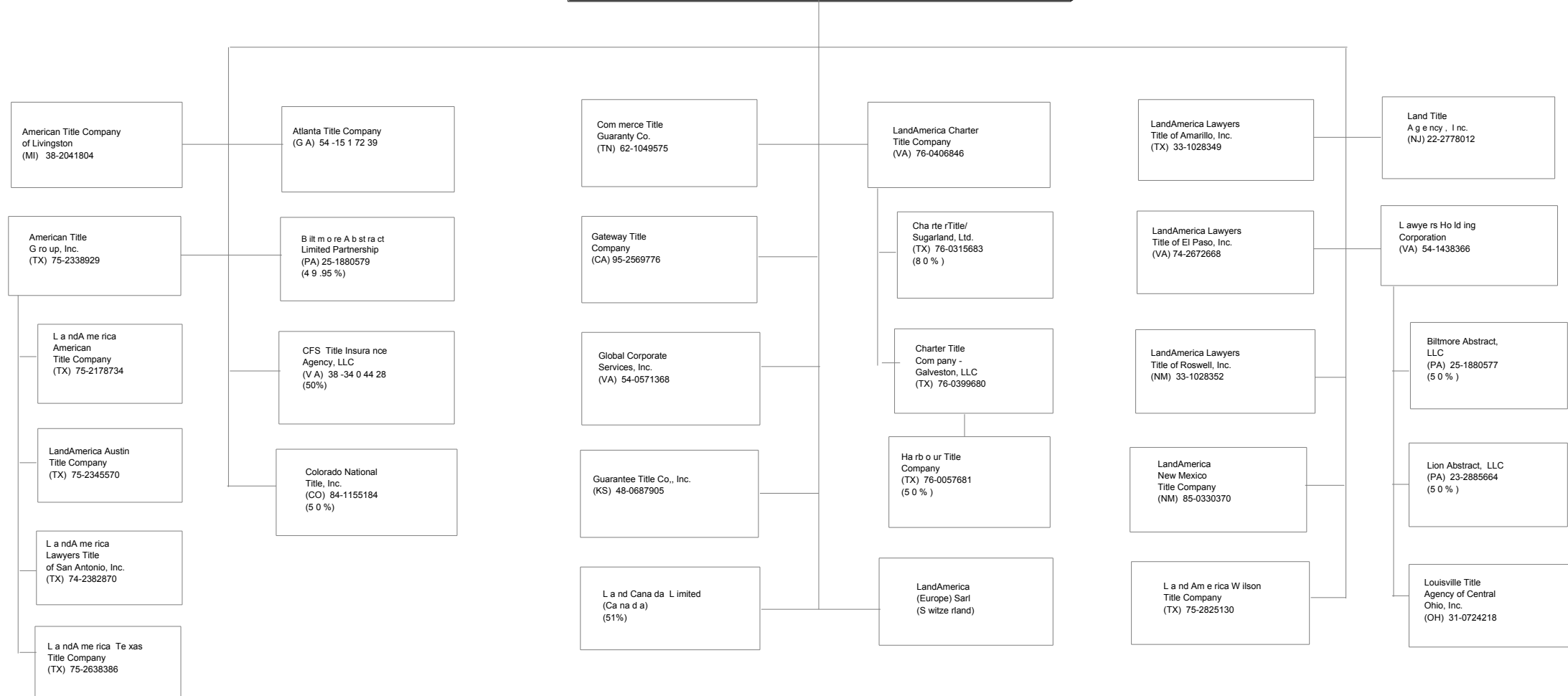
PART 1 - ORGANIZATIONAL CHART



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

PART 1 - ORGANIZATIONAL CHART

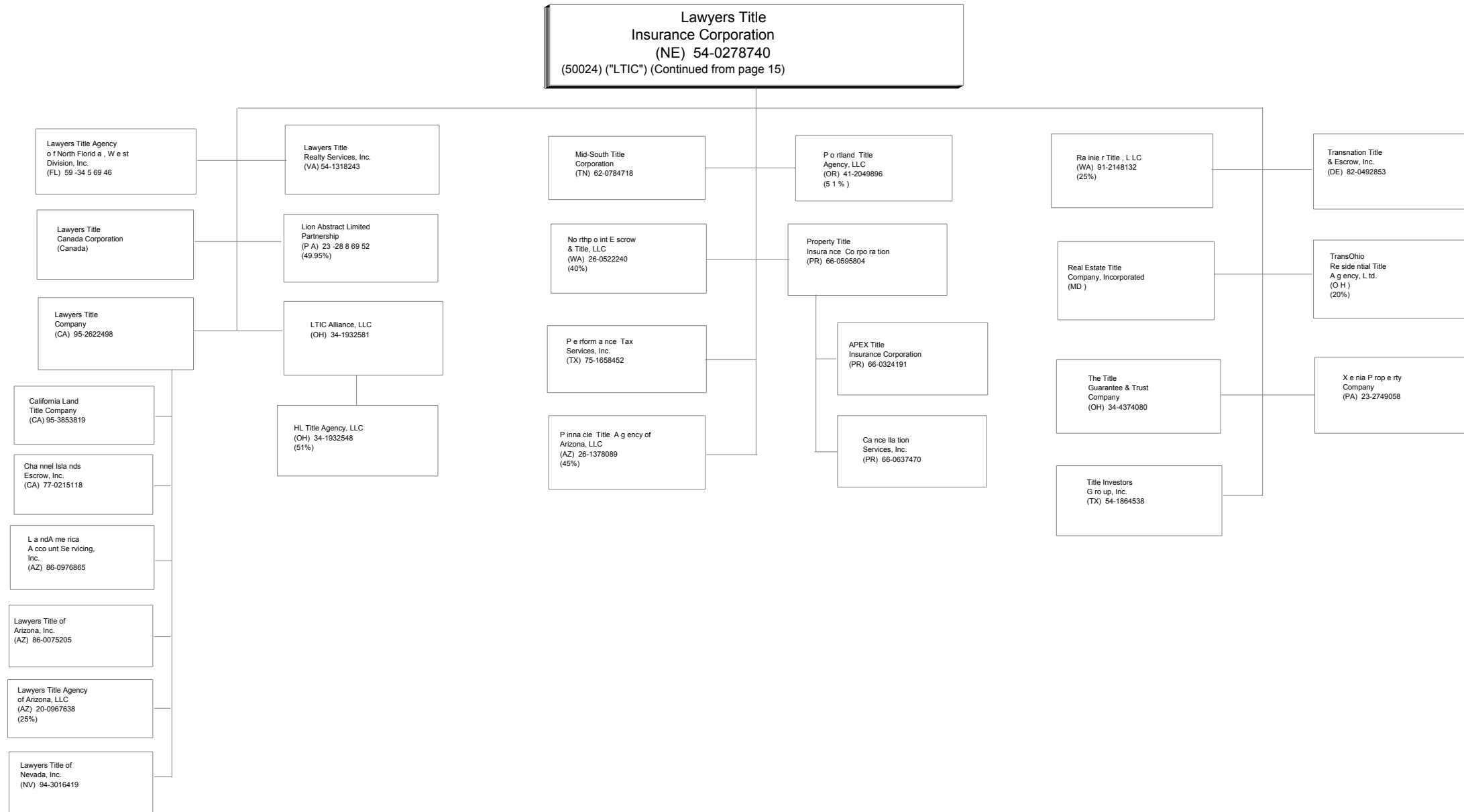
Lawyers Title Insurance Corporation
 (NE) 54-0278740 ("LTIC")
 (50024) (See Page 10) (Continued on Page 16)



39.14

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

PART 1 - ORGANIZATIONAL CHART



39.15

SCHEDULE Y

PART 2 – SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parents, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
00000	95-2622498	Lawyers Title Company					4,399,304				4,399,304	
50024	54-0278740	Lawyers Title Insurance Corporation	(12,350,000)	118,097,660			(88,452,321)				17,295,339	
00000	31-0724218	Louisville Title Agency of Central Ohio, Inc.					749				749	
00000	54-1438366	Lawyers Holding Corporation					368				368	
00000	86-0976865	LandAmerica Account Servicing, Inc					68,662				68,662	
00000	93-1049005	Portland Financial Services Corporation					139,274				139,274	
00000	66-0595804	Property Title Insurance Corporation					(262,844)				(262,844)	
00000	66-0637470	Cancellation Services					410,933				410,933	
50083	23-1253755	Commonwealth Land Title Ins Co.	(45,000,000)	101,343,415			68,943,911				125,287,326	
00000	94-2503014	Napa Land Title Company	(80,000)				336,064				256,064	
00000	82-0492853	Transnation Title & Escrow, Inc					1,088,893				1,088,893	
00000	95-2569776	Gateway Title Company					604,465				604,465	
00000	94-2241956	Commonwealth Land Title Company					9,447,593				9,447,593	
00000	52-1152888	Commercial Settlements, Inc					149,638				149,638	
00000	85-0446419	Albuquerque Title Company, Inc					1,178,462				1,178,462	
51195	21-0592230	LandAmerica NJ Title Insurance Company					3,808,509				3,808,509	
00000	41-2049896	Portland Title Agency, LLC					125,094				125,094	
00000	76-0406846	Charter Title Fort Bend					201,283				201,283	
50041	95-4469284	United Capital Title Insurance Company					4,495,212				4,495,212	
00000	86-0075205	LandAmerica Title Agency, Inc										
00000	94-3016419	Lawyers Title of Nevada, Inc					375,158				375,158	
00000	34-1932548	HL Title Agency, LLC	(1,476)								(1,476)	
00000	54-1589611	LandAmerica Financial Group, Inc.	57,431,476	(5,000,000)			(7,058,406)				45,373,070	
51586	86-0417131	Fidelity National Title Insurance Company	(33,000,000)	23,466,084			(221,645,254)	(582,000)			(231,761,170)	
51101	11-0907410	Nations Title Insurance of New York, Inc					157,222	12,000			169,222	
50598	74-0476580	Alamo Title Insurance	(5,200,000)				(7,185,504)	62,000			(12,323,504)	
51020	11-0627325	National Title Insurance of New York, Inc					(776,238)				(776,238)	
00000	36-0906930	Chicago Title and Trust Company	(10,000,000)	517,222,418	(517,222,418)		(84,426,565)	142,000		(2,586,112)	(96,870,677)	
50067	95-2410872	Ticor Title Insurance Company	(16,600,000)	(1,081,870)			(40,642,755)	242,000			(58,082,625)	
50229	36-2468956	Chicago Title Insurance Company	(127,500,000)	(81,141,968)			(443,405,583)	103,000		1,657,689	(650,286,862)	
50490	93-0585470	Chicago Title Insurance Company of Oregon					(10,308,800)	(122,000)			(10,430,800)	
50857	95-2216067	Security Union Title Insurance Company	(3,500,000)				(5,654,011)	153,000			(9,001,011)	
51535	59-1971665	Ticor Title Insurance Co of Florida					(9,546,873)	32,000			(9,514,873)	
25180	68-0266416	Fidelity National Insurance Company					(10,195,327)	16,379,243		(22,866,706)	(16,682,790)	(19,468,000)
16578	16-0986300	Fidelity National Property and Casualty Insurance Co					(35,926,944)	(10,094,013)		(9,015,828)	(55,036,785)	1,968,000

SCHEDULE Y

PART 2 – SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	Federal ID Number	Names of Insurers and Parents, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
11523	81-0575473	Fidelity National Indemnity Insurance Company						(6,285,230)		(6,141,508)	(12,426,738)	17,500,000
00000	77-0554557	Fidelity National Insurance Services					40,927,571			38,024,042	78,951,613	
00000	77-0557476	Fidelity National Management Services LLC					487,454,804				487,454,804	
00000	20-4531740	Village Resorts LLC		1,081,870						(1,657,689)	(575,819)	
00000	68-0021143	Fidelity National Home Warranty Co	(9,000,000)				(13,716,452)				(22,716,452)	
00000	33-0398759	Fidelity Asset Management Inc					19,274,688				19,274,688	
00000	65-1303694	Fidelity National Global Solutions		(2,788,868)							(2,788,868)	
00000	00-0000000	Fidelity National Title de Mexico S.A., DE C.V.		2,935,651				(42,000)			2,893,651	
00000	94-3259456	Fidelity National Title & Escrow of Hawaii		500,000							500,000	
00000	86-0450201	Rocky Mountain Support Services					260,709,038				260,709,038	
00000	86-0498599	Fidelity National Financial, Inc	204,800,000	(157,412,244)			74,906,982				122,294,738	
00000	16-1725106	Fidelity National Title Group Inc		(517,222,148)	517,222,418					2,586,112	2,586,382	
9999999	Control Totals								XXX			

40.1

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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 filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
MARCH FILING	
1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	YES
2. Will an actuarial opinion be filed by March 1?	YES
APRIL FILING	
3. Will Management's Discussion and Analysis be filed by April 1?	YES
4. Will the Supplemental Schedule of Business Written by Agency be filed with the state of domicile by April 1?	YES
5. Will the Supplemental Investment Risk Interrogatories be filed by April 1?	YES
JUNE FILING	
6. Will an audited financial report be filed by June 1?	YES

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 filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

MARCH FILING	
7. Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?	See Explanation

Explanation:

The Company does not have 100 or more stockholders, therefore the Company is not required to file Schedule SIS.

Bar Code:



OVERFLOW PAGE FOR WRITE-INS

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement	
	1 Amount	2 Percentage	3 Amount	4 Percentage
1. Bonds:				
1.1 U.S. treasury securities	299,934	0.76	299,934	0.76
1.2 U.S. government agency obligations (excluding mortgage-backed securities):				
1.21 Issued by U.S. government agencies				
1.22 Issued by U.S. government sponsored agencies	504,462	1.27	504,462	1.27
1.3 Foreign government (including Canada, excluding mortgage-backed securities)				
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:				
1.41 States, territories and possessions general obligations	972,723	2.45	972,723	2.45
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations	938,813	2.36	938,813	2.36
1.43 Revenue and assessment obligations	2,231,684	5.62	2,231,684	5.62
1.44 Industrial development and similar obligations				
1.5 Mortgage-backed securities (includes residential and commercial MBS):				
1.51 Pass-through securities:				
1.511 Issued or guaranteed by GNMA	518,546	1.31	518,546	1.31
1.512 Issued or guaranteed by FNMA and FHLMC	4,257,757	10.72	4,257,757	10.72
1.513 All other				
1.52 CMOs and REMICs:				
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	2,118,221	5.33	2,118,221	5.33
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521				
1.523 All other	3,977,804	10.02	3,977,804	10.02
2. Other debt and other fixed income securities (excluding short term):				
2.1 Unaffiliated domestic securities (includes credit tenant loans rated by the SVO)	15,649,276	39.41	15,649,276	39.41
2.2 Unaffiliated foreign securities	499,825	1.26	499,825	1.26
2.3 Affiliated securities				
3. Equity interests:				
3.1 Investments in mutual funds				
3.2 Preferred stocks:				
3.21 Affiliated				
3.22 Unaffiliated	81,320	0.20	81,320	0.20
3.3 Publicly traded equity securities (excluding preferred stocks):				
3.31 Affiliated				
3.32 Unaffiliated				
3.4 Other equity securities:				
3.41 Affiliated				
3.42 Unaffiliated				
3.5 Other equity interests including tangible personal property under lease:				
3.51 Affiliated				
3.52 Unaffiliated				
4. Mortgage loans:				
4.1 Construction and land development				
4.2 Agricultural				
4.3 Single family residential properties				
4.4 Multifamily residential properties				
4.5 Commercial loans				
4.6 Mezzanine real estate loans				
5. Real estate investments:				
5.1 Property occupied by company				
5.2 Property held for production of income (including \$ 0 of property acquired in satisfaction of debt)				
5.3 Property held for sale (including \$ 0 property acquired in satisfaction of debt)	655,800	1.65	655,800	1.65
6. Contract loans				
7. Receivables for securities	4,125	0.01	4,125	0.01
8. Cash, cash equivalents and short-term investments	6,998,444	17.62	6,998,444	17.62
9. Other invested assets				
10. Total invested assets	39,708,734	100.00	39,708,734	100.00

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1. Book/adjusted carrying value, December 31 of prior year		655,800
2. Cost of acquired:		
2.1 Actual cost at time of acquisition (Part 2, Column 6)		
2.2 Additional investment made after acquisition (Part 2, Column 9)		
3. Current year change in encumbrances:		
3.1 Totals, Part 1, Column 13		
3.2 Totals, Part 3, Column 11		
4. Total gain (loss) on disposals, Part 3, Column 18		
5. Deduct amounts received on disposals, Part 3, Column 15		
6. Total foreign exchange change in book/adjusted carrying value:		
6.1 Totals, Part 1, Column 15		
6.2 Totals, Part 3, Column 13		
7. Deduct current year's other than temporary impairment recognized:		
7.1 Totals, Part 1, Column 12		
7.2 Totals, Part 3, Column 10		
8. Deduct current year's depreciation:		
8.1 Totals, Part 1, Column 11		
8.2 Totals, Part 3, Column 9		
9. Book/adjusted carrying value at the end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 - 7 - 8)		655,800
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		655,800

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1. Book value/recorded investment excluding accrued interest on mortgages owned, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisitions (Part 2, Column 7)		
2.2 Additional investment made after acquisitions (Part 2, Column 8)		
3. Capitalized deferred interest and other:		
3.1 Totals, Part 1, Column 12		
3.2 Totals, Part 3, Column 11		
4. Accrual of discount		
5. Unrealized valuation increase (decrease):		
5.1 Totals, Part 1, Column 9		
5.2 Totals, Part 3, Column 8		
6. Total gain (loss) on disposals, Part 3, Column 18		
7. Deduct amounts received on disposals, Part 3, Column 15		
8. Deduct amortization of premium and mortgage interest points and commitment fees		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest:		
9.1 Totals, Part 1, Column 13		
9.2 Totals, Part 3, Column 13		
10. Deduct current year's other than temporary impairment recognized:		
10.1 Totals, Part 1, Column 11		
10.2 Totals, Part 3, Column 10		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)		
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)		
14. Deduct total nonadmitted accounts		
15. Statement value at end of current period (Line 13 minus Line 14)		

NONE

SCHEDULE BA - VERIFICATION BETWEEN YEARS**Other Long-Term Invested Assets**

1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition (Part 2, Column 8)		
2.2 Additional investment made after acquisition (Part 2, Column 9)		
3. Capitalized deferred interest and other:		
3.1 Totals, Part 1, Column 16		
3.2 Totals, Part 3, Column 12		
4. Accrual of discount		
5. Unrealized valuation increase (decrease):		
5.1 Totals, Part 1, Column 13	NONE	
5.2 Totals, Part 3, Column 9		
6. Total gain (loss) on disposals, Part 3, Column 19		
7. Deduct amounts received on disposals, Part 3, Column 16		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value:		
9.1 Totals, Part 1, Column 17		
9.2 Totals, Part 3, Column 14		
10. Deduct current year's other than temporary impairment recognized:		
10.1 Totals, Part 1, Column 15		
10.2 Totals, Part 3, Column 11		
11. Book/adjusted carrying value at the end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION BETWEEN YEARS**Bonds and Stocks**

1. Book/adjusted carrying value, December 31 of prior year		38,189,810
2. Cost of bonds and stocks acquired, Column 7, Part 3		8,723,526
3. Accrual of discount		33,474
4. Unrealized valuation increase (decrease):		
4.1 Column 12, Part 1	(9,450)	
4.2 Column 15, Part 2, Section 1	(6,730)	
4.3 Column 13, Part 2, Section 2		
4.4 Column 11, Part 4		(16,180)
5. Total gain (loss) on disposals, Column 19, Part 4		270,965
6. Deduction consideration for bonds and stocks disposed of, Column 7, Part 4		14,466,748
7. Deduct amortization of premium		108,179
8. Total foreign exchange change in book/adjusted carrying value:		
8.1 Column 15, Part 1		
8.2 Column 19, Part 2, Section 1		
8.3 Column 16, Part 2, Section 2		
8.4 Column 15, Part 4		
9. Deduct current year's other than temporary impairment recognized:		
9.1 Column 14, Part 1	529,604	
9.2 Column 17, Part 2, Section 1	46,700	
9.3 Column 14, Part 2, Section 2		
9.4 Column 13, Part 4		576,304
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)		32,050,364
11. Deduct total nonadmitted accounts		
12. Statement value at end of current period (Line 10 minus Line 11)		32,050,364

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments (Including all obligations guaranteed by governments)	1. United States	1,322,943	1,376,148	1,323,575	1,318,312
	2. Canada				
	3. Other Countries				
	4. Totals	1,322,943	1,376,148	1,323,575	1,318,312
States, Territories and Possessions (Direct and guaranteed)	5. United States	972,723	994,397	970,040	970,000
	6. Canada				
	7. Other Countries				
	8. Totals	972,723	994,397	970,040	970,000
Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	9. United States	938,813	910,138	946,366	900,000
	10. Canada				
	11. Other Countries				
	12. Totals	938,813	910,138	946,366	900,000
Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	13. United States	8,607,662	8,853,040	8,630,686	8,537,877
	14. Canada				
	15. Other Countries				
	16. Totals	8,607,662	8,853,040	8,630,686	8,537,877
Public Utilities (unaffiliated)	17. United States	2,478,148	2,374,888	2,477,365	2,484,000
	18. Canada				
	19. Other Countries				
	20. Totals	2,478,148	2,374,888	2,477,365	2,484,000
Industrial and Miscellaneous and Credit Tenant Loans (unaffiliated)	21. United States	17,148,932	15,380,794	17,160,268	17,646,252
	22. Canada	249,806	219,275	249,765	250,000
	23. Other Countries	250,019	253,178	250,050	250,000
	24. Totals	17,648,757	15,853,247	17,660,083	18,146,252
Parent, Subsidiaries and Affiliates	25. Totals				
	26. Total Bonds	31,969,046	30,361,858	32,008,115	32,356,441
PREFERRED STOCKS					
Public Utilities (unaffiliated)	27. United States				
	28. Canada				
	29. Other Countries				
	30. Totals				
Banks, Trust and Insurance Companies (unaffiliated)	31. United States	80,800	80,800	125,000	
	32. Canada				
	33. Other Countries				
	34. Totals	80,800	80,800	125,000	
Industrial and Miscellaneous (unaffiliated)	35. United States	520	520	3,300	
	36. Canada				
	37. Other Countries				
	38. Totals	520	520	3,300	
Parent, Subsidiaries and Affiliates	39. Totals				
	40. Total Preferred Stocks	81,320	81,320	128,300	
COMMON STOCKS					
Public Utilities (unaffiliated)	41. United States				
	42. Canada				
	43. Other Countries				
	44. Totals				
Banks, Trust and Insurance Companies (unaffiliated)	45. United States				
	46. Canada				
	47. Other Countries				
	48. Totals				
Industrial and Miscellaneous (unaffiliated)	49. United States				
	50. Canada				
	51. Other Countries				
	52. Totals				
Parent, Subsidiaries and Affiliates	53. Totals				
	54. Total Common Stocks				
	55. Total Stocks	81,320	81,320	128,300	
	56. Total Bonds and Stocks	32,050,366	30,443,178	32,136,415	

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
1. U.S. Governments, (Group 1)											
1.1 Class 1	5,380,840	848,768	61,266	178,995	222,705	6,692,574	17.924	10,412,988	23.250	6,692,575	
1.2 Class 2											
1.3 Class 3											
1.4 Class 4											
1.5 Class 5											
1.6 Class 6											
1.7 Totals	5,380,840	848,768	61,266	178,995	222,705	6,692,574	17.924	10,412,988	23.250	6,692,575	
2. All Other Governments, (Group 2)											
2.1 Class 1											
2.2 Class 2											
2.3 Class 3											
2.4 Class 4											
2.5 Class 5											
2.6 Class 6											
2.7 Totals											
3. States, Territories and Possessions, etc., Guaranteed, (Group 3)											
3.1 Class 1	638,041	115,641		219,040		972,722	2.605	2,244,532	5.012	972,723	
3.2 Class 2											
3.3 Class 3											
3.4 Class 4											
3.5 Class 5											
3.6 Class 6											
3.7 Totals	638,041	115,641		219,040		972,722	2.605	2,244,532	5.012	972,723	
4. Political Subdivisions of States, Territories and Possessions, etc., Guaranteed, (Group 4)											
4.1 Class 1	100,037		838,776			938,813	2.514	4,338,127	9.686	938,813	
4.2 Class 2											
4.3 Class 3											
4.4 Class 4											
4.5 Class 5											
4.6 Class 6											
4.7 Totals	100,037		838,776			938,813	2.514	4,338,127	9.686	938,813	
5. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed, (Group 5)											
5.1 Class 1	481,365	1,618,782	4,751,013	1,183,552	572,949	8,607,661	23.053	13,671,336	30.525	8,607,662	
5.2 Class 2											
5.3 Class 3											
5.4 Class 4											
5.5 Class 5											
5.6 Class 6											
5.7 Totals	481,365	1,618,782	4,751,013	1,183,552	572,949	8,607,661	23.053	13,671,336	30.525	8,607,662	

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SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
6. Public Utilities (Unaffiliated), (Group 6)											
6.1 Class 1		289,367	863,558			1,152,925	3.088	583,305	1.302	1,152,925	
6.2 Class 2		654,266	491,101	179,857		1,325,224	3.549	745,321	1.664	1,325,224	
6.3 Class 3											
6.4 Class 4											
6.5 Class 5											
6.6 Class 6											
6.7 Totals		943,633	1,354,659	179,857		2,478,149	6.637	1,328,626	2.967	2,478,149	
7. Industrial & Miscellaneous (Unaffiliated), (Group 7)											
7.1 Class 1	454,950	7,507,586	5,498,738			13,461,274	36.052	9,352,462	20.882	13,461,274	
7.2 Class 2	52,021	1,847,490	1,518,451			4,157,558	11.135	3,439,139	7.679	4,157,558	
7.3 Class 3						739,596					
7.4 Class 4											
7.5 Class 5											
7.6 Class 6						29,925				29,925	
7.7 Totals	506,971	9,355,076	7,017,189			769,521	47.267	12,791,601	28.561	17,648,757	
8. Credit Tenant Loans, (Group 8)											
8.1 Class 1											
8.2 Class 2											
8.3 Class 3											
8.4 Class 4											
8.5 Class 5											
8.6 Class 6											
8.7 Totals											
9. Parent, Subsidiaries and Affiliates, (Group 9)											
9.1 Class 1											
9.2 Class 2											
9.3 Class 3											
9.4 Class 4											
9.5 Class 5											
9.6 Class 6											
9.7 Totals											

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SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Col. 6 as a % of Line 10.7	Total from Col. 6 Prior Year	% From Col. 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
10. Total Bonds Current Year											
10.1 Class 1	(d) 7,055,233	10,380,144	12,013,351	1,581,587	795,654	31,825,969	85.236	X X X	X X X	31,825,972	
10.2 Class 2	(d) 52,021	2,501,756	2,009,552	179,857	739,596	5,482,782	14.684	X X X	X X X	5,482,782	
10.3 Class 3	(d)							X X X	X X X		
10.4 Class 4	(d)							X X X	X X X		
10.5 Class 5	(d)							X X X	X X X		
10.6 Class 6	(d)				29,925	(c) 29,925	0.080	X X X	X X X	29,925	
10.7 Totals	7,107,254	12,881,900	14,022,903	1,761,444	1,565,175	(b) 37,338,676	100.000	X X X	X X X	37,338,679	
10.8 Line 10.7 as a % of Col. 6	19.035	34.500	37.556	4.717	4.192	100.000	X X X	X X X	X X X	100.000	
11. Total Bonds Prior Year											
11.1 Class 1	10,896,139	9,992,516	17,222,208	2,000,143	491,745	X X X	X X X	40,602,751	90.657	40,602,751	
11.2 Class 2	98,778	869,584	2,718,535		497,564	X X X	X X X	4,184,461	9.343	4,184,459	
11.3 Class 3						X X X	X X X				
11.4 Class 4						X X X	X X X				
11.5 Class 5						X X X	X X X				
11.6 Class 6						X X X	X X X	(c)			
11.7 Totals	10,994,917	10,862,100	19,940,743	2,000,143	989,309	X X X	X X X	(b) 44,787,212	100.000	44,787,210	
11.8 Line 11.7 as a % of Col. 8	24.549	24.253	44.523	4.466	2.209	X X X	X X X	100.000	X X X	100.000	
12. Total Publicly Traded Bonds											
12.1 Class 1	7,055,234	10,380,144	12,013,352	1,581,587	795,654	31,825,971	85.236	40,602,751	90.657	31,825,971	X X X
12.2 Class 2	52,021	2,501,756	2,009,552	179,857	739,596	5,482,782	14.684	4,184,459	9.343	5,482,782	X X X
12.3 Class 3											X X X
12.4 Class 4											X X X
12.5 Class 5											X X X
12.6 Class 6					29,925	29,925	0.080			29,925	X X X
12.7 Totals	7,107,255	12,881,900	14,022,904	1,761,444	1,565,175	37,338,678	100.000	44,787,210	100.000	37,338,678	X X X
12.8 Line 12.7 as a % of Col. 6	19.035	34.500	37.556	4.717	4.192	100.000	X X X	X X X	X X X	100.000	X X X
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	19.035	34.500	37.556	4.717	4.192	100.000	X X X	X X X	X X X	100.000	X X X
13. Total Privately Placed Bonds											
13.1 Class 1										X X X	
13.2 Class 2										X X X	
13.3 Class 3										X X X	
13.4 Class 4										X X X	
13.5 Class 5										X X X	
13.6 Class 6										X X X	
13.7 Totals										X X X	
13.8 Line 13.7 as a % of Col. 6							X X X	X X X	X X X	X X X	
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10							X X X	X X X	X X X	X X X	

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(a) Includes \$ 0 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.
 (b) Includes \$ 0 current year, \$ 0 prior year of bonds with Z designations and \$ 0 current year, \$ 0 prior year of bonds with Z* designations. The letter 'Z' means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class is under regulatory review.
 (c) Includes \$ 0 current year, \$ 0 prior year of bonds with 5* designations and \$ 0 current year, \$ 0 prior year of bonds with 6* designations. '5*' means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. '6*' means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.
 (d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ 0; NAIC 2 \$ 0; NAIC 3 \$ 0; NAIC 4 \$ 0; NAIC 5 \$ 0; NAIC 6 \$ 0.

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 10.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. U.S. Governments, (Group 1)											
1.1 Issuer Obligations	5,369,632	804,397				6,174,029	16.535	9,882,175	22.065	6,174,029	
1.2 Single Class Mortgage-Backed/Asset-Backed Securities	11,209	44,371	61,266	178,995	222,705	518,546	1.389	530,813	1.185	518,546	
1.7 Totals	5,380,841	848,768	61,266	178,995	222,705	6,692,575	17.924	10,412,988	23.250	6,692,575	
2. All Other Governments, (Group 2)											
2.1 Issuer Obligations											
2.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
2.3 Defined											
2.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
2.5 Defined											
2.6 Other											
2.7 Totals											
3. States, Territories and Possessions, Guaranteed, (Group 3)											
3.1 Issuer Obligations	638,041	115,641		219,040		972,722	2.605	2,244,532	5.012	972,723	
3.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
3.3 Defined											
3.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
3.5 Defined											
3.6 Other											
3.7 Totals	638,041	115,641		219,040		972,722	2.605	2,244,532	5.012	972,723	
4. Political Subdivisions of States, Territories and Possessions, Guaranteed, (Group 4)											
4.1 Issuer Obligations	100,037		838,776			938,813	2.514	4,338,127	9.686	938,813	
4.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
4.3 Defined											
4.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
4.5 Defined											
4.6 Other											
4.7 Totals	100,037		838,776			938,813	2.514	4,338,127	9.686	938,813	
5. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed, (Group 5)											
5.1 Issuer Obligations		99,928	2,131,757			2,231,685	5.977	7,770,545	17.350	2,231,684	
5.2 Single Class Mortgage-Backed/Asset-Backed Securities	392,010	1,238,335	1,020,479	1,033,984	572,949	4,257,757	11.403	3,680,093	8.217	4,257,757	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
5.3 Defined	89,355	280,520	1,598,778	149,568		2,118,221	5.673	2,220,698	4.958	2,118,221	
5.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
5.5 Defined											
5.6 Other											
5.7 Totals	481,365	1,618,783	4,751,014	1,183,552	572,949	8,607,663	23.053	13,671,336	30.525	8,607,662	

SCHEDULE D - PART 1A - SECTION 2 (Continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 10.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
6. Public Utilities (Unaffiliated), (Group 6)											
6.1 Issuer Obligations		943,632	1,354,659	179,857		2,478,148	6.637	1,328,626	2.967	2,478,148	
6.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
6.3 Defined											
6.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE- BACKED/ASSET-BACKED SECURITIES											
6.5 Defined											
6.6 Other											
6.7 Totals		943,632	1,354,659	179,857		2,478,148	6.637	1,328,626	2.967	2,478,148	
7. Industrial & Miscellaneous (Unaffiliated), (Group 7)											
7.1 Issuer Obligations	299,403	5,261,348	4,957,576		769,521	11,287,848	30.231	7,944,053	17.737	11,287,848	
7.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
7.3 Defined	207,568	695,347	1,248,279			2,151,194	5.761	2,196,629	4.905	2,151,193	
7.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE- BACKED/ASSET-BACKED SECURITIES											
7.5 Defined		1,634,500	192,111			1,826,611	4.892	1,829,092	4.084	1,826,611	
7.6 Other		1,763,882	619,223			2,383,105	6.382	821,827	1.835	2,383,105	
7.7 Totals	506,971	9,355,077	7,017,189		769,521	17,648,758	47.267	12,791,601	28.561	17,648,757	
8. Credit Tenant Loans, (Group 8)											
8.1 Issuer Obligations											
8.7 Totals											
9. Parent, Subsidiaries and Affiliates, (Group 9)											
9.1 Issuer Obligations											
9.2 Single Class Mortgage-Backed/Asset-Backed Securities											
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
9.3 Defined											
9.4 Other											
MULTI-CLASS COMMERCIAL MORTGAGE- BACKED/ASSET-BACKED SECURITIES											
9.5 Defined											
9.6 Other											
9.7 Totals											

SCHEDULE D - PART 1A - SECTION 2 (Continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 10.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
10. Total Bonds Current Year											
10.1 Issuer Obligations	6,407,113	7,224,946	9,282,768	398,897	769,521	24,083,245	64.499	X X X	X X X	24,083,245	
10.2 Single Class Mortgage-Backed/Asset-Backed Securities	403,219	1,282,706	1,081,745	1,212,979	795,654	4,776,303	12.792	X X X	X X X	4,776,303	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
10.3 Defined	296,923	975,867	2,847,057	149,568		4,269,415	11.434	X X X	X X X	4,269,414	
10.4 Other								X X X	X X X		
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
10.5 Defined		1,634,500	192,111			1,826,611	4.892	X X X	X X X	1,826,611	
10.6 Other		1,763,882	619,223			2,383,105	6.382	X X X	X X X	2,383,105	
10.7 Totals	7,107,255	12,881,901	14,022,904	1,761,444	1,565,175	37,338,679	100.000	X X X	X X X	37,338,678	
10.8 Line 10.7 as a % of Col. 6	19.035	34.500	37.556	4.717	4.192	100.000	X X X	X X X	X X X	100.000	
11. Total Bonds Prior Year											
11.1 Issuer Obligations	10,402,657	5,800,307	16,613,671	193,860	497,564	X X X	X X X	33,508,059	74.816	33,508,058	
11.2 Single Class Mortgage-Backed/Asset-Backed Securities	410,542	1,294,622	1,056,263	957,734	491,745	X X X	X X X	4,210,906	9.402	4,210,906	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
11.3 Defined	181,717	1,300,912	2,086,149	848,549		X X X	X X X	4,417,327	9.863	4,417,326	
11.4 Other						X X X	X X X				
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
11.5 Defined		1,644,433	184,660			X X X	X X X	1,829,093	4.084	1,829,092	
11.6 Other		821,827				X X X	X X X	821,827	1.835	821,827	
11.7 Totals	10,994,916	10,862,101	19,940,743	2,000,143	989,309	X X X	X X X	44,787,212	100.000	44,787,209	
11.8 Line 11.7 as a % of Col. 8	24.549	24.253	44.523	4.466	2.209	X X X	X X X	100.000	X X X	100.000	
12. Total Publicly Traded Bonds											
12.1 Issuer Obligations	6,407,113	7,224,946	9,282,767	398,897	769,521	24,083,244	64.499	33,508,058	74.816	24,083,244	X X X
12.2 Single Class Mortgage-Backed/Asset-Backed Securities	403,219	1,282,706	1,081,745	1,212,978	795,654	4,776,302	12.792	4,210,906	9.402	4,776,302	X X X
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
12.3 Defined	296,923	975,866	2,847,057	149,568		4,269,414	11.434	4,417,326	9.863	4,269,414	X X X
12.4 Other											X X X
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
12.5 Defined		1,634,500	192,111			1,826,611	4.892	1,829,092	4.084	1,826,611	X X X
12.6 Other		1,763,882	619,223			2,383,105	6.382	821,827	1.835	2,383,105	X X X
12.7 Totals	7,107,255	12,881,900	14,022,903	1,761,443	1,565,175	37,338,676	100.000	44,787,209	100.000	37,338,676	X X X
12.8 Line 12.7 as a % of Col. 6	19.035	34.500	37.556	4.717	4.192	100.000	X X X	X X X	X X X	100.000	X X X
12.9 Line 12.7 as a % of Line 10.7, Col. 6, Section 10	19.035	34.500	37.556	4.717	4.192	100.000	X X X	X X X	X X X	100.000	X X X
13. Total Privately Placed Bonds											
13.1 Issuer Obligations										X X X	
13.2 Single Class Mortgage-Backed/Asset-Backed Securities										X X X	
MULTI-CLASS RESIDENTIAL MORTGAGE-BACKED SECURITIES											
13.3 Defined										X X X	
13.4 Other										X X X	
MULTI-CLASS COMMERCIAL MORTGAGE-BACKED/ASSET-BACKED SECURITIES											
13.5 Defined										X X X	
13.6 Other										X X X	
13.7 Totals										X X X	
13.8 Line 13.7 as a % of Col. 6							X X X	X X X	X X X	X X X	
13.9 Line 13.7 as a % of Line 10.7, Col. 6, Section 10							X X X	X X X	X X X	X X X	

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-Term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year	6,732,148	6,732,148			
2. Cost of short-term investments acquired	21,655,681	21,655,681			
3. Accrual of discount					
4. Unrealized valuation increase (decrease)					
5. Total gain (loss) on disposals					
6. Deduct consideration received on disposals	23,018,198	23,018,198			
7. Deduct amortization of premium					
8. Total foreign exchange change in book/adjusted carrying value					
9. Deduct current year's other than temporary impairment recognized					
10. Book adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	5,369,631	5,369,631			
11. Deduct total nonadmitted amounts					
12. Statement value at end of current period (Line 10 minus Line 11)	5,369,631	5,369,631			

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(a) Indicate the category of such assets, for example, joint ventures, transportation equipment: _____.

- NONE** **Schedule DB - Part A and B Verification**
- NONE** **Schedule DB - Part C, D and E Verification**
- NONE** **Schedule DB - Part F - Section 1**
- NONE** **Schedule DB - Part F - Section 2**
- NONE** **Schedule E Verification**

NONE Schedule A - Part 2

NONE Schedule A - Part 3

NONE Schedule B - Part 1

NONE Schedule B - Part 2

NONE Schedule B - Part 3

NONE Schedule BA - Part 1

NONE Schedule BA - Part 2

NONE Schedule BA - Part 3

SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Par Value	Change in Book/Adjusted Carrying Value					Interest					Dates		
		3 Code	4 F o r e i g n	5 Bond CHAR			8 Rate Used To Obtain Fair Value	9 Fair Value		11 Book / Adjusted Carrying Value	12 Unrealized Valuation Increase / (Decrease)	13 Current Year's (Amortization) / Accretion	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change in B./A.C.V.	16 Rate of	17 Effective Rate of	18 When Paid	19 Admitted Amount Due & Accrued	20 Amount Rec. During Year	21 Acquired	22 Maturity	
3137EA-BE-8 912828-DG-2	Freddie Mac US Treasury Note	SD SD			1 1	505,283 299,719	105,906 103,496	529,530 310,488	500,000 300,000	504,462 299,934			(820) 58			4.125 3.625	3.880 3.646	JD JJ	573 5,024	14,529 10,875	08/13/2008 02/09/2005	12/21/2012 01/15/2010
0199999	Issuer Obligations					805,002	X X X	840,018	800,000	804,396			(762)			X X X	X X X	X X X	5,597	25,404	X X X	X X X
36202D-CU-3 36210U-WN-9 36290U-4U-7	GNMA Pool # 2783 GNMA Pool # 502953 GNMA Pool # 618335				2 2 2	8,803 25,110 484,661	105,325 103,734 103,389	9,007 26,037 501,086	8,551 25,100 484,661	8,782 25,103 484,661			2 (3)			7.000 6.000 6.000	6.233 6.024 6.054	MON MON MON	50 126 2,423	599 1,506 29,080	07/23/1999 11/28/2001 05/11/2006	07/20/2029 02/15/2029 05/15/2036
0299999	Single Class Mortgage-Backed/Asset-Backed Securities					518,574	X X X	536,130	518,312	518,546			(1)			X X X	X X X	X X X	2,599	31,185	X X X	X X X
0399999	Subtotals - U.S. Governments					1,323,576	X X X	1,376,148	1,318,312	1,322,942			(763)			X X X	X X X	X X X	8,196	56,589	X X X	X X X
130628-ZF-0 130629-LH-9 13062R-GL-6 13062T-HS-6 13062T-JA-3 13062T-Q7-2 13063A-PT-5 641459-Y6-3 641460-CP-3	California St California State California St California State Prerefunded-2006 California State Unrefunded Bal-200 California State Prerefunded MBIA California St Unrefunded Nevada St Ref-Ser A Nevada St Ref-Wtr Pollutn CTL-A-S				1 1 1 1 1 1 1 1 1	98,746 200,005 130,003 55,001 15,000 96,660 120,963 151,508 102,153	100,206 103,845 105,248 105,530 105,530 103,435 95,766 101,086 105,824	100,206 207,690 136,822 58,042 15,830 103,435 114,919 151,629 105,824	100,000 200,000 130,000 55,000 15,000 100,000 120,000 150,000 100,000	99,040 201,813 131,003 55,379 15,000 99,736 120,000 150,110 100,641			41 243 298 173 (897) (213) (230)			5.900 5.500 5.750 5.750 5.750 5.000 5.000 4.600 5.000	6.000 5.576 5.944 6.037 5.747 7.168 3.970 4.450 4.732	AO MS JD JD JD FA AO JJ FA	1,475 3,667 623 264 72 2,083 1,500 3,450 2,083	5,900 11,000 7,475 3,163 863 5,000 6,000 6,900 5,000	01/25/2000 09/24/1999 05/16/2005 09/30/2006 09/30/2006 06/15/2007 12/11/2007 05/24/2001 05/24/2001	04/01/2023 09/01/2009 12/01/2009 12/01/2009 12/01/2010 08/01/2024 10/01/2023 07/01/2009 08/01/2011
1199999	Issuer Obligations					970,039	X X X	994,397	970,000	972,722			1,454			X X X	X X X	X X X	15,217	51,301	X X X	X X X
1799999	Subtotals - States, Territories and Possessions (Direct and Guaranteed)					970,039	X X X	994,397	970,000	972,722			1,454			X X X	X X X	X X X	15,217	51,301	X X X	X X X
180847-U6-0 590485-NL-8 810453-XY-1	Clark Cnty Nev Bond BK AMBAC Mesa Ariz FGIC Scottsdale Ariz				1 1 1	747,901 100,500 97,965	100,895 102,033 101,840	706,265 102,033 101,840	700,000 100,000 100,000	739,882 100,037 98,893			(4,235) (72) 142			5.000 5.000 4.600	4.140 4.924 4.800	MN JJ JJ	5,833 2,500 2,300	35,000 5,000 4,600	01/23/2007 05/31/2001 05/24/2001	11/01/2016 07/01/2009 07/01/2015
1899999	Issuer Obligations					946,366	X X X	910,138	900,000	938,812			(4,165)			X X X	X X X	X X X	10,633	44,600	X X X	X X X
2499999	Subtotals - Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)					946,366	X X X	910,138	900,000	938,812			(4,165)			X X X	X X X	X X X	10,633	44,600	X X X	X X X
040580-BD-3 686507-AY-0 845040-FR-0	Arizona Sch Facs Brd State Sch Imp Orlando FLA Utils Comm Util Sys R SouthWest Higher Ed Auth Inc Sout				1 1 1	99,750 1,083,090 1,074,810	108,280 105,299 107,994	108,280 1,052,990 1,079,940	100,000 1,000,000 1,000,000	99,928 1,068,722 1,063,034			27 (7,448) (6,313)			5.000 5.000 5.000	5.031 3.961 4.091	JJ AO AO	2,500 12,500 12,500	5,000 50,000 50,000	05/24/2001 01/10/2007 01/19/2007	07/01/2019 10/01/2016 04/01/2017

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes			6 NAIC Designation	7 Actual Cost	Fair Value		10 Par Value	Change in Book/Adjusted Carrying Value					Interest					Dates	
		3 Code	4 F o r e i g n	5 Bond CHAR			8 Rate Used To Obtain Fair Value	9 Fair Value		11 Book / Adjusted Carrying Value	12 Unrealized Valuation Increase / (Decrease)	13 Current Year's (Amortization) / Accretion	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Foreign Exchange Change in B./A.C.V.	16 Rate of	17 Effective Rate of	18 When Paid	19 Admitted Amount Due & Accrued	20 Amount Rec. During Year	21 Acquired	22 Maturity
2599999	Issuer Obligations					2,257,650	X X X	2,241,210	2,100,000	2,231,684		(13,734)			X X X	X X X	X X X	27,500	105,000	X X X	X X X
3128M4-BM-4	FHLMC Pool # G02444		2	1		406,064	102.332	431,163	421,337	406,438		186			5.000	5.569	MON	1,756	21,067	01/18/2007	11/01/2036
3128MJ-CE-8	FHLMC Pool # G08068		2	1		788,888	102.489	814,249	794,474	788,993		49			5.500	5.646	MON	3,641	43,696	12/19/2006	07/01/2035
3128MJ-DJ-6	FHLMC Pool # G08104		2	1		815,109	102.332	859,914	840,318	815,832		346			5.000	5.463	MON	3,501	42,016	12/19/2006	01/01/2036
31371L-SG-5	FNMA Pool # 255319		2	1		674,027	103.045	703,343	682,559	674,636		266			5.000	5.304	MON	2,844	34,128	12/19/2006	08/01/2019
31376K-RF-5	FNMA Pool # 357886		2	1		473,066	102.629	476,056	463,861	472,897		(169)			5.500	5.231	MON	2,126	23,386	01/23/2008	07/01/2035
31402R-DD-8	FNMA Pool # 735500		2	1		603,346	102.629	627,642	611,564	603,500		70			5.500	5.737	MON	2,803	33,636	01/23/2007	05/01/2035
31415R-PS-7	FNMA Pool # 987033		2	1		495,482	103.051	510,679	495,559	495,461		(21)			6.000	6.039	MON	2,478	9,911	08/11/2008	08/01/2038
2699999	Single Class Mortgage-Backed/Asset-Backed Securities					4,255,982	X X X	4,423,046	4,309,672	4,257,757		727			X X X	X X X	X X X	19,149	207,840	X X X	X X X
31394C-Y5-5	FNMA Series 2005-31 Class PA		2	1		630,706	103.563	650,586	628,203	630,381		(254)			5.500	5.374	MON	2,879	34,551	05/09/2007	03/25/2020
31395U-CC-3	FHLMC Series 2975 Class ON		2	1		741,738	102.321	767,408	750,000	742,623		449			5.500	5.671	MON	3,438	41,250	12/21/2006	11/15/2033
31396C-FV-7	FHLMC Series 3059 Class PD		2	1		744,609	102.772	770,790	750,000	745,216		307			5.500	5.631	MON	3,438	41,250	12/27/2006	04/15/2034
2799999	Defined Multi-Class Residential Mortgage-Backed Securities					2,117,053	X X X	2,188,784	2,128,203	2,118,220		502			X X X	X X X	X X X	9,755	117,051	X X X	X X X
3199999	Subtotals – Special Revenue					8,630,685	X X X	8,853,040	8,537,875	8,607,661		(12,505)			X X X	X X X	X X X	56,404	429,891	X X X	X X X
010392-EW-4	Alabama Power Co			1FE		498,300	99.036	495,180	500,000	498,525		138			5.550	5.595	FA	11,563	27,750	01/30/2007	02/01/2017
210518-CR-5	Consumers Energy Company			2FE		179,874	99.057	178,303	180,000	179,857		(17)			6.125	6.134	MS	3,338		09/08/2008	03/15/2019
26442C-AC-8	Duke Energy Carolinas			1FE		149,490	102.161	153,242	150,000	149,526		36			5.250	5.294	JJ	3,631	4,047	01/07/2008	01/15/2018
26442C-AD-6	Duke Energy Carolinas			1FE		99,853	101.097	101,097	100,000	99,854		1			5.100	5.119	AO	1,077	2,564	04/09/2008	04/15/2018
59562V-AK-3	Midamerican Energy Hldgs Series D			2FE		241,333	94.598	236,495	250,000	243,363		1,088			5.000	5.602	FA	4,722	12,500	01/24/2007	02/15/2014
65473Q-AK-9	Nisource Finance Corp			2FE		256,500	77.054	192,635	250,000	254,606		(960)			6.150	5.645	MS	5,125	15,375	12/20/2006	03/01/2013
677415-CN-9	Ohio Power Company			2FE		399,680	96.837	387,348	400,000	399,659		(21)			5.750	5.769	MS	7,156		09/04/2008	09/01/2013
693304-AM-9	PECO Energy Co Series EXC			1FE		204,426	99.796	204,582	205,000	204,430		4			5.600	5.664	AO	2,838		09/25/2008	10/15/2013
69362B-AN-2	PSEG Power			2FE		247,238	89.367	223,418	250,000	247,738		259			5.500	5.659	JD	1,146	13,750	01/08/2007	12/01/2015
694308-GL-5	Pacific Gas & Electric			1FE		115,767	102.419	116,758	114,000	115,653		(114)			5.625	5.417	MN	552	6,341	02/26/2008	11/30/2017
842587-AB-3	Southern Co Series A			1FE		84,905	100.979	85,832	85,000	84,937		18			5.300	5.326	JJ	2,077	4,505	01/11/2007	01/15/2012
3299999	Issuer Obligations					2,477,366	X X X	2,374,890	2,484,000	2,478,148		432			X X X	X X X	X X X	43,225	86,832	X X X	X X X
3899999	Subtotals – Public Utilities (Unaffiliated)					2,477,366	X X X	2,374,890	2,484,000	2,478,148		432			X X X	X X X	X X X	43,225	86,832	X X X	X X X
00206R-AJ-1	AT&T Inc			1FE		444,021	100.340	446,513	445,000	444,067		46			5.500	5.529	FA	10,198	12,238	01/29/2008	02/01/2018

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7			10	Change in Book/Adjusted Carrying Value					Interest					Dates	
		3	4	5		8	9	11		12	13	14	15	16	17	18	19	20	21	22	
CUSIP Identification	Description	Code	For e i g n	Bond CHAR	NAIC Desig- nation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase / (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
013817-AF-8	Alcoa Inc				2FE	100,246	90.858	90,858	100,000	100,093		(28)			6.000	5.965	JJ	2,767	6,000	05/17/2002	01/15/2012
026609-AM-9	Amer Home Prodct				1FE	534,375	104.138	520,690	500,000	518,791		(7,876)			6.950	5.121	MS	10,232	34,750	12/20/2006	03/15/2011
054937-AE-7	BB&T Corp				1FE	244,730	95.042	237,605	250,000	245,671		496			5.200	5.502	JD	289	13,000	01/24/2007	12/23/2015
073902-PP-7	Bear Stearns Co Inc.				1FE	249,670	98.113	245,283	250,000	249,776		61			5.350	5.380	FA	5,573	13,375	01/18/2007	02/01/2012
12189T-AW-4	Burlington North Santa Fe				2FE	238,958	94.106	235,265	250,000	241,198		1,195			4.875	5.569	JJ	5,620	12,188	01/24/2007	01/15/2015
125581-AW-8	CIT Group Inc				2FE	242,000	69.629	348,145	500,000	242,000		225	255,012		5.400	5.499	JJ	11,325	27,000	12/20/2006	01/30/2016
14040H-AQ-8	Capital One Financial Series MTN				2FE	254,855	93.251	233,128	250,000	252,910		(984)			5.700	5.229	MS	4,196	14,250	12/20/2006	09/15/2011
14912L-3S-8	Caterpillar Fin Serv Crp Series MTN				1FE	499,355	93.043	465,215	500,000	499,443		88			4.250	4.279	FA	8,441	10,625	02/04/2008	02/08/2013
172967-EM-9	Citigroup Inc				1FE	114,508	101.054	116,212	115,000	114,540		37			6.125	6.183	MN	783	7,044	11/14/2007	11/21/2017
20030N-AD-3	Comcast Corp				2FE	252,675	97.884	244,710	250,000	251,456		(617)			5.500	5.213	MS	4,049	13,750	12/20/2006	03/15/2011
224044-BF-3	Cox Communications Inc				2FE	236,633	86.667	216,668	250,000	240,264		1,890			4.625	5.632	JD	964	11,563	01/08/2007	06/01/2013
26441Y-AH-0	Duke Realty LP				2FE	246,000	57.733	144,333	250,000	246,854		461			5.400	5.663	FA	5,100	13,500	01/24/2007	08/15/2014
36962G-XS-8	General Electric Cap Corp Series M				1FE	100,375	102.811	102,811	100,000	100,135		(41)			5.875	5.824	FA	2,219	5,875	03/05/2002	02/15/2012
38141G-AA-2	Goldman Sachs Group Inc				1FE	96,447	100.500	100,500	100,000	99,788		472			6.650	7.174	MN	850	6,650	12/08/1999	05/15/2009
421915-EG-0	Health Care Properties Series MTN				2FE	255,623	49.215	123,038	250,000	254,714		(472)			6.300	5.989	MS	4,638	15,750	01/08/2007	09/15/2016
421915-EH-8	Health Care Properties				2FE	244,690	59.756	149,390	250,000	245,973		677			5.650	6.030	JD	628	14,125	01/30/2007	12/15/2013
421946-AF-1	Healthcare Realty Trust				2FE	239,993	60.249	150,623	250,000	242,323		1,215			5.125	5.810	AO	3,203	12,813	01/08/2007	04/01/2014
42217K-AL-0	Health Care Reit Inc				2FE	250,968	67.329	168,323	250,000	250,731		(130)			6.000	5.928	MN	1,917	15,000	01/24/2007	11/15/2013
428236-AS-2	Hewlett-Packard Co				1FE	124,915	100.923	126,154	125,000	124,910		(5)			5.500	5.509	MS	2,292	3,399	02/25/2008	03/01/2018
437076-AS-1	Home Depot, Inc.				2FE	497,550	78.410	392,050	500,000	497,596		33			5.875	5.910	JD	1,224	29,375	12/20/2006	12/16/2036
438516-AX-4	Honeywell International, Inc.				1FE	114,585	102.028	117,332	115,000	114,603		18			5.300	5.347	MS	2,032	3,081	02/26/2008	03/01/2018
44181E-YZ-5	HSBC Finance Corp Series NOTZ				1FE	250,000	65.000	162,500	250,000	250,000					5.830		MON	850	16,523	10/29/2003	11/10/2013
5252M0-FD-4	Lehman Brothers Holdings Series M				6FE	39,375	9.500	29,925	315,000	29,925		(9,450)	10	274,592	6.875	6.444	MN			04/17/2008	05/02/2018
565849-AD-8	Marathon Oil Corporation				2FE	256,080	85.267	213,168	250,000	255,518		(475)			6.000	5.675	AO	3,750	15,167	10/29/2007	10/01/2017
58013M-EE-0	McDonald's Corp Series MTNI				1FE	399,968	103.878	415,512	400,000	399,939		(29)			5.350	5.351	MS	7,133	10,759	02/26/2008	03/01/2018
59018Y-N5-6	Merrill Lynch & Co Series MTN				1FE	379,498	99.089	376,538	380,000	379,517		19			6.150	6.181	AO	4,285	11,685	04/22/2008	04/25/2013
59018Y-VV-0	Merrill Lynch & Co Series C				1FE	494,830	97.223	486,115	500,000	497,561		1,422			4.790	5.110	FA	9,780	23,950	01/08/2007	08/04/2010
61166W-AF-8	Monsanto Co				1FE	627,953	104.922	661,009	630,000	628,016		63			5.125	5.167	AO	6,816	16,144	04/10/2008	04/15/2018
61688A-AX-6	Morgan JP & Co Series MTNA				1FE	90,051	100.036	100,036	100,000	99,932		1,464			6.000	7.557	JJ	2,767	6,000	02/29/2000	01/15/2009
617446-6Q-7	Morgan Stanley Series F MTN				1FE	200,000	87.729	175,458	200,000	200,000					6.625	6.625	AO	3,313	6,625	03/27/2008	04/01/2018
87612E-AP-1	Target Corp				1FE	591,198	90.969	545,814	600,000	591,999		732			5.375	5.576	MN	5,375	32,250	10/29/2007	05/01/2017
907818-DA-3	Union Pacific Corp				2FE	174,407	96.273	168,478	175,000	174,436		29			5.700	5.743	FA	3,768	5,265	01/31/2008	08/15/2018
91324P-BJ-0	Unitedhealth Group Inc				1FE	229,791	92.263	212,205	230,000	229,790					6.000	6.012	FA	5,213	7,207	02/04/2008	02/15/2018
91913Y-AD-2	Valero Energy Corp				2FE	266,308	100.563	251,408	250,000	260,614		(2,880)			6.875	5.444	AO	3,628	17,188	12/20/2006	04/15/2012
92345N-AA-8	Verizon VA Inc Series A				1FE	236,798	88.000	220,000	250,000	240,600		1,926			4.625	5.640	MS	3,405	11,563	12/20/2006	03/15/2013
92976W-BH-8	Wachovia Corp				1FE	199,144	100.199	200,398	200,000	199,193		49			5.750	5.807	FA	4,792	5,782	01/28/2008	02/01/2018
92976W-BJ-4	Wachovia Corp				1FE	299,322	98.884	296,652	300,000	299,382		60			5.500	5.552	MN	2,750	8,525	04/22/2008	05/01/2013
929771-AM-5	Wachovia Corp				1FE	91,294	99.848	99,848	100,000	99,683		1,313			6.150	7.578	MS	1,811	6,150	11/21/2000	03/15/2009

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	Change in Book/Adjusted Carrying Value					Interest					Dates	
		3	4	5			8	9		11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	For eign Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase / (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity	
931142-CL-5	Wal-Mart Stores			1FE	114,723	102.928	118,367	115,000	114,752		30			4.250	4.304	AO	1,032	2,444	04/08/2008	04/15/2013	
949746-NY-3	Wells Fargo & Company			1FE	259,204	97.922	254,597	260,000	259,329		125			4.375	4.444	JJ	4,771	5,688	01/25/2008	01/31/2013	
29250N-AC-9	Enbridge Inc		F	1FE	249,765	87.710	219,275	250,000	249,806		28			5.800	5.816	JD	644	14,500	05/31/2007	06/15/2014	
06738G-UZ-1	Barclays Bank PLC		F	1FE	250,050	101.271	253,178	250,000	250,019		(10)			5.450	5.445	MS	4,125	13,625	09/14/2007	09/12/2012	
3999999	Issuer Obligations				11,282,931	X X X	10,435,327	11,855,000	11,287,847	(9,450)	637	529,604		X X X	X X X	X X X	168,548	532,391	X X X	X X X	
12543P-AH-6	Countrywide Home Loans Series 20			2	1FE	749,473	79.503	596,273	750,000		(395)			5.750	5.743	MON	3,594	43,125	01/18/2007	02/25/2037	
22545L-AD-1	Credit Suisse Mortgage Capital Seri			2	1FE	1,002,500	77.592	775,920	1,000,000		(394)			5.311	5.308	MON	4,426	53,110	12/20/2006	10/15/2016	
93935P-AH-2	Wash. Mutual Mtg Pass-Thru Series			2	2FE	401,342	87.310	348,587	399,252		(34)			6.000	5.936	MON	1,996	23,954	01/31/2007	04/25/2015	
4199999	Defined Multi-Class Residential Mortgage-Backed Securities				2,153,315	X X X	1,720,780	2,149,252	2,151,194		(823)			X X X	X X X	X X X	10,016	120,189	X X X	X X X	
12514A-AB-7	Citigroup/Deutsche Bank Comm. Se			2	1FE	321,590	76.800	245,760	320,000		(342)			5.655	5.573	MON	1,508	18,096	11/20/2007	09/15/2014	
46628F-AB-7	JP Morgan Chase Comm Mtge Serie			2	1FE	1,030,078	85.519	855,190	1,000,000		(5,280)			5.861	5.191	MON	4,884	59,563	12/20/2006	12/15/2012	
929766-WK-5	Wachovia Bank Comm Mtg Trust Se			2	1FE	481,309	88.804	444,020	500,000		3,140			4.502	5.332	MON	1,876	22,510	01/17/2007	10/15/2041	
4399999	Defined Multi-Class Commercial Mortgage-Backed Securities				1,832,977	X X X	1,544,970	1,820,000	1,826,612		(2,482)			X X X	X X X	X X X	8,268	100,169	X X X	X X X	
14041N-ED-9	Capital One Multi-AssetTrust Series			2	1FE	748,494	87.242	654,315	750,000		189			5.050	5.150	MON	1,683	25,145	04/09/2008	02/16/2016	
14312R-AD-6	CarMax Auto Owner Trust Series 20			2	1FE	499,859	94.824	474,120	500,000		31			5.240	5.306	MON	1,164	26,200	01/23/2007	06/15/2012	
250854-AF-3	Detroit Edison Securitization Fundin			2	1FE	820,605	100.658	754,935	750,000		(8,057)			6.620	4.852	MS	16,550	24,825	03/05/2008	03/01/2015	
44329F-AD-0	HouseHold Automotive Trust Series			2	1FE	321,907	83.480	268,806	322,000		16			5.330	5.397	MON	667	17,163	01/23/2007	11/17/2013	
4499999	Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Securities				2,390,865	X X X	2,152,176	2,322,000	2,383,105		(7,821)			X X X	X X X	X X X	20,064	93,333	X X X	X X X	
4599999	Subtotals – Industrial and Miscellaneous (Unaffiliated)				17,660,088	X X X	15,853,253	18,146,252	17,648,758	(9,450)	(10,489)	529,604		X X X	X X X	X X X	206,896	846,082	X X X	X X X	
5499999	Totals – Issuer Obligations				18,739,354	X X X	17,795,980	19,109,000	18,713,609	(9,450)	(16,138)	529,604		X X X	X X X	X X X	270,720	845,528	X X X	X X X	
5599999	Totals – Single Class Mortgage-Backed/Asset-Backed Securities				4,774,556	X X X	4,959,176	4,827,984	4,776,303		726			X X X	X X X	X X X	21,748	239,025	X X X	X X X	
5699999	Totals – Defined Multi-Class Residential Mortgage-Backed Securities				4,270,368	X X X	3,909,564	4,277,455	4,269,414		(321)			X X X	X X X	X X X	19,771	237,240	X X X	X X X	
5899999	Totals – Defined Multi-Class Commercial Mortgage-Backed Securities				1,832,977	X X X	1,544,970	1,820,000	1,826,612		(2,482)			X X X	X X X	X X X	8,268	100,169	X X X	X X X	
5999999	Totals – Other Multi-Class Commercial Mortgage-Backed/Asset-Backed Se				2,390,865	X X X	2,152,176	2,322,000	2,383,105		(7,821)			X X X	X X X	X X X	20,064	93,333	X X X	X X X	

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SCHEDULE D - PART 1

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	Change in Book/Adjusted Carrying Value					Interest					Dates	
		3	4	5			8	9		11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	F o r e i g n	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book / Adjusted Carrying Value	Unrealized Valuation Increase / (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Maturity
6099999	Total Bonds					32,008,120	X X X	30,361,866	32,356,439	31,969,043	(9,450)	(26,036)	529,604		X X X	X X X	X X X	340,571	1,515,295	X X X	X X X

E10.4

SCHEDULE D - PART 2 - SECTION 1

Showing All PREFERRED STOCKS Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes		5 Number of Shares	6 Par Value Per Share	7 Rate Per Share	8 Book/ Adjusted Carrying Value	Fair Value		11 Actual Cost	Dividends			Change in Book/Adjusted Carrying Value					20 NAIC Design- nation	21 Date Acquired
		3 Code	4 F o r e i g n					9 Rate per Share Used to Obtain Fair Value	10 Fair Value		12 Declared But Unpaid	13 Amount Received During Year	14 Nonadmitted Declared But Unpaid	15 Unrealized Valuation Increase / (Decrease)	16 Current Year's (Amortization Accretion)	17 Current Year's Other Than Temporary Impairment Recognized	18 Total Change in B./A.C.V. (15 + 16 - 17)	19 Total Foreign Exchange Change in B./A.C.V.		
17306N-20-3	Citigroup Capital VII 7			5,000,000	25.00		80,800	16.160	80,800	125,000		8,906		(26,700)			(26,700)		P2LFE	07/19/2001
6299999 Banks, Trust and Insurance Companies (Unaffiliated)							80,800	X X X	80,800	125,000		8,906		(26,700)			(26,700)		X X X	X X X
313586-70-3	Fannie Mae Series F ADJ			1,000,000	50.00	3.300	520	0.520	520	3,300		910		19,970		46,700	(26,730)		P6L	03/15/2000
6399999 Industrial and Miscellaneous (Unaffiliated)							520	X X X	520	3,300		910		19,970		46,700	(26,730)		X X X	X X X
6599999 Total Preferred Stocks							81,320	X X X	81,320	128,300		9,816		(6,730)		46,700	(53,430)		X X X	X X X

EM

SCHEDULE D - PART 2 - SECTION 2

Showing all COMMON STOCKS Owned December 31 of Current Year

1 CUSIP Identification	2 Description	Codes		5 Number of Shares	6 Book/ Adjusted Carrying Value	Fair Value		9 Actual Cost	Dividends			Change in Book/Adjusted Carrying Value				17 NAIC Market Indicator (a)	18 Date Acquired
		3 Code	4 F o r e i g n			7 Rate per Share Used to Obtain Fair Value	8 Fair Value		10 Declared But Unpaid	11 Amount Received During Year	12 Nonadmitted Declared But Unpaid	13 Unrealized Valuation Increase / (Decrease)	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Change in B./A.C.V. (13 - 14)	16 Total Foreign Exchange Change in B./A.C.V.		
7399999	Total Preferred and Common Stocks				81,320	X X X	81,320	128,300		9,816		(6,730)	46,700	(53,430)		X X X	X X X

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(a) For all common stocks bearing the NAIC market indicator 'U' provide: the number of such issues 0 , the total \$ value (included in Column 8) of all such issues \$ 0

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

1 CUSIP Ident- ification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends
3137EA-BE-8	Freddie Mac 4.125% 12/21/12		08/13/2008	Various		505,283	500,000.00	2,303
0399999	Subtotal - Bonds - U. S. Government				X X X	505,283	500,000.00	2,303
31376K-RF-5 31415R-PS-7	FNMA Pool # 357886 5.500% 07/01/35 FNMA Pool # 987033 6.000% 08/01/38		01/23/2008 08/11/2008	Merrill Lynch Descap Securities		473,066 495,482	463,861.00 495,559.00	1,913 991
3199999	Subtotal - Bonds - Special Revenue and Special Assessment and all Non-Guaranteed Obligations				X X X	968,548	959,420.00	2,904
210518-CR-5 26442C-AC-8 26442C-AD-6 677415-CN-9 693304-AM-9 694308-GL-5	Consumers Energy Company Duke Energy Carolinas 5.250% 01/15/18 Duke Energy Carolinas 5.100% 04/15/18 Ohio Power Company 5.750% 09/01/13 PECO Energy Co Series EXC Pacific Gas & Electric		09/08/2008 01/07/2008 04/09/2008 09/04/2008 09/25/2008 02/26/2008	J P Morgan Securities Wachovia Securities Inc BA Securities Inc Salomon Bros BA Securities Inc Various		179,874 149,490 99,853 399,680 204,426 115,767	180,000.00 150,000.00 100,000.00 400,000.00 205,000.00 114,000.00	1,585
3899999	Subtotal - Bonds - Public Utilities (Unaffiliated)				X X X	1,149,090	1,149,000.00	1,585
00206R-AJ-1 14041N-ED-9 14912L-3S-8 250854-AF-3 428236-AS-2 438516-AX-4 5252M0-FD-4 58013M-EE-0 59018Y-N5-6 61166W-AF-8 617446-6Q-7 907818-DA-3 91324P-BJ-0 92976W-BH-8 92976W-BJ-4 931142-CL-5 949746-NY-3	AT&T Inc 5.500% 02/01/18 Capital One Multi-AssetTrust Series 2008 Caterpillar Fin Serv Crp Series MTN Detroit Edison Securitization Funding Se Hewlett-Packard Co 5.500% 03/01/18 Honeywell International, Inc. Lehman Brothers Holdings Series MTN McDonald's Corp Series MTNI Merrill Lynch & Co Series MTN Monsanto Co 5.125% 04/15/18 Morgan Stanley Series F MTN Union Pacific Corp 5.700% 08/15/18 Unitedhealth Group Inc Wachovia Corp 5.750% 02/01/18 Wachovia Corp 5.500% 05/01/13 Wal-Mart Stores 4.250% 04/15/13 Wells Fargo & Company 4.375% 01/31/13		01/29/2008 04/09/2008 02/04/2008 03/05/2008 02/25/2008 02/26/2008 04/17/2008 02/26/2008 04/22/2008 04/10/2008 03/27/2008 01/31/2008 02/04/2008 01/28/2008 04/22/2008 04/08/2008 01/25/2008	BA Securities Inc Salomon Bros BA Securities Inc Wachovia Securities Inc BA Securities Inc BA Securities Inc Lehman Brothers Securities Salomon Bros Merrill Lynch J P Morgan Securities Morgan Stanley & Co Credit Suisse First Boston Salomon Bros Wachovia Securities Inc Wachovia Securities Inc Goldman Sachs & Co Salomon Bros		444,021 748,494 499,355 820,605 124,915 114,585 313,957 399,968 379,498 627,953 200,000 174,407 229,791 199,144 299,322 114,723 259,204	445,000.00 750,000.00 500,000.00 750,000.00 125,000.00 115,000.00 315,000.00 400,000.00 380,000.00 630,000.00 200,000.00 175,000.00 230,000.00 200,000.00 300,000.00 115,000.00 260,000.00	1,241
4599999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	5,949,942	5,890,000.00	1,241
6099997	Subtotal - Bonds - Part 3				X X X	8,572,863	8,498,420.00	8,033
6099998	Summary Item from Part 5 for Bonds				X X X	150,662	150,671.41	142
6099999	Total - Bonds				X X X	8,723,525	8,649,091.41	8,175

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SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Ident- ification	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's Amort- ization/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V.	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
31331S-GH-0	Federal Farm Credit 4.000% 12/15		06/15/2008	Call	100,000		300,000.00	300,000	300,000						300,000				6,000	12/15/2008
3133X9-QQ-6	Federal Home Loan Bank Series ~		03/17/2008	Call	100,000		250,000.00	250,000	250,000						250,000				2,500	06/17/2008
3133X9-VR-8	Federal Home Loan Bank		01/27/2008	Call	100,000		200,000.00	200,000	200,000						200,000				667	06/27/2008
3133XB-TP-0	Federal Home Loan Bank		01/30/2008	Call	100,000		300,000.00	300,000	300,000						300,000				2,418	05/23/2008
3133XC-C3-5	Federal Home Loan Bank		01/18/2008	Maturity			500,000.00	500,000	500,000						500,000				10,650	01/18/2008
3133XC-Q4-8	Federal Home Loan Bank Series 59		02/25/2008	Maturity			500,000.00	500,000	500,000						500,000				11,000	02/25/2008
3133XE-FR-5	Federal Home Loan Bank Series 4		01/28/2008	Maturity			300,000.00	300,000	300,000						300,000				7,500	01/28/2008
3136F7-Y5-0	FNMA 5.500% 02/28/11		02/28/2008	Call	100,000		500,000.00	501,250	500,150		(150)		(150)		500,000				13,750	02/28/2011
36202D-CU-3	GNMA Pool # 2783 7.000% 07/20/		12/01/2008	Paydown			1,889	1,889.00	1,945		(51)		(51)		1,889				66	07/20/2029
36210U-WN-9	GNMA Pool # 502953 6.000% 02/		12/01/2008	Paydown			4,081	4,081.00	4,082		(1)		(1)		4,081				165	02/15/2029
36290U-4U-7	GNMA Pool # 618335 6.000% 05/		12/01/2008	Paydown			6,244	6,244.00	6,244						6,244				205	05/15/2036
0399999	Subtotal - Bonds - U.S. Governments				X X X		2,862,214	2,862,214.00	2,863,521	2,862,416		(202)	(202)		2,862,214				54,921	X X X
13063A-QE-7	California St Prerefunded-REF		02/01/2008	Call	101,000		202,000	200,000	200,832		1,168		1,168		202,000				5,000	02/01/2021
20772G-FG-8	Connecticut St Ref-Ser B MBIA		08/06/2008	UBS WARBURG			1,091,130	1,000,000.00	1,081,820	1,072,433		(6,210)	(6,210)		1,066,223		24,907	24,907	34,722	06/01/2014
1799999	Subtotal - Bonds - States, Territories and Possessions				X X X		1,293,130	1,200,000.00	1,281,820	1,273,265		(5,042)	(5,042)		1,268,223		24,907	24,907	39,722	X X X
09088R-MQ-6	Birmingham Alabama Ref & Cap Im		08/06/2008	Goldman Sachs & C			270,148	250,000.00	263,353	262,528		(1,439)	(1,439)		261,089		9,058	9,058	8,681	12/01/2032
586145-NA-8	Memphis Tenn Gen Impt MBIA		09/11/2008	Morgan Stanley & C			379,253	350,000.00	366,933	365,598		(2,134)	(2,134)		363,464		15,789	15,789	16,771	10/01/2012
850752-KE-5	Springfield Massachusetts St Quallifi		09/11/2008	Wachovia Securities			669,090	600,000.00	645,930	641,720		(3,405)	(3,405)		638,315		30,775	30,775	33,750	08/01/2015
940456-DM-5	Washington Twp NJ Brd Ed FGIC S		08/06/2008	Cabrera Capital Mar			1,070,850	1,000,000.00	1,055,170	1,047,541		(6,858)	(6,858)		1,040,683		30,167	30,167	55,556	01/01/2028
969073-HN-8	Will Cnty Ill Cmnty High Sch District		09/11/2008	BMO Capital Market			1,093,050	1,000,000.00	1,085,280	1,077,762		(6,024)	(6,024)		1,071,738		21,312	21,312	60,417	01/01/2016
2499999	Subtotal - Bonds - Political Subdivisions of States				X X X		3,482,391	3,200,000.00	3,416,666	3,395,149		(19,860)	(19,860)		3,375,289		107,101	107,101	175,175	X X X
3128M4-BM-4	FHLMC Pool # G02444 5.000% 1		12/01/2008	Paydown			36,907	36,907.00	35,569	35,585		1,321	1,321		36,907				955	11/01/2036
3128MJ-CE-8	FHLMC Pool # G08068 5.500% 0		12/01/2008	Paydown			81,921	81,921.00	81,345	81,351		570	570		81,921				2,244	07/01/2035
3128MJ-DJ-6	FHLMC Pool # G08104 5.000% 0		12/01/2008	Paydown			68,414	68,414.00	66,361	66,392		2,022	2,022		68,414				1,845	01/01/2036
31371L-SG-5	FNMA Pool # 255319 5.000% 08/		12/01/2008	Paydown			141,713	141,713.00	139,941	140,013		1,700	1,700		141,713				3,509	08/01/2019
31394C-Y5-5	FNMA Series 2005-31 Class PA		12/01/2008	Paydown			102,582	102,582.00	102,991	102,979		(397)	(397)		102,582				2,907	03/25/2020
31402R-DD-8	FNMA Pool # 735500 5.500% 05/		12/01/2008	Paydown			69,191	69,191.00	68,261	68,271		920	920		69,191				1,875	05/01/2035
60636W-JF-3	Missouri St Hwys & Trans Comm Re		09/11/2008	U.S. Bankcorp Piper			1,122,220	1,000,000.00	1,092,270	1,084,996		(5,628)	(5,628)		1,079,368		42,852	42,852	56,250	02/01/2017
68607V-QH-1	Oregon St Dep Adm Svcs Lottery R		09/11/2008	Fidelity Capital Mark			1,114,850	1,000,000.00	1,082,290	1,075,471		(5,536)	(5,536)		1,069,935		44,915	44,915	47,917	04/01/2016
696550-SR-4	Palm Beach Cnty Fla Sch Brd Ctfis P		09/11/2008	Tucker Anthony			1,103,870	1,000,000.00	1,112,400	1,102,738		(8,383)	(8,383)		1,094,355		9,515	9,515	61,875	08/01/2015
796253-A7-7	San Antonio Tex Elec & Gas Ref-Se		09/11/2008	BB&T Capital Market			1,091,310	1,000,000.00	1,087,620	1,081,018		(5,354)	(5,354)		1,075,664		15,646	15,646	56,250	02/01/2018
810526-LG-6	Scottsdale Ariz Wtr & Swr Rev Proj		07/01/2008	Call	101,000		100,000.00		93,192	94,861		150	150		95,011		5,989	5,989	4,500	07/01/2020
880557-T6-0	Tennessee St Sch Bd Auth Ref- Sec		09/11/2008	BB&T Capital Market			1,098,640	1,000,000.00	1,093,190	1,086,042		(5,496)	(5,496)		1,080,546		18,094	18,094	43,750	05/01/2018
3199999	Subtotal - Bonds - Special Rev. and Special Assessment and all Non-Guar. Ob				X X X		6,132,618	5,600,728.00	6,055,430	6,019,717		(24,111)	(24,111)		5,995,607		137,011	137,011	283,877	X X X
06606H-8D-2	Bank Boston NA Series BKNT		03/25/2008	Maturity			100,000	100,000.00	103,164	100,116		(116)	(116)		100,000				3,188	03/25/2008

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SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.						
126117-AK-6	CNA Financial Corp 6.600% 12/15		12/15/2008	Maturity		100,000	100,000.00	91,533	98,778		1,222		1,222		100,000				6,600	12/15/2008
257661-AF-5	Donaldson Lufkin 6.500% 06/01/0		06/01/2008	Maturity		100,000	100,000.00	91,661	99,427		573		573		100,000				3,250	06/01/2008
33738M-AC-5	First Union Natl- Wach. Bank Series		12/01/2008	Maturity		100,000	100,000.00	99,884	99,974		26		26		100,000				5,800	12/01/2008
93935P-AH-2	Wash. Mutual Mrtg Pass-Thru Serie		12/25/2008	Paydown		44,427	44,427.00	44,660	44,612		(185)		(185)		44,427				1,506	04/25/2015
013716-AM-7	Alcan Inc 6.250% 11/01/08	F	11/01/2008	Maturity		100,000	100,000.00	102,421	100,334		(334)		(334)		100,000				6,250	11/01/2008
4599999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	544,427	544,427.00	533,323	543,241		1,186		1,186		544,427				26,594	X X X
6099997	Subtotal - Bonds - Part 4				X X X	14,314,780	13,407,369.00	14,150,760	14,093,788		(48,029)		(48,029)		14,045,760		269,019	269,019	580,289	X X X
6099998	Summary Item from Part 5 for Bonds				X X X	151,969	150,671.41	150,662	0		(641)		(641)		150,023		1,947	1,947	1,370	X X X
6099999	Total - Bonds				X X X	14,466,749	13,558,040.41	14,301,422	14,093,788		(48,670)		(48,670)		14,195,783		270,966	270,966	581,659	X X X
7499999	Totals					14,466,749	X X X	14,301,422	14,093,788		(48,670)		(48,670)		14,195,783		270,966	270,966	581,659	X X X

E14.1

SCHEDULE D - PART 5

Showing all Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1 CUSIP Ident- ification	2 Description	3 F o r e i g n	4 Date Acquired	5 Name of Vendor	6 Disposal Date	7 Name of Purchaser	8 Par Value (Bonds) or Number of Shares (Stock)	9 Actual Cost	10 Consideration	11 Book/ Adjusted Carrying Value at Disposal	Change in Book/Adjusted Carrying Value					17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Interest and Dividends Received During Year	21 Paid for Accrued Interest and Dividends	
											12 Unrealized Valuation Increase/ (Decrease)	13 Current Year's (Amort- ization)/ Accretion	14 Current Year's Other Than Temporary Impairment Recognized	15 Total Change in B./A.C.V. (12+13-14)	16 Total Foreign Exchange Change in B./A.C.V.						
31376K-RF-5 31415R-PS-7	FNMA Pool # 357886 5.500% 07/01/35 FNMA Pool # 987033 6.000% 08/01/38		01/23/2008 08/11/2008	Merrill Lynch Descap Securities	12/01/2008 12/01/2008	Paydown Paydown	32,230.68 4,440.73	32,870 4,440	32,231 4,441	32,231 4,441			(640) 1		(640) 1					810 72	133 9
3199999	Subtotal - Bonds - Special Rev. and Special Assessment and all Non-Guar. Obligations							36,671.41	37,310	36,672	36,672		(639)		(639)					882	142
842400-FJ-7	Southern Cal Edison 5.500% 08/15/18		08/11/2008	Various	09/11/2008	J P Morgan Securities	114,000.00	113,352	115,297	113,351		(2)		(2)			1,947	1,947	488		
3899999	Subtotal - Bonds - Public Utilities (Unaffiliated)							114,000.00	113,352	115,297	113,351		(2)		(2)			1,947	1,947	488	
6099998	Subtotal - Bonds							150,671.41	150,662	151,969	150,023		(641)		(641)			1,947	1,947	1,370	142
7499999	Totals							X X X	150,662	151,969	150,023		(641)		(641)			1,947	1,947	1,370	142

ET 5

NONE Schedule D - Part 6 - Section 1 and 2

- NONE** **Schedule DB - Part A - Section 1 and 2**
- NONE** **Schedule DB - Part A - Section 3 and Part B - Section 1**
- NONE** **Schedule DB - Part B - Section 2 and 3**
- NONE** **Schedule DB - Part C - Section 1 and 2**
- NONE** **Schedule DB - Part C - Section 3 and Part D - Section 1**
- NONE** **Schedule DB - Part D - Section 2 and 3**
- NONE** **Schedule DB - Part E - Section 1**

SCHEDULE E - PART 1 - CASH

1	2	3	4	5	6	7
Depository	Code	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
OPEN DEPOSITORIES						
BANK OF AMERICA Federal Farm Credit Bank	LOS ANGELES, CA Arizona	4.000			242,716 300,000	
Certificate of Deposits	0					
California United Bank 7/18/2008	Encino, CA	3.500	1,745			
California United Bank 1/18/2009	Encino, CA	2.600		1,206	100,000	
California United Bank 1/18/2008	Encino, CA	3.500	297			
Community Comm Bank 2/18/2008	Los Angeles, CA	4.500	764			
Community Comm Bank 2/17/2009	Los Angeles, CA	2.700	2,478	15	100,000	
First Federal Bank Calif 3/15/2008	Santa Monica, CA	5.100	1,272			
First Federal Bank CA 12/28/2008	Santa Monica, CA	4.720	4,733			
First Federal Bank CA 3/10/2009	Santa Monica, CA	3.020		2,450	100,000	
First Fed Bank CA 12/28/2009	Santa Monica, CA	3.360		37	100,032	
Golden St Bus Bank 4/28/2008	Upland, CA	4.400	2,200			
MBANK CD 5/14/2008	Carson, CA	5.000	5,069			
Mission Valley Bank 2/2/2008	Sun Valley, CA	4.000	679			
Mission Valley Bank 10/11/2008	Sun Valley, CA	4.250	8,878			
Mission Valley Bank 7/31/2008	Sun Valley, CA	3.750	2,106			
Mission Valley Bank 1/27/2009	Sun Valley, CA	2.500		1,069	100,000	
Mission Valley Bank 10/11/2009	Sun Valley, CA	3.000	1,253	432	250,000	
Neighborhood Nat Bk 2/16/2008	National City, CA	4.350	918			
Neighborhood Nat Bk 11/16/2008	National City, CA	2.700	2,138			
Neighborhood Nat Bk 8/16/2009	National City, CA	1.700	140	75	100,000	
Sunrise Bank of SD 2/8/2008	San Diego, CA	4.500	764			
Sunrise Bank of SD 8/6/2008	San Diego, CA	3.000	1,496			
Wells Fargo CD 12/19/2008	Las Vegas, NV	3.870	15,480			
Wells Fargo CD 12/9/2010	Las Vegas, NV	2.230		336	236,064	
0199998 Deposits in () depositories that do not exceed the allowable limit in any one depository (See Instructions) - Open Depositories	X X X	X X X				X X X
0199999 Totals - Open Depositories	X X X	X X X	52,410	5,620	1,628,812	X X X
SUSPENDED DEPOSITORIES						
0299998 Deposits in () depositories that do not exceed the allowable limit in any one depository (See Instructions) - Suspended Depositories	X X X	X X X				X X X
0299999 Totals - Suspended Depositories	X X X	X X X				X X X
0399999 Total Cash on Deposit	X X X	X X X	52,410	5,620	1,628,812	X X X
0499999 Cash in Company's Office	X X X	X X X	X X X	X X X		X X X
0599999 Total Cash	X X X	X X X	52,410	5,620	1,628,812	X X X

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January	1,398,646	4. April	1,276,282	7. July	1,150,757	10. October	1,350,028
2. February	1,376,852	5. May	1,150,733	8. August	1,050,948	11. November	1,247,075
3. March	1,379,351	6. June	1,150,055	9. September	1,352,028	12. December	1,628,812

NONE Schedule E - Part 2

SCHEDULE E – PART 3 – SPECIAL DEPOSITS

States, etc.	1 Type of Deposit	2 Purpose of Deposit	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
			3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ	B	FBO of all policyholders	299,934	310,488	
4. Arkansas	AR					
5. California	CA					
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL	B	FBO of all policyholders	201,785	211,812	
11. Georgia	GA					
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA					
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV					
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM					
33. New York	NY					
34. North Carolina	NC					
35. North Dakota	ND					
36. Ohio	OH					
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA					
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR					
55. US Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CN					
58. Aggregate Other Alien and Other	OT	X X X	X X X			
59. Total		X X X	X X X	501,719	522,300	

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

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