

QUARTERLY STATEMENT

OF THE

of _____

in the state of _____

TO THE

Insurance Department

OF THE

STATE OF

FOR THE QUARTER ENDED

March 31, 2016

PROPERTY AND CASUALTY

2016



40150201620100101

QUARTERLY STATEMENT

AS OF MARCH 31, 2016
OF THE CONDITION AND AFFAIRS OF THE
MGA Insurance Company, Inc.

NAIC Group Code 0000 , 0000 **NAIC Company Code** 40150 **Employer's ID Number** 75-1767545
(Current Period) (Prior Period)

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

Incorporated/Organized May 22, 1981 **Commenced Business** August 13, 1981

Statutory Home Office 3333 Lee Parkway Suite 1200 , Dallas, TX US 75219
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 3333 Lee Parkway Suite 1200
(Street and Number)
Dallas, TX US 75219 972-629-4301
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address Post Office Box 199023 , Dallas, TX US 75219-9023
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 3333 Lee Parkway Suite 1200 Dallas, TX US 75219 972-629-4301
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.gainsco.com

Statutory Statement Contact Donald Alan Baker 972-629-4379
(Name) (Area Code) (Telephone Number) (Extension)
don.baker@gainsco.com 972-629-4339
(E-Mail Address) (Fax Number)

OFFICERS

	Name	Title
1.	<u>Glenn Walden Anderson</u>	<u>President</u>
2.	<u>Brian Christopher Dosser</u>	<u>Secretary</u>
3.	<u>Daniel Jay Coots</u>	<u>Treasurer</u>

VICE-PRESIDENTS

Name	Title	Name	Title
<u>Brian Jeffrey Bearrows #</u>	<u>Senior Vice President</u>	<u>Gregory Alan Castleman</u>	<u>Senior Vice President</u>
<u>Daniel Jay Coots</u>	<u>Senior Vice President</u>	<u>Nicole Marie Dalal</u>	<u>Senior Vice President</u>
<u>Brian Christopher Dosser</u>	<u>Senior Vice President</u>	<u>Michael Shepard Johnston #</u>	<u>Senior Vice President</u>
<u>Paul Andre Jordan #</u>	<u>Senior Vice President</u>	<u>Brian Lee Kirkham #</u>	<u>Senior Vice President</u>
<u>Jin Liu</u>	<u>Senior Vice President</u>	<u>Terence James Lynch</u>	<u>Senior Vice President</u>
<u>Phillip John West</u>	<u>Senior Vice President</u>	<u>Donald Alan Baker</u>	<u>Vice President</u>
<u>Scott David Harris</u>	<u>Vice President</u>		

DIRECTORS OR TRUSTEES

<u>Robert William Stallings</u>	<u>Glenn Walden Anderson</u>	<u>Gregory Alan Castleman</u>	<u>Daniel Jay Coots</u>
<u>Brian Christopher Dosser</u>	<u>Jin Liu</u>	<u>Phillip John West</u>	

State of Texas

County of Dallas 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.

<u>(Signature)</u> <u>Glenn Walden Anderson</u>	<u>(Signature)</u> <u>Brian Christopher Dosser</u>	<u>(Signature)</u> <u>Daniel Jay Coots</u>
<u>(Printed Name)</u> 1.	<u>(Printed Name)</u> 2.	<u>(Printed Name)</u> 3.
<u>President</u>	<u>Secretary</u>	<u>Treasurer</u>
<u>(Title)</u>	<u>(Title)</u>	<u>(Title)</u>

Subscribed and sworn to before me this
14th day of May, 2016

Susan Morrison

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 Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	153,753,042		153,753,042	160,067,777
2. Stocks:				
2.1 Preferred stocks	848,528		848,528	
2.2 Common stocks	3,686,940		3,686,940	4,172,287
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ (6,591,985)), cash equivalents (\$ 0), and short-term investments (\$ 29,601,613)	23,009,628		23,009,628	18,310,539
6. Contract loans (including \$ 0 premium notes)				
7. Derivatives				
8. Other invested assets	13,568,604		13,568,604	13,596,884
9. Receivables for securities	1,133,849		1,133,849	
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	196,000,591		196,000,591	196,147,487
13. Title plants less \$ 0 charged off (for Title insurers only)				
14. Investment income due and accrued	2,102,272		2,102,272	1,712,596
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	2,994,062	198,479	2,795,583	2,848,103
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)	45,822,943		45,822,943	40,246,463
15.3 Accrued retrospective premiums (\$ 0) and contracts subject to redetermination (\$ 0)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	70,242		70,242	
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	12,365,000		12,365,000	12,365,000
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	1,327,987		1,327,987	1,339,067
21. Furniture and equipment, including health care delivery assets (\$ 0)	2,945,096	2,906,565	38,531	43,614
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	196,346		196,346	3,793,518
24. Health care (\$ 0) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	1,502,558	1,502,558		
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	265,327,097	4,607,602	260,719,495	258,495,848
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	265,327,097	4,607,602	260,719,495	258,495,848

DETAILS OF WRITE-IN LINES			
1101.			
1102.			
1103.			
1198. Summary of remaining write-ins for Line 11 from overflow page			
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)			
2501. Prepaid expenses	1,452,308	1,452,308	
2502. Other assets	50,250	50,250	
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page			
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	1,502,558	1,502,558	

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Statement Date	December 31, Prior Year
1. Losses (current accident year \$ 24,311,800)	75,166,835	75,289,338
2. Reinsurance payable on paid losses and loss adjustment expenses	15,967	5,785
3. Loss adjustment expenses	12,331,812	12,374,238
4. Commissions payable, contingent commissions and other similar charges	131,957	158,010
5. Other expenses (excluding taxes, licenses and fees)	6,448,664	7,674,014
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	2,096,425	1,698,908
7.1. Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	192,827	62,619
7.2. Net deferred tax liability		
8. Borrowed money \$ 0 and interest thereon \$ 0		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 0 and including warranty reserves of \$ 0 and accrued accident and health experience rating refunds including \$ 0 for medical loss ratio rebate per the Public Health Service Act)	66,727,381	59,023,147
10. Advance premium		
11. Dividends declared and unpaid:		
11.1. Stockholders		
11.2. Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)		66,128
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others		
15. Remittances and items not allocated	36,090	29,850
16. Provision for reinsurance (including \$ 0 certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	1,821,992	1,572,980
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ 0 and interest thereon \$ 0		
25. Aggregate write-ins for liabilities	239,863	8,240
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	165,209,813	157,963,257
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	165,209,813	157,963,257
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	12,000,000	12,000,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	80,325,157	80,325,157
35. Unassigned funds (surplus)	9,184,525	14,207,434
36. Less treasury stock, at cost:		
36.1. 6,000,000 shares common (value included in Line 30 \$ 6,000,000)	6,000,000	6,000,000
36.2. 0 shares preferred (value included in Line 31 \$ 0)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	95,509,682	100,532,591
38. Totals (Page 2, Line 28, Col. 3)	260,719,495	258,495,848

DETAILS OF WRITE-IN LINES		
2501. Unclaimed property	239,863	8,240
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)	239,863	8,240
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 67,296,270)	59,596,091	52,152,970	219,240,955
1.2 Assumed (written \$ 62,776)	58,721	72,846	262,976
1.3 Ceded (written \$ 159,757)	159,757	138,465	543,628
1.4 Net (written \$ 67,199,289)	59,495,055	52,087,351	218,960,303
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 37,117,458):			
2.1 Direct	35,069,539	27,252,171	125,213,865
2.2 Assumed	(8,507)	(99,927)	(308,885)
2.3 Ceded	(148)	(123)	(501)
2.4 Net	35,061,180	27,152,367	124,905,481
3. Loss adjustment expenses incurred	7,911,438	8,616,040	32,969,066
4. Other underwriting expenses incurred	17,008,180	15,138,226	58,567,923
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	59,980,798	50,906,633	216,442,470
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(485,743)	1,180,718	2,517,833
INVESTMENT INCOME			
9. Net investment income earned	1,400,785	1,030,595	4,579,740
10. Net realized capital gains (losses) less capital gains tax of \$ 0	(15,056)	6,694	125,264
11. Net investment gain (loss) (Lines 9 + 10)	1,385,729	1,037,289	4,705,004
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 0 amount charged off \$ 0)			
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	2,305	9,447	13,493
15. Total other income (Lines 12 through 14)	2,305	9,447	13,493
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	902,291	2,227,454	7,236,330
17. Dividends to policyholders			
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	902,291	2,227,454	7,236,330
19. Federal and foreign income taxes incurred	130,208	55,412	62,619
20. Net income (Line 18 minus Line 19) (to Line 22)	772,083	2,172,042	7,173,711
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	100,532,591	110,583,061	110,583,061
22. Net income (from Line 20)	772,083	2,172,042	7,173,711
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ (314,263)	(924,302)	496,497	(1,687,067)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax			(2,241,095)
27. Change in nonadmitted assets	(50,690)	(633,730)	(1,890,833)
28. Change in provision for reinsurance			4,814
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders	(4,820,000)	(6,180,000)	(11,410,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	(5,022,909)	(4,145,191)	(10,050,470)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	95,509,682	106,437,870	100,532,591

DETAILS OF WRITE-IN LINES			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 05 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 05 above)			
1401. Miscellaneous income	2,305	9,447	13,493
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	2,305	9,447	13,493
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798) (Line 37 above)			

CASH FLOW

	1	2	3
Cash from Operations	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
1. Premiums collected net of reinsurance	61,746,365	54,439,408	221,296,103
2. Net investment income	1,536,837	1,383,910	7,026,478
3. Miscellaneous income	2,305	9,447	13,493
4. Total (Lines 1 to 3)	63,285,507	55,832,765	228,336,074
5. Benefit and loss related payments	35,176,042	26,999,288	118,851,566
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	25,813,389	23,512,063	85,289,692
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)		208,932	1,078,027
10. Total (Lines 5 through 9)	60,989,431	50,720,283	205,219,285
11. Net cash from operations (Line 4 minus Line 10)	2,296,076	5,112,482	23,116,789
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	13,982,530	8,550,543	46,106,946
12.2 Stocks		501,989	1,001,989
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets	43,952		5,223,991
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments		1,767	2,664
12.7 Miscellaneous proceeds			907,483
12.8 Total investment proceeds (Lines 12.1 to 12.7)	14,026,482	9,054,299	53,243,073
13. Cost of investments acquired (long-term only):			
13.1 Bonds	9,511,735	5,456,640	45,751,280
13.2 Stocks			5,900,224
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets		337,198	2,137,617
13.6 Miscellaneous applications	1,133,849		38,388
13.7 Total investments acquired (Lines 13.1 to 13.6)	10,645,584	5,793,838	53,827,509
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	3,380,898	3,260,461	(584,436)
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	4,820,000	6,180,000	11,410,000
16.6 Other cash provided (applied)	3,842,114	(193,213)	(5,916,832)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(977,886)	(6,373,213)	(17,326,832)
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)	4,699,088	1,999,730	5,205,521
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	18,310,539	13,105,018	13,105,018
19.2 End of period (Line 18 plus Line 19.1)	23,009,627	15,104,748	18,310,539

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

20.0001			
20.0002			
20.0003			

NOTES TO FINANCIAL STATEMENTS

(1) Summary of Significant Accounting Policies

(A) Accounting Practices

The accompanying statutory financial statements of MGA Insurance Company, Inc. (Company) have been prepared on the basis of accounting practices prescribed or permitted by the Texas Department of Insurance. The state of Texas requires insurance companies domiciled in the state of Texas to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual* (NAIC SAP) subject to any deviations prescribed or permitted by the Texas Department of Insurance.

In these statements, the only difference between Texas prescribed practices and NAIC SAP is that Texas regulations allow furniture and equipment to be admitted assets whereas NAIC SAP does not. Reconciliations of net income and policyholders' surplus between amounts presented in the financial statements (Texas basis) and NAIC SAP are as follows:

	3-31-16	12-31-15
<u>Net Income</u>		
(1) Net income, Texas basis	772,083	7,173,711
(2) State Prescribed Practices for Furniture and Equipment that increase/(decrease) NAIC SAP	-	-
(3) State Permitted Practices that increase/(decrease) NAIC SAP	-	-
(4) NAIC SAP	772,083	7,173,711
<u>Surplus</u>		
(5) Policyholders' surplus, Texas basis	95,509,682	100,532,591
(6) State Prescribed Practices for Furniture and Equipment that increase/(decrease) NAIC SAP	1,366,518	1,382,681
(7) State Permitted Practices that increase/(decrease) NAIC SAP	-	-
(8) NAIC SAP	94,143,164	99,149,910

(B) Use of Estimates

No significant changes

(C) Accounting Policies

(1) through (5) No significant changes.

(6) Investment grade loan-backed securities, excluding residential mortgage-backed securities, are stated at amortized cost. The prospective adjustment method is used to value all such securities. In order to value loan-backed securities subject to multiple designations, including residential mortgage-backed securities, the Company followed the procedures established by the NAIC Modeling Process. This two-step process determined the carrying value method and NAIC designation.

(7) through (13) No significant changes

(D) Going Concern

Management's evaluation determined there are no principal conditions or events that raise substantial doubt about the Company's ability to continue as a going concern.

(2) Accounting Changes and Corrections of Errors

No significant changes

(3) Business Combinations and Goodwill

No significant changes

(4) Discontinued Operations

There were no operations that were discontinued in the current or prior year.

(5) Investments

(A) Mortgage Loans

Not applicable

(B) Troubled Debt Restructuring for Debtors

Not applicable

(C) Reverse Mortgages

Not applicable

(D) Loan-Backed Securities

(1) Prepayment assumptions for single class and multi-class mortgage-backed securities were obtained from internal estimates consistent with the current interest rates and economic environment and projections of security dealers available on the Bloomberg information system.

NOTES TO FINANCIAL STATEMENTS

- (2) The following table summarizes by quarter other-than-temporary impairments (OTTI) recorded during the year because the Company had either the intent to sell the securities or the inability or lack of intent to retain as cited in the table:

	Amortized Cost Before OTTI	OTTI Recognized	Fair Value (1-2)
Other Than Temporary Impairment recognized 1 st quarter			
a. Intent to sell			
b. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
c. Total 1 st quarter	0	0	0
Other Than Temporary Impairment recognized 2 nd quarter			
d. Intent to sell			
e. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
f. Total 2 nd quarter	0	0	0
Other Than Temporary Impairment recognized 3 rd quarter			
g. Intent to sell			
h. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
i. Total 3 rd quarter	0	0	0
Other Than Temporary Impairment recognized 4 th quarter			
j. Intent to sell			
k. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
l. Total 4 th quarter	0	0	0
m. Annual aggregate total	XXXXX	0	XXXXX

- (3) The following table reflects securities with an OTTI recognized in current year earnings based on the fact the present value of cash flows expected to be collected was less than the amortized cost basis of the securities:

CUSIP/ Description	Amortized Cost Before OTTI	Present Value of Projected Cash Flows	OTTI Recognized	Amortized Cost After OTTI	Fair Value at Time of OTTI	Financial Statement Date Reported
Total OTTI			0			

- (4) The following table summarizes gross unrealized investment losses on loan-backed securities based on length of time continuously in these unrealized loss positions as of quarter end:

a. Aggregate amount of unrealized losses:	
1. Less than 12 months	0
2. 12 months or longer	298,254
3. Total	298,254
b. Aggregate fair value of securities with unrealized loss:	
1. Less than 12 months	0
2. 12 months or longer	3,048,882
3. Total	3,048,882

- (5) All loan-backed securities in an unrealized loss position were reviewed to determine whether an OTTI should be recognized. For those securities in an unrealized loss position as of March 31, 2016, the Company has made a decision not to sell any such securities. The Company has evaluated its cash flow requirements and believes that its liquidity is adequate and it will not be required to sell these securities before recovery of their cost basis. The conclusions are supported by a detailed analysis of the underlying credit and projected cash flows on each security. It is possible that the Company could recognize an OTTI in the future on some of the securities held if future events, information and the passage of time cause it to conclude that declines in value are other-than-temporary.

(E) Repurchase Agreements and/or Securities Lending Transactions

(1-2) No significant changes

(3) There were no agreements or transactions involving collateral.

(F) Writedowns for Impairment of Real Estate, Real Estate Sales, Retail Land Sales Operations and Real Estate with Participating Mortgage Loan Features

Not applicable

(G) Low Income Housing Tax Credits

Not applicable

(H) Restricted Assets

No significant changes

(I) Working Capital Finance Investments

Not applicable

(J) Offsetting and Netting of Assets and Liabilities

Not applicable

(6) **Joint Ventures, Partnerships and Limited Liability Companies**

No significant changes

NOTES TO FINANCIAL STATEMENTS

- (7) **Investment Income**
No significant changes
- (8) **Derivative Instruments**
The Company does not own derivative instruments.
- (9) **Income Taxes**
No significant changes
- (10) **Information Concerning Parent, Subsidiaries and Affiliates**
No significant changes
- (11) **Debt**
- (A) Amount, Interest, Maturities, Collateral, Covenants
The Company has no debt outstanding.
- (B) Funding Agreements with Federal Home Loan Bank (FHLB)
The Company has no Federal Home Loan Bank agreements.
- (12) **Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**
- (A) Defined Benefit Plan
The company does not have a defined benefit plan.
- (B through F) No significant changes
- (13) **Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations**
No significant changes
- (14) **Contingencies**
No significant changes
- (15) **Leases**
No significant changes
- (16) **Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk**
The Company does not have any financial instruments where there is off-balance-sheet-risk of accounting loss due to credit or market risk.
- (17) **Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**
- (A) Transfer of Receivables Reported as Sales
Not applicable
- (B) Transfer and Servicing of Financial Assets
There were no transactions involving the transfer or servicing of financial assets.
- (C) Wash Sales
- (1) In the course of the Company's asset management, securities may be sold and reacquired within thirty days of the sale date to enhance the yield on the investments and to offset realized loss carryforwards for federal income tax purposes.
- (2) There were no wash sale transactions involving unrated securities or securities with an NAIC designation of 3 or below.
- (18) **Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**
The Company has no such plans.
- (19) **Direct Premium Written / Produced by Managing General Agents / Third Party Administrators**
No significant changes
- (20) **Fair Value Measurement**
- (A) Inputs Used for Assets and Liabilities Measured and Reported at Fair Value
- (1) Items Measured and Reported at Fair Value by Levels 1, 2 and 3
The Company has categorized its assets and liabilities that are measured at fair value into the three-level fair value hierarchy as reflected in the table below. The three-level fair value hierarchy is based on the degree of subjectivity inherent in the valuation method by which fair value was determined. The levels are defined as follows:
- Level 1 – Quoted Prices in Active Markets for Identical Assets and Liabilities:* This category, for items measured at fair value on a recurring basis, includes exchange-traded preferred and common stocks. The estimated fair value of the equity securities within this category are based on quoted prices in active markets.
- Level 2 – Significant Other Observable Inputs:* This category for items measured at fair value on a recurring basis includes bonds, loan-back securities, preferred stocks and common stocks which are not exchange-traded. The estimated fair values of some of these items were determined by independent pricing services using observable inputs. Others were based on quotes from markets which were not considered actively traded.
- Level 3 – Significant Unobservable Inputs:* This category includes valuations based on models where significant inputs are not observable. The unobservable inputs reflect the Company's own estimates as to the assumptions that market participants would use. Investments classified as Level 3 are comprised of securities for which values provided by an independent pricing service or quoted market prices were not used, many of which are not publicly traded or are not actively traded.

NOTES TO FINANCIAL STATEMENTS

Description	Level 1	Level 2	Level 3	Total
Assets at Fair Value				
Bonds				
Issuer obligations	-	5,305,752	-	5,305,752
Residential mortgage-backed	-	2,069,768	-	2,069,768
Common stock	-	3,686,415	-	3,686,415
Preferred stock	-	488,800	-	488,800
Total Assets at Fair Value	0	11,550,735	0	11,550,735

All of the Company's Level 1 and Level 2 invested assets held as of March 31, 2016 were priced using either independent pricing services or available market prices to determine fair value. The Company classifies such instruments in active markets as Level 1 and those not in active markets as Level 2. Those for which the independent pricing service value is used are classified as Level 2. At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred between Levels 1 and 2. This policy also applies to transfers into or out of Level 3 as stated in paragraph 3 below. There were no transfers between Levels 1 and 2 during the first quarter of 2016.

(2) Rollforward of Level 3 Items:

Description	Level 3 Balance at 12-31-15	Gains (Losses) Included in Income	Gains (Losses) Included in Surplus	Purchases	Sales	Transfers into Level 3	Transfers out of Level 3	Level 3 Balance at 3-31-16
Assets at Fair Value								
Bonds and asset-backed securities	-	-	-	-	-	-	-	-
Total Assets at Fair Value	0	0	0	0	0	0	0	0

(3) Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3. The above table of Level 3 assets begins with the prior period balance and adjusts the balance for the gains or losses (realized and unrealized) that occurred during the current period. Any new purchases that are identified as Level 3 securities are added, and any sales of securities which were previously identified as Level 3 are subtracted. Next, any securities which were previously identified as Level 1 or Level 2 securities and which are currently identified as Level 3 are added. Finally, securities which were previously identified as Level 3 and which are now designated as Level 1 or as Level 2 are subtracted.

(4) Inputs and Techniques Used for Level 2 and Level 3 Fair Values

Level 2 securities have a fair value derived from a market price estimate provided by an independent pricing service. This generally involves a matrix pricing approach which looks at the characteristics of securities traded in actual market transactions and maps them into categories. If the specific security to be priced has not recently traded, it is also categorized, and the market yield on deemed similar instruments is applied to that issue. For securities backed by mortgage loans, key inputs include the market required loss adjusted yield, and the projected default rate, severity, and voluntary prepayment speed on the underlying collateral.

(5) Derivative Fair Values
Not applicable

(B) Other Fair Value Disclosures
Not applicable

(C) Fair Values for All Financial Instruments by Levels 1, 2 and 3

The table below reflects the fair values and admitted values of all admitted assets and liabilities that are financial instruments excluding those accounted for under the equity method (subsidiaries, partnerships). The fair values are also categorized into the three-level fair value hierarchy as described above in Note 20(A). The Company does not have any liabilities measured at fair value.

Type of Financial Instrument	Fair Value	Admitted Value	Level 1	Level 2	Level 3	Not Practical (Carrying Value)
Bonds	151,261,428	153,753,042	6,313,544	144,947,884	-	-
Common stock - unaffiliated	3,686,415	3,686,415	-	3,686,415	-	-
Preferred stock	846,053	848,528	357,253	488,800	-	-
Cash, cash equivalents and short-term investments	23,022,745	23,009,628	15,858	23,006,887	-	-
Total Assets	178,816,641	181,297,613	6,686,655	172,129,986	0	0

(D) Financial Instruments for Which Not Practical to Estimate Fair Values
Not applicable

(21) **Other Items**
Not applicable

(22) **Events Subsequent**

There were no events occurring subsequent to the close of the books for this statement that would have a material effect on the financial condition of the Company.

(23) **Reinsurance**
No significant changes

NOTES TO FINANCIAL STATEMENTS

(24) Retrospectively Rated Contracts and Contracts Subject to Redetermination

Not applicable

(25) Changes in Incurred Losses and Loss Adjustment Expenses

The estimated cost of loss and loss adjustment expenses attributable to insured events of prior years decreased by \$1,080,000 during the current year as a result of ongoing analysis of recent loss development. Original estimates are increased or decreased as additional information becomes known regarding individual claims.

(26) Intercompany Pooling Arrangements

Not applicable

(27) Structured Settlements

The Company has not entered into any structured settlements.

(28) Health Care Receivables

Not applicable

(29) Participating Policies

Not applicable

(30) Premium Deficiency Reserves

On May 9, 2016, the Company evaluated the need to record a premium deficiency reserve and determined no reserve is necessary.

(31) High Deductibles

The Company does not write high deductible coverages.

(32) Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses

The Company does not discount liabilities for unpaid losses or unpaid loss adjustment expenses.

(33) Asbestos / Environmental Reserves

Not applicable

(34) Subscriber Savings Accounts

Not applicable

(35) Multiple Peril Crop Insurance

Not applicable

(36) Financial Guaranty Insurance

(A) The Company does not write financial guaranty insurance.

(B) The Company does not have insured financial obligations.

GENERAL INTERROGATORIES

PART 1 – COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]

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

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]

2.2 If yes, date of change: _____

3.1 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 [X] No []

If yes, complete Schedule Y, Parts 1, and 1A.

3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]

3.3 If the response to 3.2 is yes, provide a brief description of those changes.

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

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. _____ 12/31/2013 _____

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. _____ 12/31/2013 _____

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). _____ 10/16/2014 _____

6.4 By what department or departments?
 Texas Department of Insurance

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]

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

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

GENERAL INTERROGATORIES

7.2 If yes, give full information

.....

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

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

.....

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

8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the 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 FDIC	6 SEC
.....

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

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

Yes [X] No []

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

.....

9.2 Has the code of ethics for senior managers been amended? Yes [] No [X]

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

.....

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

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

.....

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 114,046

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [] No [X]

GENERAL INTERROGATORIES

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

.....

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ _____

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

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

14.2 If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$ _____	\$ _____
14.22 Preferred Stock	\$ _____	\$ _____
14.23 Common Stock	\$ <u>525</u>	\$ <u>525</u>
14.24 Short-Term Investments	\$ _____	\$ _____
14.25 Mortgage Loans on Real Estate	\$ _____	\$ _____
14.26 All Other	\$ _____	\$ _____
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ <u>525</u>	\$ <u>525</u>
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$ _____	\$ _____

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?
If no, attach a description with this statement. Yes No

16. For the reporting entity's security lending program, state the amount of the following as current statement date:

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$ _____
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$ _____
16.3 Total payable for securities lending reported on the liability page	\$ _____

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes No

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

1 Name of Custodian(s)	2 Custodian Address
Wells Fargo Bank, N.A. Attn: Institutional Trust-Risk Management	Northstar East - 5th Floor MAC N9032-054 608 2nd Avenue South, Minneapolis, MN 55479

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

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

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

GENERAL INTERROGATORIES

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
.....

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed?

Yes [X] No []

18.2 If no, list exceptions:

.....

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

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

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [] No [X]
 If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]

3.2 If yes, give full and complete information thereto:

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves") discounted at a rate of interest greater than zero? Yes [] No [X]

4.2 If yes, complete the following schedule:

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

5. Operating Percentages:
 5.1. A&H loss percent _____ %
 5.2. A&H cost containment percent _____ %
 5.3. A&H expense percent excluding cost containment expenses _____ %

6.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

6.2 If yes, please provide the amount of custodial funds held as of the reporting date. \$ _____

6.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

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

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year To Date - Allocated by States and Territories

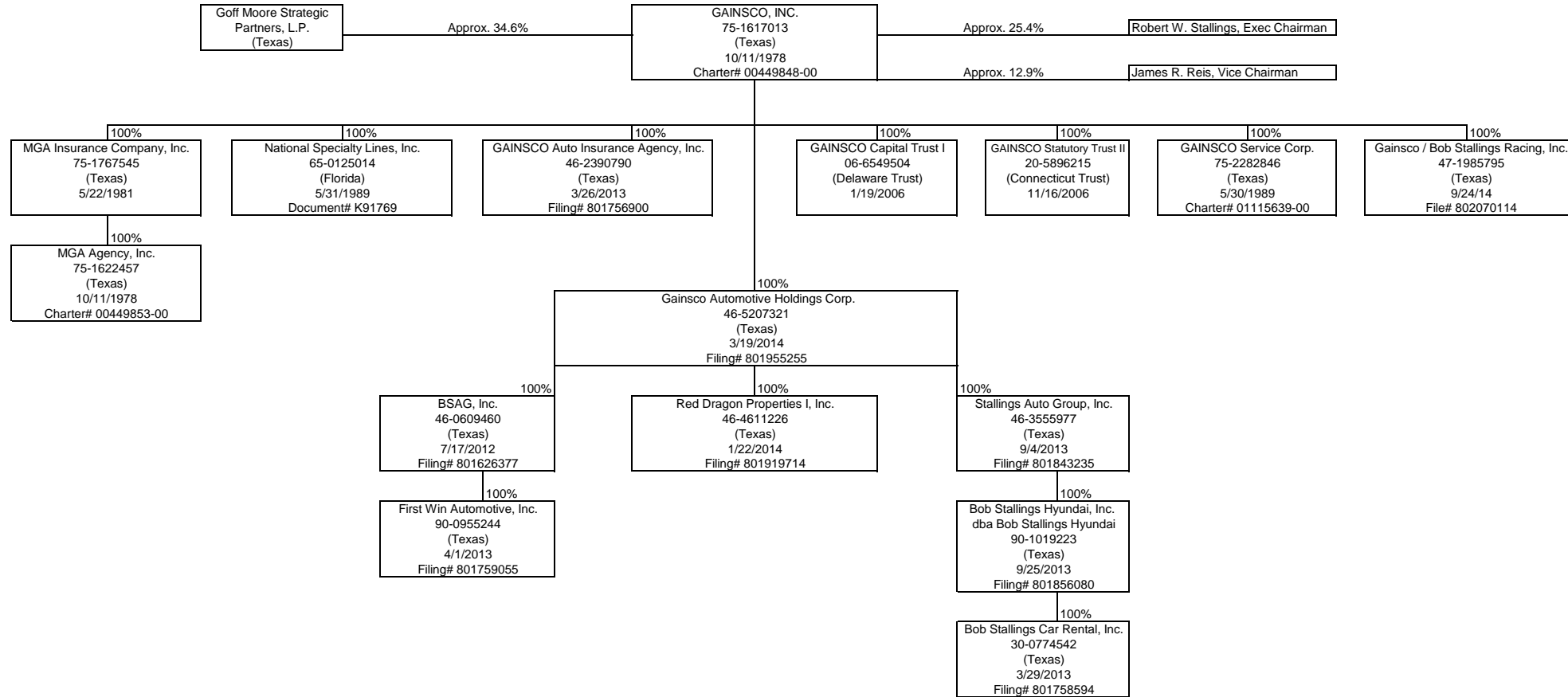
States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama	AL	L					
2. Alaska	AK	N					
3. Arizona	AZ	L	4,853,749	4,231,490	3,037,669	1,783,822	6,181,610
4. Arkansas	AR	L					
5. California	CA	L	6,153	7,376	32	7,075	27,074
6. Colorado	CO	L					
7. Connecticut	CT	N					
8. Delaware	DE	L					
9. District of Columbia	DC	L					
10. Florida	FL	L	19,231,975	16,239,631	8,198,952	7,746,696	17,502,044
11. Georgia	GA	L	2,919,396	2,690,876	2,067,505	1,373,113	4,410,029
12. Hawaii	HI	N					
13. Idaho	ID	L					
14. Illinois	IL	L					
15. Indiana	IN	L					
16. Iowa	IA	L					
17. Kansas	KS	L					
18. Kentucky	KY	N					
19. Louisiana	LA	L					
20. Maine	ME	N					
21. Maryland	MD	L					
22. Massachusetts	MA	N					
23. Michigan	MI	N					
24. Minnesota	MN	N					
25. Mississippi	MS	L					
26. Missouri	MO	L					
27. Montana	MT	L					
28. Nebraska	NE	L					
29. Nevada	NV	L		(159)			
30. New Hampshire	NH	N					
31. New Jersey	NJ	N					
32. New Mexico	NM	L	2,464,266	2,102,449	1,002,154	918,752	4,144,875
33. New York	NY	N					
34. North Carolina	NC	L					
35. North Dakota	ND	N					
36. Ohio	OH	L					
37. Oklahoma	OK	L	1,382,946	881,913	582,530	349,151	1,571,385
38. Oregon	OR	L					
39. Pennsylvania	PA	L					
40. Rhode Island	RI	N					
41. South Carolina	SC	L	6,515,993	5,332,336	3,128,885	2,024,017	9,071,101
42. South Dakota	SD	N					
43. Tennessee	TN	L	1,579,772		415,149		882,630
44. Texas	TX	L	25,696,472	24,440,409	15,353,132	11,887,226	28,314,449
45. Utah	UT	L					
46. Vermont	VT	N					
47. Virginia	VA	L	2,645,548	2,708,326	1,363,010	898,649	2,972,638
48. Washington	WA	L					
49. West Virginia	WV	L					
50. Wisconsin	WI	N					
51. Wyoming	WY	L					
52. American Samoa	AS	N					
53. Guam	GU	N					
54. Puerto Rico	PR	N					
55. U.S. Virgin Islands	VI	N					
56. Northern Mariana Islands	MP	N					
57. Canada	CAN	N					
58. Aggregate Other Alien	OT	X X X					
59. Totals	(a)	35	67,296,270	58,634,647	35,149,018	26,988,501	75,077,835
							69,020,284

DETAILS OF WRITE-INS							
58001.		X X X					
58002.		X X X					
58003.		X X X					
58998.	Summary of remaining write-ins for Line 58 from overflow page	X X X					
58999.	Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	X X X					

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer;
(E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.

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

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity / Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
		00000	75-1617013		786344	OTC Pink	GAINSCO, INC.	TX	UDP	See Organizational Chart	Ownership		See Organizational Chart	1
		00000	75-2282846				GAINSCO Service Corp.	TX	NIA	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	0
		40150	75-1767545				MGA Insurance Company, Inc.	TX		GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	0
		00000	75-1622457				MGA Agency, Inc.	TX	DS	MGA Insurance Company, Inc.	Ownership	100.0	GAINSCO, INC.	0
		00000	06-6549504				GAINSCO Capital Trust I	DE	OTH	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	2
		00000	20-5896215				GAINSCO Statutory Trust II	CT	OTH	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	2
		00000	65-0125014				National Specialty Lines, Inc.	FL	NIA	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	0
		00000	46-0609460				BSAG, Inc.	TX	NIA	Gainsco Automotive Holdings Corp.	Ownership	100.0	GAINSCO, INC.	0
		00000	46-2390790				GAINSCO Auto Insurance Agency, Inc.	TX	NIA	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	0
		00000	46-3555977				Stallings Auto Group, Inc.	TX	NIA	Gainsco Automotive Holdings Corp.	Ownership	100.0	GAINSCO, INC.	0
		00000	30-0774542				Bob Stallings Car Rental, Inc.	TX	NIA	Bob Stallings Hyundai, Inc dba Bob Stallings Hyundai	Ownership	100.0	GAINSCO, INC.	0
		00000	90-0955244				First Win Automotive, Inc.	TX	NIA	BSAG, Inc.	Ownership	100.0	GAINSCO, INC.	0
		00000	90-1019223				Bob Stallings Hyundai, Inc. dba Bob Stallings Hyundai	TX	NIA	Stallings Auto Group, Inc.	Ownership	100.0	GAINSCO, INC.	0
		00000	46-4611226				Red Dragon Properties I, Inc.	TX	NIA	Gainsco Automotive Holdings Corp.	Ownership	100.0	GAINSCO, INC.	0
		00000	46-5207321				Gainsco Automotive Holdings Corp.	TX	NIA	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	0
		00000	47-1985795				Gainsco / Bob Stallings Racing, Inc.	TX	NIA	GAINSCO, INC.	Ownership	100.0	GAINSCO, INC.	0

PART 1 – LOSS EXPERIENCE

Lines of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire				
2. Allied lines				
3. Farmowners multiple peril				
4. Homeowners multiple peril				
5. Commercial multiple peril				
6. Mortgage guaranty				
8. Ocean marine				
9. Inland marine				
10. Financial guaranty				
11.1 Medical professional liability-occurrence				
11.2 Medical professional liability-claims made				
12. Earthquake				
13. Group accident and health				
14. Credit accident and health				
15. Other accident and health				
16. Workers' compensation				
17.1 Other liability-occurrence		(148)		
17.2 Other liability-claims made				
17.3 Excess Workers' Compensation				
18.1 Products liability-occurrence				
18.2 Products liability-claims made				
19.1, 19.2 Private passenger auto liability	44,145,415	25,253,571	57.2	52.8
19.3, 19.4 Commercial auto liability				
21. Auto physical damage	15,450,676	9,816,115	63.5	50.6
22. Aircraft (all perils)				
23. Fidelity				
24. Surety				
26. Burglary and theft				
27. Boiler and machinery				
28. Credit				
29. International				
30. Warranty				
31. Reinsurance-Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. TOTALS	59,596,091	35,069,538	58.8	52.3

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

PART 2 – DIRECT PREMIUMS WRITTEN

Lines of Business	1	2	3
	Current Quarter	Current Year to Date	Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine			
10. Financial guaranty			
11.1 Medical professional liability-occurrence			
11.2 Medical professional liability-claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence			
17.2 Other liability-claims made			
17.3 Excess Workers' Compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1, 19.2 Private passenger auto liability	50,024,457	50,024,457	43,731,662
19.3, 19.4 Commercial auto liability			
21. Auto physical damage	17,271,813	17,271,813	14,902,985
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. TOTALS	67,296,270	67,296,270	58,634,647

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

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2016 Loss and LAE Payments on Claims Reported as of Prior Year-End	2016 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2016 Loss and LAE Payments (Cols 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	Q.S. Date IBNR Loss & LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 - 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 - 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2013 + prior	6,212	4,186	10,398	1,950	15	1,965	5,038		2,648	7,686	776	(1,523)	(747)
2. 2014	8,348	6,088	14,436	2,748	52	2,800	6,605	75	4,902	11,582	1,005	(1,059)	(54)
3. Subtotals 2014 + prior	14,560	10,274	24,834	4,698	67	4,765	11,643	75	7,550	19,268	1,781	(2,582)	(801)
4. 2015	32,842	29,987	62,829	19,419	1,206	20,625	20,115	1,219	20,591	41,925	6,692	(6,971)	(279)
5. Subtotals 2015 + prior	47,402	40,261	87,663	24,117	1,273	25,390	31,758	1,294	28,141	61,193	8,473	(9,553)	(1,080)
6. 2016	X X X	X X X	X X X	X X X	17,745	17,745	X X X	14,694	11,612	26,306	X X X	X X X	X X X
7. Totals	47,402	40,261	87,663	24,117	19,018	43,135	31,758	15,988	39,753	87,499	8,473	(9,553)	(1,080)

8. Prior Year-End Surplus As Regards Policyholders

100,533

Col. 11, Line 7	Col. 12, Line 7	Col. 13, Line 7
As % of Col. 1,	As % of Col. 2,	As % of Col. 3,
Line 7	Line 7	Line 7
1. <u>17.875</u>	2. <u>-23.728</u>	3. <u>-1.232</u>
		Col. 13, Line 7
		Line 8
		4. <u>-1.074</u>

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
4. Will the Director and Officer Insurance Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO

Explanation:

Bar Code:



40150201649000010



40150201645500010



40150201636500010



40150201650500010

OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A - VERIFICATION**Real Estate**

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at the end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 - 7 - 8)		
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION**Mortgage Loans**

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

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

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	13,596,884	16,442,291
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		2,137,617
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	15,672	240,967
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals	43,952	5,223,991
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)	13,568,604	13,596,884
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	13,568,604	13,596,884

SCHEDULE D - VERIFICATION**Bonds and Stocks**

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	164,240,065	164,956,142
2. Cost of bonds and stocks acquired	9,511,734	51,651,504
3. Accrual of discount	114,284	48,104
4. Unrealized valuation increase (decrease)	(939,975)	(2,797,130)
5. Total gain (loss) on disposals	45,480	160,988
6. Deduct consideration for bonds and stocks disposed of	13,982,530	47,108,933
7. Deduct amortization of premium	640,012	2,632,223
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	60,536	38,387
10. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)	158,288,510	164,240,065
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	158,288,510	164,240,065

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

2012

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	55,458,830	20,295,135	19,514,675	(3,733,111)	52,506,179			55,458,830
2. NAIC 2 (a)	120,195,873	13,571,120	13,324,636	2,507,994	122,950,351			120,195,873
3. NAIC 3 (a)	5,354,399		365,538	(509,377)	4,479,484			5,354,399
4. NAIC 4 (a)	1,358,414			(798,315)	560,099			1,358,414
5. NAIC 5 (a)	2,325,000			(1,685,000)	640,000			2,325,000
6. NAIC 6 (a)			63,042	2,281,584	2,218,542			
7. Total Bonds	184,692,516	33,866,255	33,267,891	(1,936,225)	183,354,655			184,692,516
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2				359,728	359,728			
10. NAIC 3				488,800	488,800			
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock				848,528	848,528			
15. Total Bonds & Preferred Stock	184,692,516	33,866,255	33,267,891	(1,087,697)	184,203,183			184,692,516

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated, short-term and cash-equivalent bonds by NAIC designation:

NAIC 1 \$ 15,481,178; NAIC 2 \$ 14,120,435; NAIC 3 \$ 0; NAIC 4 \$ 0; NAIC 5 \$ 0; NAIC 6 \$ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	29,601,613	X X X	29,718,247	35,343	31,672

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	24,624,738	17,555,244
2. Cost of short-term investments acquired	24,354,521	44,730,902
3. Accrual of discount	1,753	1,288
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		2,664
6. Deduct consideration received on disposals	19,300,040	37,271,187
7. Deduct amortization of premium	79,359	394,173
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)	29,601,613	24,624,738
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	29,601,613	24,624,738

NONE Schedule DB - Part A and B Verification

NONE Schedule DB - Part C - Section 1

NONE Schedule DB - Part C - Section 2

NONE Schedule DB - Verification

NONE Schedule E Verification

NONE Schedule A - Part 2 and 3

NONE Schedule B - Part 2 and 3

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Ident- ification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Desig- nation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
4699999 Totals												XXX

EO3

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Ident- ification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Change in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
000000-00-0	CapitalSpring Direct Lending Part	New York	NY	net capital distribution	05/16/2013	02/17/2016								43,952	43,952				
2199999 Other - Joint Venture/Partnership Interests - Unaffiliated												43,952	43,952						
4499999 Total Unaffiliated												43,952	43,952						
4699999 Totals												43,952	43,952						

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
09247X-AE-1	BLACKROCK INC		03/15/2016	WELLS FARGO SECURITIES LLC		997,794	900,000.00	12,250	1FE
124857-AD-5	CBS CORP		02/22/2016	WELLS FARGO SECURITIES LLC		1,267,205	1,135,000.00	23,567	2FE
505597-AE-4	LACLEDE GROUP INC		02/16/2016	WELLS FARGO BROKERAGE		996,680	1,000,000.00	283	2FE
58013M-EJ-9	MCDONALDS CORP		01/13/2016	WELLS FARGO BROKERAGE		1,045,590	1,000,000.00	389	2FE
581557-AX-3	MCKESSON CORP		02/29/2016	WELLS FARGO BROKERAGE		1,149,510	1,000,000.00	3,750	2FE
615369-AA-3	MOODY'S CORP		02/23/2016	WELLS FARGO SECURITIES LLC		1,123,300	1,000,000.00	26,736	2FE
74834L-AU-4	QUEST DIAGNOSTICS INC		01/14/2016	WELLS FARGO SECURITIES LLC		1,007,350	1,000,000.00	8,175	2FE
844741-BB-3	SOUTHWEST AIRLINES CO		01/27/2016	WELLS FARGO SECURITIES LLC		875,975	874,000.00	5,533	2FE
92276M-AY-1	VENTAS REALTY LP		01/28/2016	WELLS FARGO SECURITIES LLC		1,048,330	1,000,000.00	10,222	2FE
3899999	Total Bonds Industrial and Miscellaneous (Unaffiliated)				X X X	9,511,734	8,909,000.00	90,905	X X X
8399997	Total Bonds Part 3				X X X	9,511,734	8,909,000.00	90,905	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X
8399999	Total Bonds				X X X	9,511,734	8,909,000.00	90,905	X X X
9999999	Totals				X X X	9,511,734	X X X	90,905	X X X

E04

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31339M-SK-5	CMO/RMBS - FHR 2399A PG		03/15/2016	Direct		11,361	11,360.92	12,213	11,518		(158)		(158)		11,361				111	01/15/2017	1
3137A9-PB-6	CMO/RMBS - FHR 3842E BY		03/15/2016	Direct		11,586	11,585.69	12,185	11,727		(142)		(142)		11,586				76	08/15/2024	1
3137AE-LS-2	CMO/RMBS - FHR 3910E JC		03/15/2016	Direct		75,172	75,172.00	76,065	75,924		(752)		(752)		75,172				238	12/15/2037	1
31396Y-SC-7	CMO/RMBS - FNR 0817D UF		03/28/2016	Direct		7,417	7,416.62	7,412	7,412		4		4		7,417				13	03/25/2038	1
196558-RT-9	COLORADO RIVER TEX MUN WTR DI		01/04/2016	Maturity		500,000	500,000.00	500,000	500,000						500,000				5,625	01/01/2016	Z
3199999	U.S. Total - Bonds - Special Revenue and Special Assessment Non-Guaranteed Oblig				X X X	605,536	605,535.23	607,875	606,581		(1,048)		(1,048)		605,536				6,063	X X X	X X X
61746W-A9-1	ABS - MSDWC-03NC2-M3		03/25/2016	Direct		63,437	63,437.55	60,766	61,785		1,652		1,652		63,438				305	02/25/2033	1AM
120568-AU-4	BUNGE LIMITED FINANCE CORP	R	03/15/2016	Maturity		1,184,000	1,184,000.00	1,225,676	1,190,835		(6,835)		(6,835)		1,184,000				24,272	03/15/2016	2FE
75115D-AF-2	CMO/RMBS - RALI 06QS13 1A6		03/28/2016	Direct		25,979	40,174.00	34,809	32,128	2,578	(8,727)		(6,149)		40,174				458	09/25/2036	6FE
74922S-AA-6	CMO/RMBS - RALI 06QS17 A1		03/28/2016	Direct		16,315	22,868.03	18,479	18,468		(2,153)		(2,153)		22,868				31	12/25/2036	6FE
75114T-AC-5	CMO/RMBS - RALI 06QS5 A3		03/28/2016	Direct		14,942	24,994.74	21,837	21,557	239	(6,854)		(6,615)		24,995				209	05/25/2036	3FM
25459H-BE-4	DIRECTV HOLDINGS LLC		03/22/2016	WELLS FARGO SECURI		1,011,610	1,000,000.00	1,039,070	1,012,388		(2,285)		(2,285)		1,010,103		1,508	1,508	24,467	03/15/2017	2FE
26138E-AM-1	DR PEPPER SNAPPLE GROUP INC		01/15/2016	Maturity		1,000,000	1,000,000.00	1,042,070	1,000,797		(797)		(797)		1,000,000				14,500	01/15/2016	2FE
349631-AL-5	FORTUNE BRANDS INC	R	01/15/2016	Maturity		500,000	500,000.00	549,280	500,771		(771)		(771)		500,000				13,438	01/15/2016	2FE
381427-AA-1	GOLDMAN SACHS CAPITAL TRUST II		03/14/2016	Unknown		308,250	411,000.00	343,185	289,755	56,574	380		56,954		346,709		(38,459)	(38,459)	4,749	06/01/2043	3FE
48203R-AE-4	JUNIPER NETWORKS INC		03/15/2016	Maturity		1,000,000	1,000,000.00	1,048,650	1,003,129		(3,129)		(3,129)		1,000,000				15,500	03/15/2016	2FE
50075N-BB-9	KRAFT FOODS INC		02/09/2016	Maturity		1,000,000	1,000,000.00	1,044,610	1,003,589		(3,589)		(3,589)		1,000,000				20,625	02/09/2016	2FE
58155Q-AC-7	MCKESSON CORP		03/01/2016	Maturity		1,000,000	1,000,000.00	1,047,290	1,003,742		(3,742)		(3,742)		1,000,000				16,250	03/01/2016	2FE
678858-BG-5	OKLAHOMA GAS & ELECTRIC CO		01/15/2016	Maturity		1,000,000	1,000,000.00	1,100,570	1,001,557		(1,557)		(1,557)		1,000,000				25,750	01/15/2016	1FE
68268N-AF-0	ONEOK PARTNERS LP		02/01/2016	Maturity		1,000,000	1,000,000.00	1,023,960	1,000,000						1,000,000				16,250	02/01/2016	2FE
78355H-JP-5	RYDER SYSTEM, INC.		03/01/2016	Maturity		1,000,000	1,000,000.00	1,047,150	1,001,877		(1,877)		(1,877)		1,000,000				18,000	03/01/2016	2FE
92343V-AV-6	VERIZON COMMUNICATIONS INC		03/16/2016	Unknown		1,122,940	1,000,000.00	1,139,560	1,128,014		(9,480)		(9,480)		1,118,533		4,407	4,407		04/01/2019	2FE
3899999	Total - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	11,247,473	11,246,474.32	11,786,962	11,270,392	59,391	(49,764)		9,627		11,310,820		(32,544)	(32,544)	194,804	X X X	X X X
36962G-3M-4	GENERAL ELECTRIC CAPITAL CORP		02/08/2016	WELLS FARGO BROKE		2,129,521	2,000,000.00	2,131,250	2,054,079		(2,582)		(2,582)		2,051,497		78,024	78,024	55,604	11/15/2067	1FE
4899999	Total - Bonds - Hybrid Securities				X X X	2,129,521	2,000,000.00	2,131,250	2,054,079		(2,582)		(2,582)		2,051,497		78,024	78,024	55,604	X X X	X X X
8399997	Total - Bonds - Part 4				X X X	13,982,530	13,852,009.55	14,526,087	13,931,052	59,391	(53,394)		5,997		13,967,853		45,480	45,480	256,471	X X X	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X

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

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Designation or Market Indicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.							
8399999	Total Bonds				X X X	13,982,530	13,852,009.55	14,526,087	13,931,052	59,391	(53,394)		5,997		13,967,853		45,480	45,480	256,471	X X X	X X X
9999999	Totals					13,982,530	X X X	14,526,087	13,931,052	59,391	(53,394)		5,997		13,967,853		45,480	45,480	256,471	X X X	X X X

E05.1

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

- NONE** **Schedule DB - Part A - Section 1**
- NONE** **Schedule DB - Part B - Section 1**
- NONE** **Schedule DB - Part D - Section 1**
- NONE** **Schedule DB - Part D - Section 2**
- NONE** **Schedule DL - Part 1**
- NONE** **Schedule DL - Part 2**

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
Open Depositories								
Frost Bank, NA Dallas, TX					28,773	41,906	35,853	
Northern Trust, NA Dallas, TX					(5,499,814)	(2,226,962)	(6,731,400)	
Wells Fargo Bank, CD Maturity 08/2016	SD	0.050	25	6	100,000	100,000	100,000	
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			3,219	3,062	3,062	X X X
0199999 Total - Open Depositories	X X X	X X X	25	6	(5,367,822)	(2,081,994)	(6,592,485)	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 Total Suspended Depositories	X X X	X X X						X X X
0399999 Total Cash on Deposit	X X X	X X X	25	6	(5,367,822)	(2,081,994)	(6,592,485)	X X X
0499999 Cash in Company's Office	X X X	X X X	X X X	X X X	500	500	500	X X X
0599999 Total	X X X	X X X	25	6	(5,367,322)	(2,081,494)	(6,591,985)	X X X

NONE Schedule E - Part 2