

Property and Casually Companies

QUARTERLY STATEMENTAS OF JUNE 30, 2013
OF THE CONDITION AND AFFAIRS OF THE**MINNESOTA SURETY AND TRUST COMPANY**

NAIC Group Code NAIC Co. Code 30996 Employer's ID Number 41-0665921

Organized under the Laws of Minnesota State of Domicile MinnesotaCountry of domicile United States

Incorporated/Organized: August 28, 1945 Commenced Business: August 28, 1945

Statutory Home Office 85 7th Place East, Suite 500, St. Paul, MN 55101-2198

Main Administrative Office 85 7th Place East, Suite 500, St. Paul, MN 55101-2198

Mail Address P.O. Box 133, Farmington, CT 06034

Primary Location of Books and Records 85 7th Place East, Suite 500, St. Paul, MN 55101-2198

Internet Web Site Address <http://mn.gov/commerce/topics/enforcement/liquidations.jsp>

Statutory Statement Contact Rick Theisen (651) 297-4297

OFFICERS

(None-Company in Liquidation)

OTHER OFFICERS

None - Company in Liquidation)

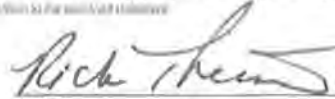
DIRECTORS OR TRUSTEES

None - Company in Liquidation)

State of Minnesota
County of Ramsey

} ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officer 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 there from 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, at the time of filing. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, where required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. This document filing may be requested by various regulators in lieu of or in addition to the printed statement.**

September 27, 2013Rick Theisen
Chief Examiner, Special Deputy Liquidator

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY & TRUST COMPANY

ASSETS

	Current Year			December 31 Prior Year Net Admitted Assets
	Assets	Nonadmitted Assets	Net Admitted Assets (Column 1 minus Column 2)	
1 Bonds	988,441		988,441	1,107,197
2 Stocks:				
2.1 Preferred stocks				
2.2 Common Stocks				
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				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5 Cash (\$302,314, Schedule E-Part 1), cash equivalents (\$, Schedule E-Part 2)	310,124		310,124	245,218
6 Contract loans				
7 Derivates				
8 Other invested assets				
9 Receivable for securities				
10 Securities lending/invested collateral assets (Schedule D)				
11 Aggregate write-ins for invested assets				
12 Subtotals: cash and invested assets (Line 1 through Line 11)	1,298,565	0	1,298,565	1,352,415
13 Title plants less \$ charged off (for Title insurers only)				
14 Investment income due and accrued	8,021		8,021	8,573
15 Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	26,950	26,950	0	0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)				
16 Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Accrued retrospective premiums				
17 Amounts receivable relating to unsecured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Not deferred tax asset	76,000	76,000	0	0
19 Guaranty funds receivable or on deposit				
20 Electronic data processing equipment and software				
21 Furniture and equipment, including health care delivery assets (\$)				
22 Net adjustment in assets and liabilities due to foreign exchange rates				
23 Receivables from parent, subsidiaries and affiliates				
24 Health care (\$) and other amounts receivable				
25 Aggregate write-ins for other than invested assets	100		100	2,593
Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell				
26 Accounts (Line 12 to Line 25)	1,409,636	102,950	1,306,686	1,363,681
27 From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28 Total (Line 26 and Line 27)	1,409,636	102,950	1,306,686	1,363,681
DETAILS OF WRITE-INS				
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 Cash Surrender Value Life Insurance	0		0	2,493
2502 Assets Held for the Account of Others	100		100	100
2503				
2598 Summary of remaining write-ins for Line 25 from overflow page				
2599 Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	100		100	2,593

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY & TRUST COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1 Capital	90,537	90,537
2 Retention fee (paid to or paid) claims and loss adjustment expenses		
3 Loss adjustment expenses	15,845	15,845
4 General and corporate overhead expenses and other similar charges	1,830	1,830
5 Other expenses (excluding items 1, 2, 3, 4 and 6)	154,958	172,630
6 Taxes, licenses and fees (including license and franchise fees)	15,050	25,050
7 Current federal and foreign income taxes (including deferred and capital gains tax)		
8 Cash on hand		
9 Earned money	303,784	303,784
10 Unearned premiums	30,675	30,675
11 Dividends declared and unpaid		
11.1 Stockholders		
11.2 Policyholders		
12 Credit balances payable (net of ending commission)		
13 Amounts held by company under reinsurance treaties		
14 Amounts withheld or retained for company for account of others	170,101	179,101
15 Hazardous and other activities		
16 Provision for reinsurance		
17 Net adjustments to assets and liabilities due to foreign exchange rates		
18 Trade accounts payable		
19 Payable to or from subsidiaries and affiliates		
20 Derivatives		
21 Payable to or from		
22 Payable to or from		
23 Liability for amounts held under unnumbered plans		
24 Cash on hand & unnumbered plans		
25 Applicable amounts for		
26 Loss balances including protected net liability (Line 1 through Line 25)	601,778	616,881
27 Reinsurance		
28 Total liability (Line 26 and Line 27)	601,778	616,881
29 Applicable amounts for		
30 Common capital stock	500,000	500,000
31 Preferred capital stock		
32 Applicable amounts for other than capital stock		
33 Surplus notes	1,212,000	1,212,000
34 Gross paid in and contributed surplus	100,000	100,000
35 Unassigned funds (if any)	(1,307,297)	(1,287,878)
36 Loss on equity stock, if any		
37 Shares common (value included in Line 30)		
38 Shares preferred (value included in Line 34)		
39 Surplus as regards policyholders (Line 29 to Line 35, less Line 36)	504,900	544,122
40 Total (Line 2, Line 29, Column 2)	1,308,887	1,363,581
DETAILS OF WHAT IS:		
2501		
2502		
2503		
2508 Summary of remaining while-on for Line 25 from overleaf page		
2509 Total (Lines 2501 through 2503 plus 2508) (Line 25 above)		
2901		
2902		
2903		
2908 Summary of remaining while-on for Line 29 from overleaf page		
2909 Total (Lines 2901 through 2903 plus 2908) (Line 29 above)		
3201		
3202		
3203		
3208 Summary of remaining while-on for Line 32 from overleaf page		
3209 Total (Lines 3201 through 3203 plus 3208) (Line 32 above)		

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY & TRUST COMPANY

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1 Premiums earned			
1.1 Direct (Written 1)			
1.2 Assumed (Written 1)			
1.3 Ceded (Written 1)			
1.4 Net (Written 1)			
DEDUCTIONS			
2 Losses incurred (Current accident year) 5			
2.1 Direct		(481)	
2.2 Assumed			
2.3 Ceded			
2.4 Net			
3 Loss adjustment expenses incurred		300	300
4 Other underwriting expenses incurred	52,309	235,764	470,022
5 Aggregate write-ins for underwriting deductions			
6 Total underwriting deductions (Lines 2 through 5)	52,309	235,603	470,322
7 Net income of ceded cells			
8 Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	(52,309)	(235,603)	(470,322)
INVESTMENT INCOME			
9 Net investment income earned	13,956	7,228	28,281
10 Net assumed capital gains (losses) less capital gains tax of \$			4,050
11 Net investment gain (loss) (Line 9 + Line 10)	13,956	7,228	32,331
OTHER INCOME			
12 Net gain or (loss) from segment or portfolio features charged off (stockholders 1)			
13 Income and service charges not included in premiums			
14 Aggregate write-ins for miscellaneous income		11,323	11,410
15 Total other income (Line 12 through 14)		11,323	11,410
16 Net income before distribution to policyholders, after capital gains tax and before other federal and foreign income taxes (Line 8 plus Line 11 + 15)	(38,353)	(217,152)	(426,541)
17 Dividends to policyholders			
18 Net income after dividends to policyholders, after capital gains tax and before other federal and foreign income taxes (Line 16 minus Line 17)	(38,353)	(217,152)	(426,541)
19 Federal and foreign income taxes expense			
20 Net income (Line 18 minus Line 19) (Line 20)	(38,353)	(217,152)	(426,541)
CAPITAL AND SURPLUS ADJUSTMENT			
21 Change in equity participation, December 31 prior year	144,172	154,785	554,785
22 Net income (Line 20)	(38,353)	(217,152)	(426,541)
23 Dividends to (or from) policyholders			
24 Change in net assumed capital gains or (losses) less capital gains tax of \$			
25 Change in net assumed foreign exchange capital gains (loss)			
26 Change in net deferred income tax			
27 Change in purchased equity		3,884	3,880
28 Change in provision for reinsurance			
29 Change in surplus notes			
30 Surplus (or deficit) by adjustment from previous year			
31 Cumulative effect of changes in accounting practices			
32 Capital Changes			
32.1 Foreign			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33 Surplus adjustments			
33.1 Foreign			
33.2 Transferred to surplus (Stock Dividend)			
33.3 Transferred from surplus			
34 Net reinsurance loss or (gain) from Office			
35 Dividends to stockholders			
36 Change in treasury stock (Page 3, Line 31.1 and Line 20.2, Column 2 same column)			
37 Aggregate write-ins to gains and losses in surplus			
38 Change in surplus as reported, policyholders for the year (Line 22 through Line 37)	(38,353)	(217,152)	(426,541)
39 Surplus as reported, policyholders, as of December 31 (Line 21 plus 38)	504,809	794,794	844,122
DETAILS OF WRITE-INS			
501			
502			
503			
504 Summary of remaining write-ins for Line 5 from overflow page			
104 Totals (Line 501 through Line 503) plus (Line 504) (Line 5 above)			
1401 Fidelity Fees		1,488	1,418
1402 Assumed Dividends		6,255	9,895
1403A Other Expenses - Equipment			
1403B Other Miscellaneous Expense			
1408 Summary of remaining write-ins for Line 14 from overflow page			
1408 Totals (Line 1401 through Line 1403) plus (Line 1408) (Line 14 above)		11,323	11,410
2101 Prior Year Adjustments			
2102 Reinsurance Fidelity Assets			
2103 Miscellaneous			
2108 Summary of remaining write-ins for Line 37 from overflow page			
2108 Totals (Line 2101 through Line 2103) plus (Line 2108) (Line 37 above)			

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY & TRUST COMPANY
CASH FLOW

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1 Premiums collected net of reinsurance	0	0	0
2 Net investment income	13,098	2,894	88,659
3 Miscellaneous income	0	(11,116)	8,710
4 Total (Lines 1 to 3)	13,098	(8,422)	97,369
5 Benefit and loss related payments		(161)	(961)
6 Net transfers to Separate Account, Segregated Accounts and Protected Cell Accounts			
7 Commissions, expenses paid and aggregate write-ins for deficiencies	68,190	63,356	640,541
8 Dividends paid to policyholders			
9 Federal and foreign income taxes paid (recovered net of \$ _____ tax on capital gains (losses))			
10 Total (Lines 5 through 9)	68,190	63,195	639,580
11 Net cash from operations (Line 4 minus Line 10)	(55,094)	(71,617)	(547,211)
12 Proceeds from investments sold, matured or repaid:			
12.1 Bonds	120,000	251,000	496,000
12.2 Stocks			
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	120,000	251,000	496,000
13 Cost of investment acquired (long-term only):			
13.1 Bonds			
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous application			
13.7 Total investment acquired (Lines 13.1 to 13.6)	0	0	0
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)	120,000	251,000	496,000
Cash from Financing and Miscellaneous Sources			
16 Cash provide (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)		3,980	3,980
17 Net cash from financing and miscellaneous sources (Lines 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	0	3,980	3,980
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)	64,906	183,363	(47,231)
19 Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	245,218	343,118	343,118
19.2 End of period (Line 18 plus Line 19.1)	310,124	526,481	245,218

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY
NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Practices

Organization

Minnesota Surety and Trust Company (the Company) was incorporated and commenced operations on August 28, 1945, under the Statutes of the State of Minnesota. The Company was a licensed property and casualty insurer under Minnesota Statutes Section 60A.06. Effective November 17, 2011, the Company's Minnesota Certificate of Authority to operate as an insurer was revoked. Effective November 22, 2011, the Company was ordered into liquidation.

The Company is a majority owned subsidiary of First Heartland Surety and Casualty Services Company (First Heartland). The Company was engaged in underwriting surety and bail bonds in the states of Minnesota, North Dakota, Montana, Utah, South Dakota and Colorado. The coverage on the surety and bail bonds was marketed to customers through a network of independent insurance agents and brokers. The Company also provided trust services primarily to individuals in Minnesota.

The financial statements have been prepared in conformity with the accounting practices prescribed or permitted by the National Association of Insurance Commissioners and the Minnesota Department of Commerce.

B. Use of estimates in the Preparation of the Financial statements & Accounting Policy

The Company records bail bond premiums on the net remittances method. As such, the difference between the fee, generally 10% of the bond, and the premium has not been recorded in these financial statements.

Premiums written are recorded on an annual basis to match the billing to the policyholder. Premiums on other than bail bonds are earned on a pro rata basis over the life of the insurance policy. Audit adjustments to premiums are recognized in the period that the adjustment becomes known. Unearned premium reserves are established for the portion of premiums billed applicable to the unexpired term of the premium.

Certain costs of acquiring new business, principally commissions premium taxes and other variable policy issuance and underwriting expenses, are expensed when due.

Unpaid claim and settlement expenses are based on estimates of reported and unreported claims and related settlement expenses. The Company does not discount the reserve liability for future policy claims settlement expenses.

Investments in fixed maturity bonds are recorded at amortized cost under the valuation standards of the National Association of Insurance Commissioners. No provision is made for temporary declines in market values below amortized cost as the Company generally intends to hold these investments until maturity and does not expect to realize a significant losses. If, however, a permanent impairment occurs in a security, the Company writes the security down to the new value. Short-term investments are recorded at cost, which approximates market. Investments in common and preferred stocks are carried at estimated market values based on published market quotations.

Realized gains and losses are computed based on specific identification of the cost of the securities sold.

Unrealized gains and losses of common and preferred stock are included in surplus.

Cash and short-term investments include demand and savings deposits at several financial institutions. At times cash on deposit may exceed federally insured limits. For purposes of the statement of cash flows, the Company considers all highly liquid investments with a maturity of one year or less, when purchased, to be cash equivalents.

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY
NOTES TO FINANCIAL STATEMENTS

2. ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS

No change.

3. BUSINESS COMBINATIONS AND GOODWILL

No change.

4. DISCONTINUED OPERATIONS

The Company was ordered into liquidation by the State of Minnesota on November 22, 2011.

5. INVESTMENTS

During the period covered by these financial statements, the Company had no mortgage loans, real estate loans, debt restructuring, reverse mortgages, loan backed securities or repurchase agreements.

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

No change.

7. INVESTMENT INCOME

No change.

8. DERIVATIVE INSTRUMENTS

No change.

9. INCOME TAXES

No change.

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

First Heartland owns 380,099 of the 500,000 issued and outstanding shares of Company capital common stock.

First Heartland also holds surplus notes in the Company in the amount of \$215,000.

There were no intercompany transactions in the first quarter of 2013.

11. DEBT

As of March 31, 2013 the Company had the following secured and unsecured notes payable:

1) Promissory note payable to Sterling State Bank in the amount of \$303,784

12. RETIREMENT, DEFERRED COMPENSATION AND POST RETIREMENT BENEFIT PLANS

No change.

13. CAPITAL AND SURPLUS, DIVIDEND RESTRICTION AND REORGANIZATION

No change.

14. CONTINGENCIES

No change.

15. LEASES

The Company is not a party to any leases.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK

No change.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

None.

18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS

No change.

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/ADMINISTRATORS

No change.

20. FAIR VALUE MEASUREMENTS

Bonds: Fair values for bonds are determined using quoted market prices from an orderly market at the reporting date for those or similar investments.

	2013 Statement Value	2013 Fair Value
Bonds:	\$988,441	\$1,060,206

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY
NOTES TO FINANCIAL STATEMENTS

21. OTHER ITEMS

No change.

22. EVENTS SUBSEQUENT

No change.

23. REINSURANCE

No change.

24. RETROSPECTIVELY RATED CONTRACTS

No change.

25. CHANGES IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

No change.

26. INTERCOMPANY POOLING ARRANGEMENTS

No change.

27. STRUCTURED SETTLEMENTS

No change.

28. HEALTH CARE RECEIVABLES

No change.

29. PARTICIPATING POLICIES

No change.

30. PREMIUM DEFICIENCY RESERVES

No change.

31. HIGH DEDUCTIBLES

No change.

32. DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES

No change.

33. ASBESTOS/ENVIRONMENTAL RESERVE

No change.

34. SUBSCRIBER SAVINGS ACCOUNTS

No change.

35. MULTIPLE PERIL CROP INSURANCE

No change.

36. FINANCIAL GUARANTEE INSURANCE

No change.

STATEMENT AS OF JUNE 30, 2012 OF THE MINNESOTA SURETY AND TRUST COMPANY
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 Minnesota, as required by the Model Act?	Yes ()	No (X)	
1.2 If yes, has the report been filed with the domiciliary state?	Yes ()	No (X)	
2.1 Has any change been made during the year of filing of this statement to 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 Have there been any substantial changes in the organizational chart (the prior period) and? (Yes, complete the Schedule Y, Part 1 - Organization at chart)	Yes ()	No (X)	
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 result of the merger or consolidation.			
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 of principals involved?	Yes ()	No ()	NA (X)
6.1 State as of what date the latest financial examination of the reporting entity was made or is being made:		1/31/2009	
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 the examined balance sheet and not the date the report was completed or released.		1/31/2009	
6.3 State as of what 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).		3/7/15/2013	
6.4 By what department or departments? Minnesota Department of Commerce			
6.5 Have all financial statements adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Department?	Yes ()	No ()	NA (X)
6.6 Have all prior recommendations within the latest financial examination report been complied with?	Yes ()	No ()	NA (X)
7.1 Has the reporting entity had any Certificate of Authority, licenses or registration (including corporate registration, if applicable) suspended?	Yes (X)	No ()	
7.2 If yes, give full information. The Company is in liquidation and no longer selling business in any state.			
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 licensure regulator.			
9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing (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 law, 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 management been amended?	Yes ()	No (X)	
9.21 If the response to 9.2 is Yes, provide the names of any violator(s).			
FINANCIAL			
10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?	Yes ()	No (X)	
10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount.			

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY
GENERAL INTERROGATORIES

INVESTMENT

- Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes () No (X)
- 11.1
11.2 If yes, give full and complete information relating thereto:
- 12 Amount of real estate and mortgages held in other invested assets in Schedule BA: \$0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes () No (X)
- 14.2 If yes please complete the following:
- 14.21 Bonds
- 14.22 Preferred Stock
- 14.23 Common Stock
- 14.24 Short-Term Investments
- 14.25 Mortgage Loans on Real Estate
- 14.26 All Other
- 14.27 Total Investment in Parent, Subsidiaries and Affiliates
- 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above
- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes () No (X)
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes () No ()
- 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 (X) No ()
- For all agreement that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:
- 16.1
- | Name of Custodian(s) | Custodian Address |
|----------------------|-------------------|
| Wells Fargo Bank NA | |
| US Bank NA | |
- For all agreement that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:
- 16.2
- | Name of Custodian(s) | Custodian Address |
|----------------------|-------------------|
|----------------------|-------------------|
- 16.3 Has there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes () No (X)
- 16.4 If yes, give full and complete information relating thereto:
- 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:
- 16.5
- 17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed Yes (X) No ()
- 17.2 If no, list exceptions:

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY
GENERAL INTERROGATORIES

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

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 () NA (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 thereon.
- 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:

			Total Discount				Discount taken During Period			
1	2	3	4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Discount Rate	Unpaid Losses	Unpaid LAE	IBNR	TOTAL	Unpaid Losses	Unpaid LAE	IBNR	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 expense. %
- 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: \$

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY

SCHEDULE F-CEDED REINSURANCE
NONE
SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN
NONE
PART 1 - LOSS EXPERIENCE
NONE
PART - 2 DIRECT PREMIUMS WRITTEN
NONE
PART - 3 LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE
NONE
SCHEDULE A - VERIFICATION
NONE
SCHEDULE B - VERIFICATION
NONE
SCHEDULE BA- VERIFICATION
NONE

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY

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	1,107,197	1,600,717
2. Cost of bonds and stocks acquired		
3. Accrual of discount	685	1,959
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	0	4,008
6. Deduct consideration for bonds and stocks disposed of	120,000	459,394
7. Deduct amortization of premium	31	93
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)	987,855	1,107,197
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	987,855	1,107,197

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY
SCHEDULE D - PART 1B

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

	1	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	987,855		0	586	988,441			
2. Class 2 (a)								
3. Class 3 (a)								
4. Class 4 (a)								
5. Class 5 (a)								
6. Class 6 (a)								
7. Total Bonds	987,855	0	0	586	988,441	0	0	0
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds & Preferred Stock								

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY

Schedule DA - Part 1
NONE
Schedule DA - Verification
NONE
Schedule DB - Part A Verification
NONE
Schedule DB - Part 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
NONE
Schedule A - Part 3
NONE
Schedule B - Part 2
NONE
Schedule BA - Part 2
NONE

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY

Schedule BA - Part 3
NONE

Schedule D - Part 3
NONE

Schedule D - Part 4
NONE

Schedule DB - Part A - Section 1
NONE

Schedule DB - Pt. A - Sn. 1 - Footnote (a)
NONE

Schedule DB - Pt. B - Section 1
NONE

Schedule DB - Pt. B - Sn. 1 - Footnotes
NONE

Schedule DB - Part D
NONE

Schedule DL - Part 1
NONE

Schedule DL - Part 2
NONE

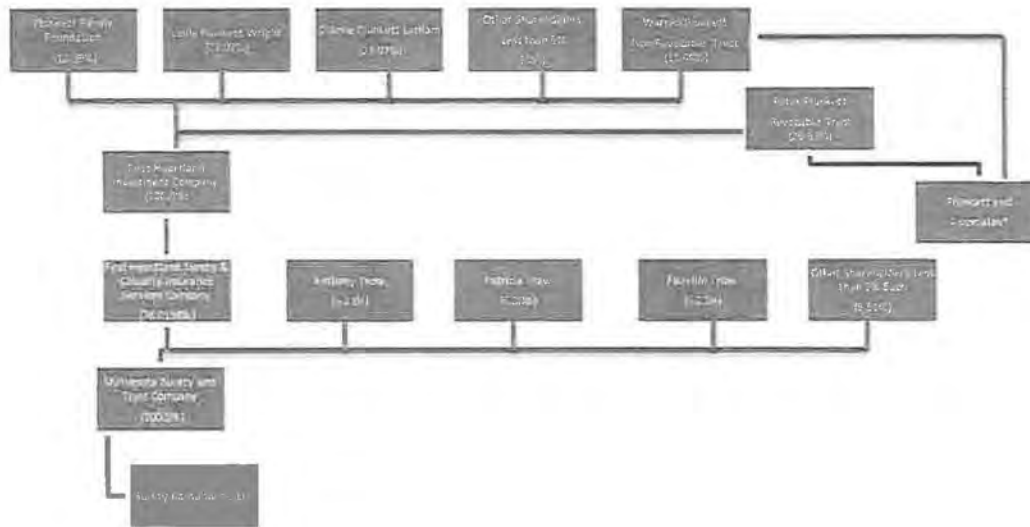
Schedule E - Part 2
NONE

STATEMENT AS OF JUNE 30, 2013 OF THE MINNESOTA SURETY AND TRUST COMPANY

SCHEDULE E - PART 1- CASH

1	2	3	4	5	6 (Book Balances at End of Each Month During Current Year)			9
					6	7	8	
Depository	Location	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	
Sterling State Bank	Austin, Minnesota				7,369	127,412	127,385	xxx
Wells Fargo	Minneapolis, Minnesota				136,033	33	3,638	xxx
								xxx
Sterling State Bank - BUF	Austin, Minnesota				179,001	179,001	179,001	xxx
0189999 Totals - Open Depositories					322,403	306,446	310,024	xxx
0499999 Cash in Company's Office					200	200	200	xxx
0599999 Total					322,603	306,646	310,224	xxx

Schedule Y



* Plunkett and Associates is owned by Peter Plunkett (75%) and Warren Plunkett (25%)