STATE OF INDIANA)) SS:	BEFORE THE INDIANA
COUNTY OF MARION) 55.	COMMISSIONER OF INSURANCE
IN THE MATTER OF:)
National Insurance Association 175 Berkeley Street Boston, MA 02116)))

Examination of National Insurance Association

NOTICE OF ENTRY OF ORDER

Enclosed is the Final Order entered by Stephen W. Robertson, Commissioner of the Indiana Department of Insurance, after fully considering and reviewing the Verified Report of Examination of National Insurance Association, any relevant examination work papers, and any written submissions or rebuttals. The Verified Report of Examination, as sent to you on May 29, 2015, has been adopted by the Commissioner.

Pursuant to Ind. Code § 27-1-3.1-12(b), within thirty (30) days of receipt of the Final Order, each director of National Insurance Association shall file an affidavit with the Indiana Department of Insurance stating that he/she has received a copy of the Verified Report of Examination and the Final Order.

The Final Order is a final administrative decision that may be appealed pursuant to Ind. Code § 4-21.5-5.

Cynthia D. Donovan Chief Financial Examiner

CERTIFIED MAIL NUMBER: 91 7190 0005 2720 0046 0148

STATE OF INDIANA)	BEFORE THE INDIANA
COUNTY OF MARION) SS:	COMMISSIONER OF INSURANCE
IN THE MATTER OF:)
National Insurance Association 175 Berkeley Street Boston, MA 02116)))

Examination of National Insurance Association

FINDINGS AND FINAL ORDER

The Indiana Department of Insurance conducted an examination into the affairs of the National Insurance Association (hereinafter "Company") for the time period January 1, 2010 through December 31, 2013.

The Verified Report of Examination was filed with the Commissioner of the Department of Insurance (hereinafter "Commissioner") by the Examiner on May 22, 2015.

A copy of the Verified Report of Examination, along with a Notice of Opportunity to Make Written Submission or Rebuttal, was mailed to the Company via Certified Mail on May 29, 2015 and was received by the Company on June 4, 2015.

The Company did not file any objections.

NOW THEREFORE, based on the Verified Report of Examination, I hereby make the following **FINDINGS**:

- 1. That the Verified Report of Examination is a true and accurate report of the financial condition and affairs of National Insurance Association as of December 31, 2013.
- 2. That the Examiner's Recommendations are reasonable and necessary in order for the National Insurance Association to comply with the laws of the State of Indiana.

Based on the FINDINGS, the Commissioner does hereby ORDER:

- 1. Pursuant to Ind. Code § 27-1-3.1-11(a)(1), the Verified Report of Examination is adopted and shall be filed. Hereafter the Verified Report of Examination, may constitute prima facie evidence of the facts contained therein in any action or proceeding taken by the Indiana Department of Insurance against the Company, its officers, directors, or agents.
- 2. The Company shall comply with the Examiner's Recommendations enumerated in summary form and throughout the text of the Verified Report of Examination. A written response to these recommendations should be provided to the Department within 30 days of receipt of this order.
- 3. Compliance with the Examiner's recommendations shall be completed on or before the filing of the subsequent annual statement. In the event it is not feasible to comply with a recommendation before the filing of the subsequent annual statement, the Company shall submit a written explanation as to why it was not feasible with the filing of the annual statement.

Signed and Sealed this

Insurance Commissioner

Indiana Department of Insurance

ABOUT AFFIRMATIONS

The following pages for affirmations need to be signed by each Board Member and returned to the Indiana Department of Insurance within thirty (30) days in accordance with I.C. §27-1-3.1-12(b).

If your affirmations list individuals that are no longer on your Board of Directors, you may simply retype the form on plain white paper with the correct names and a line to the right for signature. If the names are misspelled, you may do the same, simply re-type the corrected form with a line to the right for signature.

Should you have any questions or difficulties with these forms or you require additional time past the thirty (30) day requirement, please do not hesitate to contact this department at (317) 232-2390.



STATE OF INDIANA

Department of Insurance

REPORT OF EXAMINATION

OF

NATIONAL INSURANCE ASSOCIATION NAIC CO. CODE 27944 NAIC GROUP CODE 0111

As of

December 31, 2013

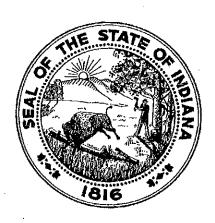


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STATE OF INDIANA

IDO

MICHAEL R. PENCE, Governor

Indiana Department of Insurance 311 W. Washington Street, Suite 300 Indianapolis, Indiana 46204-2787 Telephone: (317) 232-2385 Fax: (317) 232-5251 Stephen W. Robertson, Commissioner

May 22, 2015

Honorable Stephen W. Robertson, Commissioner Indiana Department of Insurance 311 West Washington Street, Suite 300 Indianapolis, Indiana 46204-2787

Dear Commissioner:

Pursuant to the authority vested in Appointment Number 3820, an examination has been made of the affairs and financial condition of:

National Insurance Association 175 Berkeley Street Boston, Massachusetts 02116

hereinafter referred to as the "Company", or "NIA", an Indiana domestic, reciprocal, property and casualty insurance company. The examination was conducted at the corporate offices of the Company in Boston, Massachusetts and the offices of Noble Consulting Services, Inc., in Indianapolis, Indiana.

The Report of Examination, reflecting the status of the Company as of December 31, 2013, is hereby respectfully submitted.

SCOPE OF EXAMINATION

The Company was last examined by representatives of the Indiana Department of Insurance (INDOI) as of the period ending December 31, 2009. The present risk-focused examination was conducted by Noble Consulting Services, Inc., and covered the period from January 1, 2010 through December 31, 2013, and included any material transactions and/or events occurring subsequent to the examination date and noted during the course of this examination.

The examination was conducted in accordance with the NAIC Financial Condition Examiners Handbook (Handbook). The Handbook requires that we plan and perform the examination to evaluate the financial condition and identify prospective risks of the Company by obtaining information about the Company, including corporate governance, identifying and assessing inherent risks within the Company, and evaluating system controls and procedures used to mitigate those risks. An examination also includes assessing the principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation, management's compliance with Statutory Accounting Principles, and Annual Statement instructions, when applicable to domestic state regulations.

The examination of the Massachusetts domestic insurance companies of Liberty Mutual Group (LMG) was called by the Massachusetts Division of Insurance (MDOI) in accordance with the Handbook guidelines, through the NAIC's Financial Examination Electronic Tracking System. The MDOI served as the lead state on the examination and the Illinois Department of Insurance, INDOI, New Hampshire Insurance Department (NHID), Oregon Insurance Division, and the Wisconsin Office of the Commissioner of Insurance served as participants.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process.

HISTORY

The Company was organized in accordance with Indiana Code (IC) 27-6-6-1 through 27-6-6-15 and commenced business on March 2, 1973. The Company is managed by the National Corporation (the Corporation), an attorney-in-fact incorporated in the state of Indiana. On May 2, 1994, the Corporation's stock was purchased by GRE-USA Corporation (GRE-USA), a Delaware insurance holding company.

On May 10, 1999, Liberty Mutual Insurance Company (LMIC) acquired control of Guardian Royal Exchange Holdings, Inc. (GRE Holdings) and GRE-USA through the purchase of all issued and outstanding voting securities of GRE Holdings. GRE Holdings was subsequently renamed to Liberty Insurance Holdings, Inc., and GRE-USA was renamed to Liberty-USA Corporation (Liberty-USA). In 2001, Liberty Mutual Holding Company, Inc. (LMHC), a Massachusetts mutual holding company, was formed as a part of the mutual holding company reorganization of LMIC. As a result of the reorganization, LMHC became the new ultimate parent.

Effective January 1, 2008, the Company became a part of the Peerless Insurance Pool (Peerless Pool) and entered into the Peerless amended and restated Pooing Agreement with the Peerless Insurance Company (PIC) as the lead pool company.

Effective January 1, 2013, the Peerless Pool was terminated and all Peerless Pool participants were added into the Liberty Mutual Pool with LMIC serving as the lead company. The Company continues to cede 100% of its direct written premium to the Liberty Mutual Pool and the participation percentage for the Company is 0% at December 31, 2013. The INDOI approved the Liberty Mutual second amended and restated Intercompany Reinsurance Agreement (Intercompany Reinsurance Agreement) on December 27, 2012.

CAPITAL AND SURPLUS

The Company has no common or preferred stock authorized, issued, or outstanding.

A guaranty fund certificate in the amount of \$10,000,000 issued by NIA to an affiliated company, Peerless Indemnity Insurance Company, a wholly owned subsidiary of Liberty-USA remains outstanding. The issue date of the certificate was January 2, 1997. The INDOI approval has been granted on all such advances. The certificate has a stated maximum interest rate of prime plus 3/4%, not to exceed 10%. No interest was incurred in 2013 on the guaranty fund certificate.

DIVIDENDS TO STOCKHOLDERS

The Company did not pay any dividends during the examination period.

TERRITORY AND PLAN OF OPERATION

The Company is licensed to conduct business in forty (40) states and the District of Columbia, excluding Connecticut, Florida, Hawaii, Maine, Massachusetts, New Hampshire, New Jersey, New York, Rhode Island, and Vermont. Operationally, LMG conducts its business through four (4) strategic business units (SBU): Commercial Insurance, Global Specialty, Liberty International, and Personal Insurance. Each business unit operates independently of the others and has dedicated actuarial, claims, financial, information technology, sales, and underwriting resources.

The Company is a reciprocal which specialized in writing non-standard automobile business. The Company's business is in run off and no business has been written since 2007. The Corporation serves as attorney-in-fact for the Company. The Corporation is wholly owned by Liberty-USA, an insurance holding company incorporated in Delaware.

GROWTH OF THE COMPANY

The following exhibit summarizes the financial results of the Company during the examination period:

2011 12,681,517 2,631 12,678,886 4 2010 12,373,770 116,081 12,356,789	2013 2012 2011	Net Income \$ 164,797 176,341 422,447 267,641	iums ned	Earned		•	\$		Lia \$		2012 2011	
--	----------------------	---	-------------	--------	--	---	----	--	-----------	--	--------------	--

As noted in the Territory and Plan of Operation section, the Company's business is in run off and no business has been written since 2007. With the Company in run off, the amounts shown above have not significantly fluctuated during the current examination period.

MANAGEMENT AND CONTROL

Directors

The Bylaws provide that the business affairs of the Company are to be managed by a Board of Directors (Board) consisting of no less than five (5) and no more than eleven (11) directors. Directors shall be elected at the first annual shareholders' meeting and at each annual meeting thereafter. A director need not be a shareholder.

The following is a listing of persons serving as directors at December 31, 2013, and their principal occupations as of that date:

Principal Occupation
Senior Vice President and Chief Actuary, Commercial Insurance
Liberty Mutual Group
President and Chief Executive Officer, Commercial Insurance Liberty Mutual Group
*
Vice President and Comptroller Liberty Mutual Group
Senior Vice President and Chief Financial Officer, Commercial Insurance Liberty Mutual Group
President of Business Insurance, Commercial Insurance Liberty Mutual Group
Vice President and Secretary Liberty Mutual Group
Vice President and Manager, Regional Companies Group Liberty Mutual Group
Vice President and General Counsel Liberty Mutual Group

Officers

The Bylaws state that the elected officers of the Company shall consist of a President, a Treasurer, and a Secretary. Each of the said officers shall be elected by a majority of the Board and shall hold office for one (1) year, or until such time as they might be removed. The President or the Chairman may appoint the number of Vice Presidents, Assistant Secretaries, Assistant Treasurers, or any such officer as the President or Chairman may determine is required in the best interest of NIA. The officer exercising such appointive power shall determine the duties and the powers of such officials and representatives.

The following is a list of key officers and their respective titles as of December 31, 2013:

Name	Office
J. Paul Condrin, III	President and Chief Executive Officer
Dexter Legg Laurance Yahia	Vice President and Secretary
John Doyle	Vice President and Treasurer
A. Alexander Fontanes	Vice President and Comptroller Vice President and Chief Investment Officer
Michael Fallon	Vice President and Chief Financial Officer
Kathryn Winn	Vice President and General Counsel

CONFLICT OF INTEREST

Directors and officers are required to review and sign Conflict of Interest statements annually. It was determined that all directors and officers listed in the Management and Control section of this Report of Examination have reviewed and signed their statements as of December 31, 2013.

CORPORATE RECORDS

Articles of Incorporation

There were no amendments made to the Articles of Incorporation during the examination period.

Bylaws

There were no amendments made to the Bylaws during the examination period.

Minutes

The Board and shareholder meeting minutes were reviewed for the period under examination through the fieldwork date. Significant actions taken during each meeting were noted.

IC 27-1-7-7(b) states an annual meeting of shareholders, members, or policyholders shall be held within five (5) months after the close of each fiscal year of the Company and at such time within that period as the Bylaws may provide. The Company's Bylaws do not specify the date or time the annual meeting of shareholders is to be held. For each year under review, the annual meeting of shareholders was held within six (6) months following the close of each fiscal year.

LMHC committee meeting minutes for the examination period, and through the fieldwork date, were reviewed for the following committees: Audit, Compensation, Contributions, Executive, Investment, Nominating and Governance, and Risk.

AFFILIATED COMPANIES

Organizational Structure

The following abbreviated organizational chart shows the direct upstream affiliates of the Company and the other Indiana domiciled insurance affiliates as of December 31, 2013:

	NAIC	Domiciliary
Liberty Mutual Holding Company Inc.	Co. Code	State
LMHC Massachusetts Holdings Inc.		MA
,		MA
Liberty Mutual Group Inc.		MA
Liberty Mutual Fire Insurance Company	23035	WI ·
Employers Insurance Company of Wausau	21458	WI
Liberty Mutual Insurance Company	23043	MA
LM Property and Casualty Insurance Company	32352	IN
Liberty Insurance Holdings, Inc.		DE
Liberty Mutual Agency Corporation		DE
Peerless Insurance Company	24198	NH
Liberty – USA Corporation		DE
The National Corporation		IN
National Insurance Association	27944	IN
Indiana Insurance Company	22659	IN
Consolidated Insurance Company	22640	IN
Safeco Corporation		WA
American States Insurance Company	19704	IN
General Insurance Company of America	24732	NH
Safeco Insurance Company of Indiana	11215	IN
American States Preferred Insurance Company	37214	IN
American Economy Insurance Company	19690	IN
Ohio Casualty Corporation ^A		OH
The Ohio Casualty Insurance Company	24074	OH
West American Insurance Company	44393	IN

^A 78% Owned by Liberty Mutual Insurance Company, 8% Owned by Employers Insurance Company of Wausau, 8% Owned by Peerless Insurance Company, 6% Owned by Liberty Mutual Fire Insurance Company

Affiliated Agreements

The following affiliated agreements and transactions were disclosed as part of the Form B – Holding Company Registration Statement and were filed with the INDOI, as required, in accordance with IC 27-1-23-4.

Power of Attorney and Subscribers' Agreement

Pursuant to the Power of Attorney and Subscribers' Agreement incorporated within all applications for insurance policies issued by NIA, the Corporation may charge a management fee up to 15% of all premiums written and investment income collected by NIA.

Investment Management Agreement

Effective July 1, 2011, NIA entered into an Investment Management Agreement with Liberty Mutual Group Asset Management (LMGAM). The agreement was filed with the INDOI on May 18, 2011, and was not disapproved on June 15, 2011. The Company paid \$23,483 in management fees to LMGAM pursuant to the terms of the Investment Management Agreement in 2013.

Management Services Agreement

Effective January 1, 2013, NIA entered into a Management Services Agreement with LMIC under which LMIC provides administration, claims adjustments, claims processing, contract management, policyholder services, risk underwriting, and services determined to be reasonably necessary or desirable. The Management Services Agreement was submitted to the INDOI on November 13, 2012, and was not disapproved on December 27, 2012. There were no fees paid pursuant to the terms of the Management Services Agreement in 2013.

Cash Management Agreement

Effective April 1, 2012, NIA entered into a Cash Management Agreement with LMGAM. The agreement was filed with the INDOI on February 29, 2012, and was not disapproved on March 23, 2012. There were no fees paid to LMGAM pursuant to the terms of the Cash Management Agreement in 2013.

Intercompany Reinsurance Agreement

Effective January 1, 2013, NIA entered into the Intercompany Reinsurance Agreement covering all of their direct writings with participation being the percentage indicated within the agreement. The Intercompany Reinsurance Agreement was filed with the INDOI on November 13, 2012, and was not disapproved on December 27, 2012.

FIDELITY BOND AND OTHER INSURANCE

The Company protects itself against loss from any fraudulent or dishonest acts by any employees through a fidelity bond issued by Fidelity & Deposit Company of Maryland. The bond has a single loss coverage limit of \$15,000,000, with a \$50,000,000 deductible. The fidelity bond is adequate to meet the prescribed minimum coverage specified by the NAIC.

The Company had additional types of coverage in-force at December 31, 2013, including but not limited to audit expenses, computer systems fraud, tele-facsimile transfer fraud, trading loss, and voice initiated transfer fraud.

PENSION, STOCK OWNERSHIP, AND INSURANCE PLANS

The Company does not have any direct employees, and therefore does not have any direct obligations for a defined pension, defined contribution pension, postretirement welfare, deferred compensation, compensated absences, or postemployment benefit plans. Services for the operation of the Company are provided under provisions of the Management Services Agreement.

STATUTORY DEPOSITS

The Company reported the following statutory deposits at December 31, 2013:

State	Book Value	Fair Value
For All Policyholders:		· · · · · · · · · · · · · · · · · · ·
Florida	\$ 226,139	\$ 227,005
Indiana	2,008,679	2,023,800
All Other Special Deposits:		, ,
Georgia	25,127	25,223
New Mexico	349,772	352,079
Total Deposits	\$2,609,717	\$2,628,107

REINSURANCE

Prior to January 1, 2013, LMIC was organized with two (2) separate and distinct intercompany reinsurance pools: the Liberty Mutual Pool and the Peerless Pool. Each pool was on a different examination cycle, with MDOI as the lead state for the Liberty Mutual Pool and NHID for the Peerless Pool; effective January 1, 2013, the Peerless Pool was terminated and its participants were added into the Liberty Mutual Pool.

Per the terms of the Intercompany Reinsurance Agreement, effective January 1, 2013, each affiliated member company, other than Wausau Business Insurance Company, Wausau General Insurance Company, and Wausau Underwriters Insurance Company, cedes to LMIC and LMIC accepts 100% of each company's risks arising out of its policies. LMIC cedes to each affiliated member company and each of the companies accepts their respective shares of the Liberty Mutual Pool risks. Each company shall reimburse the ceding company for its share of the assessments, expenses, losses, policyholder dividends, and taxes. Also, each company shall maintain reserves for its share of the ceding company's liabilities.

Following is a list of the companies within LMG receiving a share of the Liberty Mutual Pool and their respective contract percentages:

Name of Pool Members Liberty Mutual Insurance Company Peerless Insurance Company Employers Insurance Company of Wausau Liberty Mutual Fire Insurance Company The Ohio Casualty Insurance Company Safeco Insurance Company of America American Economy Insurance Company American States Insurance Company American States Preferred Insurance Company Consolidated Insurance CompanyError! Bookmark not	Percentage of Pool 50.0% 20.0% 8.0% 8.0% 6.0% 0.0% 0.0%	Domiciliary State MA NH WI WI NH IN IN IN
defined. Indiana Insurance CompanyError! Bookmark not defined. LM Property and Casualty Insurance Company ^A National Insurance Association ^A	0.0% 0.0% 0.0%	IN IN IN
Safeco Insurance Company of Indiana ^A West American Insurance Company ^A Total	0.0% 0.0% 0.0% 100.0%	IN IN IN

^A Indiana domiciled insurers that are party to the Intercompany Reinsurance Agreement, but do not participate in the retrocession of pool business.

ACCOUNTS AND RECORDS

The Company's accounting procedures, practices, account records, and supporting data were reviewed and tested to the extent deemed necessary. The trial balances prepared from the Company's general ledger for the years ended December 31, 2012 and December 31, 2013, were agreed to the respective Annual Statements. The Annual Statements for the years ended December 31, 2010 through December 31, 2013, were agreed to each year's independent audit report without material exception. The Company's accounting procedures, practices, and account records were deemed satisfactory.

NATIONAL INSURANCE ASSOCIATION Assets As of December 31, 2013

	Per Examination*
Bonds	\$ 11,805,307
Cash, cash equivalents and short-term investments	1,143,329
Subtotals, cash and invested assets	12,948,636
Investment income due and accrued	45,013
Reinsurance:	,010
Amounts recoverable from reinsurers	(5,667)
Current federal and foreign income tax recoverable and interest thereon	28,331
Receivables from parent, subsidiaries and affiliates	5,667
Total assets excluding Separate Accounts, Segregated Accounts and Protected	3,001
Cell Accounts	13,021,980
Totals	\$ 13,021,980

^{*} There were no adjustments to the as-filed financial statements, therefore the Annual Statement amounts agree to the examination amounts.

NATIONAL INSURANCE ASSOCIATION Liabilities, Surplus and Other Funds As of December 31, 2013

Payable to parent, subsidiaries and affiliates	Per Examination*
Total liabilities	\$ 1,956
Surplus notes	1,956
Unassigned funds (surplus)	10,000,000
Surplus as regards policyholders	3,020,024_
Totals	13,020,024
	<u>\$ 13,021,980</u>

^{*} There were no adjustments to the as-filed financial statements, therefore the Annual Statement amounts agree to the examination amounts.

NATIONAL INSURANCE ASSOCIATION

Statement of Income For the Year Ended December 31, 2013

THINTING PERIOD OF	Per E	xamination*
UNDERWRITING INCOME Premiums earned	\$	_
INVESTMENT INCOME Net investment income earned		163,797
Net investment gain (loss)	-	163,797
OTHER INCOME Net income, before dividends to policyholders, after capital gains tax and before		
all other federal and foreign income taxes		163,797
Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes		162 707
Federal and foreign income taxes incurred		163,797 (1,000)
Net income	\$	164,797

^{*} There were no adjustments to the as-filed financial statements, therefore the Annual Statement amounts agree to the examination amounts.

NATIONAL INSURANCE ASSOCIATION Capital and Surplus Account Reconciliation

Surplus as regards policyholders, December 31	2013	2012	2011	2010
prior year Net income Change in net deferred income tax Change in nonadmitted assets Change in surplus as regards policyholders for the	\$ 12,855,227 164,797 (59,000) 59,000	\$ 12,678,886 176,341 59,000 (59,000)	\$ 12,256,789 422,447 (336,060) 335,710	\$ 11,988,798 267,641 (600) 950
year Surplus as regards policyholders, December 31	164,797	176,341	422,097	267,991
current year	\$ 13,020,024	\$ 12,855,227	\$ 12,678,886	\$ 12,256,789

COMMENTS ON THE FINANCIAL STATEMENTS

There were no recommended adjustments to the financial statements as of December 31, 2013, based on the results of this examination.

OTHER SIGNIFICANT ISSUES

There were no significant issues found during the examination period requiring disclosure in this Report of Examination.

SUBSEQUENT EVENTS

There were no events subsequent to the examination date and prior to the completion of fieldwork which were considered material events requiring disclosure in this Report of Examination.

AFFIDAVIT

This is to certify that the undersigned is a duly qualified Examiner-in-Charge appointed by the Indiana Department of Insurance and that he, in coordination with staff assistance from Noble Consulting Services, Inc., hereinafter collectively referred to as the "Examiners", performed an examination of National Insurance Association, as of December 31, 2013.

The Indiana Department of Insurance is accredited under the National Association of Insurance Commissioners Financial Regulation Accreditation Standards.

This examination was performed in accordance with those procedures required by the NAIC Financial Condition Examiners Handbook and other procedures tailored for this examination. Such procedures performed on this examination do not constitute an audit made in accordance with generally accepted auditing standards and no audit opinion is expressed on the financial statements contained in this report.

The attached report of examination is a true and complete report of condition of National Insurance Association as of December 31, 2013, as determined by the undersigned.

James Kattman, CFE

Noble Consulting Services, Inc.

State of: Indiana County of: Marion

On this 12 day of My, 2015, before me personally appeared, James Kattman, to sign this

IN WITNESS WHEROF, I have hereunto set my hand and affixed my notarial seal in said County and State, the day and year last above written.

My commission # 627605

My commission # 627605

My Commission Expires

July 04, 2019

Notary Public

.