

ASSOCIATION REPORT ON EXAMINATION

OF THE

CENTENNIAL INSURANCE COMPANY

AS OF

DECEMBER 31, 2001

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REPRESENTED

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STATES
PARTICIPATING

NEW YORK
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EXAMINERS

JAMES MURPHY
HERB PARKS

Honorable Alfred W. Gross
Chairman, Financial Condition
Subcommittee, NAIC
2301 McGee Street, Suite 800
Kansas City, Missouri 64108-2604

Honorable Alfred W. Gross
Treasurer, Southeastern Zone
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P.O. Box 1157
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Honorable Diane Koken
Secretary-Treasurer, Northeastern Zone
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Pennsylvania Insurance Department
1326 Strawberry Square, 13th Floor
Harrisburg, Pennsylvania 17120

Honorable Charles Cohen
Director
Secretary-Treasurer, Western Zone
Arizona Department of Insurance
2910 North 44th Street, Suite 210
Phoenix, Arizona 85018-7256

Commissioners:

In accordance with your several instructions, an association examination has been made as of December 31, 2001 into the financial condition and affairs of the Centennial Insurance Company and the following report is respectfully submitted thereon.

REPORT ON EXAMINATION
OF THE
CENTENNIAL INSURANCE COMPANY
AS OF
DECEMBER 31, 2001

DATE OF REPORT:

JANUARY 31, 2003

EXAMINER:

JAMES MURPHY

TABLE OF CONTENTS

<u>ITEM</u>	<u>PAGE NO.</u>
1. Scope of examination	2
2. Description of Company	3
A. Management	4
B. Territory and plan of operation	5
C. Reinsurance	8
D. Holding company system	11
E. Accounts and records	13
F. Abandoned Property Law	13
G. Significant operating ratios	13
3. Financial statements	15
A. Balance sheet	15
B. Underwriting and investment exhibit	17
4. Losses and loss adjustment expenses	18
5. Market conduct activities	19
6. Compliance with prior report on examination	20
7. Summary of comments and recommendations	20



STATE OF NEW YORK
INSURANCE DEPARTMENT
25 BEAVER STREET
NEW YORK, NEW YORK 10004

January 31, 2003

Honorable Gregory Serio
Superintendent of Insurance
Albany, New York 12257

Sir:

Pursuant to instructions contained in Appointment No. 21900, dated June 5, 2002 and attached hereto, I have made an examination of the conditions and affairs of the Centennial Insurance Company as of December 31, 2001 and submit the following report thereon.

The examination was conducted at the Company's administrative office located at 3 Giralda Farms, Madison, New Jersey 07940, its home office located at 140 Broadway, New York, New York and at the offices of its internal auditors, information systems, and collection and processing center located in Roanoke, Virginia.

Wherever the designations "the Company" or "Centennial" appear herein without qualification, they should be understood to indicate the Centennial Insurance Company. Whenever the designations "Atlantic Companies" or "Group" appear herein without qualification, they should be understood to include the Atlantic Specialty Insurance Company and the Atlantic Mutual Insurance Company as well as the Centennial Insurance Company.

Whenever the designation “the Department” appears herein without qualification, it should be understood to indicate the New York Insurance Department.

1. SCOPE OF EXAMINATION

The prior examination was conducted as of December 31, 1997. This examination covered the period from January 1, 1998 through December 31, 2001. Transactions occurring subsequent to this period were reviewed where deemed necessary by the examiner.

The examination comprised a complete verification of assets and liabilities as of December 31, 2001. The examination included a review of income, disbursements and company records deemed necessary to accomplish such analysis or verification and utilized, to the extent considered appropriate, work performed by the Company's independent certified public accountants. A review or audit was also made of the following items as called for in the Examiners Handbook of the National Association of Insurance Commissioners:

- History of the Company
- Management and control
- Company records
- Fidelity bonds and other insurance
- Territory and plan of operation
- Growth of the Company
- Business in force
- Loss experience
- Reinsurance
- Market conduct activities
- Accounts and records
- Financial statements

A review was made to ascertain what action was taken by the Company with regard to comments and recommendations contained in the prior report on examination.

This report on examination is confined to financial statements and comments on those matters which involve departures from laws, regulations, or rules or which require explanation or description.

A concurrent examination was made of the Atlantic Mutual Insurance Company, the Company's parent, and the Atlantic Specialty Insurance Company, an affiliate for which separate reports have been submitted. The systems and practices of conducting business are integrated and all three companies operate under common management.

2. DESCRIPTION OF COMPANY

The Centennial Insurance Company was incorporated on September 5, 1941, under the laws of the State of New York to transact the business of fire and marine insurance. The Company was organized by the Atlantic Mutual Insurance Company ("Atlantic Mutual") as a wholly-owned subsidiary.

On July 29, 1994, the Atlantic Companies Holding Company ("ACHC"), a non-insurance subsidiary of Atlantic Mutual, issued \$40,000,000 of senior subordinated debt secured by the capital stock of the Centennial Insurance Company. Proceeds in the amount of \$39,600,000 from the debt issuance were contributed to Centennial in the form of a \$36,000,000 surplus note and \$3,600,000 of additional paid-in surplus. The surplus note was issued pursuant to Section 1307 of the New York Insurance Law and interest and note repayments require prior approval of the Superintendent of Insurance of New York. Centennial made surplus note repayments to ACHC of \$4,000,000 in 1997 and \$4,000,000 in 1998. On February 26, 1998, Centennial repaid the remaining \$28,000,000 note owed to ACHC.

Capital paid in is \$7,980,000 consisting of 30,000 shares of common stock at \$266 par value per share. Gross paid in and contributed surplus is \$63,292,086.

A. Management

Pursuant to the Company's charter and by-laws, management of the Company is vested in a board of directors consisting of not less than thirteen but not more than twenty-four directors. As of the examination date, the board of directors was comprised of fifteen members. The Company's charter provides that the board meets at least four times during each calendar year.

The fifteen directors as of December 31, 2001, were as follows:

<u>Name and Residence</u>	<u>Principal Business Affiliation</u>
Carter J. Bacot Montclair, NJ	Director, The Bank of New York
William R. Chaney Clinton, CT	Chairman, Tiffany & Company
Jill M. Considine New York, NY	Chairman and Chief Executive Officer, Depository Trust & Clearing Corporation
Virgil E. Conway Bronxville, NY	Chairman, Metropolitan Transit Authority
Salvatore R. Curiale Bellerose Village, NY	Senior Executive Vice President, Mutual of America Life Insurance Company
Hugh A. D'Andrade Summit, NJ	Retired Vice Chairman and Chief Executive Officer, Schering-Plough Corporation
Klaus G. Dorfi Bernardsville, NJ	Chairman of the Board and Chief Executive Officer, Atlantic Mutual Companies
T. M. Farley Westfield, NJ	General Partner, Brown Brothers Harriman & Company
Jarobin Gilbert New Rochelle, NY	President and Chief Executive Officer, DBSS Group, Inc
J. D. Hammond State College, PA	Dean Emeritus & William Elliot Professor Emeritus, Smeal College of Business Administration Pennsylvania State University
Dan F. Huebner Fairfield, CT	Retired Vice Chairman, Grumman Corporation

<u>Name and Residence</u>	<u>Principal Business Affiliation</u>
Eugene R. McGrath Rye, NY	Chairman, President and Chief Executive Officer, Consolidated Edison Company of New York, Inc
H. Marshall Schwarz New York, NY	Retired Chairman, U. S. Trust Corporation
Kermit C. Smith Madison, NJ	President and Chief Operating Officer, Atlantic Mutual Companies
Lloyd G. Waterhouse Dayton, OH	Chief Executive Officer, Chairman and President, The Reynolds and Reynolds Company

The examiner's review of the minutes of the meetings of the board of directors and its committees indicated that meetings were well attended.

As of December 31, 2001, the principal officers of the Company were as follows:

<u>Name</u>	<u>Title</u>
Klaus G. Dorfi	Chairman of the Board
Kermit C. Smith	President
Cornelius E. Golding	Senior Vice President and Chief Financial Officer
Theodore R. Henke	Senior Vice President and Corporate Counsel
Thomas P. Gorke	Senior Vice President
John G. Heitz	Senior Vice President
Robert G. Himmer	Senior Vice President
Daniel H. Olmsted	Senior Vice President
David P. Mitchell, Jr.	Senior Vice President
Nancy E. Hahon	Vice President and Corporate Secretary

B. Territory and Plan of Operation

As of December 31, 2001, the Company was licensed in all fifty states and the District of Columbia.

Direct premium writings of the Atlantic Companies was produced by an agency force consisting of approximately 1,000 independent agents and 200 brokers. The majority of the Company's direct writings were derived from the following lines of business: workers' compensation (28.8%), commercial multi-peril (15.2%), inland marine (13.5%), ocean marine (12.9%) and commercial auto liability (7.8%).

Insurance operations were conducted by the Atlantic Companies through the following regional offices:

<u>Commercial Lines</u>	<u>Personal Lines</u>	<u>Marine Lines</u>
Northeast Region New York, New York	Eastern Region Madison, New Jersey	Northeast Region New York, New York
Central Region Atlanta, Georgia	Southeast Region Atlanta, Georgia	Central Region Philadelphia, Pennsylvania
Midwest Region Chicago, Illinois	Western Region Chicago, Illinois	Southern Region Atlanta, Georgia
Western Region San Francisco, California		Pacific Region San Francisco, California

Each regional office, with its branch offices, underwrites business and settles claims in its territory within its limits of authority.

The following schedule shows the direct premiums written, by the Company during the examination period, the direct premiums written in New York State, and the percentage, that the New York premiums bear to the countrywide premiums:

DIRECT PREMIUMS WRITTEN

<u>Calendar Year</u>	<u>New York State</u>	<u>Total United States</u>	<u>Percentage of premiums Written in New York</u>
1998	\$ 36,197,373	\$206,410,965	17.54%
1999	38,207,115	227,461,493	16.80
2000	54,634,472	257,870,436	21.19
2001	<u>70,803,648</u>	<u>285,559,931</u>	<u>24.79</u>
Totals	<u>\$199,842,608</u>	<u>\$977,302,825</u>	<u>20.45%</u>

As of December 31, 2001, the Company was authorized to transact the kinds of insurance as defined in the following numbered paragraphs of Section 1113(a) of the New York Insurance Law:

<u>Paragraph</u>	<u>Kind of Insurance</u>
3	Accident and health
4	Fire
5	Miscellaneous property
6	Water damage
7	Burglary and theft
8	Glass
9	Boiler and machinery
10	Elevator
11	Animal
12	Collision
13	Personal injury liability
14	Property damage liability
15	Workers' compensation and employers' liability
16	Fidelity and surety
17	Credit
19	Motor vehicle and aircraft physical damage
20	Marine and inland marine
21	Marine protection and indemnity
26	Gap
27	Prize indemnification
28	Service contract
29	Legal services
30	Substantially similar kinds of insurance

In addition, the Company is licensed to transact such workers' compensation insurance as may be incident to coverages contemplated under paragraphs 20 and 21 of Section 1113(a), including coverages

described in the Longshoremen's and Harbor Workers' Compensation Act (Public Law No. 803, 69th Congress, as amended; 33 USC Section 901 et seq. as amended). The Company is also licensed to write special risk insurance pursuant to Section 6302, as well as multiple lines reinsurance pursuant to Section 4102(c) of the New York Insurance Law.

Based upon the lines of business for which the Company is licensed and the Company's current capital structure and pursuant to the requirements of Articles 13 and 41 of the New York Insurance Law, the Company is required to maintain a minimum surplus to policyholders in the amount of \$35,000,000.

C. Reinsurance

Assumed

During the examination period, the Atlantic Companies assumed a small amount of reinsurance from non-affiliated companies, alien insurers, syndicates, pools and associations, as well as 100% of the business of Atlantic Lloyd's Insurance Company of Texas. In 2001, the Company's assumed premiums represented approximately 26.3% of its gross book of business for the year. The Company participates in an inter-company pooling agreement, the details of which are explained in Section 2D of this report.

Ceded

The Schedule F data as contained in the Company's filed annual statement was found to accurately reflect its reinsurance transactions.

The examiners reviewed all ceded reinsurance contracts in effect during the examination period. All of the contracts contained the required standard clauses including insolvency clauses meeting the

requirements of Section 1308 of the New York Insurance Law. The reinsurance coverage is the same for each company.

The Company had the following reinsurance coverage in effect at December 31, 2001:

<u>Type of Contract</u>	<u>Cession</u>
<u>Blanket Casualty</u>	
Three layers 100% authorized	\$24,000,000 excess of \$1,000,000 each event 1 st layer is ceded 95%, next two layers are ceded 100%.
<u>Umbrella Quota Share</u>	
100% authorized	80% quota share in respect of first \$5,000,000 of limits, each loss, accident or occurrence, each policy.
<u>Umbrella Excess</u>	
100% authorized	95% of commercial and 100% of personal umbrella limits \$5,000,000 excess of \$5,000,000 each loss, accident or occurrence, each policy.
<u>Umbrella Excess</u>	
100% authorized	100% of commercial umbrella limits \$15,000,000 excess of loss of \$10,000,000 each loss, accident or occurrence, each policy.
<u>Property Per Risk</u>	
Five layers Mostly authorized	100% of \$49,000,000 excess of \$1,000,000 each risk, each loss occurrence, subject to an annual aggregate deductible of \$2,500,000.
<u>Property Catastrophe</u>	
Six layers Mostly authorized	\$150,000,000 excess of \$20,000,000 any one loss occurrence. 1 st layer is ceded 70% 2 nd layer is ceded 80% 3 rd layer is ceded 90% All other layers are ceded 100%

Type of Contract
Marine Lines

Cession

Marine Per Risk

Two layers
100% authorized

100% of \$14,000,000 excess of \$1,000,000 any one risk, subject to annual aggregate deductible of \$1,000,000.

Marine Clash

Four layers
100% authorized

\$29,000,000 excess of \$1,000,000 any one loss occurrence.
1st layer is ceded 100%
All other layers are ceded 80%

Surety

Surety Surplus

Variable Surplus

Up to \$44,000,000 part of \$50,000,000 in respect of any one bond, cession amount varies by bond amount.

Surety Excess

Three layers
Mostly authorized

\$17,500,000 excess of \$2,500,000 ultimate net loss per principal, per event.
All layers are ceded 95%

Stop Loss

Whole Account Aggregate
Stop Loss 3 Years
100% authorized

Maximum recovery is \$50,000,000 any one year \$100,000,000 over 3 years 1/1/99 - 12/31/01.
Coverage attaches at a loss ratio of 62.9% for accident year 1999 and 63.9% for accident years 2000 and 2001.

Whole Account Aggregate
Stop Loss 3 Years
100% authorized

Maximum recovery is \$50,000,000 any one year \$100,000,000 over 3 years 1/1/01 – 12/31/03.
Coverage attaches at a loss ratio of 63.9% for accident year 2001.

Whole Account Aggregate
100% unauthorized

Maximum recovery is \$65,300,000.
4/01/01 – 3/31/02
Section A-whole account – Company retention is 30% of subject net earned premium.
Section B-windstorm only – Company retains ultimate net loss up to 72,500,000.

The Company was also a party to a ten layer excess of loss reinsurance agreement covering all lines of business for accident year 2000. The Company and its auditor at the time concluded that the Company retained all underwriting risk for this transaction and that coverage was equal to the premium paid. As such, the Company determined that there was no transfer of underwriting risk under this agreement and accounted for it using deposit accounting. As of the examination date, there had been no recoveries under the agreement, and the agreement was commuted during calendar year 2003.

Inter-Company Reinsurance Agreement

Atlantic Mutual and the Centennial Insurance Company (“Centennial”) entered into an inter-company reinsurance agreement originally effective January 1, 1960. Pursuant to the terms of the agreement all combined net business of the companies was apportioned 75% to Atlantic Mutual and 25% to Centennial. The companies share underwriting assets and liabilities, including any non-admitted assets and the provision for reinsurance, in the same proportion. Certain corporate assets and liabilities are not pooled and each company is responsible for its own operation. On January 1, 1991, the participating share for each company changed from 75% to 60% for Atlantic Mutual and from 25% to 40% for Centennial. On January 1, 1999, Atlantic Specialty Insurance Company (“Atlantic Specialty”) was added to the agreement and the participating share for each company was changed to 55% for Atlantic Mutual, 40% for Centennial and 5% for Atlantic Specialty. On January 1, 2001, the participating share for each company was changed to 75% for Atlantic Mutual, 23% for Centennial and 2% for Atlantic Specialty.

D. Holding Company System

Atlantic Mutual Insurance Company is a New York domestic insurer. Pursuant to Section 1502(a)(1) of the New York Insurance Law, if the ultimate parent is an authorized insurer, then all companies in the Group are exempt from holding company matters and filings. Therefore, the Company

is not required to file pursuant to Article 15 of the New York Insurance Law and Department Regulation 52.

The Company is party to the following inter-company agreements:

(1) Tax Allocation Agreement

The Company participates in a tax allocation agreement with its subsidiaries, Atlantic Specialty Insurance Company, Centennial Insurance Company, Atlantic Lloyd's Insurance Company of Texas, Atlantic Risk Services, Inc., Atlantic Companies Holding Corporation, Atlantic Mutual of Bermuda Limited and its parent Atlantic Mutual. A formal agreement was executed and submitted to the Department, pursuant to the Department's Circular Letter No. 33 (1979), describing the manner in which the federal income tax for all entities is allocated to each entity. The agreement was effective April 11, 1980 and was amended numerous times to add various participants.

(2) Service Agreement

The Company entered into a service agreement with Centennial Holding Corporation (now known as Atlantic Companies Holding Corporation) effective December 1, 1988. Pursuant to the terms of the agreement, the Company provides various services such as accounting, tax preparation and auditing to Centennial Holding Corporation.

(3) Service Agreement

The Company entered into a service agreement with Atlantic Lloyd's Insurance Company of Texas effective January 1, 1982. Pursuant to the terms of the agreement, the Company provides various services such as underwriting advice, policy issuance, billing services, auditing and record keeping.

E. Accounts and Records

The Company did not regularly adjust its unallocated accounts so that each general ledger account displays its actual outstanding amount at year-end.

It is recommended that the Company regularly adjust its unallocated accounts so that each general ledger account displays its actual outstanding amount at year-end.

F. Abandoned Property Law

Section 1316 of the New York Abandoned Property Law provides that amounts payable to a resident of this state from a policy of insurance, if unclaimed for three years, shall be deemed to be abandoned property. Such abandoned property shall be reported to the comptroller on or before the first day of April each year. Such filing is required of all insurers regardless of whether or not they have any abandoned property to report.

The Company's abandoned property reports for the period of this examination were all filed on a timely basis pursuant to the provisions of Section 1316 of the New York Abandoned Property Law.

G. Significant Operating Ratios

The following ratios have been computed as of December 31, 2001 based upon the results of this examination:

Net premiums written in 2001 to surplus as regards policyholders	.72:1
Liabilities to liquid assets (cash and invested assets less investments in affiliates)	122.8%
Premiums in course of collection to surplus as regards policyholders	16.07%

The first and third ratios fall within the benchmark ranges set forth by the Insurance Regulatory Information Systems of the National Association of Insurance Commissioners. The second ratio exceeds

the benchmark of 105% and is attributable to the examination increase to the Company's loss and loss adjustment expense reserves.

The underwriting ratios presented below are on an earned/incurred basis and encompass the four-year period covered by this examination:

	<u>Amounts</u>	<u>Ratios</u>
Losses and loss adjustment expenses incurred	\$761,028,960	80.3%
Other underwriting expenses incurred	308,501,098	32.6
Miscellaneous underwriting deductions	1,109,090	.1
Net underwriting (loss)	<u>(123,165,230)</u>	<u>(13.0)</u>
Premiums earned	<u>\$947,473,918</u>	<u>100.00%</u>

3. FINANCIAL STATEMENTS

A. Balance Sheet

The following statements compare the assets, liabilities and surplus as regards policyholders as determined by this examination with those reported by the Company in its December 31, 2001 filed annual statement:

<u>Assets</u>	<u>Assets</u>	Not-Admitted <u>Assets</u>	Net-Admitted <u>Assets</u>
Bonds	\$321,699,937	\$	\$321,699,937
Common stocks	5,527,782		5,527,782
Cash	9,572,700		9,572,700
Short-term investments	23,474,829		23,474,829
Receivable for securities	1,609,967		1,609,967
Agents' balances or uncollected premiums	82,692,425	3,343,312	79,349,113
Bills receivable taken for premiums	5,135		5,135
Amounts billed and receivable under high deductible policies	1,152,315		1,152,315
Reinsurance recoverable on loss and loss adjustment expense payments	4,446,512		4,446,512
Guaranty funds receivable or on deposit	1,459,170		1,459,170
Interest due and accrued	5,522,802		5,522,802
Equities and deposits in pools and associations	2,710,294	80,883	2,629,411
Other assets non-admitted	259,700	259,700	
Other assets	5,440,305	4,666,740	773,565
Unprocessed losses	56,785		56,785
Funds held by foreign agencies	575,366	20,942	554,424
Deposit reinsurance	<u>5,780,837</u>	<u>30,837</u>	<u>5,750,000</u>
Total assets	<u>\$471,986,861</u>	<u>8,402,414</u>	<u>\$463,584,447</u>

<u>Liabilities</u>	<u>Examination</u>	<u>Company</u>	<u>Surplus Increase (Decrease)</u>
Losses and loss adjustment expenses	\$214,058,136	\$187,728,136	\$(26,330,000)
Commissions payable, contingent commissions and other similar charges	3,468,994	3,468,994	
Other expenses	4,203,764	4,203,764	
Taxes, licenses and fees	3,029,135	3,029,135	
Federal and foreign income taxes	1,119,260	1,119,260	
Unearned premiums	52,669,266	52,669,266	
Dividends declared and unpaid: policyholders	965,621	965,621	
Ceded reinsurance premiums payable	1,954,316	1,954,316	
Funds held by company under reinsurance treaties	41,451,158	41,451,158	
Amounts withheld or retained by company for account of others	3,899,307	3,899,307	
Remittances and items not allocated	165,224	165,224	
Provision for reinsurance	2,421,080	2,421,080	
Net adjustments in assets and liabilities due to foreign exchange rates	270,523	270,523	
Drafts outstanding	4,073,484	4,073,484	
Payable to parent, subsidiaries and affiliates	4,082,080	4,082,080	
Aggregate write-ins for liabilities	<u>1,499,110</u>	<u>1,499,110</u>	
 Total liabilities	 <u>\$339,330,458</u>	 <u>\$313,000,458</u>	 <u>\$(26,330,000)</u>
 Common capital stock	 \$7,980,000	 \$7,980,000	
Gross paid in and contributed surplus	63,292,086	63,292,086	
Unassigned funds (surplus)	<u>52,981,903</u>	<u>79,311,903</u>	
 Surplus as regards policyholders	 <u>\$124,253,989</u>	 <u>\$150,583,989</u>	 <u>\$(26,330,000)</u>
 Total liabilities and surplus	 <u>\$463,584,447</u>	 <u>\$463,584,447</u>	

NOTE: The Internal Revenue Service has completed its audit of the consolidated federal income tax returns filed on behalf of the Company through the tax year ended December 31, 1995. All material adjustments, if any, made subsequent to the examination date and arising from said audits are reflected in the financial statements included in this report. The examiner is unaware of any potential exposure of the Company to any further tax assessment and no liability has been established herein relative to such contingency.

B. Underwriting and Investment Exhibit

Surplus as regards policyholders decreased \$49,181,242 during the four-year examination period from January 1, 1998 through December 31, 2001 detailed as follows:

<u>Statement of Income</u>		
<u>Underwriting Income</u>		
Premiums earned		\$947,473,918
Deductions:		
Losses and loss adjustment expenses incurred	\$761,028,960	
Other underwriting expenses incurred	308,501,098	
LAD/CLAD program fees	<u>1,109,090</u>	
Total underwriting deductions		<u>\$1,070,639,148</u>
Net underwriting loss		\$(123,165,230)
 <u>Investment Income</u>		
Net investment income earned	\$ 124,569,133	
Net realized capital gains (losses)	<u>8,684,447</u>	
Net investment gain		133,253,580
 <u>Other Income</u>		
Net loss from agents balances charged off	\$(3,133,302)	
Finance and service charges not included		
in premiums	388,021	
Aggregate write-ins for other income	<u>1,153,309</u>	
Total other income		<u>(1,591,972)</u>
Net income before dividends to policyholders		\$8,996,378
Dividends to policyholders		<u>15,997,536</u>
Net income after dividends to policyholders and before federal and foreign income taxes		\$(7,501,158)
Federal and foreign income taxes incurred		<u>(7,284,737)</u>
Net income		<u>\$(216,241)</u>

Capital and Surplus Account

Surplus as regards policyholders, per report on examination as of December 31, 1997			\$173,435,231
	<u>Gains in</u>	<u>Losses in</u>	
	<u>Surplus</u>	<u>Surplus</u>	
Net income	\$	\$ 216,241	
Cumulative change in accounting principle	960,000		
Net unrealized capital gains		475,976	
Change in foreign exchange adjustment		192,683	
Change in non-admitted assets		3,852,288	
Change in provision for reinsurance		209,683	
Change in surplus notes		28,000,000	
Change in intercompany repooling non-admitted assets		10,977,636	
Change in intercompany repooling provision for reinsurance		1,083,482	
Change in intercompany repooling foreign exchange	33,927		
Dividends to stockholders	<u> </u>	<u>5,167,000</u>	
Total gains and losses	<u>\$993,927</u>	<u>\$50,175,169</u>	
Net decrease in surplus as regards policyholders			<u>49,181,242</u>
Surplus as regards policyholders, per report on examination as of December 31, 2001			<u>\$124,253,989</u>

4. LOSS AND LOSS ADJUSTMENT EXPENSES

The examination liability of \$214,058,136 is \$26,330,000 more than the \$187,728,136 liability reported by the Company as of the examination date. The analysis was conducted in accordance with generally accepted actuarial principles and practices and was based on statistical information contained in the Company's internal records and in its filed annual statements.

5. MARKET CONDUCT ACTIVITIES

In the course of the examination, a review was made of the manner in which the Company conducts its business practices and fulfills its contractual obligations to policyholders and claimants. The review was general in nature and is not to be construed to encompass the generally more precise scope of a market conduct investigation, which is the responsibility of the Market Conduct Unit of the Department's Property Bureau.

The general review was directed at practices of the Company in the following major areas:

- A. Sales and advertising
- B. Underwriting
- C. Rating
- D. Treatment of policyholders and claimants

No problem areas were noted.

A market conduct investigation consisting of an underwriting and rating review of the Group's commercial multiple peril line of business, was conducted for policies in force as of June 30, 2000. A review was also performed to determine compliance with Section 3426 of the New York Insurance Law. Based on this investigation, it was determined that the Group had violated Article 34 of the New York Insurance Law. The Group agreed that the violations had occurred and a penalty of \$5,775 was imposed.

6. COMPLIANCE WITH PRIOR REPORT ON EXAMINATION

Following are the violations, recommendations and comments contained in the prior report on examination and the subsequent actions taken by the Company in response to each citation:

<u>ITEM</u>		<u>PAGE NO.</u>
A.	<u>Accounts and Records</u>	
	It is recommended that the Companies correct the remaining TARABS system programming problems, especially since this condition has existed for approximately two years.	14
	The Company has complied with this recommendation.	
B.	<u>Losses</u>	
	It is recommended that the Company take proper care when completing Schedule P and all other parts of the annual statement and review that all data in the annual statement is correct before filing it with the New York Insurance Department.	20
	The Company has complied with this recommendation.	

7. SUMMARY OF COMMENTS AND RECOMMENDATIONS

Following are the violations, recommendations and comments contained in this report:

<u>ITEM</u>		<u>PAGE NO.</u>
A.	<u>Accounts and Records</u>	
	It is recommended that the Company regularly adjust its unallocated accounts so that each general ledger account displays its actual outstanding amount at year- end.	12

Respectfully submitted,

_____/S/
James Murphy
Associate Insurance Examiner

STATE OF NEW YORK)
)SS:
COUNTY OF NEW YORK)

JAMES MURPHY, being duly sworn, deposes and says that the foregoing report submitted by him, is true to the best of his knowledge and belief.

_____/S/
James Murphy

Subscribed and sworn to before me

this _____ day of _____ 2003.

State of New York
County of New York

EXAMINER'S AFFIDAVIT AS TO STANDARDS AND PROCEDURES
USED IN AN EXAMINATION

HERB PARKS, BEING DULY SWORN, STATES AS FOLLOWS:

1. I have authority to represent the State of Mississippi in the examination of Centennial Insurance Company.
2. Mississippi is accredited under the National Association of Insurance Commissioners Financial Regulation Accreditation Standards.
3. I have reviewed the examination work papers and examination report and the examination of Centennial Insurance Company was performed in a manner consistent with the standards and procedures required by the State of Mississippi.

The affiant says nothing further.

Examiner's Signature

STATE OF TENNESSEE
DAVIDSON COUNTY

Subscribed and sworn before me by JERE P. COWAN on this 29th day of March, 2004.

(SEAL)

Notary Public

My commission expires 5-28-2006 [date].

Appointment No 21900

**STATE OF NEW YORK
INSURANCE DEPARTMENT**

I, GREGORY V. SERIO, Superintendent of Insurance of the State of New York,
pursuant to the provisions of the Insurance Law, do hereby appoint:

James Murphy

as proper person to examine into the affairs of the

CENTENNIAL INSURANCE COMPANY

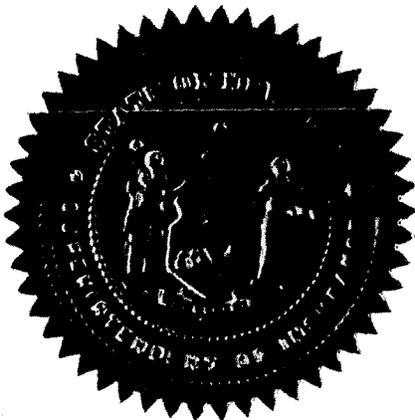
and to make a report to me in writing of the condition of the said

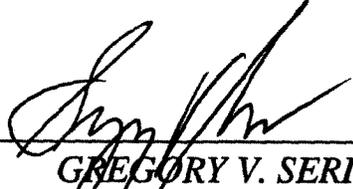
Company

with such other information as he shall deem requisite.

*In Witness Whereof, I have hereunto subscribed by the
name and affixed the official Seal of this Department, at
the City of New York,*

this 5th day of June, 2002





GREGORY V. SERIO
Superintendent of Insurance