I N V E S T O R S C O N S O L I D A T E D

July 25, 2012

Larry Lucas
State of New Hampshire Department of Insurance
21 South Fruit Street
Suite 14
Concord NH 03301

Re: Investors Consolidated Insurance Company – NAIC Number: 85189

Dear Mr. Lucas:

Enclosed please find Amendment No. 1 to Form B Insurance Company Annual Registration Statement and Amendment No. 2 Form C Summary of Registration each dated July 23, 2012.

Please let me know if you are in need of any additional information or assistance.

Sincerely,

Mary Lou Rainey
Secretary

Enclosure

Investors Consolidated Insurance Company
10777 Northwest Freeway, Suite 600
Houston, TX 77092

Phone: 713-529-0045
Toll Free: 800-669-9030

MANHATTAN
INSURANCE GROUP

Amendment No. 1 to

FORM B

INSURANCE HOLDING COMPANY SYSTEM
ANNUAL REGISTRATION STATEMENT

Filed on April 11, 2012

Filed with the Insurance Department of the State of New Hampshire

BY

INVESTORS CONSOLIDATED INSURANCE COMPANY

On Behalf of the Following Company

INVESTORS CONSOLIDATED INSURANCE COMPANY
2727 Allen Parkway, Suite 500
Wortham Tower
Houston, Texas 77019
713 529-0045

Date: July 23, 2012

Name, Title, Address and Telephone Number of Individual
To Whom Notices and Correspondence Concerning This
Statement Should Be Addressed:

Dan George
President and Treasurer
2727 Allen Parkway, Suite 500
Wortham Tower
Houston, Texas 77019
713 821-6475

ITEM 1. Identity and Control of Registrant

Investors Consolidated Insurance Company

Home Office Address:
6 Loudon Road
Concord, NH 03302-1858

Principal Executive Office Address:

2727 Allen Parkway, Suite 500
Wortham Tower
Houston, TX 77019

On December 31, 2004, Central United Life Insurance Company, an Arkansas corporation owned by Harris Insurance Holdings Inc., a Texas corporation, purchased 100% of the issued and outstanding common capital stock of the Investors Consolidated Insurance Company, a New Hampshire corporation, from Manhattan Insurance Group, Inc. for $6.3 million.

ITEM 2. Organizational Chart

A revised copy as of 12/31/11 of an organizational chart which shows the identities and interrelationships among all affiliated persons within the insurance holding company system is attached as Exhibit 1.

ITEM 3. The Ultimate Controlling Person

(a) Harris Insurance Holdings, Inc.
(b) 2727 Allen Parkway, Suite 500
Wortham Tower
Houston, Texas 77019
(c) Same as (b) above
(d) Harris Insurance Holdings, Inc. is a Texas corporation.
(e) Harris Insurance Holdings Inc. is a holding company for insurance companies.
(f) David Harris, 2727 Allen Parkway, Suite 500, Houston, Texas 77019 owns 93.3% of Harris Insurance Holdings, Inc. which is represented by 2,579,460 shares of

common stock. Harris Insurance Holdings Inc owns Central United Life Insurance Company which owns Investors Consolidated Insurance Company.

Class and No. of Shares Outstanding In Investors Consolidated Insurance Company		**Shareholder**	**No. of Shares Held**	**%**
Common	2,500,000	Central United Life Ins. Co. 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019	2,500,000	100%
Total:	2,500,000			

(g) There are no court proceedings looking toward a reorganization or liquidation pending.

ITEM 4. Biographical Information

(d) The Directors and Officers of Investors Consolidated Insurance Company and the Central United Life Insurance Company are as follows:

CEO & Director	David Harris 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019
President, Treasurer & Director	Dan George 2727 Allen Parkway, Suite 500 Wortham Tower, Houston, Texas 77019
Vice President Secretary and Director	Mary Lou Rainey 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019

CFO	Kent Lamb 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019
Senior Vice President and General Counsel	John McGettigan 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019
Vice President	David Parsons 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019
Vice President	Lee Ann Blakey 10700 Northwest Freeway Third Floor Houston, Texas 77092
Vice President	J. Alan Vala 10700 Northwest Freeway Third Floor Houston, Texas 77092
Vice President	Todd Hayden 10700 Northwest Freeway Third Floor Houston, TX 77092
Vice President	William Bay 10700 Northwest Freeway Third Floor Houston, TX 77092
Vice President	Teresa Moro 2727 Allen Parkway Wortham Tower, Suite 500 Houston, TX 77019

The Directors and Officers of Harris Insurance Holdings, Inc. are as follows:

Treasurer & Director	Dan George 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019
President & Director	David Harris 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019
Secretary	Mary Lou Rainey 2727 Allen Parkway, Suite 500 Wortham Tower Houston, Texas 77019

Biographies of the Directors and principal executive Officers are currently on file with the New Hampshire Department of Insurance.

None of the aforementioned individuals have been convicted of crimes other than minor traffic offenses during the past ten years.

ITEM 5. Transactions and Agreements

a) Investors Consolidated paid a management fee to Central United Life Insurance Company in the amount of $253,122 in 2011.
b) Bonds were sold in the ordinary course of business. In 2011, Harris Insurance Holdings, Inc. sold a corporate retreat in Coldsprings, Texas for $1,194,117 which resulted in a pre-tax loss of $988,413 and a net tax loss of $652, 353. Also in 2011, a tract of land was purchased in Galveston, Texas for $955,000.
c) There were no transactions not in the ordinary course of business.
d) There are no guarantees or undertakings for the benefit of an affiliate that result in an actual contingent exposure of the Registrant's assets to liability, other than insurance contracts entered into in the ordinary course of the Registrant's business;

e) There is an Intercompany Service Agreement between the Registrant and Central United Life Insurance Company which is on file with the New Hampshire Department of Insurance. An addendum to it was filed with the New Hampshire Department of Insurance on November 11, 2005.
f) There are no reinsurance agreements covering 50% or more of one or more lines of insurance of the ceding company;
g) There were no dividends declared or other distributions to shareholders.
h) There is a consolidated tax allocation agreement between the Registrant and its affiliates.
i) There is no pledge of the registrant's stock and /or of stock of any subsidiary or controlling affiliate, of a loan made to any member of the holding company system.

ITEM 6. Litigation or Administrative Proceedings

There were no material litigation or administrative proceedings within the preceding fiscal year, to which the insurer, any person controlling the insurer, the ultimate controlling person or any of their directors or executive officers was a party or which the property of any such person to report.

(1) There have been no criminal prosecutions or administrative proceedings relevant to the trustworthiness of any party,
(2) There have been no proceedings having the potential to materially affect the solvency or capital structure of the ultimate holding company including bankruptcy, receivership or other corporate reorganizations.

ITEM 7. Statement Regarding Plan or Series of Transactions

The transactions entered into since the filing of the 2011 Annual Registration Statement are not part of a plan or series of like transactions, the purpose of which is to avoid statutory threshold amounts and the review that would otherwise occur.

ITEM 8. Financial Statements and Exhibits

Exhibit 1 – Revised organizational Chart
Exhibit 2– Harris Insurance Holdings, Inc. financials

ITEM 9. Form C Required

The amended Form C No. 1 has been prepared and is submitted with this amended Form B.

ITEM 10. Signature and Certification

SIGNATURE

Pursuant to the requirements of RSA 401-B: 4, registrant has caused this amendment no. 1 to the annual registration statement filed on April 11, 2012 to be duly signed on its behalf in the City of Houston and the State of Texas on this the _____day of July 2012.

Investors Consolidated Insurance Company [seal]

BY: _____
Dan George, President

Attest: _____
Mary Lou Rainey, Secretary

Certification

The undersigned deposed and says that he has duly executed the attached Amendment No. 1 dated July 23, 2012 to the Form B dated April 11, 2012 for and on behalf of Investors Consolidated Insurance Company that he is the President of such company, and that he is authorized to execute and file such instrument. Deponent further says that he is familiar with such instrument and contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

Dan George
President

EXHIBIT 1 – Organizational Chart

MANHATTAN INSURANCE GROUP
Organization Chart
12/31/2011

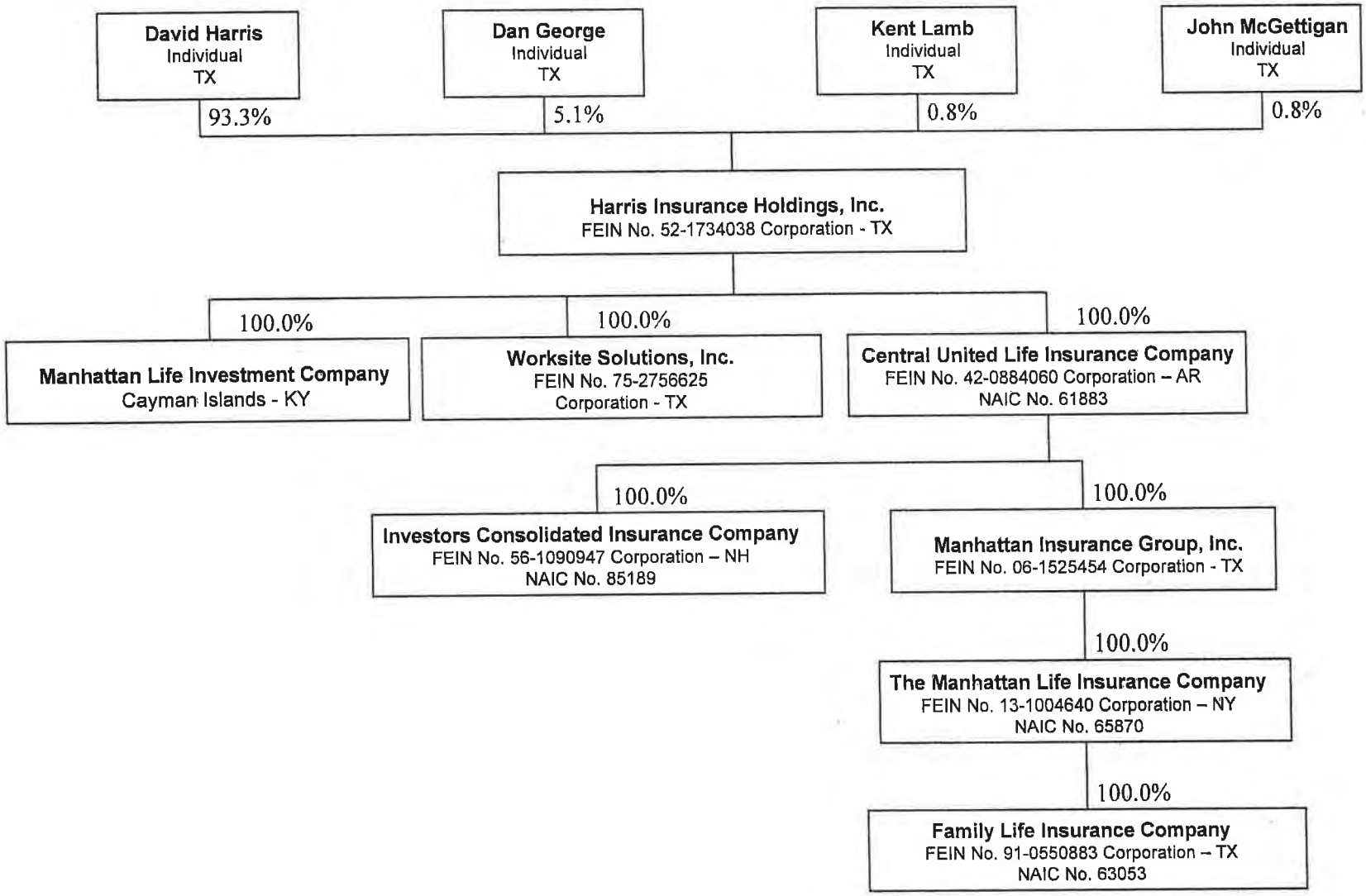


EXHIBIT 2 – Harris Insurance Holdings, Inc. Financials

HARRIS INSURANCE HOLDINGS, INC.
Balance Sheet
December 31, 2011

ASSETS	12/31/11	12/31/10
Cash	$ 386,582	$ 445,693
Land	955,000	633,220
Building/Furniture and Equipment	22,082	2,004,722
Accumulated Depreciation - Building/Furniture and Equipment	0	(428,760)
Mortgage Loan	203,754	0
Current Tax Asset	513,630	0
Deferred Tax Asset	638,994	635,900
Investment in Subsidiaries:		
Worksite	193,022	159,864
CUL	56,565,023	53,855,478
Total Assets	$ 59,478,087	$ 57,306,117

LIABILITIES AND STOCKHOLDERS' EQUITY

LIABILITIES		
Property Tax Payable	$ 6,470	$ 0
Current Tax Payable	0	65,325
Trups	11,825,760	11,817,840
Total Liabilities	$ 11,832,230	$ 11,883,165
Common Stock, $.01 par value, 10,000,000 shares authorized; 2,767,469 shares issued & outstanding	$ 27,675	$ 27,675
Paid-in and contributed surplus	8,510,804	8,510,804
Retained Earnings	39,107,377	36,884,473
Total Stockholders' Equity	47,645,857	45,422,952
Total Liabilities and Stockholders' Equity	$ 59,478,087	$ 57,306,117

HARRIS INSURANCE HOLDINGS, INC.
Income Statement
For the Period Ended December 31, 2011

	12/31/11	12/31/10
INCOME:		
Dividend from Subsidiary - CUL	$ 750,000	$ 1,000,000
Interest Income - Mortgage Loan	962	0
Interest Income - S/T Investments	1,443	796
Total Income	$ 752,405	$ 1,000,796
EXPENSES:		
Trups Interest Payments	$ 524,941	$ 528,239
Property Expenses	82,860	61,646
Depreciation Expense on Lakehouse - Non-cash	26,653	51,349
Administrative Fees	1,786	5,225
Legal Fees on Cayman company	25,949	0
Property Taxes Paid - Lakehouse	30,996	40,275
Property Tax Accrued - Galveston Non-cash	6,470	0
Professional Fees	8,264	7,179
Amortization of placement fees - Non-Cash	7,920	7,920
Total Expenses	715,839	701,833
Net Gain/(Loss) Before FIT Expense	36,566	298,964
Change in DTA - FIT Expense	(3,094)	545,358
Tax Refunds 2004/2005	0	(138,792)
FIT Expense/ <Benefit> - CY Operations	(242,895)	(238,352)
Net Operating Income	$ 282,554	$ 130,750
Realized Loss on Sale of Real Estate	$ (988,413)	
Tax Benefit of Realized Loss	(336,060)	
Net Realized Loss on Sale of Real Estate	$ (652,353)	
Net Income/(Loss)	$ (369,798)	

HARRIS INSURANCE HOLDINGS, INC.
Statement of Stockholder's Equity
For the Period Ended December 31, 2011

	12/31/11	12/31/10
Common Stock		
Balance at beginning of year	$ 27,675	$ 27,767
Purchase of shares	0	(92)
Balance at end of year	$ 27,675	$ 27,675
Paid-in and Contributed Surplus		
Balance at beginning of year	$ 8,510,804	$ 8,610,712
Purchase of shares	0	(99,908)
Balance at end of year	$ 8,510,804	$ 8,510,804
Retained Earnings		
Balance at beginning of year	$ 36,884,473	$ 27,749,373
Net Income (Loss)	(369,798)	130,750
Change in investment in Worksite	33,158	5,329
Change in investment in CUL	2,709,545	9,235,882
Dividends to stockholders	(150,000)	(236,861)
Balance at end of year	$ 39,107,377	$ 36,884,473

HARRIS INSURANCE HOLDINGS, INC.
Cash Flow
For the Period Ended December 31, 2011

		12/31/11
Cash		
Balance at beginning of year	$	445,693
Cash In		
Dividend from CUL		750,000
Sale of lakehouse		1,194,117
Mortgage Principal		246
Interest Income - Mortgage Loan		962
Interest Income - S/T Investments		1,443
Subtotal Cash In		1,946,768
CUL tax payment		0
Total Cash In	$	1,946,768
Cash Out		
Dividend to shareholders		(150,000)
Purchase of Galveston land property - asset		(955,000)
Mortgage loan - asset		(204,000)
Galveston property - asset		(22,083)
TRUPS payments		(524,941)
Property expenses - Lakehouse		(82,860)
Legal fees - Cayman		(25,949)
Professional fees		(8,264)
Admin fees		(1,786)
Property taxes - Lakehouse		(30,996)
Total Cash Out	$	(2,005,879)
Change in Cash		(59,111)
Balance at end of year	$	386,582

Amendment No 1

Form C

SUMMARY OF REGISTRATION STATEMENT

Filed on April 11, 2012

Filed with the Insurance Department of the State of New Hampshire

By

INVESTORS CONSOLIDATED INSURANCE COMPANY

On Behalf of the Following Company

Investors Consolidated Insurance Company
2727 Allen Parkway, Suite 500
Wortham Tower
Houston, Texas 77019
713 529-0045

July 23, 2012

Name, Title, Address and Telephone Number of Individual
To Whom Notices and Correspondence Concerning
This Statement Should Be Addressed:

Dan George
President
Investors Consolidated Insurance Company
2727 Allen Parkway, Suite 500
Wortham Tower
Houston, Texas 77019
713 821-6475

Deborah Tatro, Vice President, is no longer with the company effective January 18, 2012.

In 2011, Harris Insurance Holdings Inc. sold a corporate retreat in Coldsprings, Texas for $1, 194, 117 which resulted in a pre-tax loss of $988, 413 and a net tax loss of $652, 353. Also in 2011, Harris Insurance Holdings, Inc. purchased a tract of land in Galveston, Texas for $955,000.

An updated Organizational Chart has been created as of December 31, 2011. It is attached hereto as Exhibit 1a.

Transactions entered into since the filing of the prior year's annual registration statement are not part of a plan or series of like transactions whose purpose is to avoid statutory threshold amounts and the review that might otherwise occur.

SIGNATURE AND CERTIFICATION

Pursuant to the requirements of RSA 401-B:4, Investors Consolidated Insurance Company has caused this Amendment No 1 to the Form C dated April 11, 2011 to be duly signed on its behalf in the City of Houston and the State of Texas on this the 26 of July 2012.

[Seal} Investors Consolidated Insurance Company

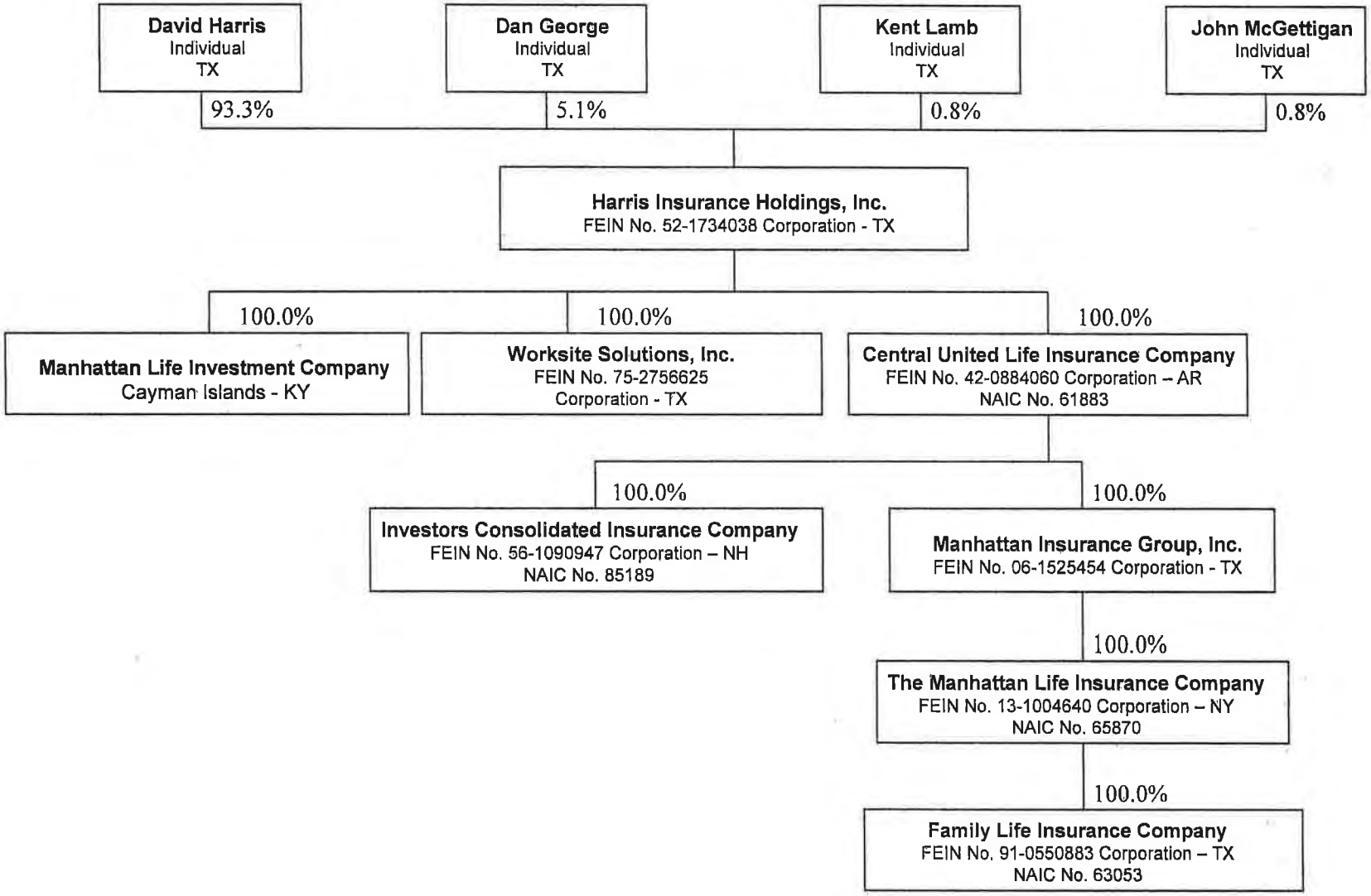
BY: _____
Dan George, President

Attest: _____
Mary Lou Rainey, Secretary

Certification

The undersigned deposed and says that he has duly executed the attached Amendment No. 1 dated July 23, 2012 to the Form C dated April 11, 2012 for and on behalf of Investors Consolidated Insurance Company, that he is the President of such company, and that he is authorized to execute and file such instrument. Deponent further says that he is familiar with such instrument and contents thereof, and that the facts therein set forth are true to the best of his knowledge.

Dan George
Investors Consolidated Insurance Company
President

EXHIBIT 1a

MANHATTAN INSURANCE GROUP
Organization Chart
12/31/2011