

FORM A
STATEMENT REGARDING THE
PROPOSED ACQUISITION OF CONTROL OF

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FEB 22 2011

REGULATORY SERVICES
SECTION

Middle Georgia Mutual Insurance Company ("Company")
Name of Domestic Insurer

BY

Buckeye State Mutual Insurance Company ("BSMIC" or "Acquiring Party")
Name of Acquiring Party

Filed with the Georgia Insurance Commissioner and sent to the Company

Dated: February 18, 2011

Notices and Correspondence Concerning this Statement should be addressed to:

Lisa L. Wesner, Vice President and Secretary
Buckeye State Mutual Insurance Company
One Heritage Place
Piqua, OH 45356
Telephone: 937-778-5000

Item 1. Company and Acquiring Party Information

Middle Georgia Mutual Insurance Company (hereinafter "Company") is a Georgia corporation with its home office at 436 South Hill Street, Griffin, Georgia 30224. The Company is a property and casualty mutual insurance company and is the parent company within a mutual insurance holding company structure. The Organizational Chart for the Company's mutual insurance holding company structure is attached hereto as Exhibit 1. The Company intends for its primary business operations to remain the same.

Buckeye State Mutual Insurance Company (hereinafter "BSMIC" or "Acquiring Party"), is an Ohio corporation with its home office at One Heritage Place, Piqua, Ohio 45356. BSMIC is a property and casualty mutual insurance company and is the parent company within a mutual insurance holding company structure. The Organizational Chart for the Acquiring Party's mutual insurance holding company structure is attached hereto as Exhibit 2. BSMIC and all its subsidiary companies intend for primary business operations to remain the same.

A list of executive officers and directors for both the Company and Acquiring Party, as well as a list of proposed officers and directors for the Acquiring Party is attached hereto as Exhibit 3.

Item 2. Consideration

None.

Item 3. Financial Statements

Independently audited financial statements for the past five years for both the Company and the Acquiring Party, along with the most recent quarterly financial reports are hereto attached as Exhibit 4.

Item 4. Future Plans for the Company

Except as set forth in this Item 4, the Acquiring Party has no plans to liquidate the Company, to sell its assets or merge or consolidate it with another person, or to make any other material change in its business or corporate structure or management.

Item 5. Shares to be Acquired

Per Item 1, above, the Company is a mutual insurance company and does not have any shares to be acquired.

Item 6. Share Classes

Per Item 1, above, the Company is a mutual insurance company and does not have any share classes.

Item 7. Contracts, Arrangements, or Understandings with Respect to Securities

Per Item 1, above, the Company is a mutual insurance company and there are no contracts, arrangements or understandings with respect to any securities.

Item 8. Recent Purchases of Securities

Per Item 1, above, the Company is a mutual insurance company and does not have any securities available to purchase.

Item 9. Recommendations to Purchase Securities

Per Item 1, above, the Company is a mutual insurance company and does not have any securities available to purchase.

Item 10. Copies of Tender Offers for Securities

Per Item 1, above, the Company is a mutual insurance company and there are no tender offers for, requests or invitations for tenders of exchange offers for, or agreements to acquire or exchange any securities.

Item 11. Terms of Agreement with Broker-Dealers

Per Item 1, above, the Company is a mutual insurance company, so there are no agreements, contracts or understandings made with any broker-dealer as to solicitation of securities.

Item 12. Additional Information

Criminal background checks (for past 10 years) for the officers of BSMIC will be sent to the Commissioner directly by Acxiom Corporation.

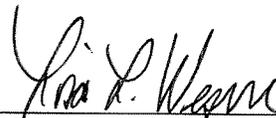
Any additional information that the Commissioner may by rule or regulation prescribe as necessary or appropriate for the protection of the policyholders or in the public interest will be provided.

SIGNATURE AND CERTIFICATION

Pursuant to the requirements of O.C.G.A. 33-13-3 and Regulations promulgated by the Georgia Insurance Commissioner, Buckeye State Mutual Insurance Company has caused this Statement to be duly signed on its behalf in the City of Piqua and the State of Ohio on this 18th day of February, 2011.

(SEAL) Buckeye State Mutual
Insurance Company

Buckeye State Mutual
Insurance Company

BY: 
Lisa L. Wesner, Secretary

Attest

BY: 
R. Douglas Haines, President

The undersigned deposes and says that she has duly executed the attached Statement dates February 18th, 2011, for and on behalf of Acquiring Party, Buckeye State Mutual Insurance Company, and that she is authorized to execute and file such instrument. Deponent further says that she is familiar with such instrument and the contents thereof and that the facts therein set forth are true to the best of her knowledge, information, and belief.


Lisa L. Wesner

EXHIBIT 1

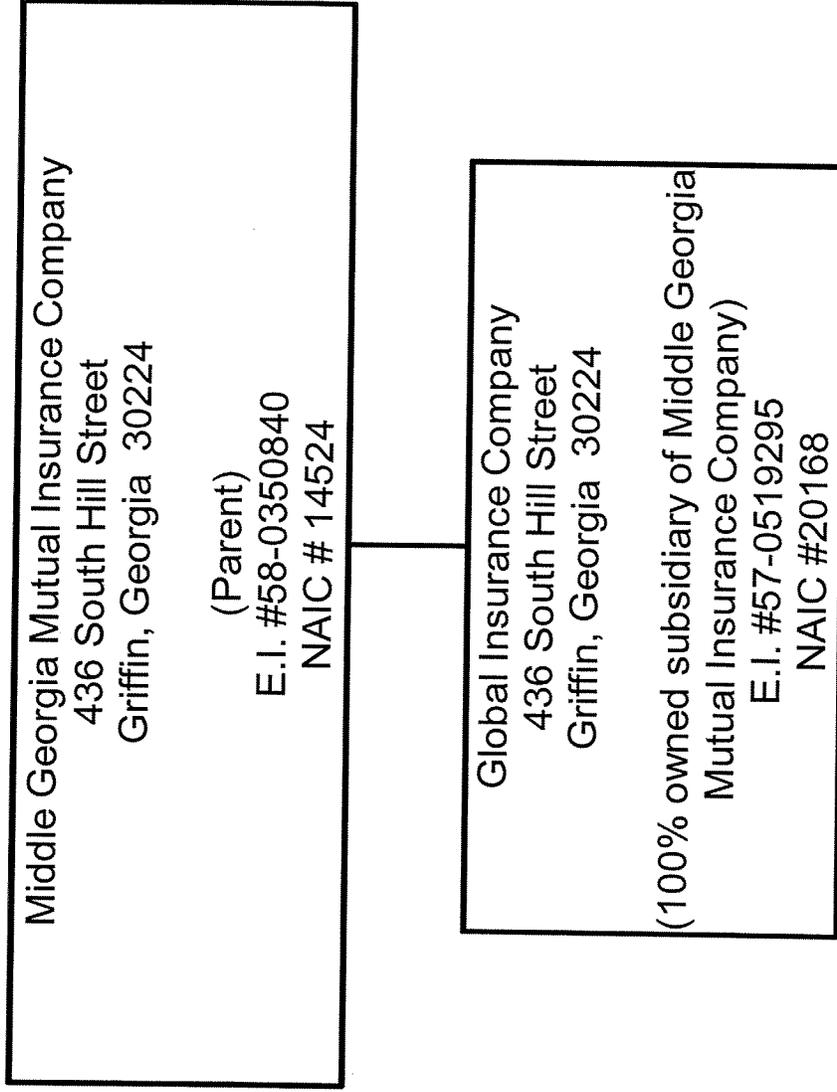


EXHIBIT 2

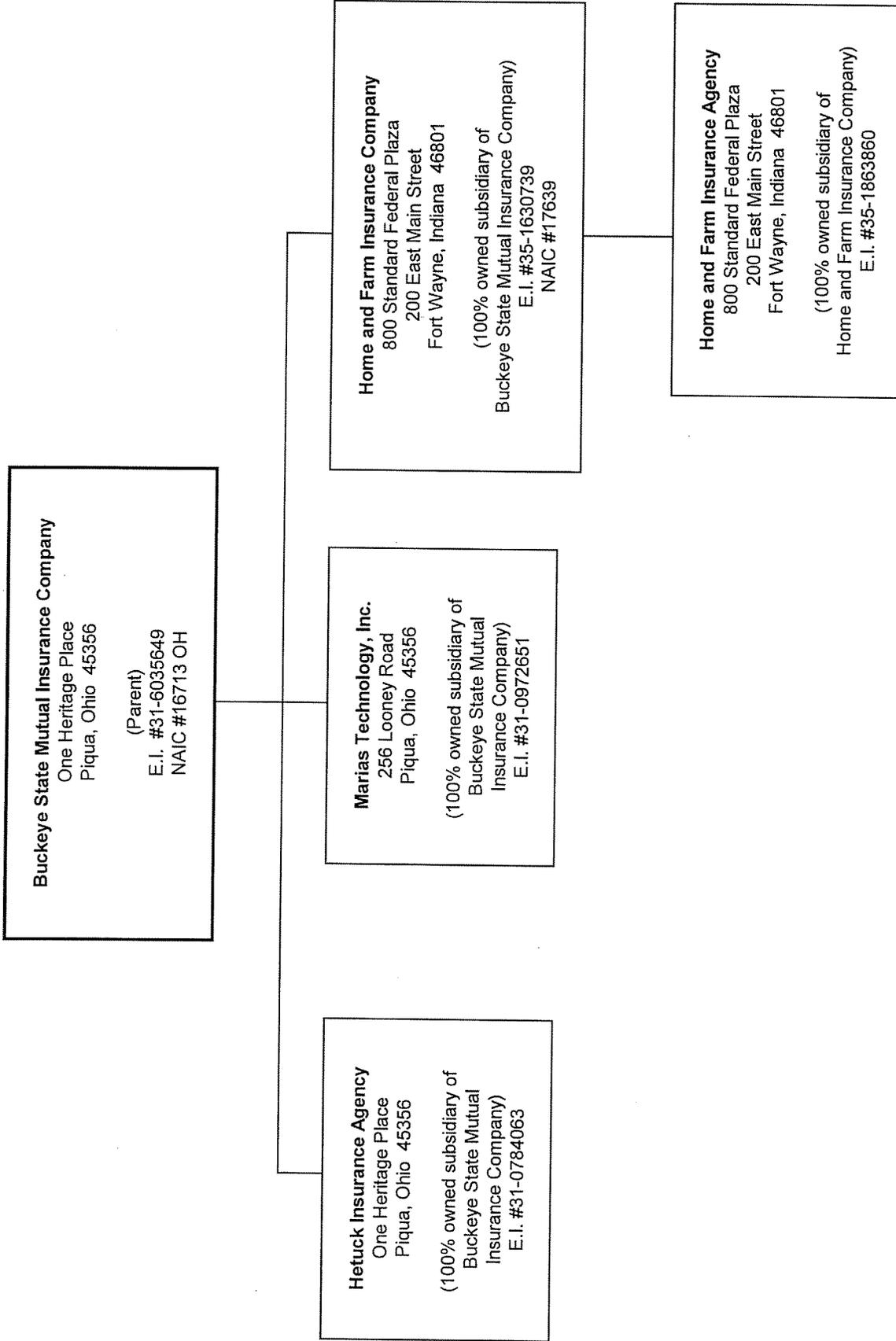


EXHIBIT 3 – DIRECTORS AND OFFICERS

Buckeye State Mutual Insurance Company Board of Directors

Donald E. Benschneider	President – Wildcat Creek Farms
R. Douglas Haines	President – Buckeye State Mutual Insurance Company President - Home and Farm Insurance Company
John S. Haldeman, II	Managing Director – Guy Carpenter
Thomas C. Lynch	Executive - The Staubach Company
Richard J. Seitz	Stewardship Director – Lima St. Charles Catholic Community
J. MacAlpine Smith, Esq.	Partner – Smith, Smith & Montgomery
James A. Stahl	President – Stahl Stoller Meyer Insurance Agency
William L. Sweet, Jr., Esq.	Partner – Beckman Lawson LLP
Ralph F. Thiele	Director – Echo German Mutual Insurance Company

The above listed directors have had no criminal convictions during the past ten years.

Buckeye State Mutual Insurance Company Officers

Robert E. Bornhorst	Senior Vice President, Treasurer, Chief Financial Officer
John M. Brooks	Senior Vice President, Chief Operating Officer
Craig A. Curcio	Vice President, Controller
John E. Davis	Senior Vice President
R. Christopher Haines	Vice President, Chief Information Officer
R. Douglas Haines	President, Chief Executive Officer
Steven C. Moeller	Vice President
Lisa L. Wesner	Vice President, Secretary

The above listed officers have had no criminal convictions during the past ten years.

EXHIBIT 3 – DIRECTORS AND OFFICERS

**Middle Georgia Mutual Insurance Company
Board of Directors - Current**

J. Ronald Adams	Vice President – Middle Georgia Mutual Insurance Company
Terry R. Gordy	President – Middle Georgia Mutual Insurance Company
Robert J. Rooks, CPA	Partner – Melvin, Rooks and Howell
Preston Williams, Jr.	Past President – Southern Frozen Foods

The above listed directors have had no criminal convictions during the past ten years.

**Middle Georgia Mutual Insurance Company
Officers - Current**

J. Ronald Adams	Vice President
Gail A. Betsill	Assistant Secretary
Brenda C. Brooker	Secretary
Terry R. Gordy	President and Secretary

The above listed officers have had no criminal convictions during the past ten years.

**Middle Georgia Mutual Insurance Company
Board of Directors – Proposed**

Terry R. Gordy
R. Douglas Haines
Robert J. Rooks
Richard J. Seitz
James A. Stahl

**Middle Georgia Mutual Insurance Company
Officers – Proposed**

Robert E. Bornhorst	Vice President and Treasurer
Terry R. Gordy	President
R. Douglas Haines	Chief Executive Officer
Lisa L. Wesner	Vice President and Secretary