



**Quarterly Operations Manager Report
For the period ending March 31, 2013**

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FL SAFE Legal Counsel

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Credit Rating

Standard & Poors -- AAAM

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For the period ending March 31, 2013

SUMMARY

- ◆ Florida Surplus Asset Fund Trust (“FL SAFE”) is a local government investment pool that serves the cash management needs of governments in Florida. FL SAFE seeks to provide competitive yields consistent with the preservation of capital and daily liquidity. FL SAFE is organized pursuant to Florida Statutes 163.01, is an authorized investment under 218.415 and invests according to the provisions of its Permitted Investments as listed in the Indenture of Trust.
- ◆ FL SAFE is authorized to invest in approved financial institutions and securities of the United States Treasury, United States Agencies, Primary Dealer Repurchase Agreements, and highly rated commercial paper. Asset allocation will be in full conformance with S&P guidelines.
- ◆ FL SAFE’s investments conform to the Permitted Investments as listed in its Indenture of Trust. FL SAFE meets Standard & Poor’s investment guidelines to achieve a AAAm rating, the highest attainable for a local government investment pool.
- ◆ FL SAFE is rated AAAm by the Standard & Poor’s Corporation.
- ◆ With the exception of certain floating rate securities, all securities purchased shall not exceed a maturity greater than 397 days.
- ◆ The weighted maturity of the portfolio shall not exceed 60 days; the weighted average life shall not exceed 120 days.
- ◆ FL SAFE seeks, but does not guarantee, to maintain a constant net asset value at \$1.00 per share. Please see the Indenture of Trust for more information on the investment objective of FL SAFE.
- ◆ The Investment Advisor is Prudent Man Advisors, Inc.
- ◆ The Administrator is Florida Management and Administrative Services, LLC.

SUMMARY

| | |
|---------------------|----------------------|
| FL SAFE | \$134,439,525 |
| FIIP | <u>\$52,848,332</u> |
| Total Assets | \$187,287,857 |

| | |
|----------------------------------|--------|
| FL SAFE | |
| 30 Day Yield | 0.10% |
| 7 Day Yield | 0.10% |
| Expense Ratio * | 0.16% |
| Weighted Average Maturity (days) | 32 |
| Weighted Average Life (days) | 58 |
| Net Asset Value Per Share | \$1.00 |

Note: The information contained herein is unaudited. Audited financial statements will be completed annually.

* Net expense ratio after waivers.





For the period ending March 31, 2013

STATEMENT OF NET ASSETS

| | For the Period Ending | | | | Year-to-Date |
|---|-----------------------|---------|---------|----------|--------------|
| | 3/31/13 | 6/30/13 | 9/30/13 | 12/31/13 | |
| Assets | | | | | |
| Investments in securities | | | | | |
| U.S. Treasuries | \$0 | | | | |
| U.S. Government Agencies | \$30,243,272 | | | | |
| Bankers Acceptances | \$7,336,538 | | | | |
| Commercial Paper | \$18,588,587 | | | | |
| Corporate Notes | 1,075,336 | | | | |
| Repurchase Agreement | \$2,000,000 | | | | |
| Total investment in securities | \$59,243,733 | \$0 | \$0 | \$0 | |
| Cash and cash equivalents | \$75,084,594 | | | | |
| Other assets | | | | | |
| Accrued interest | \$88,743 | | | | |
| Total Assets | \$134,417,070 | \$0 | \$0 | \$0 | |
| Liabilities | | | | | |
| Accrued expenses | \$46,656 | | | | |
| Net assets applicable to shares outstanding | \$134,370,414 | \$0 | \$0 | \$0 | |

STATEMENT OF OPERATIONS

| | | | | | |
|------------------------------------|------------|-----|-----|-----|------------|
| Gross Investment Income | \$90,585 | | | | \$90,585 |
| Expenses | | | | | |
| Administration Fees | \$22,500 | | | | \$22,500 |
| Audit Fees | \$6,709 | | | | \$6,709 |
| Board of Trustees Expense | - | | | | - |
| Cash Management Fees | \$2,824 | | | | \$2,824 |
| Custody Fees | - | | | | - |
| Investment Advisory Fees | \$24,197 | | | | \$24,197 |
| Waiver -- Investment Advisory Fees | (\$7,467) | | | | (\$7,467) |
| Legal Fees | - | | | | - |
| Liability Insurance Expense | \$6,750 | | | | \$6,750 |
| Operations Manager Fees | \$44,937 | | | | \$44,937 |
| Waiver -- Operations Manager Fees | (\$44,937) | | | | (\$44,937) |
| Ratings Expense | \$1,890 | | | | \$1,890 |
| Miscellaneous Expenses | - | | | | - |
| Miscellaneous Credits | - | | | | - |
| Total Expenses | \$57,403 | \$0 | \$0 | \$0 | \$57,403 |
| Net Investment Income | \$33,182 | \$0 | \$0 | \$0 | \$33,182 |

STATEMENT OF CHANGES IN NET ASSETS

| | | | | | |
|--|----------------|-----|-----|-----|----------------|
| Shares Purchased | \$37,727,080 | | | | \$37,727,080 |
| Shares Redeemed | (\$53,641,915) | | | | (\$53,641,915) |
| Net Change in Share Transactions | (\$15,914,836) | \$0 | \$0 | \$0 | (\$15,914,836) |
| Investment activities: | | | | | |
| Net Investment Income | \$33,182 | \$0 | \$0 | \$0 | \$33,182 |
| Net increase in net assets from share operations | \$33,182 | \$0 | \$0 | \$0 | \$33,182 |
| Distributions to participants from net investment income | (\$33,182) | \$0 | \$0 | \$0 | (\$33,182) |
| Revenue Recognition / FIIP Royalty | \$7,606 | | | | \$7,606 |
| Net Change in Assets | (\$15,874,048) | \$0 | \$0 | \$0 | (\$15,874,048) |
| Net Assets at Beginning of Period | \$150,244,462 | | \$0 | \$0 | \$150,244,462 |
| Net Assets at End of Period | \$134,370,414 | \$0 | \$0 | \$0 | \$134,370,414 |



PORTFOLIO ASSETS
As of March 31, 2013

| Security Description | CUSIP/Symbol | Credit Rating | | Yield | Maturity Date | Par | Book Value | Market Value (1) |
|--|--------------|------------------------|-----------------------|--------|---------------|-----------------------|-----------------------|-----------------------|
| | | Short Term S&P/Moody's | Long Term S&P/Moody's | | | | | |
| U.S. Agencies | | | | | | | | |
| FFCB FRN | 31331K3F5 | A-1+ / P-1 | AA+ / Aaa | 0.210% | 06/14/13 | 15,000,000.00 | 15,002,734.41 | 15,006,705.00 |
| FHLB FRN | 313379W96 | A-1+ / P-1 | AA+ / Aaa | 0.200% | 12/27/13 | 8,000,000.00 | 8,002,995.35 | 8,004,704.00 |
| FHLMC | 3134A4UM4 | A-1+ / P-1 | AA+ / Aaa | 0.200% | 01/15/14 | 7,000,000.00 | 7,237,542.48 | 7,239,050.00 |
| Total | | | | | | 30,000,000.00 | 30,243,272.24 | 30,250,459.00 |
| Bankers Acceptances | | | | | | | | |
| US Bank | 9033A0R10 | A-1+ / P-1 | (2) | 0.304% | 04/01/13 | 526,835.00 | 526,835.00 | 526,827.99 |
| JPMorgan Chase | 4662C0RF8 | A-1 / P-1 | (2) | 0.274% | 04/15/13 | 424,000.00 | 423,955.48 | 423,957.60 |
| US Bank | 9033A0RH5 | A-1+ / P-1 | (2) | 0.406% | 04/17/13 | 274,674.00 | 274,624.87 | 274,651.67 |
| US Bank | 9033A0RJ1 | A-1+ / P-1 | (2) | 0.254% | 04/18/13 | 210,745.00 | 210,719.89 | 210,726.56 |
| US Bank | 9033A0RN2 | A-1+ / P-1 | (2) | 0.345% | 04/22/13 | 871,785.00 | 871,643.39 | 871,680.99 |
| US Bank | 9033A0RP7 | A-1+ / P-1 | (2) | 0.254% | 04/23/13 | 373,747.00 | 373,690.20 | 373,698.90 |
| US Bank | 9033A0RV4 | A-1+ / P-1 | (2) | 0.355% | 04/29/13 | 203,852.00 | 203,796.27 | 203,815.35 |
| US Bank | 9033A0S68 | A-1+ / P-1 | (2) | 0.315% | 05/06/13 | 1,020,195.00 | 1,019,888.04 | 1,019,960.66 |
| JPMorgan Chase | 4662C0S75 | A-1 / P-1 | (2) | 0.274% | 05/07/13 | 245,000.00 | 244,934.20 | 244,930.03 |
| US Bank | 9033A0SH4 | A-1+ / P-1 | (2) | 0.335% | 05/17/13 | 236,652.00 | 236,552.28 | 236,578.47 |
| US Bank | 9033A0T34 | A-1+ / P-1 | (2) | 0.345% | 05/20/13 | 1,062,295.00 | 1,061,803.11 | 1,061,942.11 |
| US Bank | 9033A0T42 | A-1+ / P-1 | (2) | 0.376% | 06/04/13 | 700,000.00 | 699,539.04 | 699,688.85 |
| US Bank | 9033A0TT7 | A-1+ / P-1 | (2) | 0.335% | 06/27/13 | 226,996.00 | 226,814.92 | 226,851.79 |
| US Bank | 9033A0U57 | A-1+ / P-1 | (2) | 0.406% | 07/05/13 | 217,632.00 | 217,402.42 | 217,475.20 |
| JPMorgan Chase | 4662C0UF4 | A-1 / P-1 | (2) | 0.305% | 07/15/13 | 279,000.00 | 278,755.53 | 278,524.42 |
| JPMorgan Chase | 4662C0VD8 | A-1 / P-1 | (2) | 0.254% | 08/03/13 | 224,000.00 | 223,794.86 | 223,433.28 |
| JPMorgan Chase | 4662C0V55 | A-1 / P-1 | (2) | 0.254% | 08/05/13 | 242,000.00 | 241,788.22 | 241,446.84 |
| Total | | | | | | 7,339,408.00 | 7,336,537.72 | 7,336,190.71 |
| Commercial Paper | | | | | | | | |
| JPMorgan Chase | 4662J0SF0 | A-1 / P-1 | (2) | 0.284% | 05/15/13 | 3,000,000.00 | 2,998,972.88 | 2,999,480.10 |
| Union Bank | 90526MT56 | A-1 / P-1 | (2) | 0.254% | 06/05/13 | 5,000,000.00 | 4,997,742.80 | 4,998,476.50 |
| JPMorgan Chase | 4662J0U18 | A-1 / P-1 | (2) | 0.254% | 07/01/13 | 1,000,000.00 | 999,367.78 | 999,520.60 |
| Bank of Nova Scotia | 06416JU50 | A-1 / P-1 | (2) | 0.239% | 07/05/13 | 6,000,000.00 | 5,996,279.45 | 5,996,601.00 |
| General Electric Capital Corp | 36959HWB9 | A-1+ / P-1 | (2) | 0.223% | 09/11/13 | 3,000,000.00 | 2,997,011.61 | 2,996,841.00 |
| JPMorgan Chase | 4662JWP9 | A-1 / P-1 | (2) | 0.274% | 09/23/13 | 600,000.00 | 599,212.50 | 599,373.48 |
| Total | | | | | | 18,600,000.00 | 18,588,587.02 | 18,590,292.68 |
| Corporate Notes | | | | | | | | |
| Westpac Banking Corp NY | 961214BQ5 | A-1+ / P-1 | AA- / Aa2 | 0.330% | 12/09/13 | 1,070,000.00 | 1,075,335.67 | 1,075,499.80 |
| Unsecured Bank Deposits | | | | | | | | |
| BMO Harris Bank NA | | A-1 / P-1 | A+ / A2 | 0.400% | 04/01/13 | 8,423,620.68 | 8,423,620.68 | 8,423,620.68 |
| BMO Harris Bank NA - Earnings Credit | | A-1 / P-1 | A+ / A2 | 0.450% | 04/01/13 | 3,000,000.00 | 3,000,000.00 | 3,000,000.00 |
| TD Bank NA | | A-1+ / P-1 | AA- / Aa3 | 0.000% | 04/01/13 | 50,003.14 | 50,003.14 | 50,003.14 |
| TD Bank NA | | A-1+ / P-1 | AA- / Aa3 | 0.300% | 04/01/13 | 12,278,032.77 | 12,278,032.77 | 12,278,032.77 |
| BMO Harris Bank NA - Capital Support - PMA | | A-1 / P-1 | A+ / A2 | 0.000% | 01/02/13 | 200,000.00 | 200,000.00 | 200,000.00 |
| Total | | | | | | 23,951,656.59 | 23,951,656.59 | 23,951,656.59 |
| Secured Bank Deposits | | | | | | | | |
| Citibank NA | | A-1 / P-2 | A / A3 | 0.250% | 04/01/13 | 30,510,075.18 | 30,510,075.18 | 30,510,075.18 |
| BMO Harris Bank NA | | A-1 / P-1 | A+ / A2 | 0.400% | 04/01/13 | 20,622,862.54 | 20,622,862.54 | 20,622,862.54 |
| Total | | | | | | 51,132,937.72 | 51,132,937.72 | 51,132,937.72 |
| Repurchase Agreement | | | | | | | | |
| Goldman Sachs | | A-1 / P-1 | A / NR | 0.210% | 04/03/13 | 2,000,000.00 | 2,000,000.00 | 2,000,000.00 |
| TOTAL INVESTMENTS (3) | | | | | | 134,094,002.31 | 134,328,326.96 | 134,337,036.50 |

1) All of the securities held in the portfolio are valued each week using a third party pricing service. Other assets in the portfolio such as repurchase agreements, money market funds, and bank deposits are valued at cost.

2) Bankers acceptances, commercial paper and money market funds are not assigned a long-term credit rating.

3) The information contained in the statement is unaudited. Audited financial statements are completed annually.