Note: Broker-dealers are required to disclose any material arrangements with the venues listed in each section below, including, but not limited to, any internalization or payment for order flow arrangements.

AFY
ALLSTATE FINANCIAL SERVICES LLC
2920 SOUTH 84TH STREET
LINCOLN, NE 68506

SEC Rule 606 Quarterly Report for the Quarter Ending March 31, 2012

Securities Listed on New York Stock Exchange

Summary Statistics:

Non-directed orders as percentage of total customer orders 100.00%
Market orders as percentage of total non-directed orders 87.57%
Limit orders as percentage of total non-directed orders 10.75%
Other orders as percentage of total non-directed orders 1.68%

Venues Receiving Significant Percentage of Total Non-Directed Orders:

1. Knight Capital Markets, LLC 29.88%
2. Citadel Securities LLC 20.02%
3. UBS Securities, LLC 15.68%
4. National Financial Services LLC 13.81%
5. Two Sigma Securities, LLC 5.23%
6. Goldman, Sachs & Co. 3.85%
7. AlterNet Securities Inc. 2.47%
8. Direct Edge Exchange 2.47%
9. Citigroup Global Markets, Inc. 1.78%
10. BATS Exchange, Inc. 1.38%

Information Concerning Significant Venues:

1. Knight Capital Markets, LLC
   Types of Orders Routed to Venue:
   Market orders as percentage of total market 31.19%
   Limit orders as percentage of total limit orders 20.18%
   Other orders as percentage of total other orders 23.53%

2. Citadel Securities LLC
   Types of Orders Routed to Venue:
   Market orders as percentage of total market 21.17%
   Limit orders as percentage of total limit orders 11.93%
   Other orders as percentage of total other orders 11.76%
3. UBS Securities, LLC

Types of Orders Routed to Venue:
- Market orders as percentage of total market: 14.75%
- Limit orders as percentage of total limit orders: 15.60%
- Other orders as percentage of total other orders: 64.71%

4. National Financial Services LLC

Types of Orders Routed to Venue:
- Market orders as percentage of total market: 15.43%
- Limit orders as percentage of total limit orders: 2.75%
- Other orders as percentage of total other orders: 0.00%

5. Two Sigma Securities, LLC

Types of Orders Routed to Venue:
- Market orders as percentage of total market: 5.97%
- Limit orders as percentage of total limit orders: 0.00%
- Other orders as percentage of total other orders: 0.00%


Types of Orders Routed to Venue:
- Market orders as percentage of total market: 4.28%
- Limit orders as percentage of total limit orders: 0.92%
- Other orders as percentage of total other orders: 0.00%

7. AlterNet Securities Inc.

Types of Orders Routed to Venue:
- Market orders as percentage of total market: 2.82%
- Limit orders as percentage of total limit orders: 0.00%
- Other orders as percentage of total other orders: 0.00%

8. Direct Edge Exchange

Types of Orders Routed to Venue:
- Market orders as percentage of total market: 0.00%
- Limit orders as percentage of total limit orders: 22.94%
- Other orders as percentage of total other orders: 0.00%


Types of Orders Routed to Venue:
- Market orders as percentage of total market: 1.80%
- Limit orders as percentage of total limit orders: 1.83%
- Other orders as percentage of total other orders: 0.00%

10. BATS Exchange, Inc.

Types of Orders Routed to Venue:
- Market orders as percentage of total market: 0.00%
- Limit orders as percentage of total limit orders: 12.84%
- Other orders as percentage of total other orders: 0.00%
Summary Statistics:

- Non-directed orders as percentage of total customer orders: 100.00%
- Market orders as percentage of total non-directed orders: 80.65%
- Limit orders as percentage of total non-directed orders: 13.76%
- Other orders as percentage of total non-directed orders: 5.59%

Venues Receiving Significant Percentage of Total Non-Directed Orders:

1. Knight Equity Markets, L.P. - 31.40%
2. Citadel Securities LLC - 25.38%
3. UBS Securities, LLC - 16.66%
4. National Financial Services LLC - 10.11%
5. Two Sigma Securities, LLC - 3.01%
6. AlterNet Securities Inc. - 2.80%
7. Goldman, Sachs & Co. - 2.80%
8. Citigroup Global Markets, Inc. - 2.58%
9. NYSE ARCA - 1.29%
10. Direct Edge Exchange - 1.29%

Information Concerning Significant Venues:

1. Knight Equity Markets, L.P.
   - Types of Orders Routed to Venue:
     - Market orders as percentage of total market: 26.67%
     - Limit orders as percentage of total limit orders: 42.19%
     - Other orders as percentage of total other orders: 73.08%

2. Citadel Securities LLC
   - Types of Orders Routed to Venue:
     - Market orders as percentage of total market: 29.87%
     - Limit orders as percentage of total limit orders: 9.38%
     - Other orders as percentage of total other orders: 0.00%

3. UBS Securities, LLC
   - Types of Orders Routed to Venue:
     - Market orders as percentage of total market: 17.33%
     - Limit orders as percentage of total limit orders: 7.81%
     - Other orders as percentage of total other orders: 26.92%

4. National Financial Services LLC
   - Types of Orders Routed to Venue:
     - Market orders as percentage of total market: 10.67%
     - Limit orders as percentage of total limit orders: 10.94%
     - Other orders as percentage of total other orders: 0.00%

5. Two Sigma Securities, LLC
   - Types of Orders Routed to Venue:
     - Market orders as percentage of total market: 3.73%
     - Limit orders as percentage of total limit orders: 0.00%
     - Other orders as percentage of total other orders: 0.00%
6. AlterNet Securities Inc.

Types of Orders Routed to Venue:

<table>
<thead>
<tr>
<th>Order Type</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market orders</td>
<td>3.20%</td>
</tr>
<tr>
<td>Limit orders</td>
<td>1.56%</td>
</tr>
<tr>
<td>Other orders</td>
<td>0.00%</td>
</tr>
</tbody>
</table>


Types of Orders Routed to Venue:

<table>
<thead>
<tr>
<th>Order Type</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market orders</td>
<td>3.47%</td>
</tr>
<tr>
<td>Limit orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Other orders</td>
<td>0.00%</td>
</tr>
</tbody>
</table>


Types of Orders Routed to Venue:

<table>
<thead>
<tr>
<th>Order Type</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market orders</td>
<td>3.20%</td>
</tr>
<tr>
<td>Limit orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Other orders</td>
<td>0.00%</td>
</tr>
</tbody>
</table>

9. NYSE ARCA

Types of Orders Routed to Venue:

<table>
<thead>
<tr>
<th>Order Type</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Limit orders</td>
<td>9.38%</td>
</tr>
<tr>
<td>Other orders</td>
<td>0.00%</td>
</tr>
</tbody>
</table>

10. Direct Edge Exchange

Types of Orders Routed to Venue:

<table>
<thead>
<tr>
<th>Order Type</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Market orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Limit orders</td>
<td>9.38%</td>
</tr>
<tr>
<td>Other orders</td>
<td>0.00%</td>
</tr>
</tbody>
</table>
Summary Statistics:

<table>
<thead>
<tr>
<th>Category</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-directed orders as percentage of total customer orders</td>
<td>100.00%</td>
</tr>
<tr>
<td>Market orders as percentage of total non-directed orders</td>
<td>85.25%</td>
</tr>
<tr>
<td>Limit orders as percentage of total non-directed orders</td>
<td>7.55%</td>
</tr>
<tr>
<td>Other orders as percentage of total non-directed orders</td>
<td>7.19%</td>
</tr>
</tbody>
</table>

Venues Receiving Significant Percentage of Total Non-Directed Orders:

1. Knight Capital Markets, LLC               42.09%
2. Citadel Securities LLC               26.62%
3. UBS Securities, LLC               10.79%
4. National Financial Services LLC               7.91%
5. Two Sigma Securities, LLC               5.76%
6. Citigroup Global Markets, Inc.               1.80%
7. NYSE ARCA               1.08%
8. BATS Exchange, Inc.               1.08%
9. Direct Edge Exchange               1.08%
10. Goldman, Sachs & Co.               1.08%

Information Concerning Significant Venues:

1. Knight Capital Markets, LLC
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market | 39.66%
   - Limit orders as percentage of total limit orders | 14.29%
   - Other orders as percentage of total other orders | 100.00%

2. Citadel Securities LLC
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market | 30.38%
   - Limit orders as percentage of total limit orders | 9.52%
   - Other orders as percentage of total other orders | 0.00%

3. UBS Securities, LLC
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market | 10.97%
   - Limit orders as percentage of total limit orders | 19.05%
   - Other orders as percentage of total other orders | 0.00%

4. National Financial Services LLC
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market | 8.44%
   - Limit orders as percentage of total limit orders | 9.52%
   - Other orders as percentage of total other orders | 0.00%

5. Two Sigma Securities, LLC
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market | 6.75%
   - Limit orders as percentage of total limit orders | 0.00%
   - Other orders as percentage of total other orders | 0.00%
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market: 2.11%
   - Limit orders as percentage of total limit orders: 0.00%
   - Other orders as percentage of total other orders: 0.00%

7. NYSE ARCA
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market: 0.00%
   - Limit orders as percentage of total limit orders: 14.29%
   - Other orders as percentage of total other orders: 0.00%

8. BATS Exchange, Inc.
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market: 0.00%
   - Limit orders as percentage of total limit orders: 14.29%
   - Other orders as percentage of total other orders: 0.00%

9. Direct Edge Exchange
   Types of Orders Routed to Venue:
   - Market orders as percentage of total market: 0.00%
   - Limit orders as percentage of total limit orders: 14.29%
   - Other orders as percentage of total other orders: 0.00%

    Types of Orders Routed to Venue:
    - Market orders as percentage of total market: 0.84%
    - Limit orders as percentage of total limit orders: 4.76%
    - Other orders as percentage of total other orders: 0.00%
## Summary Statistics:

<table>
<thead>
<tr>
<th>Description</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-directed orders as percentage of total customer orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Market orders as percentage of total non-directed orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Limit orders as percentage of total non-directed orders</td>
<td>0.00%</td>
</tr>
<tr>
<td>Other orders as percentage of total non-directed orders</td>
<td>0.00%</td>
</tr>
</tbody>
</table>