

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: February 8, 2013
(Date of earliest event reported)

FEDERATED NATIONAL HOLDING COMPANY
(Exact name of registrant as specified in its charter)

<u>Florida</u> (State or other jurisdiction of incorporation)	<u>0-2500111</u> (Commission File Number)	<u>65-0248866</u> (I.R.S. Employer Identification No.)
<u>14050 N.W. 14th Street, Suite 180 Sunrise, FL</u> (Address of principal executive offices)		<u>33323</u> (Zip Code)

Registrant's telephone number, including area code: (954) 581-9993

NOT APPLICABLE
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement

On February 5, 2012, Federated National Insurance Company (“Federated National”), a wholly owned subsidiary of Federated National Holding Company (the “Company”), and the Florida Office of Insurance Regulation (the “OIR”) entered into an amended consent order (the “Amended Order”), which modifies certain provisions of the existing consent order dated January 25, 2011 (the “Original Order”). The Amended Order eliminates the monthly reporting requirements imposed by the Original Order and modifies the \$500,000 per month limit on new homeowners’ policies in Miami-Dade, Broward and Palm Beach counties (the “Tri-County Area”). Under the Amended Order, Federated National will be permitted to maintain homeowners’ policies in force in the Tri-County Area up to 35% of its total homeowners’ policies in force which is currently at 19.9%. Notwithstanding the change to the Tri-County Area limit, the Company intends to continue its disciplined approach to underwriting its policies in the Tri-County Area.

The foregoing description of the Amended Order does not purport to be complete and is qualified in its entirety by reference to the full text of the Amended Order, a copy of which is attached as Exhibit 10.1 to this Form 8-K and is incorporated by reference herein.

Item 8.01. Other Events.

On February 4, 2013, Federated National Underwriters, Inc. ("Federated Underwriters"), a wholly owned subsidiary of Federated National Holding Company (the "Company"), entered into an Insurance Agency Master Agreement (the "Agreement") with Ivantage Select Agency, Inc. ("ISA"), an affiliate of Allstate Insurance Company ("Allstate"). Pursuant to the Agreement, Federated Underwriters is authorized to appoint Allstate agents to offer the Company's Homeowners and Commercial General Liability insurance products to consumers in Florida. This Agreement is part of the Company's efforts to expand the distribution of its insurance products. It is not possible to estimate at this time the number of policies that may be written as a result of this Agreement since ISA may represent other carriers or contract with other wholesale agencies, intermediaries or producers during the term of this Agreement

Item 9.01. Financial Statements and Exhibits

The following exhibit is filed with this Current Report on Form 8-K:

(d) Exhibits.

- 10.1 Amended Consent Order dated February 5, 2013 between the Florida Office of Insurance Regulation and Federated National Insurance Company

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FEDERATED NATIONAL HOLDING COMPANY

Date: February 8, 2013

By: /s/ Peter J. Prygelski, III
Name: Peter J. Prygelski, III
Title: Chief Financial Officer
(Principal Accounting and Financial Officer)



FILED

Feb 5 2013

OFFICE OF
INSURANCE REGULATION
Docketed by: /s/EE

OFFICE OF INSURANCE REGULATION

KEVIN M. MCCARTY
COMMISSIONER

IN THE MATTER OF:

CASE NO: 130303-12-CO

FEDERATED NATIONAL INSURANCE COMPANY

AMENDED CONSENT ORDER

THIS CAUSE came on for consideration as a result of a request from FEDERATED NATIONAL INSURANCE COMPANY (hereinafter referred to as “FEDERATED NATIONAL”) to the OFFICE OF INSURANCE REGULATION (hereinafter referred to as “OFFICE”) to modify certain terms and conditions of a previously executed Consent Order No. 114165-1 0-CO, executed January 25, 2011 (hereinafter referred to as “CONSENT ORDER” and attached as Exhibit A). After a complete review of the entire record and upon consideration thereof, and otherwise being fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter and of the parties herein.
2. FEDERATED NATIONAL is a Florida domiciled property and casualty insurance company authorized to transact insurance in the state of Florida.
3. The OFFICE and FEDERATED NATIONAL agree that upon the execution of this Amended Consent Order, FEDERATED shall be subject to the terms and conditions contained herein.
4. FEDERATED NATIONAL is relieved of filing monthly financial statement as required by paragraph 22 of the CONSENT ORDER.

5. FEDERATED NATIONAL is relieved of filing the monthly report detailing new homeowner's premium written and in force as required by paragraph 23 of the CONSENT ORDER.

6. FEDERATED NATIONAL is relieved of filing the monthly report of homeowners policies non-renewed as required by paragraph 25 of the CONSENT ORDER.

7. Paragraph 16 of the CONSENT ORDER is amended to read:

SURVIVING ENTITY is required to maintain its total Homeowners Multi Peril policies in force as reported in QUASR located in Broward, Miami-Dade and Palm Beach Counties at a level that is equal to or below thirty five percent (35%) of SURVIVING ENT ITY's total Homeowners Multi Peril policies in force.

WHEREFORE, all other terms and conditions contained in Consent Order No. 114165-10-CO, executed January 25, 2011, not otherwise modified as above, shall remain in full force and effect, and all terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 5th day of February, 2013.



/s/ Kevin McCarty
Kevin McCarty, Commissioner
Office of Insurance Regulation

By execution hereof, FEDERATED NATIONAL INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions and shall be bound by all provisions herein. The undersigned represents that he has the authority to bind FEDERATED NATIONAL INSURANCE COMPANY to the terms and conditions of this Consent Order.

Corporate Seal



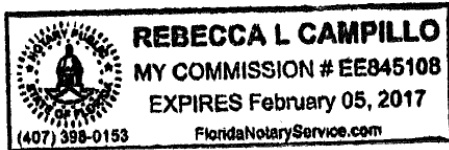
FEDERATED NATIONAL INSURANCE COMPANY
By: /s/ Michael H. Braun

Print Name: Michael H. Braun

Title: President

STATE OF Florida
COUNTY OF Broward

The foregoing instrument was acknowledged before me this 4th day of Feb 2013,
by Michael H. Braun as President
(name of person) (type of authority.. e.g. officer, trustee attorney in fact)
for Federated National Insurance Company
(company name)



/s/ Rebecca L. Campillo
(Signature of the Notary)

Rebecca L. Campillo
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification _____
Type of Identification Produced _____