

3rd Quarter 2008 SEC Rule 11AC1-6

AFS, LLC is making publicly available quarterly reports of order routing practices in compliance with SEC Rules 11AC1-6. The report provides information on the routing of non-directed orders (orders that the customer did not specifically instruct AFS, LLC be routed to a particular venue for execution). AFS, LLC does not route or direct an order to a specific venue and does not participate in payment for order flow arrangements. All brokerage orders are forwarded to our clearing broker dealer, National Financial Services (NFS), for execution. NFS's routing practices may be viewed at [www.nationalfinancial.com](http://www.nationalfinancial.com).

The report is divided into four sections: Securities listed on the (1) New York Stock Exchange, (2) Nasdaq, (3) American and (4) exchange listed options.

**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 September 30, 2008**

**Securities Listed on NYSE Euronext**

**Summary Statistics :**

Non-directed orders as percentage of total customer orders	100.00%
Market orders as percentage of total non-directed orders	71.88%
Limit orders as percentage of total non-directed orders	20.93%
Other orders as percentage of total non-directed orders	7.19%

**Venues Receiving Significant Percentage of Total Non-Directed Orders :**

1. Automated Trading Desk Financial Services, L.L.C.	33.39%
2. Knight Capital Markets, L.L.C.	29.87%
3. Madoff (Bernard L.) Investment Securities, L.L.C.	12.83%
4. Citadel Derivatives Group, L.L.C.	12.09%
5. UBS Securities, L.L.C.	7.77%
6. National Financial Services L.L.C.	2.50%
7. NYSE Euronext	1.54%

**Information Concerning Significant Venues :**

1. Automated Trading Desk Financial Services, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	36.22%
Limit orders as percentage of total limit orders	25.70%
Other orders as percentage of total other orders	27.41%

2. Knight Capital Markets, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	26.07%
Limit orders as percentage of total limit orders	34.61%
Other orders as percentage of total other orders	54.07%

3. Madoff (Bernard L.) Investment Securities, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	12.37%
Limit orders as percentage of total limit orders	18.83%
Other orders as percentage of total other orders	0.00%

4. Citadel Derivatives Group, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	12.52%
Limit orders as percentage of total limit orders	12.47%
Other orders as percentage of total other orders	6.67%

5. UBS Securities, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	8.22%
Limit orders as percentage of total limit orders	6.62%
Other orders as percentage of total other orders	6.67%

6. National Financial Services L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	2.96%
Limit orders as percentage of total limit orders	1.78%
Other orders as percentage of total other orders	0.00%

7. NYSE Euronext

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	1.63%
Limit orders as percentage of total limit orders	0.00%
Other orders as percentage of total other orders	5.19%

## Securities Listed on The Nasdaq Stock Market

### Summary Statistics :

Non-directed orders as percentage of total customer orders	100.00%
Market orders as percentage of total non-directed orders	74.84%
Limit orders as percentage of total non-directed orders	22.58%
Other orders as percentage of total non-directed orders	2.58%

### Venues Receiving Significant Percentage of Total Non-Directed Orders :

1. Knight Equity Markets, L.P.	25.81%
2. Automated Trading Desk Financial Services, L.L.C.	25.16%
3. UBS Securities, L.L.C.	21.51%
4. Citadel Derivatives Group, L.L.C.	15.70%
5. Madoff (Bernard L.) Investment Securities, L.L.C.	5.81%
6. Citigroup Global Markets, Inc.	4.52%
7. National Financial Services L.L.C.	1.29%
8. Natixis Bleichroeder, Inc.	0.22%

### Information Concerning Significant Venues :

#### 1. Knight Equity Markets, L.P.

##### Types of Orders Routed to Venue :

Market orders as percentage of total market orders	20.11%
Limit orders as percentage of total limit orders	39.05%
Other orders as percentage of total other orders	75.00%

#### 2. Automated Trading Desk Financial Services, L.L.C.

##### Types of Orders Routed to Venue :

Market orders as percentage of total market orders	26.72%
Limit orders as percentage of total limit orders	20.95%
Other orders as percentage of total other orders	16.67%

#### 3. UBS Securities, L.L.C.

##### Types of Orders Routed to Venue :

Market orders as percentage of total market orders	21.26%
Limit orders as percentage of total limit orders	23.81%
Other orders as percentage of total other orders	8.33%

4. Citadel Derivatives Group, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	17.82%
Limit orders as percentage of total limit orders	10.48%
Other orders as percentage of total other orders	0.00%

5. Madoff (Bernard L.) Investment Securities, L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	7.47%
Limit orders as percentage of total limit orders	0.95%
Other orders as percentage of total other orders	0.00%

6. Citigroup Global Markets, Inc.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	4.89%
Limit orders as percentage of total limit orders	3.81%
Other orders as percentage of total other orders	0.00%

7. National Financial Services L.L.C.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	1.72%
Limit orders as percentage of total limit orders	0.00%
Other orders as percentage of total other orders	0.00%

8. Natixis Bleichroeder, Inc.

Types of Orders Routed to Venue :

Market orders as percentage of total market orders	0.00%
Limit orders as percentage of total limit orders	0.95%
Other orders as percentage of total other orders	0.00%

## Securities Listed on The American Stock Exchange or Regional Exchanges

### Summary Statistics :

Non-directed orders as percentage of total customer orders	100.00%
Market orders as percentage of total non-directed orders	74.25%
Limit orders as percentage of total non-directed orders	19.40%
Other orders as percentage of total non-directed orders	6.34%

### Venues Receiving Significant Percentage of Total Non-Directed Orders :

1. Knight Capital Markets, L.L.C.	35.07%
2. Citadel Derivatives Group, L.L.C.	29.48%
3. Automated Trading Desk Financial Services, L.L.C.	10.07%
4. Madoff (Bernard L.) Investment Securities, L.L.C.	10.07%
5. UBS Securities, L.L.C.	8.58%
6. Archipelago Trading Services, Inc.	4.48%
7. American Stock Exchange	1.49%
8. Domestic Securities Inc.	0.37%
9. National Financial Services L.L.C.	0.37%

### Information Concerning Significant Venues :

#### 1. Knight Capital Markets, L.L.C.

##### Types of Orders Routed to Venue :

Market orders as percentage of total market orders	37.19%
Limit orders as percentage of total limit orders	23.08%
Other orders as percentage of total other orders	47.06%

#### 2. Citadel Derivatives Group, L.L.C.

##### Types of Orders Routed to Venue :

Market orders as percentage of total market orders	28.64%
Limit orders as percentage of total limit orders	30.77%
Other orders as percentage of total other orders	35.29%

#### 3. Automated Trading Desk Financial Services, L.L.C.

##### Types of Orders Routed to Venue :

	Market orders as percentage of total market orders	7.54%
	Limit orders as percentage of total limit orders	17.31%
	Other orders as percentage of total other orders	17.65%
4.	Madoff (Bernard L.) Investment Securities, L.L.C.	
	Types of Orders Routed to Venue :	
	Market orders as percentage of total market orders	8.54%
	Limit orders as percentage of total limit orders	19.23%
	Other orders as percentage of total other orders	0.00%
5.	UBS Securities, L.L.C.	
	Types of Orders Routed to Venue :	
	Market orders as percentage of total market orders	10.05%
	Limit orders as percentage of total limit orders	5.77%
	Other orders as percentage of total other orders	0.00%
6.	Archipelago Trading Services, Inc.	
	Types of Orders Routed to Venue :	
	Market orders as percentage of total market orders	5.03%
	Limit orders as percentage of total limit orders	3.85%
	Other orders as percentage of total other orders	0.00%
7.	American Stock Exchange	
	Types of Orders Routed to Venue :	
	Market orders as percentage of total market orders	2.01%
	Limit orders as percentage of total limit orders	0.00%
	Other orders as percentage of total other orders	0.00%
8.	Domestic Securities Inc.	
	Types of Orders Routed to Venue :	
	Market orders as percentage of total market orders	0.50%
	Limit orders as percentage of total limit orders	0.00%
	Other orders as percentage of total other orders	0.00%
9.	National Financial Services L.L.C.	
	Types of Orders Routed to Venue :	
	Market orders as percentage of total market orders	0.50%
	Limit orders as percentage of total limit orders	0.00%
	Other orders as percentage of total other orders	0.00%

### Exchange - Listed Options

#### Summary Statistics :

Non-directed orders as percentage of total customer orders	0.00%
Market orders as percentage of total non-directed orders	0.00%
Limit orders as percentage of total non-directed orders	0.00%
Other orders as percentage of total non-directed orders	0.00%