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

OMB APPROVAL	
OMB Number:	3235-0123
Expires:	February 28, 2010
Estimated average burden	
Hours per response.....	12.00

ANNUAL AUDITED REPORT FORM X-17A-5 PART III

SEC FILE NUMBER
8-14989

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 1/1/08 AND ENDING 12/31/08
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER: Investors Brokerage Services, Inc.

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)
1707 N. Randall Road

FIRM I.D. NO

(No. and Street)

Elgin

(City)

IL

(State)

60123

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Larry Debnar

847-930-7872

(Area Code-Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*
PricewaterhouseCoopers, LLP

(Name - if individual, state lasts, first, middle name)

1901 6th Avenue North, Suite 1600

(Address)

Birmingham

(City)

AL

(State)

35203
Section

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

MAR 02 2009

Washington, DC
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FOR OFFICIAL USE ONLY

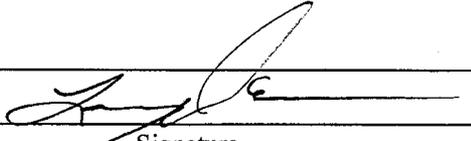
Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

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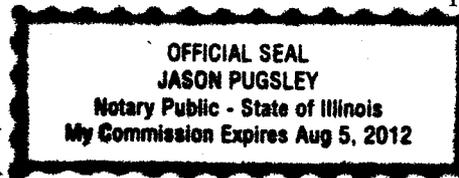
OATH OR AFFIRMATION

I, Larry Debnar, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Investors Brokerage Services, Inc., as of December 31, 2008, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:


Signature

Chief Financial Officer
Title


Notary Public



This report ** contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Cash Flows
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Index to Financial Statements and Supplementary Information
December 31, 2008

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Report of Independent Auditors

To the Board of Directors and Stockholder of
Investors Brokerage Services, Inc.

In our opinion, the accompanying statement of financial condition and the related statements of operations, of changes in stockholder's equity, and of cash flows present fairly, in all material respects, the financial position of Investors Brokerage Services, Inc. (the "Company"), a wholly owned subsidiary of Protective Life Insurance Company), at December 31, 2008, and the results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Company's management; our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit of these statements in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I and II is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PricewaterhouseCoopers LLP

February 27, 2009

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Statement of Financial Condition
December 31, 2008

Assets

Cash and cash equivalents	\$ 887,739
Other assets	285
Total assets	<u>\$ 888,024</u>

Liabilities and Stockholder's Equity

Liabilities

Accounts payable and other liabilities	\$ 32,500
Due to affiliate	12,001
Income tax payable	1,886
Total liabilities	<u>46,387</u>

Stockholder's equity

Common stock, \$5 par value; 2,000 shares authorized, 1,369 shares issued and outstanding	6,845
Additional paid-in capital	781,993
Retained earnings	52,799
Total stockholder's equity	<u>841,637</u>
Total liabilities and stockholder's equity	<u>\$ 888,024</u>

The accompanying notes are an integral part of the financial statements.

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Statement of Operations
Year Ended December 31, 2008

Revenues	
Commissions	\$ 7,124,824
Underwriting fee	120,000
Interest income	20,615
Other income	6,175
Total revenues	<u>7,271,614</u>
Expenses	
Commissions	7,124,824
General and administrative	97,536
Licenses and fees	12,844
Total expenses	<u>7,235,204</u>
Income before provision for income tax expense	36,410
Provision for income tax expense	15,000
Net income	<u>\$ 21,410</u>

The accompanying notes are an integral part of the financial statements.

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Statement of Changes in Stockholder's Equity
Year Ended December 31, 2008

	Common Stock		Additional Paid-In Capital	Retained Earnings	Total Stockholder's Equity
	Shares	Amount			
Balance at January 1, 2008	1,369	\$ 6,845	\$ 781,993	\$ 31,389	\$ 820,227
Net income	-	-	-	21,410	21,410
Balance at December 31, 2008	<u>1,369</u>	<u>\$ 6,845</u>	<u>\$ 781,993</u>	<u>\$ 52,799</u>	<u>\$ 841,637</u>

The accompanying notes are an integral part of the financial statements.

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Statement of Cash Flows
Year Ended December 31, 2008

Cash flows from operating activities	
Net income	\$ 21,410
Adjustments to reconcile net income to net cash provided by operating activities	
Changes in assets and liabilities	
Due to/from affiliates, net	47,467
Income tax receivable/payable, net	287
Other assets	<u>15,268</u>
Net cash provided by operating activities	84,432
Cash and cash equivalents	
Beginning of year	<u>803,307</u>
End of year	<u>\$ 887,739</u>

The accompanying notes are an integral part of the financial statements.

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Notes to Financial Statements
December 31, 2008

1. Nature of Business

Investors Brokerage Services, Inc. (the "Company") a wholly owned subsidiary of Protective Life Insurance Company (PLICO), is a registered broker-dealer with the Securities and Exchange Commission ("SEC") and is a member of the Financial Industry Regulatory Authority ("FINRA").

The Company currently acts primarily as the underwriter of PLICO and Kemper Investors Life Insurance Company ("KILICO") variable annuity products. The Company does not engage in retail sales of securities.

2. Summary of Significant Accounting Policies

Basis of Presentation

The financial statements are prepared in accordance with accounting principles generally accepted in the United States of America which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include investments in money market funds and are considered highly liquid instruments.

Recognition of Commission Income and Expense

Commission income and commission expenses are recorded on a trade date basis for trades executed through the Company.

Interest Income

Interest income was primarily generated through interest earned on a money market fund and was accounted for on the accrual method.

Income Taxes

The results of operations of the Company are included in the consolidated federal and state income tax returns of PLC. The Company utilizes the asset and liability method in accordance with Statement of Financial Accounting Standards No. 109 (SFAS 109), *Accounting for Income Taxes*. Under a tax allocation agreement, PLC allocates current and deferred taxes to each member as if it were a separate taxpayer.

The Company has adopted the provisions of FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes - an Interpretation of FASB Statement No. 109*, (FIN 48). FIN 48 prescribes a recognition threshold and measurement attribute for the financial statement recognition, measurement and disclosure of a tax position taken or expected to be taken in a tax return. As of December 31, 2008, the application of FIN 48 had no impact on the Company's financial statements.

Concentration of Credit Risk

The Company maintains depository accounts with certain financial institutions. Although the account balances exceed federally insured depository limits, the Company has evaluated the credit worthiness of these applicable financial institutions and determined the risk of material financial loss due to exposure from credit risk to be minimal.

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Notes to Financial Statements
December 31, 2008

Fair Value Measurements

The Company adopted the provisions of Financial Accounting Standards Board ("FASB") Statement No. 157 - *Fair Value Measurement* ("SFAS 157") as of January 1, 2008. This Statement defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs used to measure fair value and enhances disclosure requirements for fair value measurements. The adoption of SFAS 157 had no impact on the Company's financial statements or its related financial statement disclosures.

3. Income Taxes

There were no temporary differences at December 31, 2008, and therefore, no resulting deferred tax assets or liabilities. The income tax expense for the year ended December 31, 2008 was as follows:

Federal		
Current	\$	12,000
State		
Current		3,000
		<u>15,000</u>
	\$	<u>15,000</u>

The actual income tax expense for 2008 differed from the expected tax expense due to state taxes as displayed below. Expected tax expense was computed by multiplying the U.S. federal income tax rate of 35% to income before income tax expense.

Computed expected tax expense	\$	12,744
Differences between expected and actual tax		
State tax, net of federal expense		1,950
Other		306
		<u>306</u>
Total actual tax expense	\$	<u>15,000</u>

Included in the "due to affiliate" on the accompanying financial statements are the current income taxes payable of \$12,001 at December 31, 2008.

4. Regulatory Net Capital Requirement

The Company is subject to the Uniform Net Capital Rule ("Rule 15c3-1"), pursuant to the Securities Exchange Act of 1934, which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital shall not exceed 15 to 1. At December 31, 2008, the Company had net capital of \$836,696 which was \$826,696 in excess of its required net capital of \$10,000. The ratio of aggregate indebtedness to net capital at December 31, 2008 was 0.06 to 1. The Company claims exemption from Rule 15c3-3 under Paragraph (k)(2)(i) of Rule 15c3-3 as the Company does not hold customer funds nor safekeep customer securities.

5. Related Party Transactions

The Company entered into a Management and Administrative Services Agreement with PLICO in which certain services would be provided on behalf of the Company. These services include

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Notes to Financial Statements
December 31, 2008

payment of the Company's payroll costs, occupancy costs, equipment rentals and communications costs, as well as various other operating expenses. The Company incurred approximately \$64,900 of expense related to these services during the year ended December 31, 2008. These amounts are included in general and administrative expenses on the statement of operations.

The Company entered into a Legal Services Agreement with PLICO in which PLICO shall provide, at its own expense, all reasonably necessary legal services to the Company including, but not limited to, general corporate legal work and legal work related to regulatory matters.

The Company amended its Distribution Agreement with PLICO so that the Company would be compensated for its services as underwriter of their variable annuity products. The Company recognized \$120,000 of revenue related to this service during the year ended December 31, 2008.

Amounts due to/from affiliates, as disclosed on the statement of financial condition, arise from these transactions.

6. Commitments and Contingencies

A number of civil jury or arbitration verdicts have been returned against companies in the jurisdictions in which the Company does business involving sales practices of representatives, alleged misconduct, and other matters. Increasingly, these lawsuits have resulted in the awarding of substantial judgments against these companies that are disproportionate to the actual damages, including material amounts of punitive damages. In some states, juries or arbitrators have substantial discretion in awarding punitive damages which creates the potential for unpredictable material adverse judgments in any given punitive damage suit. The Company, like other brokers and dealers, in the ordinary course of business, is from time to time involved in such matters. Although the outcome of any such matters cannot be predicted with certainty, the Company believes that at the present time there are no pending or threatened matters that are reasonably likely to have a material adverse effect on the financial position, results of operations, or liquidity of the Company.

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Computation of Net Capital Pursuant to Rule 15c3-1
of the Securities and Exchange Commission
December 31, 2008

Schedule I

Net Capital	
Total stockholder's equity	\$ 841,637
Deductions and/or charges	
Nonallowable assets:	
Other assets	285
Total deductions and/or charges	285
Net capital before haircuts positions	841,352
Haircuts on securities positions	4,656
Net capital	\$ 836,696
Aggregate Indebtedness	\$ 46,387
Computation of Basic Net Capital Requirements	
Greater of 6-2/3% of aggregate indebtedness or \$10,000	\$ 10,000
Excess net capital (net capital, less net capital requirement)	\$ 826,696
Ratio of aggregate indebtedness to net capital	0.06 to 1

Investors Brokerage Services, Inc.
(a wholly owned subsidiary of Protective Life Insurance Company)
Computation for Determination of Reserve Requirements
and Information Relating to Possession or Control Requirements
Pursuant to Rule 15c3-3 Under the Securities
Exchange Act of 1934
December 31, 2008

Schedule II

Exemption Under Section (k)(2)(i) Has Been Claimed

The Company claims exemption from Rule 15c3-3 of the Securities Exchange Act of 1934 as provided by paragraph (k)(2)(i). Investors Brokerage Services, Inc. does not hold customer funds nor safekeep customer securities.

The Company has complied with the above exemptive provisions of SEC Rule 15c3-3.

**Report of Independent Auditors
Internal Control Pursuant to SEC Rule 17a-5**

To the Board of Directors and Management
Investors Brokerage Services, Inc.

In planning and performing our audit of the financial statements of Investors Brokerage Services, Inc. (the "Company"), a wholly owned subsidiary of Protective Life Insurance Company, as of and for the year ended December 31, 2008, in accordance with auditing standards generally accepted in the United States of America, we considered the Company's internal control over financial reporting (internal control) as a basis for designing our auditing procedures for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, we do not express an opinion on the effectiveness of the Company's internal control.

Also, as required by Rule 17a-5(g)(1) of the Securities and Exchange Commission (the "SEC"), we have made a study of the practices and procedures followed by the Company, including consideration of control activities for safeguarding securities. This study included tests of compliance with such practices and procedures, that we considered relevant to the objectives stated in Rule 17a-5(g) in the following:

1. The periodic computations of aggregate indebtedness and net capital under Rule 17a-3(a)(11); and
2. Determining compliance with the exemptive provisions of Rule 15c3-3.

Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

1. Making the quarterly securities examinations, counts, verifications, and comparisons, and the recordation of differences required by Rule 17a-13; and
2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of control and of the practices and procedures referred to in the preceding paragraph, and to

assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control and the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

A *control deficiency* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A *significant deficiency* is a control deficiency, or combination of control deficiencies, that adversely affects the entity's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principals such that there is more than a remote likelihood that a misstatement of the entity's financial statements that is more than inconsequential will not be prevented or detected by the entity's internal control.

A *material weakness* is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the entity's internal control.

Our consideration of internal control was for the limited purpose described in the first, second, and third paragraphs and would not necessarily identify all deficiencies in internal control that might be material weaknesses. We did not identify any deficiencies in internal control and control activities for safeguarding securities that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2008 to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the National Association of Securities Dealers, Inc., and other regulatory agencies that rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

PricewaterhouseCoopers LLP

February 27, 2009

Investors Brokerage Services, Inc.

**(a wholly owned subsidiary of
Protective Life Insurance Company)
(Financial Statements and Supplementary
Information**

**Pursuant to SEC Rule 17a-5
December 31, 2008**