

The reader should not assume that the information is accurate and complete.

FORM 13F COVER PAGE

OMB APPROVAL	
OMB Number:	3235-0006
Expires:	Oct 31, 2018
Estimated average burden hours per response:	23.8

No.	Form 13F File Number	Name
1	28-15068	Loews MIP, Inc.

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 13F

FORM 13F INFORMATION TABLE

OMB APPROVAL

OMB Number: 3235-0006

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	SOLE	SHARED	NONE
3D SYSTEMS CORP	Common	88554D955	2,392	40,000	SH	Put	SOLE		40,000	0	0
Abbott Laboratories	Common	002824100	263	6,425	SH		SOLE		6,425	0	0
AERCAP HOLDINGS NV	Common	N00985106	13,740	300,000	SH		SOLE		300,000	0	0
AETNA INC	Common	00817Y108	746	9,200	SH		SOLE		9,200	0	0
AGNICO-EAGLE MINES LTD	Common	008474908	5,362	140,000	SH	Call	SOLE		140,000	0	0
AGNICO-EAGLE MINES LTD	Common	008474958	3,830	100,000	SH	Put	SOLE		100,000	0	0
ALLISON TRANSMISSION HOLDING	Common	01973R101	7,775	250,000	SH		DFND	1	0	250,000	0
AMERICAN AIRLINES GROUP INC	Common	02376R102	644	15,000	SH		SOLE		15,000	0	0
AMERICAN INTERNATIONAL GROUP	Common	026874784	11,751	215,300	SH		SOLE		215,300	0	0
AMERICAN INTERNATIONAL GROUP	Common	026874904	19,103	350,000	SH	Call	SOLE		350,000	0	0
AMKOR TECHNOLOGY INC	Common	031652100	1,789	160,000	SH		SOLE		160,000	0	0
ANADARKO PETROLEUM CORP	Common	032511107	1,488	13,591	SH		SOLE		13,591	0	0
APACHE CORP	Common	037411105	380	3,780	SH		SOLE		3,780	0	0
ARC DOCUMENT SOLUTIONS INC	Common	00191G103	68	11,631	SH		SOLE		11,631	0	0
ARRIS GROUP INC	Common	04270V106	241	7,400	SH		SOLE		7,400	0	0
ASANKO GOLD INC	Common	04341Y105	2,579	989,593	SH		SOLE		989,593	0	0
ASHLAND INC	Common	044209104	17,942	165,000	SH		SOLE		165,000	0	0
ASHLAND INC	Common	044209954	6,524	60,000	SH	Put	SOLE		60,000	0	0
AURICO GOLD INC	Common	05155C105	1,003	235,545	SH		SOLE		235,545	0	0
AVNET INC	Common	053807103	361	8,150	SH		SOLE		8,150	0	0
BAKER HUGHES INC	Common	057224107	208	2,800	SH		SOLE		2,800	0	0
BANK OF AMERICA CORP	Common	060505104	216	14,068	SH		SOLE		14,068	0	0
BANK OF AMERICA CORP	Warrant	060505153	1,921	125,000	SH		SOLE		125,000	0	0
BARRICK GOLD CORP	Common	067901108	2,277	124,436	SH		SOLE		124,436	0	0
BARRICK GOLD CORP	Common	067901108	10,980	600,000	SH		DFND	1	0	600,000	0
BARRICK GOLD CORP	Common	067901908	3,660	200,000	SH	Call	SOLE		200,000	0	0

BARRICK GOLD CORP	Common	067901908	47,580	2,600,000	SH	Call	DFND	1	0	2,600,000	0
BARRICK GOLD CORP	Common	067901958	3,660	200,000	SH	Put	SOLE		200,000	0	0
BECTON DICKINSON AND CO	Common	075887109	207	1,750	SH		SOLE		1,750	0	0
BED BATH & BEYOND INC	Common	075896100	13,771	240,000	SH		SOLE		240,000	0	0
BLACKBERRY LTD	Common	09228F903	25,600	2,500,000	SH	Call	DFND	1	0	2,500,000	0
BOEING CO.	Common	097023105	229	1,800	SH		SOLE		1,800	0	0
BOEING CO.	Common	097023955	5,089	40,000	SH	Put	SOLE		40,000	0	0
BP PLC-SPONS ADR	Common	055622104	429	8,140	SH		SOLE		8,140	0	0
BROADCOM CORP-CL A	Common	111320107	1,485	40,000	SH		SOLE		40,000	0	0
BROADCOM CORP-CL A	Common	111320957	2,970	80,000	SH	Put	SOLE		80,000	0	0
BROCADE COMMUNICATIONS SYS	Common	111621306	184	20,000	SH		SOLE		20,000	0	0
BOARDWALK PIPELINE COMMON UNITS	Common	096627104	2,323,343	125,586,133	SH		SOLE		125,586,133	0	0
CAL DIVE INTERNATIONAL INC	Common	12802T101	91	68,728	SH		SOLE		68,728	0	0
CAMECO CORP	Common	13321L108	784	40,000	SH		SOLE		40,000	0	0
CAMECO CORP	Common	13321L958	784	40,000	SH	Put	SOLE		40,000	0	0
CARPENTER TECHNOLOGY INC.	Common	144285103	224	3,536	SH		SOLE		3,536	0	0
CF INDUSTRIES HOLDINGS INC	Common	125269100	13,157	54,700	SH		SOLE		54,700	0	0
CHARTER COMMUNICATION-A	Common	16117M305	27,717	175,000	SH		DFND	1	0	175,000	0
CHICO'S FAS INC	Common	168615902	3,392	200,000	SH	Call	DFND	1	0	200,000	0
CIENA CORP	Common	171779309	3,466	160,000	SH		SOLE		160,000	0	0
CIENA CORP	Common	171779959	4,332	200,000	SH	Put	SOLE		200,000	0	0
CIGNA CORP	Common	125509109	304	3,300	SH		SOLE		3,300	0	0
CISCO SYSTEMS INC	Common	17275R102	15,531	625,000	SH		SOLE		625,000	0	0
CITIGROUP INC	Common	172967424	787	16,713	SH		SOLE		16,713	0	0
CLIFFS NATURAL RESOURCES INC	Common	18683K101	677	44,960	SH		SOLE		44,960	0	0
CLIFFS NATURAL RESOURCES INC	Common	18683K951	1,505	100,000	SH	Put	SOLE		100,000	0	0
CNA FINANCIAL CORP	Common	126117100	9,797,108	242,382,673	SH		SOLE		242,382,673	0	0
CNO FINANCIAL GROUP INC	Common	12621E103	509	28,600	SH		SOLE		28,600	0	0
COCA-COLA CO/THE	Common	191216100	232	5,484	SH		SOLE		5,484	0	0
COMCAST CORP-CLASS A	Common	20030N101	5,368	100,000	SH		DFND	1	0	100,000	0
COMCAST CORP-SPECIAL CL A	Common	20030N200	213	4,000	SH		SOLE		4,000	0	0
COMSTOCK MINING INC	Common	205750102	305	182,625	SH		SOLE		182,625	0	0
CONSTELLATION BRANDS INC-A	Common	21036P108	14,982	170,000	SH		SOLE		170,000	0	0
COVANTA HOLDING CORP	Common	22282E102	640	31,040	SH		SOLE		31,040	0	0
DANA HOLDING CORP	Common	235825205	13,431	550,000	SH		DFND	1	0	550,000	0

DEERE & CO	Common	244199105	552	6,100	SH		SOLE		6,100	0	0
DELTA AIR LINES INC	Common	247361702	880	22,725	SH		SOLE		22,725	0	0
DENBURY RESOURCES INC	Common	247916208	600	32,500	SH		SOLE		32,500	0	0
DEVON ENERGY CORPORATION	Common	25179M103	476	6,000	SH		SOLE		6,000	0	0
DIAMOND OFFSHORE DRILLING	Common	25271C102	3,479,292	70,104,620	SH		SOLE		70,104,620	0	0
DRESSER-RAND GROUP INC	Common	261608103	240	3,765	SH		SOLE		3,765	0	0
DU PONT E.I. DE NEMOURS	Common	263534109	2,618	40,000	SH		SOLE		40,000	0	0
DU PONT E.I. DE NEMOURS	Common	263534959	6,544	100,000	SH	Put	SOLE		100,000	0	0
EATON CORP PLC	Common	278058102	380	4,928	SH		SOLE		4,928	0	0
ENSCO PLC-CL A	Common	G3157S106	617	11,100	SH		SOLE		11,100	0	0
EXETER RESOURCE CORP	Common	301835104	452	642,545	SH		SOLE		642,545	0	0
EXPRESS SCRIPTS HOLDING CO	Common	30219G108	66,210	955,000	SH		SOLE		955,000	0	0
EXPRESS SCRIPTS HOLDING CO	Common	30219G108	8,666	125,000	SH		DFND	1	0	125,000	0
EXXON MOBIL CORP	Common	30231G102	214	2,125	SH		SOLE		2,125	0	0
EZCORP INC-CL A	Common	302301106	164	14,238	SH		SOLE		14,238	0	0
FEDEX CORP	Common	31428X106	1,060	7,000	SH		SOLE		7,000	0	0
FIRST HORIZON NATIONAL CORP	Common	320517105	145	12,200	SH		SOLE		12,200	0	0
FORD MOTOR CO	Common	345370900	172,400	10,000,000	SH	Call	DFND	1	0	10,000,000	0
FOREST CITY ENTERPRISES-CL A	Common	345550107	357	17,973	SH		SOLE		17,973	0	0
GENERAL MOTORS CO.	Common	37045V100	24,151	665,305	SH		SOLE		665,305	0	0
GENERAL MOTORS CO.	Common	37045V100	12,705	350,000	SH		DFND	1	0	350,000	0
GENERAL MOTORS CO.	Warrant	37045V118	202	5,552	SH		SOLE		5,552	0	0
GENERAL MOTORS CO.	Warrant	37045V126	1,481	40,800	SH		SOLE		40,800	0	0
GENTIVA HEALTH SERVICES	Common	37247A102	341	22,617	SH		SOLE		22,617	0	0
GILDAN ACTIVEWEAR INC	Common	375916103	7,356	125,000	SH		DFND	1	0	125,000	0
GLOBAL CASH ACCESS HOLDINGS	Common	378967103	115	12,954	SH		SOLE		12,954	0	0
GOLD FIELDS LTD-SPONS ADR	Common	38059T106	1,500	403,104	SH		SOLE		403,104	0	0
GOLDCORP INC	Common	380956409	1,675	60,000	SH		SOLE		60,000	0	0
GOLDCORP INC	Common	380956959	3,349	120,000	SH	Put	SOLE		120,000	0	0
GOLDMAN SACHS GROUP INC	Common	38141G104	260	1,550	SH		SOLE		1,550	0	0
GRANITE REAL ESTATE INVESTMENT	Common	387437114	301	8,096	SH		SOLE		8,096	0	0
HCA HOLDINGS INC	Common	40412C101	1,128	20,000	SH		SOLE		20,000	0	0
HCA HOLDINGS INC	Common	40412C951	4,510	80,000	SH	Put	SOLE		80,000	0	0
HERTZ GLOBAL HOLDINGS INC	Common	42805T105	220	7,864	SH		SOLE		7,864	0	0
HERTZ GLOBAL HOLDINGS INC	Common	42805T955	2,803	100,000	SH	Put	SOLE		100,000	0	0

HEWLETT-PACKARD CO	Common	428236103	11,749	348,845	SH		SOLE			348,845	0	0
IAMGOLD CORP	Common	450913108	1,134	275,601	SH		SOLE			275,601	0	0
INFINERA CORP	Common	45667G103	4,232	460,000	SH		SOLE			460,000	0	0
INNOSPEC INC	Common	45768S105	203	4,700	SH		SOLE			4,700	0	0
INTEL CORP	Common	458140100	203	6,575	SH		SOLE			6,575	0	0
INTERPUBLIC GROUP OF COS INC	Common	460690100	255	13,050	SH		SOLE			13,050	0	0
INTL BUSINESS MACHINES CORP	Common	459200101	1,178	6,500	SH		SOLE			6,500	0	0
ISHARES MSCI EMERGING MARKET	Common	464287954	21,615	500,000	SH	Put	DFND	1		0	500,000	0
ISHARES RUSSELL 2000 ETF	Common	464287905	59,405	500,000	SH	Call	DFND	1		0	500,000	0
JIVE SOFTWARE INC	Common	47760A108	211	24,742	SH		SOLE			24,742	0	0
JOHNSON & JOHNSON	Common	478160104	604	5,772	SH		SOLE			5,772	0	0
JPMORGAN CHASE & CO	Common	46625H100	601	10,433	SH		SOLE			10,433	0	0
KBR INC	Common	48242W106	217	9,100	SH		SOLE			9,100	0	0
KINROSS GOLD CORP	Common	496902404	2,495	602,760	SH		SOLE			602,760	0	0
LAMAR ADVERTISING CO-A	Common	512815101	257	4,850	SH		SOLE			4,850	0	0
LAS VEGAS SANDS CORP	Common	517834907	57,165	750,000	SH	Call	DFND	1		0	750,000	0
LEGG MASON INC	Common	524901105	254	4,950	SH		SOLE			4,950	0	0
LINCOLN NATIONAL CORP	Common	534187109	1,003	19,500	SH		SOLE			19,500	0	0
LOWE'S COS INC	Common	548661957	4,799	100,000	SH	Put	SOLE			100,000	0	0
MAG SILVER CORP	Common	55903Q104	2,668	282,123	SH		SOLE			282,123	0	0
MANITOWOC CO INC.	Common	563571908	21,359	650,000	SH	Call	DFND	1		0	650,000	0
MARKET VECTORS GOLD MINERS	Common	57060U900	2,645	100,000	SH	Call	SOLE			100,000	0	0
MARKET VECTORS GOLD MINERS	Common	57060U950	1,058	40,000	SH	Put	SOLE			40,000	0	0
MARKET VECTORS JR GOLD MINER	Common	57061R544	2,113	50,000	SH		SOLE			50,000	0	0
MARKET VECTORS JR GOLD MINER	Common	57061R904	3,169	75,000	SH	Call	SOLE			75,000	0	0
MARKET VECTORS JR GOLD MINER	Common	57061R954	3,380	80,000	SH	Put	SOLE			80,000	0	0
MCKESSON CORP	Common	58155Q953	14,897	80,000	SH	Put	SOLE			80,000	0	0
MEDTRONIC INC	Common	585055106	239	3,750	SH		SOLE			3,750	0	0
MEN'S WEARHOUSE INC/THE	Common	587118100	4,185	75,000	SH		DFND	1		0	75,000	0
METLIFE INC	Common	59156R108	540	9,725	SH		SOLE			9,725	0	0
METLIFE INC	Common	59156R958	5,556	100,000	SH	Put	SOLE			100,000	0	0
MICROSOFT CORP	Common	594918104	31,187	747,889	SH		SOLE			747,889	0	0
MICROSOFT CORP	Common	594918904	12,510	300,000	SH	Call	SOLE			300,000	0	0
MICROSOFT CORP	Common	594918954	15,012	360,000	SH	Put	SOLE			360,000	0	0
MIDWAY GOLD CORP	Common	598153104	176	197,679	SH		SOLE			197,679	0	0
MOLYCORP INC	Common	608753109	257	100,000	SH		SOLE			100,000	0	0
MONSANTO CO	Common	61166W101	1,247	10,000	SH		SOLE			10,000	0	0
MONSANTO CO	Common	61166W951	4,990	40,000	SH	Put	SOLE			40,000	0	0
MONSTER	Common	611742107	95	14,575	SH		SOLE			14,575	0	0

WORLDWIDE INC											
MORGAN STANLEY	Common	617446448	259	8,004	SH		SOLE		8,004	0	0
MUELLER WATER PRODUCTS INC-A	Common	624758108	117	13,578	SH		SOLE		13,578	0	0
NATIONSTAR MORTGAGE HOLDINGS	Common	63861C909	10,890	300,000	SH	Call	DFND	1	0	300,000	0
NATL PENN BCSHS INC	Common	637138108	115	10,850	SH		SOLE		10,850	0	0
NEWCASTLE INVESTMENT CORP	Common	65105M108	261	54,435	SH		SOLE		54,435	0	0
NEWMONT MINING CORP	Common	651639106	8,141	320,000	SH		SOLE		320,000	0	0
NEWMONT MINING CORP	Common	651639906	5,088	200,000	SH	Call	SOLE		200,000	0	0
NEWMONT MINING CORP	Common	651639956	5,088	200,000	SH	Put	SOLE		200,000	0	0
NEWS CORP - CLASS A	Common	65249B109	388	21,635	SH		SOLE		21,635	0	0
NEWS CORP - CLASS B	Common	65249B208	183	10,460	SH		SOLE		10,460	0	0
NOVACOPPER INC	Common	66988K102	189	173,076	SH		SOLE		173,076	0	0
NOVAGOLD RESOURCES INC	Common	66987E206	4,467	1,060,997	SH		SOLE		1,060,997	0	0
OCCIDENTAL PETROLEUM CORP	Common	674599105	1,345	13,107	SH		SOLE		13,107	0	0
OCEAN RIG UDW INC	Common	Y64354205	392	20,716	SH		SOLE		20,716	0	0
ON SEMICONDUCTOR CORPORATION	Common	682189105	406	44,375	SH		SOLE		44,375	0	0
ORACLE CORP	Common	68389X105	16,403	404,710	SH		SOLE		404,710	0	0
ORACLE CORP	Common	68389X105	6,080	150,000	SH		DFND	1	0	150,000	0
P G & E CORP	Common	69331C108	223	4,640	SH		SOLE		4,640	0	0
PAN AMERICAN SILVER CORP	Common	697900108	207	13,486	SH		SOLE		13,486	0	0
PARK STERLING CORP	Common	70086Y105	130	19,715	SH		SOLE		19,715	0	0
PARKER HANNIFIN CORP	Common	701094104	204	1,625	SH		SOLE		1,625	0	0
PARTNERRE LTD	Common	G6852T105	202	1,850	SH		SOLE		1,850	0	0
PFIZER INC	Common	717081103	1,541	51,931	SH		SOLE		51,931	0	0
PHILLIPS 66	Common	718546954	4,826	60,000	SH	Put	SOLE		60,000	0	0
PMC - SIERRA INC	Common	69344F106	2,283	300,000	SH		SOLE		300,000	0	0
PNC FINANCIAL SERVICES GROUP	Common	693475105	284	3,189	SH		SOLE		3,189	0	0
POST HOLDINGS INC	Common	737446104	7,637	150,000	SH		DFND	1	0	150,000	0
PPL CORPORATION	Common	69351T106	235	6,605	SH		SOLE		6,605	0	0
PRETIUM RESOURCES INC	Common	74139C102	4,588	554,342	SH		SOLE		554,342	0	0
REINSURANCE GROUP OF AMERICA	Common	759351604	560	7,100	SH		SOLE		7,100	0	0
RENT-A-CENTER INC	Common	76009N100	332	11,589	SH		SOLE		11,589	0	0
ROYAL DUTCH SHELL PLC-ADR	Common	780259206	335	4,071	SH		SOLE		4,071	0	0
RUBICON MINERALS CORP	Common	780911103	2,076	1,401,817	SH		SOLE		1,401,817	0	0
SCHWAB CHARLES CORP	Common	808513105	2,962	110,000	SH		SOLE		110,000	0	0
SCHWAB CHARLES	Common	808513955	2,693	100,000	SH	Put	SOLE		100,000	0	0

CORP											
SILVER WHEATON CORP	Common	828336107	3,325	126,332	SH		SOLE		126,332	0	0
SIRIUS XM HOLDINGS INC	Common	82968B103	242	69,890	SH		SOLE		69,890	0	0
SPDR GOLD SHARES	Common	78463V107	25,608	200,000	SH		DFND	1	0	200,000	0
SPDR GOLD SHARES	Common	78463V907	192,060	1,500,000	SH	Call	DFND	1	0	1,500,000	0
STAPLES INC	Common	855030102	4,079	376,305	SH		SOLE		376,305	0	0
STATE STREET CORP	Common	857477103	256	3,800	SH		SOLE		3,800	0	0
STILLWATER MINING CO	Common	86074Q102	3,635	207,132	SH		SOLE		207,132	0	0
SUNCOR ENERGY INC	Common	867224107	23,447	550,000	SH		SOLE		550,000	0	0
SUPERIOR ENERGY SERVICES INC	Common	868157108	398	11,000	SH		SOLE		11,000	0	0
THORATEC CORP	Common	885175307	697	20,000	SH		SOLE		20,000	0	0
TRAVELERS COS INC	Common	89417E109	1,138	12,100	SH		SOLE		12,100	0	0
TRW AUTOMOTIVE HOLDINGS CORP	Common	87264S106	269	3,000	SH		SOLE		3,000	0	0
UBS AG-REG	Common	H89231338	195	10,625	SH		SOLE		10,625	0	0
UNITED PARCEL SERVICE-CL B	Common	911312106	5,133	50,000	SH		SOLE		50,000	0	0
UNITED PARCEL SERVICE-CL B	Common	911312956	10,266	100,000	SH	Put	SOLE		100,000	0	0
UNITED TECHNOLOGIES CORP	Common	913017959	6,927	60,000	SH	Put	SOLE		60,000	0	0
URS CORP	Common	903236107	203	4,425	SH		SOLE		4,425	0	0
VIRTUS INVESTMENT PARTNERS	Common	92828Q109	484	2,287	SH		SOLE		2,287	0	0
VISTA GOLD CORP	Common	927926303	879	1,758,748	SH		SOLE		1,758,748	0	0
VOYA FINANCIAL INC	Common	929089100	306	8,425	SH		SOLE		8,425	0	0
WALTER ENERGY INC	Common	93317Q105	69	12,570	SH		SOLE		12,570	0	0
WELLPOINT INC	Common	94973V107	473	4,400	SH		SOLE		4,400	0	0
WELLS FARGO & CO	Common	949746101	18,396	350,000	SH		SOLE		350,000	0	0
WESTERN DIGITAL CORP	Common	958102105	15,691	170,000	SH		SOLE		170,000	0	0
WET SEAL CL A	Common	961840105	14	15,290	SH		SOLE		15,290	0	0
WHITING PETROLEUM CORP	Common	966387102	602	7,500	SH		SOLE		7,500	0	0
WPX ENERGY INC	Common	98212B103	406	16,997	SH		SOLE		16,997	0	0
WYNN RESORTS LTD	Common	983134907	20,756	100,000	SH	Call	DFND	1	0	100,000	0
YAMANA GOLD INC	Common	98462Y100	490	59,600	SH		SOLE		59,600	0	0