

PROGRESSIVE CORP/OH/

Form 8-K

June 18, 2004

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**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 (Date of earliest event reported) June 15, 2004

**THE PROGRESSIVE CORPORATION**

(Exact name of registrant as specified in its charter)

Ohio

1-9518

34-0963169

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(State or other  
jurisdiction of  
incorporation)

(Commission File  
Number)

(IRS Employer  
Identification  
No.)

6300 Wilson Mills Road, Mayfield Village, Ohio 44143

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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code 440-461-5000

Not Applicable

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(Former name or former address, if changed since last report)

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Item 5. Other Events and Regulation FD Disclosure.

On June 15, 2004, The Progressive Corporation (the Company ) entered into an uncommitted Line of Credit with National City Bank in the principal amount of \$100 million. The Company entered into the Line of Credit as part of a contingency plan to provide a source of liquidity if an event interrupts the Company s ability to receive or transfer funds. A copy of the Line of Credit is attached hereto as Exhibit 99.

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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 thereunto duly authorized.

Dated: June 18, 2004

THE PROGRESSIVE CORPORATION

By: /s/ Jeffrey W. Basch

Name: Jeffrey W. Basch  
Title: Vice President and Chief Accounting  
Officer

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EXHIBIT INDEX

<b>Exhibit No. Under Reg. S-K Item 601</b>	<b>Form 8-K Exhibit No.</b>	<b>Description</b>
99	99	Commercial Note: Demand Line of Credit with National City Bank dated June 15, 2004