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

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

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number: 3235-0006

Expires: Oct 31, 2018

Estimated average burden
hours per response: 23.8

Report for the Calendar Year or Quarter Ended: 03-31-2016

Check here if Amendment Amendment Number:
This Amendment (Check only one.): is a restatement.
adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: ALLSTATE CORP
Address: 2775 SANDERS ROAD
NORTHBROOK, IL 60062-7127

Form 13F File Number: 028-14491

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: KENNETH MARCOTTE
Title: VICE PRESIDENT OF INVESTMENT FINANCE
Phone: 847-402-7165

Signature, Place, and Date of Signing:

/s/ KENNETH MARCOTTE NORTHBROOK, IL 05-16-2016
[Signature] [City, State] [Date]

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

[If there are no entries in this list, omit this section.]

Form 13F File Number	Name
028-04295	BLACKROCK ADVISORS LLC
028-04003	ARIEL INVESTMENTS, LLC

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2
Form 13F Information Table Entry Total: 143
Form 13F Information Table Value Total: 1,159,905
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
11	028-04302	ALLSTATE INVESTMENT MANAGEMENT CO
12	028-10298	ALLSTATE INVESTMENTS LLC

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FORM 13F INFORMATION TABLE

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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/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	SOLE	SHARED	NONE	
3M CO	COMMON	88579Y101	15,523	93,156	SH	SOLE	12	93,156	0	0	
ABBOTT LABS	COMMON	002824100	11,159	266,777	SH	SOLE	12	266,777	0	0	
ABBVIE INC	COMMON	00287Y109	1,325	23,200	SH	SOLE	12	23,200	0	0	
ACCENTURE PLC IRELAND	COMMON FOREIGN	G1151C101	1,567	13,580	SH	SOLE	12	13,580	0	0	
ADVANCE AUTO PARTS INC	COMMON	00751Y106	777	4,845	SH	SOLE	12	4,845	0	0	
AETNA INC NEW	COMMON	00817Y108	1,428	12,713	SH	SOLE	12	12,713	0	0	
ALLERGAN PLC	COMMON	G0177J108	14,974	55,865	SH	SOLE	12	55,865	0	0	
ALPHABET INC	COMMON	02079K107	19,545	26,237	SH	SOLE	12	26,237	0	0	
AMAZON COM INC	COMMON	023135106	6,906	11,633	SH	SOLE	12	11,633	0	0	
AMEREN CORP	COMMON	023608102	7,643	152,550	SH	SOLE	12	152,550	0	0	
AMERICAN AIRLS GROUP INC	COMMON	02376R102	1,413	34,462	SH	SOLE	12	34,462	0	0	
AMERICAN INTL GROUP INC	COMMON	026874784	1,131	20,934	SH	SOLE	12	20,934	0	0	
AMGEN INC	COMMON	031162100	4,081	27,219	SH	SOLE	12	27,219	0	0	
AON PLC	COMMON FOREIGN	G0408V102	7,994	76,533	SH	SOLE	12	76,533	0	0	
APPLE INC	COMMON	037833100	30,413	279,044	SH	SOLE	12	279,044	0	0	
APPLIED MATLS INC	COMMON	038222105	1,645	77,649	SH	SOLE	12	77,649	0	0	
ARMSTRONG WORLD INDS INC NE	COMMON	04247X102	2,564	53,004	SH	SOLE	12	53,004	0	0	
AT&T INC	COMMON	00206R102	8,820	225,176	SH	SOLE	12	225,176	0	0	
AUTOZONE INC	COMMON	053332102	2,817	3,536	SH	SOLE	12	3,536	0	0	
AVERY DENNISON CORP	COMMON	053611109	1,819	25,219	SH	SOLE	12	25,219	0	0	
BANK AMER CORP	COMMON	060505104	2,409	178,147	SH	SOLE	12	178,147	0	0	
BARD C R INC	COMMON	067383109	7,395	36,490	SH	SOLE	12	36,490	0	0	
BAXALTA INC	COMMON	07177M103	4,266	105,589	SH	SOLE	12	105,589	0	0	
BAXTER INTL INC	COMMON	071813109	7,877	191,756	SH	SOLE	12	191,756	0	0	
BEMIS INC	COMMON	081437105	7,505	144,932	SH	SOLE	12	144,932	0	0	
BOEING CO	COMMON	097023105	4,887	38,496	SH	SOLE	12	38,496	0	0	
BROWN FORMAN CORP	COMMON	115637209	1,355	13,757	SH	SOLE	12	13,757	0	0	
CAPITAL ONE FINL CORP	COMMON	14040H105	5,258	75,863	SH	SOLE	12	75,863	0	0	
CARDINAL HEALTH INC	COMMON	14149Y108	6,677	81,480	SH	SOLE	12	81,480	0	0	

CBS CORP NEW	COMMON	124857202	1,156	20,978	SH	SOLE	12	20,978	0	0
CHUBB LIMITED	COMMON FOREIGN	H1467J104	7,860	65,966	SH	SOLE	12	65,966	0	0
CINTAS CORP	COMMON	172908105	8,796	97,938	SH	SOLE	12	97,938	0	0
CISCO SYS INC	COMMON	17275R102	7,026	246,774	SH	SOLE	12	246,774	0	0
CITIGROUP INC	COMMON	172967424	2,667	63,891	SH	SOLE	12	63,891	0	0
CLECO CORP NEW	COMMON	12561W105	2,522	45,678	SH	SOLE	12	45,678	0	0
CLOROX CO DEL	COMMON	189054109	5,673	45,000	SH	SOLE	12	45,000	0	0
COCA COLA CO	COMMON	191216100	8,411	181,312	SH	SOLE	12	181,312	0	0
COCA COLA ENTERPRISES INC N	COMMON	19122T109	1,517	29,899	SH	SOLE	12	29,899	0	0
COLUMBIA PIPELINE PARTNERS	COMMON	198281107	1,645	112,650	SH	SOLE	12	112,650	0	0
CONSTELLATION BRANDS INC	COMMON	21036P108	6,046	40,014	SH	SOLE	12	40,014	0	0
COSTCO WHSL CORP NEW	COMMON	22160K105	12,952	82,191	SH	SOLE	12	82,191	0	0
CVS HEALTH CORP	COMMON	126650100	12,324	118,811	SH	SOLE	12	118,811	0	0
DANAHER CORP DEL	COMMON	235851102	14,430	152,119	SH	SOLE	12	152,119	0	0
DARDEN RESTAURANTS INC	COMMON	237194105	5,196	78,368	SH	SOLE	12	78,368	0	0
DEERE & CO	COMMON	244199105	1,158	15,038	SH	SOLE	12	15,038	0	0
DELTA AIR LINES INC DEL	COMMON	247361702	2,324	47,737	SH	SOLE	12	47,737	0	0
DISCOVER FINL SVCS	COMMON	254709108	1,291	25,353	SH	SOLE	12	25,353	0	0
DISNEY WALT CO	COMMON	254687106	7,688	77,410	SH	SOLE	12	77,410	0	0
DOLLAR TREE INC	COMMON	256746108	2,205	26,742	SH	SOLE	12	26,742	0	0
DR PEPPER SNAPPLE GROUP INC	COMMON	26138E109	7,152	79,983	SH	SOLE	12	79,983	0	0
DTE ENERGY CO	COMMON	233331107	8,074	89,063	SH	SOLE	12	89,063	0	0
DUKE ENERGY CORP NEW	COMMON	26441C204	6,689	82,910	SH	SOLE	12	82,910	0	0
E M C CORP MASS	COMMON	268648102	1,326	49,741	SH	SOLE	12	49,741	0	0
ECOLAB INC	COMMON	278865100	7,095	63,624	SH	SOLE	12	63,624	0	0
EDWARDS LIFESCIENCES CORP	COMMON	28176E108	3,562	40,386	SH	SOLE	12	40,386	0	0
FACEBOOK INC	COMMON	30303M102	8,446	74,022	SH	SOLE	12	74,022	0	0
FEDEX CORP	COMMON	31428X106	7,187	44,170	SH	SOLE	12	44,170	0	0
FIFTH THIRD BANCORP	COMMON	316773100	1,126	67,468	SH	SOLE	12	67,468	0	0
FIRST MID ILL BANCSHARES IN	COMMON	320866106	5,453	226,190	SH	SOLE	12	226,190	0	0
FORTUNE BRANDS HOME & SEC I	COMMON	34964C106	3,698	65,993	SH	SOLE	12	65,993	0	0
GENERAL DYNAMICS CORP	COMMON	369550108	1,247	9,491	SH	SOLE	12	9,491	0	0
GILEAD SCIENCES INC	COMMON	375558103	1,496	16,286	SH	SOLE	12	16,286	0	0
GREAT AJAX CORP	COMMON	38983D300	12,091	1,080,493	SH	SOLE	12	1,080,493	0	0
HARTFORD FINL SVCS GROUP IN	COMMON	416515104	1,402	30,425	SH	SOLE	12	30,425	0	0
HCA HOLDINGS INC	COMMON	40412C101	1,652	21,171	SH	SOLE	12	21,171	0	0
HOME DEPOT INC	COMMON	437076102	12,735	95,440	SH	SOLE	12	95,440	0	0

HONEYWELL INTL INC	COMMON	438516106	7,896	70,471	SH	SOLE	12	70,471	0	0
HUMANA INC	COMMON	444859102	5,031	27,501	SH	SOLE	12	27,501	0	0
ILLINOIS TOOL WKS INC	COMMON	452308109	9,240	90,200	SH	SOLE	12	90,200	0	0
INTERNATIONAL BUSINESS MACH	COMMON	459200101	6,938	45,809	SH	SOLE	12	45,809	0	0
ISHARES INC	COMMON	46434G103	9,365	225,000	SH	SOLE	12	225,000	0	0
ISHARES TR	COMMON	464287150	85,388	915,000	SH	SOLE	12	915,000	0	0
ISHARES TR	COMMON	464287168	28,421	348,000	SH	SOLE	12	348,000	0	0
ISHARES TR	COMMON	464287200	58,275	282,000	SH	SOLE	12	282,000	0	0
ISHARES TR	COMMON	464287796	6,956	200,000	SH	SOLE	12	200,000	0	0
ISHARES TR	COMMON	464288513	41,662	510,000	SH	SOLE	12	510,000	0	0
ISHARES TR	COMMON	46429B697	31,190	710,000	SH	SOLE	12	710,000	0	0
JOHNSON & JOHNSON	COMMON	478160104	7,908	73,091	SH	SOLE	12	73,091	0	0
JUNIPER NETWORKS INC	COMMON	48203R104	1,437	56,350	SH	SOLE	12	56,350	0	0
KEYCORP NEW	COMMON	493267108	733	66,351	SH	SOLE	12	66,351	0	0
KIMBERLY CLARK CORP	COMMON	494368103	7,950	59,107	SH	SOLE	12	59,107	0	0
KROGER CO	COMMON	501044101	9,832	257,044	SH	SOLE	12	257,044	0	0
L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	1,278	10,783	SH	SOLE	12	10,783	0	0
LAUDER ESTEE COS INC	COMMON	518439104	7,913	83,900	SH	SOLE	12	83,900	0	0
LOCKHEED MARTIN CORP	COMMON	539830109	9,738	43,964	SH	SOLE	12	43,964	0	0
LOWES COS INC	COMMON	548661107	6,124	80,841	SH	SOLE	12	80,841	0	0
LYONDELLBASELL INDUSTRIES N	COMMON FOREIGN	N53745100	1,085	12,674	SH	SOLE	12	12,674	0	0
MARRIOTT INTL INC NEW	COMMON	571903202	1,128	15,844	SH	SOLE	12	15,844	0	0
MASCO CORP	COMMON	574599106	3,666	116,574	SH	SOLE	12	116,574	0	0
MASTERCARD INC	COMMON	57636Q104	6,689	70,778	SH	SOLE	12	70,778	0	0
MCDONALDS CORP	COMMON	580135101	11,086	88,208	SH	SOLE	12	88,208	0	0
MEDTRONIC PLC	COMMON	G5960L103	7,072	94,297	SH	SOLE	12	94,297	0	0
MERCK & CO INC NEW	COMMON	58933Y105	7,547	142,636	SH	SOLE	12	142,636	0	0
MGM RESORTS INTERNATIONAL	COMMON	552953101	3,859	180,002	SH	SOLE	12	180,002	0	0
MICROSOFT CORP	COMMON	594918104	17,800	322,297	SH	SOLE	12	322,297	0	0
MOHAWK INDS INC	COMMON	608190104	3,150	16,501	SH	SOLE	12	16,501	0	0
MONDELEZ INTL INC	COMMON	609207105	7,213	179,790	SH	SOLE	12	179,790	0	0
NETFLIX INC	COMMON	64110L106	4,494	43,957	SH	SOLE	12	43,957	0	0
NEXTERA ENERGY INC	COMMON	65339F101	8,362	70,659	SH	SOLE	12	70,659	0	0
NIKE INC	COMMON	654106103	12,018	195,514	SH	SOLE	12	195,514	0	0
NORDSTROM INC	COMMON	655664100	1,633	28,551	SH	SOLE	12	28,551	0	0
NORTHROP GRUMMAN CORP	COMMON	666807102	17,099	86,402	SH	SOLE	12	86,402	0	0
O REILLY AUTOMOTIVE INC NEW	COMMON	67103H107	1,388	5,071	SH	SOLE	12	5,071	0	0
OMNICOM GROUP INC	COMMON	681919106	7,848	94,298	SH	SOLE	12	94,298	0	0

PANERA BREAD CO	COMMON	69840W108	5,318	25,963	SH	SOLE	12	25,963	0	0
PEPSICO INC	COMMON	713448108	7,881	76,902	SH	SOLE	12	76,902	0	0
PFIZER INC	COMMON	717081103	7,986	269,421	SH	SOLE	12	269,421	0	0
PROCTER & GAMBLE CO	COMMON	742718109	13,888	168,723	SH	SOLE	12	168,723	0	0
QUALCOMM INC	COMMON	747525103	960	18,772	SH	SOLE	12	18,772	0	0
RAYTHEON CO	COMMON	755111507	7,397	60,319	SH	SOLE	12	60,319	0	0
REPUBLIC SVCS INC	COMMON	760759100	8,639	181,304	SH	SOLE	12	181,304	0	0
RITE AID CORP	COMMON	767754104	9,697	1,189,796	SH	SOLE	12	1,189,796	0	0
ROCKWELL COLLINS INC	COMMON	774341101	7,032	76,262	SH	SOLE	12	76,262	0	0
ROSS STORES INC	COMMON	778296103	1,197	20,668	SH	SOLE	12	20,668	0	0
SHERWIN WILLIAMS CO	COMMON	824348106	3,084	10,834	SH	SOLE	12	10,834	0	0
SNAP ON INC	COMMON	833034101	6,251	39,817	SH	SOLE	12	39,817	0	0
SPDR S&P 500 ETF TR	COMMON	78462F103	39,412	191,728	SH	SOLE	12	191,728	0	0
SPDR S&P 500 ETF TR	COMMON	78462F103	18,814	91,524	SH	SOLE	11	91,524	0	0
STANLEY BLACK & DECKER INC	COMMON	854502101	6,980	66,346	SH	SOLE	12	66,346	0	0
STARBUCKS CORP	COMMON	855244109	12,923	216,460	SH	SOLE	12	216,460	0	0
STRYKER CORP	COMMON	863667101	8,554	79,728	SH	SOLE	12	79,728	0	0
SYSCO CORP	COMMON	871829107	9,107	194,894	SH	SOLE	12	194,894	0	0
TARGET CORP	COMMON	87612E106	12,373	150,372	SH	SOLE	12	150,372	0	0
TE CONNECTIVITY LTD	COMMON FOREIGN	H84989104	4,266	68,889	SH	SOLE	12	68,889	0	0
TEXAS INSTRS INC	COMMON	882508104	8,117	141,366	SH	SOLE	12	141,366	0	0
THERMO FISHER SCIENTIFIC IN	COMMON	883556102	7,706	54,424	SH	SOLE	12	54,424	0	0
TIME WARNER INC	COMMON	887317303	4,591	63,279	SH	SOLE	12	63,279	0	0
TJX COS INC NEW	COMMON	872540109	3,828	48,855	SH	SOLE	12	48,855	0	0
TRAVELERS COMPANIES INC	COMMON	89417E109	9,312	79,790	SH	SOLE	12	79,790	0	0
TWENTY FIRST CENY FOX INC	COMMON	90130A101	1,512	54,228	SH	SOLE	12	54,228	0	0
UNITED CONTL HLDGS INC	COMMON	910047109	946	15,799	SH	SOLE	12	15,799	0	0
UNITED PARCEL SERVICE INC	COMMON	911312106	8,000	75,849	SH	SOLE	12	75,849	0	0
UNITED TECHNOLOGIES CORP	COMMON	913017109	6,282	62,753	SH	SOLE	12	62,753	0	0
VERIZON COMMUNICATIONS INC	COMMON	92343V104	9,733	179,974	SH	SOLE	12	179,974	0	0
VISA INC	COMMON	92826C839	14,878	194,533	SH	SOLE	12	194,533	0	0
WAL-MART STORES INC	COMMON	931142103	6,439	94,015	SH	SOLE	12	94,015	0	0
WASTE MGMT INC DEL	COMMON	94106L109	8,002	135,620	SH	SOLE	12	135,620	0	0
WELLS FARGO & CO NEW	COMMON	949746101	6,537	135,172	SH	SOLE	12	135,172	0	0
WHITEWAVE FOODS CO	COMMON	966244105	3,343	82,263	SH	SOLE	12	82,263	0	0
WHOLE FOODS MKT INC	COMMON	966837106	1,456	46,798	SH	SOLE	12	46,798	0	0
WYNDHAM WORLDWIDE CORP	COMMON	98310W108	1,075	14,065	SH	SOLE	12	14,065	0	0

XL GROUP PLC	COMMON	G98290102	1,214	33,000	SH	SOLE	12	33,000	0	0
YAHOO INC	COMMON	984332106	4,277	116,181	SH	SOLE	12	116,181	0	0